

RUN FOR THE BORDER

(excerpt)

by Doyle Avant

INT. BAR NIGHT

Soft neon and slow-motion fans. Place hasn't been touched since the 50's. We move slowly in on a COUPLE drinking in a booth made of orange naugahyde.

FRANK (40's) decent looking without going overboard. He's got a lot of on his mind and is keeping most of it to himself. He's listening to SPECTACULAR LOOKING WOMAN. She's got a lot on her mind and is keeping none of it to herself.

WOMAN

These Native Americans - what a bunch of whiners. *I know, I know.* We came over here and lied and cheated and stole all their land and then set them up on the rez with all this cheap booze, etc. It's not fair. I'm merely suggesting that perhaps it's time for everybody to sober up and get over it. What is it with people today that they get so shocked and indignant whenever they hear about something that's *not fair*.

Frank nods, but he's not exactly agreeing.

WOMAN

They act like it's the first time in history anything *not fair* has ever happened. And so they feel morally compelled to get all morose and soul searching about it. C'mon! You think the ancient Greeks stayed awake at night agonizing about how they'd been a little tough on those poor Trojans. Try to figure out how they could make it up to them. Maybe name a condom in their honor or something.

She catches Frank gazing absently out the window.

WOMAN

You know I was trying to reach you all afternoon.

Frank's eyes: really?

WOMAN

I tried you at work. I tried your neighbor. I tried Louie's.

FRANK

I wasn't in any of those places.

WOMAN

Frank, what century is it?

Frank senses a trick question.

WOMAN

I'll give you a little hint -- the twenty-first. So what do you say you join it and buy a fucking cell phone so I can get ahold of you.

By now, the answer should be self-evident. Frank tries not to show it, but this woman is starting to drive him crazy.

The BARTENDER drifts by. He's solid and of indeterminable age.

BARTENDER

Hey Frank.

FRANK

Yeah.

BARTENDER

Telephone.

Frank looks toward the phone booth in the back -- with a combination of surprise and wariness. This is a guy who's left some places in the middle of the night.

FRANK

Who is it?

BARTENDER

Some guy.

FRANK

Well that narrows it down.

PHONE BOOTH

Frank steps inside. The phone rests on a little counter, off the hook. Frank regards it with some trepidation -- finally picks it up.

FRANK

Hello.

MAN'S VOICE

Frank?

A flicker of recognition and puzzlement passes over Frank's face.

FRANK

-- Yeah.

MAN

It's Tommy Sykes. In San Antonio....
I live down the street from your folks.

FRANK

I know who you are. -- (*amazed*) How'd you get this number?

TOMMY

That's kinda complicated. Don't worry about it.

FRANK

I'm not *worried* -- just *curious*.

TOMMY

Frank, your mom's dying.

A faint tremor shoots through Frank.

MAN

You better hurry.

INT. BAR

Frank walks back toward his DATE -- a blank expression giving no clue to how he's taking the news. The Woman eyes him impatiently, drinks. Frank sits, tips his drink toward him. Gazes down into it, maybe looking for a sign.

WOMAN

Can I ask you something, Frank?

Frank looks up at her -- 'be my guest'.

WOMAN

So...

(points to him, then her)
you see any future here?

EXT. ROAD NIGHT

A lonely stretch of rural backroad. Pan across an old lateral oil pump that looks like a bucking horse, rising and falling in slow motion, pacing itself for all time.

A WHITE '62 CHEVY IMPALA approaches us, then zooms by.

Passes a BILLBOARD: LET THE LORD DO THE DRIVING.

A little ways later, there's a HITCHHIKER standing beside the road who vaguely resembles Moses. He's got a sign that says: BANGKOK. (JERUSALEM?)

FRANK

You got the right idea.

Frank zooms by. Looks in the rear view. Moses is swallowed by the darkness.

EXT. GAS STATION NIGHT

Frank stands next to an OLD TIMER filling up his pickup. He admires Frank's Impala.

OLD TIMER

What's this got? 362 -- straight six?

FRANK

Yeah.

Frank's impressed. Old guy knows his cars. Time passes. Gas flows.

OLD TIMER

Where ya headed?

FRANK

Home.

The Old Timer shakes his head grimly.

OLD TIMER

I never left home. -- Trust me, there's nothing there for you.

INT. MOVING CAR

Frank cruises through a small town. Everything is closed up for the night -- until he approaches an old diner called MARY'S CAFE. Frank smiles. It's his kind of place. But just when he pulls into the lot, the cafe clicks off its lights as well.

FRANK

Is it me?

EXT. THE ROAD NIGHT

Out in the boondocks again, Frank listens to a baseball game on the RADIO.

ANNOUNCER

We've still got no outs here in the top of the fourth. It's been a long inning... and the way the Cards are pitching it's gonna be a long night.

Frank nods at that. He checks the rear view mirror -- reaches into to a cooler on the floor. Pulls out a can of Schaeffer's beer, cracks it open, takes a sip. Close on the can:
"Schaeffer's. For when you're having more than one."

EXT. ROAD DAWN

Frank roars through mist shrouded swampland. Approaches a bridge. SIGN: 'Leaving Louisiana. You'll regret it.' Frank leaves anyway -- shoots across the bridge, over a river. Another SIGN: 'Welcome to Texas. The Lone Star State.' Frank looks like he just got another nail hammered into his coffin.

EXT. FREEWAY -- LATE AFTERNOON

Frank hits the outskirts SAN ANTONIO. The downtown skyline eases into view: a dozen or so minor league skyscrapers. Those familiar shapes. Frank can't quite believe he's back -- seeing them. The old Tower of Life. Frank's eyes lock on it, hypnotized.

EXT. STREET

Frank ascends a hill -- reaches the top and comes to a stop at a red light. Below him sprawls a beautiful oak filled upscale neighborhood. He's getting close and it's making him more and more anxious.

A HORN blares behind him. Frank's eyes flick up to the TRAFFIC LIGHT -- green. Frank does nothing. The horn honks again -- this time the guy really lays on it. Frank makes no move.

Then he comes to life. Whips the car into a U-turn, goes back in the direction from whence he came.

EXT. STREETS DUSK

Frank cruises Broadway, heading downtown. Past a bunch of dubious looking used car lots and Chapter 11-ed businesses. The abandoned PlayLand Park. The Alden Hotel, boarded up, and maybe that's for the best. Alamo Signature Loans -- \$30-200. Bus stop benches across from the old courthouse. Dozens of Latinos waiting to get home. Frank scans their faces, as though looking for someone to trade places with.

EXT. BAR NIGHT

The Mission Club. A south side dive lounge.

INT. BAR

Frank sits at the bar -- drinking fast. The Spurs and the Lakers on the TV. Frank follows the game intently, but devoid of passion. Simply needing some moving objects to focus on.

INT. BAR LATER

A DRUNK 40 has sat down at the stool next to Frank.

DRUNK

... married five times before I got it right.
My cars were lasting longer than my wives...
And running a lot better, I might add.

Frank's eyes flick to the TV for a second.

DRUNK

Hey there's nothing for you there! That
fucking box steals your love. Sucks it right
out of you, and let me tell you, your supply
is *not* unlimited. In the end, you gotta
choose. It's either the Lakers... or it's a

woman. See? That's why I stopped watching basketball. I used myself up loving the Lakers... but the Lakers didn't know I existed.

The guy waits for Frank to respond. In vain.

DRUNK

Did you hear a word I said?

FRANK

Sure.

The Drunk doesn't seem too sure about that.

DRUNK

Yeah right.

FRANK

You want me to repeat it back to you?

A Roar comes from the TV. Frank looks up.

The basketball GAME CLOCK shows five seconds. We watch and hear:

TV ANNOUNCER

Well, it has come to this. Spurs are down to a prayer. Sean inbounds to Avery, swings it to Person, Chuck from three..... no.

The Buzzer sounds.

ANNOUNCER

It's over.

FRANK (quiet)

Yes it is.

The BARTENDER walks over -- zaps off the TV with a remote, Suddenly the lights all over the bar begin to dim. A buzz of excitement passes over the room. Loud down and dirty music starts up. A SPOTLIGHT hits the far end of the bar.

A WOMAN in G-string and minimal top steps up on the bar. She starts walking the walk -- gracefully weaving her way through the drinks. Frank is amazed at the place's sudden transformation.

FRANK (to Drunk)

What's happening?

DRUNK

What's it look like?

