

FAMOUS LAST WORDS

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Based on the novel

LOOKING FOR ALASKA

By
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FADE IN:
ON A WINDSHIELD...

Rain drops splatter across the glass... streak down...

MILES HALTER'S VOICE
I am fascinated by last words.

WINDSHIELD WIPERS clear out the rain... and though it's blurry we see the HIGHWAY... it's dark... save for our headlights.

And the CHERRY LIGHTS of a POLICE CAR up ahead.

MILES HALTER'S VOICE (CONT'D)
Like Dylan Thomas who said "I've had eighteen straight whiskeys. I do believe that's a record," and then died... Or Henry Ward Beecher, who's final words were "Now comes the mystery..."

A JACK-KNIFED TRUCK blocks most of the highway. A couple COP CARS surround it. POLICE OFFICERS, a TRUCK DRIVER survey the situation...

MILES HALTER'S VOICE (CONT'D)
Eugene O'Neil's: "Born in a hotel room and - God damn it - died in a hotel room."

EXT. HIGHWAY 1-65 -- NIGHT

WIDE. We see a blue piece of shit car heading towards this BLOCKADE. Doesn't seem to be slowing down any...

MILES HALTER'S VOICE
Movie star James Dean said, "They've got to see us," just before slamming his Porsche into another car.

ON THE POLICE OFFICERS -- as they see this car.

THROUGH THE WINDSHIELD -- windshield wipers methodically going. We're bearing down on the TRUCK, the COP CARS...

ON THE WHEELS -- spinning on the slick highway asphalt.

ON THE COPS -- as they begin to scatter. Holy shit.

MILES HALTER'S VOICE (CONT'D)

The french poet Francois Rabelais'
last words were "I go to seek the
Great Perhaps." And that's what I
was after too.

And then -- without hesitation or remorse --

WHAM! An awesome COLLISION -- as the blue piece of shit CAR
just PLOWS into the COP CARS --

GLASS shatters... Steel and metal SCREAMING... DEAFENING...

The car FLIPS -- almost balletic. Something beautiful about
it.

MILES HALTER'S VOICE (CONT'D)

Except I wanted to find the Great
Perhaps before I died.

WHAM! The car hits the road. FLIPS again. SPINS. And then
stops.

As fast as that, it's over. The blue piece of shit car
CRUSHED. Cop cars TOTALED.

SILENCE. Save for the rain. And an awful HISS from the
wreckage.

MILES HALTER'S VOICE (CONT'D)

I know so many last words. But I
will never know hers...

As we fade to BLACK...

ONE SIMPLE WORD FILLS THE SCREEN

before...

INT. MILES HALTER'S HOUSE -- DAY

A HANDMADE BANNER READS: "GOODBYE TO MILES"

Beneath it sits MILES HALTER, 16, soul of an old man, body of
a gangly teenager. His MOTHER and FATHER, endlessly patient
and forgiving, flank him on the living room couch.

Before them on the coffee table: Champagne poppers.
Artichoke dip. Streamers. A party that no one is attending.

MR. HALTER

It's still four minutes to five.
I'm sure people will come.

MILES

Because I've been keeping my
popularity secret all these years.

A long uncomfortable beat.

MRS. HALTER

Is this why you want to leave?

CREDITS OVER --

The HALTER'S SUV driving through the rural beauty of
Birmingham, Alabama. A FLORIDA license plate and a WELCOME
TO ALABAMA sign let us know from where and to where we go...

The car pulls through the wrought iron gates of the CULVER
CREEK BOARDING SCHOOL... Miles takes in the whole view.

An expanse of athletic fields... old brick buildings...
STUDENTS excited to be there.... Idyllic... as Miles
imagined...

And as the SUV rounds a corner it passes --

A girl. The girl.

ALASKA YOUNG. Out on the lawn. Light cascading through the
eaves creates a halo around her... She looks up - a plucked
four leaf clover in hand.

A moment as their eyes meet. Miles has never seen a girl who
looked like this. She smiles, enigmatic, mysterious. Sweet
and dangerous at the same time.

And then the SUV drives on... Miles looks back -- the sun in
his eyes, blocking his view... But he's just glimpsed the
possibility of his new life.

INT. MILES'S DORM -- DAY

Mrs. Halter cries. Sitting on Miles's bed. Mr. Halter
investigates.

MR. HALTER

Place looks exactly as I
remember...

MRS. HALTER

(choking sobs)
We're going to miss you. So much.

Mr. Halter checks the SMOKE DETECTOR. Pushing in the button.

MR. HALTER
 Fresh batteries in the smoke
 detector. Very important.

MILES
 Ok. Thanks, dad.

Mr. Halter walks to the window. Opens it.

MR. HALTER
 Window slides right open, Miles.
 Makes an excellent alternative
 exit.

MILES
 I'll keep that in mind if the
 school is taken hostage.

MR. HALTER
 Be smart. Be safe.
 (with a knowing smile)
 Don't follow in your old man's
 footsteps.

MILES
 Yes, dad. I know. You were a real
 hellraiser here.

MR. HALTER
 I still remember the look on
 Headmaster Beckman's face when we --

MILES AND MRS. HALTER
 (heard it before)
 Buried the school bell in the
 cemetery...

MR. HALTER
 Best prank in Culver history. And
 that's saying something.

MRS. HALTER
 You want help getting settled?

MILES
 I got it... Before the adventure
 comes the unpacking. Right?

Mrs. Halter rises. Hugs Miles. His father joins in too.
 They stand in a huddle. OFF THIS AWKWARD EMBRACE:

VARIOUS SHOTS OF:

-- Miles looking out the window as his parents drive away.
This is real...

-- A STACK OF BIOGRAPHIES: JFK, James Joyce, Humphrey Bogart.
Next to his bed. Nothing but biographies. As Miles tapes a
map of the world to the cinderblock walls.

-- Miles sits on his bare mattress in this bare room. Alone.

EXT. CULVER CREEK -- MILES'S DORM -- DAY

Miles stands looking out at the hexagram of dorms that
surround a small quad. A group of students meet up in front
of him. Hugging.

ON MILES -- watching. Suddenly one of the students, a hearty
young man, looks over --

HEARTY YOUNG MAN

Hey. Is this your first year?

MILES

(thrilled, surprised)

Yeah.

(but then cooler)

Yes. I'm from Florida.

A HEARTY YOUNG GIRL with him, smiles.

HEARTY YOUNG GIRL

Florida? Cool. So you're used to
the heat?

MILES

I wouldn't be used to the heat if I
were from Hades.

Suddenly the group of students begin laughing... A chorus of
"Hades? That's funny..." "Miles -- you're a riot..."
Backslapping. Flirtatious looks from the girls.

On Miles -- accepted. Beloved. Cool. And then --

BACK TO REALITY.

Miles stands there alone. The hugging students continue to
hug, catch up, and then walk off... Miles invisible to them.

INT. MILES'S DORM -- BATHROOM -- DAY

Miles in the shower. The shower head much too low for him.
He squats. Turns on the water. It dribbles. Miles tries to
position himself to get a droplet of water on his head...

Has he made a terrible mistake?

INT. MILES'S DORM -- DAY

Miles enters his room. A small towel wrapped around his waist. Suddenly the front door opens --

CHIP MARTIN, aka THE COLONEL enters. Five foot even. But buff. A small angry tank of a kid. Miles is caught off guard -- feeling self conscious being undressed.

MILES

Oh. Hi. Sorry -- um --

THE COLONEL

Chip Martin. I'd shake your hand, but I think you should hold on damn tight to that towel til you put some clothes on.

Miles grabs some clothes... scrambling.

MILES

Yeah... Right. Sorry. I'm Miles Halter. I'll just be a sec...

THE COLONEL

Miles, huh? As in "to go before I sleep?"

(off Miles)

Robert Frost? Never read him?

MILES

No. I haven't.

THE COLONEL

You're fucking lucky.

(re: Miles in his towel)

So you gonna stand there 'til the visual is burned in my brain and I can no longer achieve tumescence?

Miles, clothes in hand, disappears behind the bathroom door.

INT. CULVER CREEK -- MILES'S BATHROOM -- INTERCUT

As Miles get dressed, the Colonel begins unpacking. Which consists of throwing his clothes everywhere. Socks, shirts, pants stuffed into any available drawer. No rhyme or reason.

Miles tries to make conversation through the door.

MILES

Where are your parents?

THE COLONEL

My parents? The father's in California right now. Maybe sitting in his La-Z-Boy. Maybe driving his truck. Either way he's wasted. Probably pissed himself. Or beating the shit outta somebody.

(beat)

My mom just dropped me off.

MILES

Oh. Got it.

Miles re-enters the bedroom. Dressed. Not sure how to address this angry little man. The Colonel points to the MAP on the wall.

THE COLONEL

I see you've done some decorating. I like it.

(matter of fact, while unpacking)

Afghanistan. Albania. Algeria. American Samoa. Andorra. Angola. Anguilla. Antigua. Argentina. Armenia. Aruba. Australia. Austria. Azerbaijan.

(off Miles -- confused)

I could do the rest but I'd probably bore you.

The Colonel surveys his unpacking job. Clothes everywhere. He seems pleased. He turns back to Miles.

THE COLONEL

They call me the Colonel. And we'll call you Pudge.

(off Miles -- huh?)

It's called irony.

The Colonel walks out of the room. Leaving Miles feeling like he got hit by a tornado. The Colonel re-enters.

THE COLONEL

C'mon, Pudge. We got shit to do.

INT. MILES'S DORM -- HALLWAY -- MOMENTS LATER

The Colonel marches down the hall. Miles tries to keep up.

MILES

That's... amazing. Memorizing the countries like that --

THE COLONEL

Yeah, everybody's got a talent. I can memorize things. And you?

MILES

I know a lot of people's last words.

THE COLONEL

Example?

MILES

Henrik Ibsen. He was a playwright.

THE COLONEL

I know. You like his plays?

MILES

Never read them. But well -- he'd been sick for a while and his nurse said "You seem to be feeling better this morning," and Ibsen said "On the contrary". And then he died.

A beat. And then the Colonel laughs.

THE COLONEL

That's morbid. I like it.

The Colonel starts walking again. Miles tries to follow. The Colonel stops in front of a door. Music BLASTING from inside. As he goes to knock, he first puts up a hand.

THE COLONEL

(explains)

She can be moody. Wait here.

The Colonel knocks once. On the door is a DRY ERASE BOARD. Reads: ALASKA & MARYA 4-EVAH. From inside:

GIRL'S VOICE

Omigod. Get your ass in here you short little man!

The Colonel enters. Leaves the door ajar. And Miles alone. He can hear the GIRL inside telling a story... laughing...

Miles steps to the crack in the door. And he sees in brief flashes --

ALASKA. The girl from earlier. Hugging the Colonel. She's in cutoff jeans, a peach tank-top and barefoot. And there's no doubt -- she is the hottest girl in history.

She moves in and out of view. Animated. Behind her STACKS OF BOOKS. From FLOOR TO MID WALL. Hundreds of books.

And then ALASKA looks to the door. Sees Miles looking. He jumps back. Into the shadows. As the door SHUTS.

PRE-LAP:

THE COLONEL (V.O.)
Her name is Alaska. Alaska Young.

EXT. CULVER CREEK -- WOODS -- SUNSET

The Colonel is on the march again. Miles keeps up.

They step over fallen branches, cross over an old BRIDGE. It feels like they're entering a hidden, secret world.

THE COLONEL
She's from Vine Station, Alabama.
You could drive past it without
noticing -- and from what I
understand you ought to.
Roommate's name is Marya. Also
hot. Also has a boyfriend.

MILES
Alaska has a boyfriend? Serious?

THE COLONEL
She hasn't cheated on him. Which
is a first.

MILES
(processing this)
Oh... I see...

THE COLONEL
Enough with the Alaska, Pudge. By
my count there are one hundred
thirty two girls at this school and
every last one of them is less
crazy than her.

As Miles absorbs this... many more questions...

EXT. SMOKING HOLE -- LATER

Miles and Colonel have arrived at the hidden oasis known as The Smoking Hole. Which consists of a slab of concrete with three plastic chairs. Beneath a bridge. Looking out on the lake. The Colonel lights a cigarette. Offers it to Miles.

MILES
(never smoked before)
Is it safe?

THE COLONEL
That's why it's called the Smoking
Hole.

Miles does his best to look cool inhaling, but HACKS
VIOLENTLY. Wheezing. Gasping. The Colonel ignores this.
Points across the lake -- a white speck, flapping its wings.

THE COLONEL
See that?

MILES
(still coughing)
Yeah. Is that...a bird?

THE COLONEL
It's the Swan. That fucker is the
spawn of Satan. Never get closer
to it than we are now. It'll rip
you to pieces. The Eagle put it
there to guard the lake.

MILES
The Eagle has a Swan?

THE COLONEL
Mr. Starnes. Code name: The Eagle.
Dean of Students. Asshole.
(beat, turns on Miles)
Listen. I'm not going to be your
entree to Culver Creek social life.

MILES
(thrown by this)
Oh... okay... sure...

THE COLONEL
There are cool kids who go to this
school. But they're all rich
shittrags. Weekday Warriors - so
named 'cause they go home to their
Birmingham mansions every weekend.
I don't like them, they don't like
me. So if you want to be cool?
Best not to be seen with me.

MILES
Being cool has never really been a
priority...

THE COLONEL

Good.
 (checks his watch,
 resigned)
 Time to go...

The Colonel starts walking off, Miles jumps, follows.

THE COLONEL

What are you doing?

MILES

You said time to go -- so I --

THE COLONEL

For me. Gotta meet the girlfriend.

MILES

Oh, I look forward to meeting her.

THE COLONEL

No you don't. Believe me.

The Colonel shudders at the thought of her. Marches off.
 Stops. Turns.

THE COLONEL

Hey. The most important thing?
 Whatever happens? Never rat.
 We're friends now. And I ain't
 friends with no rat.

OFF MILES -- nods. As the Colonel walks off, he smiles.
 He's got a friend. An angry little friend, but a friend...

EXT. MILES'S DORM ROOM -- NIGHT

Miles returns back to his dorm. As he nears the corridor he
 hears -- an ARGUMENT. He slows... seeing --

A NAKED GIRL, wrapped barely in a sheet, CRYING. She stands
 in front of Alaska's door. Clutching her arm is a man, mid
 30s, handsome and WASPY - THE EAGLE. He tries to calm her.
 Standing next to them is a teenage boy, 17, in boxer shorts.

A half dozen STUDENTS stand in the hall watching.

THE EAGLE

I need you to calm down -- please --

TEENAGE GIRL

(weeping)

We're going to get expelled --
please Mr. Starnes don't send me
home --

TEENAGE BOY

Who told you we were in there -
huh? How did you know?

THE EAGLE

They don't call me the Eagle for
nothing. Now get dressed and then
tell me where you got the drugs --

TEENAGE BOY

Don't say a word, Marya. I wanna
know who ratted on us.

THE EAGLE

This isn't a discussion -- let's
move back inside --

As the Eagle tries to hustle these two kids indoors --

TEENAGE BOY

(pointing at students in
the hallway)

Was it you? Huh? Was it?
(locks eyes with MILES)
Was it you, asshole?

Miles moves quickly to his door -- and as he goes to enter
his room he sees --

ALASKA. Or so he thinks. Watching from the other end of the
hall. But maybe it was just a shadow...

INT. MILES'S DORM -- NIGHT

Miles is asleep. Suddenly TWO MEATY HANDS grab him.

VOICE

Let's go kid. Don't make us kick
your ass. Just get up.

Miles is completely disoriented. From the bunk above:

THE COLONEL

Just do it, Pudge. They do this to
all new kids.

Miles nods, this seems sensible... He rises, wearing just boxers. And now he sees... THREE FIGURES. Two of them grab him. Walking him out. The Colonel rolls back over in bed.

THE COLONEL

Have a good time. Go easy on him, guys.

EXT. THE LAKE -- NIGHT

Miles is thrown down HARD onto the gravel. BANGS his head.

KEVIN

Arms at your side.

The other two begin WRAPPING HIM in DUCT TAPE. Miles is mummified. And scared.

MILES

I get it. You're throwing me in the lake -- but maybe - the duct tape isn't a good idea or -
(getting panicky)
Ow. You guys. Easy, ok?

