

FAST FADE

FADE IN

INT. BACKSTAGE SMALL TOWN THEATRE EARLY 1940S - DAY

Shuffling feet and excited voices morph into the wings of a small theatre holding kids' talent auditions. Girls in frilly dresses, boys with water-slicked hair and shiny wingtips. Mothers check out the competition. Onstage, a boy about 12 sings with a cracking voice:

BOY

(sings)

My gal's a corker
 She's a New Yorker
 I buy her everything
 to keep her in style
 She's got a limousine
 I buy the gasoline etc.

He does a clumsy buck-and-wing tap dance.

BARBARA REDFIELD, about 13, precociously beautiful under adult makeup; a fancy dress on her lanky frame. Her mother MABEL, an older, plumper version, fusses over her.

BARBARA

Oh mommy, I'm so nervous I could die.

MABEL

Get over it, Barbara. These talent scouts are looking for the next Judy Garland. You won't get another chance in this little burg.

BARBARA

I'm more scared of daddy than the talent scouts.

She looks away from the stage to meet Mabel's eyes.

MABEL

Honey, daddy doesn't have to know every little thing.

She surveys Barbara analytically, pleased.

BARBARA

But he *thinks* he does.

MABEL

Right. He only *thinks* he does.

INT. AUDIENCE - DAY

In the audience, a couple of bored, smarmy talent scouts slouch and watch a kid on stage with thinly disguised boredom.

TALENT SCOUT #1
Get the hook. Jeez.

TALENT SCOUT #2
What jerkwater town is this again?

TALENT SCOUT #1
Clo-kay as in East Bumfuck
Minnesota.

TALENT SCOUT #2
Well this is what you get when you
diddle your boss's girlfriend.

TALENT SCOUT #1
(grins)
Aahhh, I didn't do no such thng.

Talent Scout #2, with a knowing smirk, sneaks a flask out of his jacket, takes a pull, and passes it to Talent Scout #1, who drinks and wipes his mouth with the back of his hand. He catches the eye of an onlooking town matron sitting primly nearby and winks. The matron quickly looks away.

Talent Scout #1 makes eye contact with an EMCEE at stage right and makes a throat-cutting gesture. The Emcee hurries onstage and interrupts the boy.

EMCEE
Thank you uh, son, that was just
great. And now...

The boy hovers uncertainly.

EMCEE
(covers the mic and
hisses)
Beat it, kid.

The boy scuttles offstage.

EMCEE
(reading from a paper)
And now, we have the lovely Miss
Barbara Redfield, singing her
rendition of "My Heart Belongs to
Daddy" from the new Broadway hit.

Barbara's mother gives her a little push onstage. Barbara stumbles slightly as she walks into the blazing lights.

From Barbara's POV we see the two jaded talent scouts straighten up and look interested.

Barbara nervously waits as the emcee starts the record player behind her and sets the needle on for a scratchy intro.

BARBARA
(sings)
"My Heart Belongs to Daddy"

[Or "But not for Me" or "I've Got You Under My Skin."]

Something magical happens as she gains confidence. The scouts look at each other, impressed.

INT. THEATRE - DAY

Suddenly, from the back of the theater, LEE REDFIELD strides down the aisle, bounds up the steps to the stage, grabs Barbara by the arm, slaps her face hard and yanks her off the stage. He bumps the record player, and the noise from the needle screeches out over the microphone.

FOLLOW Lee

INT. BACKSTAGE - DAY

Lee drags BARBARA roughly through the crowd. Mabel hurries after them.

EXT. THEATRE - DAY

The three burst out the door of the theatre. Barbara is crying, Mabel looks around at the curious bystanders.

LEE
(to Mabel, surveying
Barbara)
All got up like the Whore of
Babylon. Will ya look at that.
(to Mabel)
So you thought you'd sneak out
under my nose so she could shake
her tail at a buncha leering men...

BARBARA
(spitting mad)
'Cuz you're the only man who gets
to leer at me, 'Daddy.'

Shocked, Mabel puts her hand over Barbara's mouth. Lee draws back to slap Barbara again. Mabel surveys the bystanders anxiously/defiantly as more people pause to watch.

MABEL

(hisses to Lee)

Stop it, you drunken lunatic...

LEE

...she says with gin on her breath.

Mabel reaches over to slap Lee, and he grabs her hand. He balls up his fist and threatens her. She claws at his face. Barbara watches, hand on her red cheek.

EXT. THE PAYTON HOUSE - NIGHT

Conventional 1920s-30s two-story house with a little garden in front. A window is dimly lit on the second story. Lee's voice is racked with pain.

LEE REDFIELD

(drunk)

Now sweetheart, don't be that way.
Gimme a kiss n' say it's all right.

Barbara's replies in a muffled, inaudible voice.

LEE REDFIELD

I did it because I love you. I
can't have those dirty men...
eyeing you like...

(angry)

Look at me when I'm talking to you
goddammit.

(switches to pleading)

They'll make a tramp out of you,
Baby. They don't care like I do. Or
are you a little whore? Maybe you
like that sort of stuff.

More murmuring from Barbara.

LEE REDFIELD

No, that's sacred, what we have.
Nobody will ever love you like I
do. I gave up my eternal soul for
you. Do you know what that means?
Aw, don't cry baby...

(sobs)

FADE OUT

EXT. STREET IN CLOQUET, MN CIRCA 1944 - DAY

TITLES START, MUSIC STARTS

Among well-kept lawns are a few "victory gardens" and flags on display. A gold star in somebody's window. Parked vintage cars line the street.

A late model car slides to the curb. Inside are the REDFIELDS, dressed for a party. Behind the wheel, irritable Lee sweats in his suit coat and bow tie. Mabel wears a hat with a veil and a fussy party dress.

She gratefully opens her door, gets out and fans herself. In the back seat, 11-year-old FRANK, in his Sunday suit, tries to climb over Barbara to get out, and she shoves him back with a white-gloved hand and good-natured grin. She pushes the front seat forward and gracefully gets out.

Barbara, 15, emerges from the drab back seat like a flower opening up in the sun, stunningly fresh and beautiful in a simple white dress, flushed with anticipation. Mabel appraises her proudly, and adjusts Barbara's hair falling over her shoulders.

MABEL REDFIELD

How you kept that dress from
wrinkling in this heat I don't
know.

Lee is halfway up the walk to the house.

MABEL REDFIELD

(proper for public
consumption)
Lee, dear, wait for your family!

LEE REDFIELD

(grumbles over his
shoulder)
I need a beer, I earned a beer, and
I'm damn well gonna get me a beer.

He twists his neck under the confining collar and bow tie. Barbara and Mabel take a gaily wrapped box from the car.

MABEL REDFIELD

Imagine little Bess turning
sixteen! C'mon, what'd you get her,
Barb?

BARBARA

(archly)

You'll see, Mama. I've been saving
up forever.

MABEL REDFIELD

I know! You usually spend your
babysitting money the day you get
it.

Barbara almost skips up the walkway with glee, holding the
bulky box while Mabel straightens fidgety Frank.

A cry of welcome, mostly female voices, as the door opens to
Barbara, Mabel and Frank.

INT. LARGE COMFY SMALL-TOWN HOME

The guests are festive, a few men in uniform. A large cake
"Happy Sweet 16 Bess" sits under a ceiling fan in the dining
room, atop a lace doily on the gleaming dining room table.
Plates, napkins and silverware are carefully arranged.

Barbara embraces the "birthday girl" Bess, plump and sweet-
faced, while Bess's mother hovers.

BESS'S MOTHER

I swear, Barb, you get prettier
every time I see you.

Bess watches with affectionate resignation.

BESS

(conspiratorial)

What'd you go and get me?

Barbara smiles mysteriously, breaks away and carefully places
her package onto a pile near the table. As she leans over,
Bess's father, HERB, stares down greedily into Barbara's
cleavage. She rises and encounters his gaze, puts her hand
over her bosom reflexively, a bit flustered.

BARBARA

H.. hi, Mr. Dahlen.

HERB DAHLEN

(uncomfortable)

Why hi there, Barb. Your, uh, dad's
out in back. At the keg.

Barbara rolls her eyes and grins at Herb.

BARBARA

Then I know where NOT to go, don't
I?

Herb grins back, winks and cackles.

Barbara sees beyond Herb to her father at the keg in the back yard. Her face clouds as she turns away to lose herself in the crowd. She glances back once. Herb is still watching her.

TIME PASSING

Barbara and her young friends sit lined up on the long sofa, laughing. The adults are talking --- snatches of conversation about the war, rationing. A few people embrace a crying woman in black, mopping at her eyes with a handkerchief.

RAISED VOICE

...everybody knows FDR is a
Communist dupe.

SECOND VOICE

(snickering)
... and what about Eleanor?

VOICE

Her? She's an *agent*.

ANOTHER VOICE

(imitating FDR)
I've seen war... and I've seen
Eleanor. I'll take war.

Chorus of deprecatory laughter.

INT. UPSTAIRS BATHROOM - DAY

Barbara stands before the mirror, applying lipstick, fixing her hair. Her gloves lie beside the sink.

Suddenly, the door opens. Barbara startles.

HERB DAHLEN

Oh, uh, 'scuse me, Barb.

BARBARA

Oh! Mr. Dahlen! I...I'm just coming
out.

But he doesn't back away. Instead, he enters. Barbara tries to gather her gloves and get past him, but Herb closes the door behind him and puts his arms around her.

BARBARA
Mr. Dahlen, I... excuse me?

She squirms in his unwelcome embrace. He tries to kiss her.

BARBARA
Please don't. Mr. Dahlen!

HERB DAHLEN
Stop the little miss innocent act,
sweetie. I know you love it. I
hear...

BARBARA
(indignant, shocked)
WHAT do you hear?

Herb presses her body close and kisses her.

BARBARA
Mr. Dahlen! No. Please. My...
lipstick... I... NO! please!

Herb reaches over and plucks a tissue.

HERB DAHLEN
Here then, wipe it off. Go ahead
now.

Their eyes meet.

BARBARA
You can't... what are you...

Herb is unbuttoning her dress.

HERB DAHLEN
Don't play coy with me, you little
minx. I saw those laughing, luring
eyes.
(restrains her as she
struggles)
It's... gonna... happen, Barbara,
you know it, and I know it.

Barbara shakes her head, and tears fill her eyes,

BARBARA
Please! Leave me alone. I... I'll
scream!

HERB DAHLEN
And ruin little Bess's sweet
sixteen party?

Bring them all up here? We don't
neither of us want that, do we?

The dress suddenly slides down, revealing Barbara's modest slip. Herb runs his hands greedily over her smooth body.

HERB DAHLEN
(ecstasy)
You're even more beautiful than
I... oh, angel.

He drops to his knees at her feet, pushing her toward the dry bathtub, as Barbara stumbles backward and struggles, crying.

CLOSE ON the gloves at the side of the sink.

HERB (O.S.)
(tortured voice)
Oh my God, you're the most
beautiful thing I've ever seen.

LATER

INT. DINING ROOM - DAY

Bess opens Barbara's gift and brings out a stylish hat. She squeals with delight as the crowd gasps.

BESS
Oh my God, it's the most beautiful
thing I've ever seen! That Lily
Dachay hat we saw in Korngold's. Oh
Barb, you shouldn't have.

She holds it up for the admiring crowd. Ohs and ahs.

BESS
(to Barbara)
You bad girl! It must have cost the
moon!

Barbara, looking shamed and shaken, tries gamely to smile.

BARBARA
Happy birthday, Bess.

BESS
Best friends forever.

As she embraces Barbara, tears slide down Barbara's face, taken for sisterly affection. Bess's mother steps up with a kleenex and wipes them away.

BESS'S MOTHER

Why bless your sentimental little heart, Barb. Look at her cry!

BESS

It's why we love her.
(kisses Barbara's cheek)

INT - LIVING ROOM - DAY

Drunk, Lee has his arm around his embarrassed son, Frank. He is holding forth to a small bunch of people.

LEE REDFIELD

(maudlin tears)
..and I love my son Frank, this child God gave me, more than life itself. But when his country calls, I'll sacrifice him for America just like you did your Teddy, Olive. God bless that boy, a true American hero.

He gestures to the woman all in black, her eyes red. Frank squirms beneath Lee's tight grasp.

CUT TO:

EXT. - THE ANTLERS MOTEL - NIGHT

SCREEN TEXT: ODESSA, TEXAS 1945

CLOSE on a huge, garish pair of purple neon deer antlers. Pull back to reveal a motel sign: "Welcome to The Antlers, Lee & Mabel Redfield Your Happy Hosts. Daily & Weekly Rates."

Beyond the driveway sits a vintage jalopy, its lights off.

Hiding behind a hedge in the shadows is 17-year-old Barbara, now a jaw-dropping beauty.

Lee, tense and bitter, sits drinking on the veranda of the motel office. He cannot see Barbara, but his suspicious scowl says it all as he scans the darkness.

INT. JALOPY - NIGHT

Chewing gum, teens SALLY ANN and PAULINE powder their noses and look around anxiously.

PAULINE

There she is! I see her!

EXT. THE ANTLERS MOTEL - NIGHT

As Barbara sneaks past Lee toward the jalopy, his grating voice pierces the darkness.

LEE REDFIELD

And just where do you think you're goin'?

Barbara halts and stiffens.

BARBARA

Why daddy, I'm just gonna go study with...

LEE REDFIELD

The hell y'are. You're off with them sluts again. You been hangin' around the Ace O' Clubs throwin' yourself at them flyboys from the air base. Th' whole town's talkin', not that you care a whit.

Barbara whirls on him.

BARBARA

You mean those old biddies who got nothing better to do than spy on people?

LEE REDFIELD

Damn disgrace to the family.

BARBARA

And you should talk. Just keep on drinkin', daddy. Pretty soon you won't care how 'disgraced' you are.

LEE REDFIELD

Little round-heels.

Mabel emerges, wiping her hands on her apron. She smiles indulgently at Barbara.

MABEL REDFIELD

You look mighty pretty, honey.

LEE REDFIELD

That's right, Mabel. Pump up that swelled head of hers.

MABEL REDFIELD

Well, maybe she'll meet a nice fella...

LEE REDFIELD

You think a nice boy'd want that
little tart?

MABEL REDFIELD

Lee! Your own daughter!

Barbara breaks into a run as Lee lurches out of his chair after her. But she's too fast and makes it to the car. Sally Ann swings a door open and Barbara dives in headfirst as they peel away, leaving Lee in a cloud of dust. The girls squeal and laugh.

INT. PAULINE'S CAR - NIGHT

Barbara yanks off her sweater and skirt to reveal a chic party dress. She opens her purse for makeup, perfume.

SALLY ANN

Oooh that was a close one, Barb! I
thought he had you for sure!

BARBARA

That old rummy couldn't catch a
cold!

The girls laugh. Sally Ann strikes a match and holds it for Barbara to apply her lipstick, watching admiringly. Barbara's hand trembles. Sally Ann puts a sympathetic hand on her shoulder.

SALLY ANN

It's okay, honey.

BARBARA

Ever since I ran off and married
Billy Hodge, that ol' man tracks me
like a bloodhound. All I wanted was
to get away from him.

PAULINE

(playful)

Barb, you gotta tell us. Did you
and Billy...

BARBARA

(grins mischievously)

Well, we were man and wife... for
about an hour.

The girls scream with laughter.

BARBARA

Till Daddy came chargin' into the motel room and hauled us out of bed!

Barbara's eyes cloud briefly, bitterly, even as her smiling mouth jokes about the incident.

SALLY ANN

Oh I woulda just died!

PAULINE

There's a new bunch of pilots in tonight from Midland Air Base.

SALLY ANN

(sighs)

I'd do anything for a pair o' wings.

BARBARA

Get that ring first, mama.

PAULINE

You'd know all about that!

Barbara playfully shoves her; they all laugh.

EXT. ACE OF CLUBS TAVERN - NIGHT

The car pulls into the parking lot of a classic "roadhouse." The girls get out, smoothing their skirts and hair and saunter toward the door past gawking soldiers and airmen.

INT. ACE OF CLUBS TAVERN - NIGHT

A party is in full swing, girls and soldiers dancing to hot music. Barbara and her friends attract lots of attention. The girls stand near the bar, trying to look cool.

SALLY ANN

(to the bartender)

I'll have me a boilermaker!

The bartender wryly takes out a bottle of Orange Crush and opens it, as Sally Ann pouts. Barbara turns and nearly bumps into handsome Captain JOHN PAYTON close beside her.

BARBARA

Oops! Sorry, it's a little crowded in here.

JOHN PAYTON

The only one I see is you.

The girls giggle and roll their eyes. Pauline nudges Sally Ann as John puts out his hand to Barbara and they begin to dance to a romantic tune.

JOHN PAYTON

Hope I didn't come on too strong
back there...

BARBARA

I'll let you know.
(smiles)
I'm Barbara.

JOHN PAYTON

My name's John. You're sure pretty,
Barbara. I bet you get tired of
hearing that.

BARBARA

No girl gets tired of hearing that.

As they dance, the raucous background becomes a soft blur of silent, slo-mo shapes. Barbara closes her eyes. When the dance ends John guides her through the floor to the veranda.

EXT. ACE OF CLUBS VERANDA - NIGHT

The noise of the bar fades; crickets chirp. The moon shines, and jasmine trails up the splintery wood beams. John picks a tiny blossom and puts it in her hair.

JOHN PAYTON

You always lived in Texas?

BARBARA

No, I'm from Minnesota. My Daddy
bought a motel in Odessa, so he
dragged us all out here.

JOHN PAYTON

I'm sure glad he did.

Barbara smiles.

JOHN PAYTON

That's me being forward again. All
this is so far from where I've
been, it hardly seems real.

BARBARA

We're all of us praying for the war
to end soon.

He takes her in his arms. They kiss. John looks out past the railing.

JOHN PAYTON

I've been thinking... once it's over, I'd go out west, go to school on the GI Bill and study engineering. They give you a real good deal.

BARBARA

Oh, that sounds just wonderful!

JOHN PAYTON

Ever been to Los Angeles?

BARBARA

(little laugh)

In my dreams.

JOHN PAYTON

What are they? Your dreams?

BARBARA

Oh...sometimes I think I'd kind of like to be an actress.

She looks into his eyes, summons her courage.

BARBARA

Not 'kind of'. I want to with all my heart and soul. Don't laugh.

JOHN PAYTON

I wouldn't laugh. In fact, I can see your name up on the marquee now. Barbara....

He waits expectantly for her to finish the name.

BARBARA

(giggles, embarrassed)

Redfield. 'Barbara Redfield'. That doesn't sound very glamorous, does it?

JOHN PAYTON

How about Barbara Payton?

Barbara looks quizzical.

JOHN PAYTON

That's my name.

She laughs uncertainly, but he holds her eyes. She looks at him wonderingly.

EXT. LOS ANGELES DOWNTOWN STREET - DAY

Barbara and John, newlyweds, drive into postwar Los Angeles. Excited, Barbara, dressed up in style, points to landmarks, checks a guide, etc. John grins, on top of the world.

[BEGIN MONTAGE]

QUICK SHOTS: Holding hands, John and Barbara stroll up Hollywood Boulevard. Barbara is awed by the stars on the Walk of Fame, the footprints; Grauman's Chinese, The Brown Derby. They peek in the windows of a nightclub, join a crowd in front of a store displaying primitive TV sets. Barbara studies a chorus line of girls on the Milton Berle Show.

[END MONTAGE]

INT. PAYTON APARTMENT KITCHEN - NIGHT

John studies at the kitchen table as Barbara finishes putting away the dishes. She surveys herself in a little mirror near the sink, pushes her hair into a more glamorous wave.

BARBARA

John...?

JOHN PAYTON

Mmm.mmm...

BARBARA

I was thinking, maybe I'd try to get myself a modeling job, you know?

John looks up.

JOHN PAYTON

Whatever you like, darlin'. Now come on over here.

Smiling, she plunks herself in his lap; they embrace and kiss.

JOHN PAYTON

By the way, have you...

Barbara looks quizzical, then thinks...

BARBARA

I...you know...not yet...

JOHN PAYTON

(smiles)

Maybe you oughta hold off on your
'modeling career'. Someone else may
have a few plans in store for you.

He puts his arms around her waist as Barbara's emotions
battle between joy and dismay.

Sound of crying baby UP

INT. JOHNNY'S BEDROOM - NIGHT

Barbara rocks JOHNNY PAYTON, 3 months, then tucks him in and
tiptoes out. As she leaves the room, her eye is caught by a
billboard outside advertising a movie like *The Postman Always
Rings Twice*. She surveys herself, pinches in her waist.

INT. PAYTON BEDROOM - NIGHT

John and Barbara lie in bed snuggling.

JOHN PAYTON

...and once I get my degree, I can
go to work in one of those new
aerospace companies down in Orange
County. You can buy a brand new
house there for five thousand
bucks! The way things are booming,
in a few years it'll be worth
twenty, thirty thousand!

Barbara smiles. John leans over to look at her.