The Drunk grins, totally into the show.

DRUNK

This is a lot better for your mind than basketball. Know why?

No, Frank doesn't.

DRUNK

It doesn't do all the mental work for you. You gotta meet it halfway. Use a little imagination.

Well not *too much* imagination. The Woman makes her way down the bar, and stops right over Frank. She moves and smiles like a pro and has all the dimensions they like in these kind of joints.

ON FRANK. What little top the woman was wearing falls besides Frank's scotch for him to ponder.

As WE STAY ON FRANK -- he looks back up and watches the woman dance with the same focus he watched the game with -- dispassionately taking in visual information.

The DRUNK leans over, shouts into Frank's ear.

DRUNK

Know who she is?

FRANK

I give up.

DRUNK

My wife.

The Drunk says it with such aplomb, you know it's gotta true. The Woman winks to her husband, moves on to work the rest of the bar top.

Frank turns to say something to the Drunk, but he's gone -- replaced by a very young, very pretty LATINA WOMAN. She brushes up provocatively against Frank, sets a hand on his leg.

WOMAN

You like a private show?

EXT. PARKING LOT NIGHT

Frank's Impala in the parking lot. No one visible inside.

FRANK (OFF)

Mmm mmm. Mmm mmm.

The sounds of pleasure. Or...

TO -- the edge of the parking lot. FRANK is alone, hunched over, gripping his stomach.

FRANK

Mmmm.

He throws up onto the grass. He stands up weakly, relieved. Wipes his brow. He blunders over to his car, climbs in the back seat, lies down.

EXT. PARKING LOT DAWN

The Impala. Nothing happening. Frank's head slowly rises up into view, bleary eyed, hair awry. He looks around, figures out where he is -- and descends again.

EXT. PARKING LOT -- LATER

Frank stands brushing his teeth. A BURNT-OUT GUY 50 comes by with a shopping cart with an old cash register inside. Stops and stares at Frank as if he's the strangest thing he ever saw. Frank pauses in his ablutions, toothbrush still in his mouth.

BURNOUT

Hey soldier, you in the army?

Frank shakes his head.

BURNOUT

I need a dollar.

Frank fishes around in his pocket -- hands him a dollar.

BURNOUT

Can you break this for me, by any chance?

Frank goes through his pockets again. Scoops out a handful of change. Frank doesn't have quite enough.

BURNOUT

Close enough.

He starts off, stops. Looks around to make sure no one's watching.

BURNOUT (hushed)

If this scrawny whiteboy name Leo comes around asking for me -- this never happened.

Frank nods. The guy goes. Frank gets back to brushing his teeth.

EXT. STREETS DAY

Frank drives over the hill beside ALAMO STADIUM. We hear faint echoes of a football game. The sounds fade, maybe never really there.

Frank descends into the woodlands of the Olmos Flood Basin. Enormous oak trees form a canopy over the road -- shutting out most of the sunlight. Enchanted. A dog barks in the distance. Frank shivers slightly. This place is full of ghosts. He drives past some overgrown little league baseball fields. Gazes at them.

EXT. STREET -- LATER

Frank drives down a block of luxurious houses. His old street. He slows down to a crawl, his dread growing -- putting off the inevitable as long as possible. He stops at the corner. Large one story, off yellow pastel, nice place. A WHITE MERCEDES in the garage.

Frank's father BILL stands uneasily on the front porch, smoking. If Frank lets himself get bitter and mean -- Bill is what he'll turn into one day. Seeing his son, Bill drops his cigarette, grinds it out. Frank gets out of the car, moves warily toward his father.

Without any ado, Bill steps forward and punches Frank in the face. Frank massages his jaw.

Bill moves in for another shot. This time, Frank deflects the punch -- puts a hand on Bill's chest and sends him reeling backward. The two men stare each other, deciding whether to keep at it, or walk away....

FRANK

I'm gonna go talk to Mom.

BILL

-- Melba's in there.

FRANK

I better hurry then.

Frank starts off. Stops.

FRANK

How's your golf game these days?

BILL

Fuck you.

Frank nods okay.

INT. HOUSE

Frank makes his way slowly through the sitting porch area. Full of beat up antiques someone had to dig for. Old Mexican tapestries. A black and white photo of an Old Man in a Chiapas market.

A PHOTO taken twenty years ago in Trafalgar Square, London. FRANK 10 and HIS MOTHER -- arm in arm.

Frank zeroes in on his MOTHER'S FACE. AGNES 40. Brown hair. Thin. Beautiful, if you look long enough. Smiling a bit sadly. A kind woman unable to defend herself.

INT. HALLWAY

Frank moves soundlessly down the hall toward his mother's room. As he reaches her door, he stops, out of sight, listens:
A WOMAN'S VOICE. It's MELBA, Frank's mad aunt.

MELBA (off)

The Enquirer says that Gina's gonna to have his baby. On the show, Gina is Dr. Jack's big enemy. She's always telling Dr. Jack's girlfriend that she she dump him... to the point that you started to wonder about Gina's true intentions.... next thing you know Gina and Dr. Jack are spotted on the beach in Mexico -- in real life, I'm talking about now. Swimming naked at midnight. And conceiving a child, apparently.

WOMAN (uninterested)

Hmm.

This is AGNES, Frank's mother. She sounds completely exhausted. Melba continues on obliviously.

MELBA (off)

Meanwhile, Jenine Farmer, the actress that Dr. Jack's engaged to -- in life we're talking now -- she's also pregnant with his baby -- and still wants to go through with the wedding.

(no response)

Pretty unbelievable huh?

AGNES

Oh yeah.

Melba doesn't even hear Agnes' disinterested tone.

MELBA

The way those actors carry on... it's amazing.

AGNES

Not to me.

MELBA

It's like they get on these TV shows and suddenly start sleeping with each other's fiances and....

AGNES

(exhausted)

Melba, please stop talking. Or talk somewhere else.

ON FRANK -- laughing silently.

MELBA (getting it)
I'm sorry. I'm just trying to... you know,
make conversation.

AGNES
After I made it clear that I want to be left
alone. But no.

MELBA
You want me to get you anything?

AGNES
Some peace and quiet.

MELBA
You want some of that chicken soup Janie
brought?

AGNES
No.

MELBA
It's good.

AGNES
I'm sure it is.

MELBA
How bout some of that custard -- it's easy on
your stomach.

AGNES (explodes)
Get the fuck out of here!!!

On Frank -- amazed to hear his mother using the fuck word.

Melba gets up and rush out. She rounds the corner and almost runs
smack into Frank. MELBA (50's) has the frazzled look of someone
who's spent most of her life's waking moments talking. Startled
by Frank, she starts to say something, then rushes out.

Frank braces himself, then goes into:

INT. BEDROOM

AGNES lies on her back, her eyes closed. Compared to the photos
we saw moments ago, she's lost a lot of weight. She's dying.

And only when Frank sees her does he believe it. Agnes opens her
eyes, sees Frank. Sees the pained look on his face.

AGNES
Oh.

Frank goes over and hugs her. Buries his head into her.

AGNES
I'm glad you made it.

EXT. BACK PORCH DAY

Bill stands smoking. Melba comes out the back door.
Standing side by side, they look alike -- weird and mean.

MELBA
Boy I tell you, this is terrible.

Bill looks at her.

BILL
Could you do me a favor?

MELBA
Sure, Bill.

Bill
Shut the fuck up.

INT. BEDROOM

Frank sits beside Agnes on her bed.

FRANK
What did they say?

AGNES
It's not good... They don't know. But it
won't be long.

Frank in a state of shock.

FRANK
How did this happen?

AGNES (nods)
I got a quick one. Quick and bad.

Long silence. Frank seems like he's in a trance.

AGNES
You're in New Orleans now, huh?

FRANK (dazed)
-- Uh, yeah.

AGNES
How is it?

FRANK
It's uh... you know...

AGNES
Kinda humid.

FRANK
It's real humid.

AGNES
What are you doing for money these days?

FRANK
I've been working at a photo lab, but I don't think I'm gonna stick with it.

AGNES
Better than selling dope.

FRANK
I don't know about that. I had a lot better hours and met more interesting people selling dope.

AGNES
-- Got a girlfriend?

FRANK
-- I don't think so.

AGNES
You don't sound so sure.

FRANK
-- Bill's looking well.

AGNES
You see him?

FRANK
Yeah, we caught up a little outside.

AGNES (rueful)
Oh boy. -- You look good.

