

THE LAST FLIGHT

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FADE IN

EXT. BATTLEFIELD - NIGHT

On a FREEZE FRAME of a huge mortar on the edge of a dismal no-man's land, surrounded by trees and overhanging branches. The distant roar of battle RUMBLES ominously. SUPERIMPOSED TITLES appear and hold for a moment.

Abruptly, the image springs to life. The gun FIRES deafeningly. The nearby branches shake violently. Another set of TITLES appears. The image FREEZES again as a lone bugle plays a charge. Again and again and again, the image moves, the gun DISCHARGES noisily, the image FREEZES and more sets of TITLES appear with every FIRING.

On the last discharge, the trumpet fades and all hell breaks loose:

WAR MONTAGE

Nothing but FAST, BRUTAL FLASH CUTS of:

Cannon firing in all directions.

Massive explosions on the battlefield that light up the night.

Troops marching across a bridge as a shell hits the river below sending water towering into the sky.

An entire cavalry division galloping hard over the battlefield, blazing mortar

fire visible above them on the horizon.

Brief shots of the horses, their grim riders hanging on for dear life, their muscles flexing, hooves pounding the dirt. Men yelling.

FASTER AND FASTER, MORE AND MORE CHAOTIC:

Mortar fire, explosions, smoke.

A machine gunner fires.

A soldier falls.

Infantrymen, rifles in hand, press through the haze.

More machine gunning.

More soldiers go down.

A massive gun fires.

SMASH CUT of a tank tread bearing down on the CAMERA, blacking out the screen.

Infantrymen trail behind the heavy machinery, firing pistols, rifles.

A bridge explodes. A building explodes. The ground explodes.

A bomb drops from an airplane.

Aerial view of an exploding building.

Anti-aircraft guns at work.

Planes in the air.

A machine gun fires skyward.

Planes circle, filling the air.

A single bi-plane.

The plane's gunner, SHEP LAMBERT, looks down, surveys the situation, breaks into a grin.

Shep nudges his pilot, CARY LOCKWOOD, and points. Cary looks down to see:

Another plane below. In it, pilot BILL TALBOT waves and salutes. FRANCIS, the gunner, opens his mouth, smiles and nods up at them.

An enemy plane arrives.

The enemy pilot fires his twin machine guns.

Bill and Francis' plane spins away.

Bill cocks a snook at the enemy plane and waves dismissively at it, much to Francis' amusement.

The planes circle in the air.

The enemy plane trails Shep and Cary. Shep FIRES his machine gun to no avail as Cary watches.

The enemy pilot returns fire.

The two planes tango in mid-air.

Shep FIRES.

The enemy pilot grins and FIRES.

Bullet holes riddle the side of Shep and Cary's plane.

Cary warns Shep they've been hit.

From the enemy plane's POV, Shep and Cary's plane streams black smoke.

The two planes. Shep and Cary's plane goes into a steep dive, spinning out of control.

Cary rips off his goggles as smoke pours up from below him.

Flames fill the cockpit as Cary's gloved hands desperately try to keep hold of the red hot controls.

The plane, streaming smoke, spins wildly downward.

Shep, surrounded with smoke, looks skyward and salutes with mock gallantry.

Above, Bill and Francis watch. Bill returns the salute with a smile and waves.

Francis, though, doesn't look happy.

Shep twists in his seat and looks around.

Cary's hands grasp the controls in the flaming cockpit.

SHEP (o.s.)

Level off, Cary! Level off!

Despite the flames, Cary pulls back on the control stick.

From the plane's POV: The landscape rushes by.

The plane, now level, crashes into the ground and comes to an abrupt stop.

Smoke. Flames.

Cary jumps out of the cockpit and rushes back to Shep who is struggling to clamber out.

CARY

Shep! Shep, are you all right?

SHEP

Can't make it, Cary. Can't make it.

CARY

Here, give me your arm! I'll get you out of here! Hang on there, Shep! Get a hold - Just hold tight, old fella.

Cary pulls Shep out and hauls him away from the burning wreckage where the two of them collapse to the ground, half-conscious.

Flames consume the plane.

DISSOLVE TO:

A TEMPERATURE CHART

for Lieutenant Shep Lambert, a patient at U.S. Army A.E.F. Base Hospital 145.

Shep's temperature readings for October 11th to October 26th are indicated by

a line on a graph, near a level marked CRITICAL. The distant sound of battle continues to RUMBLE.

ANOTHER CHART

swings into view. This one is for Lieutenant Cary Lockwood whose readings for October 27th to November 2nd are also below the CRITICAL mark. The line continues and improves considerably by November 11th when the final reading is marked NORMAL.

DISSOLVE TO:

INT. HOSPITAL - DAY

The battle sounds are now joined by a loudly TICKING clock. With no sign of energy or emotion, Shep and Cary sit together on a hospital cot in full uniform. Shep wears dark eyeglasses. Cary has a coat draped over his hands. He glances off. We follow his gaze, PANNING past other patients in the hospital to a wall clock and calendar. It is November 11th and the time is almost eleven A. M. The battle's RUMBLE drones on.