JOHN PAYTON

Orange County's a great place to
raise kids, Barb. A person can
breathe out there. Hell, we could
cash out and go up to Fresno where
land's *really* cheap... we could
have our own ranch someday!

Barbara gnaws her lip at his reverie.

JOHN PAYTON

(laughs)

Here I am talking about ranches and
we ain't got room to turn around.
Don't worry, once Johnny's got a
little sister or two...

(squeezes her)

... we'll get ourselves all the
room in the world.

Barbara embraces him, but her face is clouded.

LATER

The clock says 3:00 a.m. John sleeps while Barbara lies awake, gnawing on her knuckle, thinking.

INT. RITA LE ROY MODELING AGENCY - DAY

A chic L.A. agency of the late '40s/early '50s. Barbara sits among other hopefuls in the small waiting room. The door opens and fortyish, worldly RITA LE ROY scans the girls. Her practiced eye stops when it reaches Barbara. She whispers to the receptionist, who looks through a stack of applications.

RECEPTIONIST

Miss...uh...Payton? Go on in.

Barbara rises, wide-eyed, as the other girls watch enviously.

BARBARA

(to the receptionist)

Wish me luck.

RECEPTIONIST

Honey, you got a bale of it already.

INT. PAYTON APARTMENT - DAY

Barbara bursts in. John is sitting at the kitchen table studying. The plump teen babysitter JAN greets her, holding Johnny.

BARBARA

John! I got the job! I start Monday as a Rita Le Roy model!

Jan cheers.

JOHN PAYTON

You sure this is legit, Barb? There are a lotta sharks out there. Take advantage of a young...

JAN

Are you kidding? Lana Turner worked for them!

BARBARA

C'mon, let's go out and celebrate!

JOHN PAYTON

(grumpy)

You better look after Johnny. He's
been crying for mama all afternoon.

Jan looks surprised and hurt as Barbara takes the baby. John returns to his studies. Barbara looks at Jan and smiles, shrugs.

[BEGIN MONTAGE, TIME PASSING]

QUICK SHOTS to a lively beat: Barbara models, tentative at first, but growing in confidence and skill.

Rita critically appraises Barbara walking in high heels, corrects her.

UPSCALE TEAROOM: Barbara, nervous, models an elegant suit for an audience of fashionable women and nearly trips.

Barbara models a two-piece bathing suit, shy. The photographer rolls his eyes.

Barbara models an evening gown, more confident.

Barbara sweeps commandingly down a runway, smooth and graceful. She has the whole model walk and gaze perfect.

EXT. COMPTON PARK - DAY

In eye-catching shorts, Barbara pushes Johnny's baby carriage to a bench and sits reading *Photoplay*. When he fusses, she rocks him and reads absorbedly.

INT. PAYTON APARTMENT - NIGHT

Barbara practices her walk with a book on her head. Fuming, John rises, snatches off the book and opens it to study.

[END MONTAGE]

INT. MODELING STUDIO - DAY

Barbara and fellow model JUNE BRIGHT pose in bathing suits beside a flashy new Studebaker. Rita stops by.

RITA LE ROY

Girls, come in my office.

INT. RITA LE ROY'S OFFICE - DAY

RITA LE ROY

I just got word they're putting together a chorus line at Slapsie Maxies nightclub for a big comedy review. I recommended you both: it's a hundred a week.

JUNE BRIGHT

Wow!!! The hottest place in town!

BARBARA

I..I'd better ask my husband.

RITA LE ROY

(rolls her eyes)

Always with the husband. Just make sure he says yes.

(winks)

Oh, and one more thing: you're going blonde.

BARBARA

Blonde?! Oh what would John say?

RITA LE ROY

Whose hair is it? Honey, sometimes a girl's gotta give up a little something along the way if she wants to make it in this town, know what I mean? All you're giving up is your mousy brown locks.

She flips Barbara's pretty brownish hair with a dismissive, long fingernail.

BARBARA

Hey! Who's mousy!!!??

RITA LE ROY

Anyhow, relax. Your hubby's gonna love it.

INT. PAYTON COMPTON HOUSE - NIGHT

John shouting UP as previous scene fades.

JOHN PAYTON

Just whose idea was it? That's what I wanna know! Yours? Was it yours?

He paces, furious. Barbara, now a gorgeous blonde, watches in puzzled dismay.

BARBARA

But what's wrong with it?

JOHN PAYTON

For starters, you look like a tart.

Barbara's face freezes in disillusioned bitterness.

BARBARA

(murmurs almost to
herself)

That's just what daddy would say.

JOHN PAYTON

Maybe he knew something I didn't!

Barbara's mouth drops open.

JOHN PAYTON

What kinda man lets his wife prance
around half naked for a bunch of
Hollywood pimps while he sits home
with the kid?

BARBARA

(coldly)

Jan'll look after Johnny.

JOHN PAYTON

And that's another thing. That fat
babysitter's here more than you are
lately. She's startin' to look good
to me.

As Barbara watches him in pain, he grows contrite.

JOHN PAYTON

Aw Barb, nothing's been right with
us since you started that modeling.
Right here is where you belong.
Home, with the guy who loves you.

He tries to take her in his arms, but Barbara twists away.

BARBARA

Love?! You want to own me is more
like it. You knew I wanted to be an
actress.

JOHN PAYTON

That's what it's been all along,
hasn't it? Acting! You acted like
you loved me.

BARBARA

There are easier ways to get out of Texas.

JOHN PAYTON

All I can say is, this ambition is tearing us apart. You better wise up or...

BARBARA

Don't you dare threaten me. My father was real good at that. One Lee Redfield in my life is one too many.

She turns and leaves.

INT. PAYTON HOME - NIGHT

John Payton is standing in front of the bedroom door. He tries the door.

JOHN PAYTON (O.S.)

C'mon Barb, lemme in. I'm sorry.

JOHN PAYTON

I didn't mean... sweetie, don't spoil our night. I love you.

BARBARA

You love me? Oh you ain't seen nothing yet.

JOHN PAYTON

Aw I didn't mean...

Suddenly the door opens. Barbara is nude, wearing thick red lipstick outside her lips. She is loaded with jewelry. Her eyes are large and strange.

BARBARA

C'mon, love your little tramp, John. Love your little whore.

John's jaw drops.

JOHN PAYTON

Wha...

BARBARA

C'mon baby.

She grabs his hand and licks it, puts it on her breast. He yanks it away. She reaches up and pulls hard at her hair as if to pull it all out. John grabs her hands away.

JOHN PAYTON

(really scared)

Stop! Stop! Don't hurt yourself. Oh my God. What have I done? I'm sorry. Oh no stop. Stop.

He takes her in his arms as she sobs.

INT. SLAPSIE MAXIE'S NIGHTCLUB DRESSING ROOM - NIGHT

Barbara and June Bright primp at the mirror in their skimpy outfits and stiletto heels. Barbara is still "off" and not herself.

JUNE BRIGHT

Oh John'll get over it. The big lug'll be a puppy by tomorrow.

BARBARA

You don't know him.

JUNE BRIGHT

Well, you're here, and the show must go on, so no long faces.

Barbara "snaps out of it" and grins.

JUNE BRIGHT

Atta girl!

June reaches onto Barbara's hand and works off her wedding ring with a knowing look. Barbara take it and throws it into the vanity drawer. Both laugh.

CHORUS GIRL

(running in breathless)

Every big shot in town is out there. William Holden and George Raft and David Niven. I'm gonna faint!

JUNE BRIGHT

Just don't trip me up when you do!

Giggling, the girls troop out. The wardrobe and dance coaches fuss over them as the ANNOUNCER warms up the audience.

ANNOUNCER

(from the stage)

... ..

And now for an eye-popping look at
Hollywood's brightest new baby
stars...

(laughter)

...As we head into the nineteen
fifties, you can count on seeing
lots more of these curvy cuties.

INT. SLAPSIE MAXIE'S STAGE - NIGHT

Brassy music UP as the girls march out and perform a simple
routine, showing more skin than skill.

[END ROUTINE]

To cheers and whistles the girls troop offstage. The
announcer taps Barbara.

ANNOUNCER

Somebody wants to meet you. C'mon.

JUNE BRIGHT

What'd I tell you?

She squeezes Barbara's hand.

INT. SLAPSIE MAXIE'S FLOOR - NIGHT

The announcer guides Barbara toward a table full of tuxedo'ed
Hollywood executives and their flashy women. Barbara is shy
in her skimpy costume under their stares.

ANNOUNCER

Gentlemen, Miss Barbara Payton.

(to Barbara)

Barbara, like you to meet Mr. Bill
Goetz.

(stage whisper)

Don't forget, it was me who
introduced you.

Everyone laughs as Bill half rises and takes Barbara's hand.

ANNOUNCER

(to Barbara)

..Mr. Goetz happens to be Chief of
Production at Universal-
International, that little 'hole in
the wall'....

A ripple of laughter. Bill indicates the chair beside him,
and Barbara sits. Drinks arrive; she sips daintily.

BILL GOETZ
 (getting close)
 Barb, I'm a man who gets right to
 the point. I think you're a
 knockout.

BARBARA
 Th...thank you.

BILL GOETZ
 And now that we've got that out of
 the way, can you act?

BARBARA
 I... well of course I...

BILL GOETZ
 Come see me Monday morning at nine.
 We'll find out.

Barbara nods, dazed. GEORGE RAFT arrives and shakes hands
 with Bill, eyeing Barbara.

GEORGE RAFT
 So? Do I get an introduction?

BILL GOETZ
 Sure! Think I want my thumbs
 broken?

The table roars. George takes the ribbing with sly enjoyment.

BILL GOETZ
 Barbara Payton, I'd like you to
 meet George Raft.

George grabs a chair and wedges it between Bill Goetz and
 Barbara. Bill yields with mock reluctance.

EXT. BARBARA'S STREET - NIGHT

A chauffeured Packard drives slowly up the street.

INT. PACKARD - NIGHT

Barbara, tipsy, sits with George Raft, suavely predatory.

GEORGE RAFT
 Baby, Goetz may be a big shot, but
 I can open a few doors in this town
 too.

He takes the cigar from his mouth, kisses and gropes her.
 Barbara tries to squirm out tactfully.

GEORGE RAFT
C'mon, beautiful. Let's go to my
place.

Barbara leans forward and taps the chauffeur.

BARBARA
Please, I've got to get out here.

She wriggles out of George's amorous clutches and extricates herself from the car.

EXT. PAYTON COMPTON HOUSE - NIGHT

From the front porch, John watches the Packard grimly. He ducks back into the house as Barbara runs up to the door.

INT. PAYTON COMPTON HOUSE - NIGHT

Barbara tiptoes in, takes off her heels. Suddenly, John looms up out of the shadows. She gasps.

JOHN PAYTON
Don't go on the sneak, Barbara. It
doesn't become you.

BARBARA
Seems you're the one doing the
sneaking. Oh, but John I met the
head of a big studio tonight, Bill
Goetz, and he wants to sign me to a
contract!

John watches her coldly.

JOHN PAYTON
That's great. But it's hard to sign
something when you're on your back.

She slaps him. He grabs her wrist. She winces in pain. He notices that her ring is missing. Their eyes meet.

BARBARA
(flustered)
I... I put it away for the show.
We're not supposed to be...

JOHN PAYTON
Never mind. It was a cheap ring
anyway. Nothing like some Hollywood
big shot can buy you.

Tears roll down Barbara's face.

JOHN PAYTON

I know where I stand with you,
Barb. I guess I've known for quite
a while. I can't give you what you
want. I hope you find somebody who
can.

As Barbara rubs her wrist, the baby cries.

INT. PAYTON APARTMENT - DAY

Barbara is talking on the phone to her mother, the baby on
her knee. She picks up a kleenex and wipes her eyes.

BARBARA

Oh Mama, I can't tell you how
wonderful everybody's treating me.
No, I've got a little cold, hope
the baby doesn't catch it.

(listens)

Let's not talk about him anymore,
Mama. He actually said I'm the one
who left him!? Can you imagine?

(tears flow)

Mama? You still love me, don't you?

(beat)

No, I don't want to talk to him,
Mama. I just got rid of one bully,
I don't need another one reading me
the riot act.

She "loses it" and cries.

EXT. WESTERN MOVIE SET - DAY

Barbara struts out looking fetching in a western outfit. The
movie clapper states "Silver Butte: Take 2"

As she practices twirling a lariat a prop man comes out
leading a horse and hands it to her. Barbara points to
herself, and he nods, smiling. She mounts and canters
gracefully around the corral. The wind blows back her western
hat; she laughs with pure delight, her cares suddenly lifted.

[BEGIN MONTAGE]

QUICK SHOTS of scenes from Barbara's new life without John:

She takes ballet lessons at the barre.

In blue jeans and glasses, she reads a script in acting
class.

She has her make up/hair done.

In high heels she completes a dance routine. She sits and rubs her bleeding foot; the instructor tosses her a band-aid and motions her back onto the floor.

Barbara and other starlets pose for cheesecake publicity shots.

Barbara walks into the studio cafeteria, turning heads. A couple of executives rise and greet her.

Dressed elegantly at a nightclub, Barbara shakes hands with an A-list star like JOAN CRAWFORD.

Barbara cooks for Johnny, her hair in pincurls.

Barbara and Jan dress Johnny up for Halloween.

[END MONTAGE]

INT. BARBARA'S APARTMENT - NIGHT

Barbara puts the baby to bed. She flops on the sofa with an apple and tries to read. She throws the book aside and takes out her embroidery. She looks at the clock: 9:30. She's had enough! She picks up the phone, hesitates, then dials.

BARBARA

Jan? I hate to bother you so late,
but a producer just called who
wants me to read for a part. I
know, it's crazy... You don't mind?
It might get late, maybe you could
keep him there overnight. Oh thank
you!

EXT. HOLLYWOOD BOULEVARD - NIGHT

Barbara exits a cab at a chi-chi Hollywood nightclub. She catches the eye of handsome STEVE HAYES, parking cars.

STEVE HAYES

How are you, Miss Payton?

She smiles and flirts.

BARBARA

Do I know you?

STEVE HAYES

I wish. I saw your picture in
Photoplay last week.

BARBARA
 You must have had a magnifying
 glass!

They laugh.

BARBARA
 Are you in show business? You
 really ought to be!

STEVE HAYES
 Oh, I'm trying my luck like
 everybody else. Right now, I'm
 ruler of all I survey!

He indicates the parking lot as she laughs warmly.

INT. 'CHICHI' NIGHTCLUB - NIGHT

Barbara enters and heads turn. She greets various people,
 sits at the bar. The old bartender puts a drink before her.

BARBARA
 Thanks, Ed.

BARTENDER
 How are you, Miss Payton?

He smiles with affection, but his smile freezes when sleazy,
 handsome DON COUGAR, 27, oozes into the seat beside Barbara.
 Pretty, trampy MARIE ALLISON sits beside him. The bartender
 radiates disapproval as he moves away.

DON COUGAR
 So. I finally get to meet the
 dazzling Miss Barbara Payton.

Barbara laughs, a little confused but up for anything.

DON COUGAR
 I'm Don Cougar --- like the cat.
 And this here's my friend, Marie.

MARIE ALLISON
 Hi!

Don snaps his fingers at the bartender.

DON COUGAR
 Bring us a bottle of champagne. And
 not that sewer water you guys pass
 off. I want a good year! And put a
 hustle on it.

The bartender brings a bottle and shows it to Don, who casually motions to open it. They all reach over with their glasses as the cork pops. Don toasts Barbara.

[BEGIN MONTAGE]

The night passes uproariously:

Barbara dances close with Don.

Don, now drunk, throws a punch at another patron. The security staff moves in, ejects all three of them into the street.

Laughing, they walk arm in arm down Hollywood Boulevard drinking from a bottle.

[END MONTAGE]

INT. PAYTON APARTMENT BEDROOM - MORNING

Light pours in as the doorbell rings incessantly.

Barbara sleeps beside Don; her stained, wrinkled dress on the floor. Marie is retching in the bathroom. Don rouses.

DON COUGAR

(shouts)

Go away!

(to Barbara)

What the hell?

Barbara opens her bleary eyes and realizes she is with Don.

BARBARA

(shouts)

Jan? Just a minute!

Panicked, she rises unsteadily holding her head, and throws on a robe. She splashes water on her face in the kitchen and opens the door to admit JAN holding Johnny.

BARBARA

Oh! Jan! We, uh..had a drink or two after the... reading.

She takes the baby. Jan smiles with understanding.

JAN

I... I have to go to Girl Scouts, otherwise I'd have kept him today.

BARBARA
(to Johnny)
Hi sweetie.

Marie comes out in her underwear, looking still drunk.

MARIE ALLISON
Who's there? Aw, lookit the baby,
Don! Is he the cutest thing?

She stumbles over and tries to kiss Johnny but Barbara turns away. Don staggers over and hands Barbara a drink.

DON COUGAR
Hair o' the dog.

He winks at Jan, who stares and carefully takes Johnny.

JAN
Maybe... I better bring him later.

BARBARA
(sotto voce)
I'll get rid of these two and be
over to get him.

Suddenly, the phone rings. Barbara composes herself.

BARBARA
Hello?

As she listens, an expression of joy crosses her face.

BARBARA
Omigod! Of course. That's great! Oh
thank you.

She hangs up and skips for joy.

BARBARA
I've got to get ready. They're
sending me to Texas on a
promotional tour.

DON COUGAR
For what? You haven't even made a
movie yet!

BARBARA
It's for publicity, to get me in
front of the cameras.

In the hubbub, Jan quietly departs with Johnny.

EXT. TEXAS - DAY

Shots of 1950s Texas in excess -- longhorn Cadillacs, rich oil millionaires in stetsons, horses with silver saddles etc.

INT. FANCY TEXAS HOTEL ROOM - NIGHT

An uproarious party is in full swing. Barbara, stunning in her evening dress, nurses a drink, smiling. Suddenly, "BOB HOPE" sweeps in, surrounded by sycophants. He greets people. At the sight of Barbara, he does a funny double-take. Barbara giggles as Bob speaks to the homely little man beside him, LOUIS SCHURR, who nods. Louis makes his way over to Barbara.

LOUIS SCHURR
Miss.. .Payton?

BARBARA
Hi. Just call me Barb.

LOUIS SCHURR
(significantly)
Someone would like to meet you...
Barb.

She looks up and sees Bob Hope smiling at her. She gasps.

BARBARA
Well, that goes double for me!

Bob immediately comes over, takes her arm and leads her away.

BOB HOPE
Give us a little privacy, Louis.

LOUIS SCHURR
Yessir, Mr. Hope.

Louis signals people who instantly form a cordon as Bob leads Barbara out of the room.

INT. HOTEL BEDROOM - NIGHT

Alone, Bob and Barbara stand beside the bed. Bob Hope is pouring drinks.

BARBARA
Mr. Hope, I see absolutely
everything you do!

BOB HOPE
(deadpan)
Everything? Hm. And I always
thought God would be an old man...

Barb "gets it" and bursts out laughing.

BOB HOPE

Why don't we get on a first name basis here while I ply you with spirits...

He pours her a drink and hands it to her.

BOB HOPE

Bottoms up, my little tulip.

Barbara smiles.

BOB HOPE

Don't worry about any hidden motives on my part. They're completely out in the open.

Barbara giggles.

BOB HOPE

Gorgeous --- and she laughs at my jokes.... I think I'm in love.

BARBARA

What more could a comedian want?

BOB HOPE

Oh, I can think of a thing or two. Two thousand that is.

Barbara laughs.

BOB HOPE

Just don't do that when I take off my pants. Look, I know you're signed with Universal, but I haven't seen you in anything...

BARBARA

It's because I haven't been in anything --- unless you happened to catch 'Silver Butte' or 'Pecos Pistol.'

BOB HOPE

Ah, those immortal classics...

BARBARA

(giggles)
I really did learn my way around a pistol.

BOB HOPE
I wouldn't touch that line with a
ten foot pole.

Barbara laughs.

BOB HOPE
(snuggling closer)
But now you've got me intrigued.
Forgive my haste, but I never was
one for delayed gratification.

BARBARA
Me neither!

Kissing, they shed their clothes and fall into bed.

LATER

BOB HOPE
(checks his watch)
It's been two hours since we met.
That's like reaching the eighteenth
hole before I even tee off.

They laugh, snuggle.

BOB HOPE
Something tells me we're gonna be
seeing a lot of each other.

BARBARA
I sure hope so.

BOB HOPE
But it's gotta be our little
secret. The public image, you know.

BARBARA
Don't worry. My contract wants me
squeaky clean too.

BOB HOPE
But a boy and a girl gotta live,
right?

Barbara laughs and pulls him back onto her.

[BEGIN MONTAGE]

Barbara and Louis, Bob's "beard," pick out a nice apartment
and Louis shells out cash to the landlord.

Barbara and Bob "christen" the love nest: mirror on the ceiling, champagne, sex toys etc.

INT. EL MOROCCO - NIGHT

Barbara and Bob and Louis dine at a prominent table. Louis sits close and smooches Barbara.

Barbara rises, uncomfortable.

BARBARA

Uh... I'm off to the girl's room.