FRANK
Thanks.

This is the moment when one usually says: 'so do you'. Frank buries his head in his hands. Agnes reaches over and pulls one of his hands to her. A long silence.

FRANK (whispers)
I thought you'd be here forever.

AGNES
Mmm.

Neither one of them says anything. Agnes' eyes dart around the ceiling as though looking for something. Unable to find it, she shakes her head, lost.

AGNES

I wanted to tell you...

Sees an old BALANCE SCALE on the far side of the room. The kind where you step on and slide the weight over til the needle balances.

AGNES

That scale was my father's... He used to weigh himself every morning... there at the end.

(doesn't know where to take this.)

I wish I could say something that means something.

Footsteps in the hall. Agnes dabs her eyes with a kleenex. BILL appears -- glares at Frank. Then turns to Agnes.

BILL

How you feeling?

AGNES

Okay.

Silence. Bill stands there awkwardly.

AGNES

Are you thinking about going to the store anytime?

BILL

I could.

AGNES *(thinks)*

Could you pick me up some Wheaties.

On Frank -- "what the hell?"

BILL

Wheaties?

AGNES

I don't know why but I have a sudden craving for Wheaties.

BILL

Okay. I can pick you up some Wheaties. Anything else?

AGNES

Wheaties will do it.

Another motionless, awkward silence.

BILL

Okay, then. I'll be right back.

He leaves.

AGNES (quiet)

Bye.

FRANK (shakes head)

You know nothing ever changes with....

AGNES

Shhh

Her head is cocked, following the sound of Bill's footsteps, fading down the hallway, then through the house. A door closing. A CAR starts up outside, pulls away.

Suddenly, Agnes sits bolt upright and weakly pushes the covers off her.

AGNES

Let's get out of here.

Frank just stares at her, dumbfounded -- Agnes not in any condition to go anywhere.

AGNES

Come on. We're wasting time. Help me up here.

Stunned, he obeys. Helps swing her feet onto the floor.

AGNES

Open up that closet.

(Frank does)

Give me that blue dress on the left.

Frank brings it over. Agnes raises her arms. Frank puts it on over the slip she's wearing.

AGNES

Those shoes.

Frank retrieves them, puts them on her feet. Agnes teeters, almost falls back to the bed. Tragically determined, she somehow manages to hold herself up.

AGNES

And that case. The other one.

Frank scoops up a small OVERNIGHT BAG -- carries it over. Agnes opens it up. It's fully packed.

FRANK

Jesus.

AGNES

You got here just in time.

EXT. STREET

Frank carries Agnes out the front door, not bothering to shut it behind them. He puts her in the front seat of the Impala.

Tosses the overnight bag in the back. Gets in.

Just as Frank starts up the car, BILL'S WHITE MERCEDES appears at the end of the block.

AGNES

Ah Christ, he must have suspected something.

Bill drives on toward them, starts his turn into the driveway -- spots Agnes and Frank in the Impala.

AGNES (weak)

Go go go!

Frank puts the car in gear and speeds off. He looks back -- sees Bill pulling back out, racing off after them.

Frank swings the car around a corner -- catches the MERCEDES in the REAR VIEW, turns again. Frank's eyes scanning the driveways. Finds one he likes -- whips the IMPALA into it -- scoots the car on into the backyard. Behind them, the MERCEDES whizzes past the driveway without pausing.

AGNES

Little trick from your drug dealing days?

INT. MOVING CAR

Driving down Broadway past Incarnate Word College. Five NUNS stand by the street, waiting for the bus -- a day out on the town. Agnes looking relieved to have escaped.

FRANK

He's gonna be pissed.

AGNES

Fuck him.

Frank can't get over the change in his mother. Not because she's lost thirty pounds. But because she has a whole force and vocabulary he's never witnessed before.

FRANK

So when'd you learn how to say 'fuck'?

AGNES

Couple weeks ago.

FRANK

Guess it's never too late.

AGNES

The key is picking your moments. Not just throwing it out there every other sentence like these kids today. You've got to pace yourself with the fucks.

FRANK

You really do.

INT. CAR -- LATER

Driving through midtown past the Pearl Brewery, Jackson's Meat Locker -- then three converging highways going everywhere on the continent. Just sitting up in her seat is an incredible effort for Agnes. She speaks with unexpected force, knowing she's running out of time.

AGNES

This isn't how I pictured it.

Frank's not sure what she means.

AGNES

I always figured that when you got... to this point, people would finally quit bothering you all the time and just do what you want for a change.

FRANK

No luck huh?

AGNES

It's even worse than before. I was all alone there, surrounded by *his* family. I can't even keep em out of my own house. My friends come by, Bill tells them I'm sleeping -- sends them away. He takes the phone out of my room so I won't be disturbed. I had to practically set my bed on fire to get the damn thing back.

I found a lawyer in the yellow pages last week. Told him I wanted to file for divorce.

Frank looks at this mother, devastated by this hopeless fantasy of hers.

AGNES

The thought of dying married to him....

(mirthless laugh)

But you know something? They're never gonna give me a divorce. They don't do that for somebody in my situation. I'm not of sound mind.... much less the rest of it.

They pass an ANCIENT MAN riding an old Raleigh on the sidewalk. Agnes looks at him as if he looks familiar.

AGNES

I know you stayed away because of Bill.

FRANK

I shouldn't have.

AGNES

No, you had the right idea. I should have followed your example. Instead I stuck around..... and got surrounded.

(suddenly angry)

Surrounded by people who wanna put me in a plot!

FRANK

What plot?

AGNES

The cemetery plot Bill bought, over at Morningside.

FRANK (what?!)

When did *this* happen?

AGNES

Right before I asked him to move out.

(incredulous)

Ugliest thing you've ever seen in your life. Put our names and date of birth on the stones and with a little blank space for our date of death like we couldn't wait to get in the ground and get all this over with.

FRANK

What inspired this?

AGNES (acid)

Some *kid* is what inspired this. Some hotshot young tombstone dealing grave-plot selling punk ass kid talked him into it. -- Can you imagine having a job like that?

FRANK

Me personally?

AGNES

Don't ever sell cemetery plots to living people, Frank. I'd rather you went back to dealing drugs.

FRANK

If it comes to that, I will.

AGNES

Bill buys this thing without telling me and then springs it on me like it's this big deal wonderful surprise... I should have divorced him then and there. I'd be in the clear by now. -- And can you *believe* it? Just yesterday -- he must have thought I was asleep -- he's talking to Melba, saying how he's gonna bury me in that darn plot.

FRANK

Unbelievable.

AGNES

I piped in: 'you'll bury me in that hole over my dead body!' And he says 'alright, fine. Have it your way.' But I know that so and so is lying. Soon as I'm dead, he's having it *his* way. Arrange some tacky Jackson Chapels funeral and drop me in the ground, ready or not, here I come.

FRANK

It's not gonna happen.

AGNES

I feel terrible. Doctor gives me a week -- like it's some kind of christmas present
(*incredulous*)
and I'm stuck with Melba talking to me about soap opera actors. And now they wanna put me in some hole in the ground next to someone I *don't even get along with!*

FRANK

Nobody's putting you in a hole.

AGNES

I'm counting on you here, Frank. You are my only line of defense against these people.

FRANK

Okay.

They ride awhile in silence.

AGNES

I want to be cremated.

Frank looks out the window, not ready for this.

AGNES

You hear me?

FRANK

Yeah okay, I heard you.

AGNES

This burying people, it's unnatural.
(*shivers*) Pumping em full of preservatives, then burying em. Go somewhere like New Orleans, the ground is practically a swamp to begin with, you get a good rain and all those preserved bodies just...

FRANK

Okay! I get the idea.

EXT. STREET -- LATER

They drive past the Witte Museum -- stop at a red light. A worn out WOMAN 23 pushes her two seat baby carriage across the street. The Woman looks lost. Like she doesn't know how she got here. Here in life. The light changes. They drive on.

AGNES

I'm so glad you came back. I was scared I never was gonna see you again.

Agnes looks hard at Frank -- love and reproach in her eyes.

AGNES

All this wandering of yours. I know you had to do it... but you broke my heart.

EXT. STREETS MONTAGE

Frank driving Agnes slowly around town. Occasionally, she gives a direction and he proceeds accordingly.

