

NYMPHS IN THE MIST

Based on the Screenplay by Yoram Sachs

Adaptation by Olivia Antsis and Edward Meisarosh

INT. STUDIO 34 - DAY

Extreme close-up of 26-year-old ZOE with her eyes closed, leading a meditation class. The camera reveals nothing but her face as she opens her eyes and addresses the unseen group of students.

ZOE

(quietly, melodically, and soothingly)

Before we begin, close your eyes, relax your shoulders and get ready to take a deep breath. Breath in with your diaphragm. Let your belly expand as you inhale. Keep your shoulders still. Now release the tension inside, letting it all go as you exhale.

(Pause) Now do it again. Breath in with your diaphragm. (Pause) Now exhale and let go. Let go.

CUT TO:

INT. NICK'S BEDROOM - DAY

Close-up fragments of NICK and LEAH having sex in bed, changing positions several times. In each position, they keep each other's gaze while increasing the intensity of their lovemaking. After they climax, they lie down next to each other, still breathing heavily, both looking up at the ceiling. Close-up of NICK's face.

NICK

I love you, baby. (more heavy breathing)
You're an incredible woman, you know.

NICK turns his head to LEAH expecting a response.

PAN OUT:

Instead of LEAH, we see JUDAH standing over Nick's bed staring awkwardly at NICK, who is just now realizing he'd been fantasizing his encounter with LEAH. NICK's bedroom looks far more disheveled in real life than in his fantasy.

JUDAH

What the hell are you mumbling about?

CUT TO:

Close-up of NICK's face, confused and groggy.

NICK

Judah? What are you doing in my apartment?
How did you get in here?

PAN OUT TO:

JUDAH

You left your door unlocked; thought I'd make
myself comfortable.

NICK turns over and buries his head in his pillows. Moans
quietly.

JUDAH (CONT)

Come on, Nick. You've been like this for
months. Time to give up the hermit act. It's
getting old. Even Audrey quit feeling sorry
for you. Doesn't that tell you something?

Camera quickly pans to Nick's hamster cage where Audrey the
hamster is running inside her hamster wheel.

NICK

Leave me alone.

JUDAH

Nick. Monk's. One hour. Get a shower. Wear
something nice. With buttons and a collar.
And a decent pair of shoes wouldn't hurt,
either.

NICK moans again and halfheartedly throws a pillow at JUDAH
as he exits.

**OPENING CREDITS - LONG, SLOW PAN AROUND NICK'S DISHEVELED
BEDROOM**

NICK walks in and out of the frame as he dejectedly gets
ready to meet JUDAH at Monk's Cafe, a popular Philadelphia
beer spot. On his way to the bathroom, Nick scratches his
butt, and stops to turn on the stereo (Wax Taylor's "Que
Sera" begins to play).

CUT TO:

INT. MONKS - NIGHT

NICK and JUDAH are sitting at the bar with goblets of beer
in front of them. NICK is wearing a dress shirt and slacks.

NICK

You don't understand—she made me feel like I was the most interesting man in the world. I mean, I could be talking about the most mundane things and she would still look at me, with those big brown eyes, like I was about to reveal the meaning of life or something. (pause) And, you know, I made her laugh all the time, too. She had this crazy thing she did when she laughed. She kinda shrugged her shoulders up and looked like a little turtle going back into its shell. [sigh] We were so perfect together.

JUDAH

Well, apparently she didn't see it that way.

NICK

And she always made me feel like there was something to look forward to, like we could do anything as long as we were together. No one's ever going to make me feel that way again.

JUDAH

That's sweet and all, but you say the same shit every time you break up with someone. You always feel like she's your soul mate or your true love—that's what falling in love does to us. Makes us blind to anything that comes before or after. Look Nick, somehow you made it through the three Jennifers, right? (Nick shrugs) You're going to make it through Leah.

NICK

Alright, I get it. I just can't believe she's gone. She was the one.

JUDAH

Come on, Nick, they're all the one at the time (JUDAH hands Nick a shot of vodka). Alright, quit being a pussy. It's time for the next leg of your journey. Or shall I say legs: curvy, smooth, and spread wide open. (JUDAH raises his glass, Nick, reluctantly, does the same) To smoking hot legs, Nick!

(They down their shots.)

CUT TO:

INT. SWEAT GYM ON WALNUT ST. - DAY

NICK and JUDAH are doing bicep curls with paltry 20-pound weights as muscly dudes next to them are pumping 60-pounders. JUDAH eyes every woman that passes by.

JUDAH

(Nodding at a woman passing by)
Check out that hottie.

NICK

(Not paying attention)
Huh?

JUDAH

That fox who just passed by. She was looking at you. Did you see the ass on her? You should go talk to her.

NICK

Are you serious? Look at these sweat stains! I reek.

JUDAH

We're at the gym! Ladies dig sweat. It makes them think of sex. And when that happens, their nipples start getting hard, and then you know they're sizing you up for a post-workout shower.

NICK

Right, my sweaty arm pits are my ticket to getting laid tonight. Whatever . . .

JUDAH

Fuck yeah, that's what I'm talking about. Just don't put her through your sorry, sob story first, okay?

NICK

Can you lower your voice—the whole gym can hear you!

JUDAH

All I'm saying is, if you can't manage a hot and steamy seduction, just don't fall back on pity sex. You still got that pathetic just-got-dumped look. And that will certainly make you more fuckable to some chicks. Sure, chubby chicks, but hey, at least they give good head. And they have a good sense of humor. They'll probably even watch that Woody Allen shit you like afterwards. Win-win, right?

NICK looks at JUDAH in silence, shakes his head slightly, puts down his weights, grabs his towel and water bottle, and walks off.

CUT TO:

INT. THE BARBARY - NIGHT

LOUD DANCE MUSIC. Lights scintillate on the dance floor packed with beautiful people dancing, laughing, drinking and having a good time. On the sidelines stand NICK and JUDAH facing the dance floor and checking out the couples dancing. NICK looks crestfallen and lost in thought. JUDAH sways side to side, shifting his pelvis in all directions, visibly excited by the scene. DANCE MUSIC ENDS.

CUT TO:

INTERIOR STUDIO 34 - DAY

INDIAN MEDITATION MUSIC. NICK and JUDAH sit cross-legged, with their eyes closed, in a meditation studio. The studio is adorned with burning candles, smoking incense sticks, Indian cloths hanging on the walls, and decorative Indian pillows strewn about the floor. Various cross-legged people are meditating with their eyes closed around them. ZOE sits alone on a raised platform meditating in front of the group. JUDAH opens one eye and turns to NICK.

JUDAH

(whispering)

Psst.... Psst.... Nick....

NICK

(whispering)

Shhh!

JUDAH
(whispering)
Did you find your waterfall of light?

NICK
(whispering)
Yeah, yeah, be quiet.

JUDAH
(whispering)
Are you fully present in the moment?

NICK
(whispering)
Yeah, I'm present, now knock it off.

JUDAH
(whispering)
Good, then listen - this session is almost over and we're going to split into couples. If you don't wanna get stuck with Cruella de Ville on your right or Teen Wolf by the door, follow my lead and start planning your next move now.

NICK
(annoyed, whispering)
Judah, you're breaking my flow.

JUDAH
(whispering)
Your flow? Watch . . . in a second you'll thank me.

ZOE opens her eyes. Her expression shifts from meditative to professional. She turns off the music.
END INDIAN MEDITATION MUSIC

ZOE
Alright, everyone - please pair up with a partner!

ZOE beats on a small drum while the people in the class pair off for a silent hugging session. NICK and JUDAH find themselves facing each other for a brief, awkward moment. JUDAH shakes his head and turns around - only to be paired with Teen Wolf. Now deserted, NICK faces ZOE.

ZOE
Do you have a partner?

NICK
No. I need one.

ZOE gets closer to NICK and gives him a light, comforting hug. Meanwhile, JUDAH escapes from Teen Wolf's embrace and rushes out of the studio.

NICK
Thank you.

ZOE
For what?

NICK, startled, looks up to see LEAH standing behind ZOE. NICK is still hugging ZOE but is now speaking to the vision of Leah.

NICK
Leah, what are you doing here?

LEAH
Hoping to see that you're okay.

NICK
I'm not okay, Leah. Why did you leave me?

LEAH
You know why.

NICK
I don't understand. We were so good together—
why did you have to end it?

LEAH
You're right. We were good together. But
time changes things. Being good together
isn't always enough.

NICK
(puzzled)
Not enough?!

LEAH

Look, I know this is hard to hear, but after a while, there was no excitement, no spark between us—and even though you won't admit it—I could tell you felt the same. Nick, let's be honest. Our relationship became like central heating: efficient, reliable, dull. I know this may sound cliché, but I am holding out for a wood-burning fireplace with crackling embers. I want someone that can keep me warm, but is also a bit dangerous and unpredictable.

NICK

So you're dating an arsonist now? Is that what you're trying to tell me?

LEAH

You're changing the subject.

NICK

Do you still love me?

LEAH disappears.

NICK (CONT'D)

(pleadingly)

Wait! Leah, don't go.

NICK refocuses on ZOE

NICK (CONT'D)

(to ZOE)

Umm, look, this isn't a good idea. I need some time to...

ZOE

(quietly)

Hmmm?

Nick lets go of Zoe and steps back. Zoe doesn't comprehend what Nick is saying and puts her finger to her lips to indicate there is no speaking during this part of the session. Nick steps back awkwardly, bows hesitantly to indicate his imminent departure, and quickly leaves the studio.