LATER

Barbara is just leaving the ladies room. Suddenly Louis appears and walks beside her.

LOUIS SCHURR

Uh...Barb, can you do Bob a favor?
He need something from the coat
room. This way.

He turns off the main hallway and opens a door to the coat room.

INT. COAT ROOM - NIGHT

Barbara enters, puzzled and Louis follows her, shutting the door behind them.

BARBARA

Okay, what does he...

Suddenly Louis is all over Barbara. He tries to pull down the front of her strapless dress and kiss her breasts.

BARBARA

(recoiling)
What the hell?

LOUIS SCHURR

Don't act like a prude, baby. Bob
says you're insatiable. C'mon, with
all I do for you, I deserve a
little compensation.

Louis opens his pants. He takes Barbara's hand

LEE'S VOICE (O.S.)

(chuckling)
Go ahead Barbara. Take me in your
hands.

Barbara flinches.

BARBARA
What.. Where are you?

LOUIS SCHURR
I'm right here, baby.

Suddenly Louis screams.

LOUIS SCHURR
What the fuck! Why you goddamn
bitch!

BARBARA
It's wrong, you shouldn't do that.
(lightly, childish)
Goodbye now, I have to go play.

LOUIS SCHURR
Fucking psycho! Jesus Christ.

Barbara leaves the cloakroom and returns to the table. Her eyes are too bright. Bob leans over.

BOB HOPE
(only half joking)
Hey, if Louis takes any liberties,
you have my full permission to give
him a knee in the kishkas.

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

Barbara roots for Bob in a charity golf tournament. She runs out and hugs him as he looks around, uncomfortable.

[END MONTAGE]

EXT. UNIVERSAL OFFICE - DAY

The name on the door says "Rufus Le Maire, Director of Talent." Fashionable and confident, Barbara breezes past secretary who tries to speak, then shrugs.

INT. RUFUS LE MAIRE OFFICE - DAY

Barbara walks in and RUFUS startles, then motions her to a seat. His manner is grave.

BARBARA
You wanted to see me so here I am!

RUFUS LE MAIRE

(uncomfortable)

Barbara, you know we always believed in your potential. We really felt you were special.

Barbara waits alert, and quizzical.

RUFUS LE MAIRE

But I've gotta lay my cards on the table. You're raising a lotta eyebrows. Running around with a married man who also happens to be a very big star...

BARBARA

Oh, this isn't Victorian England.

RUFUS LE MAIRE

In some ways it's worse. It's 1949 America. Those people who buy tickets to our movies expect us to at least pay lip service to their stodgy morals. Bob understands that, but you don't seem to.

BARBARA

Oh okay, I'll...

RUFUS LE MAIRE

Let me finish. You promised to be more discreet, and instead, you've gotten worse. Smooching in public, spilling gossip to the tabloids...

And now we've got this: He holds up a tabloid with a picture of Barbara hugging a worried-looking Bob Hope, headlined "Barb's a Bogie for Bob."

RUFUS LE MAIRE

We've had to do some fancy dancing to keep the lid on this stuff, and frankly, we're tired of it. You're too big an embarrassment to ignore.

BARBARA

Okay okay. I stand warned.

RUFUS LE MAIRE

No, you stood warned.

He picks up a few papers from the desk.

RUFUS LE MAIRE

Clause 14 states that if you display moral or ethical misconduct, you're in breach, and we have the right of recission. Which we are hereby exercising.

Barbara's mouth drops open.

RUFUS LE MAIRE

You're welcome to challenge it in court, Barbara, but I'd advise you against that. You've already had way too much bad press. Just let it drop. I'll have our publicity department dope up something favorable to you.

Barbara shakes her head, wounded.

RUFUS LE MAIRE

(leans forward)

I'm talking like a dutch uncle here, Barb. Take yourself in hand. Stop sleeping around and back off the booze. I've been in this town a long time and I've never seen anything good come out of the way you're heading. You've still got plenty of chances to turn it around, Barb. You can leave this way behind you.

Barbara gives him a sexy look. He raises a hand to interrupt her.

RUFUS LE MAIRE

Don't lower yourself, Barbara. Go do some thinking. Nobody wants to see you fail. We think you're the real thing or we wouldn't have signed you. Pretty little tarts with great bodies are a dime a dozen and always will be. You're much more than that. It's you that you've gotta respect Barb. That's what counts.

Barbara leaves, shattered. He shakes his head.

EXT. WALKWAY OUTSIDE RUFUS'S OFFICE - DAY

As Barbara gets outside, the tears well. She forces herself to look lively and proud, waving to various people.

LATER

INT. BARBARA'S APARTMENT - DAY

Barbara is on the phone to Bob Hope.

BARBARA

I couldn't care less. It's like a
bee sting, that's all. Come over
tonight and make me feel better.

(listens)

You don't have time for me? I
happen to know differently.

(listens)

Well can you at least send a little
something to get me through the
month? My salary was crummy, but it
was all I had. And you're the
reason I got fired!

(listens, angers)

So what if she goes through your
books? I don't care if she goes
through your pants! What am I gonna
do for the rent? A girl's gotta
eat! Okay. Thanks, sweetie. Bye.

LATER

Barbara opens the door to a delivery boy with a package. She
opens it eagerly and to her dismay takes out a box of
crackers and pate and jam. Barbara throws it onto the floor.
Johnny toddles over and starts eating the crackers.

JOHNNY

It's good, mama.

INT. BARBARA'S APARTMENT - NIGHT

Barbara is sitting glumly eating the crackers.

BARBARA

(gazes at a cracker
disconsolately)

They're stale too.

Ohhhh. And that little snip of a
secretary: 'you just missed him.'

She rises and paces. The phone rings; she grabs it angrily.

BARBARA

Don't even try to...

(her face changes)

Oh... uh... hello...

(listens)

What? Seriously? I got the part?
 Oh, Mr. Fleischer, you don't know
 how much I needed to hear this.
 I'll work so hard! When does
 shooting start? Oh you bet!

INT. HOLLYWOOD PRESBYTERIAN HOSPITAL - DAY

Barbara strides down the hallway carrying a package. She stops before a door and taps, then enters.

INT. BOB HOPE'S HOSPITAL ROOM - DAY

She opens the door. Bob is lying in bed, his head bandaged.

BARBARA
 Darling, what on earth?

BOB HOPE
 Long story. I fell off a barrel. It was rigged up like a bucking bronco and it bucked me off and the lights went out. That's all I know.

Barbara puts down the package.

BARBARA
 In spite of how badly you've been treating me, I brought you a gift.

BOB HOPE
 Thanks. I think.

BARBARA
 I know how bad hospital food is so I made you a home-cooked dinner.

BOB HOPE
 Minus the hemlock?

BARBARA
 Bob!

BOB HOPE
 Just kidding honey, you know me. You'd better skedaddle. My wife could be here any minute.

BARBARA
 It took me hours to fix this. Steak smothered in onions, the way you like it. And homemade apple pie.

Barbara kisses him on the forehead. She turns and leaves. As soon as she is out the door, Bob picks up the phone.

LATER

Bob Hope is happily eating a lavish meal from Romanoff's when Barbara opens the door. He looks up guiltily.

BOB HOPE
What are you doing back here?

BARBARA
I came to pick up my dishes...and
to see how you liked the steak...

She sees the Romanoff's logo, her meal untouched.

BOB HOPE
I was going to eat it, really...

BARBARA
The hell you were!

Barbara bursts into tears.

BOB HOPE
Look, Barb, I don't want this to
end badly, but I want it to end.
And I'm ready to pay for a little
peace. I mean the kind that comes
with a treaty.

Barbara's hurt pride is arrested.

BOB HOPE
I'll have my accountant send you a
check in the morning. But that's
got to be the end. For us.

BARBARA
That's fine with me. Oh Bob... I..

BOB HOPE
My food is getting cold, Barbara.
Please, take your dinner and leave.

EXT. HOSPITAL - NIGHT

Barbara leans up against a tree and sobs.

INT. "TRAPPED" MOVIE SET NIGHTCLUB - NIGHT

Barbara rehearses her part, dressed as a cigarette girl.

INT. SET OF "TRAPPED" - NIGHT

Barbara and director RICHARD FLEISCHER are hard at work on line readings after hours.

RICHARD FLEISCHER
Don't you want to get a little rest, Barb? We've got an early call tomorrow.

BARBARA
What do you think, Mr. Fleischer? Am I ready?

RICHARD FLEISCHER
Maybe one more read-through. Let's start from Scene 23, where...

INT. SET OF "TRAPPED" - DAY

As the cast assembles in the morning, drinking coffee, "Lloyd Bridges" greets Barbara.

LLOYD BRIDGES
How'd it go last night?

BARBARA
Oh great. We went over that scene just before I get killed.

He presses his body close to hers. Nobody notices.

LLOYD BRIDGES
I been thinking about you. You're doing a great job. Everyone's impressed.

He nudges her toward a deserted area behind a partition and nuzzles her neck. She pulls away, but not far.

LLOYD BRIDGES
You know, those love scenes we're doing...I keep wondering what it would really be like. With you.

He tries to kiss her; she demurs.

BARBARA
Not here! Stop that!

LLOYD BRIDGES
Where then?

BARBARA
What do you mean?

LLOYD BRIDGES
(pulling her very close)
I mean where.

He kisses her insistently, and she yields, kissing back.

INT. STUDIO THEATER - NIGHT

Barbara, Richard Fleischer and studio big shots watch the ending of *Trapped*. They applaud, congratulate her.

BIG SHOT
Nice job. It ain't Gone with the
Wind, but it's good solid money in
the bank. Well done.

INT. STUDIO CAFETERIA - DAY

Barbara walks with Lloyd Bridges into the studio cafeteria and heads turn. People get up to shake their hands. They seat themselves at a table and people come over.

EXT. BARBARA'S APARTMENT - NIGHT

Whistling, Don Cougar strides up to the door carrying a bottle of booze by the neck. He bangs on the door.

DON COUGAR
Hey baby! Open up!

Barbara opens the door, looking anxiously around. Don brushes past, with his cocky, annoying grin.

DON COUGAR
What kinda welcome is that? I
oughta give you a spanking. C'mere.

He whacks her bottom and starts filling glasses.

BARBARA
Aw Don, I was gonna spend a quiet
night with Johnny.

He mugs "prissy respectability" as he holds out her glass.

DON COUGAR
I ain't so easy to get rid of.

LATER

As they neck on the couch, a knock at the door. The landlady, ANNA JOHNSON, 57, speaks through the door.

ANNA JOHNSON

Barbara? It's Mrs. Johnson. You're behind in the rent again. Two months!

DON COUGAR

What happened to all your hush money from that horny comedian?
(yells)
Go away. She'll pay ya tomorrow.

More loud knocking. Don gets up and yanks open the door to reveal the nondescript middle-aged landlady. She tries to come in, but Don blocks her way, takes out his wallet and pushes a few bills on her.

DON COUGAR

Here. You'll get the rest tomorrow.

The bills fall to the floor. Anna shoves Don and he punches her. She tumbles down the front stairs. Barbara screams.

DON COUGAR

I was defendin' myself!

BARBARA

Get out of here! Oh, Mrs. Johnson!

She bends to the groaning landlady.

INT. AGENT'S OFFICE - DAY

Barbara's agent holds a tabloid with the headline, "Barb's Bully Boy KO's Granny." A photo of Barbara, disheveled in a low-cut blouse, standing over battered Anna Johnson.

AGENT (V.O.)

What in the name of all that's holy were you thinking?

Barbara smiles weakly.

AGENT

You're starting fires even I can't put out. All these men at your feet, and you take up with a two-bit grifter and dope pusher. And those are his better qualities.

BARBARA

I dumped him. It's done.

AGENT

The damage is what's done. Either you're as naive as Baby Snooks or you just don't care. Right now, your deal with Warner's is teetering. Jack Warner is nobody to fuck with...

BARBARA

That bully! He thinks he can...

AGENT

And speaking of fucking, you're getting quite a reputation in that department. And in this town that takes some doing. Why don't you find yourself a nice guy, settle down, get married. It ain't my business, but...

BARBARA

You're right. It 'ain't'.

AGENT

Okay. You don't wanna listen to people who care about you? Fine. Go back to Jerkwater, Texas.

Barbara's eyes brim with tears.

AGENT

Aw, save it for the movies. Look, kid, you got great potential, but you're your own worst enemy.

He watches her cry, feeling bad, then bursts out again.

AGENT

And what's with the booze? They had to pour you home from Errol Flynn's, you think that didn't get around? What are you doing with that bunch of perverts anyway?

As Barbara cries, the agent relents.

AGENT

I was gonna let you suffer a little longer, but I got a soft heart.

Barbara peeks over her hanky.

AGENT

Yeah, yeah, ya got the part. With Jimmy Cagney. Kiss Tomorrow Goodbye. Congratulations.

Barbara's mouth drops open. She grabs for the script but he holds it away from her.

AGENT

Jimmy Cagney's brother Bill is producing. It's a great opportunity Barb. Do right by yourself this time, okay?

He covers his eyes with one hand and with the other extends the script. Barbara grabs it and pages through it eagerly. The agent watches wearily.

EXT. BARBARA'S APARTMENT - EVENING

CLOSE ON Don Cougar's smirking face waiting at Barbara's front door as she comes up the walk with Johnny and packages.

DON COUGAR

Come on, baby. What's with the north wind? Brrrr.

INT. BARBARA'S APARTMENT - EVENING

Don follows Barbara around as she tries to ignore him.

BARBARA

You are a walking career-killer. I'm not even supposed to talk to you on the phone!

DON COUGAR

Okay, all I need is one small favor and I'll stay away forever, if that's what you want.

BARBARA

Forever? That's irresistible.

DON COUGAR

Don't I even get a drink?

Put upon, Barbara marches to the liquor cabinet, sloshes whiskey into a glass and holds it out, tapping her foot.

DON COUGAR

Where's yours?

BARBARA
I've got a script to read tonight.
And anyway, I'm off the stuff.

DON COUGAR
(guffaws)
Where's your bible and knitting?

Barbara ignores him, reading.

DON COUGAR
Nothing more tedious than a
reformed sinner.

Beat.

DON COUGAR
Like I said, I need a little favor.

Barbara watches him skeptically.

DON COUGAR
This buddy of mine needs an alibi.

BARBARA
Rhymes with 'bye bye'.

DON COUGAR
...They're tryin' to pin somethin'
on him on account of this snitch
Singin' Abe got rubbed out.

BARBARA
Probably with good cause.

DON COUGAR
It ain't that simple. And that
don't concern you. All I need is
for you to say that you and me and
him was all together here on
February 28. We had a couple
drinks, then him and me left.
Nothing could be simpler.

Barbara looks incredulous.

DON COUGAR
No risk at all. And I'll owe you.

BARBARA
The answer is no.

DON COUGAR

Okay, no is no. Just have a drink with me, and I'll take off.

Barbara pauses, holding Johnny.

DON COUGAR

Come on, you're stuck home all night studying and takin' care of the kid, you might as well...

BARBARA

One drink. Then you go.

CUT TO:

INT. BARBARA'S APARTMENT - NIGHT

The living room is empty. A glass of booze is spilled on the movie script that Barbara had been reading.

INT. BARBARA'S BEDROOM - DAWN

In the semi-dark, Barbara awakens with a gasp. The clock says 4:45. Her hair is wet, her dress damp and ruffled, her makeup smeared. She is disoriented. Beside her sleeps Don. She rises and stumbles into the baby's room, which is empty. She shakes her head in disbelief, searches the room in panic.

BARBARA

Don? Don! The baby's gone!
(calls out)
Johnny? Where are you? Johnny?

She rushes back into the bedroom, shakes Don violently.

BARBARA

I can't find Johnny! He must have woken up and wandered outside! Or somebody snatched him!

DON COUGAR

What're you, nuts? We dropped him off at the sitter. Don't ya remember?

Barbara looks at him in speechless terror.

DON COUGAR

Am I speakin' Chinese? We had a coupla drinks, then we took off for Ted's place in Laurel Canyon. We dropped Johnny at the sitter for the night like ya always do.

BARBARA
I...don't remember.

DON COUGAR
What don't you remember?

BARBARA
Everything.

Don bursts out laughing. Barbara looks at him incredulously.

BARBARA
What happened? Tell me!

DON COUGAR
Come back to bed. You're makin' me
horny, sweatin' like that.

Barbara stares, uncomprehending.

DON COUGAR
You're burnt like the Hindenberg!
You had a blackout. Big deal. Now
for the last time, shut up. I need
my beauty sleep.

BARBARA
I'm never taking another drink
again. And don't try to make me.

DON COUGAR
Fine.

Don turns over. Barbara gets into bed and curls into the fetal position, shaking. Moments later, she rises, takes a bottle from the liquor cabinet and drinks.

INT. MOVIE STUDIO - DAY

Barbara as Holiday Carleton, goes into a hot clinch with James Cagney.

Bill Cagney watches approvingly from the sidelines.

MONTAGE of stock action sequences from the movie.

INT. OFFICE HALLWAY - DAY

Barbara knocks on the door of BILL CAGNEY's office,

BARBARA
You wanted to see me, Mr. Cagney?

BILL CAGNEY
'Mr. Cagney'!? Since when am I
'Mr.'? Come in, come in!

Barbara enters and stands by the door uncertainly.

BILL CAGNEY
What, way over there?

She comes closer and stands in front of his desk.

BILL CAGNEY
That's more like it! I got
something to tell you, Barb.

A shadow crosses her face.

BARBARA
I... I've been trying really hard.
I've done my best.

BILL CAGNEY
You don't have to tell me that.
Everybody's talking about how good
you are, including my brother.

Barbara's face lights up.

BARBARA
Really? Jimmy Cagney thinks I'm
doing a good job?

Bill nods.

BARBARA
Oh that means everything. God, he's
a legend.

BILL CAGNEY
So what does that make me, chopped
liver?

BARBARA
Oh no, you're a legend too, in your
own way.

BILL CAGNEY
(laughs)
I'll take that. It's okay Barb, I'm
used to being outshined by Jimmy. I
wouldn't have it any other way.

He suddenly rises and puts his arms around her.

BILL CAGNEY

I gotta tell you because I can't hold it in anymore. Barb, I'm nuts about you. The first time I saw you, I knew we had something.

She is nonplussed, but hugs him back.

BILL CAGNEY

It's time we got to know each other better. What do you think?

BARBARA

Sure! I.. I feel the same.

He kisses her hard, and she yields to him.

EXT. MARQUEE - NIGHT

"Kiss Tomorrow Goodbye" opens at Grauman's Chinese.

EXT. HOLLYWOOD BOULEVARD - NIGHT

Barbara and Billy and Jimmy Cagney disembark from a limo in a fusillade of flashbulbs. The crowd waves, begs for autographs. Barbara stops to sign for an old woman.

[BEGIN MONTAGE]

EXT. RACE TRACK - DAY

Barbara and Billy cheer on the horses amid a crowd of stars, i.e., Sinatra and Ava Gardner, Lucy and Desi, etc.

Barbara dances amid the glitterati at Mocambo with a Hollywood swell like JERRY BIALAC.

Billy and Barbara picnic beside a little sports car.

Barbara's living room; PULL BACK to reveal a Christmas tree.

Barbara sitting beneath it opens a box to reveal a "fifties-modern" diamond pin and throws her arms around Bill Cagney. He pulls out a fishing rod for Johnny.

A headline: "Barbara Payton: Hollywood Crowns a New Queen for the New Decade --- at \$15,000 a week!"

QUICK SHOTS of Barbara in publicity events, cutting ribbons, at charity functions, etc.

Barbara amid flashbulbs on the Sunset Strip and at clubs.

Barbara enters the commissary at Universal every inch the star. Bill Goetz runs to fetch her a chair.

[END MONTAGE]

Music UP --- a popular song of 1949/50. Glasses tinkle, shouts of laughter and snatches of conversation.

INT. GLAMOROUS HOLLYWOOD HOUSE - NIGHT

A dazzling New Years party 1949/50 is in full swing. Tuxedo'ed men and beautiful women in evening gowns laugh and drink champagne. Beyond the elegant living room, a huge patio looks out over the lights of L.A. At the edge stands Barbara, in a gorgeous gown. She turns toward an unknown man in a white tuxedo.

MAN

Barbara, darling, come inside,
everyone's asking for you.

BARBARA

Give me another minute. I'm so....

The man stands next to her, looking down at the lights.

MAN

Overwhelmed? Small wonder! One day
you're a kid from Cloquet
Minnesota, the next, you're the
toast of Hollywood. A pretty fast
ascent, I'd say.

BARBARA

It seems so unreal. I feel like I
could... fly!

She leans out over the parapet a little too far and sways.
The man takes her arm gently.

MAN

It's a brand new decade, and you're
going to be the face of it. Mark my
words, someday soon you'll own this
town.

BARBARA

Do you really think so?

MAN

I haven't gotten where I am by
guessing wrong. For you from now
on, it's Kiss Tomorrow Hello!

She throws her head back and laughs, everything spinning.

BARBARA
I'll bet I could. Fly.

She leans out again and he moves quickly in front of her.