KEVIN gets in Miles' face. He is a kid who clearly loves grooming his floppy, thick head of hair.

KEVIN

This is for the Colonel. You shouldn't hang out with that asshole.

MILES

Ok. Wait. Please. I'll drown --

And then a STRIP of DUCT TAPE goes over Miles' mouth. He is totally trapped. Screaming through the tape, but to no avail. He kicks wildly -- but they lift him up anyway and then TOSS HIM into the LAKE.

SPLASH!

WATER RUSHES up everywhere... WE SINK with him... Eerie silence under the water. The surface getting further and further away... Terrifying.

Panicked - Miles strains against the tape. Helpless. Screaming. But no one can hear him. He's going to drown.

And then Miles' mummified feet hit the bottom of the lake -- he is able to kick off --

And he surfaces. Onto his back. Craning backwards he sees the shore... Snorting desperate breaths. Spitting. Coughing. Begins shimmying, a SILVER MERMAID across the lake.

EXT. MILES'S DORM -- NIGHT

Miles, sopping wet, duct tape hanging off, comes down the corridor. As he nears his door -- he hears... CRYING.

He follows the sound... it's more like WAILING... and as he nears the end of the corridor he sees --

ALASKA. On her knees. Back to him. Below a pay phone. The phone is off the hook, but hangs limply at her side.

And she rocks back and forth, weeping...

ALASKA

It's all my fault... it's all my fault...

She hugs herself, doubling over. Sobbing...

ALASKA

...all my fault... all my fault...

Miles watches her. Doesn't know what to say. She is inconsolable. He has never seen anyone cry this way. Miles puts a sopping wet hand on Alaska's shoulder --

MILES

Alaska?

Suddenly she reels, startled, furious --

ALASKA

Get off me!

Miles backs up. Woah.

ALASKA

Get the hell away from me!

MILES

I just wanted to make sure you're okay --

ALASKA

I'm not.

(beat, cruel)

I see someone went for a swim.

MILES

No - I was kidnapped and taped -

ALASKA

Don't care. 'Cause I mind my own
business. Maybe you should too.

Alaska blows past Miles. OFF MILES -- sopping wet... shaken.

INT. MILES'S DORM -- MORNING

The Colonel exits the bathroom, showered. Miles stirs in
bed. Wakes up. Exhausted.

COLONEL

I tried waiting up for you last
night. Get lost on your way home?

MILES

Thanks for helping me out.

COLONEL

It's a rite of passage, Pudge.
Happened to me. They throw you in
a lake, you swim out.

MILES

Hard to do with duct tape wrapped
around my body.

COLONEL

They taped you? You could've
drowned.

MILES

They said it was cause of you. Did
you do something to them?

COLONEL

I sure as shit am going to now.
Pranking is a Culver Creek
tradition. But those Weekday
Warriors crossed a line.

MILES

Maybe I should just go to the
Eagle. Tell him what happened.

THE COLONEL

No. Don't rat. There's been too
much of that going around here.

MILES

What do you mean?

COLONEL

Last night. Marya -- Alaska's roommate? She got kicked out. Her rich asshole boyfriend too. Paul. They hit the tri-fecta. Sex, while drunk, and smoking pot.

MILES

That was Alaska's roommate?

The Colonel is going to put his sneakers on. Stops. Sniffs.

COLONEL

Those sonofabitches... they pissed my in shoes last night.

MILES

You sure?

COLONEL

You wanna smell? 'Cause if there's one thing I know -- it's when I've stepped in another man's piss.

(beat)

Let's go, Pudge. It's war.

EXT. CULVER CREEK -- CLASSROOMS -- MORNING

Miles and the Colonel amidst a sea of PASTEL WEARING, POPPED COLLARED, FLOPPY HAired preppy kids... Both look out of place amidst the Abercrombie models.

THE COLONEL

You see them?

(off Miles)

The shitrags who did this to you?

MILES

(lost, overwhelmed)

I don't know any of these kids...

INT. CULVER CREEK -- CLASSROOM -- MORNING

Miles follows the Colonel into their classroom. They sit next to a small Japanese kid, TAKUMI, 16. The Colonel and Takumi exchange very serious head nods.

TAKUMI

This Pudge?

THE COLONEL

One and only.

TAKUMI

(extends hand)

Takumi.

(to the Colonel)

Heard what happened last night.

Revenge is imminent. Trust.

The Colonel is scribbling something onto his notebook.

MILES

I'm still not sure what happened -
but I'm open to an explanation -

TAKUMI

You're a pawn, dude. Nothing
personal.

THE COLONEL

Let's talk counterinsurgency.

The Colonel rips the page out of his notebook. A series of squares matching the formation of desks.

THE COLONEL

If any of 'em are in this class,
put an X where they're sitting.

Students are filing in. Miles sees Kevin enter. Kevin and the Colonel lock eyes. As Kevin sits, Miles marks the box.

Next is a pudgier KID, in flip flops, salmon button down and khakis. Miles marks an X as he sits next to Kevin.

TAKUMI

Longwell Chase. Kevin's
lieutenant.

THE COLONEL

Asshole.

MILES

Seriously. What's going on?

The front door of the class opens and in shuffles the OLDEST MAN YOU HAVE EVER SEEN. DR. HYDE. He breathes with difficulty. As he slowly moves to the lectern, the Colonel takes back the notebook, sits up. The attentive student.

THE COLONEL

(whispering)

The Old Man only has one lung.

Miles believes it. As Hyde finally arrives at the lectern, he looks out at the students gathered before him.

DR. HYDE

My name is Dr. Hyde. This year we'll be studying religious traditions. I will talk. You will listen. As some of you have probably noted I am not as young as I used to be... We haven't much time.

Suddenly, the back door opens. It's Alaska. All heads turn.

But as Miles turns to watch her enter -- we see Takumi and the Colonel following her with their eyes as well.

A moment as Miles takes in all the boys in the room staring at Alaska. And he realizes, they're all in love with her.

OFF MILES -- watching everyone watching her... we hear:

DR. HYDE'S VOICE

We will engage in the most important pursuit in history. The search for meaning.

TIME CUT TO:

ALASKA.

Doodling in her notebook. TULIPS. Hyde keeps talking.

DR. HYDE

How did we come to be and what will become of us when we are no longer? What are the rules of the game and how might we best play it?

Miles steals a glance to Alaska. She's in her own world. Miles looks away. Stares out the window. Who is this girl?

DR. HYDE

Religion is important whether or not you believe in it. In the same way historical events are important whether or not you lived through them.

Miles continues to stare out the window. When he hears --

DR. HYDE

You there --

Miles realizes this is directed towards him. Uh-oh.

DR. HYDE

Your name?

MILES

Miles Halter, sir.

Takumi and the Colonel look down, distancing themselves.

DR. HYDE

Mr. Halter I am straining myself for your edification. And yet you've found something outside that captures your fancy even more.

MILES

No, sir -

DR. HYDE

Whatever it is you find so fascinating, I'm going to ask you to pursue it. Follow your bliss, Halter.

MILES

I'm fine, really --

DR. HYDE

Tomorrow when you're ready to take this class seriously, I welcome you back.

Miles reddens. Not the getting in trouble type. Suddenly a chair SCRAPES back.

Alaska rises. Slings her bag over her shoulder.

ALASKA

I'm sorry. But that's bullshit.
(off everyone's looks)
You can't just throw him out of class. You've been droning on for an hour and we're not allowed to glance out the window?

Miles looks in shock from Alaska to Hyde. What is she doing?

DR. HYDE

You abide by my rules. Or you fail. Choice is yours. Both of you leave.

Miles stuffs his books into his bag. Hurries out of there...

INT. CULVER CREEK -- HALLWAY -- MORNING

Miles leaves the classroom. Closes the door behind him.

ALASKA'S VOICE

So do you really memorize last words?

Miles turns. Alaska stands, waiting.

MILES

(nervous)

Yeah...

ALASKA

JFK?

MILES

That's obvious.

ALASKA

Oh. Is it now?

MILES

No. Those were his last words. Someone said, "Mr. President, you can't say Dallas doesn't love you and then he said, "That's obvious." And then he got shot.

A beat. Alaska considers this. Miles considers being considered. And then a sly smile crosses her lips.

ALASKA

Wanna smoke?

EXT. THE SMOKING HOLE -- LATER

Miles and Alaska sit. Miles HACKING violently. This smoking thing not for him. Alaska takes a long hard draw.

ALASKA

I'm sorry about last night. I didn't realize what they did to you.

MILES

Oh. Yeah... Is everything ok? You seemed pretty... upset...

ALASKA

I can be moody.

(beat)

(MORE)

ALASKA (cont'd)

And don't worry about Dr. Hyde.
He's an asshole.

MILES

I thought he was kind of a genius.

ALASKA

The only real geniuses are artists.

She reaches into her backpack and pulls out a copy of The General and the Labyrinth. It's weathered, dog eared.

ALASKA

Ok, Mr. Famous Last Words. I have one for you.

She hands it to him.

ALASKA

It's about Simon Bolivar. You know what his last words were?

(off Miles - no clue)

Well, I'm about to tell you, Senor Parting Remarks.

Alaska uses her cigarette to light the next. Doesn't need the book as she speaks. As she does - Miles drinks her in...

Her face washed pale by the burning cigarette. Her breasts tight in her tank top. Her legs swinging back and forth beneath the swing. Her electric blue toe nails, letting her flip flops dangle...

ALASKA

He - that's Simon Bolivar - was shaken by the overwhelming revelation that the headlong race between his misfortunes and his dreams was at that moment reaching the finish line. "Damn it" he sighed.

(off Miles' look)

"How will I ever get out of this labyrinth?"

Miles smiles... knows great last words when he hears it.

MILES

Wow... But... What's the labyrinth?

She leans in close to Miles. He might die in this moment.

ALASKA

That's the mystery. Isn't it?
You're cute.

(MORE)

ALASKA(cont'd)

(off Miles - he is?)
But I didn't just say that. 'Cause
I love my boyfriend.

MILES

(tries to be casual)
Yeah... you're not bad either. But
I didn't just say that. Cause I
love my girlfriend. Oh wait. I
don't have one...

Miles laughs. Hopes Alaska will too. She doesn't.

ALASKA

So what's the deal? Your parents
suck?

MILES

What? No.

ALASKA

Then why are you serving time here?

MILES

Oh. Well...
(trying to be grand)
I come seeking the Great Perhaps.
(off Alaska - huh?)
Danger. Adventure. Mystery.

ALASKA

You don't seem like the dangerous,
adventurous, mysterious type.

MILES

That's why I'm here.
(off Alaska)
I know it sounds weird or
whatever... but I'll know it when I
find it. Feel it.
(self conscious)
It's hard to explain.

ALASKA

Clearly.
(she leans in to Miles)
But let me ask you something, Miles
Halter. You feeling it now?

Miles doesn't know how to respond. Alaska laughs. Tosses
her cigarette.

ALASKA

So I'm looking to end the suffering
and you want something worth
suffering for...

MILES

I guess... yeah.

ALASKA

Then let's make a deal. You get me
out of the labyrinth? And I'll
help you find the Great Perhaps.

She extends her hand. Miles takes it. OFF THEIR SHARED
SMILE... Miles feels he has found what he was looking for.

EXT. CULVER CREEK -- WOODS -- NIGHT

Miles and Alaska walk back. Cicadas HUM. They are
silhouettes in the night. Alaska turns to Miles.

ALASKA

When you're walking at night, do
you ever get creeped out and even
though it's embarrassing and silly -
you just want to run home?

She grabs Miles' hand.

ALASKA

(whispering to him)
Run run run...

And she takes off running. Miles yanked behind her. As they
run through the darkness... Miles trying to keep up...

She cuts left through some brush... as Miles tries to follow,
he STUMBLES... and when he straightens up --

Alaska is gone. Vanished. OFF MILES -- realizing he may
never be able to keep up with her...

INT. MILES'S DORM -- NIGHT

Miles enters. The SHOWER RUNNING... The bathroom door open.

THE COLONEL (O.S.)

Sara?

MILES

It's me.

INT. MILES'S DORM -- BATHROOM -- CONTINUOUS

Miles enters. The room is filled with steam. The Colonel sits on the windowsill. Looks miserable. He wears a dress shirt and tie. He holds a carton of milk.

MILES

Is everything ok?

THE COLONEL

No. I'm supposed to go out with Sara and her parents tonight. But my one good shirt is wrinkled. I need the steam. Unless you know how to iron?

Miles shakes his head. The Colonel takes another pull off the milk. Gags. Offers it to Miles.

THE COLONEL

I call it ambrosia. Drink of the Gods. Five parts milk, one part vodka.

(as Miles sniffs it)

You can barely smell the vodka. This way the Eagle can't catch me unless he takes a sip.

Miles takes a sip. Nearly pukes.

THE COLONEL

Downside is it tastes like sour milk and rubbing alcohol.

(taking it back)

But what the hell, Pudge. My girlfriend is a bitch.

As he goes to take a sip he hears --

VOICE (O.S.)

What did you call me?

The Colonel freezes. Stuffs Miles with the carton of milk. Jumps up. His Colonel exterior actually showing fear.

INT. MILES'S DORM -- CONTINUOUS

The Colonel and Miles re-enter the dorm room to see SARA. She's pretty, but fiery. And she doesn't look pleased.

THE COLONEL

Sara this is my roommate, Pudge.

MILES
(extends his hand)
Miles.

SARA
Can't you at least press your
shirt?

THE COLONEL
I did my best. We don't all have
our maids do our ironing.

SARA
Chip - that chip on your shoulder
makes you look even shorter.

THE COLONEL
What fucking difference does it
make, Sara? I could wear a tuxedo
and your parents would hate me.

SARA
Yeah, well, you antagonize them.
Are we going or not?

THE COLONEL
No. Fuckit.

SARA
Fine.

THE COLONEL
Whatever.

SARA
Asshole.

Sara slams the DOOR. Some of Miles' books fall to the floor.

THE COLONEL
AHHHHHHHH!

MILES
So that's Sara?... She seemed nice.

A beat. Then there is a phone RINGING from outside.

THE COLONEL
You mind getting that?

EXT. MILES'S DORM -- NIGHT

Miles follows the ringing a few doors down to the payphone where he saw Alaska. Doodles adorn the wall around the phone. Tulips like the ones Alaska drew. Miles answers.

MILES

Hello?

SARA'S VOICE

Can you get Chip for me?

MILES

Uh. Sara. Yeah. Hold on.

Miles turns. But the Colonel is already standing there. He takes the phone.

THE COLONEL

Yes?

SARA'S VOICE

Can we go please?

And they both see Sara step out at the end of the corridor. Cell phone in hand.

THE COLONEL

Yeah.

The Colonel hangs up. Looks at Miles. Shrugs.

THE COLONEL

I'm a bad boyfriend. She's a bad girlfriend. We deserve each other.

As the Colonel shuffles off, Miles smiles.

MILES

I met Alaska.

THE COLONEL

Well, now you're screwed. See ya.

INT. MILES HALTER'S HOUSE -- EVENING

MRS. HALTER answers the ringing phone.

MRS. HALTER

Miles?

EXT. MILES'S DORM -- INTERCUT

Miles stands at the phone.

MILES
How'd you know it was me?

MRS. HALTER
A mother just knows. What's wrong?

MILES
Why does something have to be
wrong?

Miles' Dad crosses through.

MR. HALTER
Is that Miles? What's wrong?

MILES
Nothing is wrong.

MRS. HALTER
(to Mr. Halter)
He says nothing.

MR. HALTER
I thought we agreed he'd call on
Sunday afternoons. Why else would
he be calling?

MRS. HALTER
I don't know. I haven't been able
to ask him anything yet.

MILES
Still here. I was just calling to
say... thank you. For letting me
go. And come here.

MRS. HALTER
Not that I understand why you had
to --

MILES
Mom --

MRS. HALTER
But you're welcome. I just hope
you find whatever it is you're
looking for, whatever it is we
couldn't give you.

A beat. As a smile spreads across Miles' face.

MILES
 I think I have...
 (beat)
 No offense. But I think I have.

INT. CULVER CREEK -- FRENCH CLASS -- DAY

MADAME O'MALLEY, the FRENCH TEACHER, lectures. As she turns to the chalkboard -- Alaska puts a note on Miles' desk. He unfolds it.