CUT TO:

INT. ZAHAV - NIGHT

JUDAH pays his bar tab at Zahav and exits, alone. He ambles outside looking for something to do. He approaches The Ritz Five movie house, stopping to stare at the movie posters advertised in the window. He sees a poster for "Vicky Christina Barcelona", and is struck by how beautiful the actresses are. He stands in line to purchase a ticket for the next screening. The line in front of him is made up entirely of couples. He stares at them, studying the way they hold hands and whisper into each other's ears. Eventually he reaches the box office, and an instant before purchasing his ticket, he has a visible epiphany.

CUT TO:

INT. NICK'S APARTMENT - NIGHT

NICK is sitting at his desk "Facebook stalking" LEAH. JUDAH walks in.

JUDAH

Dude, you think you could take a break from being pathetic?

NICK

(Pointing to a photo of Leah at a party with some buff guy)
Hey, do you think this guy with Leah is an arsonist?

JUDAH

(Leaning forward to see the guy in the group of people on the screen)
Well, he's definitely a flamer, if that's what you're asking.

NICK

I knew it. And this guy? (Judah is not paying attention) Hey, Jude. What about this one?

JUDAH

Enough, already! Step away from the Facebook. From here on out, you are going to stop being Leah's little bitch. It's time to move on, man. Now pay attention to your best friend. I've got something important to tell you.

NICK, annoyed, looks away from the computer and at JUDAH.

JUDAH

(Excitedly)

You and I are going to make our own movie!

NICK

I'm not making a fucking porno with you,
JUDAH.

CUT TO:

INT. TLA VIDEO STORE - DAY

NICK is behind the counter taking returns from customers and checking out new rentals. JUDAH is standing in the foreign cinema aisle, looking over the shoulder of A MAN reaching for a film on the shelf.

JUDAH

No, no, no, you don't want that Yiddish dreck. It'll give you heartburn.

MAN

(British accent)

Pardon? Are you speaking to me, sir? Are you referring to this film here? (MAN points to the film in his hand) It says right here that *Nymphs in the Mist* is a delightful Israeli comedy that will have you in stitches. My wife asked me to bring home something amusing and exotic.

JUDAH

Sounds more like she's interested in getting a hot tub ménage a trois going. You do know we have an excellent selection of foreign and domestic erotic films right here (pointing to the adult section). Blondes, Brunettes, Asians, Africans, Latinas, nymphs, furies, whatever you want, TLA's got it.

The MAN blushes and walks away hurriedly. NICK walks over to where JUDAH is.

NICK

Stop harassing the paying customers. Or wait: the would-have-been-paying customers if you hadn't fucking pissed them all off. Can't you see this business is hanging on by a thread as it is?

JUDAH

You know I'm serious about what I said last night.

NICK

Look, I told you, I am not interested in Judah and Nick Make a Porno.

JUDAH

I don't want to make a fucking porno, I want to make a real film, Nick. I want us to be auteurs.

NICK walks back to the check-out counter with JUDAH following. Nick gets behind the counter and closes the gate before JUDAH can enter. Already behind the counter is EDWIN—a tall, skinny, hipster with large black-rimmed glasses and a purple streak in his black, shaggy tresses—snidely commenting under his breath as he checks out customers' rentals.

EDWIN

(to himself)

"Evan Almighty," eh? I'd rather spend the evening watching a turd float by.

EDWIN

(cont'd)

(cheerfully, to the CUSTOMER)
Have a nice day!

EDWIN

(to himself)

Oh, Pirates of the Caribbean, At World's End - another seaborne abomination. Shit's ahoy, matey!

EDWIN

(cont'd)

(cheerfully, to the CUSTOMER)
Have a wonderful day, Ma'am!

(to himself; nodding approvingly)
Ah, good old "Requiem for a Dream." Finally,

something I wouldn't be embarrassed to bring home to mom.

EDWIN

(cont'd)

(to the CUSTOMER)

This is some good shit! Enjoy!

Pan to NICK conversing with JUDAH across the counter.

NICK

We don't know the first thing about filmmaking.

EDWIN

You certainly do not.

JUDAH

What's there to know. We have something to say and that's what matters.

NICK

What do we have to say?

JUDAH

Some really profound shit, man. It's all in here. (Judah pounds on his chest and then gently places his open hand over Nick's head, gazing deeply into his eyes.)

NICK

(skeptically)

Okay, gimme your best elevator pitch.

JUDAH

First stop: Casting calls. We start Sunday afternoon on your roofdeck; make sure it's nice and tidy. I'll bring the gear.

EXT. SOUTH STREET - DAY

JUDAH staples "Open Casting Call" flyers to poles up and down the street. CU of JUDAH after he staples a flyer to the pole. He nods approvingly to himself.

JUDAH

Mmm, babes . . .

EXT. NICK'S APARTMENT'S ROOF DECK - DAY

NICK and JUDAH sit on director's chairs with clipboards on their laps. There is an old video camera on a tripod next to them with the recording light on. Across from them sits Anastasia, a young, very pretty Eastern-European blonde, smiling and giggling at the camera, holding a handwritten sign with her name on it: "Anastasia Stolnitz."

JUDAH

Okay, show me what you got.

ANASTASIA

What do you mean? Don't you want me to read from a script?

NICK shoots an annoyed look in JUDAH's direction.

JUDAH

Oh yeah, we'll do line readings at the call back auditions - if you make the cut, hon . . . for now, why don't you impress us with your talents (JUDAH winks)

ANASTASIA

Ummm, okay. You mean, like, do an accent?

JUDAH

Sure, that works. Can you do a French maid accent?

ANASTASIA gets up hesitantly, and awkwardly mimes dusting

ANASTASIA

(in a French accent)

Oh, what was that, Monsieur? Un café et un croissant? Une seconde.

ANASTASIA mimes putting down the duster and going to get a tray, a plate, a coffee cup, and a saucer. She wiggles her behind slightly while doing this. She then places an imaginary pastry on the imaginary plate and pours imaginary coffee in the imaginary cup. She then brings the tray to a coffee table by JUDAH's side, while swaying her hips suggestively. She leans over to place down the imaginary tray and intentionally exposes her cleavage. JUDAH's eyes

are glued to her chest.

ANASTASIA
(in a French accent)
Will that be all, Monsieur?

JUDAH is distracted and still staring at ANASTASIA's chest.
NICK interjects.

NICK
That was great, Anastasia. Where did you learn to do that?

ANASTASIA
Well, my boyfriend and I . . .

JUDAH
(startled, interrupting)
Thank you, that'll be all.

ANASTASIA looks confusedly at NICK and JUDAH. NICK glares at JUDAH. ANASTASIA picks up her purse to get ready to depart.

CUT TO:

EXT. NICK'S APARTMENT ROOFDECK - DAY

It's a few minutes later. NICK and JUDAH are reviewing their clipboards.

NICK
What was that about?

JUDAH
Dude, she has a boyfriend.

NICK
So? I thought she was good. What are we casting for?

JUDAH
Perhaps a leading lady to replace Leah?

NICK
Forget Leah. We have a movie to make. Are you going to start taking this seriously? Let's just see the rest of the actors.

CUT TO:

Montage of myriad actresses auditioning. As the actresses are still heard, CU of NICK visibly lost in thought about the promise of this new project.

INT. ROBIN'S BOOKSHOP - DAY

NICK is standing in the cinema section of Robin's Bookstore, glancing at books with titles like "How to Write a Decent Script," "The History of Independent Cinema," "Drama for Dummies," etc. JUDAH is also in the bookstore, but is casually perusing the adult section. Each does not know the other is in the store. They make their purchases, just missing each other at the counter and leave separately.

INT. LAVA COFFEE SHOP - DAY

NICK sits at a table at Lava Coffee Shop sipping a steaming cup of coffee while immersed in his books.

EXT. NICK'S APARTMENT ROOF DECK - DAY

JUDAH paces back and forth, while NICK scribbles ideas down on a yellow pad, proceeding to tear out pages, crumple them up, and toss them.

NICK

I got an idea. Let's do a period piece about the antebellum South, set it in Savannah, circa 1854, the year the city was hit by both one of the most devastating hurricanes in its history and Yellow Fever killed off a large portion of its population.

JUDAH

What the fuck are you talking about? We're not making a ridiculously expensive film that only three professors from University of Georgia, Athens will go see. People like camp. Why do you think they came out with "Pride and Prejudice and Zombies?"

NICK

What the hell do we know about zombies?

JUDAH

What the hell do we know about the antebellum South?

NICK

What do we know, then?

JUDAH

Well, we know you can't hold on to any relationship for more than a few months.

NICK

That's a low blow . . . (pause). But you may be on to something.

JUDAH

And what would that be?

NICK

I need somebody to love . . .

JUDAH

Yeah, and . . .

NICK

This is how I'm going to get over her. I'm going to write her out of my life. This is how I'm going to move on.

JUDAH

I like the sound of that.

The end of the song "Somebody To Love" by Queen crescendos in the background.

INT TLA VIDEO STORE - DAY

Edwin and Nick are behind the counter.

EDWIN

By the way, your ex was in here earlier with a new gentleman. Personally I'd call him a keeper.

NICK

(a bit hoarse)

And what makes you say that?

EDWIN

Well, he made a persuasive case for renting "The Unbearable Lightness of Being."

NICK

Is that what they got?

EDWIN

No. Lady Leah insisted on "When Harry Met Sally."