MAN
That's just the rum punch talking,
my dear. I think a swim would do
you a lot more good than a leap!

BARBARA
A swim! That's just what I need!

Before he can stop her, Barbara peels off her fancy dress and throws it aside. In filmy underwear, she heads for the pool but the man takes her in his arms and looks into her eyes. He starts kissing her passionately.

BARBARA
Darling, tell me your name again...

MAN
Why? You'll only forget it again.
Besides, we know everything about
each other that we need to.

BARBARA
You're right.... Everything we need
to! Happy New Year!

To her wild laughter, the scene fades.

INT. BARBARA'S APARTMENT - DAY

Amid the luxury of the stylish apartment, Barbara wanders around dragging her feet.

BARBARA
(talking to herself,
quickly, nervously)
So frankly, daddy, you can kiss my
movie star ass. You told me I'd end
up a loser, well look at me now. I
wouldn't even make a pit stop at
the likes of you. You touch me?
Touch ME? A star? Get your hands
off me, you pervert. You piece of
filth. You make my skin crawl.

Barbara takes a bottle of liquor out of the cabinet. She pours herself a glass.

BARBARA
(to herself)
That's what I'll tell him. He ought
to know what I think of him. A
little pick me up. No capital
crime.

LATER

Barbara is passed out drunk on the sofa as the phone keeps ringing.

QUICK SHOT: Poster of DALLAS

EXT. SET OF DALLAS - DAY

Barbara, dressed casually for rehearsals, surveys the sets underway for the movie. Various crew members wave and greet her, and she waves back, but she is looking for somebody. She spots STEVE COCHRAN, waves and runs to him.

STEVE COCHRAN
(kisses her)
Hi gorgeous. How's my favorite 19th
century shanty-tramp seductress?

BARBARA
(laughs)
How can I answer that when all my
scenes are getting cut!

STEVE COCHRAN
Really?

Steve looks puzzled.

BARBARA
It's Jack Warner. He's trying to
ruin me.

STEVE COCHRAN
Oh come on, you're his biggest
upcoming star!

Barbara refuses to be comforted.

STEVE COCHRAN
Come on, let's take a walk; that'll
cheer you up.

Barbara grins meaningfully.

BARBARA

Sure, I can always use a good
'walk.'

STEVE COCHRAN

Nobody 'walks' like you, Barb.
You're about the best 'walker' I've
ever known.

They burst out laughing. A short distance away, RUTH ROMAN
watches this flirtation and glares at Barbara.

BARBARA

If looks could kill...

STEVE COCHRAN

Aw Ruth Roman is just jealous of
you. Don't mind her.

They stroll past Ruth, who turns away pointedly. Barbara and
Steve reach a deserted area and begin kissing passionately.

STEVE COCHRAN

See? All your troubles end when
you're in the arms of a man.

BARBARA

Are you kidding? That's where they
all begin!

They laugh. But Barbara is pensive, looking over the
landscape. She looks at a flower nearby covered with thorns.

BARBARA

Why do beautiful things cover
themselves with sharp thorns?

STEVE COCHRAN

So they don't get grabbed and torn
away and devoured. You really ought
to grow a few thorns yourself.

BARBARA

Who says I don't have them already?

STEVE COCHRAN

Naw, not you. You're smooth as
satin.

He fondles her as she struggles to smile.

INT. MOCAMBO - NIGHT

A sign announces 1920s night and a "Charleston Contest." An emcee steps onto the dance floor.

EMCEE

And now, the judges of our contest,
FRANCHOT TONE, distinguished star
of stage and screen.

Franchot dressed elegantly, makes a little bow, to applause.

EMCEE

And BERNIE JOSEPH, well-known
Hollywood agent and star-maker.
Bernie, who'd you make today?

Bernie winks as the band does a drum roll. The judges seat themselves at an elevated table,

1920s music UP.

Barbara, dancing, catches Franchot's eye immediately. Another female contestant, trying to outdance Barbara, gives her a vicious shove. Barbara shoves her back and they sprawl into the crowd. Franchot bursts out laughing, charmed.

FRANCHOT

(indicating Barbara)
I think I'm in love.

BERNIE

Barb Payton? Ha! Get up right now
and run like mad.

FRANCHOT

Why? I like a girl with spirit.

BERNIE

You jump from the frying pan of
Joan Crawford to the hellfire of
Jean Wallace, and now this one who
has the hottest pants on the strip
and drinks like a mule-driver.

FRANCHOT

Careful, that's my future wife
you're talking about.

BERNIE

You know, the scary part is, you
probably mean it.

FRANCHOT

Come on, we've all made a few lurid headlines.

BERNIE

Speak for yourself. I'd love to get 'lurid' but nobody'll let me.

They watch Barbara, dancing wildly.

FRANCHOT

Since when have I ever avoided beautiful, crazy women?

BERNIE

Since never.

FRANCHOT

So why spoil a perfect record? I think it's time to award first prize.

As he approaches Barbara with a ribbon, her eyes light up.

BARBARA

Oh Mr. Tone!

FRANCHOT

Call me 'Doc'. Everyone else does.

BARBARA

Tell me something, Doc...

FRANCHOT

Anything you want to know....

BARBARA

Do you have any thorns?

Franchot smiles quizzically.

FRANCHOT

None the last time I checked. You're more than welcome to take a closer look.

Barbara smiles and they embrace.

FRANCHOT

Just don't call me "daddy."

Barbara stops smiling. She looks deep into Franchot's eyes.

BARBARA

I will never, ever call you that.

FRANCHOT

Wo! I think she means it.

INT. BARBARA'S NEW APARTMENT - AFTERNOON

Franchot and Barbara finish making love. She gets out of bed and puts on a beautiful, filmy robe and starts mixing drinks.

FRANCHOT

I brought us a little 'reading material.'

He presents a tabloid with a photo of himself and Barbara between the angry faces of Joan Crawford and Jean Wallace. Franchot sighs, studying the cover.

FRANCHOT

Nobody's ever accused me of amicable breakups. It's just one publicity-grabbing shrew after another.

(quickly)

Present company excluded.

BARBARA

If you ever get tired of me, I promise to leave like a lady.

FRANCHOT

Ha! I want you to fight for me like a vixen. Teeth and claws.

Barbara pounces on him. They kiss passionately.

INT. CIRO'S NIGHTCLUB - NIGHT

As they enter, the owner, HERMAN HOVER greets them.

HERMAN HOVER

My favorite people! Welcome!

FRANCHOT

How are you, Herman?

He leads them to the best table and pulls out Barbara's chair with a flourish. A bottle of champagne on ice is wheeled up. Herman opens it for them. Franchot leans close to Barbara.

FRANCHOT

Happy, darling?

BARBARA
I couldn't be happier.

FRANCHOT
Would you say... your cup runneth
over.

He drops a diamond ring into her glass. Barbara gasps. She puts it on, and they both look at it then kiss.

CUT TO:

INT. STORK CLUB - NIGHT

Franchot and Barbara preside over a glittering table of New York sophisticates. Waiters move among them bearing silver platters of lobster. With a loving glance at Barbara, Franchot rises and taps his glass. The guests quiet.

FRANCHOT
Here's to old friends, and to a
new, very special friend.
(scattered applause)
Ahem. In my experience --- and I've
had far too much, of course...
(laughter)
Love is more elusive than we ever
imagine.

Shouts of "hear hear." Franchot looks lovingly at Barbara.

FRANCHOT
So it's taken me a few years and
quite a few lumps...
(laughter)
...to finally find that special
person who makes me feel that my
life and career, like hers, are
just beginning. The woman I plan to
make my wife, Barbara Payton.

Franchot beams at Barbara, who rises and kisses him to applause. A couple of snarky guests gossip as they toast.

SNARKY GUEST #1
(snide to another)
What Franchot's really trying to
say is, he never learns.

SNARKY GUEST #2
Somehow, I think this one is going
to teach him.

They cackle as Franchot and Barbara greet well-wishers.

INT. BARBARA'S APARTMENT - DAY

Barbara and Jan are going through clippings and putting them in a scrapbook. Johnny plays nearby. The doorbell rings. Laughing, Barbara opens it to two FBI men in black suits.

FBI #1 hands her a bundle of papers.

FBI #1

Barbara Payton? This is a summons to appear before a federal grand jury.

FBI #2 scans Barbara boldly and disrespectfully. Barbara holds the papers as if they burn her.

BARBARA

What is this about?

FBI #2

What this is 'about' is murder.

Barbara staggers.

BARBARA

I don't know anything about a murder.

FBI #1

I guess neither does Stan Adams. 'Cause according to you, he was right here playing tiddleywinks when a federal witness named Abe Davidian was bumped off. You do recall swearing to that under oath, don't you?

Barbara nods slightly.

FBI #1

Of course you do. So going on the theory that a person can't be in two places at one time, Stan Adams is as pure as driven snow even though he threatened to kill poor old 'Singing Abe' before witnesses if he testified in Stan's dope bust. But you wouldn't know anything about dope either, would you?

FBI #2

Of course she wouldn't, a nice wholesome small-town gal like her.

(looks around)
By the way, who's payin' for all
this?

FBI #1
You've been in a gangster movie or
two. You should know all about
these things.

BARBARA
But..that's just acting.

FBI #1
Let's hope your testimony isn't
'just acting'. Or you could go away
for a very long time. Uncle Sam
gets so annoyed at perjury. Ta ta.

The agents leave. Barbara sinks onto a sofa and puts her face
in her hands.

LATER

Franchot is sitting in the living room. Barbara holds a
drink, still distraught.

FRANCHOT
I'll tell you what you're going to
do. You're going to walk in there
with your head high and tell the
grand jury the very same thing you
swore to in your deposition. Now
pull yourself together.

Franchot takes Barbara sobbing in his arms.

FRANCHOT
There's not a damn thing they can
do if you stick to your testimony.

Jan enters with Johnny on a hobbyhorse.

FRANCHOT
(to Johnny)
I have a son just a little older
than you.

JOHNNY
Can he play Red Ryder with me?

FRANCHOT
I'm sure he'd love to.

Barbara mops her eyes, then embraces Johnny.

JOHNNY
Will Mommy be okay?

FRANCHOT
Mommy will be just fine.

Johnny's goes galloping off. Barbara tries to smile.

CUT TO:

A clapper: "Drums in the Deep South."

QUICK SHOT of SEXY GUY MADISON in a Civil War uniform.

EXT. SET OF "DRUMS IN THE DEEP SOUTH" - DAY

Corseted in a lush Civil War era dress, Barbara comes off a shoot and stands by herself under a tree.

VOICE
Lunch! Everybody, soup's on.

People walk past laughing, chatting.

ACTOR
(shouts)
Hey Barb, fried chicken for lunch.
I'll save you a seat.

Barbara laughs and waves. When she is by herself, she reaches into her purse hanging from the crook of a tree and grabs a small bottle of pills. She shakes out two and hurriedly swallows them.

LATER

Sitting at the picnic table. Barbara's tray is nearly full. She looks loopy, her eyes a little too bright.

WAITRESS
Miss Payton, honey, when is you going to eat? Lunch is nearly over.

BARBARA
I stuffed myself.

WAITRESS
You can't fool me, Miss Payton. You hain't touched this meal. Why don't you let me loosen up that torture chamber they've laced you into? You need your lunch for energy!

BARBARA

Oh, I have more energy than I know
what to do with!

The waitress shakes her head. An assistant walks through.

ASSISTANT

Five minutes, everybody.

Barbara runs. The waitress sighs and scoops up her tray.

LATER

GUY MADISON lingers as Barbara takes down her hair.

BARBARA

Oh, that feels good. I'm laced into
this dress so tight, I can hardly
breathe.

Guy blushes a little, checks her out surreptitiously.

BARBARA

I like everything to go where
nature intends it to.

GUY MADISON

You have some very lovely
destinations.

Their eyes meet. Then he begins to unlace the dress. She
turns to look into his eyes, both swooning with desire.

EXT. STREET OUTSIDE BARBARA'S APARTMENT - DAY

A dark car pulls up with two men in it: nail-spitting tough
private detective, FRED OTASH is driving. Beside him sits
Franchot, elegant as usual. The men watch as Guy Madison
walks to the door of Barbara's apartment.

INT. FRED OTASH CAR - DAY

Watching, Franchot maintains his composure except for a
twitching jaw muscle as the handsome young star rings the
bell. Barbara opens the door and hugs him, ushers him in.
Franchot takes out a beautiful cigarette case and fumbles one
to his mouth, trembling. Otash lights it. Otash reaches into
his glove compartment and removes a leather-covered silver
flask. He opens it and passes it to Franchot, who takes a
long pull.

FRED OTASH

You sure you're ready for this?

FRANCHOT

Let's give them a minute. Other girls may end up in bed, but Barbara prefers to start out there.

FRED OTASH

I gotta ask you this, Franchot, so don't take it the wrong way, okay?

FRANCHOT

I'm past all that.

FRED OTASH

Are you packin'?

Franchot looks quizzical.

FRED OTASH

Heat. Do you got a gun on you?

FRANCHOT

God no, Fred.

Fred nods, relieved.

FRANCHOT

(winks)

I always hire out the dirty work.

Otash looks quickly at Franchot, not knowing what to think.

FRANCHOT

(laughs)

Had you going there, didn't I?

Fred chuckles but shaken.

FRED OTASH

(weakly joking)

Hey, I was ready to do business.

The men laugh. Fred puts a hand on Franchot's shoulder.

FRED OTASH

It's never easy, my friend. It don't matter if you're a ditch digger or a movie star.

FRANCHOT

I'm no saint either, Fred. But that doesn't make it hurt any less. I'm paying the rent on this love nest.

Fred shakes his head. The men walk to the front door. Fred turns the knob silently, and the door glides open.

FRANCHOT
(low voice)
I'll take it from here.

FRED OTASH
(whispers)
The hell you will.

Fred elbows in beside Franchot. The men enter.

Sounds of passionate lovemaking make Fred wince. Franchot is stoic.

INT. BARBARA'S APARTMENT - DAY

Fred settles his bulk on a sofa as Franchot ascends the stairs. When Franchot gets to the bedroom door, he crosses himself, and then throws it open.

INT. BARBARA'S BEDROOM - DAY

Barbara and Guy are making love.

FRANCHOT
(loudly)
I thought I'd arrive a bit early
for that lamb chop dinner you
promised me this morning!
'Darling.'

Barbara screams. She and Guy scramble for the sheets while Franchot watches without moving.

GUY MADISON
What the hell!?

Guy finally pulls the sheet over him, and Barbara sits shamelessly nude, glaring at Franchot.

BARBARA
Go ahead, get an eyeful. That's
what you wanted, wasn't it?

FRANCHOT
That's the last thing I wanted.

Guy yanks on his shorts, agitated and embarrassed.

GUY MADISON
Mr. Tone, I don't know what to say.

FRANCHOT

Oh I think this puts us on a first name basis, Guy. And basically there's nothing left to say. Except this: I'm engaged to this girl. I plan to marry her. Do you?

GUY MADISON

No. I mean... I'm... already... married.

Guy hangs his head. Franchot watches coolly. Barbara reaches for a cigarette.

FRANCHOT

(to Barbara)

And what do you have to say?

BARBARA

What is there to say? You've done what you came for. Disgraced me.

FRANCHOT

You disgraced yourself.

BARBARA

Oh, that I did.

FRANCHOT

What was I supposed to do? Tell me.

BARBARA

Nobody can tell you anything, Franchot. You already know it all. You've already done it all. Me? I'm nothing. I'm not even worth the fee you paid your gumshoe.

GUY MADISON

(to Franchot)

I...I'm so sorry. I'm an asshole.

FRANCHOT

No, Guy, you're not. That's the trouble. If you were, I could punch you in the nose and have done with it. You're just a red-blooded kid who fell for a very skillful sack artist. Now get the hell out of here and count your blessings that she's mine, not yours.

Barbara and Franchot glare at each other as Guy vanishes.

EXT. BARBARA'S APARTMENT - DAY

Downstairs, under Fred's blank gaze, Guy's hands shake, and he drops his keys, picks them up, and leaves.

INT. BARBARA'S BEDROOM - DAY

BARBARA

So? That's it? We're over?

FRANCHOT

That's what you want, isn't it?

BARBARA

That was never what I wanted.

FRANCHOT

Then why would you lower yourself this way? Make a fool out of me?

BARBARA

Because I'm a worthless tramp... isn't that what all your friends are saying? Well, now I've proven them right.

FRANCHOT

I never thought they were right.

BARBARA

(bitterly)

I don't know why I did it. But it had nothing to do with us. With you. It was just...

FRANCHOT

I know. Scratching an itch. That's what cheaters always say. But Barbara, my beautiful sinner, believe this: It has everything to do with me.

Barbara's chin trembles. She wipes her eyes with the sheet and picks up her clothes.

FRANCHOT

Wear anything but that, okay?

Barbara enters her closet and comes out with a pretty dress.

BARBARA

How's this?

Franchot looks at the dress. Nods.

FRANCHOT

I remember the day I bought that
for you.

BARBARA

(sad)

You were saying how you liked me
best in blue...

FRANCHOT

And then we both saw this gorgeous
dress at the same time.

BARBARA

It cost too much.

FRANCHOT

Nothing cost too much.

Barbara starts to put on the dress.

FRANCHOT

Take a shower first, will you?

Barbara stops. She lets the dress sag to the ground and tears
fill her eyes. Franchot steps over and gathers her in his
arms.

FRANCHOT

Don't take a shower. I love you
even this way. With his sweat all
over you.

He begins to kiss her. They are overcome with lust. They fall
onto the bed and make love.

As Franchot leans over her. His face suddenly morphs into
Lee's face. Barbara flinches and shakes her head back and
forth.

FRANCHOT

What is it, darling?

She looks at him uncomprehending. Franchot looks worried.

FRANCHOT

Don't re-live it. I've already
forgotten. Oh don't torture
yourself.

He hugs her. She cries helplessly.

LATER

Barbara steps out of the shower, humming a little tune. Franchot is smoking a cigarette on the bed. She and Franchot kiss.

She puts on the dress. Runs a comb through her hair. She looks gorgeous. She puts on earrings. Together, they walk downstairs into the living room, Franchot's arm tenderly around her.

INT. BARBARA'S LIVING ROOM - EVENING

Fred Otash, dozing on the sofa, startles awake. He gawks. Franchot strolls to the liquor cabinet as if nothing has happened and takes out a decanter. He fills a glass and extends it to Fred. Fred looks at him piercingly. Franchot shrugs. Fred throws back a shot and holds out the glass for another. Barbara enters the kitchen.

BARBARA

I'll just whip up those lamb chops.

FRANCHOT

I'll toss us a salad.

(to Fred)

Please stay for dinner. She's a hell of a cook.

Fred hesitates, still gobsmacked.

FRANCHOT

It's the least I... we can do.

Fred nods acceptance, smiling sadly.

CUT TO:

COVER SHOT OF CONFIDENTIAL MAGAZINE featuring Barbara, Guy Madison and Franchot, with a small circle inset of Fred Otash. The headline: "Franchot Fumes at Barb's Co-Star Cuddle."

A hairy fist comes down on the magazine, making all the pens and pencils and a coffee cup on the desk bounce.

JACK WARNER

Somebody tell me what cloud cuckooland that little whore is living in? And Franchot Tone, the classiest guy in town! What the hell is this world coming to?

INT. JACK WARNER'S OFFICE - DAY

Jack is in a frothing rage. With him is his assistant MORT FISCHBEIN, a pale, skinny "yes man" about 21 years old.

JACK WARNER

Ah Christ. Her career just went straight to the sewer.

(glares at Mort)

Where it belongs.

Mort miserably shakes his head.

JACK WARNER

I offer her a part in the new Ray Milland movie, and she throws it in my face like it's crap on a cracker.

MORT FISCHBEIN

B..but Mr. Warner, fifth billing?

JACK WARNER

That's all she deserves. Why are you defending her, you pimply little weevil. Is she blowing you too?

MORT FISCHBEIN

N...no sir.

JACK WARNER

(yells)

Fifth billing is a gift for the likes of her. She took the golden start that I gave her and shot it to shit.

MORT FISCHBEIN

Yes sir.

JACK WARNER

Get me a pill. One of those blue ones that turns your brain to mush.

MORT FISCHBEIN

Yes sir.

JACK WARNER

What am I supposed to do with her now?

Mort fumbles on a sideboard for a pill and a glass of water.

MORT FISCHBEIN

There's that part... the one Mr.
Broder was talking about.

Warner, observing the assistant with the distaste of something on his shoe suddenly brightens with comprehension.

JACK WARNER

Hey. You just might have a brain
after all.

(bursts out laughing)

Haw haw haw.

Warner pounds the desk with glee. He brushes aside the pill and glass of water.

JACK WARNER

(to Mort)

Get me Jack Broder. She wants star
billing? She's got it. ha ha ha....

QUICK SHOT OF A MOVIE CLAPPER BOARD: "BRIDE OF THE GORILLA"

EXT. BRIDE OF THE GORILLA SET - DAY

CLOSE SHOT of Barbara, looking beautiful in a sarong, being carried by a man in a gorilla suit. Director CURT SIODMAK waves.