SHEP AND CARY

stare up at the clock. Behind his dark glasses, Shep's left eye twitches.

THE CLOCK

slowly DISSOLVES to one last BRIEF BATTLE MONTAGE: soldiers yelling and running, guns firing noisily, a plane crashing, explosions. The final image is of a plane parked on the ground, its engine dying, its propeller slowing to a stop as we DISSOLVE BACK TO the clock face. The center of the clock is lined up exactly with the center of the propeller -- the slowing propeller blades are replaced by the clock's hands -- as if to symbolically suggest that the war has ended but time goes on. The NOISE of battle fades and only the TICKING of the clock remains. DISSOLVE TO the calendar: November 11th, 1918 -- Armistice Day.

SHEP AND CARY

sit motionless side-by-side on the cot. Shep has a hand over his left eye.

CARY

Well, the old guerre is finie.

SHEP

That's right.

CARY

What are ya gonna do now, Shep?

SHEP

Get tight.

CARY

(turns to him)

And then what?

Shep lets go of his eye and looks at Cary as if the answer were obvious.

SHEP

Stay tight.

Cary grins wryly.

CUT TO:

INT. DOCTOR'S OFFICE - NOT LONG AFTER

A nurse opens a door for Shep and Cary who enter. Shep wears his dark glasses.

Cary carries his coat to hide his hands. They pause as the doors they have passed through close behind them.

Their distinguished-looking doctor, a medical officer with a white gown over his uniform, sits at his desk studying their papers.

DOCTOR

Lieutenants Lambert and Lockwood.

(rises, joins them)

You two leaving us, eh? In a way, I'm sorry to release you two. I have no choice in the matter.

Shep removes his glasses and presses his hand to his eye.

SHEP

What am I going to do, Major, about my-- oh, this rotten business?

The doctor examines Shep's eye more closely.

DOCTOR

Mm? Spasmodic twitching of the

muscles under the eye, eh,
Lieutenant?

SHEP

Mm hm.

DOCTOR

What the French call a tic. T-I-C,
tic. Little bothersome, isn't it?

Shep puts his glasses back on.

SHEP

Yes, sir.

DOCTOR

I'm afraid time'll have to take care
of that. Time and normal living.

Shep's lips tighten skeptically.

DOCTOR

You two are returning to the United
States, I presume?

Shep glances at Cary.

CARY

Ah, we haven't decided.

DOCTOR

I'd take the first boat home. Well,
here you go.

The doctor gives Shep his release form and shakes his hand,
then turns to

shake Cary's. Cary merely looks down darkly and raises a
bandaged hand at him.

DOCTOR

Oh, I forgot your burnt hands.

The doctor folds up the release and stuffs it in Cary's
breast pocket.

DOCTOR

Neither of you is fully hospitalized.
I'd undertake a systematic course of
finger exercises -- to, uh, stretch
them and loosen them up. In time,
you'll regain their full use.

CARY

Thank you, sir.

The doctor gives Cary a pat on the shoulder.

DOCTOR

Bye, Lieutenant.

Cary manages a smile and salutes. Shep moves to the door, saluting the doctor.

DOCTOR

Bye, Lieutenant. Good luck.

Shep opens the door and he and Cary head out. After the door closes, the

doctor rubs his head thoughtfully. He talks, apparently, to an offscreen aide.

DOCTOR

Well, there they go. Out to face life.

(shakes his head)

And their whole training was in preparation for death.

He moves off as we

CUT TO:

EXT. HOSPITAL - MOMENTS LATER

Shep and Cary exit the building but pause outside the doorway. They've seen something coming toward them and glance at one another before clearing out of its path. They watch glumly as a small group of wounded soldiers enter through some metal gates, walk slowly past Shep and Cary without acknowledgment, and head into the hospital.

CUT TO:

EXT. DOCTOR'S OFFICE - PERHAPS SIMULTANEOUS

The office window opens. The doctor -- no longer in white but wearing his uniform -- and his aide take a break, standing in the window frame for a little fresh air. The doctor smokes a cigarette as they discuss Shep and Cary.

AIDE

Why can't they go on with flying?
You know, the air mails or
something?

DOCTOR

I'm afraid they're unfit for further
service in that direction.

The aide looks at him, quizzically.

DOCTOR

They fell, you know -- six thousand
meters.

(shakes his head, sadly)

Like dropping a fine Swiss watch on
the pavement. Shattered both of them.
Their nervous systems are deranged,
disorganized, brittle.

AIDE

Spent bullets.

DOCTOR

Spent bullets. That's it.

(nods)

They're like projectiles, shaped
for war and hurled at the enemy.

(gestures with cigarette)

They've described a beautiful,
high-arching trajectory. And now
they've fallen back to earth.

Spent. Cooled off. Useless.

We slowly PULL BACK from the two men.