NICK

(excitedly)

Really?! That was one of our favorite movies to watch.

EDWIN

(not impressed)

Oh, that's nice.

INT NICK'S APARTMENT - DAY

NICK is sitting at his desk writing with his back turned to JUDAH. JUDAH picks up some tossed scrunched up balls of paper off the bed and tries hitting NICK in the head to get his attention. NICK continues his writing with sporadic pauses to sip his coffee, moan, and pound his fists on the desk.

JUDAH

I think we need a break. It's New Year's Eve. We need to go out and have some fun.

NICK

Fun is so pedestrian. Real life is about pain and suffering.

JUDAH

That is precisely why you need to get laid tonight. You have a year full of pain and suffering ahead of you. A good lay will help you appreciate it better. You know what, I don't think we can afford to wait 'til tonight. We're gonna get you laid this very afternoon.

Judah takes out his cell phone and dials

NICK

What the hell are you doing?

JUDAH

Shhh (puts a finger to his lips).
Hey.
Yeah, Happy New Year to you, too!
I'm good, I'm good.
So I was wondering if Jenny's free this
afternoon.
Oh, how about Ashley?
Sally?
Wow, busy night, eh?
Julie? She's new?
Sure, sounds great. Looking forward to it.

NICK

What the hell was that all about? Did you
just call an escort service?

JUDAH

Indeed, I did. In fact, she will be here in
about 30 minutes so (phone rings) I suggest
that (phone rings)hold on. I have take this.

**SPLIT SCREEN: JUDAH IN NICK'S BEDROOM / JORDAN & KAYLA, TWO
11-YEAR-OLD AFRICAN-AMERICAN ENTREPRENEURS IN A PLAYROOM
OFFICE WITH A MIX OF GIRL TOYS, APPLE™ PRODUCTS AND OFFICE
FURNITURE.**

JORDAN

Judah, we're still waiting for your December
receivables.

JUDAH

Sorry, I've been really busy lately . . . how
'bout I swing by Monday.

KAYLA

Monday won't cut it. You're a week overdue.
How 'bout you swing by right now.

JUDAH

No can do, boss. If you want your money so
bad, send a courier over to pick it up.

JORDAN

Are you kidding?

JUDAH

38 N. Third Street, Apt. 5. Sorry, gotta run!

JUDAH hangs up the phone.

FULL SCREEN: JORDAN & KAYLA

JORDAN

Are we really calling a courier?

KAYLA

It's cool. We'll just deduct it from his paycheck.

INT NICK'S APARTMENT - DAY

NICK

Are you kidding me? I'm not getting involved in prostitution.

JUDAH

Oh, don't be so dramatic. These women are educated, clean, and beautiful. They're just working for a living like anyone else, and providing you with a very valuable service - sex with no strings attached. It's all very professional. Look, you haven't been with a woman in nearly four months. It's showing. Why do you think you have writer's block.

NICK

You think I've got writer's block?

JUDAH

Do you ever. Unblock your cock and the words will spill forth.

NICK

You're disgusting.

JUDAH

More importantly, I'm right. Now, come on, get ready, we don't have much time. (Judah spreads out on the bed, putting his hands behind his head, relaxing).

NICK

What do you mean "we"? If this is going to happen, and I stress "if," you gotta get out here. (Judah is motionless). Now!

JUDAH reluctantly gets up, pulls out an envelope from his jacket, puts it on Nick's desk

JUDAH

I'm leaving this for the courier. Have a good time!

JUDAH winks at NICK and leaves his apartment. NICK walks over to where JUDAH left the envelope. He picks it up, examines its contents, and puts it back down. He then proceeds to straighten up his room and get himself presentable. Doorbell rings. NICK opens the door and is greeted by a young woman wearing a tight leather jacket and a full-face motorcycle helmet. She removes the helmet. We see that it's ZOE from the meditation studio.

NICK

Hi, it's you . . .

ZOE

Oh yeah, you came to my meditation class?

NICK

Yeah, Yeah. It's so funny you're here.

ZOE

Yeah, it's funny you live here . . . such a strange coincidence.

NICK

So are you coming in?

ZOE

Sure . . .

NICK

Do you want anything to drink?

ZOE

Thanks, how about a glass of water.

NICK

Just water?

ZOE

Yeah, it's been such a hectic day, I'm feeling a bit parched.

NICK

So you do this on the side?

ZOE

Yeah, I do this part-time. Gotta pay the bills, you know?

NICK

And do you like this work?

ZOE

Well, it's not my dream job or anything, but you gotta do what you gotta do.

NICK

So you enjoy it then?

ZOE

Well, I wouldn't do it if I didn't like it. It pays pretty decently, they let me choose my own hours, and I've met a lot of interesting people.

NICK

Oh, that's great. Good for you . . .

ZOE

Listen, I hate to cut our conversation short, but I do have other clients to get to, so if you don't mind, can you give it to me now?

NICK

Right now? Just like that?

ZOE

Yeah, that would be ideal.

NICK

Okay, do you mind turning around for a second?

ZOE
(turns around, giggles)
Why, do you have a safe or something?

NICK
(undressing)
No, I'm just a little shy, sorry.

ZOE
No problem, but I'm on a really tight
schedule.

NICK
Okay, I'm ready.

ZOE turns around, sees NICK completely naked, looks surprised and horrified.

ZOE
What the hell are you doing? What's the
matter with you?

ZOE swiftly gathers her helmet and runs out of the apartment. She has forgotten her walkie-talkie on the bed, which crackles on.

MAN on walkie-talkie
Hello, anyone available for a pickup in
Rittenhouse right now? Anyone available in
Rittenhouse?

NICK now looks horrified.

NICK
Oh shit! (yelling) Hold on! Wait! It's just
a misunderstanding!

NICK gets dressed quickly, grabs the walkie talkie, and hurries outside in search of ZOE. As he descends the stairs, he passes by Julie the escort on her way up to his apartment without noticing.

HOLD ON by Alabama Shakes plays. Camera follows NICK as he walks down the streets of Old City aimlessly looking for ZOE.

EXT NICK'S HOUSE - DAY

NICK emerges from the front door holding the walkie-talkie. NICK looks left, then looks right, and then turns left and runs, looking for ZOE.

HOLD ON fades

EXT. ALLEY IN FRONT OF CHRIST CHURCH, OLD CITY - DAY

NICK sits down on a bench, looking dejected. He looks to the left and sees LEAH sitting on the next bench over, looking at him condescendingly. NICK is visibly upset as he gets up determined to find ZOE. He feels someone is following him. He turns around to see LEAH tailing him like a spy. Every time he faces her, she pretends to be busy with something else. NICK feels sufficiently strong to ignore her and continues in his search. LEAH continues to tail him and eventually a chase ensues where NICK starts to run and LEAH runs after him.

Suddenly, NICK stops in the middle of the street and turns to face LEAH. LEAH stops right in front of him and they stare briefly into each other's eyes. LEAH moves in closer and hugs NICK right in the middle of the road. We hear a Philly Car Share car horn beeping and tires screeching. As the car stops inches away from NICK, we see that NICK is actually alone in the middle of the road. NICK glances, embarrassed, at the car, and gets out of the street.

INT. NICK'S APARTMENT - DAY

The Mummings Parade is on TV in the background. On the screen, we see JUDAH dancing with some bystanders. Later on, we catch a glimpse of him jumping into the actual parade. The camera cuts to JUDAH actually dancing in the parade and being yanked out by some cops with lipstick all over his cheek and bead necklaces on.

CUT TO:

NICK is standing in front of his mirror. Through the mirror, he sees a picture of LEAH on a shelf behind him. He turns around, grabs the picture, walks with it over to the computer table, puts it down next to the monitor, and ponders. After taking a deep breath, NICK starts typing. We see on the monitor, "**INT. NICK'S APARTMENT - DAY.**"

INT. APARTMENT OF JUDAH'S GRANDMOTHER - DAY

The apartment is adorned in the Eastern European style and furnished with old-style used furniture. Strewn about are

medicine bottles, cups of tea, juggling balls, clown paraphernalia, costumes, and dolls. JUDAH'S grandmother, a short 80-something woman with short white hair, sits leafing through an old, yellowing postage-stamp album, carefully inspecting the stamps and lovingly caressing each page. JUDAH emerges from the kitchen and approaches his grandmother with a tray bearing a cup of tea and her pills.

INT. NICK'S APARTMENT - DAY

NICK is on the computer working on the treatment, but he's having difficulty concentrating because JUDAH is in the apartment, bored, and looking to NICK for something to do. JUDAH gets a container of old popcorn, lies on the sofa, hits play on the old VCR and watches their audition tape. We hear one of the women singing.

JUDAH

Hey, how about getting out of the house for a bit, it's the first nice day in weeks.

NICK

How about a jog by the Schuylkill?

JUDAH

(unexcitedly)

Umm, sure, I guess that works.

EXT. SCHUYKILL RIVER TRAIL - DAY

NICK and JUDAH are jogging slowly, JUDAH is eyeing the attractive joggers that pass them by

NICK

So what do you think of the treatment so far?

JUDAH

It's fine.

NICK

Fine?

JUDAH

I just think you can push it further.

NICK

What do you mean?

JUDAH

I think you are playing it a little safe,
don't you?

NICK

Okay, and what do you suggest we do to give
it edge?

JUDAH stops running and turns to NICK, who follows suit and
also stops. They are panting. JUDAH puts an arm on NICK's
shoulder for support.