DIRECTOR

Cut! Cut!

(to the Gorilla)

I said sweep her up. You're
hoisting her like a sack o'
potatoes.

The gorilla whips off his head.

GORILLA MAN

Can we take a break Mr. Siodmak?
I'm sweatin' like a bridegroom in
here.

CURT SIODMAK

You are a bridegroom.

Everyone laughs, including Barbara.

INT. BARBARA'S APARTMENT - DAY

Franchot and Barbara are getting dressed, Barbara is in an elegant suit. Franchot surveys her.

BARBARA
How's this?

FRANCHOT
The essence of respectability.

As he adjusts his tie he glances over and catches Barbara pouring herself a drink. He leaps to grab it away.

BARBARA
But Doc, I'm could end up in jail!
Ooohhhh...

FRANCHOT
Only if you lose control and blurt
out something you shouldn't, which
alcohol is so good at getting
people to do. Now hurry up. The
last thing you want to be is late.
Second last thing is drunk.

Barbara hugs him gratefully. He squeezes her hand.

EXT. L.A. FEDERAL COURTHOUSE - DAY

Street noise UP in the background, FADE IN a line of very dark, official-looking cars. Barbara, dressed in an elegant gray suit, gets out as flash bulbs explode in her face. At her side is Franchot. She carefully navigates up the courthouse stairs. Franchot eyes Don Cougar and his buddies.

INT. FEDERAL COURTROOM - DAY

Barbara sits on the witness stand as the prosecutor struts.

PROSECUTOR
...Miss Payton, did you know that
Mr. Adams was a notorious dope
dealer?

BARBARA
I don't know that even now.

The prosecutor closes his eyes with a pained look.

PROSECUTOR
You're an actress, is that correct?

BARBARA
Yes.

PROSECUTOR

Has it occurred to you that the role you're playing here might be that of fall guy? Or patsy?

The defense attorney begins to rise.

BARBARA

All I see is you playing the role of badger.

The courtroom erupts in laughter. The prosecutor glares. Franchot beams as she seats herself in the audience.

FRANCHOT

Have I told you I love you?

INT. COURTROOM RESTROOM - DAY

Barbara hurries into a stall and retches. Leaving the stall, she opens her purse with shaking hands, draws out a flask of booze and drinks.

EXT. POOL PARTY, SUNSET PLAZA APARTMENTS - DAY

A raucous party. Barbara, in a sexy bathing suit, is lying on a deck chair sipping a drink. Beside her is June Bright.

JUNE BRIGHT

So how long is Franchot going to be in New York this time?

BARBARA

A few weeks. I hate when he leaves me alone.

JUNE BRIGHT

How about we try out that new Restaurant on La Cienega.

BARBARA

I'd love to, but Jack Warner's just looking for an excuse to fire me. If I gain any weight, I'll sink like the Titanic...

(pauses)

June! What are you staring at? You haven't heard a word I....

Barbara takes off her glasses and follows June's gaze to the sexy hunk on the diving board, TOM NEAL, poised for a dive.

BARBARA

Holy smoke!

JUNE BRIGHT
Don't block my view!

Together, the two watch Tom dive. One second before he leaves the board, he looks over at Barbara. Then he soars down and cleaves the water with barely a ripple.

BARBARA
Boy, he sure looks like trouble.

JUNE BRIGHT
I'm sure he's thinking the same thing about you.

She nudges Barbara slyly with her elbow and gets up.

JUNE BRIGHT
I'm for another drink. I'll bring you back one.

She leaves. Barbara puts her sunglasses on and lies back. Suddenly, a voice behind her startles her.

TOM NEAL
Why haven't we met? Because I'm sure I'd remember if we had.

Barbara turns and her eyes are at Tom's crotch-level in his scanty bathing trunks.

BARBARA
Yes...I think I'd remember too.

Tom throws his head back and laughs.

TOM
You're even more beautiful in person than onscreen, I guess you hear that a lot. I've seen your movies, Now the question is, have you seen mine?

Barbara looks uncertain. Tom laughs again.

TOM
I've had enough of this party. How about you?

As Barbara and Tom walk away, June returns, smiles and sits down with a resigned sigh, lining up the two drinks.

INT. HOTEL ROOM - DAY

Tom and Barbara enter the room. They kiss at the door.

TOM
Please don't think I...

BARBARA
I'm not thinking at all.

They wrap themselves around each other with fierce hunger, falling to the floor, not even bothering with the bed.

LATER

Barbara stands naked at the window looking out as the sun sets. Tom lies in the bed.

TOM
Barb, don't you want to put a robe on? Somebody might see you.

She turns and looks at him with a strange intensity.

BARBARA
But I don't want to cover myself. No more. I want the whole world to know I'm not ashamed. I've never felt so free... so alive.

Tom rises and takes her in his arms.

BARBARA
I'll never hide myself again. And you mustn't either. Otherwise, they'll know we're afraid, and that's what they feed on, you see. I don't know what's coming, Tom. But I know that I love you.

They embrace.

INT. TOM'S PLACE - NIGHT

Tom and Barbara watch *Detour* on his home projector. Barbara leans forward intently, taking in every word.

LATER

She turns to him, deeply moved.

BARBARA
It's a masterpiece. So bleak --- yet it... tells the truth.

TOM

Yeah, the director, Ed Ulmer is a genius. It'll never get the audience it deserves though.

BARBARA

I'd give anything to work with him.

TOM

Maybe you will someday. But hell, baby, you're headed for bigger things. 'The next Lana turner.'

Barbara leans her head against his shoulder.

BARBARA

Tom...that man in the movie. It's more than acting. It's as if he's really you, or...or you're him. It's weird, I don't know. But I could feel it, the danger. And the despair. It made me sick! Tom, I'm afraid for you.

Tom laughs a bit, uncomfortable.

TOM

Well, I hope I'm not headed for that kind of bad luck....but that guy in the movie... when he says that line...'No matter what you do, no matter where you turn, fate sticks out its foot to trip you.' That's the truth, I know it.

Barbara grips his shoulders.

BARBARA

Maybe that's what we are, Tom, fate tripping each other. Oh God, I'm afraid to be in love this way.

He takes her face in his hands and looks into her eyes.

BARBARA

I'm scared I'm going to hurt you somehow. That our love is going to destroy us.

TOM

Nothing can touch us.

He leans in and they kiss hungrily.

LATER

EXT. BARBARA'S PATIO - DAY

Barbara watches infatuated from a lounge chair as Tom pumps iron with his dumbbells and runs in place. He is so intense and driven that he is practically in a fugue state. The sweat pours off him.

INT. BARBARA'S APARTMENT BEDROOM - DAY

Barbara walks about, folding Tom's clothes. June Bright is talking, very concerned. Johnny is playing in the corner. Barbara holds up a feathered negligee.

BARBARA

What do you think of this little number?

June interrupts, exasperated.

JUNE BRIGHT

Barb, what are you going to do when Franchot gets home? You're engaged to him! What'll he do? What'll people say?

Barbara's eyes are large and strange.

BARBARA

'People?' You mean Jack Warner, or Louella Parsons? Or somebody in Paducah or Schenectady that I'll never meet? Is that who I have to live my life for?

(lightly)

Anyway, Franchot will understand.

JUNE BRIGHT

(rolls her eyes)

Oh Nelly!

BARBARA

I love Franchot. I always will. But what Tom and I have is beyond that.

JUNE BRIGHT

Barbara, listen to yourself! You hardly know this man.

BARBARA

June, have you ever fallen in love and it felt like an avalanche, just sweeping you up, carrying you away?

JUNE BRIGHT

An 'avalanche!' Avalanches crush
and bury people. Why do people
always compare love to natural
disasters? A hurricane or a tidal
wave or an earthquake?

Barbara laughs. June looks at Johnny, who is taking this in.

JUNE BRIGHT

I need a drink.

June pours and offers one to Barbara, who shakes her head.

JUNE BRIGHT

Since when do you turn down a
drink?!

BARBARA

Tom thinks it's fattening. Anyway,
I don't need the stuff anymore.

JUNE BRIGHT

Well, it comes in handy for some of
us here on planet earth.

She tosses down a strong one.

JUNE BRIGHT

And another thing. Since I'm
already in the doghouse with you,
watch your money, Barb. You've
struggled too long to just...

BARBARA

June, you're 100 percent right.
You're in the doghouse. Bye-bye.

She kisses June on the cheek and practically shoves her out
the door.

INT. BARBARA'S APARTMENT - DAY

The table is elegantly set with candles and a champagne
bucket. Tom walks in and embraces her, distracted.

BARBARA

Oh Baby, I've missed you so much. I
baked fresh bread. I thought we'd
go buy you some new clothes.

She looks around the apartment as she bustles at the table.

BARBARA

You know, I was just thinking, we could redecorate... something more masculine, a safari look...

TOM

I didn't get it. That part in the war movie.

BARBARA

Oh darling, I'm so sorry. Let me help you forget all about it.

She puts her arms around him and presses her body to him. He is not in the mood and practically throws her off.

TOM

Goddammit. Don't you ever think about anything except fucking?

BARBARA

But I missed you. I..

Tom slams his fist into his hand.

TOM

I had that damn part sewn up. And you know who they cast? Harry Guardino. Where does he come to me? The casting director never even saw *Detour*. You know what she says to me" This just isn't your type of movie.' Fucking bitch!

He pours a drink and swills it. Barbara stands wordless. After a moment he relents and turns to her.

TOM

Aw I'm sorry, honey. Look, you gotta get used to me.

He grabs her. But Barbara is hurt and shrugs off his arm.

INT. NIGHTCLUB - NIGHT

Barbara and Tom sit at their table, besieged by reporters.

REPORTER #1

Miss Payton, congratulations on your engagement to Mr. Neal, b..but ut aren't you supposed to marry Franchot Tone this month?

BARBARA
Where did you get that information?

REPORTER #1
From you! You and Franchot
announced your engagement a month
ago right here in this nightclub.

Laughter around.

BARBARA
Well, obviously things change.

The reporters erupt in laughter. "That's rich" etc. Tom
bristles and gets in a reporter's face.

TOM
You got any more smart-ass crap you
wanna send my way?

The reporters back away and drift off.

BARBARA
Thanks, honey.

TOM
Barb, you gotta let Franchot know.
I mean...

Barbara finishes her drink.

BARBARA
But Franchot is... not like you
think. He can be dangerous.

Tom laughs heartily, bitterly.

TOM
Listen, men aren't beads, you can't
keep adding one after another.

Barbara puts her arms around him playfully.

BARBARA
But men do that all the time. They
collect women and everybody calls
them playboys. If a woman wants
to.. vary her sex life a little,
then she's a tramp or a slut. She's
hated. Stoned to death!

TOM

Barb, for somebody who knows so much about pleasing men, you really don't understand us very well.

BARBARA

Is that so?

TOM

I'm not out to change society. I love you. I want you to be with me. Me. I don't want to share you, and I'm sure Franchot doesn't either.

BARBARA

Okay, you big hunk, you've got me. But Franchot is part of my life. I can't just cut him off.

TOM

Is it money? Is it that he's got the dough and I'm just a sex toy?

Barbara laughs, but Tom is angry. She tries to kiss him but he shrugs her off and storms out of the club.

INT. BARBARA'S APARTMENT - DAY

Tom is asleep in the bedroom. Barbara is sitting on the sofa bored, drinking, watching TV. The phone rings.

BARBARA

Hello?

She speaks sotto voce with an eye on the door to the bedroom.

BARBARA

Doc! Oh I've missed you too. Don't pay any attention to all that.

Beat.

BARBARA

I might have said that. I don't even remember. You know me.

(laughs)

You're crazy! Where are you? Okay, I'll meet you.

She hangs up, rises, kicks at an item of Tom's clothing.

LATER

Barbara is dressed to the nines. She searches around, then spots Tom's pants. In the pocket, she locates the car keys, picks up a note pad and writes: "Borrowed car for a meeting." She puts the note besides Tom's sunglasses and leaves.

INT. BEVERLY HILLS HOTEL - DAY

Barbara walks into the lobby and sees Franchot sitting in a chair, reading a tabloid. She throws herself into his arms.

FRANCHOT

Gorgeous as usual. But such a naughty girl.

He shows her the tabloid shot of Barbara and Tom Neal having drinks in Vegas. The headline states "Wedding Bells for Barb and Her Bad Boy?"

FRANCHOT

According to this, you're supposed to marry Tom tomorrow!

Barbara shakes her head.

FRANCHOT

Anyway, I got us a room. A pre-nuptial honeymoon.

BARBARA

I'll never marry anyone except you.

FRANCHOT

(tipsy)

Ah, what have I done to deserve that particular hell? Where is Mr. Muscles, anyway?

BARBARA

Don't let's talk about him.

INT. HALLWAY IN THE BEVERLY HILLS HOTEL - DAY

Franchot and Barbara trip down the hallway, stopping to kiss. They open the door to a room and disappear inside.

INT. BARBARA'S APARTMENT - DAY

Tom awakens and stumbles to the kitchen. He swills water from the faucet.

TOM NEAL

Baby? Where are you?

He walks around the apartment and spots the note. He opens the closet and surveys his wedding tuxedo ruefully.

TOM
Son of a bitch.

LATER

Tom sits in the kitchen, eating a sandwich, drinking a beer.

LATER

EXT. STREET OUTSIDE APARTMENT - DAY

Tom walks out, blinking in the bright sun. He walks to a liquor store and returns with a large boxful of booze.

INT. BARBARA'S APARTMENT - DAY

Back in the apartment, Tom drinks a stiff gin and tonic.

INT. BEVERLY HILLS HOTEL - DAY

Barbara and Franchot lie in bed chatting and drinking. The remains of a lavish lunch are strewn about.

FRANCHOT
I'm getting antsy. Let's go out.

BARBARA
But I've got nothing to wear!
(thinks)
Wait, there's a maid I use...
Mamie's always up for anything.

Barbara picks up the phone.

INT. BARBARA'S APARTMENT - EVENING

MAMIE, a mischievous young maid, enters and sees Tom fast asleep hanging off the sofa. She sneaks in, hurriedly and quietly packs. She finds jewelry to match clothes etc. Then she sneaks past Tom again. When he stirs, she freezes. Finally she slips out the door.

LATER

Tom awakens alone and paces. He pours a drink, sits down to the telephone and dials.

TOM
Jerry? Hey, how are ya, ol' buddy?
(pause)

Listen, I'm throwing myself a bachelor party. Seeing as how I am probably going to remain a bachelor for the foreseeable future.

CUT TO:

INT. BEVERLY HILLS HOTEL - DAY

Barbara opens the door and embraces Mamie. She takes out a beautiful dress that Mamie chose and matching earrings and shows them to Franchot.

INT. CIRO'S NIGHTCLUB - NIGHT

Barbara and Franchot drink and chat with a tableful of sophisticated friends; some giving Barbara odd looks.

EMCEE

And now ladies and gentlemen, the fabulous Miss Lili St. Cyr will prove why she is still Hollywood's premiere dancer.

Music UP. Cheering as the exotic dancer goes through her routine. Barbara drinks more.

FRANCHOT

I think it's time we went home,
Mrs. I-don't-know-what-to-call-you.

Franchot takes Barbara by the arm and marches her from the club as she stumbles and loses her footing.

EXT. CIRO'S NIGHTCLUB - NIGHT

Outside in front of the club, Franchot and Barbara are uproariously drunk and dance together before passers-by. Steve Hayes surveys them, concerned.

STEVE HAYES

I say.. are you two all right?

FRANCHOT

Never better. Get me my car.

Steve looks horrified.

STEVE HAYES

Let me call you a taxi. I'll bring your car by later on and take a taxi home myself.

Franchot looks annoyed as Steve whistles up a taxi.

INT. TAXICAB - NIGHT

Franchot and Barbara kiss.

FRANCHOT

I knew you were never going to marry Tom. That nobody.

BARBARA

(drunk giggles)
Oh, he's got his good points.

FRANCHOT

He's all show and no substance. All those muscle-bound guys are really marshmallows. They can't take a punch. He's one... big... phony.

BARBARA

Aw, leave the poor guy alone.

INT. BARBARA'S APARTMENT - NIGHT

Franchot and Barbara stumble to the door, and Barbara opens it slowly to see a woman pass by laughing, wearing a white mink.

BARBARA

Hey! That's my mink!

Barbara throws open the door. People are dancing and capering; women wearing her clothes. Barbara looks at Franchot, and they both burst out laughing, just as Tom enters the room.

TOM

Oh ho! Here she is, my late unlamented fiance.

BARBARA

Can a girl get a drink around here?

TOM

Pleased to serve you, me lass.

FRANCHOT

Now just wait a minute. I'll serve her.

TOM

Excuse me, this woman is about to become my wife. And I will love, honor an' obey her in my own home.
(points to the floor)

FRANCHOT

Your home? That's a laugh. Who do you think pays the rent on this little dive, you puppy?

Tom thinks as Franchot narrows his eyes.

TOM

(slurring a little)

I am the man that Barbara Payton loves. I may not be a big star. But she loves me. And you, sir, are stepping on my toes.

Both men look down. They are literally nose to nose. Barbara elbows her way between them.

BARBARA

Now boys... I am not marrying anybody, and we should all just have a drink and work this out.

A small crowd of partygoers gathers around them. They sit on the sofa. Barbara nearly topples off. She kisses Franchot.

FRANCHOT

You see? It's me she loves.

TOM NEAL

She's just indulging her taste for has-beens. That's all.

FRANCHOT

A has been beats a never-was every time, you little banty-cock.

Tom rises.

TOM

I think you need to shut your trap, old man.

FRANCHOT

I may be an 'old man' but I'm young enough to kick your parasitical ass into the next county.

Barbara gives a little scream.

BARBARA

Franchot! Stop it.

Tom's jaw is working.

TOM

If you weren't such a skinny old fart, I'd take you up on that.

Barbara tries to push them apart.

BARBARA

This has gone far enough. The party's over.

(louder)

Everybody! Party's over. Go home!

Franchot and Tom are glaring at each other.

FRANCHOT

Let's settle this thing outside.

Franchot and Tom move toward the door. Everything seems to slow down like a nightmare. Barbara runs after the men as they move outside, her mouth open in a silent scream.

EXT. BARBARA'S APARTMENT - NIGHT

On the front patio, Franchot takes Tom's face in his hand and tries to twist his jaw. Tom throws a roundhouse punch in slow motion that knocks Franchot off his feet and slams him into the ground. Barbara screams. Tom looks at her but doesn't see her. His rage distorts his features into a feral, bestial grimace. He pounces on Franchot, who is semi-conscious.

In utter silence broken only by the sounds of fists hitting flesh, Tom methodically beats the unresisting Franchot as if he is a punching bag. Blood spatters from Franchot's head as Tom lands blow after blow, spraying onto the low-cut dresses of the women and the shirts of the men.

Sobbing, Barbara tries to grab Tom's arm and gets punched herself and sent reeling into a bush. Franchot's body twitches under the lethal blows like a rag doll or a body shot multiple times as in *Bonnie and Clyde*. Gradually, as Tom exhausts himself, the blows lessen and the noise of the onlookers penetrates his dreamlike muffled affect. Tom cannot even lift his arm one more time, holding it limp at his side.

The crowd's horrified shouting suddenly breaks through the dreamlike silence.

CROWD

You've killed him. Help! Murder!
Call the police! I can't look!
Neal, you goddamn sonofabitch! Hey,
that's Franchot Tone? Sure he's
dead --- his head's split wide
open. He'll never be the same.

He's a vegetable. Look at his eyes.
There's nobody home there. Somebody
call an ambulance! Etc.

Barbara pulls herself to her feet, holding onto a bush. Her face is already swelling and bruising as she staggers to Franchot's side. Her hand that goes under his head comes away bloody.

BARBARA
(screams)
He's dead!

Franchot has one eyelid half open and the other eye staring straight ahead completely open. He looks very dead. Barbara sobs.

EXT. BARBARA'S HOUSE - NIGHT

Police cars and an ambulance pull up. A crowd is outside, everybody pointing at Tom, who is standing alone, rubbing his fist. Tom enters the house and comes back out holding a bottle by the neck. He tries to pick up Franchot's head and give him a drink from the bottle before the police cuff him.

BARBARA
Franchot! Franchot! Oh God, please
don't die!
(to a cop, hysterical)
Is he dead? Is my man dead?

COP
Ma'am, please calm down and let the
medics do their work.

BARBARA
Where are they taking him?

Tom calls to her as the cops put him in the car.

TOM
Barbara, can you come over here a
minute? It's the least you can do.
You started this whole thing.

Barbara looks at Tom in utter disbelief. The hard-bitten cops size her up cynically.

BARBARA
(to Tom)
You... animal!

TOM

For Christ's sake, you saw him
throw the first punch. Tell them!

But Barbara only collapses wailing against the side of the house. She shrugs off a medic's attempt to treat her eye.