ON THE NOTE -- *Nice bedhead. Study at coffee shop for lunch?*

Miles looks at her, nods. Okay. She smiles back.

INT. MILES'S DORM -- DAY

Miles fixes his bed head. Straightens his shirt. Excited.

EXT. CULVER CREEK -- PARKING LOT -- DAY

Miles waits alone when Alaska's car, the Blue Citrus, pulls up. Miles leans down to see it's full of other KIDS.

Miles -- trying to hide his disappointment that it's a study group -- waves.

We hear the voice of DR. HYDE over this:

DR. HYDE (O.S.)
 While you were looking out the
 window the other day? You missed
 the chance to explore the Buddhist
 belief in being present for your
 daily life. Of being truly
 present.

The back door opens. A pretty girl, LARA, 16, climbs out.

DR. HYDE (O.S.)
 Be present in this class. And
 then, when it's over? Be present
 out in the world.

Miles gets in the car. Lara sits on top of him. Apologetic.

Alaska FLOORS it. Lara gets thrown back against Miles. He wraps his arms around her. Lara smiles. As Alaska swerves and weaves, Miles tightens his arms around Lara.

DR. HYDE (O.S.)
 Everything ends, Mr. Halter. Might
 as well be present while it's
 happening.

Alaska clocks it all in the mirror... As Miles eyes go to connect with Alaska's - she looks away.

INT. CULVER CREEK -- DR. HYDE'S CLASSROOM -- MORNING

Miles stands before Dr. Hyde. The class has emptied out. Hyde speaks slowly... finishing his dressing down of Miles.

DR. HYDE

I'm sure you are smart. I have
been smarter longer. Time to
listen to your elders. Understand?

Miles nods. This wisdom really lands on him.

INT. CAFETERIA -- NIGHT

Takumi and the Colonel watch closely as Miles takes a bite out of a giant, fried burrito.

TAKUMI

God, there's nothing like watching
a man eat his first bufriedo.

THE COLONEL

(marvelling at it)
A fried burrito... So simple and
yet so delicious.
(yells out)
You're a culinary genius, Maureen!

MAUREEN, the heavysset cook, grunts from behind the counter. And then they hear --

ALASKA

The only geniuses are artists.
Have you read Mellville?

She sits down between them. Eating off Takumi's plate.

THE COLONEL

You would like him. Big white
whale as metaphor for everything.
You live for pretentious metaphors.

ALASKA

(unfazed)
So, Pudge. We found you a
girlfriend.

Miles stops mid-bite. Surprised.

ALASKA

You know that girl who sat on your lap yesterday? Lara? She liked you. You thought she was quietly discussing pre-calc, but she was really talking about having sex with you.

THE COLONEL

She has great breasts.

ALASKA

Do not objectify women's bodies!

THE COLONEL

Sorry. Perky breasts.

ALASKA

That's not any better.

THE COLONEL

Sure it is. Great is a judgement on a woman's body. Perky is merely an observation. They are perky.

ALASKA

Jake - my boyfriend - is going to be in Birmingham this weekend. We're going on a triple date. Triple and a half since Takumi will be there too.

(off Takumi - thanks)

You won't be able to screw it up because I'll be there the whole time.

MILES

Really? Okay.

THE COLONEL

Who's my date?

ALASKA

Your girlfriend is your date.

THE COLONEL

All right... but we don't like each other.

ALASKA

So Friday. See you then...

MILES

Thanks.

ALASKA -- smiles, walks away... Miles takes a beat.

TAKUMI

Alaska's setting you up, dude.
More than she ever did for me.
Pretty tight.

MILES

Yeah... it's nice of her...

OFF MILES, conflicted about being set up by Alaska.

INT. MILES'S DORM -- BATHROOM -- NIGHT

TWO WRINKLED SHIRTS hang in a bathroom full of steam. Miles opens the door. Examining...

THE COLONEL

(off screen)

How them wrinkles lookin', Pudge?

OFF MILES -- shit...

INT. ALASKA'S DORM -- NIGHT

Alaska stands over an ironing board. Miles watches.

ALASKA

Now normally I would've been
offended that you'd assume I could
iron. A direct reflection of the
patriarchal paradigm.

MILES

What's the patriarchal paradigm?

ALASKA

Where should I begin? How men only
see women as objects - or how in a
post-feminist world, women allow
themselves to be --

And then a voice from the door --

VOICE

Aw, don't get her started on that.

Alaska looks up and Miles looks over to see JAKE.

ALASKA

Jakey!

She immediately stops what she's doing and runs into his arms. He has long floppy hair, and the faux ruggedness of a catalogue model. He is the anti-Miles.

Alaska jumps into his arms. Wraps her legs around him. She kisses him passionately. Miles wants to look away but can't.

This kiss seems to go on forever. After a while, they part.

ALASKA

This is Pudge.

JAKE

(smiles, big handshake)

I heard a lot 'bout ya. I hope
your date works out for tonight
'cause I wouldn't want you stealin'
Alaska out from under me.

Miles forces the most unnatural laugh.

ALASKA

(to Jake)

God, you are so adorable.

And they go back to kissing again.

ALASKA

I'm sorry I just can't seem to stop
kissing my boyfriend...

As the making out builds, Miles rises - heads for the door - takes his shirt.

MILES

(more to himself)

I'll get the Colonel and... okay...

EXT. CULVER CREEK -- QUAD -- NIGHT

Miles, The Colonel, his girlfriend Sara, Takumi, Alaska, Jake, and Lara all walk towards the gym. Other students streaming in as well.

MILES

(nervously to Lara)

So you a basketball fan?

LARA

(slight Russian accent)

No.

MILES

Yeah, me either.

THE COLONEL

That's cause you never been to a
Culver basketball game. We suck so
bad we don't even have a mascot.
We're the fucking Culver Creek
Nothings.

SARA

And you plan on making a fool outta
yourself tonight?

THE COLONEL

If by making a fool, you mean
getting kicked out -- then yes. My
people expect me to perform.

ALASKA

The Colonel's been kicked out of
thirty seven straight games.

As they approach the gym they see -- KEVIN. With LONGWELL
CHASE and the other assailant from the other night.

Our crew slows up... a confrontation brewing...

THE COLONEL

Well, well. A Weekday Warrior
shitrag convention.

KEVIN

Dude, your girlfriend's a Weekday
Warrior.

THE COLONEL

Exactly.

SARA

(whacks him)
Asshole.

ALASKA

What do you want?

KEVIN

(to the Colonel)
A truce. You ratted out Marya. We
got your roommate.

A beat. Suddenly the Colonel breaks for Kevin. Ready to
kill him. Jake and Miles jump in - holding him back.

THE COLONEL

What the hell did you just say to
me?

(MORE)

THE COLONEL(cont'd)

I didn't rat them out, you piece of shit. I'm not a rat. I can't believe you'd even accuse me.

KEVIN

We got good intel it was you.

THE COLONEL

Uh-huh. Well you're wrong. So go fuck your intel, Shitbird.

KEVIN

Come on, dude. I know you ratted them out. We had to defend our friend. Now it's over. Truce?

Suddenly Alaska steps between them.

ALASKA

I'll make you a deal.

THE COLONEL

What are you doing, Alaska?

ALASKA

You pick one dead American President. If Pudge doesn't know the guy's last words? Truce. If he does, you spend the rest of your life lamenting the day you pissed in the Colonel's shoes.

KEVIN

That's retarded.

ALASKA

All right. No truce.

KEVIN

Fine.

(considers)

President Fillmore.

A beat. Everyone nervously looks at Miles. All the sound goes away in this moment. Alaska looks at Miles - she knows he can do it. Miles steps forward.

MILES

When Fillmore was dying, he was super hungry. But his doctor was trying to starve his fever. Fillmore wouldn't shut up about wanting to eat. So finally the doctor gave him a tiny teaspoon of soup.

(MORE)

MILES(cont'd)

And all sarcastic, Fillmore said
"The nourishment is palatable."
And then died.
(beat)
No truce.

Kevin stands there a beat. Stunned. And then rolls his eyes. Walks off. His boys follow.

Everyone is celebratory. Hi-fiving Miles. Slapping him on the back.

THE COLONEL

That was your first bad-ass moment.
Granted, it was an easy target, but
still...

Alaska beams at him. Leans in and kisses him on the cheek. A current charges through Miles. And then he realizes Lara's watching him.

She smiles. Sweet. Kind. Miles sees Alaska and Jake, arm in arm, walking away. He turns back to Lara, smiles.

LARA

That was cool.

MILES

Yeah? Thanks...

OFF MILES - reveling in his first bad ass moment...

INT. CULVER CREEK GYM -- BLEACHERS -- MOMENTS LATER

The gym is packed. The game is underway. Culver Creek looks very overmatched. One player for the opposition, who we'll call THE BEAST, is dominating the floor.

As Miles and co. climb over the bleachers to their seats, Alaska pats the empty seat next to her.

MILES

I'm not allowed to sit next to my date?

ALASKA

Pudge - one of us has been a girl her whole life. The other of us has never gotten to second base.

MILES

(considers, sits)
Whatever you say.

JAKE

That's pretty much my strategy for
pleasing Alaska.

Miles sees Lara, sitting next to Takumi. She looks at him,
then looks away.

ALASKA

Keep playing the game, Pudge. Hot
and cold. Look cute. Be aloof.

MILES

(nods, being cool)
Got it, got it.

ALASKA

Did I tell you that Jake is
recording an album with his band?
They're like Modest Mouse meets the
Flaming Lips. Did I also tell you
that he's hung like a horse and a
beautiful sensual lover.

JAKE

Baby Jesus. Not in front of the
kids.

They start kissing, making out. Alaska's hands roving towards
Jake's crotch. Miles sits there, trying to be cool...

As one of CULVER'S players is BLOCKED and goes SPRAWLING
across the floor -- the COLONEL jumps to his feet.

COLONEL

Cornbread!

The CROWD suddenly cheers with him --

CULVER STUDENTS

CHICKEN!

THE COLONEL

Rice!

CULVER CROWD

PEAS!

THE COLONEL AND THE CROWD

We got higher SATs!

THE COLONEL

HIP HOP HOORAY!

THE COLONEL AND THE CROWD
You'll be working for us someday!

Some of the opposing players look over. What's going on?
Sara looks deeply mortified.

THE COLONEL
Buy!

CULVER CROWD
SELL!

THE COLONEL
Trade!

CULVER CROWD
BARTER!

THE COLONEL AND THE CROWD
You're much bigger but we're much
smarter!

The crowd cheers again. Alaska laughs, looks at Miles.

As the BEAST gets to the free throw line -- the crowd SHUSHES
each other. The Colonel rises again.

THE COLONEL
You owe everything to your Daddy,
you stupid redneck bastard!

The Beast turns -- glares...

THE COLONEL
(to the REF)
Sorry!

ALASKA
Sorry? You're apologizing?! The
Colonel's turned soft!

As she rises, crosses off to assist him -- Miles and Jake are
left alone. Side by side. A long beat.

JAKE
(while watching the game)
Word of advice?

Miles turns. Jake never takes his eyes off the court.

JAKE
Whatever you do? Don't fall in
love with her.
(MORE)

JAKE(cont'd)

(beat)

Trust me.

Miles looks at Jake. Thrown. The sadness in Jake's tone -- not a threat... but an honest warning.

And then -- the WHISTLE blows... BOOS from the crowd. Miles turns his attention back to the game.

THE BEAST stepping to the free throw line. The Colonel rises. Alaska begins SHUSHING the crowd... As everyone gets quiet.

THE COLONEL

(to the Beast)

I don't know if this is the best time to tell you this - but Takumi here hooked up with your girlfriend before the game.

The Beast turns... glowering... the crowd laughs.

THE COLONEL

Said she was hairier than you.

The Beast begins lumbering towards them. Ball in hand.

TAKUMI

I think we run now.

THE COLONEL

I haven't gotten kicked out yet.

Takumi starts moving. So does Lara. Jake and Alaska get up too. Miles the last one of the group. They jump down off the bleachers --

As the BEAST rears back with the basketball --

Miles goes to turn the corner when he sees -- the BALL hurtling towards him...

TIME slows...

MILES

(to himself)

I should duck.

BAM! Miles is drilled in the face. His legs fly out from under him. WHAM! He hits the floor hard. SMACKS his head. The crowd "OOOHS".

Miles gets up from the floor immediately. Waves to the crowd. They CHEER.

EXT. CULVER CREEK -- GYM -- MOMENTS LATER

Miles staggers outside. The gang up ahead. He immediately sits down on the ground. Very matter of factly states:

MILES

I am concussed.

The group turns back. Takumi runs towards him, Lara follows.

TAKUMI

You're fine, man. Let's get out of here before we get killed.

MILES

I'm sorry. I can not get up. I have suffered a mild concussion.

Lara sits next to him. An arm on his back.

LARA

Are you okay?

MILES

(still matter of fact)
I am concussed.

TAKUMI

Do you know what happened to you?

MILES

The Beast got me.

TAKUMI

Do you know where you are?

MILES

A triple and a half date.

TAKUMI

You're fine. Let's go.

Then Miles leans forward and VOMITS all over Lara's pants.

LARA

Oh!

MILES

I'm sorry.

TAKUMI

I think you might have a concussion.

MILES

I am suffering from the nausea and
dizziness typically associated with
a mild concussion.

Miles lays down on the sidewalk... Lara leans over him.

LARA

We'll take you to the infirmary,
Miles. You'll be okay.

She smiles down at Miles. Warmy, reassuring. He looks up.

MILES

Where's Alaska?

Her smile fades. And then he passes out.

DISSOLVE TO:

THE COLONEL.

Shakes Miles awake. Miles has a giant KNOT on his forehead.

THE COLONEL

She dumped me.

MILES

(waking)

I am concussed.

THE COLONEL

So I heard. Hence my waking you
up. Video games?

REVEAL they're in:

INT. MILES'S DORM -- NIGHT

The Colonel fires up the PLAYSTATION.

THE COLONEL

Heard you puked on Lara. Suave.

MILES

Dumped?

The Colonel hands him a controller, swigs from his ambrosia.

THE COLONEL

Sara told Jake that I had a hard-on
for Alaska. And I was like "Well I
don't have a hard-on for anything
at the moment.

(MORE)

THE COLONEL(cont'd)

You can check if you like." And that pissed her off and she said she knew for a fact that I'd hooked up with Alaska.

Miles blinks a few times. Trying to process this.

MILES

Hooked up with Alaska?

THE COLONEL

I don't cheat, Miles.

(beat)

Then anyway Alaska went ballistic on Sara. Screamed at her. Said she violated the sacred covenant between women. How will stabbing one another in the back help women rise above patriarchal oppression -- her usual bullshit. And then Jake started defending Alaska - and I said don't worry about Sara she just likes bullying people. And then Sara asked me why I never stand up for her and somewhere in there I may have called her a stupid bitch. And then the waitress told us to leave. And we were standing in the parking lot. And she said "I've had enough. Our relationship is over."

A beat. Miles still slow. Only responds with questions.

MILES

Our relationship is over?

THE COLONEL

Yeah. So that's it. And you know what's lame, Pudge? I care about her. I mean we were hopeless. Badly matched. But still. I lost my virginity to her.

MILES

You lost your virginity to her?

THE COLONEL

Yeah. Only girl I ever slept with. I don't know. Even though we fought like ninety four percent of the time, I'm really sad.

MILES

You're really sad?

THE COLONEL

Sadder than I thought. I mean, it's stupid to miss someone you don't even get along with. But I don't know, it was nice, you know, having someone you could always fight with.

MILES

Fighting... is nice...

THE COLONEL

Right. I don't what I'll do now. I'm a mad guy, Pudge. What do I do with that?

MILES

You can fight with me.

Miles puts down his controller. Leans back on the couch. And falls back asleep. A beat as the Colonel keeps playing...

THE COLONEL

I can't be mad at you, you harmless skinny bastard...

EXT. CULVER CREEK -- QUAD -- DAY

Thunder CRASHES. Rain pours down... Buckets of it.

INT. CULVER CREEK DINING HALL -- DAY

Miles, still with the giant KNOT on his forehead, stands in front of Maureen. The Colonel with him as well.

MILES

Breakfast bufriedo, please.

MAUREEN

Nice shiner.

THE COLONEL

That's what I said. Looks like a miniaturized topographical map of Macedonia, right?