JUDAH

You know how they always say "write what you
know"? Well, in your case that's not good
enough. You need to get out of your own head
a bit. The questions that you were afraid to
ask Leah, the conversations that never
happened - that's where the real story lies.

NICK is visibly pondering what JUDAH has said.

NICK

You know, that actually makes sense. Might be
your first valuable contribution to the
script.

JUDAH

Ouch. I'm actually taking this project very
seriously. Well, now I am. Nick, we can do
this. We can make it happen - a film! Our
very own feature film!

NICK

Yeah?

JUDAH

Fuck yeah!

NICK

Awesome!

NICK and JUDAH straighten up, and start running with renewed
vigor. They quick pass by the Philadelphia Museum of Art
steps, look at each other, nod, and run up to the top,
pumping their fists in the air - Rocky style - when they
reach the top.

INT. NICK'S APARTMENT - DAY

MUSIC PLAYS IN THE BACKGROUND. NICK is typing on the computer. We see some of his script on the monitor.

EXT. SUBURBAN BACKYARD - DAY

Several four-to-five-year-old children are gathered for a birthday party on the well-kept lawn of a nice suburban home decorated with birthday balloons, arts and crafts table, and food. JUDAH is dressed in a full-body fox costume and is trying to entertain the children. The children are not amused.

The children interrupt him and throw things (peanuts, candy, other small items) at him. JUDAH looks at the birthday girl's mother, an attractive late-30s woman, and ends the performance.

Cut to JUDAH, still in the fox body suit, but with the head-piece off, and the birthday girl's mother. Their body language suggests that under different circumstances they might be flirting.

MOM

Thank you. Here you go (handing JUDAH a wad of bills).

JUDAH counts the bills and looks up, disappointed.

JUDAH

Um, I thought we agreed on two-fifty.

MOM

I thought we agreed on three full hours of "fun for the whole family," 50 helium balloons, and 40 party favors.

JUDAH sighs, defeated, pockets the bills.

JUDAH

Well, I do still owe you a half hour of "fun for the whole family." What do you say we change that to two hours of fun for just you?

MOM

No.

INT. FEDEX/KINKOS - DAY

NICK is standing next to a copy machine making copies of his screenplay. We see the cover page, which shows "Love and Cockroaches: A screenplay by Nick Samsa."

EXT. ITALIAN MARKET - DAY

JUDAH is selling hot apple cider near 9th and Christian(somewhere in the Italian Market area). He is very friendly and enthusiastic about selling the cider, engaging happily with passersby. A stretch limousine pulls up next to the hot cider stand. JORDAN and KAYLA emerge from the back of the limo dressed in matching bespoke business suits.

JORDAN

Judah, how are our accounts receivables looking?

JUDAH

Sorry?

KAYLA

Ugh! Have you been neglecting the sales ledger again? Do we have to do everything? Alright, just hand over today's earnings. Jordan, bring over the purchase ledger. It looks like we've got some reconciling to do.

JUDAH sheepishly hands over a wad of bills and change to KAYLA. JORDAN recovers the purchase ledger and the two girls sit at a café table drinking hot cider and crunching numbers. Meanwhile, a COP pulls up to JUDAH's cider stand.

COP

Sir, do you have a permit here?

JUDAH

Hold on a second . . .

JUDAH walks over to Jordan and Kayla's table and talks to them briefly out of earshot. Jordan and Kayla exchange knowing glances and walk over to the cop car.

JORDAN

(in a childish voice)

Hi, police officer, would you like to try our cider? And I'm really sorry, we don't have

prepermit, uh, pepper-permit, uh, peppermint.
But we do have cinnamon, and it's delicious.

COP sighs, shakes his head.

COP
Thank you, little girl, no, that's okay,
carry on.

JORDAN
(still in childish voice, enthusiastically)
Okay, officer, have a great day!

COP starts driving off.

COP
(to himself)
Hmmm, peppermint... I wonder if Federal Donuts
still has some peppermint sriracha donuts
left.

INT. NICK'S APARTMENT - DAY

NICK is organizing piles of screenplays, placing them into manila envelopes. The doorbell rings. NICK goes over to the door and opens it. ZOE is standing there.

NICK
(surprised)
Oh, hi!

ZOE
Hey. I hope it's okay I stopped by. I just
wanted to pick up the walkie-talkie I left
here the other day.

NICK
Uh, sure, no problem I'll go get it.

NICK turns around to go inside, then stops, and turns back around.

NICK
Oh, sorry, come on in.

ZOE steps inside, but only barely. NICK heads off to retrieve the walkie talkie and quickly returns with the

walkie talkie in hand.

NICK

Here you go.

ZOE

Thanks. And, um, listen, I also wanted to apologize about the other day. I shouldn't have run out like that. I just was so surprised and didn't know how to react. I'm not used to guys being so ... forward like that.

NICK

I'm sorry, too. There was a misunderstanding. I can explain. See...

ZOE puts a finger to his lips and stops him from saying more.

ZOE

Shhhh. You don't need to explain. I get it. And I like you, too, Nick. I just want to take things slow, okay.

NICK

(visibly relieved)

Oh, yeah, me too.

NICK and ZOE smile adoringly at each other.

ZOE

Hey, I know this is short notice, but are you free right now?

NICK

Yeah, sure, I could use a break.

EXT. STREETS OF PHILADELPHIA - DAY

Montage of NICK and ZOE riding Zoe's scooter around the city, with NICK holding onto ZOE's waist as they go past some obligatory landmarks and make occasional stops. The sun sets during the montage.

EXT. OUTSIDE NICK'S APARTMENT HOUSE - NIGHT

Long shot of ZOE and NICK flirting with one another, talking

out of earshot.

NICK

That was an unbelievable scene!

ZOE

I know! But you got to admit we definitely chose the most depressing movie to see on a first date.

NICK

So was this our first date, then?

ZOE

That depends on how it ends?

NICK

Marriage, suburbs, kids, disillusionment . .
.

ZOE

Umm, I was thinking something more like this.

ZOE kisses Nick tenderly and then coyly steps away. ZOE blows NICK a kiss and walks over to her scooter. ZOE puts on her helmet, starts up the bike, then drives off.

INT. NICK'S APARTMENT - NIGHT

NICK is checking himself out in the mirror, dressed for a night out. In the mirror, he sees LEAH standing behind him.

LEAH

You look nice.

NICK

Thanks. I'm going out with Zoe tonight.

LEAH

I'm sure you'll have a good time together.

NICK

Yeah, she's cool. I'm looking forward to it.

LEAH

Just don't move too quickly, Nick. You don't want to be too pushy. She'll let you know when she's ready. Or you could just check her

purse and see if she's got fresh panties and a toothbrush in there. Girls like her usually come prepared.

Doorbell RINGS. NICK is startled, clumsily reaches for a bottle of cologne, sprays himself.

NICK

Leah, get out of here!

NICK rushes to open the door. LEAH walks off into the kitchen. NICK opens the door to let ZOE in.

ZOE

Hi!

NICK

Hi! You look amazing. Ready to head out?

ZOE

Yeah. Can I just use your bathroom for a sec?

NICK

Sure.

ZOE puts her purse down on the couch and heads into the bathroom. NICK eyes the purse contemplatively. He looks left and right and sees LEAH popping her head out of the kitchen.

LEAH

(whispering)

It's okay, a little peek won't hurt anyone.

NICK reaches for the purse, opens it and rifles through its contents, pulling out a Zip-Lock plastic bag with a toothbrush and panties inside and, hearing the toilet FLUSH, looking embarrassed, quickly puts everything back in the bag. ZOE comes over, NICK hands her her bag, and they exit the apartment.

INT. NICK'S APARTMENT - DAY

NICK checks his pile of mail as JUDAH hovers nearby.

NICK

Fuck! Four more rejections. You know, maybe our script isn't as brilliant as we thought.

JUDAH

First, don't let the bastards grind you down. Second, maybe you should change the title. Most people won't even look at a script with "cockroaches" in the title. And frankly, I don't blame them. Cockroaches might survive getting nuked by Kim Jung Il, but they're fucking disgusting.

NICK

(sighs)

I guess they didn't get the Kafka allusion. (Pause) Well, got any suggestions?

JUDAH

Well, how about something sexy - but not cockroach copulation. (Pause) I got it! "Leah Leaves for Lou's Cock?"

NICK

Don't be a dick. And who the hell is Lou?

JUDAH

I have no idea. I just made up a name that flowed.

NICK

You mean you liked the alliteration?

JUDAH

Yes, you literary overlord.

NICK

How about Love Me Then Leave Me?

JUDAH

Oh, way too desperate. Unless you're a suburban seventeen-year-old singing at an open mic. I was thinking of something more along the lines of, oh, Slutty Secretaries Need Love, Too, Two. (Judah holds up two fingers for clarity.)

NICK

Can you be serious for a minute?

JUDAH

Okay, what about "Leaving Leah"?

NICK

I'm not sure I want her name in the title.

JUDAH

"Love Is A Four-letter Word"?

NICK

Isn't that a little obvious? Also, I think that one is already taken. (Suddenly, NICK has a visible epiphany). Oh! I've got it! "Love is Fucked!" Of course with the word fucked sanitized by hieroglyphic symbols.

JUDAH

Hieroglyphics?

NICK

Yeah, you know, because love has been fucked since the dawn of history.

JUDAH

Great. It's settled, then. Now we can get back to auditions. (Slightly ironically) We still have the daunting task of casting our leading lady.