Past the Botanical Gardens. Stimson Airfield, a WWI biplane taking off. Joe Ramos' Barber Shop -- Joe inside, giving one of his all the time in the world cuts. The put-your-life-on-the-line Esquire Bar. Everywhere. Agnes gazing out the window -- bidding it all farewell, yet oddly content.

They drive past the AZTEC THEATER -- a baroque 1920's movie house. Boarded up. Behold it while you still can.

SHOULD THERE BE AN OLD PHOTO HERE OF THE ORIG. PLACE. ==
ALSO SHOULD THIS MEMORY BE OF SOMETHING DIFF. THAT BILL?

AGNES

May 1962, Lawrence of Arabia. Peter O'Toole.
Mmm mmm.

Yes sir, Peter was looking good.

AGNES

Wednesday nights. That was movie night for us. Bill and I. That's where we'd go. Movie at the Aztec. Dinner at Schilos after.
(thinks about that)
I guess he wasn't all bad.... not always....
I wonder what happened.

She looks to Frank -- hoping he might have the answer.

EXT. STREET

They go past the SONIC DRIVE-IN. A 1950's style joint. Curbside service, clip on trays, the whole thing. As Agnes looks back at it, her eyes lighting up slightly.

AGNES

Pull in there.

Frank raises his eyebrows.

EXT. SONIC DRIVE IN

Frank guides the car into the lot, parks. A MENU and INTERCOM loom at his window. A apathetic WOMAN'S VOICE greets them.

VOICE

Welcome to Sonic. Can I take your order?

FRANK

Hang on. (to Agnes) What d'you feel like?

AGNES

A vanilla malt.

FRANK (checks menu)

They've got shakes.

AGNES

It's the same thing. They changed the name.

Agnes shakes her head -- most idiotic thing she's ever heard.

AGNES

These fast food people act like the English language is here solely for their amusement.

FRANK (into intercom)

We'll have a vanilla shake and uh.... make it two vanilla shakes and a small order of fries.

VOICE

Be right out.

FRANK

We'll be here.

Frank looks around -- taking in the place.

FRANK

Yep. Hanging out at the drive in.

MOMENTS LATER

Long shot of a SONIC WAITRESS coming out.

INT. CAR

The Waitress, a Latina woman 30s, delivers the SHAKES.

WOMAN

That's three oh five.

Frank hands her four bucks -- waves off the change. The waitress goes without a word. Agnes watches her.

AGNES

There's one for you.

FRANK

What?

AGNES

She's your type.

Frank checks her out.

FRANK

I didn't realize I had a type.

AGNES

Believe me, you do.

Frank hands Agnes her shake. She holds it with both hands, and even so they tremble. They sip their drinks in silence for awhile.

FRANK

How's that malt?

AGNES

Not too bad.

INT. CAR -- LATER

Agnes gives up. She reaches her half finished shake out toward the dash -- is barely able to set it down.

AGNES

I'm getting a raw deal here. Nobody can talk me out of that... Reverend Potter came by the house the other day. Wanted to read the bible to me in bed.

FRANK

In bed *with* you?

AGNES

Very funny.

FRANK

You hussy. -- Which part did he read you?

AGNES (shrugs)

John, I think. Or Mathew -- one of those groupies. I dozed off at some point. When I woke up, I said 'hey Reverend, why am I dying so far ahead of schedule?'

FRANK

So what'd he say?

AGNES == FIX

Something about mysteries ways and some kind of ineffable spiritual economy. So I said 'hey hey Reverend -- do you *agree* or *disagree* with god's decision here.?

FRANK

And

AGNES

And he was speechless.

FRANK

That's a miracle.

AGNES

Sometimes they happen.

INT. MOVING CAR

They drive past the ButterCrust Bakery. A long one story building with a huge window in front. Hot-out-of-the-oven loaves of bread on a conveyer belt move along with the Impala.

FRANK

You remember taking us on that field trip there?

AGNES

Sure. You kids loved it.

FRANK

-- How bout *you*?

AGNES

How *bout me* what?

FRANK

Did *you* love it?

AGNES (shrugs)

Oh you know. It was interesting. -- But let's face, ButterCrust is miserable bread.

FRANK

It's good for fishing.

EXT. STREETS LATER

Driving past the old Main Buick Dealership. Beautiful three story deco building from the 1930's. Abandoned.

AGNES

I bought a car there once. A Skylark. 1968 I think. Kind of kahki. 'Maple Tan' I think they called it. You remember that car?

FRANK

Sure.

AGNES

It's funny. Sometimes I have dreams about that car. I'm sitting in that big seat, driving it.

Suddenly Agnes slumps over toward Frank. He reaches out, catches her.

AGNES

I think I need to lie down.

EXT. BRACKENRIDGE PARK DAY

Frank has parked the car at the edge of an oak forest. Picnic benches and a slow moving river nearby. He gets Agnes settled in the back seat. He covers her with a denim jacket, closes the door. She calls out through the open window.

AGNES

Frank.

FRANK

Yeah.

AGNES

Wake me up in half an hour.

FRANK

Okay.

AGNES

I don't wanna die in this car.

EXT. PARK

Frank sits on the hood of the car eating French Fries. He gets up, wanders down toward the RIVER.

An old VIETNAMESE WOMAN is there with her GRANDDAUGHTER, 4. The girl is throwing bits of bread to the ducks in the water. She runs out of bread.

WOMAN

Khong se.

'All gone.' The girl pouts a little. Frank tosses a french fry into the water. A duck makes a beeline and grabs it. The little girl's eyes light up.

Frank holds out the bag to her. She nervously backs up a step, looks up to her Grandmother for a sign. The Grandmother nods that Frank's probably harmless. The Girl timidly reaches out, takes a french fry, tosses it in the water. Frank tosses one in. The Girl tosses one in. Back and forth. Ducks like french fries, it seems. Who knows, maybe it's the grease. Frank and the girl work their way through the bag of fries.

WOMAN
(whispers to girl)
Tien 'thank you'.

GIRL
Thank you.

FRANK
You're welcome.

Frank checks his watch. Time's up. Walks back over to the car. Looks in through the window. Just as he does, Agnes opens her eyes, stares at the ceiling, lost. Then sees Frank.

FRANK
You okay?

AGNES (quiet)
I had no idea where I was for a second there.
I thought I was dead. -- I felt so sad.

She weeps softly. Frank touches her face.

AGNES
I have to go to the bathroom.

INT. PARK RESTROOM

Frank stands by the sinks, waiting. A YOUNG WOMAN comes through the door, pushing a two-seater BABY CARRIAGE in front of her. It's the SAME WOMAN that Frank and Agnes drove past earlier. She spots Frank -- stops in her tracks -- backs out quickly. AGNES calls out from one of the stalls.

AGNES
Frank.

FRANK
Yeah?

AGNES
I'm done.

FRANK
Okay.

INT. CAR DUSK

Frank carries Agnes to his car -- struggles to get her back inside. He walks around the back of the car -- not wanting Agnes to see that he's totally defeated. This isn't working out. He climbs in behind the wheel.

FRANK

Where you wanna go?

AGNES (casual)

The St. Anthony.

Frank wasn't expecting that. But it picks him up a little, knowing they have a destination. He puts the car in gear, drives.

EXT. DOWNTOWN DUSK

Frank drives them through the downtown dusk to the ST. ANTHONY HOTEL -- a pretty swank place, as far as San Antonio goes. Frank pulls the car into the covered entrance driveway.

The VALET opens the rear door for Agnes. She stays put. Frank comes around, picks up Agnes, carries her inside the hotel. The Valet follows uneasily with Agnes' OVERNIGHT BAG.

INT. HOTEL LOBBY

Frank blithely carries Agnes through the elegant lobby. This is a traffic stopper. Staff and patrons alike stop what they're doing and stare, training and good breeding notwithstanding.

Frank/Agnes arrive at the front desk. The CONCIERGE/MAN is superslick and has his doubts whether they can afford a room here.

CONCIERGE

How can I help you.

FRANK

You got any doubles available?

Concierge hesitates a nano-second, then begins checking his charts.

AGNES

A *suite*, is what my son meant.

CONCIERGE

-- A suite.

He checks, and doesn't seem to be finding anything.

AGNES

You and I both know you're not full up this time of year.

CONCIERGE (reluctant)

Well, we do have the Bonham Suite.

AGNES

Is this Bonham Suite the best room you've got?

CONCIERGE

-- Actually, our premium room is the Governor's Suite. It's a four room penthouse with two baths, a jacuzzi, and a balcony overlooking the park.