(off Maureen's blank stare)

Make it dos bufriedos.

As Miles and the Colonel get their meals - walking away -

THE COLONEL

Someone deep fried Maureen's sense
of humor...

And then they both see LARA. With her ROOMMATE, a heavysset
African American, girl. Getting up from their table.

MILES

Shit.

THE COLONEL

Good thing you don't have anything
in your stomach. She's safe.

Miles is deeply embarrassed to run into her. Lara senses his
hesitation as she approaches.

LARA

Hi, Miles.

MILES

Hey, Lara.

(long awkward beat)

Can you believe all this rain?

(she nods, another beat)

I'm really sorry about throwing up
on you the other night.

LARA

(smiles, means it)

It's no big deal.

MILES

Okay... well... see ya...

Miles quickly walks off. Lara clearly stung. The Colonel
gives Lara a sympathetic nod -

THE COLONEL

He hit his head pretty hard...

ON MILES -- sitting, mortified. The Colonel slides in.

THE COLONEL

Dude. She likes you.

MILES

I threw up on her. It's over.

THE COLONEL

Alright, man...

(beat)

But Alaska and Jake aren't breaking
up anytime soon so...

Miles looks at the Colonel. Who dives into his bufriedo. Nevermind... Miles watches Lara leave... torn...

INT. DR. HYDE'S CLASSROOM -- DAY

Miles steals a glance to Alaska's seat. Empty. Dr. Hyde stands before them. Somehow seems older...

DR. HYDE

Although it isn't due for two more months you'll be receiving your paper topic for the semester today. Now I'm quite sure that you've read the syllabus for this class with such frequency you've committed it to memory.

Dr. Hyde smiles. Enjoys his own joke. No one else does.

DR. HYDE

This paper is fifty percent of your grade. Take it seriously. The topic?

(looks around, dramatic)

What is the most important question human beings must answer?

OFF MILES -- considering...

EXT. CULVER CREEK -- NEAR THE DORMS -- DAY

Miles and the Colonel run through the rain.

THE COLONEL

Sure hope the poor bastard lives through the rest of the semester.

(beat)

What's your most important question?

MILES

(getting winded)

What happens to us... when we die.

THE COLONEL

Keep running and you'll find out.

(and then he sees)

Is that Alaska?

And sure enough running right at them - screaming - is Alaska. It's hard to hear what she's yelling over the pouring rain. As she arrives at them --

ALASKA

...flooded my room! Those fuckers ruined like a hundred of my books!

THE COLONEL

What? Who? Calm down --

ALASKA

Weekday Warrior assholes. They flooded my room. Poked a hole in the gutter, put some tube into my window... Everything's ruined...

(to Miles)

The General and the Labyrinth.

MILES

(surprising himself)

We'll get them back.

THE COLONEL

Yeah. Miles is right.

ALASKA

Words aren't going to fix this, Pudge.

(beat)

This is about action.

Alaska storms past them. Miles is stung momentarily.

THE COLONEL

Wait. Alaska. Where are you -
(grabs Miles)

We gotta stop her.

EXT. CULVER CREEK -- QUAD -- DAY

Kevin, Longwell, a couple other Weekday Warriors come outside their class. Look up to see Alaska charging them in the rain.

ALASKA

You assholes! What did you do to my room!

KEVIN

No truce. Like you wanted.

ALASKA

Fuck you!

She shoves Kevin hard. Miles and the Colonel racing to try and intervene --

KEVIN

Back off, you crazy slut.

ALASKA

I am not crazy! Take it back! I'm
not crazy!

She starts pounding on him -- screaming, crying -- Miles and
the Colonel pull her off --

KEVIN

Well you're definitely a slut.

Miles seeing Alaska upset - gets in Kevin's face. Clearly
the first time he's ever done that.

MILES

Hey.

A beat. Miles doesn't have anything else planned.

KEVIN

(laughing)

Uh, hey what?

MILES

Apologize to her.

KEVIN

Why? She's a slut. You'll find
out sooner or later.

(smiles to Longwell)

We all have... Even your little
friend the Colonel.

And before he know what he's doing - Miles pushes Kevin.

MILES

Apologize to her.

KEVIN

Or what? You gonna recite the
Gettysburg Address?

Miles shoves Kevin again. Kevin shoves Miles harder. Miles
goes down into the mud. Suddenly the Colonel breaks free --

THE COLONEL

AHHHHHH!!!

The Colonel lowers his shoulder into Kevin. They both go
back into the mud. The Colonel begins pounding Kevin.

THE COLONEL

I. HAVE. A. LOT. OF. ANGER!

Longwell Chase charges the Colonel, takes him down. Alaska is screaming to stop. Miles gets to his feet. Going to help the Colonel when --

BAM. Kevin POPS Miles in the side of the head. Right on his KNOT from the basketball. SPLAT. Miles clutches at his head. Groans...

Kevin pulls Longwell off of the Colonel - points to the EAGLE. Who is making his way towards the melee. They run off.

Miles and the Colonel both rise to their knees. Covered in mud... The Colonel looks to Alaska. She's crying, upset.

THE COLONEL

Run. We got this...

Alaska looks at both of them. And then runs. As the Eagle arrives -- pushing through students...

THE EAGLE

What is going on here?

THE COLONEL

Just a little mud wrestling, sir.
Gets the ladies excited seeing us
go at it...

OFF THE EAGLE -- not amused.

INT. CULVER CREEK -- CAFETERIA -- DAY

Miles now washes dishes. In a hair net. The Colonel along side him.

THE COLONEL

Whatever. Two weeks of washing
dishes -- still worth it. Who knew
you had it in you, Pudge?

MILES

My first fight...

THE COLONEL

Yeah, hard to tell.
(off Miles, he smiles)
But your second bad ass moment...

MILES

Hey... What Kevin said... about you
and Alaska?

THE COLONEL

I don't cheat, Miles. I told you.

As the Colonel goes to get the next round of dishes...

INT. MILES'S DORM -- DAY

Miles lays on his bed. Reading a book about the Civil War.
A knock on the door. Takumi.

TAKUMI

What are you doing, fool?

MILES

Just trying to figure out why the
Confederate Generals had better
last words than the Union ones.
Ulysees S. Grant's last word was
"Water." Lamé, right?

TAKUMI

Yeah, that's what's lame here...

(off Miles)

Heard about your throw down in the
quad. You take another shot to the
dome - you could be brain damaged.

MILES

What those guys did... and what
they said to her face...

TAKUMI

Yeah. Well. They had their
reasons.

(off Miles)

Alaska's complicated, dude. She's
done some shit...

MILES

Like what?

TAKUMI

Pudge. Hmmm. Pudge.

(beat)

You need a cigarette.

EXT. THE WOODS -- DAY

Miles follows Takumi off the path - they weave through
brambly bushes and pine trees.

TAKUMI

The Smoking Hole might not be safe.

MILES

Not safe? It's the safest place to smoke a cigarette in the known universe.

Takumi sits down in a clearing, pulling out cigarettes.

TAKUMI

Alaska ratted out Marya. So the Eagle might know about the Smoking Hole too.

MILES

(stunned)

Wait. Alaska? How do you know?

TAKUMI

For one thing, I figured it out. And for another - Alaska told me. She tells me things. Part of being sexually non-threatening to her. Consider it an honor if she hasn't opened up to you.

MILES

But... why would she rat?

TAKUMI

The end of school last year - she tried to sneak off campus to visit Jake. The Eagle caught her - bottle of wine in the car. She was fucked. So the Eagle brought her to his house and said: Next year tell me everything you know or pack up and go home and don't come back.

MILES

So then the first day of school?

TAKUMI

Alaska did what she had to.

(beat)

She was smart to rat on one of her friends. That's why the Colonel is so sure it was a Weekday Warrior, and vice versa.

MILES

The Colonel doesn't know?

TAKUMI

No. And he can't. He'll go crazy.
The Colonel takes all this honor
and loyalty shit pretty seriously
if you haven't noticed.

MILES

I've noticed.
(realizing)
That day she got herself thrown out
of class with me -- she did it to
prove she was loyal...

TAKUMI

Listen, Pudge. I don't know what
kind of prank the Colonel and
Alaska are going to come up with to
end this. But I'm sure we'll both
be involved.

(beat)

I'm telling you all this so you can
know what you're getting into.
Because if you get caught? You
better take it.

OFF MILES -- feeling the weight of this... nods. Solemn.
But privately thrilled to be a part of the adventure.

INT. MILES DORM -- MORNING

Miles is asleep in bed. Awakens as hears the sounds of
GUNFIRE. Someone is playing videogames. Miles rolls over -
confused -- when he sees Alaska is playing.

MILES

Alaska?
(she's focused on the
game)
Can you at least mute it?

ALASKA

Pudge. The sound is an integral
part of the artistic experience of
the videogame.

(beat)

The Colonel wanted me to mute it
too. I sent him to sleep in my
bed.

MILES

Maybe I'll join him.

ALASKA

So I heard Takumi told you. Yeah, I ratted out Marya. I'm sorry. I'll never do it again. In other news - are you staying here for Thanksgiving? 'Cause I am.

Alaska moves to Miles' bed. Close to him.

ALASKA

Jake has to study. He doesn't want me in Nashville.

MILES

Sorry.

ALASKA

Don't be. I'll have loads to do. There's a prank to plan. But I was thinking you should stay here too.

MILES

I think my parents were kind of expecting me. My mom loves Thanksgiving.

ALASKA

Just think about it.
(and then she YAWNS)
I'm not flirting. I'm just tired.

And with that Alaska curls up in bed with Miles. OFF MILES -- not only has a girl in his bed... but Alaska Young.

INT. MILES'S DORM -- HALLWAY -- LATER

Miles is at the payphone.

MILES

Hi, mom?... Nothing's wrong. I'm fine. I think - and of course, if it's okay with you - I think I may stay here for Thanksgiving. A lot of my friends are staying and with all the work I have...

(the truth)

...this could be the most critical week of my life.

EXT. CULVER CREEK -- DAY

Miles is with the Colonel who throws his duffel into a beat up hatchback. The Colonel's MOM remains in the car.

THE COLONEL

I'm not much for saying good-bye.
I'll see you in a few days.

MILES

Okay. I'll see you.

As the Colonel goes to the car door, he stops, turns.

THE COLONEL

Hey. If you're staying here in hopes of making out with Alaska? I wish you wouldn't. If you unmoor her from the rock that is Jake? God have mercy on us all.

MILES

It's not because I want to make out with her.

THE COLONEL

Uh-huh...

(does some thinking,
calculating)

I just did some calculations and I've been able to determine you're full of shit. And I bet she will too.

The Colonel gestures to LARA, who has come out with her suitcase. The Colonel gives Miles a knock to the arm. Crosses off. Miles and Lara stand there...

MILES

Hi, Lara.

LARA

Hello, Miles.

(beat)

You going home for Thanksgiving?

MILES

Uh... no. I have a lot of work to do so...

LARA

And you'll be here by yourself?

MILES

Not sure... I think maybe, you know, there's that exchange student from South Korea sticking around...
(tries to be casual)

I heard Alaska might be.

On Lara -- gets it. Nods. Hiding her hurt. There's a car HONK. A green limousine has pulled up.

MILES

A limo, huh? Fancy.

LARA

My dad is a pimp. It's for his work.

MILES

(smiles)

A pimp? Cool...

LARA

He is a doctor. The only one in our town. It's embarrassing.

(she forces a smile)

Happy Thanksgiving, Miles.

She says it with a touch of sadness. Walks by him. As she gets into the limo, Miles considers her... She looks back to him. Gives him a wave. Disappears into the limo.

EXT. CULVER CREEK -- QUAD -- DAY

Miles walks across the empty quad. The wind rustles the trees -- the only sound to be heard. The school is deserted. Miles smiles... starts running... this is freedom...

INT. MILES'S DORM -- HALLWAY -- MOMENTS LATER

Miles comes down the empty hall. Getting closer to Alaska's door. He breathes deep -- knocks. A beat. No answer.

A moment where Miles wonders... has he been had? Is she gone? He knocks again. Worried now.

And then - the door opens. Alaska grins at him.

ALASKA

School all to ourselves...

MUSIC UP. MONTAGE OF:

- Alaska leads Miles into various DORM ROOMS... climbing in through windows. She's much more agile than he.

- They search through different rooms... finding alcohol... beneath mattresses, in sock drawers... one room has a bottle of MAUI WOWIE wine behind a KING JAMES bible...

- They admire the charcoal nude self portraits of one girl... another room has a psychotic amount of CABBAGE PATCH KIDS - Miles and Alaska terrified... laughing...

- Beneath the mattress and bed springs of another room, Alaska pulls out a video. "The Bitches of Madison County". She grins. Bingo.

The whole thing is fun, furtive... Miles loosening up...

INT. SOUTHERN DINER -- DAY

Miles and Alaska in a booth... Alaska has Vonnegut's Cat's Cradle with her. Reading passages to him... No place he'd rather be.

EXT. CULVER CREEK -- WOODS -- DAY

Miles and Alaska skip stones across the river... She's much better than he is. As she laughs, trying to help him, her hand guiding him, their bodies close...

INT. MILES'S DORM -- LATER

Alaska and Miles sit on the couch. PORN playing on the tv. They view it as two film theory majors... Laughing...

EXT. SOCCER FIELD -- NIGHT

Miles and Alaska both lay side by side under the stars. Drunk. Passing the bottle of MAUI WOWIE wine they stole. The sound of bullfrogs and the distant hum of the highway. They're close.

Alaska slides her hand onto MILES'S leg. He puts the wine bottle down -- his chest and hers touching it.

Her index finger makes slow, lazy circles that creep towards the inside of his thigh.

Miles, flushed from the wine, and the proximity of their bodies, wants to say something, declare his love for her.

MILES

Alaska?

Sensing Miles's tone, Alaska puts her finger to his lips.

ALASKA

Shh... don't ruin it... this...

Miles nods... And they just lie there...

INT. ALASKA'S ROOM -- DAY

Alaska sits in the middle of the floor. She holds a candle upside down, dripping the wax onto a huge candle. Looks more like a technicolor volcano.

Miles sits opposite her. A crate of other candles between them. She lights his candle -- he lets it drip as well...

ALASKA

Night falls fast/today is past.

MILES

I've heard that before...

ALASKA

Poem. Edna St. Vincent Millay.
You read that?

MILES

I read her biography. Didn't have her last words in it... All I remember is she had a lot of sex.

ALASKA

I know. She's my hero...

(beat)

Does it seem odd to you that you enjoy biographies of great writers a lot more than you enjoy their actual writing?

MILES

Mmm...nope.

Alaska grins at him. There is an intimacy to their friendship now... getting their rhythms...

MILES

So we trying to make a volcano?

ALASKA

This may look like a candle, Pudge. But it's actually a key. To our freedom. One day we use this candle to help burn this school down. These books would make good kindling...

(beat)

Be ironic, huh? Use books to burn down a school?

MILES

Um, ironic or psychotic?

ALASKA
It's a thin line...

And then they hear:

THE COLONEL
Alaska's been talking about burning
this place down since she got her
first suspension.

They look over, surprised to see the Colonel.

THE COLONEL
I been gone two days and you've
made Miles into a homo.

MILES
What are you doing here?

ALASKA
Homo? Really? Who uses that term?

THE COLONEL
I do when I see Miles sitting on a
floor making candles. Some gay ass
shit, that's all I'm saying.
(beat)
I've been instructed to invite you
to Thanksgiving dinner at Chez
Martin.

Alaska leans into Miles' ear. Whispers.

MILES
I have been instructed to accept
your invitation.

EXT. TRAILER PARK -- DAY

The Colonel drives his hatchback. Alaska in shotgun. Miles
in the back. He pulls up to a TRAILER on cinder blocks.
Miles is momentarily stunned...

THE COLONEL
Well, now you get why I hate rich
people.

INT. THE COLONEL'S TRAILER -- LATER

Miles, the Colonel, Alaska, and the Colonel's mom, DOLORES,
(a hearty woman, no bigger than the Colonel) sit around a
huge Thanksgiving feast. Diving into the food.

DOLORES

You know, we forgot to list our gratitudes. Miles you go first.

MILES

Um. I'm thankful for the fine food, and that you invited us, and for having a home for Thanksgiving.

DOLORES

Well, a trailer at least.