INT. NICK'S APARTMENT - DAY

FIRST ACTRESS is standing in NICK's living room. NICK and JUDAH sit on the futon taking notes. A video camera is recording the auditions.

FIRST ACTRESS

Nick, I've never been so happy in my life. I finally feel fulfilled in every way. The way you love me, respect me, and inspire me is more than I could have ever hoped for. I want us to be together forever. I love you so much.

CUT TO:

SECOND ACTRESS standing in NICK's living room.

SECOND ACTRESS

Nick, I've never been so happy in my life. I finally feel fulfilled in every way. The way you love me, respect me, and inspire me is more than I could have ever hoped for. I want us to be together forever. I love you so much.

CUT TO:

THIRD ACTRESS standing in NICK's living room.

THIRD ACTRESS

Nick, I've never been so happy in my life. I finally feel fulfilled in every way. The way you love me, respect me, and inspire me is more than I could have ever hoped for. I want us to be together forever. I love you so much.

CUT TO:

FOURTH ACTRESS standing in NICK's living room.

FOURTH ACTRESS

Nick, I've never been so happy in my life. I finally feel fulfilled in every way. The way you love me, respect me, and inspire me is more than I could have ever hoped for. I want us to be together forever. I love you so much.

JUDAH

(yelling)

Cut!

FOURTH ACTRESS pauses and looks distressed.

FOURTH ACTRESS

Did I say something wrong?

JUDAH

Hmm, how can I put this delicately? I see a lot of potential in you and you might be right for the part. You gave one of the best readings today, but there's something a bit off. Maybe it's the setting. You know, a change of venue might help. I could work with you one on one and, who knows, that might be just what you need to nail the part. So how about we move over to somewhere we can

concentrate better?

NICK is visibly annoyed.

FOURTH ACTRESS

Sure, if you think that would help my performance, I'm down with that.

JUDAH

(under his breath)

You sure will be.

JUDAH leaves with the actress.

INT. NICK'S APARTMENT - DAY/NIGHT

Montage of NICK and ZOE making dinner together, drinking wine, kissing, eating dinner by candlelight, in bed.

HAPPY ROMANTIC MUSIC PLAYS.

INT. NICK'S APARTMENT - DAY

JUDAH enters NICK's apartment in a visibly good mood and humming a cheerful tune. NICK is sitting at the computer, visibly frustrated.

NICK

What the fuck, Judah, how did you get in?

JUDAH

Oh, your lady friend let me in on her way out. She's got a cute ass.

NICK

Eyes off her ass. Speaking of which, I can't believe you.

JUDAH

What? What did I do?

NICK

Not just what, but whom. Do you really think it's a good idea for us to be hooking up with our potential leads?

JUDAH

Speaking of potential leads, who do you envision playing our lead dude?

NICK

Oh, very subtle there, trying to change the subject. But seriously, keep your manwhore paws off our actors.

JUDAH

Well, I guess that means no role for Lucy. I actually thought she was kinda good. Not just in the sack, but also as an actor, that is.

NICK

Eh, I didn't think her audition was that great, so go ahead, keep pawing.

JUDAH

So who of the girls do you like the best so far?

NICK

Well, I think Katie had the best look, but Samantha had a better connection to the role. So, in essence, I'm not a hundred percent sold on either one.

JUDAH

Okay, so we keep auditioning, then. And what about the male lead?

NICK

So, I've been thinking about this a lot, and I think that, you know, since I lived the role and I look the most like ...

JUDAH

What the fuck?! Seriously! When did you become fucking Orson B. Wells? What roles have you had since playing the Liberty Bell in our fourth grade school play? None, Nick, none. It wasn't even a speaking role. All you did was shake your skinny hips back and forth.

NICK

I made "gong gong" sounds!

JUDAH

Excellent! You can play the alarm clock in the opening scene.

NICK

What's your problem? Lots of auteurs, besides Wells, direct, write, and act in their films. There's Woody Allen, Quentin Tarrantino, Clint Eastwood, even Charlie Chaplin!

JUDAH

Shit, you have turned into an egomaniac. Are you seriously comparing yourself to those gods of cinema?

NICK

I was simply providing examples you might recognize. But yes, my plan **is** to someday join those guys in the filmmakers' pantheon.

JUDAH

Wow. That's pretty intense. And, well, that's an admirable goal, buddy. But you've gotta start small, or at least take an acting class.

NICK

I don't need an acting class. I *know* the material. I *know* the story. I *know* the feelings. I *lived* the movie.

JUDAH

Okay, I'm not fully convinced, but I respect your enthusiasm. What the fuck? Let's give it a try.

ZOE enters the room carrying a small basket.

JUDAH

Oh, hey Zoe, back already? Whatchu got there?

ZOE

A little present for my special guy.

ZOE puts down the basket and gently picks up a kitten that's

been inside and hands the kitten to NICK.

NICK

Oh my god, she's so cute.

ZOE

Actually, it's a he.

NICK

Oh. So what do I do with him?

ZOE

Love him, feed him, pet him. That's about it. He can keep you company while you're working on your movie.

NICK

Cool. He's adorable. (Nick kisses Zoe briefly on the lips.) Thank you. What's his name?

ZOE

He doesn't have one yet. You get to name him.

JUDAH

How about Woody? Get it? It's what the French call a double entendre.

ZOE

You're a double entendre.

NICK

Woody? As in Woody Allen? That is just a tad too cliché for a movie director's kitten, don't you think?

JUDAH

I was actually thinking of Woody Harrelson, but whatever.

NICK

I think that we should pay homage to a local Philadelphia icon. (NICK raises his fists in the Rocky victory pose)

JUDAH

You want to call the kitty Rocky?

NICK

Negative. Sylvester - a more distinguished name, in honor of its Academy-Award nominated leading actor and screenwriter.

ZOE

Anyway, I see you guys are busy with your movie project, so I'll let you get back to work. I'll stop by later and drop off a litter box and kitty litter.

ZOE departs.

JUDAH

Fascinating.

NICK

What?

JUDAH

Isn't this a little soon for the daddy test?

NICK

What daddy test?

JUDAH

She's testing you. Don't you get it? She wants to see if you can take care of a living creature. (They both glance over to the now-empty hamster cage; NICK looking particularly sorrowful.) Next think you know, she'll be pointing out all the cute toddlers when you're strolling in the park.

NICK

Zoe doesn't have a hidden agenda. She's just being sweet.

JUDAH

Well, not everyone sees the biological clock, but it's there, and it's ticking loudly in her ears. Probably making "gong gong" sounds.

NICK

Very funny, you ass hat; you obviously don't know Zoe.

INT. NICK'S APARTMENT - NIGHT

Cat food, litter box and cat toys are strewn across the floor. Sylvester (the kitten) is whining for attention. NICK is at the computer trying to get work done, and feels frustrated by the unwelcome distraction.

NICK

Oh, shut up already, Sylvester.

ZOE shows up with some bags of groceries.

ZOE

That's no way to talk to a kitten.

NICK

Oh, hey, Zoe, I didn't know you were here.

ZOE gives NICK a kiss and puts down her things.

ZOE

Oh, I thought I'd surprise you with a home cooked lasagna for dinner, sweetie.

NICK

Oh, nice.

NICK continues typing. ZOE comes over and puts a blindfold around NICK's eyes.

NICK

Baby, I'm trying to get some work done.

ZOE

Oh, hard at work, are you? Let's see.

ZOE reaches down between his legs.

ZOE

Nope, not yet.

ZOE takes NICK's hand off the keyboard and guides it inside her coat and onto her breast.

ZOE

The best surprise is yet to come.

ZOE slithers out of her coat to reveal a corset top and lace panties. She pulls off NICK's blindfold and turns his chair around. NICK watches as she dances alluringly over to the bed and lies down on it, gazing at NICK with a come-hither stare.

NICK

Wow.

ZOE

Well, what do you want to do now?

NICK gets down on all fours and starts crawling over to the bed.

NICK

(barking)

Woof!

ZOE

(mewling)

Meow.

NICK crawls closer to the bed.

NICK

(barking)

Woof!

ZOE

(mewling)

Meow.

NICK crawls closer and reaches the bed, kisses ZOE, on the lips, and then pounces on her on the bed and starts kissing her all over her body, including the small of her back and her bottom. ZOE, giggling, escapes NICK's grasp and runs around the room, with NICK chasing her. NICK continues to bark and ZOE continues to mewl. JUDAH walks in, looking puzzled at first, but quickly joins in as a sheep.

JUDAH

(bleating)

Baaaah!

Philadelphia Bolt Bus Station - DAY

NICK emerges from JUDAH's car by Philadelphia's Bolt Bus station.

NICK

Thanks for the ride, buddy.

JUDAH

No problem, man. Just remember, don't let the bastards grind you down.

MONTAGE OF TRIP TO NYC - DAY TO NIGHT

NICK is on the Bolt Bus on the way to NYC. Shot of bus approaching NYC. Shots of Nick outside of various media company headquarters. Shots of NICK getting the cold shoulder from receptionists at the media companies. Shot of NICK riding the bus back to Philly at night, and finally throwing the remainder of his scripts into a garbage can at 30th Street Station.

INT. NICK'S APARTMENT - NIGHT

NICK comes home to find ZOE in the middle of cleaning his apartment. She is mopping the floor listening to meditative music. NICK looks tense. He turns off the music on the stereo. Surprised, ZOE turns around to face him.