(evenly)

It's seven hundred fifty a night.

He smiles coolly -- pretty sure that's the end of that conversation.

AGNES (shrugs)

Sounds pretty swank. We'll take it.

CONCIERGE

-- Okay...

This is getting harder and harder for him. He wants to ask if Agnes might need some kind of medical attention -- but Frank's blank eyes and expression make him decide to let it go. Better just give these people whatever they want and get them out of his lobby.

CONCIERGE

And uhm... how long will you be staying with us?

AGNES

Let's start with a night and see how things pan out. Anything can happen, right?

CONCIERGE

Indeed. -- And... how would you like to pay for this?

FRANK

Cash.

AGNES (correcting)

We'll be paying with *American Express*.

She opens up her purse. == Finds her AMEX card, hands it over.

AGNES

(hushed to Frank)

Don't be an idiot, Frank. We put this on my card, it's like it's free. I'm never gonna see that bill.

INT. ELEVATOR

Frank -- still holding Agnes. beside them, a pothead BELLHOP stands with their bag, looking oddly relaxed.

BELLHOP

Vacation?

Agnes nods.

BELLHOP

First time in San Antonio.

AGNES

-- Yeah, in a sense.

BELLHOP

Cool.

INT. HALLWAY

Bellhop opens up a door leading into....

THE GOVERNOR'S SUITE

Whoa. The whole nine yards. Two beds, two baths, jacuzzi, just like the guy said. Two refrigerators, six phones, and three TV's. Frank carries Agnes through on a little tour. The bellhop stands to one side, looking lost in it all.

AGNES

This will definitely work.

Frank gently deposits her on the bed. He gives the Bellhop a \$20. Bellhop goes.

Frank walks over and opens up a refrigerator -- and yes, the bar is stocked. Takes out a bottle of CHAMPAGNE. Pops it open, pours. Gives a glass to Agnes, who raises it a little shakily.

AGNES

Now we're living.

They drink.

INT. HOTEL ROOM -- LATER

AGNES

Choose happiness, Frank.

FRANK

Okay.

AGNES

Don't okay me. Pay Attention.

FRANK

I'm paying attention.

AGNES

I chose unhappiness, frank.

FRANK

That's not true. You jsut married a jerk.

AGNES

And stayed married. When you're unhappy and you stick with it -- that's the same as choosing. You had the right idea -- getting out of here.

FRANK

Yeah well, leaving doesn't guarantee happiness.

AGNES

No but at least you get to be unhappy in new places with different people.

FRANK

There's that.

Frank notices the WEDDING RING on Agnes's hand. Her fingers are so thin, the ring is about to fall off.

Then Agnes looks at it. Lets it fall off her finger. Rolls it around in her hands, musing. Suddenly flicks it out the window. Smiles.

AGNES

That's better.

EXT. HOTEL

POV through the suite BALCONY WINDOW:
Agnes and Frank inside, talking, laughing.

INT. HOTEL ROOM

Agnes takes a healthy sip of champagne.

AGNES

I'd kill for a cigarette.

frank

you don't smoke.

agnes

wanna bet?

FRANK

When'd you start smoking?

AGNES

Forty years ago.

FRANK (surprised)
I never knew that.

AGNES
Yeah well, I quit before your time. But I tell you, I've been seriously considering starting again. Might as well, right?

Frank picks up the phone, dials room service.

FRANK
Hi.... Hey Joe, this is Frank. I'm in Governor's Suite with my mom here and I gotta say it's pretty nice. The only way it could get any better is if you could bring us a pack of....

AGNES
Camel filterless.

FRANK
(to Agnes -- impressed)
You don't fool around.
(to Joe)
Camel filterless...What?... How can you *not* have cigarettes?... What new law?...
Alright, alright... He*y Joe, I didn't *say* the law was your fault. What's that?... hey, I didn't vote for him either.
(Hangs up. To Agnes)
Don't go anywhere.

INT. CONVENIENCE STORE

Frank waits in line, cigarettes in hand. And waits.
The GUY ahead of him is buying eight different kinds of lotto tickets.

MAN
I'll take two pick six -- 2 8 9 9 1 8, and
2 8 9 9 1 9, Four Scratchers, Four Goldmines,
a Dream and...

Frank looks on amazed.

INT. HOTEL

Agnes looks contentedly around the suite, and out the balcony doors. The last bits of orange fading from the sky. The end of magic hour. She's glad they decided to get the top shelf room.

AGNES
I could get used to this.

INT. STORE NIGHT

The GUY in line in front of Frank finally completes his purchases and walks out with a stack of lottery tickets.
Frank steps up.

CASHIER WOMAN
Somebody needs to tell that guy about the
stock market.

FRANK
That or a favorite charity.

Frank puts the cigarettes down on the counter.

CASHIER
\$4.95.

FRANK
Wow.

CASHIER
Taxation without representation.

FRANK
They definitely didn't as *me*.

Frank hands her the money. She slides a chocolate across to him -- on the house. Frank looks up at her. Eyes meet. Hold.

FRANK
Thanks.

EXT. STREET NIGHT

Frank steps out of the store, starts back. Stops. Looks across the park to the HOTEL. Looks up to their SUITE BALCONY. Something clicks in his head.

INT. HOTEL HALLWAY

Elevator doors open. Frank steps out. Goes into the suite.

INT. BEDROOM

Agnes lies on the bed, smiling. Her arm is extended over to the bedside table, her fingers wrapped lightly around the stem of the champagne glass.

She is completely motionless. Frank looks down at her from across the room. Sees the BOTTLE OF MORPHINE

FRANK
I knew you were gonna do that.

He goes over -- takes her hand from the champagne glass and lays it gently across her chest. Picks up the glass, takes a sip of champagne. He leans over her, stares into Agnes' eyes... then shuts them. He hugs her, pressing his head into her chest.

After a long moment, he picks himself up, walks over and slumps down into a comfortable chair across the room. He takes out the pack of CAMELS. Opens it, takes one out, lights up.

INT. HALLWAY

The door to the Governor's Suite opens. Frank steps out into the hallway, looks both ways, disappears back inside. Re-emerges with AGNES in his arms. He's wrapped a BLANKET around her, but her face is visible. Her overnight bag hangs across Frank's back.

He carries Agnes to the ELEVATOR -- starts to push the down button -- then shakes his head: what am I *thinking*? Heads toward the FIRE STAIRS.

INT. STAIRWAY

He carries Agnes down several flights.
Reaches a door marked GARAGE. Goes into...

INT. UNDERGROUND PARKING AREA

Full of cars. No one in sight. Hears a clacking sound. Then:

MAN'S VOICE

Jack, I'm a plumber, not a mind reader....
yeah well, give me a two dollar raise and
I'll start reading your mind.

A phone being slammed down. Footsteps. Sound of a door opening, swinging firmly shut. Silence.

Frank eases forward. Spots his IMPALA parked in a dark corner. Goes over. Opens up the back door. Eases Agnes onto the backseat.

The blanket falls off her, and to the floor. Frank starts to cover Agnes up again -- then hesitates, realizing the absurdity of making sure a dead person is warm.... then drapes the blanket over her anyway. Adjust her head, making her comfortable.

Frank checks the ignition. Keys are there. He climbs in. Starts up, drives off, and then up a ramp.

HOTEL DRIVE ENTRANCE

Frank eases the car past the tired YOUNG VALET. The Kid looks uncomfortable in his suit. Seeing Frank, the kid furrows his brow, not sure whether Frank's a guest or maybe stealing that car. He starts to say something -- then thinks better of it. He's not getting paid enough to worry about this kind of thing.

EXT. STREET NIGHT

Frank drives out into the street and alongside TRAVIS PARK.
Stops at a red light.

Inside the PARK -- two ANXIOUS LOOKING MEN eye each other across the lawn. They walk hesitantly toward each other -- slowing as they get closer. A few feet apart, one speaks tentatively. Before we find out where this is leading, the light changes. Frank drives on.

EXT. STREETS NIGHT

Frank drives past the ALAMO. Hey.

A CONVERTIBLE full of BOPPING BLONDE WOMEN pull up and drive alongside Frank -- their music blaring. They're young, they're beautiful, it's warm -- life's treating 'em right. They look over at Frank and smile. Both cars stop at a red light. One woman leans forward.

BLONDE

Hey, you know where this place Salute' is?

Pause. Frank nods dazedly -- slowly remembering how to speak English.