LATER

As the last police car zooms away, the neighbors stand around talking and smoking. Steve Hayes pulls up driving Franchot's car. He parks and gets out, looks around, approaches a clump of neighbors, including neighbor "JUDSON O'DONNELL."

STEVE HAYES

Wha...what happened here? A fight?

JUDSON O'DONNELL

If you call it that. Barbara
Payton's fiance Tom Neal just about
killed Barbara Payton's fiance
Franchot Tone.

NEIGHBOR #2

They were goin' at it for twenty
minutes.

NEIGHBOR #1

Tom was in there drinking all day,
I seen him over the fence.

NEIGHBOR #2

He's a nice young man. But that
little vixen, she's no good.

The other neighbors nod.

NEIGHBOR #1

She took off with Tom's car to go
meet another man. She's a
nymphomaniac. Can't be satisfied,
if you know what I mean.

Steve bristles, but he is too shocked to do anything.

JUDSON O'DONNELL

Tom, he's a husky guy, a
prizefighter, you know. He hit that
old Franchot thirty times, at
least. Sounded like a prizefighter
in a gym beating the bag.

Steve's face crumples.

STEVE HAYES
Is.. Franchot alive?

JUDSON O'DONNELL
If you want to call that alive.
I've never seen anything bloodier.
Not even in Korea.

The neighbors nod.

NEIGHBOR #1
I see her sunbathing in the buff
all the time.

STEVE HAYES
Oh, you spy on her, do you?

Steve turns away, sickened. He steps to the door and knocks.

STEVE HAYES
Miss Payton? Are you in there?
Barbara? it's Steve Hayes. I want
to help you.

Silence. Steve turns and walks away.

INT. BARBARA'S APARTMENT - NIGHT

In the upstairs bathroom, Barbara is curled up nude with a
stuffed toy of Johnny's, her face bleeding onto the tile.

LEE'S VOICE (O.S.)
Oh Barbara, hold me. Just hold me.
And I'll hold you. Let me hold you.

Barbara turns her face and back and forth, trying to escape
Lee's voice.

EXT. BARBARA'S HOME - DAY

A Hollywood police detective picks his way across the field
of broken glass outside the house. Everything is silent.
Blood all around.

INT. L.A. POLICE STATION - DAY

Tom Neal is giving his side of the story. Virtually unmarked,
he rubs his raw, sore fist with the other hand as he speaks
with the sergeant and two detectives.

TOM NEAL
Sorry to hear he's in the hospital.
I hope he's not hurt too bad.

The cops roll their eyes.

POLICE LIEUTENANT #1
He may not make it through the
night, Mr. Neal.

EXT. CALIFORNIA LUTHERAN HOSPITAL - DAY

Wearing giant sunglasses and carrying a large purse, Barbara gets out of a taxi. A small army of photographers and reporters descends, snapping away.

BARBARA
(to taxi driver)
Don't leave me, no matter what.

The driver nods. Barbara musters her courage, looks straight ahead and pushes through as the reporters descend.

REPORTER #1
What's the latest, Babs? Is he
gonna die?

The crowd parts grudgingly, then follows her in.

INT. CALIFORNIA LUTHERAN HOSPITAL - DAY

Barbara passes along a hallway with her "entourage."

BATTLEAXE NURSE #1
(to Nurse #2)
There she is, just like they warned
us. You wanna do the honors?

NURSE #2
Sure. It's been that kind of day.

Nurse #2 rises, much put-upon and confronts Barbara.

NURSE #2
Miss Payton, only family are
allowed in with Mr. Tone. And this
(indicates reporters)
Is not acceptable. People are very
sick here.

The nurse stands before the reporters like a Praetorian guard while another nurse moves to herd them outside.

BARBARA
Oh please. I'm Franchot's fiance. I
beg you, let me see him.

NURSE #2

(sniffs)

Miss Payton, have you been drinking? Because we can't have that. Please be on your way.

Barbara turns and departs. She sees a door leading off the stairway and ducks inside, waiting while the reporters thunder past. Then she emerges and departs from another door.

EXT. CALIFORNIA LUTHERAN HOSPITAL - DAY

Barbara emerges out on the hospital grounds alone. She looks around and notices a fire escape and clambers up it.

INT. CALIFORNIA LUTHERAN HOSPITAL - DAY

Barbara emerges from the fire escape through a window and is back in front of Franchot's room. She tries the door: Locked! Her shoulders sag. She pulls at the door until the attention of the nurses is again drawn.

NURSE #1

Oh for God's sake, she's back.

NURSE #2

How on earth? Oh! She must have climbed the fire escape.
(laughs)

NURSE #1

I'll take care of this.

Barbara is standing in front of Franchot's door.

BARBARA

(sobs through the door)

Franchot! Oh, darling, they won't let me see you. Oh Doc, tell me you still love me.

NURSE #1

Miss Payton, how can he get any rest?

BARBARA

Oh Doc I'm so sorry. I wish I was dead.

NURSE #1

Oh for pity's sake, hush up. All right, I'll let you in for a minute. But pull yourself together.

BARBARA

Oh God bless you. Thank you.

Barbara pushes past the nurse into Franchot's room.

INT. FRANCHOT'S HOSPITAL ROOM - DAY

Shades are pulled down to block the brilliant sun outdoors. Franchot lies comatose as Barbara swoops to his side..

BARBARA

Darling? It's me, Barbara. Everyone is desperate to know how you are. Herman Hover called yesterday, from Ciro's. He sends his love, says dinner's on him when you're better.

Franchot stirs. Barbara's eyes widen; she moves closer.

FRANCHOT

Thank him for me.

Tears drop from Barbara's eyes onto Franchot's bedclothes. She fumbles in her purse and brings out a silver thermos.

BARBARA

Here, Doc, this'll perk you up. I made us some martinis. And canapes.

She unscrews the thermos and fills the top, leans over Franchot and holds it to his lips. The liquid dribbles onto his pillow. She opens the canapes and tries to give them to Franchot. The door opens to a battleaxe nurse.

BATTLEAXE NURSE

What's going on in here? This man is in critical condition! Are you trying to kill him?

Barbara leaps to her feet, spilling the canapes onto the floor. She drinks from the thermos bottle.

BATTLEAXE NURSE

Miss Payton, haven't you done enough? Why don't you just leave him alone?

The nurse checks his chart and listens to his chest with her stethoscope, makes notations. Barbara is tipsy. She draws herself up with "dignity" and tries to pick up the canapes.

BATTLEAXE NURSE

Leave that.

Barbara makes for the door to confront a blur of reporters, snapping pictures. Tears fall from under the sunglasses.

REPORTERS

Hey Barb, How is he? Did he talk?

Barbara tries to retreat into the room but the nurse blocks her way and forces her out. She walks down the hall, looking for the exit. The reporters follow her outside.

EXT. CALIFORNIA LUTHERAN HOSPITAL - DAY

From Barbara's POV, everything is dreamlike in her intoxication. She stumbles with the paparazzi toward the taxi waiting by the curb. She turns to them.

BARBARA

Franchot and I are going to be married. Tom Neal is.., simply a vicious man. A beast. As soon as Franchot has healed, we're going off on a wonderful honeymoon.

She gets into the taxi.

QUICK SHOTS OF NEWSPAPER HEADLINES:

Franchot Tone Hovers Near Death, Given Last Rites

Tone Is a Vegetable, Say His Nurses

Tell Barbara All is Forgiven, Says Dying Franchot

He Is the Love of My Life, Says Babs --- but which "he"?

Franchot and I to Marry, Soon as Bruises Heal --- Payton

EXT. BARBARA'S APARTMENT - NIGHT

Barbara and Tom pull up quietly, get out and hurry inside.

INT. BARBARA'S APARTMENT - DAY

Barbara reads the papers while Tom pumps iron.

BARBARA

Listen to this one!
(reads)

'Barbara Payton --- the cause of it all." In the 'anything's possible' department, mere days after Tom Neal nearly beat leading man Franchot Tone to death, Barbara Payton has been spotted around town with the burly boxer, despite declaring that Neal was "a beast." Apparently bestiality is one of Barb's many sexual preferences.

Barbara laughs shrilly.

TOM NEAL

What the hell's so funny, Barbara?
I mean just what the hell do you
find so fucking funny about all
this? I'm being branded a monster
when all I did was defend you!

Hurt, Barbara curls into the fetal position. Tom tilts a bottle to her mouth and the booze sloshes down her cheeks into her hair. She wipes it into her mouth with her hand, licks her fingers. Tom cradles and rocks her.

[BEGIN MONTAGE]

TABLOID HEADLINE: "Babs Marries Punch-Drunk Franchot in Small-Town Ceremony.

INT. REDFIELD MINNESOTA HOUSE - DAY

Barbara and Franchot preside over a small-town wedding reception. Johnny clings to Barbara, looking confused.

An elderly Aunt slips Johnny a cookie.

EXT. AIRPORT TARMAC - DAY

Barbara and Franchot ascend the stairs of a twin-engine airplane as photographers snap away. A colorful sign says "A Goodwill Tour By Hollywood's Finest" They wave bravely, putting a good face on it.

[END MONTAGE]

INT. SEEDY AUDITORIUM - DAY

The "Miss Southern Belle of Memphis" Pageant: A ratty banner stretched across a splintery stage. Several girls in clumsy 1950s-era formals stand behind Barbara, who holds a tacky rhinestone crown. The audience consists of dorky locals.

As Barbara and Franchot extend the crown to the winner, two "holy rollers" suddenly rise and unroll a banner: "No Sin In the Lord's Town." Fifty people jump to their feet with bibles upraised toward Barbara and Franchot. Barbara stands uncertainly, holding the crown.

CROWD

(sings)

"Wash me, and I shall be whiter
than snow..." etc.

The winning girl flees the stage. Barbara tries to give the crown to another girl, who jerks her hands away as if burned. Barbara tosses the crown aside.

INT. CIRO'S NIGHTCLUB - NIGHT

Barbara, Franchot and his mother GERTRUDE are finishing dinner. Barbara pours Gertrude more wine.

BARBARA

(to Franchot)

You never told me your mother was
so much fun!

(to Gertrude)

Here, lemme freshen you up.

GERTRUDE

Barbara you've got me positively
tipsy, he he.

(to Franchot)

Franny, whatever are you staring
at?

The attention of both women is arrested. Franchot, drunk, is glaring at another table where a portly redheaded late-middle-aged woman, FLORABEL MUIR and her nondescript husband DENNY MORRISON are sitting.

FRANCHOT

Goddammit, who invited that
venomous old bat to the party?

BARBARA

Who, baby?

FRANCHOT

Florabel Muir!

BARBARA

Oh that writer...

FRANCHOT

Writer?! Why that defiles the profession of... Tolstoy and Shakespeare and...Mark Twain and...

GERTRUDE

(to Barbara)

Whatever is the boy talking about?

BARBARA

She's a gossip columnist, mother. And she's written some awful things about us.

GERTRUDE

(toasting)

Well up her broad beam, I say!

FRANCHOT

I don't know which is the biggest offense --- her lousy writing, her frumpy frock, or her ugly pan.

Barbara giggles, but Franchot rises and wipes his mouth.

BARBARA

Doc! Where are you going!?

Florabel, unaware of Franchot's rage waves in greeting. Franchot stands glowering at her table.

FLORABEL MUIR

Why Franchot Tone, I do believe you're miffed at me!

FRANCHOT

(to Denny Morrison)

Are you the luckless consort of this purveyor of poison?

FLORABEL MUIR

Now wait just a minute here....

FRANCHOT

....this libelous old hag who shreds the good names of...

Florabel rises and stops him with a puff of smoke into his face. Franchot surveys her.

FRANCHOT

Your neck, madam, has more cords than a Beethoven concerto!

DENNY MORRISON

(rising)

Mr. Tone, you are quite drunk, a
not infrequent condition of late.
Kindly leave us in peace.

Franchot draws himself up and paces. People turn to watch.

FRANCHOT

(to Florabel)

I'm so furious at your insults and
lies I could spit in your eye. In
fact, I'm going to do just that!

Franchot spits on Florabel. She grabs for a napkin.

DENNY MORRISON

Waiter! Call the police. My wife
has been attacked!

The band stops. People all around gawk. Franchot grabs Florabel's three strands of pearls. She screams and flails away clumsily at Franchot, Denny tries to break it up. The grunts of the fighters blend with screams and peals of laughter from the audience. Pandemonium breaks loose as waiters and the maitre'd try to restore order.

FRANCHOT

(to Barbara)

C'mon baby, get some of your own
back!

GERTRUDE

I don't know about her,
(indicates Barbara)
but I sure will.

Gertrude wades into the fray and clobbers Denny Morrison while Franchot and Florabel spar.

LATER

The police have arrived. Franchot sits at his table with Barbara and Gertrude, He rubs his fist in pleasant remembrance. Barbara is in her cups.

FRANCHOT

Look at me, world! A man who fights
back at vicious character
assassination! I feel ten years
younger.

BARBARA

Honey, we gotta get home.

Gertrude tries to feed Franchot a glass of wine. An officer comes over, Florabel in tow.

FLORABEL MUIR
Quick, grab him before he hides his
(shrieks into Franchot's
face)
marijuana cigarettes!

Franchot goes for her again.

FRANCHOT
I'll give you something to hide!

DENNY MORRISON
Officers, I demand he be charged
with expectorating in public!

BARBARA
That's a lie! He never once opened
his pants!

FLORABEL MUIR
(to Franchot)
You're real brave with women who
can't fight back. A tough guy like
Tom Neal can pound him to jelly.

Franchot glares murderously.

INT. L.A. COUNTY JAIL.

Franchot is behind bars, fast asleep on a bench.

FADE OUT

QUICK SHOTS OF NEWSPAPER HEADLINES:

**"A Salivary Tussle", "A spit-off" "An unsanitary shower-bath"
An Unexpected Expectoration" A Spittle-Tiff" "A Spit Spat."**

INT. BARBARA'S APARTMENT - DAY

Barbara is dressed up, ready to go out. The phone rings.

BARBARA
Hello? Oh Stan...I was just meeting
a friend for lunch but you're
welcome to join... Why should I sit
down, did somebody die?

Barbara reaches out for a chair and sits down.

BARBARA

Hi Stan!

(listens)

What? Drop my contract? You're crazy. Bill Cagney's my friend. In fact we're more than friends. He'd never do that..

She gropes for a cigarette, listening, face falling.

BARBARA

Hold on while I turn off the stove.

She grabs a bottle, quickly drinks, gets back on the phone..

BARBARA

A *free agent*? Oh sure! Now I can accept all those huge offers I've been turning down. Oh that's rich!

She laughs hysterically and hangs up the phone. Almost immediately it starts ringing again. She ignores it.

LATER

Barbara is dead drunk; her suit disheveled, hair and lipstick a mess. She dials and slams down the phone, then dials again.

BARBARA

Franchot, Oh Doc, I need you. Come over quick. Please, doc?

(beat)

Of course I'm drinking. My career just ended. How much can one person take?

INT. BEVERLY HILLS HOTEL - NIGHT

Barbara and Franchot are in bed making love, drinking champagne, feeding each other grapes etc.

FRANCHOT

Darling, I've never loved you so much. This is the vulnerable side of you I always wanted to know.

Barbara smiles blurrily at him.

FRANCHOT

My little lady in distress. Now you just let Doc take care of you.

LATER

Barbara and Franchot are both drunk, fighting.

BARBARA

Why do you always gotta dredge up
the dirt?

FRANCHOT

Because there's so much of it.

BARBARA

Your mind is like a ball of snakes,
always slithering around, churning.

FRANCHOT

You just described yourself.

BARBARA

Then why don't you take your
worthless sneaky ass out of here.

FRANCHOT

It's my apartment, my dear, so the
worthless ass that departs ought to
be yours, don't you think?

BARBARA

It's not my ass that's worthless.

FRANCHOT

Well, I suspect you're going to
finding out its true market value
some time very soon. Because the
only work you'll ever do from now
on in this town is on the streets!
Where you belong!

Barbara freezes as if somebody has walked over her grave.

BARBARA

Oh Doc. Please don't say that.

FRANCHOT

Right on cue, she softens up. Going
in for the kill, my dear?

She hurls a bottle at his head. It barely misses. Barbara
stares with shock at herself.

BARBARA

Oh God, I could have killed you.
What's the matter with me?

Franchot sits down shakily on the sofa.

FRANCHOT

I might ask the same question of
myself. But never again.

He straightens his shirt and begins to put on his tie.

BARBARA

Oh Doc, how many times have we said
that?

TABLOID HEADLINE:

It's On! It's Off! Franchot and Babs Keep the World Guessing.

INSET: A Picture of Tom Neal. Caption: He knows the secret.

Copy: Payton: "I'm unable to resist his bulges."

[BEGIN MONTAGE]

EXT. HOLLYWOOD BOULEVARD - NIGHT

Barbara and Tom, drunk, wander up the street. Barbara's face is painted strangely, and she hangs all over him. When he shrugs her off, she tries to slap his face with her purse. He grabs her arm and twists it behind her back.

INT. NEW YORK BURLESQUE HOUSE - NIGHT

Barbara struts on the stage with an aging, flabby stripper as Tom sits in the audience. A man in a gorilla suit struts onto the stage and picks up Barbara, carrying her outside into the freezing cold.

EXT. CITY STREET - NIGHT

The gorilla hoists Barbara aloft amid falling snow as reporters snap pictures. Tom stands smoking, bored.

INT. MANHATTAN'S CARLYLE HOTEL - NIGHT

Dressed elegantly but drunk, Barbara and Tom schmooze with sophisticated partygoers.

[END MONTAGE]

Barbara walks to Tom, standing at the bar, looking bored.

BARBARA

What's the matter? This crowd too
stuffy for you?

TOM NEAL

I'm fine.

BARBARA

Sure you are. C'mon, let's get outta here.

TOM NEAL

I said I'm fine.

Barbara picks up her mink at the door and walks outside.

EXT. NEW YORK CITY STREET - NIGHT

Snow falls as Barbara strides along, slipping occasionally. Suddenly, a man's voice with a western accent.

COWBOY #1

Hey beautiful, what's the hurry?

Barbara looks around to see six cowboys walking beside her.

BARBARA

(grinning)

Did I just walk back to Texas?

LATER

Barbara and the cowboys are passed out in a hotel room. One of them, drunk, is singing "Oh Bury Me Out On the Prairie."

EXT. HOLLYWOOD BOULEVARD - DAY

The street is hung with garish Christmas decorations under the glare of a smoggy sun.

ANNOUNCER (V.O.)

Well, the year's ending, and so is the affair of Barbara Payton and Tom Neal --- or is it? The erstwhile couple arrived back in the City of Angels for the holidays after standing New York on its ear in a marathon bacchanalia. Folks, I've been in this business a long time, and I've never seen the likes of Babs and her battling boyos...

INT. HOLLYWOOD RESTAURANT - NIGHT

Barbara and Tom are sitting at a table, extremely drunk. Two of the wait staff are watching them.

WAITER #1

Your turn.

WAITER #2

Why me?

WAITER #1

Because I did 'em last time. He threw a drink in my face for getting her order wrong. Except it wasn't wrong. She changed it so many times she forgot what it was.

Barbara rises and starts to walk out. Tom grabs her by the wrist. She kicks out at him. The waiter winks at his buddy.

CUT TO:

INT. NEW YORK'S WARWICK HOTEL ROOM - NIGHT

Barbara lies in bed drunk. Franchot, in his tuxedo, primps at the bathroom mirror. He peeks into the room and sees Barbara.

FRANCHOT

Pull yourself together. I made reservations at the Stork Club.

Barbara reaches over and picks up the phone, dials.

BARBARA

(sotto voce)

Tom, you gotta get me outta here.

(beat)

Where am I? Don't you know?

She looks around in confusion, picks up a hotel card from the bedstand and squints at it.

BARBARA

I'm in New York. Well get on a plane! I need you!

Franchot sees Barbara on the phone. His expression darkens.

FRANCHOT

Oh leave the poor guy alone. He's still young. At least I had my career before you blew through it like a cyclone.

He yanks the phone out of her hands, then out of the wall.

FRANCHOT

Ugh! You make me sick.

He spots her jewelry, storms over and grabs the box.

FRANCHOT

Here. Put on your finery.

(gestures at phone)

Now I have to run down to the lobby to make my call. I want you ready to go by the time I return. And by the way, room service has orders not to deliver any more liquor up here, so don't even try. Ta ta.

He exits. Barbara lies back and puts a hand over her head.

BARBARA

Daddy, why won't you come and get me? Daddy I'm your little girl, remember? You were right. I've been so bad. But I'll be a good girl from now on. I'll be an angel.

Tears streak down her cheeks onto the pillow. She goes to the window and tries to raise it, but it is locked shut. She stumbles into the bathroom and surveys herself in the mirror. Franchot's travel bag is open to an array of pills. She greedily reads their labels then kisses a bottle, upends its contents into her mouth, bends to the faucet and drinks them down. Then she washes her faces, brushes her hair, puts on lipstick. She staggers back to bed and lies down with a smile of total serenity.

BARBARA

Bye, daddy.

BLACK SCREEN

Noise of water running, footsteps.