ZOE

(excitedly)

Hi!

NICK

What are you doing?

ZOE

What do you mean? I'm tidying up a bit. Thought I'd surprise you with a clean pad.

NICK

(annoyed)

Well, I'm tired of surprises and I don't like people touching my things.

ZOE

(annoyed)

Well, don't worry, nothing I did here is

irreversible.

ZOE puts down the mop and heads to the closet to retrieve her coat.

NICK
(remorseful)
Hey, where are you going?

ZOE
I'm going.

NICK
No, don't do that. I'm sorry. I just get freaked out when people move my things around.

ZOE
(annoyed)
I think we both know it's not your stuff getting moved around that's freaking you out.

ZOE puts on her coat.

NICK
Hey, where's Sylvester?

ZOE
He was here a minute ago. I don't know, maybe he's hiding.

NICK looks around the room and notices the windows wide open.

NICK
(raising his voice)
What the hell? The windows are wide open! He probably jumped out.

ZOE grabs her helmet and storms off towards the door. NICK goes after her.

NICK
(remorseful again)
No, Wait.

ZOE
I've had enough of this crap! I'm not going

to be some temporary distraction for you.

NICK
What do you mean?

ZOE
Ever since this relationship started you've had me in the maybe drawer. That's where you put me and that's where I still am. And, frankly, that drawer gets stuffy, it gets suffocating, and I'm ready to get out.

ZOE opens the door and, before stepping through it, turns around for a parting shot.

ZOE
Oh, and it's not me, it's you.

ZOE leaves and shuts the door. She walks down the stairs despondent and heads across the street to her scooter. CUT with scenes of NICK looking equally despondent searching for Sylvester around his apartment.

EXT. NICK'S APARTMENT BUILDING - NIGHT

ZOE tries to start her scooter, but it is not starting. ZOE kicks down the starter pedal until it accidentally breaks off. She sighs and begins to walk down the street holding her helmet in her hand. She gets to a bus stop and waits.

EXT. BUS STOP, WALNUT & 18TH - NIGHT

A car rolls up and stops. The window rolls down and we see that the driver is JUDAH.

JUDAH
Hey Zoe, are you okay? Where's your scooter?

ZOE
It's not running at the moment.

JUDAH
Well hop in, I'll give you a ride wherever you need to go.

ZOE
No, that's okay, I can take the bus.

ZOE looks really sad as if she's holding back tears.

JUDAH

Come on, it's okay, you look like you can use some company.

ZOE

Alright.

ZOE gets in the car and they drive off.

INT. NICK'S APARTMENT - NIGHT

NICK looks around the room for Sylvester and finally finds him licking water off the shower walls in the bathtub.

EXT. STREETS OF PHILADELPHIA THROUGH CAR WINDOW - NIGHT

The viewer sees what ZOE would see as she stares out the window.

JUDAH

You seem kind of down. Do you want talk about it?

ZOE

I'm just going through some stuff.

JUDAH

I know something that will definitely cheer you up.

ZOE

Thanks, but I'm not really in the mood to be cheered up. I just feel like I should be alone.

JUDAH

No really, this is going to make you feel so much better. My grandma's matza ball soup is the best! Anytime I've felt down, that's the only thing that could get me out of it. I know it sounds dumb, but I really think if you have a bowl, you'll feel better.

ZOE

Sounds delicious, but it's getting late and I'm really tired.

JUDAH

Oh, but did I mention that I also have soup nuts.

ZOE

What are soup nuts?

JUDAH

What!?! You've never had soup nuts? Are you kidding? I grew up on soup nuts. Didn't your grandma keep her pantry stocked with soup nuts and tea biscuits?

ZOE

No.

JUDAH

Okay, you're coming over.

ZOE

What?

JUDAH

You heard me. You're coming over. Don't worry, it's just grandma's house. I'll get you home before midnight.

ZOE

Okay, I guess some soup wouldn't hurt.

We see the car making a u-turn to head to grandma's.

INT. NICK'S APARTMENT - NIGHT

NICK sits on the bed with Sylvester in his lap. He uses the remote to activate the VCR and begins to watch the audition tape for the role of LEAH. To NICK's surprise, ZOE appears on screen, performing a bit from the monologue. She giggles before and after her reading, but delivers a sincere performance realizing NICK's vision for the character. NICK gets up and paces the room anxiously. He picks up his cell phone, clicks on Zoe's name, but hangs up before it goes through.

INT. JUDAH'S APARTMENT - NIGHT

JUDAH and ZOE sit against JUDAH's bed on the floor eating soup with soup nuts.

ZOE

These soup nuts are really good.

JUDAH

I told you so. Here, have some more.

JUDAH pours more soup nuts into ZOE'S bowl.

JUDAH

Do you want more soup too? We have plenty.

ZOE

No, I like this ratio of soup nuts to soup.

ZOE eats another spoonful of soup

ZOE (CONT)

So, you're really close to your grandma, huh?

JUDAH

Yeah, we're close. I mean all we have is each other. My parents died when I was a boy, and she raised me, practically on her own.

ZOE

I'm sorry. Nick never mentioned that. It's nice that you take care of her now.

JUDAH

Well, I could be a lot better to her. You know, more attentive, spending more time talking to her, going with her to her bridge club.

ZOE

I'm sure she's really glad to have you around.

ZOE and JUDAH each take another spoonful of soup, looking down at their bowls.

JUDAH

So, Zoe, stop me if this is none of my business, but is it over now with you and Nick?

ZOE

It looks like it.

JUDAH

I'm sorry to hear that.

ZOE

Don't be sorry. It was good for a while, but now, I realize I'm not what he wants.

JUDAH

He doesn't know what he wants.

ZOE

Yeah, I think your friend's a little messed up.

JUDAH

A little?

ZOE smiles and continues to eat her soup. JUDAH turns to look at her appreciatively and accidentally squeezes a squeaky toy that squeaks. They both jump slightly. JUDAH reaches for and grabs a couple of hand puppets.

JUDAH

(as puppet A, to ZOE)

You're so pretty.

ZOE

You're just saying that to make me feel better.

JUDAH

(as puppet A) I'm saying that 'cause it's true. You know, I wanted to tell you that...

ZOE's phone rings. She looks at JUDAH for a lingering moment and then at the caller ID and realizes that it's NICK on the phone.

ZOE

Sorry, I gotta take this.

ZOE turns around a little for privacy, and answers the call.

JUDAH
(barely audible)
For a long time.

ZOE
Hello.

NICK
(on phone)
Look, Zoe, I'm really sorry about what I said
and the way I acted earlier. You didn't
deserve any of that. I hope you'll forgive
me and come back over.

ZOE
It's late, maybe I should just go home.

NICK
Please, Zoe, I've got something I really want
to talk to you about and it can't wait.

ZOE
Well, tell me now.

NICK
No, no, it's better in person. Just come.
Please.

ZOE
Okay, see you soon.

NICK
(sigh) Awesome!

ZOE hangs up, and looks apologetically at JUDAH.

ZOE
I'm sorry, I have to go. Thanks so much for
the soup, and soup nuts. It was delicious
and I feel better now.

JUDAH
Don't worry about it. I'm glad you're
feeling better.

ZOE leaves and JUDAH stares at his hand puppets in dismay.

INT. NICK'S APARTMENT - NIGHT

The room is candle lit, there is a bottle of wine and two glasses on the bedside table. NICK is holding ZOE in his arms, gently kissing her neck as they watch her performance tape.

NICK

You're perfect! That was so good.

ZOE

You really think so?

NICK

Absolutely. I might need to convince Judah, but I think he'll agree once he sees how amazing you are.

ZOE spaces out while NICK looks at her expectantly awaiting a response.

NICK (CONT)

Hey, are you okay?

ZOE looks at NICK reassuringly, and nods her head.

ZOE

Yeah, yeah, I'm fine. (ZOE takes NICK's hand in hers.) That sounds good.

INT. GOOD KARMA - DAY

NICK and JUDAH are sitting inside Good Karma drinking Americanos. NICK appears restless. As he is about to speak, a waitress comes over and looks JUDAH over approvingly, smiling slightly.

WAITRESS

Can I get you gentlemen anything else?

NICK

No, we're fine; thanks.

WAITRESS looks over at JUDAH.

WAITRESS

How about you, sir, you look like you could use another cup (WAITRESS barely perceptively jutting out her chest).

JUDAH (without even looking at her)
Nah, I'm all set.

WAITRESS

Okay, then, I'll be back with your check.

WAITRESS walks away.

NICK

Judah, I want to talk to you about something.

JUDAH says nothing.

NICK

I've been thinking about this for a while now, but didn't want to say anything until I was absolutely sure.

JUDAH

Huh?

NICK

It's about Zoe. I suddenly realized something. Remember the other night?

JUDAH

(looks a little guilty)
Uhhh...

NICK's cellphone starts ringing.

JUDAH

(even more guiltily)
Look, we just had soup and ...

NICK

(distractedly to JUDAH)
What? Hold on.

(on the phone)

Hello?

(pause)

Oh? Well, give me a sec, let me check in my calendar.

NICK flips through an imaginary planner.

NICK

(CONT'D)

Lucky for you, looks like that time slot is open.

(pause)

Great, looking forward to it. Bye!

(excitedly to JUDAH)

You're not going to believe this! That was Kevin Smith's intern! We've got an appointment with Kevin fucking Smith at his comic shop in Jersey.

JUDAH

(surprised)

Wha?! Awesome!