FRANK

Yeah. Two lights up, take a left, then....

He makes a long wide arc arcing motion off to the right.

FRANK

You'll see it.

BLONDE

Great. Thanks.

She turns to her friends, confers. Turns back to Frank.

BLONDE

Hey you wanna have a drink?

Ah, the opportunities that life floats out at you.

FRANK

I'd like to, but uh...
(nods toward the back)
you know?

BLONDE

You change your mind, we'll be there awhile.

FRANK

Okay.

The LIGHT changes. The convertible races off, everyone waving.
ON FRANK -- still at the light. He glances back at Agnes --
then back to the convertible. Shakes his head.

FRANK

Wow.

EXT. SUPERMARKET PARKING LOT NIGHT

Frank parks in the ALBERTSONS lot. Climbs out, starts walking. Has a thought. Goes back to the car. Rolls up the windows. He starts to cover up Agnes' face, but decides against it.

INT. SUPERMARKET

The soft colors of the summer night are blasted away by the fluorescent glow of the store.

VARIOUS SHOTS of Frank going down every aisle -- looking at everything, seeming to seriously consider every item.

He passes a group of scruffy looking PACKERS unloading canned goods off dollies and onto the shelves. They've set up a jambox that's playing Bob Marley's *Lively Up Yourself*. The Packers are moving to Bob. It's hard not to. They nod to Frank with the rhythm. Frank nods back.

INT. SUPERMARKET

Frank arrives at the checkout lane. Gets in line behind an OLDER WOMAN arguing with the CASHIER/GUY.

WOMAN

That's seventy nine cents. Had one of those little signs right there on the shelf.

CASHIER

I think maybe the sign was referring to something else.

WOMAN

(a little sarcastic)

Oh you think maybe it was referring to something else, huh?

Frank takes the WEEKLY WORLD NEWS off the magazine rack. Cover has a doctored photo of a huge Bearded Old Man looming in the sky over the Empire State Building.

NEW YORK CABBIE PHOTOGRAPHS GOD.

EXCLUSIVE SHOTS INSIDE

Frank opens it up to take a look. Hell, he's got time on his hands.

WOMAN

Look, the little sign very clearly said seventy nine cents and I'm not going to pay a penny more.

CASHIER (on the verge)

Ma'am. This is a jumbo box of Wheaties. Believe me, we never sell this for seventy

nine cents. Not on sale, not with double coupons, not on Muslim high holidays, *never*.

WOMAN

Well fine, Mr. Smart. You can just take it off then. Just void it!

Okay, the cashier voids it. The woman pays, goes. It's Frank's turn, but he's absorbed in his Weekly World News article.

CASHIER (by rote)

Did you find everything you were looking for?

Frank considers the existential ramifications of the question.... nods. Unloads his basket: a six pack of Shiner Beer, an enormous two pound CAN OF NEW ORLEANS FRENCH MARKET COFFEE, and a can opener. The Cashier reaches for the beer.

CASHIER

You have I.D.?

FRANK (amazed)

You serious?

CASHIER

Sorry, I gotta see it.

FRANK (smiles)

Don't apologize. You just made my day.

INT. CAR NIGHT

Frank drives, chuckling to himself. He opens up a bottle of beer, drinks. He leans forward, glances at himself in the rear-view and then back at Agnes.

FRANK

Does that look like the face of a twenty year old? I don't think so.

EXT. BRACKENRIDGE PARK NIGHT

Back at the same park where Agnes rested earlier and Frank fed the ducks. It's deserted now.

Frank sitting behind the wheel, staring ahead. His face wet. After several seconds he drops his head into his hands, and slowly tilts it back upwards, wiping his face dry.

He picks up the COFFEE CAN, bounces it in his hands. Using the can opener, he opens it up, tosses the metal top onto the floor. Holds the can near his face, scoops up some of the coffee with his hand -- breathes deeply. Then lets the coffee slip slowly through his fingers.

He then holds the can out the window, and slowly turns it over, pouring all the coffee onto the ground. He taps the can against

the side of his car -- getting out every last ground. Puts the empty can on the seat. Starts up his Impala. Drives off.

EXT. JIM'S COFFEE SHOP

FRANK'S IMPALA parked out front.

INT. COFFEE SHOP

Your basic all-night high cholesterol zone. Frank sits at the counter drinking a cup of coffee. Reading the Weekly World News about the NYC Cabbie who photographed god. It's some story. Again, we have the sense that Frank needs to have things in front of his eyes. WAITRESS comes over.

WAITRESS

What can I get for you?

FRANK

I'll have the number one combo.

WAITRESS

Ranch, french, or thousand?

FRANK

Ranch. -- Have you got change for a dollar?

She reaches into her pouch -- finds some quarters. They trade.

INT. PHONE BOOTH

Frank goes through the YELLOW PAGES under MORTUARIES. 'Porter Lurie. Comfort in your time of need.' Frank shrugs. Dials the number. Several rings.

An OLD GUY walks up to the phone, pissed to see Frank already there.

OLD GUY

You gonna be long?

FRANK

In what sense?

The Old Guy starts to answer -- but Frank holds up a finger. Someone answers on the other end.

FRANK

Hi, how ya doing? -- Yeah, I was wondering how quick I could get a cremation done.

The OLD GUY looming near Frank moves back imperceptibly.

FRANK

No kidding?

INT. RESTAURANT

Frank's back at the counter. The Waitress brings him his salad.

WAITRESS
You're Ranch, right?

FRANK
Yes I am.

WAITRESS
There you go.

FRANK
Thanks. (*starts in*) Excuse me, could I get some crackers with this?

WAITRESS
Captain's or Melba Toast?

FRANK
-- Captain's.

EXT. PORTER LURIE FUNERAL NIGHT

Long shot of FRANK'S IMPALA pulling into the parking lot. He gets out, goes inside.

INT. FUNERAL HOME

Frank walks across the lobby. GLEN THE MORTICIAN sits reading the Sports Illustrated Swimsuit Edition. Glen is Frank's age, standard model earnest white guy. He's tired and doesn't hear Frank approaching. When he does spot him, Glen quickly puts down the magazine, then nervously turns it over. On the back cover, a SEXY WOMAN is smoking a Virginia Slim 100, so Glen gives up and puts the whole magazine away.

GLEN
Good even....
(checks watch)
uh morning.

FRANK
Good morning.

GLEN
How can I help you sir?

FRANK
Yeah I called you about thirty minutes ago.... about a cremation...

GLEN
Yes, uhm, this is your mother, right?

FRANK

That's right.

GLEN

I'm very sorry. -- You know I meant to tell you that we'd have been happy to come to your home.

FRANK (shrugs)

I happened to be in the neighborhood.

This is all a little odd, but Glen's a trained professional.

GLEN

-- I see. And..... when did she die?

FRANK

A couple hours ago.

GLEN

Right then, so... where are we going?

FRANK

Oh I've got her right outside.

GLEN

-- You've got her... outside?

(Frank nods)

Oh... Okay then. So, let's uh...

FRANK

....go have a look.

GLEN

Right.

Walking toward the entrance:

FRANK

By the way, you guys take credit cards?

GLEN

Yes we do. Discover, Visa and American Express.

FRANK

Awesome.

EXT. PARKING LOT

Long shot of THE MEN walking to the car. Frank opens the back. Glen looks in, nods. Yep, there she is. Amidst Glen's silent protests, Frank lifts Agnes up. The men head briskly back inside.

INT. LOBBY LATER

Frank sitting on a couch, reading one of the mortuary's pamphlets.

Weirder than the World Weekly News somehow.

Several feet away -- Glen is on the phone, talking in hushed tones. He hangs up, looks anxiously over at Frank.

EXT. PARKING LOT

A police squad car pulls up. A COP and a MEDICAL EXAMINER get out.

INT. LOBBY

The COP is filling out a form and questioning Frank. Cop doesn't seem happy about something.

COP
The cause of death was...

FRANK
Cancer.

COP
She'd been diagnosed?

FRANK
I assume.

POLICEMAN
By a physician?

FRANK
-- As opposed to *who*?

The Cop lets it go.

COP
What was the time of death?

FRANK
Around ten o'clock.

COP
The place of death?

FRANK
The St. Anthony Hotel.

COP
-- She died at the *St. Anthony*?

FRANK
Yeah, we were staying there.

COP
You were staying at the hotel?

FRANK (nods)
In the Governor's Suite.