ALASKA

My turn. I'm grateful for having just had my best Thanksgiving in a decade.

THE COLONEL

I'm just grateful for you, Mom.

DOLORES

That dog won't hunt, boy.

THE COLONEL

Well, then I'd like to expand my list to acknowledge my gratitude at being the smartest human being in this trailer.

Everyone laughs. Alaska throws a green bean at him.

MILES

What about you, Ms. Martin?

DOLORES

Well, I'm grateful my phone's back on. That my job's steady - I'm a culinary engineer. That's a short order cook at the Waffle House to y'all.

Miles and Alaska laugh, enjoying her.

THE COLONEL

Best Waffle House in Alabama.

The Colonel and his mom share a smile. It's warm. Not laced with the Colonel's anger. He's not embarrassed of her.

DOLORES

But I'm most grateful that I have a place to sleep and a boy who loves me.

On Alaska -- watching this... visibly moved...

THE COLONEL

Yeah. But your boy doesn't love
where he has to sleep tonight.

EXT. TRAILER PARK -- NIGHT

Next to the trailer park is a TENT. The Colonel shakes his head at his situation. And zips himself inside.

INT. TRAILER PARK -- NIGHT

Miles and Alaska share the bed together... They each have separate blankets. Lying there. Miles so close to her... Her back to him. A beat.

MILES

Alaska? You think maybe one day I
could meet your family too?
(no response)
You asleep?

And we see she is awake. Wipes a tear out of her eye. But says nothing. Miles assumes she's sleeping, rolls over.

INT. TRAILER PARK -- LATER

Miles, sound asleep, hears something. Stirs. Looks over. The bed is empty...

EXT. TRAILER PARK -- NIGHT

Miles comes outside. Stops in front of the tent. From inside he hears rustling, giggling, hushed whispers...

The Colonel and Alaska?

OFF MILES -- stunned. It couldn't be...

INT. THE COLONEL'S HATCHBACK (DRIVING) -- DAY

Miles sits in the backseat. Silent. Sullen. The Colonel drives. Alaska sleeps in the front seat.

EXT. CULVER CREEK -- DAY

The Colonel pulls up. Miles opens the door.

MILES

Thanks for everything, Colonel.

THE COLONEL
(not sensing the sarcasm)
See you in a few days.

INT. MILES'S DORM -- DAY

Miles lays on his bed. Reading a biography of AUDEN. Can't concentrate. A knock on the door. Alaska.

ALASKA
Hey... so what do you feel like doing? Watch some more porn? Go to the Smoking Hole -

MILES
Um. I don't feel like doing anything.

ALASKA
Yeah, I'm tired too..

She goes to climb into his bed --

MILES
Maybe you should just sleep in your room.

ALASKA
Um. Ok. Everything ok?

MILES
Yeah... it's all great...

ALASKA
I don't believe you. Wanna talk about it?

MILES
Nothing to talk about.

Alaska stands there a moment. Then nods.

ALASKA
Sure. When it comes to quoting other people you're a genius. But have to speak your own mind and forget it.

MILES
That's right. Thanks. Bye.

Alaska walks out. Miles lays there a minute. And then too upset - he throws down the book - chases after her --

INT. MILES'S DORM -- HALLWAY -- CONTINUOUS

Miles comes into the hall. Alaska walking away. Miles has to get it off his chest...to tell her.

MILES

Okay. You wanna know? You want me to tell you everything?

ALASKA

(quietly)

I do...

MILES

Okay. Fine. You're my Great Perhaps. And I don't even know what that means, which is part of the point because most of the time you make no fucking sense with all your pretentious bullshit.

ALASKA

Well, thanks, Miles.

She goes to walk away. Miles pursues.

MILES

And also... I feel lucky whenever I'm with you. And whenever I do anything that's good - whenever I say the funny thing or have a badass moment - it only means anything if you get to see it. I feel... alive when I'm with you. But also confused. And slow. And totally predictable --

ALASKA

Then be unpredictable, Miles.

MILES

And that's going to change anything?

ALASKA

Who knows? That's the point of being unpredictable.

MILES

Fine. Then...

(deep breath)

I love you, Alaska. When I'm with you I think we make... this great team. And well, I love you.

A beat. Miles has just poured his whole soul out.

ALASKA

I know.

A beat. That's her response. Takes Miles a moment.

MILES

You know?
(realizing she's not
saying it back)
Then why'd you make me say it?

ALASKA

You wanted to.

MILES

Why would I want to say I love you
to some girl who wouldn't say it
back?

ALASKA

But you feel better.

MILES

What? No I feel... I never felt
worse. Better?

ALASKA

Look, Miles. Don't get angry with
me please -- I'm sorry --

MILES

Forget it. Forget you.

Miles walks away. Alaska now chases him.

ALASKA

Miles. Please. I don't want to
lose you. I screw everything up.
I don't want to screw us up --

MILES

Why don't you go run to the Colonel
-- I'm sure he'd love to meet you
back in his tent. Or Longwell
Chase. Or any of the other guys as
this school you've slept with.

ALASKA

So that's what this is? You wanna
just sleep with me? I let you fuck
me and everything is cool?

MILES

Don't turn this on me. You ask me to stay here with you alone, and sleep on soccer fields, and make candles and --

(a beat, confused, flustered)

You know what - I take it back - I don't love you. I loved the idea of you. Yes. When you were a mystery --

ALASKA

(bracing herself)

And now that you've solved the mystery? --

MILES

I realize -- the Weekday Warriors are right. You're just some confused, crazy bitch.

He stands there. Can't believe he's just said those words. Those words that he knows will cut her deepest. They both stand there. And she goes icy. Nods. So that's it then...

As she turns and walks away... OFF MILES -- feels terrible.

INT. MILES HALTER'S HOUSE -- CHRISTMAS DAY

A CHRISTMAS TREE glows behind Miles who is back on the couch with his parents. Feels like nothing has changed... The phone RINGS. Mrs. Halter answers.

MRS. HALTER

Hello? Yes, he is, Chip. One moment please.

She offers the phone to Miles. He's reluctant...

INT. THE COLONEL'S TRAILER -- INTERCUT

The Colonel paces around his tiny Charlie Brown Christmas tree. On his phone.

MILES

Hello?

THE COLONEL

Miles. Happy Christmas.

MILES

Chip. You too.

THE COLONEL

How's the religion paper coming?

MILES

I've decided that people believe in an after-life because they couldn't bear not to.

THE COLONEL

(beat)

Good. So I couldn't figure out why you wouldn't talk to me the last two weeks. And Alaska wasn't really talking either. But then Takumi filled me in --

MILES

Yeah, well, don't worry about it. I'm over her, it.

THE COLONEL

Nothing happened, Miles.

MILES

What?

THE COLONEL

I'm telling you. Nothing happened.

MILES

Then why didn't she say nothing happened? Why didn't she deny it?

THE COLONEL

She's Alaska. She does shit we won't understand for ten years.

Miles sits. This is worse.

MILES

Shit. I'm so embarrassed...

THE COLONEL

If you can forgive yourself - I think I can get her to forgive you. We got bigger fish to fry. The prank is planned. Me, Alaska, Takumi, you and Lara.

MILES

Lara that I puked on Lara?

THE COLONEL

The very same. Alaska included her. As a peace offering. She really has very perky boobs.

MILES

I told her I loved her, Colonel.

THE COLONEL

Everybody does at some point, Pudge.

MILES

And then I called her crazy.

THE COLONEL

Everybody does that too...

MILES

You really think she'll forgive me?

THE COLONEL

But I may not. Accusing us of doing that. I told you, Pudge, I don't cheat.

MILES

You're not dating Sara anymore.

THE COLONEL

Yeah, but you're my best friend. And I respect loyalty.

(beat)

Now let it go. When you get back we get underway. Act natural. Take your finals. And then it's time for your baddest assest moment yet...

MILES

I'm ready... You gonna tell me what the prank is?

THE COLONEL

All in good time, Pudge.

INT. CULVER CREEK -- CLASSROOM -- DAY

Miles completes a final exam. Finishes filling out his blue book. He hands it to the TEACHER.

INT. MILES'S DORM - DAY

Miles enters his dorm. Takumi and the Colonel there.

THE COLONEL
Start packing, Miles. Think New
York trendy. Think black.

TAKUMI
It's on...

EXT. THE EAGLE'S HOUSE -- EVENING

The Eagle opens the door to see Miles, the Colonel and Takumi
before him.

THE COLONEL
Hello, sir. I'm taking Miles and
Takumi home for the weekend.

THE EAGLE
Homesick already, Chip? You've
only been back a week.

THE COLONEL
Finals week, sir. That's a long
week.

THE EAGLE
(considers, then)
Hold on one sec while I call your
Mom.

Takumi and Miles share a look: Oh shit. The Colonel gives
away nothing.

THE COLONEL
Sure, thing.

The Eagle closes the door. The three boys stand there.

TIME CUT -- A few moments later. The door opens.

THE EAGLE
Your mom is a wonderful woman.

THE COLONEL
You're telling me. See you Monday,
sir.

EXT. CULVER CREEK -- WOODS -- EVENING

Miles, the Colonel, and Takumi walk through the woods.

THE COLONEL
I called her yesterday and asked
her to cover for me. She didn't
even ask why.
(MORE)

THE COLONEL (cont'd)

(looks around)

Cut right.

The Colonel - having scoped out that all is clear - makes a sharp right turn. Miles and Takumi follow. Coming upon --

A BARN. Dilapidated. Long ago abandoned...

INT. BARN -- EVENING

Miles, Takumi, and the Colonel enter. Lara awaits. As the boys begin unrolling their sleeping bags:

THE COLONEL

Hey, Lara. How'd it go?

LARA

Good. I told the Eagle I was driving to see an old friend from Romania.

TAKUMI

He call your parents?

LARA

(nods)

They didn't mind. They trust me.

She looks to Miles. He smiles at her.

LARA

Hi, Miles.

MILES

Hey...

(beat, what to say)

You know - sometimes you don't sound like you have an accent.

LARA

Eet's only soft i's.

MILES

No soft i's in Russian?

LARA

Romanian.

Miles nods. As he straightens out his sleeping bag -

THE COLONEL

(whispers to him)

(MORE)

THE COLONEL(cont'd)

Your cultural sensitivity quotient is going to have to dramatically increase if you wanna see those perky boobs.

MILES

Thanks...

As the Colonel grins at him they hear:

ALASKA'S VOICE

Well, that was easy.

Miles stiffens, rises. Nervous as to how Alaska will receive him. Alaska enters -- the dusky sky behind her. She and Miles lock eyes. Everyone watching them... A beat.

ALASKA

Happy New Year, Pudge.

She hugs him. Friendly but not too... Only Alaska could make a sentence like that completely unreadable...

CUT TO:

A MATCH BEING STRUCK...

Alaska holds it to her cigarette. Lighting up. Everyone sitting in a semi-circle on the floor of the barn.

TAKUMI

You're aware this structure is overwhelmingly flammable.

ALASKA

Yeah.

THE COLONEL

Burning the school down is not on the agenda.

ALASKA

For you.

THE COLONEL

Revenge is nigh. We also have an opportunity to make life unpleasant for the Eagle which is always a welcome pleasure.

LARA

I like the Eagle. He ees nice.

MILES

Oh, I heard the accent.

LARA
See? Soft i's.

They smile. The Colonel stares daggers.

THE COLONEL
Focus. Please. Tonight we prove
once and for all that we are to
pranking what the Weekday Warriors
are to sucking.

CUT TO:

THE COLONEL'S WATCH.

He sets it. As do the rest of the group. Synchronizing.

CUT TO:

BACKPACKS BEING SLID ON...

Black clothes buttoned up. Ninja gear.

THE COLONEL'S VOICE
Tonight we fight a battle on three
fronts...

EXT. THE BARN -- NIGHT

The FIVE KIDS come out. Walking in lockstep. Confident.
Cool. The Colonel gives them a solemn nod.

EXT. WOODS -- NIGHT

Miles and Takumi stalk through the grass...

THE COLONEL'S VOICE
Front One: Miles and Takumi. The
Pre-Prank. Designed to make the
Eagle think the junior class has
done it's prank.

MILES'S VOICE
Is there always a pre-prank?

INT. BARN -- EARLIER

The Colonel giving the prank instructions to the others.

THE COLONEL
No, genius. If there was always a
pre-prank the Eagle would expect
two pranks.

(MORE)

THE COLONEL(cont'd)

Last time a pre-prank was used?
1987. They're rare. But goddamn
are they effective...

EXT. THE EAGLE'S HOUSE -- NIGHT

As Miles and Takumi move discreetly... sneaking up on the
EAGLE'S HOUSE. Stalking low towards the back-door. Fifty
feet from it, they hide behind a tree.

Takumi opens his bag. Pulls out a thick headband. It's
brown with a plush fox head on the front. He puts it on.

MILES

What the hell is that?...

TAKUMI

It's my fox hat.

MILES

Uh-huh. And why are you wearing
your fox hat?

TAKUMI

Because no one can catch the
motherfucking fox...

Miles and Takumi check their watches. Give the nod.

TAKUMI

(counting down)

Five... four... three... two -
light it!

Miles lights the end of a FIRECRACKER. It starts SIZZLING.
Miles is frozen - the firecracker in hand. He's scared.

Takumi grabs it out of his hand. Tosses it. Yanks Miles.

TAKUMI

Go go go go!

And they run. Behind them POP POP POP. Sounds like
automatic gunfire. As they run --

The Eagle's door is thrown open. He's in his pajamas.
Furious. As he starts running...

EXT. KEVIN'S DORM -- NIGHT

Lara approaches Kevin's dorm... Pushes open the window...
Climbs up... the room is empty...

THE COLONEL'S VOICE
 Front two: Operation Baldy.
 Wherein Lara flies solo in a
 retaliatory mission so elegant and
 cruel it could only have been the
 brainchild of mine...

INT. BARN -- EARLIER

The kids sitting around as the Colonel gives the mission.

ALASKA
 It was my idea.

THE COLONEL
 Okay, fine. Alaska's idea...

ALASKA
 Now what do those Weekday Warriors
 love?

INT. KEVIN'S DORM -- BATHROOM -- NIGHT

Lara enters. Pulls back the shower curtain. A bevy of hair
 care products.

ALASKA'S VOICE
 They love their hair. They leave
 their hair products here on the
 weekend 'cause they have duplicates
 at home.

Lara grabs a tube of CONDITIONER. Reaches into her backpack.

INT. LONGWELL'S DORM -- NIGHT

Lara creeps into another Weekday Warrior room... empty...

INT. LONGWELL'S BATHROOM -- NIGHT

She swipes another conditioner bottle, reaches into her bag.

ALASKA'S VOICE
 They love their hair because they
 aren't smart enough to love
 something more interesting...
 (beat)
 We prank their scalps.

Lara pulls from her bag -- another bottle. Begins pouring it
 into the conditioner...

EXT. SOCCER FIELD -- NIGHT

Miles and Takumi keep running. Running hard. Miles slips. Takumi grabs him. They keep going... Suddenly Takumi drops, pulls out a firecracker. Miles counts.

MILES

Now!

Takumi lights it. Tosses it. As it explodes they hear:

THE EAGLE'S VOICE
(in the distance)
STOP RIGHT NOW!

Takumi looks at Miles. Shakes his head.

TAKUMI

I'm the motherfucking fox. And no one can catch the fox.

And they run...

THE COLONEL'S VOICE
It's imperative you keep the Eagle on the move so Alaska and I can complete phase three...

INT. CULVER CREEK -- FACULTY LOUNGE -- NIGHT

The Colonel and Alaska - flashlights in hand - come into the darkened lounge through a window... The Colonel moves to a computer... Begins typing...

THE COLONEL'S VOICE
Front Three: The Progress Reports. We're going to hack into the computer network and use their grading database to send out letters to Kevin and his buddies' families that they are failing their classes...

ON A PRINTER: As a PROGRESS REPORTS prints out...

Alaska has an envelope ready to go. Folding and sealing...

INT. THE BARN -- EARLIER

Back to sitting around the group...

TAKUMI

I hope you didn't bring the Asian kid thinking he's a computer genius. 'Cause I'm not.

THE COLONEL

Hardly. I'm the genius.

INT. CULVER CREEK -- FACULTY LOUNGE -- TWO DAYS PRIOR

The Eagle is at his computer. The Colonel enters. Smiles.