MAN'S VOICE

How many were in the bottle?

Franchot and a HOTEL DOCTOR stand at the bathroom sink looking at the empty bottle.

FRANCHOT

Twenty. I just filled the prescription yesterday.

HOTEL DOCTOR

That's not too bad. Lucky you came back to check on her.

FRANCHOT

Er, yes. We had dinner plans with friends but she said she was unwell. I was just going to put in an appearance and come right back to look after her, of course.

HOTEL DOCTOR

She never gave you any indication that she was feeling desperate?

FRANCHOT

None whatsoever.

Franchot, in his tuxedo, and the HOTEL DOCTOR pull Barbara to her feet and walk her into the bathroom. The doctor, looking bored, pulls a tube from his kit and runs bath water.

HOTEL DOCTOR

I've learned to carry the kit with me. It's faster to just purge them in the room than wait for the ambulance, New York traffic being what it is.

At his touch, Barbara struggles.

BARBARA

Nooooo! Noooo! Lemme die.

HOTEL DOCTOR

Not tonight, darling.

The doctor and Franchot hold Barbara down and insert the tube through her nose. He begins the procedure of "pumping" her stomach as Barbara thrashes. Franchot picks up the phone.

FRANCHOT

(into the phone)

Punky? Sweets, Barb is a tad under the weather, I don't think we're gong to make it. Oh I'm devastated too. Tomorrow? I'll ring you.

As Barbara retches in the bathroom, Franchot sits on the elegant hotel chair and thumbs through a magazine. He glances up with a look of cold disdain.

INT. LAWYER'S OFFICE - DAY

Barbara's attorney MILTON GOLDEN sits at his desk staring at a summons as Barbara, wearing a suit, leans over him.

MILTON GOLDEN

He's smarter than I gave him credit for, the sonofabitch. He tricked you into reconciling but the divorce kept moving forward. We didn't file an answer...

BARBARA

So? What does all that mean?

MILTON GOLDEN

So unless I can get the judge to set it aside, he wins by default.

BARBARA

Milt, he was all over me, he loved me, he was gonna take care of me.

MILTON GOLDEN

He's taking care of you all right. Promise you won't try anything funny again. Think of Johnny.

Barbara looks away.

BARBARA

I did. I thought he'd be better off without me. Don't worry Milt. What was it Dorothy Parker said... 'you might as well live...'

MILTON GOLDEN

Look, you've had a couple of weeks on the wagon, and things are looking better already, You've got two movies to shoot in London. Maybe they're not *On the Waterfront*, but they're a start on the road back. Let me worry about Franchot. He's gonna pay off like a slot machine for this little trick.

She rises and hugs him.

MILTON GOLDEN

One more thing, Barb..

BARBARA

(laughs)

Now you've got me worried.

MILTON GOLDEN

Stay away from Tom.

BARBARA

I'll.. do my best.

MILTON GOLDEN

You gotta do better than that. If Franchot's lawyers get a whiff of Tom, our case is dog meat. Keep him away at least until I get an ex parte order out of the judge.

Barbara nods.

MILTON GOLDEN

Anybody else you wanna see, fine. I'd tell you to live like a nun, but I know you.

EXT. BEACH - DAY

[BEGIN MONTAGE]

To music, Barbara poses for a series of classic bathing suit beach shots with Andre de Dienes. Tom watches with loving awe from the sidelines. As Andre is putting away his photographic equipment, Tom runs up to embrace Barbara.

[END MONTAGE]

TOM NEAL

You are... the most beautiful thing I've ever seen.

BARBARA

It was a good shoot.

TOM NEAL

I don't mean the shoot. It's you. You take my breath away. Let's get a room. I want to make love to you.

They kiss passionately amid the surf.

BARBARA

I know a little hideaway in Topanga.

TOM NEAL

Barb, I... I've never felt like this in my whole screwy life.. God knows, I'm a selfish sonofabitch. All I care about is what I can get outta people. But watching you just now, I suddenly realized how much I love you.

Barbara searches his eyes.

TOM NEAL

I don't give a damn about the past,
what you've done, what I've done.
We're just a coupla lost souls on a
lonely highway. But we're together.

She clings to him, tears in her eyes. They walk away up the beach, holding hands.

EXT. ROMANTIC HIDEAWAY - NIGHT

A pair of men's shoes tiptoes across the lawn. Then another, and another. Three private detectives --- tough, wiry JAMES CALLAGHAN, bulky, brutal ROBERT GUTHRIE, and "intellectually cruel" FRANK SULLIVAN are "on assignment" to take obscene photos of Barbara and Tom. They survey the second story window and speak in whispered hisses.

FRANK SULLIVAN

Even if we get up there, we gotta
wait till daylight or the flash'd
give us away.

The men survey a tiny ornamental balcony under the window.

JAMES CALLAGHAN

Aw shit. Who's goin' up there?

ROBERT GUTHRIE

I'd break the thing off. Sullivan.
You're the skinniest.

JAMES CALLAGHAN

Haw haw. And he'll land the
lightest when Neal throws him off
the balcony.

Sullivan gives them a dirty look.

INT. ROMANTIC HIDEAWAY - NIGHT

Bathed in a rosy glow of candles, Barbara and Tom embrace, looking into each other's eyes. On the bedstand is a bottle of mineral water.

EXT. ROMANTIC HIDEAWAY - NIGHT

Given a boost up onto the molding by the other two, Sullivan shinnies up the side of the motel. The molding creaks at every move he makes as he ascends precariously. He reaches the balcony outside the window of the bedroom and gingerly lowers himself onto it. He takes up almost the entire space.

The balcony strains and creaks ominously and Sullivan crosses himself. Then he makes a finger to thumb "okay" circle to the men beneath. They sit under a tree and open a bottle to pass back and forth. Sullivan takes out a cigarette, realizes that he can't smoke at the risk of alerting the couple inside, puts it away with a grimace.

TIME PASSING

As the sun rises, Sullivan is still sitting where he was, shivering, half asleep. He peers into the window.

INT. ROMANTIC HIDEAWAY - DAY

Barbara opens her eyes to see Tom watching her sleep. Tenderly, he brushes the hair from her eyes and kisses her. They begin to make love. As they embrace, a camera lens appears at the window unnoticed by them, Sullivan snaps away.

FADE OUT.

The sound of a match scratching. A flame.

INT. MILTON GOLDEN'S OFFICE - DAY

The match belongs to Milton, who is lighting a cigarette. On his chin sticks a piece of toilet paper on a shaving cut. Before him is his secretary STELLA, a no-nonsense, worldly-wise, middle-aged gal. Golden riffles through a manila envelope of 8 x 10 glossy photos.

MILTON GOLDEN

Stella, did you see who delivered the envelope?

Stella shakes her head.

STELLA

No, Mr. Golden. It was pushed under the door when I got here this...

MILTON GOLDEN

It doesn't matter. Oy vey, I knew when I cut myself shaving that this was gonna be a lousy day.

He turns one photo around, then turns it around again.

MILTON GOLDEN

(to himself)
How the hell?

Stella reaches over to see. Milton holds the photos away.

MILTON GOLDEN

You don't wanna see, Stella. They give hard-core a bad name.

STELLA

(making a grab)

Mr. Golden. I'm a mature woman.

MILTON GOLDEN

I don't have to tell you this stuff can't get out....

He suddenly smacks his head.

MILTON GOLDEN

What am I talkin' about? They're all over town already. Every producer in Hollywood's got 'em.

STELLA

She's cooked.

MILTON GOLDEN

Like a Passover brisket. And she doesn't even know it. She thinks she's found true love.

Milton sighs and leaves. When he is gone Stella gets the pictures and starts looking through them. Slowly she gropes for a chair and sits down, eyes incredulously wide.

INT. L.A. COURTHOUSE - DAY

The Payton/Tone divorce. In the hallway outside the courtroom, a small battalion of photographers and reporters assault Barbara and Milton Golden as they move through the melee. Franchot stands coolly beside his attorney.

FRANCHOT'S ATTORNEY

(to the press)

Naturally when the extent of Mrs. Payton's deceit became visible...

Milton elbows the attorney aside and speaks into the mic.

MILTON GOLDEN

Visible because Franchot Tone hired sleazy private detectives to peep into Barbara's bedroom and take intimate photos which were mailed to her family and professional..

A jostling match erupts, Franchot grinning like the Cheshire Cat. Franchot's attorney elbows his way in front of the mic.

FRANCHOT'S ATTORNEY

...and at this time, Mr. Tone only wants to move on with his life and put these last terrible years behind him. I can only say, beware the anger of a patient man.

Barbara looks at Franchot as if seeing him for the first time. Franchot returns haughty hatred. Suddenly from Barbara's POV his grinning face morphs into Lee Redfield, her father. Barbara looks around as if not certain where she is.

MILTON GOLDEN

Let's get out of here.

BARBARA

Milt, I... I need a drink.

MILTON GOLDEN

Don't we all. C'mon home with me. You don't need to be alone now.

He walks her firmly out.

CUT TO:

EXT. AIRPORT TARMAC - DAY

Tom and Barbara wave to photographers on the airline staircase, wind blowing her hair as she takes off for London.

TOM

Boy, we're lucky London came calling. We're gonna have a ball.

BARBARA

Aw, who are we kidding. These movies make *Bride of the Gorilla* look like high cinematic art.

TOM

They're gifts from God. I've never been this broke.

BARBARA

Me neither.

POSTERS of Bad Blonde and Four-Sided Triangle

QUICK SHOTS FROM the movies:

Barbara lolling melodramatically across a bed.

At a prizefight, Barbara licking her lips.

INT. LONDON HOTEL ROOM - NIGHT

In evening clothes, Tom opens the door and sees Barbara drunk, rolling on the rug with a fat old man in boxers. Tom throws him out the door and grabs Barbara by the hair.

BARBARA

But baby, he's a Duke. He commanded me to.. .

Tom slugs Barbara, who goes spinning across the room. The blood runs down her face. She tries to rise and staggers back, falls on her side. Tom looks in horror, puts his head in his hands. Barbara's eye is swelling.

TOM NEAL

Why do you do it? Why?

BARBARA

I'm just made that way I guess.
Baby, please take me home.

Tom takes her in his arms.

SHOT: POSTER OF THE POSTMAN ALWAYS RINGS TWICE

INT. DRURY LANE THEATER STAGE - NIGHT

Before a packed audience, Barbara and Tom perform in the stage version of *The Postman Always Rings Twice*. The scene is following the swim in which they test one another's love by nearly drowning. For a moment the tenderness and magic is evident between Barbara and Tom as they speak the lines.

TOM NEAL

(in role, tenderly)
Cora? What's wrong?

BARBARA

It's... okay.

TOM NEAL

You all right?

BARBARA

Ju..Just hurt for a minute.

TOM NEAL

You sure?

Barbara spins around and her face hits the stage floor. The audience doesn't realize that something is wrong but Tom does. He looks around desperately.

LATER

INT. DRESSING ROOM - NIGHT

Lying on a cot, Barbara's eyes flutter open. Tom and the plump, middle-aged, well-meaning stage manager bend over her.

BARBARA
What happened?

TOM NEAL
You fainted. If that's what it was.

Barbara looks at Tom, who returns a hard stare. She closes her eyes wearily and turns her face to the wall.

BARBARA
I wasn't drinking.

TOM NEAL
It doesn't matter anymore.

STAGE MANAGER
You know, Mr. Neal...I..I don't mean to nose in where it's none of my business but there are...hospitals, oh very nice places where they treat this sort of thing. Only the best people, you know. It's a miracle what they can do. My own sister had a similar condition. She's doing just fine now.

TOM NEAL
That so.

Tom stalks out. The manager looks sadly down at Barbara.

BARBARA
(murmurs)
The fire is out; the love of my life a pile of ashes that blow away like dust. A handful of nothing..

EXT. BEVERLY DRIVE HOME - DAY

Barbara and Johnny walk through the new house on Beverly Drive. Johnny gallops around on his hobbyhorse while Barbara consults with decorator.

CUT TO:

SHOT of the house now furnished 1950s chic. Barbara and Johnny eat breakfast in the pretty kitchen. Ominously, as she pours him a glass of orange juice, she opens the cupboard and pours a shot of vodka into her orange juice. He sees.

SHOTS of Barbara dialing and talking on the phone, hanging up. Checking her address book and dialing again.

LATER

EXT. CITY STREET - DAY

Shopping with Johnny, Barbara sees a man and his wife and calls a greeting. The man barely nods, the wife snubs her.

EXT. BEVERLY DRIVE HOME - NIGHT

A wild party. Guests are dressed up; the food is lavish and out by the pool, a live band in white tuxedos plays a jazz tune as "EARTHA KITT" performs. Barbara is uproariously drunk, giving Johnny nibbles from time to time. He looks happy until a man comes in and kisses Barbara.

PARTY GUEST

Great party! There's an Englishman out there says he knows you.

LIVING ROOM

Steve Hayes runs to embrace her.

BARBARA

Hey limey!

STEVE HAYES

Hope you don't mind crashers.

BARBARA

Are you kidding? I've never been so glad to see anybody in my...

She stops as Steve's date comes up, a sweet young thing.

BARBARA

You two make yourselves at home.
Let me get you a drink.

STEVE HAYES

Oh don't bother, we can serve ourselves. Was that Eartha Kitt singing out by the pool?

Barbara laughs, putting on her best face.

BARBARA
Gotta get back to my Hollandaise...

As Barbara turns away, the "sweet young thing" asks Steve:

SWEET YOUNG THING
Did she used to be an actress?

Barbara flinches as if struck. "EARTHA KITT" croons a beautiful melody. In the kitchen, Barbara grabs a bottle and drinks.

LATER

Barbara is very drunk. She signals the band to "up" the beat. She gyrates wildly, loses her footing and falls into the pool. The guests, freeloaders and lowlifes, cheer loudly.

INT. BEVERLY DRIVE HOME - MORNING

Silence. The sun streams in to reveal the mess left by the revelers: bottles, overflowing ashtrays, clothes scattered about. People are still passed out on the couches.

Johnny pads into the living room in his pajamas and walks through to the kitchen. A gross man wearing only shorts is spread-eagled asleep on the couch. He opens his eyes.

GROSS MAN
Hey kid, get me a beer.

JOHNNY
Okay.

INT. BEVERLY DRIVE HOME KITCHEN - MORNING

Johnny opens the refrigerator, gets out a can, finds a "church key" opener and opens the can with effort. He carries it back to the living room, where the man is snoring loudly.

Johnny gets down a box of cereal, searches through the box and extracts a plastic cowboy on a horse. His face lights up.

JOHNNY
Oh boy!

He clears a space on the table and pours cereal. He opens the refrigerator and gets the milk. It is empty. He gets out a container of grape juice, pours it over his cereal and happily eats while he "gallops" the plastic man on the horse.

JOHNNY

Get off this land! Oh yeah? My dad
owns this land! Draw! Bang! bang!
You go to Boot Hill.

EXT. GARDEN OF ALLAH HOTEL - NIGHT

The landmark hotel/nightclub: Sprawled out in a hollow are red-tiled roofs overgrown with palms, pepper trees and tropical plants. A pink neon sign announces "Garden of Allah." A busload of tourists disembarks and takes pictures. Barbara strides past them, drunk, with a sleazy date.

INT. GARDEN OF ALLAH - NIGHT

Barbara "belly dances" in a makeshift "harem" costume with her shirt tied above her waist as guests egg her on. A man pushes her across a table and laps booze from her navel.

INT. BEVERLY DRIVE HOME - DAY

As Barbara folds Johnny's clothes, the door bell rings.

BARBARA

Just a minute!

She runs lightly to the front door and opens it with a bright, expectant look, only to confront two police --- a man and a very tough female officer.

OFFICER #1

Barbara Payton?

BARBARA

Oh no. Is it that Singing Abe
business again?

She steps outside and closes the door behind her.

BARBARA

Look, I've already testified. I
told them everything I know. If Don
Cougar has been saying...

The officer interrupts.

OFFICER #1

Ma'am, you're under arrest. Kindly
put your hands behind your back.

BARBARA

For what? I haven't done anything!

FEMALE OFFICER

The charge is felony check fraud.

BARBARA

What!!??

FEMALE OFFICER

Ma'am, you wrote three bad checks to the Sun-Fax market totaling 129 dollars and 54 cents.

BARBARA

This is a joke, right? Did someone put you up to...

The male officer clicks the handcuffs shut behind her.

BARBARA

But I shop there all the time. I've spent thousands. If there was a problem they'd have called me...

JOHNNY

Mama! What's wrong?

OFFICER #1

We can clear it up at the station. But if the owner's pressing charges we have to bring you in.

They hustle Barbara away as Johnny watches in shock. His Red Ryder toy cowboy from the cereal box drops from his hands.

CUT TO:

INT. POLICE STATION - DAY

A scene of pandemonium as Barbara is brought in for booking. In a daze, Barbara confronts one of the paparazzi.

BARBARA

What are you all doing here??

PAPARAZZI

Somebody in the station gave us a call they was gonna pick you up.

BARBARA

This is ridiculous. I...I'm waiting on a big movie advance.

PAPARAZZI #1

Sure you are.

LATER

Milton Golden stands at the window writing a check to a police clerk. Barbara weeps on his shoulder.

BARBARA

Milt, I must have a ton of money, I just can't put my finger on it.

MILTON GOLDEN

Barbara, how many times have I told you to keep records? Write 'em on a candy wrapper if you have to but...

BARBARA

The bank says I have no funds at all. Did somebody withdraw it? I...

MILTON GOLDEN

(gently)
You did, darling.

BARBARA

I'll pay you back, I promise. \$1500 bail, that's highway robbery.

MILTON GOLDEN

Listen, you need to unwind from this.

He looks at Barbara sharply.

MILTON GOLDEN

And NOT the way you're thinking of, either. Come have dinner with me and Charlene...

BARBARA

No.. thanks Milt, but I've got to get home,

MILTON GOLDEN

Awright. Just don't leave town till all this is straightened out.

INT. BEVERLY DRIVE HOME - NIGHT

Exhausted, Barbara walks into the dark house and throws herself onto a sofa. The curtains are open, moonlight pouring in. But the house looks sad, haunted. Barbara carelessly shuffles through it. The letters all say "SECOND NOTICE", "ADDRESS CORRECTION REQUESTED? "LAST NOTICE" One of them arrests her attention. It says "NOTICE TO VACATE PREMISES"

Barbara reads, hands trembling, looks around in panic
Everything begins to spin, and she slumps to the floor.

A SLEAZY 1950s TABLOID COLUMN:

HEADLINE: Barbara Payton: Hot Star to Has-Been

Whatever is Babs up --- or down to?

The Hollywood Snoop finds Barbara Payton's star, once rising like a rocket ship, has deflated like a toy balloon. These days Barb is awash in a river of vodka, carrying her into the brief embraces of quite a few hot-blooded Hollywood hunks, among them Marlon Brando, the bellboys at the Garden of Allah Hotel, and everybody in between. Her latest caper landed her behind bars late Sunday night for passing bad checks.

The tabloid begins to tremble. PULL BACK to reveal it in the hands of a uniformed John Payton, sitting in his car. A look of equal parts anger and sadness crosses his face.

[BEGIN MONTAGE]

Series of tabloid headlines with very unflattering candid photos of Barbara being arrested, booked, arraigned etc.

HEADLINE: BABS BOOKED, BEHIND BARS!

HEADLINE: PAYTON PASSES PUNKY PAPER

TABLOID HEADLINE: "Oh no! I misplaced my deposit!"

Barbara's Cadillac is repossessed as the neighbors gawk.

Barbara's furniture is auctioned off from a storage facility.

[END MONTAGE]

INT. DINGY FLAT - DAY

Barbara is cooking for Johnny, who sits at a scratched up formica dinette.

JOHNNY

Is it ready yet mama?

Barbara takes a streaming casserole out of the oven.

JOHNNY

You're the best cook in the world!

Barbara hugs him and dishes it out.

BARBARA
 You know, hearing that makes me
 happier than getting an Oscar.

The doorbell rings.

BARBARA
 Oh darn, just as we're eating.
 Can't they wait for their money?

She opens the door to confront a process server. She is so
 used to it by now that she just holds out her hand.

BARBARA
 Yes I'm Barbara Payton. Thank you.

He departs and she slaps the summons and complaint on a table
 and goes back to lunch with Johnny without reading it.

LATER

As Johnny gallops outside to play, Barbara finishes cleaning
 the kitchen and sits down. Her eye falls on the summons. With
 a put-upon look she picks it up. When she sees it, her back
 stiffens and she shakes her head.

BARBARA
 Oh no. Oh God no.

The papers fall to the floor: CLOSE ON complaint: SUPERIOR
 COURT OF THE STATE OF CALIFORNIA, COUNTY OF LOS ANGELES. IN
 RE THE MATTER OF JOHN LEE PAYTON, a minor. JOHN PAYTON,
 Plaintiff versus BARBARA PAYTON Defendant. Snippets of type
 show: AFFIDAVIT: "profane language, immoral conduct,
 unwholesome activities and no moral education... "an unfit
 mother" etc. A restraining order.