INT. BACK OFFICE, COMIC SHOP - DAY

NICK and JUDAH are waiting in KEVIN SMITH's office. KEVIN SMITH comes in and takes a seat across from them. NICK and JUDAH are awestruck.

KEVIN

Hey, thanks for coming on such short notice.

NICK

Thanks for inviting us here!

JUDAH

Yeah, cool digs.

KEVIN

Yeah. So, look guys, there's not much to say. I like the screenplay. It's fresh, it's honest, it's sexy. But most importantly, it's gonna make us money.

A shapely sales girl comes in.

KEVIN

You guys want anything?

NICK and JUDAH shake their heads.

KEVIN

(to the sales girl)

How about a root beer float, sweetie?

The sales girls leaves.

KEVIN

She's such a sweetheart. And, lordy, that ass is something else. Anyway, where were we? Oh, yeah, money. So you gotta spend some to make some. I was thinking Scarlett Johansson for the lead. Though she might be too pricey. Maybe someone as cute but less expensive, like Zooey Deschanel. What do you think about her, guys?

NICK

Well, actually, we already have someone in mind.

JUDAH

What?!

KEVIN

Oh, so you're thinking Anne Hathaway, then?

NICK

Actually, I was thinking of Zoe Baker.

KEVIN

Zoe Baker? Who the fuck is that?

KEVIN looks at JUDAH quizzingly, but JUDAH appears quite surprised himself.

NICK

She's a fabulous actor and a great person, too. You'll love her as soon as you see her.

KEVIN

And what films might I've seen her in?

NICK

Well, she hasn't been in any theatrically released movies yet, but she's perfect for the role.

KEVIN

Does she look good?

NICK

She's beautiful.

KEVIN

I don't know, sounds sketchy having an unknown play the lead. But I'd be happy to audition her. I've got a lovely casting couch. Anyway, how about the director? Got anyone in mind for that?

NICK

Well, since I'm so close to the material, Judah and I think that I should direct.

KEVIN

Let me guess, you haven't directed any *theatrically released* movies yet, either.

NICK

Gotta start somewhere, right?

KEVIN

Alright, gentlemen, thank you for coming in. I have some things to think about. I'll be in touch soon.

KEVIN walks NICK and JUDAH out of his office.

EXT. COMIC SHOP, RED BANK, NJ - DAY

NICK

Well, that went well, don't you think?

JUDAH

What the fuck are you talking about? And what's the matter with you? Zoe for the lead? Where did that come from? **I** don't remember seeing her audition. You think that role-play bullshit you guys do, that cat and

dog crap, that qualifies her to be the lead?
And I don't remember being consulted about
this, either.

NICK

No, listen, I saw an audition tape she did
and it was incredible.

JUDAH

Sure, I bet it was fucking incredible, but I
would never know since I didn't even know she
did an audition. Listen, maybe you should
just take **your** script, **your** movie, and **your**
girlfriend and work on it *your*self.
Clearly, I'm not needed here.

JUDAH storms off, leaving NICK speechlessly surprised.

INT. NICK'S APARTMENT - DAY

NICK and ZOE are in the shower together. ZOE is washing
NICK's back.

NICK

He's such a baby. All I'm asking him to do is
be a little open minded. It's not like I'm
trying to take control of everything. I don't
know. I don't know why I ever thought it
would be a good idea to work with him on a
serious project.

ZOE

Yeah, but he's your best friend and you've
been working together on this for so long.

NICK

(Sigh) Yeah, but I did most of the work.

ZOE

But didn't he contribute a bunch behind the
scenes?

NICK

Maybe a little.

ZOE

(her hands going lower on NICK, speaking soothingly)

How 'bout I talk to him, sweetie? I think the two of you can still work this out.

NICK

Okay, okay, whatever makes you happy, love bug.

NICK turns around and kisses ZOE on the forehead.

INT. CENTER CITY DAY CARE CENTER - DAY

JUDAH is on all fours purring like a kitten dressed in a cat costume trying to entertain some children. His cell phone rings, he looks at the screen and sees it's ZOE. He picks up.

JUDAH

Yes?

ZOE (O.S.)

Hi, Judah, do you have a minute to talk?

JUDAH

Not at the moment, I'm kinda busy.

ZOE

Well, it's kind of important.

JUDAH

I'm working. It's going to have to wait.

CUT

INT. CENTER CITY DAY CARE CENTER - DAY

JUDAH and ZOE are sitting on big building blocks, sipping from organic chocolate milk boxes. Sounds of children playing are heard in the background.

JUDAH

Nick just thinks of himself all the time. He doesn't stop to think about how other people feel. He's a, a . . .

ZOE

A narcissist?

JUDAH

Yeah, that's the word I was looking for.

ZOE

Tell me the truth, Judah, is it because of me?

JUDAH

What, what do you mean because of you?

ZOE

I mean because Nick wants to cast me.

JUDAH

No, no, Zoe, that has nothing to do with it.

ZOE

Look, you can be straight with me. Honestly, the role is about the least important thing in my life right now and if it's at the heart of this drama, then I'm out.

JUDAH

That's really not the issue.

ZOE

So then what's the issue?

JUDAH

Oh, forget it; it's not important.

ZOE

So you'll talk to him and come back to working on the movie?

JUDAH

I don't know...

ZOE

Fantastic! You're the best!

ZOE give JUDAH a friendly hug.

ZOE

Now *all* we have to do is raise a shit-ton of money and make a movie.

ZOE and JUDAH look into each other's eyes. A little CHILD comes over interrupting the moment by tugging on JUDAH's pant leg.

CHILD
Judah, I need peepee.

JUDAH
(to CHILD)
So what do you want me to do about it?

CHILD
Judah!

JUDAH
(to ZOE)
Well, duty calls.

(then playfully saluting to CHILD)
Aye aye, cap'n!

JUDAH takes the CHILD by the hand and leads him to the bathroom. ZOE smiles approvingly as they walk away.

INT. JORDAN AND KAYLA'S PLAY OFFICE - DAY

(Musical montage)

JORDAN and KAYLA are sitting in their open loft office at a long rehabbed industrial style work bench, each behind her own MacBook Pro™. JUDAH is standing, somewhat intimidated, before them talking and gesticulating profusely. JORDAN and KAYLA stoically shake their heads no without even bothering to look at each for confirmation. CUT TO JUDAH, NICK, and ZOE standing in line for lottery tickets. CUT TO JUDAH, NICK, and ZOE at a pool hall, where they lose to a pool shark. When they can't produce any money to cover their loss, his associate comes over to provide physical persuasion, and they run off. CUT TO JUDAH, NICK, and ZOE playing three-card monte. CUT TO JUDAH, NICK, and ZOE dressed up as Ben Franklin, George Washington, and Betsey Ross outside Independence Hall attempting to perform historical scenes for cash handouts from passerby. CUT TO JUDAH, NICK, and ZOE dressed up as a soft pretzel, cheese steak, and Philadelphia™ cream cheese doing a dance routine in front of the LOVE statue in Love Park for change from passerby.

EXT. SITTING ON BENCH IN LOVE PARK, CITY HALL IN THE BACKGROUND - DAY

JUDAH and NICK are sitting down with their costumes lying next to them, counting the change in their collection

bucket.

JUDAH

So, how much did we make today?

NICK

Well, today's grand total, so far, is thirty-nine dollars.

ZOE, still in her pretzel uniform, comes over bearing three soft pretzels and hands one each to JUDAH and NICK.

JUDAH

Thanks.

NICK nods his head in acknowledgment to ZOE, then returns to talk to JUDAH.

NICK

And after subtracting for necessary provisions (raising the pretzel), thirty-seven fifty.

JUDAH

So then what's our total for the week?

NICK

Not good, Judah, not good at all. We have a grand total of a hundred twelve dollars and some change. At this rate, we'll need to work way past our death before we have enough money to start production.

JUDAH

So what are you saying? You're not thinking of quitting, are you?

NICK

I don't know.

JUDAH

I'm sure there's a way we can raise the funds, we just haven't figured it out yet.

NICK

Well, I've figured out that this is bullshit and we're just kidding ourselves. It's time

for us to grow the fuck up and face reality. You can chase your dreams all you want, but eventually the alarm goes off and you have to wake up and go into work and accept your role as an insignificant cog in a pointless stupid machine that won't shut off and can't even be recycled.

NICK walks away flustered. ZOE looks at JUDAH with a shrug and then goes after NICK.

INT. JUDAH'S GRANDMA'S HOUSE - DAY

JUDAH and GRANDMA are sitting at a small kitchen table. JUDAH is picking at a plate of kasha and meat patties.

GRANDMA

(with east European accent)
What's the matter, you don't like?

JUDAH

No, grandma, it's delicious.

GRANDMA

Then why you eat like small bird?

JUDAH

I'm just not that hungry, grandma.

GRANDMA

Are you still upset with Nick?

JUDAH

Not exactly.

GRANDMA

Then what, exactly?

JUDAH

It's not important.

GRANDMA

Is important if it make you not eat. Tell me what is bothering you. Maybe I can help.

JUDAH

Even if I told you, there's nothing you can do about it.

GRANDMA

How you know if you do not tell. Go on, tell your grandma.

JUDAH

(Sigh) You know the movie I've been telling you about? Well, we're not making it anymore.

GRANDMA

Why not?

JUDAH

It's a long story, but basically we don't have a producer for the movie. One guy said he'd back the movie, but then the schmuck just changed his mind for no reason and left us hanging. And we tried to get some other producers on board, but that didn't go anywhere.