THE COLONEL'S VOICE

Two days ago I went to the Eagle's office and asked him to print me a copy of the recommended reading list --

THE COLONEL

I just love reading, sir. Can't get enough...

The Eagle nods, pleased to have such a bright student. As the Eagle turns to his computer - typing -

THE COLONEL'S VOICE

And then I watched him type the password.

On the COMPUTER SCREEN: J3ckylnhyd3.

PULL BACK TO:

TONIGHT.

INT. CULVER CREEK -- FACULTY LOUNGE -- NIGHT

Where the Colonel is at the keyboard. Alaska licking and sealing envelopes. Suddenly a SOUND. They both look up. What was that?

The Colonel gives the hi-sign to Alaska. And then he moves quickly - climbing out the window.

Alaska goes to follow... but then stops... turns back to the computer...

EXT. FACULTY LOUNGE -- CONTINUOUS

The Colonel crouched down low... waiting for Alaska to exit. Where is she?

EXT. WOODS -- NIGHT

BAM BAM BAM! Firecrackers explode.

Miles and Takumi run for their lives...

THE EAGLE'S VOICE
(gaining)
STOP OR I'LL CALL THE POLICE!

TAKUMI
The pigs can't stop the fox.

They break through the woods and stop short. There before them is the LAKE. They turn to their right -- the classrooms aren't that far...

MILES
Shit. We were supposed to be past the lake.

TAKUMI
Slight error in navigation. We're going lakefront. The Colonel needs more time. Drop one.

Miles lights another firecracker. Tosses it into the woods. They start running...

They are in a clearing... Running along the shore. And then Miles sees out of the corner of his eye --

THE SWAN.

Coming across the lake at breakneck speed. Racing to cut them off. Wings flapping furiously. Braying. Screaming.

MILES
Oh shit.
(beat)
How does the fox feel about the swan?

TAKUMI
Yeah, the Fox is not a fan of the Swan...

MILES
He's coming right at us.

The Swan hits the shore. Miles tries to run past it at full speed -- HITS it full force -- the Swan ATTACKS --

BITES MILES.

Miles stifles his own SCREAM. Limping badly...

MILES

The swan bit my ass. The swan bit my ass!

TAKUMI

C'mon, Pudge.

MILES

My ass is burning. My ass is burning.

TAKUMI

You're a wounded gazelle. Running from the lions.

Takumi guides a limping Miles along... still running...

EXT. BARN -- NIGHT

They come upon the Barn. Relieved. Exhausted... They collapse onto the ground. Breathless.

TAKUMI

Pudge, my friend? We are indefuckingstructible.

Suddenly Lara comes out of the barn.

LARA

You're okay? I was worried. What took so long?

TAKUMI

Well, Pudge is walking like an old lady with hemorrhoids 'cause the swan bit him on the ass.

MILES

Thanks for that.

LARA

Are you okay, Miles?

She goes over to help him up. Suddenly they hear a branch SNAPPING. Someone's coming... They SCRAMBLE. Drop down, hide behind bales of hay.

Miles and Lara are close. Laying next to each other... As they see -- The Colonel and Alaska enter.

THE COLONEL
I would've gone back inside to
finish the job -

ALASKA
Oh, please. You couldn't run away
fast enough...

Miles, Lara, and Takumi all rise from their positions. Coast
is clear.

TAKUMI
Hey guys.

THE COLONEL
You're back. So?

LARA
A swan bit Miles' ass.

Miles looks at her. She grins at him. Everybody smiles.

THE COLONEL
I love it when a plan comes
together...

TIME CUT TO:

FIVE BOTTLES OF STRAWBERRY HILL WINE...

Being unscrewed. A bottle for each. As they CHEERS. And
then they all take big swigs...

ALASKA
Drop a beat, Colonel.

THE COLONEL
We're supposed to be hiding out.

ALASKA
So we'll be hiding out loud.

TAKUMI
Drop it, Colonel Catastrophe.
We're having a freestyle
competition.

LARA
A what?

TAKUMI
You start, Pudge.

MILES

I can't rap. I'm not down. I'm...
up.

TAKUMI

The Colonel can't drop beats
either. Just try and rhyme a
little and pass the mic...

The Colonel egged on by this challenge transforms himself
into a human beatbox. Looks more than a little ridiculous.

MILES

(nervously)

Um we're sitting in a barn and it's
dark/the Colonel drops beat that
sound like farts -

The Colonel stops beat boxing. Glowers at Miles.

TAKUMI

Damn Pudge you really weren't
ready/but like Nightmare on Elm
Street's Freddy/I've always got the
goods to rip it up/when I drink
this wine it's like hiccup
hiccup/the Colonel's beats are sick
like malaria/when I rock the mike
bitches suffer hysteria -

ALASKA

(shoves Takumi, playful)

Oh shit did you just diss the
feminine gender/I'll pummel yo ass
then stick you in a blender/
objectify women and it's on/I'll
make you gone like ancient Babylon -

TAKUMI

I got props for girls like old men
got gout/yo Lara jump in here and
help me out...

LARA

(really badly rapping)

My name is Lara and I'm from
Romania/thees is pretty hard um, I
once visited Albania --

As everyone cracks up laughing and Takumi jumps in to
freestyle some more...

INT. BARN -- LATER

Alaska polishes off her wine. Everyone sitting around. Pretty drunk. Miles and Lara are sitting by side.

MILES

I really wish I liked wine more than I do...

TAKUMI

It's a little charitable to call this shit wine.

THE COLONEL

I'm sorry guys. I wasn't aware someone was holding open your throat and pouring booze down it.

Alaska opens another bottle. Swigs that...

THE COLONEL

And I'm sure Alaska will be happy to drink what you don't --

TAKUMI

You wanna slow down there, chica?

Alaska smiles. A mischievous gleam in her eye.

ALASKA

Best Day/Worst Day.

MILES

Huh?

ALASKA

We're all going to puke if we just keep drinking. So we'll slow it down with a drinking game. Best Day/Worst Day.

THE COLONEL

Never heard of it.

LARA

What are the rules?

Alaska lays down on her stomach... glassy eyed.

ALASKA

Everybody tells the story of their best day. The best one doesn't have to drink. Then everybody tells their worst day. Same deal.

(MORE)

ALASKA(cont'd)

Then second best day, second worst day until one of y'all quits.

TAKUMI

How do you know it'll be one of us?

ALASKA

'Cause I'm the best drinker and the best storyteller. You start, Pudge. Best day of your life.

MILES

Can I have a minute to think?

THE COLONEL

Couldn't been that good if you have to think about it.

MILES

Well... best day of my life was... a night. Tonight. Right now. I get to hang with my best friends. I freestyled. I got my ass bit by an angry swan. Hid in some hay with a pretty Hungarian girl. We punished some Weekday Warriors who tried to kill me. It was, I dunno. Awesome. Great day. Night.

LARA

You think I'm pretty?
(Miles smiles, looks down)
And I'm Romanian.

She slugs him. He laughs. Alaska sees them flirting.

ALASKA

Good job, Pudge. But I got you beat.

MILES

Bring it on.

ALASKA

Best day of my life was January 9, 1999. I was eight years old. My mom and I went to the zoo on a class trip. I liked the bears. She liked the monkeys. Best day ever. End of story.

THE COLONEL

That's it? That's the best day of your whole life?

LARA

I liked eet. I like the monkeys too.

Miles looks at Alaska... what does this story mean...

THE COLONEL

Lame.

LARA

Kay. My turn. Eet's easy. The day I came here. To America. Because I know Eenglish and my parents deedn't. I was twelve and I had to order food and translate forms in the airport and my parents needed me. It was the day they stopped treating me like a keed.

MILES

I liked that one.

THE COLONEL

There's a big fucking surprise.

TAKUMI

I lose. Because the best day of my life was the day I lost my virginity. And if you think I'm gonna tell you that story - you're gonna have to get me drunker.

THE COLONEL

Wanna know my best day?

ALASKA

That's the game...

THE COLONEL

Hasn't happened yet. But I know it. I see it every day. The day I buy my mom a huge house. Right in the middle of Mountain Brook with all the Weekday Warriors' parents. And I'm buying it with cash money too. And I'm handing her the keys and I'm just saying "Thanks."

(beat)

That'll be my best day.

ALASKA

The Colonel wins.

So everybody tilts their wine back... drinking.

THE COLONEL

And here we thought you'd be good at this.

ALASKA

That's cause we haven't gotten to my worst day yet.

Alaska gets up. A little unsteady. Looks at them. Everyone realizes -- she's about to share her darkest secret...

ALASKA

The day after my mom took me to the zoo where she liked the monkeys and I liked the bears - it was a Friday. I came home from school. She gave me a hug and told me to go do my homework in my room so I could watch tv later.

Alaska takes a long chug. The group watches her...

ALASKA

I went into my room. She sat down at the kitchen table. I guess...

(long beat)

And then she screamed. I ran out. She had fallen over. She was lying on the floor, holding her head and jerking. And I freaked out. I should have called 9-1-1. But I just started crying until finally she stopped jerking and I thought she had fallen asleep and that whatever hurt didn't hurt anymore. So I just sat there on the floor with her until my dad got home an hour later. And he's screaming "Why didn't you call 9-1-1?" And he was trying to give her CPR. But by then she was plenty dead. Aneurysm.

(beat)

Worst day. I'm sure I win. Drink.

Everyone is too stunned. In unison - drink as told. Silence.

TAKUMI

Your dad blamed you?

ALASKA

Well yeah. How could he not?

THE COLONEL

But you were a little kid.

ALASKA

Little kids can dial 911. They do
it all the time.

She swigs more wine. Tears in her eyes. Miles looks at her.
For her mother, and for what he said to her at Thanksgiving:

MILES

I'm sorry.

ALASKA

(shrugs, thanks)

I fuck everything up. Told ya.

She staggers out of the barn. Really drunk. From outside
they can hear her throwing up... Miles just sits there... For
the first time -- understands her. She's just a girl...

OFF THE GROUP -- frozen...

INT. THE BARN -- LATER

Everyone in their sleeping bags. Snoring can be heard.
Miles lays with Lara next to him. They are both awake. Both
extremely aware of each other... Their hands are inches from
each other.

Miles decides to slowly move his hand to hers... He lands at
her arm. His fingers trace from her elbow to her wrist.

LARA

That teekles.

MILES

Sorry.

LARA

No, eet's a nice teekle.

And then she takes his hand. Laces her fingers through his.
Squeezes. And then she rolls over. On top of him.

They are kissing. Kissing for a beat. This is Miles' first
kiss... And it's a real one. Lara stops, wipes her face.

LARA

You slobbered on my nose.

MILES

Sorry... I'm a bit new at this.

LARA
Eet was a nice slobbering.

And they go back to kissing. In the dark they hear:

THE COLONEL'S VOICE
Could the two people who are making
out please be quiet? Those of us
who are not making out are drunk
and tired.

ALASKA'S VOICE
(slurring)
Mostly. Drunk.

They kiss some more... Miles' hands tighten around her waist.
Her legs straddle him.

MILES
(quietly)
Do you want to be my girlfriend?

LARA
Yes please.

And as they roll over, making out in the darkness...

EXT. CULVER CREEK -- WOODS -- MORNING

The group, looking haggard and hungover, stumbles back
towards school. Alaska looks like a train wreck. Lara and
Miles hold hands.

Suddenly Takumi drops to his knees. Vomits.

TAKUMI
I found something that can stop the
fox. The fox can not summit
Strawberry Hill.

INT. MILES'S DORM -- DAY

Miles and the Colonel both land on their beds. Both pass out
immediately. No speaking. Just snoring.

INT. MILES'S DORM -- MORNING

A full eighteen hours have passed. Miles still passed out.
The Colonel enters from the bathroom, toweling off.

THE COLONEL
Dude. You've been asleep for
eighteen hours.

Miles stirs. Disoriented...

MILES

I have?

THE COLONEL

All that hanky panky really took it
out of you...

There's a KNOCK at the door. It opens. KEVIN enters. His
hair is cut short and quite blue.

THE COLONEL

Hey, Kev. Looking good.

MILES

It suits you.

KEVIN

Truce?

THE COLONEL

I'm afraid your troubles aren't
over.

Kevin considers this for a moment.

KEVIN

A'ight. We'll talk when it's
over...

Kevin walks out. Miles and the Colonel share a smile.

THE COLONEL

It's gonna be a good semester.

INT. MILES'S DORM -- TV ROOM -- LATER

Some sitcom. Doesn't matter. Miles and Lara are too busy
making out to care. Making out a lot. Lara grabs Miles'
ass. He yelps.

LARA

Sorry.

MILES

Just a little sore from the swan.

They go back to making out. Lara stops again.

LARA

Have you ever gotten a blow job?

MILES
 (mildly stunned)
 That's out of the blue.

LARA
 The blue?

MILES
 Like, you know, out of left field.
 (off Lara)
 Like in baseball?
 (still nothing)
 What made you think of that?

LARA
 (seductive)
 I've just never geeven one.

MILES
 I, um, never have gotten one...

LARA
 Think it would be fun?

MILES
 (DOES HE?!)
 Um, sure. Yeah. I mean you don't
 have to.

LARA
 I think I want to.

CUT TO:

THE LOCK ON THE DOOR.
 Lara locking them in.

BACK TO:

THE COUCH.
 Miles sits as Lara goes out of frame. We HEAR a ZIPPER.

LARA
 Wow.

MILES
 (suddenly worried)
 What?

LARA
 It's weird.

MILES

What do you mean weird?

LARA

Just... beeg.

MILES

I can live with that kind of weird.

Lara disappears from frame again. Miles sits still. Beyond still. Frozen.

WIDEN OUT TO REVEAL --

Lara is not moving either. Her head in his lap. And now just waits. So does Miles. A long beat. ON MILES -- looking down below...

LARA

Should I do something?

MILES

Um. I don't know.

LARA

Should I, like, bite?

MILES

No. Don't bite.

LARA

Maybe we should ask Alaska.

OFF MILES -- is that the best idea?

INT. ALASKA'S ROOM -- LATER

Alaska is laughing hysterically. Doubled over. Miles and Lara sit there. Um...

INT. ALASKA'S ROOM -- BATHROOM -- MOMENTS LATER

Alaska demonstrates to Lara. Using a tube of toothpaste. Miles watches through the door. Never wanted to be Crest Complete so badly...

CUT TO:

MILES'S HANDS.

Clutching bed sheets. Clutches tightly. And then lets go.

INT. LARA'S ROOM -- EVENING

Lara positioned over Miles. Post-orgasm. Clearly that was a success... Lara looks at Miles. He's never orgasmed in front of a girl. It's awkward.

LARA

Want to do some homework?

INT. LARA'S ROOM -- LATER

Miles and Lara lay on her bed. Reading. Miles has a biography of CHE GUEVARA in hand. Miles flips to the back of the book. Lara sees him do this.

LARA

What were they?

(off Miles)

His last words?

MILES

Captured by the Bolivian army
Guevara said "Shoot coward. You
are only going to kill a man."

(with admiration)

South American revolutionaries died
with real flair.

LARA

Why do you like last words so much?

MILES

I dunno... Sometimes just because
they're funny. Like in the Civil
War a general named Sedgwick said
"They couldn't hit an elephant from
this dis-" and then he got shot.

(off Lara, smiling)

But a lot of times... people die
how they live. And so last words
tell me a lot about who people were
and why they became the sort of
people biographies get written
about... Does that make sense?

LARA

Yeah.

A beat. Miles was hoping for more.

MILES

Just yeah?

She nods. Goes back to reading. It's one of those moments when you realize about another person... it's not going to work out. Miles looks at her... Kisses her.

MILES

I gotta go.

INT. ALASKA'S DORM -- NIGHT

Miles enters to find Alaska and the Colonel on the floor. Candles burning. The Colonel has ambrosia in hand. Alaska another bottle of Strawberry Hill.

THE COLONEL

Hey, hey. Pudge got his hog smoked! Congrats, dude.

ALASKA

I can't believe she went down on you twice in one day.

THE COLONEL

Only technically. Really just once.

MILES

You guys are partying again, huh?

THE COLONEL

Barn Night was a success. The Eagle is at an alumni dinner. Why not?

ALASKA

It's an old time Southern drinking contest. We gonna match each other Dixie cup for Dixie cup til the lesser drinker falls.