LATER

Johnny comes clomping inside.

JOHNNY
 Mommy, this kid Seth fell down and
 got gravel in his knee. It was all
 under his skin and

He stops short at Barbara passed out on the sofa. A bottle of
 vodka is nearly empty.

JOHNNY
 Oh mommy. You said you wouldn't
 anymore.

He picks up the phone.

JOHNNY

Hi Jan? Yup. No, she's breathing.

INT. DINGY FLAT - DAY

Barbara is on the sofa drinking. The apartment has deteriorated. PAN the grimy, soiled carpeting, stained walls, unwashed dishes. A quiz show is on TV. Barbara laughs drunkenly. June Bright sits beside her.

JUNE BRIGHT

Barb, don't you think you should start preparing your case? John is serious about this.

BARBARA

Oh John's still in love with me. This whole custody thing is a p..p..ploy to get me back. All he wants is to have me home all day, barefoot and pregnant.

June shakes her head, gestures to the legal papers.

JUNE BRIGHT

And what about these?

BARBARA

Oh, he'll make a lotta noise, and then it'll all just go away. So get me another drink.

June sighs helplessly.

INT. SUPERIOR COURT - DAY

Looking beautiful in a suit and gloves, Barbara has pulled herself together. She strolls to John Payton in his Air Force uniform and greets him cordially. For a moment they look like a lovely couple. Flash bulbs go off. Milton Golden and June watch, frayed with apprehension.

MILTON GOLDEN

(sadly)

She looks great. Who'd have thought she could pull that off?

JUNE BRIGHT

The show must go on.

MILTON GOLDEN

Well this one won't have a happy ending, I'm afraid. I did my best.

June looks at him gratefully.

JUNE BRIGHT

I know. If only she could stay sober like this for a few weeks, she could get back on her feet.

MILTON GOLDEN

She's very sick. I don't know how to help her anymore.

JUNE BRIGHT

None of us do. She belongs in the hospital.

MILTON GOLDEN

Well, if you can think of a way to get her there, short of a guardianship...

JUNE BRIGHT

That would kill her.

Milton and June watch Barbara pose for the photographers.

INT. COURTROOM - DAY

Sitting beside Milton Golden, Barbara listens to the judge. She looks at John Payton, who refuses to meet her eye.

JUDGE

It is my ruling that Barbara Payton has not provided a safe and appropriate environment for her son, John Lee Payton....

Barbara flinches as if she has been shot. The judge's voice becomes a drone as Barbara sags against Milton. John Payton looks grimly straight ahead. We hear the judge as if in a blur, snatches of his stern ruling:

JUDGE

...and furthermore, your drinking problem has grown progressively more severe, and you have made no effort to change your habits, causing a dangerous and unstable home environment. I find, that John Payton Junior shall abide in the sole custody of his father.

The gavel hits and the sound echoes and echoes.

INT. DINGY FLAT - DAY

Knocking at the door. The blinds are drawn; the weak sunlight through the dusty slats reveals Barbara on the sofa wearing a dingy slip.

BARBARA

Go 'way.

MILTON GOLDEN

Barb, It's Milt. Your lawyer.
Please let me in.

BARBARA

No.

MILTON GOLDEN

It's about Johnny.

Barbara heaves herself up. She looks quite ill. She jerks open the door. Milton's face reveals dismay and helplessness.

BARBARA

What about Johnny?

Milton looks around and puts a hand to his forehead.

MILTON GOLDEN

Barb...what the hell are you doing?

BARBARA

I'm ... healing. What about Johnny?

MILTON GOLDEN

Be brave, this is going to hurt.

Barbara slowly lowers herself into a chair.

MILTON GOLDEN

John is taking the boy to Germany,
to live on the Air Base. If you
want to say goodbye, you better
come now.

Barbara cries out in pain.

BARBARA

He can't do that! How will I visit?
(sobs)
I'll live in Germany. I'll find the
money.

MILTON GOLDEN

Barb, you've been convicted of a felony, with those bad checks. You can't even get a passport.

Barbara looks around desperately.

MILTON GOLDEN

Look, we'll find a way for you to see him. There's always a way. But right now, we have to hurry so Johnny can see that you.. love him. This may be the most important role you've ever played. Do it for him.

Frantically, Barbara dashes off to dress.

LATER

Barbara emerges, freshly pulled together. Only a certain slowness of movement reveals the agony she is hiding. Milton rises from the sofa and kisses her cheek. Before they walk out, she seizes a picture of herself, tucks it in her purse.

EXT. JAN'S HOME - DAY

At the front picture window of the house stands Johnny, looking up and down the street. Milton's car appears.

INT. JAN'S HOME - DAY

Johnny watches, jumping up and down as Barbara gets out.

JOHNNY

Yay! Mommy's here!

He dashes to the front door and nearly collides with Jan, running to open it. Barbara takes Johnny in her arms.

JOHNNY

I knew you'd get here. I knew you'd make it!

BARBARA

Oh my sweet darling.

JOHNNY

Mommy, I don't want to go to Germany. They talk funny there.

Jan's mother, MRS. ZOLLINGER, tries to catch Barbara's eye.

MRS. ZOLLINGER
 (sotto voce)
 His father'll be here any minute.

Barbara looks at her with great pain and dignity.

BARBARA
 I implore you, give me a few
 minutes alone with my son.

MRS. ZOLLINGER
 Okay, but don't let John see.
 I...I'm not supposed to let you...

Mrs. Zollinger cries. She and Jan walk into the other room.
 Milton Stands by, sad and uncomfortable.

BARBARA
 I'm so sorry. Johnny, I was a bad
 mother. I've made terrible
 mistakes. But I always loved you.
 And I'll never stop. Wherever you
 are, I'll be there, loving you.

JOHNNY
 (cries)
 I know, mommy. I know you love me.

They cling together, tears streaming.

INT. RENTED STUDIO - DAY

A group of third-string newspaper flacks are smoking, waiting
 for Barbara to appear.

FLACK #1
 Anybody know what this is all
 about?

FLACK #2
 It's about Barbara Payton trying to
 make a comeback. Check the box that
 applies: Pathetic. Ridiculous.
 Comical.

FLACK #1
 Well, stranger things have
 happened... give her a chance. She
 had a few good parts in her day...

FLACK #2
 Pathetic is what we are, bein' put
 through this dog and pony show.

Barbara Payton is a washed up souse
and a one-woman whorehouse. Her
only distinction is in setting some
kind of record for career-
squandering. She's managed to be in
free fall since her first audition.

FLACK #1
Hey that's not bad.

FLACK #2
Yeah? I still got a little of the
old fire left in me.

FLACK #1
Well... maybe she does too.

FLACK #2
Okay, Pollyanna. Get out your
hanky.

The two laugh bitterly as Barbara appears, dressed valiantly
in an out-of-date suit.

FLACK #2
Oh Jesus. This is fuckin' sad.

FLACK #1
Aw come on, she looks great.

FLACK #2
Just don't spill any water on her.
She'll dissolve into a puddle of
goo. Hey, if I ever sink to this
point, just shoot me, okay?

FLACK #1
Guess what, you're already there.

FLACK #2
No shit, Sherlock.

He holds a finger "gun" to his temple, "shoots" and rolls his
eyes.

Barbara seats herself. She points at and waves to a reporter.

BARBARA
Boys, I've given you a lot of good
copy by being so bad...
(polite laughter)
Maybe you can return the favor and
give me a little ink now that I'm
on my way back up... .

VOICE FROM AUDIENCE

What's that... you're on your back...

BARBARA

Very funny! You know, life has a lot of lessons to teach us and some of us are slow learners. Yes, I've made my mistakes. But now I'm starting out with a fresh slate and I've got some auditions lined up and a couple of movies going into development this year, so I'm going to be very busy indeed.

EXT. VALENCIA APARTMENTS - DAY

A once-fashionable address near Sunset and Fairfax that has seen better days. Hangers-on in the lobby are mostly people on their way down. A couple of alcoholics share a bottle of cheap wine, playing checkers. Barbara, in tight leopard-skin pants and sunglasses checks her (empty) mail and trudges up the stairs, carrying a newspaper and a bottle in a bag.

INT. VALENCIA APARTMENTS - DAY

The hallway to her apartment is dingy and faded. Barbara kicks aside an empty bottle.

INT. BARBARA'S VALENCIA APARTMENT - DAY

Barbara enters a down and out furnished flat. She sits on the patched naugahyde sofa and opens the bottle, perusing the want ads and dialing as she drinks.

BARBARA

(talking to herself)

You were the WORST father a girl never had. I couldn't get up the nerve to tell you before and now I'm gonna, because you know what? I have nothing to lose. Can't fall off the floor.

She picks up the phone and tries to dial.

LATER

Barbara is passed out, cradling the telephone.

QUICK SHOTS: Barbara works washing hair in a beauty salon, as a restaurant hostess, a counter girl at a dry cleaners, at a Five and Dime.

Barbara hangs out at a local bar, drinking and smoking. A man materializes beside her.

LATER

Barbara awakens in a cheap motel beside the man. She gathers her clothes quickly and stumbles out into the street.

INT. VALENCIA APARTMENTS - NIGHT

Barbara sits on her sofa and drinks from the bottle. As she stares into space, she drifts into a drunken fantasy.

To a tune like Xavier Cugat playing the mambo, Barbara rises from the couch and starts to dance. She hears laughter and tinkling glasses. Stumbling around the apartment in her reverie, she laughs uproariously.

Suddenly, somebody pounds on the wall.

VOICE FROM NEXT DOOR
Will you shut the fuck up in there
you drunken bitch! It's 3 a.m.

Barbara stumbles to the sofa and curls up into the fetal position.

[BEGIN MONTAGE]

EXT. SEEDY DRIVE-IN RESTAURANT - DAY

Barbara is dressed as a car-hop. She brings a hamburger to a car with a man inside.

BARBARA
Here you go, Sir.

MAN
Hey, you feel like having a little
fun and making an extra big tip
this afternoon?

The man shows her a bottle of whisky. Barbara looks around and climbs into the car.

BARBARA
Why not?

EXT. VALENCIA APARTMENTS - DAY

Barbara stumbles home in the early morning. She stops at the bushes and retches.

INT. VALENCIA APARTMENTS - DAY

In the hallway, Barbara finds a note on her door demanding the rent. She rips it off and stumbles inside. She goes through her purse and takes out a twenty-dollar bill, kisses it.

LATER

The phone rings.

BARBARA

Hello? Lila! God, it's been a long time. Why... nothing. I was just going out on the town, you know me. Sure...

Barbara dresses up in evening clothes to go out, applying makeup carefully. She surveys herself and kisses herself in the mirror.

INT. HOTEL BAR - NIGHT

Lila Leeds, in a sexy evening dress, sits with Barbara. The bartender comes over and grins.

BARTENDER

They're ready upstairs, Lila.

LILA LEEDS

Thanks, Henry.

Barbara taps her cigarette, looking excited.

LILA LEEDS

Here's how it works: Ed here handles the money. See, you can trust him, everybody knows he's an honest guy. At the end of the night, he pays the girls.

Barbara quickly finishes her drink.

LILA

Take it easy.

BARBARA

I just.. I've never..

LILA

Look, you need the rent, right?

Barbara nods.

LILA

And men need what you got. Honey,
it's worked that way ever since
people lived in trees.

Barbara throws back her head and laughs.

LILA LEEDS

I'm gonna tell you two eternal
truths. The first is, with what
you've given away free all these
years, you coulda been a
millionaire many times over.

Barbara laughs.

LILA LEEDS

And here's the other great truth:
The papers are gonna say you fuck
for money whether you do or not. So
you might as well earn a little
honest cash and keep a roof over
your head.

BARBARA

You're right. I got nothing to
lose.

LILA LEEDS

They say a reputation is like
china. Once cracked, it's never
completely mended. But I say, you
can still eat off it!

They both laugh.

LILA LEEDS

You're still gorgeous. These are
high class guys, no rough stuff.

INT. HOTEL SUITE - NIGHT

Barbara, Lila, and other call girls service middle-aged men;
sitting on their laps, etc. Barbara leads her "john" into the
bedroom. She and Lila exchange a look, and Lila winks.

LATER

The johns are gone. Lila, Barbara, and a madam count out the
evening's "take."

MADAM

Barb, you got real talent, that's
what your date said.

Barbara laughs. Lila looks up from her cocaine and laughs. She offers some to Barbara, who shakes her head uncertainly.

CUT TO:

INT. CHEAP APARTMENT - NIGHT

Barbara rolls up her sleeve and lets a sleazy pusher shoot her up as Lila watches. Barbara's eyes roll back in her head and she nods off. She sees faces and hears voices all around her: Tom's, Franchot's Lee's voice, Johnny's etc.

Barbara walks unsteadily to the window. The shade is down. She pulls it aside and looks down at the street, where men stroll past. Suddenly she pulls on the shade and it flaps up. The light from the apartment falls on the street, Barbara in shadow. A couple of men look up. Then they stop and stare.

Barbara, in a trance-like state, is slowly removing her clothes.

MEN BELOW

Hey, she's puttin' on a show. Hey,
look up there! Omigod, I never get
this lucky!

Naked, Barbara undulates at the window. Her eyes are a thousand miles away. A small crowd gathers. Hoots and calls of encouragement. "What in hells the matter with her?" "I dunno, but I'll have more a' that." Etc.

Somebody grabs Barbara from behind and yanks down the shade.

LATER

EXT. HOLLYWOOD BOULEVARD - NIGHT

Barbara and Lila stand on a street corner in Hollywood, wearing heavy makeup, tight skirts, high heels, etc. Lila narrows her eyes as a car pulls up.

LILA LEEDS

(harsh whisper to Barbara)
The heat. Go on, princess, beat it.

Lila points Barbara toward an alley, and Barbara runs as the plainclothes cops get out of their car and bust the hookers.

POLICEMAN

Sorry Lila, we gotta bring you in.

LILA LEEDS

Do what you gotta, Spence.

POLICEMAN

You'll be out in an hour, tops.
Promise!

A "Black Maria" pulls up and starts loading them on.

EXT. L.A. STREET - NIGHT

Barbara walks down the street, tipsy, stops and laughs so hard she has to lean against a street lamp.

LATER

Barbara sits on a bench, primping in her mirror. A car full of teenage hoods pulls up.

TEENAGER #1

Hey gorgeous. We got a buncha dicks
in here need servicing.

Barbara glances over.

BARBARA

Go service each other, you punks.

She rises and starts to walk away. One of the hoods jumps out of the car and drags her in. They drive off.

LATER

EXT. POLICE STATION - NIGHT

Beaten and raped, Barbara limps up the stairs of the police station, bruises covering her legs.

INT. POLICE STATION - NIGHT

Barbara walks inside, stared at by officers and offenders. A hard-bitten night desk sergeant surveys her dispassionately, then picks up a pencil and starts to write.

QUICK SHOT

Barbara in her underwear being photographed, front and back. An old drunk being walked to the drunk tank stops and looks closely at her.

DRUNK

Say, you're Barbara Payton!

Barbara looks at him, dully dispirited.

DRUNK
 (to the police)
 Why this here's a beautiful
 actress.

The cops snicker cynically.

DRUNK
 What happened to you, Miss Payton?

Barbara looks at him dully. The cops haul him away.

DRUNK
 I sure wish you better times.

LATER

INT. BAR - NIGHT

Barbara is healed up, still looking pretty. The man sits next to and her whispers in her ear.

BARBARA
 (draws on her cigarette)
 For that, twenty bucks.

Immediately the man stands up and shows Barbara his badge.

UNDERCOVER POLICE
 You're under arrest for violation
 of Civil Code C138BN, Solicitation
 of Prostitution.

Another cop comes over.

BARBARA
 You hunt in pairs, do you?

INT. POLICE STATION - NIGHT

Hordes of photographers record Barbara's entrance in a ratty
 mink coat. Somebody shoves a box of kleenexes at her. A
 flashbulb immortalizes her cornered, despairing face.

The cameras flash as Barbara is booked. She looks out beyond
 them, defiantly. Like a lion besieged by hyenas, she
 disappears under their onslaught.

TABLOID HEADLINES:

HOLLYWOOD TATTLE: Payton Lands New Role: Prostitute

VICE SQUAD: Franchot Tone's Ex Wife: A Common Prostitute

Babs Payton: The Not-So-Happy Hollywood Hooker

TIME PASSING

QUICK SHOTS of 1960s flophouses and rooms Barbara lived in.

EXT. HOLLYWOOD BOULEVARD - NIGHT

Steve Hayes is driving down the street. His attention is arrested by the ghostly figure of a derelict woman walking. Acting on a hunch, he pulls over. We don't see Barbara's face. He rolls down the window.

STEVE HAYES

Barbara? Is that you?

The figure starts to hurry away, then stops.

BARBARA

Hey Steve, how are you? You're lookin' great, as always.

STEVE HAYES

Barb, let me take you where you're going. How about a cup of coffee?

BARBARA

Oh, I don't think so. I..I'll be okay. Gotten any good parts yet?

STEVE HAYES

Oh, a nibble from time to time, as always... Hey, I got married.

BARBARA

Aw, that's great, Steve. Congratulations. You know I'm an author too.

She fumbles in her purse and takes out her autobiography, "I Am Not Ashamed."

STEVE HAYES

Yes... I heard about it.

BARBARA

All I had to do was talk to this guy, and I had all the wine I could drink. Everybody wanted to hear my story. I was famous, you know.

STEVE HAYES

Yes, you were, Barb.

BARBARA

That's what I did, all right, I told it all. Set Hollywood on its ear. I was a beautiful, famous actress. What more could anyone want?

Barbara starts to wander away. Steve starts to follow her, then stops. Barbara's form stumbles off into the night, becoming dimmer until it is only a ghostlike wisp of light.

SCREEN TEXT: February 1967 5:00 a.m.

Shadows and street lights give a bleak, film noir effect to a deserted, rain-damp parking lot behind a run-down drugstore.

An alley cat pokes around a dumpster overflowing with trash and soggy Valentine's Day decorations. A sixties-era ambulance pulls up silently, lights flashing, and the cat streaks away.

Two white-suited medics exit the ambulance. MEDIC #1 is older and world-weary; MEDIC #2 is young, with longish hair and sideburns. Two nearby garbagemen point to a lumpy black "body bag" near the dumpster. The medics kneel to examine somebody under the bag. One medic puts two fingers to a grimy female neck. Looking surprised, he leans toward the inert form.

MEDIC #1

(to Medic #2)

She's alive.

(to the woman)

Uh... Ma'am? Can you open your eyes?

(peers closer)

My God, it's Barbara Payton!

Medic #2 looks blank, shakes his head.

MEDIC #1

The movie star!

Medic #2 looks incredulous.

MEDIC #1

(to Barbara)

Miss Payton? D..do you know where you are?

The figure tries to rise but collapses. As they work on her, she speaks in a rueful voice over.

BARBARA (V.O.)
 Sure I know where I am. It's called
 the end of the line.

It's pretty quiet here, with all
 the crowds not clapping and the
 phones not ringing. Dark too...all
 the flash bulbs burned out a long
 time ago.

BARBARA
 (aloud)
 I'm.. c...cold.

EXT. REDFIELD HOUSE IN SAN DIEGO - DAY

Barbara gets out of a cab and drags herself up to the house
 and knocks. Mabel opens the door, looking old and haggard,
 drunk herself.

MABEL REDFIELD
 (squints into the sun)
 Barbara? Is it you? My baby's home.
 (calls out)
 Lee! Barbara's come home at last.

Lee starts walking into the room.

LEE REDFIELD
 Daughter?!

He is old and drunk too. He stares at Barbara, swaying. She
 looks at him imploringly. For a moment he almost reaches out
 to her. Then his face hardens.

LEE REDFIELD
 Always knew you'd end up like this.
 Never listened to me.

BARBARA
 Oh I listened all right.

MABEL REDFIELD
 (to Lee)
 Startin' a fight already. She's not
 even here two minutes.

Mabel puts her arm around Barbara.

MABEL REDFIELD
 Come have an aspirin Barb. It's
 just what you need. It'll set you
 up good as new.

She leads Barbara out of the living room. Lee shuffles along behind them.

SCROLL SCREEN TEXT

Barbara Payton never saw her son again. She died of heart and liver failure soon after returning to her parents' home. She was 39 years old.

Franchot Tone lived on in comfort until he died in 1968, leaving a large estate.

In 1965, Tom Neal shot his third wife to death while she slept. Released from prison in 1971, he died a year later.

John Payton Sr. lived until 2006. Of Barbara, he said, "I think about her in some way, every single day."

Lila Leeds finally found peace as an ordained minister preaching to the homeless on Skid Row in L.A.

John Lee Payton served in Vietnam and works today as an engineer. His love for his mother remains undying.

ROLL CREDITS TO MUSIC

[MONTAGE of Barbara in happier days]

Stills of her childhood, young girlhood, as a model, and from movies with Gregory Peck, Gary Cooper, James Cagney, Lloyd Bridges, Tom Neal, Franchot Tone, etc. Shots of Barbara elegantly, glamorously dressed.