COP
 -- And you brought her here?

Cop isn't liking the sound of this.

COP
 Why did you leave the hotel?

FRANK ==
 The room's seven fifty a night.

The Cop stares at Frank, like maybe he expects him to crack.

FRANK (even)
 What do you think -- I killed her?

The Cop keeps staring at Frank -- then looks away.
 The Medical Examiner comes into the room. Cop goes over and confers quietly with him -- then comes back over to Frank.

COP
 Alright, Mr. Smythe, I'll need to ask you to step inside and identify.... your mother.

Still not convinced maybe.

INT. LAB

AGNES lies on a steel table -- her face now covered by the hotel blanket. The Cop lifts the blanket off.

FRANK
 That's her.

Cop looks a little irritated, like maybe he wanted Frank to think about it for awhile.

COP
 This is...
 (reads form)
 Agnes Welsh Smythe?

FRANK
 Uh huh.

The Cop has DRIVER'S LICENSE -- compares the photo to Agnes on the table.

COP
 All right. That'll be all for now.
 I'm sorry... about your mother.

FRANK
 Thanks.

The Cop heads out. As he reaches the door, his RADIO crackles to life.

RADIO

Base to 19, over.

COP

Go ahead.

COP steps outside. The MEDICAL EXAMINER sits at the far end of the room, filling out a form. GLEN/mortician comes over to Frank.

GLEN

The medical examiner will perform the autopsy. Assuming there are no... complications, we can begin the cremation at eight o'clock. -- Would you like to remove her jewelry?

Frank nods. Takes a bracelet and necklace off of Agnes. Slips them into his pocket. Glen folds up the HOTEL BLANKET, hands it to Frank. Without the blanket, Agnes looks frail, tiny. Frank almost in a trance:

FRANK

She didn't look like this two hours ago.

GLEN

-- We'll wash and wrap her clothes for you.

Frank looks at Glen oddly.

FRANK

You take her clothes off?

GLEN

Well, yes.

FRANK

That's kinda weird.

GLEN

I can assure...

FRANK

Couldn't you just cremate her... with her... clothes on?

GLEN

It's completely up to you.

FRANK

-- So let's do that. Just burn the clothes with her.

GLEN

Not a problem.

FRANK

When should I come back?

GLEN
Any time after nine-thirty.

FRANK
You guys don't mess around.

Glen bows slightly, leaves Frank alone with Agnes. He looks down at her one last time. Takes her hand, squeezes it.

FRANK (to Agnes)
See you in a little bit.

He goes.

EXT. CONVENIENCE STORE PARKING LOT DAY

LONG SHOT from across the street: the IMPALA parked.

MOVING CLOSER: We can barely see Frank through the windshield. His hands cover his eyes.

MAYBE SHOT OF SMOKE STACK ==

EXT. FUNERAL HOME DAY

Frank's Impala pulls into the parking lot.

INT. FUNERAL HOME

GLEN the Mortician runs Agnes' AMERICAN EXPRESS CARD through the machine, gets the approval code. Frank signs.

FRANK
You mind if I ask you a personal question?

GLEN
-- No.

FRANK
How'd you get into this line of work?

GLEN
It's my father's business.

FRANK
I see.... You like it?

GLEN (shrugs)
I don't take it home with me.

FRANK
That's good. -- You ah...

GLEN
Married? Yeah. I told my father I wouldn't join the business til *after* I got married. See, once you get into this work, it's not

impossible to find a wife. You go to a bar,
meet a woman, start talking to her....

FRANK

Right...

GLEN

sooner or later the conversation takes a
wrong turn. -- Women are weirded out by
morticians. They're always looking at your
fingers.

Frank nods -- resists the urge to look at Glen's fingers.

An ATTENDANT/WOMAN comes out with the jumbo FRENCH MARKET COFFEE CAN.
She's barely suppressing a laugh. She hands the can to Glen, and
beats a hasty retreat. Glen holds the can uncomfortably.
He points to a line of URNS on display.

GLEN

You're sure I couldn't interest you in one
of...?

FRANK

No, thanks though.

Glen seems a little uneasy with the idea of Frank walking out of
there with a coffee can in his hands. He nods towards the URNS.

GLEN

Look, i know these things are a ripoff. Truth
is, we get them for five bucks a pop. I'd be
happy to just give you one.

FRANK

That's alright.
(picks up coffee can)
French Market was my mother's favorite.

EXT. STREET DAY

Frank driving through traffic past the ButterCrust Bakery. He looks
down at the COFFEE CAN on the seat beside him. Nods. There's a
lightness to him. Like he and Agnes are back on the road again.

He approaches the SONIC DRIVE-IN -- the place he and Agnes had
milkshakes the day before. He drives past, looks wistfully in
the rear view mirror... and makes a U-turn.

EXT. SONIC DRIVE-IN

Frank pulls into a parking slot, turns off the engine. Sits there
savoring the place. Peace. Broken by the INTERCOM crackling to
life.

WOMAN'S VOICE

You know what you want?

A little abrupt. Mexican accent.
Frank is jolted out of her reverie. He glances at the menu.

FRANK
Uh..... how's that fishburger?

WOMAN (matter of fact)
Muy frio. Very cold.

FRANK
Really?

WOMAN
Really. Frozen like a rock. First we take it from the freezer. 45 Seconds in the microwave and two minutes in the fryer.

FRANK
Forget *that*. What would you recommend?

WOMAN
I recommend you eat somewhere else.

FRANK
I take it they don't have an employee profit sharing plan here?

WOMAN
A what?

FRANK
(looks at menu)
So what's the difference between the number 1 burger and the number 2 burger?

WOMAN
Number 1's got mustard, number 2's got mayo.

FRANK
That's it?

WOMAN
That's it.

FRANK (thinks)
Okay, I'll have a number 2, hold the mayo.
And a big root beer.

WOMAN
Number 2, no mayo, large root beer.

FRANK
How do you feel about the onion rings?

WOMAN
How do I *feel* about them?

FRANK

Never mind. Let me have a large order of fries.

WOMAN

Large fries.

FRANK

-- Do you get a mental picture of customers, based on their voices?

WOMAN

You sound white. -- Anything else?

FRANK

That'll do it.... Oh, would it be okay if I move over to your picnic benches there?

WOMAN

You can move wherever you want.

Frank ponders that.

EXT. DRIVE-IN -- MOMENTS LATER

Frank at the picnic table. Agnes' OVERNIGHT BAG on the bench beside him. Frank reads the Weekly World News. Shakes his head. Yeah, it's some kinda crazy world out there.

WOMAN'S VOICE

I was right.

Frank looks up.

A WAITRESS stands over him. It's the same one who brought Frank and Agnes their milkshakes yesterday. She's Latina, 30-ish. Sexy. Looks way out of place. Then again, everyone looks out of place at the Sonic. She seems to recognize Frank from yesterday.

FRANK (thrown)

Excuse me?

WAITRESS

I was right. You're white.

FRANK

(as if just noticing)
I guess I am.

It's the SAME WOMAN he spoke to over the INTERCOM. She looks at what Frank's reading. WOMAN DIVORCES DEAD HUSBAND. Waitress rolls her eyes.

WAITRESS

That's \$3.98.

She plops the food down indifferently. A couple french fries fall off the edge of the table. She reaches into her waist pouch, pulls out an enormous handful of ketchup packets and dumps them unceremoniously. Frank hands her a \$5. She makes change. Frank waves it away.

WAITRESS

Thanks.

Frank eats. Glances at newspaper article:

CHRIST APPEARS IN A TORTILLA IN GUATEMALA CITY

FRANK

It's about time.

Frank pushes the paper aside and opens up Agnes' overnight BAG. Inside is a single change of clothes: a light summer dress, some underwear, and two stuffed 8x11 ENVELOPES.

Frank opens one envelope. Inside is a small stack of old black and white PHOTOS fall out -- a small CASSETTE RECORDER, and a smaller envelope. The photos seem to be from a trip taken long ago.

SHOTS: of AGNES -- about 20.
Her eyes bright, not knowing all the things she'd come to know. On the road. She's driving a car through scrubby countryside. Various shots of the roadside taken from the moving car. A boy waving. A roadside diner.

SHOTS: crossing a BRIDGE. Lots of cars backed up, a throng of people walking along the rails.

SHOTS: the far end of the bridge. A toll booth. A sign --
BIENVENIDOS A MEXICO.