CUT TO:

TWO DIXIE CUPS CLINKING.

The Colonel and Alaska drink up. Miles is on the floor, eating pretzels, reading over the still remaining stacks of Alaska's books. Fascinated...

The Colonel has had one too many...

THE COLONEL

...totally played out. Lame.

ALASKA

You're wrong, Colonel... I'll ask Pudge.

THE COLONEL

(slumping over)

Ask him. He's an asshole anyway.

ALASKA

What do you think, Pudge?

But Miles is tracing his finger down the spines of an EDGAR ALLAN POE book. In his own world.

ALASKA

Pudge?

(he turns)

We were talking about Truth or Dare. Played out in seventh grade or still cool?

MILES

Never played it. No friends in seventh grade.

As he puts the book back, he sees atop the bookcase a dozen white tulips in a plastic vase.

MILES

What are these?

ALASKA

Jake and my's anniversary.

(rising)

You never played Truth or Dare?! Well, that does it. We're playing.

MILES

(shrugs)

Alright. But I'm not making out with the Colonel.

THE COLONEL

(lays down, groggy)

Can't make out. Too drunk.

Miles smiles... It's dim. Candles flickering. Music playing. Little does Miles know this is the stage for the most remarkable moment of his life --

Alaska approaches him. Definitely tipsy. Corners him by the bookcase.

ALASKA
Truth or dare, Pudge.

MILES
(smiles, game)
Dare.

ALASKA
Hook up with me.

A beat. Miles looks at Alaska. Is this for real? She closes her eyes - tilts her head - leans in to him. Miles can't believe it. Leans in... They start kissing...

Alaska's hand comes around his back. Other hand grazes his cheek. Miles stops.

MILES
What's going on here?

She looks at him. Takes his hand. And leads him out of her room... As he passes the Colonel --

THE COLONEL
(slurring, half awake)
Christ. That wretched beast,
drama, draws nigh.

INT. MILES'S DORM -- MOMENTS LATER

Alaska leads Miles in. Closes the door behind them. Nothing but moonlight coming through the window.

MILES
What about Lara? Jake?

ALASKA
Shh...

She leans in. Kisses him sensuously. No Lara slobbering kiss. This is charged and highly sexual... Miles is rocked.

Alaska raises her shirt. Pulls it off. And next pulls Miles' shirt off. They stand there - skin on skin. Miles knows he's about to cross a line...

ON THE BED --

They lay down. Alaska on top of him. Their legs entwined. She kisses him hungrily. Passionately. Miles searches her eyes -- but she gives nothing back... and he can't resist..

MILES
I love you, Alaska Young.

Alaska smiles... And as they roll over....

LATER --

Alaska lays in Miles arms. Post coital. They have both dozed off. Alaska stirs. She kisses him.

ALASKA

To be continued?

She's up. Wrapping the sheet around her.

MILES

Where are you going?

But Alaska is gone... And then he hears from above:

THE COLONEL

Dude. Did you shtup Alaska?

MILES

When did you get here?

THE COLONEL

I passed out in Alaska's room.
Woke up. Didn't think I'd walk in
on your bare ass --
(beat)

You were sleeping. So?

MILES

Um... well...

THE COLONEL

This is going to end badly.

On Miles -- a smile on his face... touches his lip. Still has her lip gloss on them. The greatest moment of his life. As he falls back asleep -- in the distance -- the pay phone RINGS... Miles drifts off...

SMASH CUT TO:

THE DOOR SLAMMING OPEN.

INT. MILES'S DORM -- NIGHT

Alaska stands there. Sobbing. White tulips in hand. Miles and the Colonel sit up.

ALASKA

I have to get out of here.

MILES

What's wrong?

ALASKA

I forgot. God. How many times can
I fuck up.
(sobbing)
I JUST HAVE TO GO! HELP ME GO!

THE COLONEL

Where do you need to go?

ALASKA

Just distract the Eagle for me. So
I can go. Please.

EXT. THE COLONEL'S HOUSE -- NIGHT

Miles and the Colonel creep in front of the Eagle's house. Not in prank mode. This is a mission. Alaska's hysteria upsetting to them - but they're focused.

THE COLONEL

Drop it. Now.

Miles lights a firecracker. They toss it. ON THE FLAME -- climbing up the string... Miles and the Colonel take off running... As it POP POP POPS...

EXT. THE SOCCER FIELD -- NIGHT

Miles and the Colonel run with all their might. Throw another firecracker...

THE EAGLE'S VOICE

You there! Stop right now!

They keep running... On Miles. Running for his life... They cut hard into the woods... head down...

EXT. CULVER CREEK -- PARKING LOT -- NIGHT

Alaska starts her car. Lights off. The wheels KICK up gravel...

EXT. WOODS -- NIGHT

Miles and the Colonel reach the end of the woods. Arrive at a dirt road. Where they see Alaska driving towards them.

She turns on the headlights -- illuminating the Colonel and Miles, breathless... They watch as she drives past them.

On ALASKA. Trying to be strong. She looks out the window as she passes:

MILES. Who meets her gaze. A moment of understanding between them. Even though Miles understands nothing.

She waves thanks. And good-bye.

And like that the BLUE CITRUS speeds away... Kicking up dust which helps it just vanish into the night...

DISSOLVE TO:

INT. MILES'S DORM -- MORNING

Miles lays in bed... still touching his lips... her kiss still tingling there... Uptop - the Colonel snores the sleep of the drunk. There are three KNOCKS on the door.

The Eagle enters. Miles sits up -

MILES

Sir -

THE EAGLE

Y'all got to go to the gym. Now.

The Colonel looks over. Miles worried... they're in trouble?

THE EAGLE

You're not in any trouble. But you need to go the gym.

THE COLONEL

What's wrong?

THE EAGLE

Something terrible has happened.

And then he closes the door...

TIME CUT --

The Colonel slides on a pair of jeans. Miles throws on a sweatshirt. They are casual...

THE COLONEL

This happened a few years ago. When Hyde's wife died. I guess it's the Old Man himself now. Poor bastard didn't have a lot of breaths left.

MILES
You look a little hungover.

THE COLONEL
That's cause I am... Although not
too hungover to remember that you
hooked up with Alaska...

MILES
Yeah... that was... yeah.

Miles grins. Still buzzing from the experience.

INT. CULVER CREEK GYM -- MORNING

The gym is full. A podium is set up in the middle of the
basketball court. Miles and the Colonel sit in the second
row. Students seem confused... why are they here?

And then Miles sees Dr. Hyde shuffle in.

MILES
(taps the Colonel)
Hyde's here.

THE COLONEL
Oh shit.

MILES
What?

THE COLONEL
Where's Alaska?

MILES
No.

THE COLONEL
Pudge - is she here or not?

They both stand up. Scanning the faces in the gym. The
Eagle approaches the podium.

THE EAGLE
Is everyone here?

MILES
No. Alaska isn't here.

THE EAGLE
(looks down)
Is everyone else here?

MILES
 (panicky)
 Alaska isn't here!

THE EAGLE
 Ok. Miles. Thank you.

MILES
 We can't start without Alaska.

The Eagle looks up. Tears in his eyes. They roll down his cheeks. He is crying. Miles is reeling.

MILES
 Please sir. Can we please wait for Alaska?

Miles realizes everyone is looking at him now...

THE EAGLE
 (looks down)
 Last night... Alaska Young was in a terrible accident.
 (beat)
 And she was killed. Alaska has passed away.

A moment. Silence. Miles is spinning... and then he runs.

EXT. CULVER CREEK GYM -- MOMENTS LATER

Miles throws open the double doors. He dry heaves. Sucking air in and out. He can't cry. He can only heave. He stands there. Hands on his knees. Breathing... and then...

MILES
 She's not dead.

He rises -- smiling. Relieved. He's figured it out.

INT. CULVER CREEK GYM -- MOMENTS LATER

Miles comes back into the gym. Grinning. Ready to share his good news. But what he sees is unnerving...

Takumi stands over Lara. His hands on her shoulders. Kevin - with his blue crew cut - has his head between his knees. Another GIRL wails... And then he sees --

The Colonel. Knees tucked into his chest. Lying on his side on the bleachers. The Colonel is SCREAMING. Then inhaling. Then SCREAMING.

Miles blinks a few times. And then he realizes what the Colonel is screaming: "I'm so sorry." Over and over...

It's like a war zone. Miles is paralyzed. Wants to tell them -- she's not dead. A hand lands on his shoulder. He turns -- it's the Eagle.

MILES

Why are all these people crying?
She's not dead. She does pranks.
This is a prank. She's really
great at pranks -

THE EAGLE

No, Miles. I'm sorry.

MILES

(doesn't want to hear it)
She's really good. She could pull
this off.

THE EAGLE

I'm sorry.

A beat. Miles trying to process this.

MILES

What happened?

THE EAGLE

Somebody was setting off
firecrackers in the woods...

Miles shuts his eyes... this is a gut punch...

THE EAGLE

I went out after them. And I guess
she drove off campus. She was on I-
65 - just south of downtown. A
truck had jackknifed. Police cars
were there. She hit one of them
without even swerving.

(beat)

She must've been very intoxicated.
Police said they smelled alcohol.

MILES

(now the tears come)
How... how do you know?

THE EAGLE

I saw her. I talked to the police.

MILES

You saw her?
 (off the Eagle's nod)
 How did she look?

THE EAGLE

She looked like Alaska...

MILES

But I mean... was she... messed up?

THE EAGLE

She had some blood coming out of
 her nose. But just a bit.

(beat)

She was dead, Miles.

MILES

Oh. I see. Thank you, sir.

And with that Miles sits down on the floor. Just sits there.
 Numbly staring at all these other students dealing with what
 Miles has just accepted:

Alaska is dead.

ONE WORD FILLS THE SCREEN:

after...

INT. MILES HALTER'S HOUSE -- DAY

Mrs. Halters answers the phone.

MRS. HALTER

Miles?
 (this time guessing right)
 What's wrong?

EXT. MILES'S DORM -- HALLWAY -- CONTINUOUS

Miles is at the payphone. Hearing his mom's voice he loses
 it. Sobbing...

MILES

I let her go... it's my fault... I
 let her go...

MRS. HALTER

Miles? I don't understand - please
 honey --

MILES

I was fine before. I was. And then she made me different and now she's gone... I let her go... and now she's gone...

Mr. Halter crosses through the room. Looks at Mrs. Halter.

MR. HALTER

Is it Miles? What's wrong?

Mrs. Halter's look says clearly - a lot...

Miles sees on the wall... the doodle... the WHITE TULIPS... causes him to cry harder...

MILES

It's all my fault... all my fault...

This is how he first saw Alaska the night he tried talking to her. At this phone saying the very same...

INT. MILES'S DORM -- NIGHT

Miles lays in bed. The Colonel in the bunk above. Flashcards in hand. Like a machine, emotionless he memorizes populations:

THE COLONEL

Uzbekistan. 24,755,519. Cameroon
16,380,005.

MILES

I can't believe she's gone.

THE COLONEL

(unfazed, closes his eyes)
Uzbekistan. 24,400,212.
(flips it over)
Shit. 24,755,519.

MILES

The funeral is at two.

THE COLONEL

Takumi's gonna drive us.

MILES

They're gonna have buses.

THE COLONEL
 Yeah, and the buses will take the
 highway. And I won't. I'm not
 driving by where it... there.

As Miles considers this... more heartbreaking... the Colonel
 goes back to his cold, mechanical memory games.

THE COLONEL
 Sudan. 36,992,490. Taipei.
 2,618,058...

EXT. ALABAMA ROAD -- DAY

A PATHFINDER rolls through the Alabaman countryside...

INT. PATHFINDER -- MOVING -- CONTINUOUS

Miles, in a suit, sits in the backseat. Staring out the
 window. Takumi drives. The Colonel rides shotgun. Beside
 Miles is Lara. She looks to him, but he's distant.

TAKUMI
 It just doesn't make sense... even
 if she was drunk - who's too drunk
 to swerve out of the way of a
 truck?

LARA
 Who saw her before she died?

THE COLONEL
 Miles and I, uh, did...

TAKUMI
 And what were you guys doing?

THE COLONEL
 Just hanging out... drinking...
 nothing really...

LARA
 But no one saw her right before she
 left?

Miles just stares out the window. The Colonel turns around.

THE COLONEL
 You guys can't rat. Pudge - it's
 ok if I tell them?

Miles shrugs. Sure...

THE COLONEL

We were... hanging out. And then we all went to bed... And then Alaska came pounding on our door. Screaming. She needed to leave.

TAKUMI

Why?

THE COLONEL

She didn't say... we created a diversion so she could escape -

LARA

You lit the firecrackers?

THE COLONEL

No ratting, Lara. But yeah...

MILES

(quietly, to himself)

We let her go...

The Colonel looks back from his seat... the unsaid thing between them...

THE COLONEL

(not quite convincing)

We did not.

Lara realizing the Colonel doesn't quite believe it, chimes in as well.

LARA

You deedn't. You deedn't know what would happen. She wanted to go.

TAKUMI

But why? Why was she crying? Where was she going?

LARA

Maybe to see Jake? Maybe they had a fight?

TAKUMI

She could've been going to break up with him. Or sleep with him -- knowing Alaska --

MILES

(finally explodes)

Who cares? Who cares why she died? On purpose?! By accident?

(MORE)

MILES(cont'd)

It doesn't matter! Are any of you going to figure out something that's going to make her less dead?!

Looks all around... quiet. Miles stares back out the window.

EXT. VINE STATION FUNERAL HOME -- DAY

Miles follows the group towards an A-frame single story chapel. Dusty parking lot. As they're heading in - the Colonel stops Miles.

THE COLONEL

Hey, man. What was that about in the car?

MILES

I dunno, sorry... I've just been going over it and over it in my head. That night and...

THE COLONEL

And what - you think you're the reason she's dead? That after you banged her she realized sex was ruined for her forever? That she might as well kill herself?

(leans in)

Get over yourself, Miles. You weren't that important to her. None of us were.

The Colonel walks inside. Leaves Miles... reeling.

INT. VINE STATION FUNERAL HOME -- CHAPEL -- DAY

Miles stands at the closed coffin. He puts his hands on the wood. Knows she's inside... Tears brim his eyes. Behind him are empty folding chairs. He hears a voice --

ALASKA'S DAD

She's not in there. She's with the Lord.

Miles looks over to see a fat man, in an ill fitting suit, holding WHITE TULIPS. Alaska's DAD. Teary eyed.

ALASKA'S DAD

Her momma used to put these in her hair when she was little... So Alaska put 'em on her grave every year... Always had to have white tulips.

(MORE)

ALASKA'S DAD(cont'd)

She even brought 'em to her momma's funeral, so her momma could take them with her...

(beat)

It was open casket, that one... and Alaska told me "Daddy, don't ever let them see me dead."... So that's why I got a closed coffin... But it doesn't matter either way. 'Cause she's not in there.

(beat)

She's with the Lord.

And he stands next to Miles. Lays the white tulips on top of the coffin. OFF OF THE FLOWERS...

DISSOLVE TO:

LATER

The chapel more filled with students... the Minister delivering his sermon... Miles sits, watching...

Sees JAKE. Sitting alone across the aisle. The Eagle is there. Sara, the Colonel's ex. Even Maureen - who wipes a tear from her eye.

Lara, crying, reaches for Miles' hand. He moves it away. Doesn't want to be touched, to comfort her... She's stung... Takumi clocks all this...

Miles just stares straight ahead... Over this we hear:

DR. HYDE'S VOICE

How will we ever get out of this labyrinth of suffering?

INT. CULVER CREEK -- DR. HYDE'S CLASSROOM -- LATER

In class. Those same words scrawled behind Dr. Hyde on the chalkboard. He holds a blue book in his hand.

DR. HYDE

When I asked for your final - what is the most important question facing people -- that was Alaska's question.

Miles, Takumi and the Colonel are side by side. Miles looks to her seat. The seat where she first defended him. Empty.

DR. HYDE

I'm going to leave this question up for the rest of the semester.

(MORE)

DR. HYDE(cont'd)

Because everybody who has ever lost their way in life has asked that same question... And at some point we all look up and realize - we're lost...

(sits, conversational)

So tell me... how y'all doing?

One girl -- HOLLY MOSER -- raises her hand. Dr. Hyde nods.