GRANDMA

And why you need producers? Make movie yourself.

JUDAH

Making movies is expensive, grandma, and we don't have that kind of money. That's why we need a producer - to provide the money so that we can focus on the movie-making part.

GRANDMA

How expensive is making movie?

JUDAH

Forget it grandma, it's tens of thousands of dollars.

GRANDMA

I understand. Okay, you eat.

GRANDMA leaves the room. JUDAH nibbles some more at the kasha and patties dish. GRANDMA returns with an old dusty book, which she places on the table together with a handwritten note that says "1334 York Avenue, New York, NY."

GRANDMA

Here, take album to this address; they will give you good price.

JUDAH

No, grandma, I'm not selling grandpa's rare-stamp collection. He left this for you. You have to keep it.

GRANDMA

Look, Yudale, I not ask you for much, just do this for your grandma. You will make me happy.

JUDAH

I love you, grandma, but I can't take this. Anyway, it's past your bedtime, let's get you to sleep.

JUDAH helps walk GRANDMA out of the kitchen, leaving the stamp collection on the table.

INT. BOB AND BARBARA'S - NIGHT

SHAKEY is playing bottle-neck blues. JUDAH is trying to drink away his woes. A reasonably attractive woman pays him a look, but JUDAH shrugs it off and continues drinking.

INT. NICK'S APARTMENT - NIGHT

NICK is in bed. ZOE comes in and lies down next to him. She tries to gently wake him up with a kiss. NICK pretends to be asleep.

INT. JUDAH'S GRANDMA'S HOUSE - DAY

JUDAH walks into the living room and sees his grandma reclining on her arm chair. He bends over to kiss her forehead, but realizes that she is not breathing.

JUDAH

Grandma! Grandma! Oh my God! (tears stream down his face).

EXT. CEMETERY - DAY

JUDAH, NICK, and ZOE attend JUDAH's grandma's funeral. NICK and ZOE comfort JUDAH. JUDAH shovels earth onto her casket.

INT. JUDAH'S GRANDMA'S HOUSE - DAY

JUDAH walks into his grandma's kitchen and sees the stamp

collection book on the table. He opens it and sees an inscription in Yiddish from his grandfather to his grandmother.

EXT. SOTHEBY'S NEW YORK - DAY

JUDAH is on the sidewalk outside looking with some disbelief at the address in front of him and the address on the note. Verifying that he's at the correct address, he goes in with the stamp album.

EXT. RACE STREET PIER BY BEN FRANKLIN BRIDGE - SUNSET

NICK sits by the water staring into space. JUDAH walks up with an envelope in his hand.

JUDAH

Hey!

NICK

Hey.

JUDAH

I've never been out here in sunset.

NICK

It's a good place to hide if you are a total failure and you don't want anyone you know to see you.

JUDAH

Well, somehow I knew you'd be here.

NICK

So, you doing okay?

JUDAH

Yeah, I think I am. In fact, I came here to share some good news.

NICK

Good news? Boy, could I use some.

JUDAH

Are you still looking for a producer?

NICK

I'm done dealing with those assholes.

JUDAH

You know, that's no way to talk about your best friend.

JUDAH hands NICK an envelope.

NICK

What the hell is this?

JUDAH

Your advance to get started on your directorial debut.

NICK opens the envelope, sees the check inside.

NICK

Holy shit! Are you kidding? How? Where? Who? How did you get all this money?

JUDAH

Let's just say I have friends in high places.
(Judah looks heavenward.)

NICK gets up to hug JUDAH.

NICK

This is amazing! I can't believe it!

JUDAH

I know!

JUDAH and NICK jump up and down the Race Street Pier in ecstasy.

INT. NICK'S APARTMENT - DAY

NICK stares in the mirror getting dressed. The real LEAH walks in. Nick glances at her in the mirror, figures it's the apparition again, ignores her, and continues getting dressed.

LEAH

Hi.

NICK

(surprised)

Leah! Hi! What are you doing here?

LEAH

Well, I rang the bell first, but you didn't answer, so I figured it was okay to let myself in.

NICK

Oh, the doorbell doesn't work anymore. I'm sorry, but I'm getting ready to head out.

LEAH

That's okay. I just came back to return your key.

NICK

Oh, thanks for bringing it over. I forgot you still had it.

LEAH

Yeah, I've been meaning to give it back to you for a while now.

Awkward silence for a moment.

LEAH (CONT.)

Anyway, it's nice to see you.

NICK

It's nice to see you, too.

LEAH

You look really good.

NICK

Thanks, so do you. I mean you always look great.

LEAH

So how are you doing?

NICK

I'm doing really well. Kind of nice to be able to say that, honestly.

LEAH

That's good to hear, Nick. I'm really happy for you.

NICK

And how have you been?

LEAH

I'm fantastic. I just got a promotion at work and I'm dating a great guy.

NICK

Oh yeah, what does he do?

LEAH

He's a neurologist.

NICK

Wow, that sounds intense. I mean that's cool. Sounds like you have everything you ever wanted.

LEAH

(not totally convinced)

Yeah, I guess I do. And you, you dating anyone?

NICK

Yeah, for a while. It might be getting serious.

LEAH

(hurriedly)

Um, yeah, Brandon and I might be, too.

NICK

Cool. Well, I'm just about done here.

LEAH

So... do you ever still think about us?

NICK

I used to. But not so much anymore.

LEAH

It's better that way.

NICK

Yeah, I think so, too.

LEAH
Well, take care.

NICK
You, too.

LEAH
Well, I guess I'll get out of your way.

LEAH turns to leave and starts walking towards the door.

NICK
Leah, wait!

LEAH turns around eagerly.

LEAH
Yes?

NICK
Oh, nothing, nevermind.

LEAH
(disappointedly)
Okay, bye.

LEAH leaves and closes the door behind her.

NICK
I'm making a movie!

66 EXT. WATER WORKS - NIGHT

NICK and ZOE are seated closely together.

NICK
I can't believe you dragged me out here in
this cold.

ZOE
Oh, it's all in your head, sweetie. Anyway,
what time is it?

NICK
Almost midnight.

ZOE

Can you believe a whole year has gone by since we've met?

NICK

You know, sometimes I feel like we just met yesterday and other times I feel like we've known each other all of our lives.

ZOE

I feel the same way. It's beautiful isn't it?

NICK

Almost as beautiful as you look tonight.

ZOE

Aww. Can you see me blushing in the dark?

NICK

I'm so happy being here with you. I wish I could freeze this moment forever.

ZOE

I love you so much it breaks my heart.

Fireworks start exploding overhead and distant cheers and shouts of "Happy New Year!" are heard.

NICK

Cut!

NICK gets up, the camera pans out and we see that NICK and ZOE are on a movie set.

NICK

I'm sorry, we can't finish it like this.

ZOE

Why not?

NICK

It's bullshit! Everything I wrote is shit. It never happens this way.

ZOE

It can.

NICK

I don't believe it.

ZOE

Maybe that's why it hasn't happened for you.

NICK

It's never that simple.

ZOE

Actually, it is—the moment you decide that you want it to be, it will. Someday you'll discover this and it will be the best surprise of your life.

INT. PRINCE MUSIC THEATER, CINEDELPHIA FILM AWARDS - NIGHT
JUDAH, NICK, and ZOE sit in the audience, clenching their fists in anticipation. A radically dressed female PRESENTER is at the podium.

PRESENTER

And the winner of the Cinedelphia Audience Choice Award is . . . "Love is F#@%&d"

NICK runs up to the podium to accept the award. He clutches the award, looks out into the crowd, a bit out of breath.

NICK

Wow! Thank you! This is such a great honor. I don't think any of us saw this coming when we started this film three years ago. I want to thank all of the amazing people who made this movie possible. You've been an awesome team. But there's one person I have to give special thanks to. From the moment this movie was conceived, this person has been its handmaiden. This life preserver, my best friend, is also my producer Judah Cohen. Thank you, buddy for making this film a reality.

The get-off-the-stage music starts playing.

NICK (CONT.)

Wait, I want to share something important I learned in making this movie. You may have

noticed that I think love is fucked. (pause for audience laughter.) Yes, it's true that love lifts you, then drops you; love builds you up, then shatters you; love cocoons you, then breaks you and spills your bloody guts all over everything and everyone you're close to. But without love, we're doomed. We wouldn't be here today; none of us would create art; and worse than that, none of us would care. (music gets louder) So to all the heartbreakers and the heartbroken, thank you and good night!

The music gets even louder, the audience claps, NICK waves towards ZOE and JUDAH and steps away from the podium. We see ZOE looking back at NICK, nodding tearfully.

EXT. ROOF DECK, HOTEL MONACO - NIGHT

JUDAH and NICK are hanging out on the roof deck with drinks staring out into the Philadelphia night.

JUDAH

Remember how all of this started?

NICK

You mean how everything in life starts—with a woman?

JUDAH

It's just funny, man. You know, it's just the beginning.

ZOE

The beginning of the end, I'm afraid. (ZOE smiles at NICK) Our little man needs tucking in. We gotta get home, sweetie.

JUDAH and NICK look at each other and pat each other's backs goodbye. JUDAH gets up, kisses ZOE, and puts his arm around her back as they walk off towards the elevator. NICK takes out a joint, lights up, and takes a drag. He blows smoke into the night sky. His statue lies sideways on his lap.

CLOSING CREDITS