SHOTS: A little girl at Agnes's window, selling necklaces.
An outdoor market. Enormous stacks of vegetables. A plaza.
A church.

SHOT: Agnes alone. Standing alone on a beach.
Waves crashing behind her.

Frank picks up the CASSETTE RECORDER. Hits play. We hear AGNES'S VOICE -- stronger than before, but definitely someone who knows she's dying. Testing the machine:

AGNES

Frank, I hope this is you listening to this.

The recording continues in an uneven tone -- sometimes clear, sometimes rambling, disjointed.

AGNES

I'm in bad shape here. I'm probably in no shape at all, by now. I don't know what I'm

supposed to do. I'm scared. (*light*) I wish I could do something rash like accept Jesus as my savior, but I think he's got bigger fish to fry. -- Maybe I should have read some of those Camus books you used to have in your room. I tried once, but it just about bored me to death.

(silence)

God, my mind's totally blank... I always figured everything would become clear in the end. But All it does is make me tired..... You know my stomach hurts all the time.

I wish I knew what to tell you. You never really asked me much of anything advice-wise, so I don't know... look at what I did with my life and just try to do the exact opposite. I've missed you these last few years. Well.... you like to wander. It's what you have to do, I guess.

He picks up the PHOTO taken on the Bridge. BIENVENIDOS A MEXICO.

AGNES

So... try not to worry. About *anything*. Trust me, it's a waste of time. Don't live someone else's life. Make love every chance you get. Even if it's like a second cousin or something. Although if it comes to that I'd stick to my side of the family. -- What am I *talking about* here? What do you think -- should I erase and start over? -- Help me out here, Frank. -- I hope when you hear this you'll be taking me far away from here.

(annoyed)

And if this is *you Bill*, listening to this -- you better not put me in that damn cemetery plot!

(calm again)

But Frank, if that's you out there... And I've got to believe it's you... I want you to take me to Matamoros. I always wanted to get back there but it looks like I waited too long. There's someone I want to see. Franco. Franco Andujar.

Frank glances at the smaller ENVELOPE. It's sealed. Addressed to FRANCO ARGUELLO ANDUJAR.

AGNES (weak)

You can find him at his shop. Tell him I want to go to the end of the world. He'll know what to do.

I love you. (*click*) Oh and as for the loot, don't be an idiot. Take it and spend it. If you don't, Bill will.

The RECORDING ends. Frank picks up the second stuffed ENVELOPE. Tears it open. It's packed with stacks of \$100 BILLS. Twenty or thirty thousand it looks like.

A VOICE from inside the Sonic brings Frank back to...

WAITRESS

Hey, I'm not *that* stupid.

She storms outside with another tray of food, rounds the corner.

WAITRESS

(under her breath)

Pendejo.

A tall skinny WHITEBOY MANAGER follows the Waitress out. He's a guy who wants some respect. He expands his chest as far as things go.... then heads back inside.

Frank turns back -- sees that an enormous crazy LOOKING WHITE GUY 40 has silently sat down right across the table from Frank.

He stares at Frank with a look that you know right away the guy's got about six screws loose. Frank stares right back at him. The guy picks up one of Frank's FRENCH FRIES, plunks it in his mouth, and chews slowly, daring Frank to say something. Frank doesn't. He wasn't gonna finish those fries anyway.

The Guy reaches out for another fry. With lightening speed, Frank snatches the bag off the tray.

GUY (menacing)

You want a word of advice?

FRANK

No, but thanks for asking.

GUY

If you knew what was good for you, pal, you'd stop looking at my watch.

FRANK (cheerful)

Okay. Here's my advice to you:
Don't talk to strangers.

The guy rises up in his seat, about to unleash on Frank. Just then, the WAITRESS rounds the corner.

WAITRESS

YOU -- out of here!

The Guy is surprisingly intimidated by the Waitress.

GUY

Hey, I got money!

WAITRESS

Congratulations. Take you and your money to the 7-11.

GUY

I want a fucken Diet Pepsi.

WAITRESS

Yeah well we don't *have* Diet Pepsi, and even if we *did* have Diet Pepsi, we wouldn't have any for you.

GUY

That's discrimination!

WAITRESS

That's right.

GUY

Ya fucking racist!

WAITRESS

Against *your* race. All one of you.

GUY

Fuck you.

FRANK (to Guy)

You know, you really oughta expand your vocabulary. You gotta pace yourself with the fucks.

WAITRESS

(to Frank, evenly)

Hey, I got this under control.

(to Guy)

You -- got to the count of three.

The GUY doesn't move.

WAITRESS

One... two...

She smacks the Guy over the head with her TRAY. He hops up and starts moving away.

GUY

Ow, shit! Goddamnit, that wasn't three, you fucking racist bitch!

WAITRESS

Yeah, well my race can't count that high.

The Guy goes, massaging his head.

FRANK

That was impressive.

SHE'S TOO AMERICAN ==

WAITRESS

Guy's loco. (*she sits*) He tell you that thing about 'looking at his watch'?

FRANK

Yeah, he seemed pretty upset about it.

WAITRESS

He get to the part about you stealing his time? How you took the best years of his life and now he wants em back?

FRANK (*disappointed*)

He didn't get to that. It sounds kinda interesting.

WAITRESS

Not when it's happening.

She turns Frank's WEEKLY WORLD NEWS around toward her, reads a little. Absent-mindedly, she picks up one of Frank's french fries, munches on it.

WAITRESS

Why do you read esa mierda?

FRANK

I have to. I write for this paper.

Marie looks at him amazed -- then realizes he's joking.

WAITRESS

Chha!

FRANK

Had you going.

WAITRESS

Not for very long.

FRANK

Actually I was thinking about applying for a job with these guys.

WAITRESS (*considers*)

That would be cool. How much you think they pay for one of these things?

FRANK

I haven't a clue.

The MANAGER comes out.

MANAGER (*stern*)

Maria!

Like he expects her to hop to. She doesn't.

WAITRESS
What's up, Steve?

MANAGER
What are you doing?

WAITRESS (self-evident)
I'm taking a break.

MANAGER
Could you *please* come inside?

WAITRESS
Sure, soon as I'm done with my break.

MANAGER
Employees take their breaks inside.

WAITRESS (incredulous)
In the kitchen? -- You gotta be kidding. It's *hot* in there.

MANAGER
Could you please step inside?

WAITRESS
Steve, I'll be right in. But right this second, I gotta talk to...my cousin here.
(nods to Frank)
His mother just died.

This elicits a slight jolt from Frank, but he nods along with Maria's improvisation. The Manager offers his somewhat less than heartfelt condolences.

MANAGER
Well, I'm sorry about your mother, but...
(*to Maria -- pissed*)
could I please see you *inside, right now*.

WAITRESS
I'm *talking* here -- okay?!

MANAGER
Alright, that's it, you're fired!

WAITRESS
For my talking to my favorite cousin whose favorite mother just died?

MANAGER
Tell you what, I'll mail you your check. Just do me a favor and vanish, okay.

The Manager heads inside, comes back.

MANAGER

And leave your uniform on my desk before you go!

WAITRESS

No problem.

She yanks off HER hat -- frisbees it over to the Manager. Then with complete aplomb, she pulls her SONIC POLO SHIRT over her head. Underneath, she wears a plain white bra -- practical and not very revealing, but still.... She tosses her shirt to the dumbfounded Manager.

He stares at her, half furious, half flustered -- and definitely unable to take his eyes off those breasts. Yep, there they are. Finally he tears himself away and hustles inside. The Waitress calmly turns back to Frank, eats a fry.

WAITRESS

I'm starting to think I don't have a future in fast food.

FRANK

Some things aren't meant to be.

WAITRESS

Sorry what I said, about your mother. I thought it'd get him off my back.

FRANK

Don't sweat it.

Another SONIC WORKER walks past -- a TEENAGE GUY/WAITER. It's his first job and he's trying to make the most of it. He spots the half undressed Waitress and comes to a dead stop, totally unable to process what he's seeing.

WAITRESS (sweetly)

Hey, who we gotta fuck to get a cup of coffee around here?

The KID tries to think of an answer... then beats a hasty retreat. The Waitress holds out a hand to Frank.

WAITRESS

I'm Maria.

FRANK

Frank.

They shake. Look at each other a second.

FRANK

You wanna go to Mexico?

MARIA

Like right now?

Frank nods. Maria glances out into the street, thinking a second.

MARIA

Sure.

End of Excerpt