DR. HYDE

Yes, Holly? Something you want to share?

HOLLY MOSER

I was at the Waffle House for breakfast... and all the lights went out... except for like the lights over my booth, which started like flashing off and on, on and off.

(beat)

And I realized it was Alaska. She was trying to talk to me in Morse code. But I don't know Morse code. But she probably didn't know that...

The Colonel raises his hand. Hyde nods towards him.

THE COLONEL

I think this demonstrates the grave injustice of the universe. Alaska Young dies but this girl gets to live?

HOLLY MOSER

(completely offended)

Excuse me?! Everybody grieves in their own way -

THE COLONEL

And yours is the dumb bitch way?

Holly Moser is aghast. The bell RINGS. Hyde shakes his head. Too old for this shit.

DR. HYDE

Take it outside... please.

(beat)

Mr. Halter? A word?

On Miles -- as the others file out... what did he do?

INT. DR. HYDE'S CLASSROOM -- A FEW MOMENTS LATER

Hyde and Miles both stare out the window. Miles not sure why he's here... or even if Hyde remembers he told him to stay.

MILES

Dr. Hyde, sir? You wanted to talk to me?

DR. HYDE

Your question for the final, Mr. Halter, has no answer.

MILES

I gave an answer. I mean tried to -

DR. HYDE

No, Halter. I mean it has no answer. Where we go when we die. Where Alaska is right now? We don't know.

(beat)

You gonna be ok with that?

MILES

I guess... I don't have a choice.

DR. HYDE

There is a Zen saying, Mr. Halter. "Everything that comes together falls apart." That chair. Me, probably before the chair. You.

(beat)

Buddha said that suffering was caused by desire. When you stop wishing things won't fall apart, you stop suffering when they do. But that's no way to live. Is it?

MILES

No... it's not.

DR. HYDE

She made you suffer. Because she made you feel alive. And now... you have to go on living.

Miles feels the weight of this... He has to go on living.

INT. CULVER CREEK -- DINING HALL -- LATER

Maureen slops a bufriedo down on Miles's plate. As he's crossing to Takumi -- he sees --

LARA leaving. She sees him. A beat. And then Miles keep walking to the table. Ignores her. Takumi has seen all.

TAKUMI

So, Lara... how's she doing with all the grief and sadness?

MILES

I... haven't really talked to her.

TAKUMI

Yeah, no kidding... And I don't know whether you're still dating her... or you're in a love triangle with one dead side...

MILES

Takumi...

TAKUMI

Pudge. When you're old and gray and your grandchildren are sitting on your knee and look up and say "Grandpappy, who gave you your first blow job?" You really want to tell them it was some girl you spent the rest of high school ignoring?

MILES

Very eloquently put, Takumi.

TAKUMI

You miss Alaska. I get it. But Lara's had to miss Alaska and you.

EXT. LARA'S DORM -- LATER

Miles knocks on Lara's door. She opens it. A beat.

MILES

I'm sorry.

Lara takes a moment... takes his hand.

LARA

You don't have to be my boyfriend right now. You just have to be my friend.

MILES

Okay.

LARA

Okay.

They share a smile. First time Miles has smiled in a while.

EXT. SMOKING HOLE -- EVENING

Miles and Lara find the Colonel and Takumi hanging out by the lake. Smoking. As they look over --

TAKUMI

Well, well. What's up people?

MILES

So I've been thinking and we need to do something...

THE COLONEL

Cool, Pudge. Maybe you could be more vague?

(off everyone's looks)

Kidding. Go on, go on.

MILES

We've been so focused on her death, right? But we should do something to celebrate her life. Something she would have loved.

THE COLONEL

Like... ?

MILES

Like a prank. The Alaska Young Memorial Prank.

TAKUMI

Well, she did come up with that idea last year... The prank she always wanted to do... "Subverting the Patriarchal Paradigm".

MILES

Sounds very Alaska...

THE COLONEL

I forgot about that... It was pretty all-time.

LARA

I'm in. Whatever it is...

TAKUMI

The Barn Night Crew in full effect.

OFF EVERYONE'S SHARED SMILES...

EXT. LONGWELL CHASE'S ROOM -- DAY

Miles and the Colonel walk down the corridor...

THE COLONEL
I hate asking the help of Weekday
Warriors.

Miles and the Colonel knock on the door. Longwell Chase,
hair still blue, opens the door.

THE COLONEL
Looking good, Longwell.

LONGWELL CHASE
You here to explain to me why my
parents think I'm flunking out of
school?

THE COLONEL
No. But we are prepared to offer a
truce. As Junior Class President,
we were wondering -- you found a
speaker yet for Speaker Day?

INT. MILES HALTER'S HOUSE -- DAY

Mrs. Halter answers the phone.

MRS. HALTER
Hi, Miles...
(beat)
Oh, yes he is. One second.

She looks to Mr. Halter. Hands him the phone.

EXT. MILES'S DORM -- HALLWAY -- INTERCUT

Miles back at the payphone.

MR. HALTER
Miles, everything okay?

MILES
Remember Speaker Day? Junior Class
picks a professional to speak to
the entire school -

MR. HALTER
God was that boring... What about
it?

MILES

Well, you know all those stories
you told me about when you stole
the school bell and buried in the
cemetery?

MR. HALTER

Greatest Culver Creek prank ever.

MILES

Yeah, it was...

EXT. THE EAGLE'S HOUSE -- EVENING

Longwell and Miles stand side by side. The Eagle surprised
to see them at his front door.

LONGWELL CHASE

We found a speaker for Speaker Day.
A friend of Miles's dad.
(beat)

Dr. William Morse. He's a
professor at a university in
Florida. Studies adolescent
sexuality.

THE EAGLE

Aiming for controversy?

MILES

Oh no, sir. I've met Dr. Morse.
He's interesting. But he's not
controversial. He's opposed to
premarital sex.

THE EAGLE

Well, what's his phone number?

INT. MILES HALTER'S HOUSE -- MOMENTS LATER

Mrs. Halter answers the phone.

MRS. HALTER

Dr. William Morse's office. One
second, sir.

She looks at Miles's dad... He gives her a knowing wink.
Takes the phone... Assumes a professional tone --

MR. HALTER

Hello?... Mr. Starnes?... Oh, Miles
Halter, wonderful boy...yes, yes...

EXT. CULVER CREEK -- PARKING LOT -- DAY

Miles holds a notebook in his hand. He's with the Colonel. As they stand by a blue mini-van. Greeting a handsome, buff man with a goatee, mid 30s. MAXX.

THE COLONEL
(extends his hand)
Dr. William Morse?

MAXX
But my friends call me Maxx.

THE COLONEL
And I am a nameless representative
of the junior class.

MILES
Here's your speech.

MAXX
(looks it over, smiles)
Wish I'd thought of this in high
school.

INT. CULVER CREEK -- GYM -- LATER

Miles, the Colonel, and Maxx enter. The gym is full. The Eagle is behind the podium. The Colonel stops Miles.

THE COLONEL
Your third and final bad-ass
moment. She would've loved this.

MILES
We haven't pulled it off yet.

THE COLONEL
I'm gonna go make sure Takumi is
set.

AT THE PODIUM -- where the Eagle stands.

THE EAGLE
...as we take one afternoon a year
to benefit from the wisdom of
voices outside the school. Today
our Junior Class speaker is Dr.
William Morse, professor of
psychology at the University of
Central Florida. A widely
respected scholar.

Maxx, seated next to Miles, nods. Likes the sound of that.
Miles bites his lip... nervous...

THE EAGLE

He is here today to talk about
teenagers and sexuality. A topic
I'm sure you'll find interesting.
Please help me welcome Dr. Morse to
the podium.

A round of applause. Maxx rises. Walks to the podium.
Miles and Lara exchange a look across the bleachers...

MAXX

Thank you, Mr. Starnes. I'm here
today to talk with you about the
fascinating study of human
sexuality. My research is in the
field of sexual linguistics. The
way young people speak about one
another's bodies says a great deal
about our society. For example
boys are much more likely to
objectify girls' bodies than the
other way around.

A few bored students shift in their seats... dullsville.

MAXX

Boys will say amongst themselves
that so-and-so has a nice rack,
while girls will more likely say a
boy is cute. This has the effect
of turning girls into mere objects.

And then Lara rises in her seat --

LARA

You're so hot! I weesh you'd shut
up and take off your clothes!

The students all laugh. The teachers are stunned.

MAXX

Now what we have here is a very
interesting case study. A female
objectifying me - a male.

LARA

Shut up and take it off!

Maxx looks down - shyly - shuffles his papers.

MAXX

Well, it is certainly important to
subvert the patriarchal paradigm.
So alright then.

(shouting)

This one is for Alaska Young!

We see TAKUMI - in the AV BOOTH above the bleachers. Gives the nod.

And then the bass of "MILKSHAKE" (or some such song) kicks in. Maxx grabs the leg of his pants - and the lapel of his jacket - and tears them off. Velcro.

Maxx is revealed to be wearing a black leather thong.

As he begins to dance - quivering his pec muscles - shaking his ass - and teachers begin to freak out -- MILES rises in his seat.

MILES

This one is for Alaska Young!

And Miles pulls off his shirt. Yanks off his pants. In his boxers. He begins to do something approximating dancing.

KEVIN - he of the Weekday Warriors - rises as well.

KEVIN

For Alaska Young!

He is wearing a thong and bow-tie. He begins to dance.

And then LONGWELL - rips off his clothes -

LONGWELL CHASE

For Alaska!

And before The Eagle knows what's happened - half the student body - the male half - are all in their skivvies... catching on, joining in...

Dancing... shaking it... grinding... As the GIRLS stand and applaud. Cheering wildly.

A true celebration of Alaska...

EXT. CULVER CREEK -- GYM -- LATER

Miles, dressed, and Lara bust out of the gym. Amidst laughter. Hi-fiving with other students.

And then Miles turns and sees the Eagle following. Miles braces himself.

THE EAGLE

Mr. Halter. A word? Now, I know you planned that. And don't ever do anything like that again.

(beat, smiles)

But, Lord -- subverting the patriarchal paradigm? It's like she wrote the speech.

The Eagle walks off. Lara and Miles hug. They got away with it.

LARA

You were veery sexy.

MILES

I felt sexy...

They laugh as Takumi races up. Grinning.

TAKUMI

Dude. It was genius. So tight.

MILES

What did the Colonel think?

TAKUMI

How do I know?

MILES

He said he was going to check on you -

TAKUMI

No - and I was looking forward to seeing him in his tightie whities.

LARA

You think he got scared?

TAKUMI

The Colonel? Of a prank? Never...

And then it hits Miles like a ton of bricks -- oh shit:

MILES

The pre-prank.

TAKUMI

What?

MILES

We were the pre-prank.

And Miles starts running... running as hard as he's ever run.

INT. ALASKA'S ROOM -- LATER

Stacks of books ENGULFED in FLAME... The Colonel - eyes wet with tears - stands amidst a growing FIRE... Alaska's candles burning around him... He takes books - lighting them on the candles - and tossing them around the room.

Miles charges into the room... The Colonel turns.

MILES

What are you doing?!

THE COLONEL

This is what she wanted... what she always wanted...

As the Colonel goes for another book - The General and the Labyrinth. Miles grabs it. Grabs the Colonel.

MILES

She didn't want this. She was talking shit. C'mon --

THE COLONEL

You weren't the only one who loved her! You weren't the only one!

MILES

I know --

Miles suddenly sees FLAMES go from Alaska's throw rug onto the bottom of the curtains... As they begin BURNING:

THE COLONEL

And if she loved you so much - why did she leave you that night? And if you loved her - why'd you let her go?! Huh?! I was drunk. What was your excuse?!

The Colonel is in Miles's face now... Miles is trying to reason with the Colonel, but also realizes... this place is going up in flames fast. Smoke filling the room...

MILES

I don't know why - and I wish I could undo it - but I can't -

THE COLONEL

Goddammit! How did this happen!! How could she be so stupid! She never thought anything through!

MILES

We should've stopped her -

THE COLONEL

Yeah I know! I am keenly aware we should have stopped her! But we shouldn't have had to! You had to watch her like a three year old! You do one thing wrong and she dies!

MILES

She wanted out. And if we'd stopped her that night she would've found another way. I know it's hard. But we have to let her go.

The Colonel starts crying... realizing what he's done... Miles is coughing... smoke burning his eyes.

THE COLONEL

I just wish I could've said goodbye.

And then Miles realizes -

MILES

We can. We still can...

EXT. MILES'S DORM -- MOMENTS LATER

Miles and the Colonel run out. Students are gathered around the dorm. Faculty as well. PLUMES of smoke billowing out of Alaska's window... FIRE ALARM wails...

Miles steers the Colonel towards Takumi and Lara. In the melee no one notices them --

LARA

What happened?

TAKUMI

You alright?

MILES

We gotta go.

EXT. HIGHWAY/INT. TAKUMI'S PATHFINDER (MOVING) -- MAGIC HOUR

Takumi drives. Miles in shotgun. The Colonel and Lara in the back. Driving in silence...

THE COLONEL

I'm in so much trouble...

Another long beat of silence...

TAKUMI

I have a confession...
 (Miles looks at her)
 I saw her... that night...

MILES

What - when?

TAKUMI

While you guys were lighting the
 firecrackers. I saw her going to
 her car.

MILES

Did you talk to her? Did she tell
 you --

TAKUMI

(nods)
 After she left your room... the pay
 phone rang... it was Jake. She was
 talking to him... and she sees her
 white tulip doodled on the wall --
 and she realizes. It's January
 10th.

Miles doesn't get it. But Lara sits upright -- realizing --

LARA

Omigod. January 9th, 1998. Alaska
 liked the bears. Her mom liked the
 monkeys. She told us Barn Night...

THE COLONEL

(remembering)
 Her mom died the next day...

MILES

(the final piece...)
 She missed the anniversary! She
 was driving to the grave.

TAKUMI

She was so sad. I didn't realize
 what was going on... and that she
 was gonna drive...
 (beat)

I let her go too...

MILES

It's okay...

TAKUMI
I loved her.

LARA
We all did.

THE COLONEL
(sits up, leans forward)
This is it...

They look onto the highway... the sun setting... look straight ahead. The sign for I-65... the scene of the crime.

Takumi accelerates... And we INTERCUT WITH:

THE IMAGES FROM THE BEGINNING...

The highway at night... the Jackknifed truck... The Blue Citrus bearing down on them...

MILES'S VOICE
I came here looking for a Great
Perhaps. For real friends and a
more than minor life.

Miles staring out the window... Takumi accelerates faster...

ALASKA. Behind the wheel. Drunk. Crying. Focused...

THE JACKKNIFED TRUCK -- the POLICE OFFICERS realizing: This car isn't stopping...

MILES'S VOICE
Before that my only company were
the last words of the already dead.

LARA. THE COLONEL. TAKUMI. MILES. All focused...

ALASKA -- wiping tears from her eyes -- tulips on the seat...

MILES'S VOICE
Like William McKinley... the third
American President to be
assassinated. He lived for several
days after he was shot. But
towards the end his wife started
crying and screaming "I want to go
too! I want to go too!"

MILES -- closes his eyes... gritting his teeth...

MILES'S VOICE

And with his last measure of strength McKinley turned to her and spoke his last words: "We are all going."

As the BLUE CITRUS smashes into the POLICE CAR - begins its spectacular collision --

MILES'S VOICE

Alaska found her own way out of the labyrinth. And she left me to find mine... to find my Great Perhaps...

The PATHFINDER roars through the SPOT of the ACCIDENT --

The BLUE CITRUS spins and flies and lands... not moving...

MILES'S VOICE

What'll happen next? I'm not sure. My search is just beginning...

ON THE PATHFINDER -- on the side of the road. Parked. The four kids climb out... Tiny bits of glass like diamonds crunch beneath their shoes. Remains from the accident.

The Colonel looks at Miles... and grabs him... hugging him... crying... A beat... then Takumi and Lara join... As the four kids hold each other...

THE COLONEL

We must look so lame...

Their tears turn to laughter... the laughter of being alive. As we PULL UP on the four kids and the Alabama countryside --

MILES'S VOICE

I'll never know Alaska Young's last words. But her last words to me were: "To Be Continued..." And she was right...

(beat)

To be continued...

FADE OUT:

THE END