AIDE

Oh, well, if they take care of
themselves, they'll pull through
all right.

DOCTOR

Even if they do take care of
themselves, what good are they?
What can you expect of them?

(shakes his head)

I hate to think what may become
of them.

We have pulled back far enough and now we

CUT TO:

EXT. HOSPITAL - NOT LONG AFTER

Two uniformed men with familiar faces -- exuberant pilot Bill and reserved gunner Francis -- arrive at the bottom of the stairs in front of the hospital.

Bill, with his arm in a sling, and Francis, using a cane, start up the stairs and wave.

BILL

(Texas accent)
Hello, Cary!

FRANCIS

Hi, Cary!

At the top of the stairs, Shep and Cary wave back, pleased to see them.

CARY

Hello, Bill! Hiya, Francis!

SHEP

Hello, Bill! Francis!

Unexpectedly, Shep and Cary hurry down the stairs past them.

CARY

(friendly)
Well, I see you got yours.

BILL

(pleasantly)
Yup. We crashed.

Bill and Francis watch, surprised, as Shep and Cary hurry off.

BILL

(calls down, puzzled)
Hey! Where you going?

Shep and Cary, already seated in the back of a waiting automobile, grin like kids.

CARY

Paris!

BILL (o.s.)

Paris?!

From the stairs, Francis smokes a cigarette and looks down at Shep and Cary uncertainly. But Bill takes the news in stride -- he smiles and waves his hat at them.

BILL

See you in Paris!

FRANCIS

(waves his cigarette)

Yeah.

Smiling, Shep and Cary wave back as their car drives off.

DISSOLVE TO:

EXT. THE EIFFEL TOWER - NIGHT

A superimposed text reads:

PARIS -- 1919.

Traffic noise, taxi horns squeaking.

DISSOLVE TO:

EXT. PARIS SIDEWALK - NIGHT

Strolling down the sidewalk four abreast, as if they own the town, come our heroes -- Bill, Shep, Francis and Cary -- in smart hats and dinner clothes.

Outwardly, they seem to have recovered from their wounds.
But:

Shep still wears his dark glasses and we occasionally glimpse his eye twitching.

Cary's bandages are gone but he has not regained full use of his hands. His personality is dark and dry, more subdued than Shep's, and he comes across as the most levelheaded, rational member of the group -- its unacknowledged leader.

Francis seems to have suffered the greatest toll psychologically. A narcoleptic, strangely detached and unemotional much of the time, always on

the verge of dozing off, his speech slurs even when he isn't drunk.

Only the athlete of the group, Bill -- a burly Texan whose full name is William Talbot -- is in outstanding physical shape. But he is reckless, restless, and temperamental, covering up unnamed insecurities with bravado and forced exuberance.

CARY

How 'bout a cocktail?

SHEP

Not a bad idea at that.

As a group, they turn and head into a nearby building.

BRIEF DISSOLVE TO:

A GLOWING SIGN

made of light bulbs, outside the building. It spells out CLARIDGE'S -- a popular Parisian drinking establishment for Anglo-Americans.

DISSOLVE TO:

INT. CLARIDGE'S - NIGHT

Numerous shelves holding numerous bottles of liquor. Employees in white jackets hurriedly rush in and pull down a few bottles.

DISSOLVE TO:

INT. CLARIDGE'S BAR - LENGTHY PANNING SHOT

The place is packed with well-dressed men and women. The bar is crowded with men (and men only, for no women are allowed to sit at Claridge's bar) smoking, drinking, conversing. At the end of the PAN, we discover our heroes entering, greeted by an employee who takes their hats.

ANOTHER VIEW - NEAR THE BAR

An attractive young woman with a wide, vacant stare stands against a wall opposite the bar holding a champagne glass in her hands. Her name is NIKKI and she seems to be in a world all to herself.

Our four handsome heroes file past her, intent on finding a table. Only Cary pays any attention to Nikki. After they have all passed her, he pauses to turn and stare. She's extremely nearsighted and doesn't notice him. He looks at the glass in her hand, puzzled. He starts off but then pauses.

After a second uncertain look, he moves off to join his friends who stand together and peer around the crowded room, unable to find a place to sit. Cary keeps looking at Nikki. He glances at the others and they follow his gaze:

NIKKI

still wearing a blank expression, clutches the glass in two hands.

THE GLASS

in her hands. Between her fingers, we glimpse its contents - a complete set of men's false teeth.

We PULL BACK to discover that Cary has approached her. He's standing right next to her and is staring at the glass. She finally notices him.

CARY

I beg your pardon. But, if I'm not too inquisitive, would you mind telling me what IS that you're drinking?

NIKKI

Teeth.

CARY

Teeth?

After another look, Cary turns to his friends.

CARY

Hey, it's teeth!

BILL (o.s.)

Teeth?!

Shep, Bill and Francis hurry over like children and crowd around to stare in

amazement at the teeth. Nikki is unimpressed by all the attention.

SHEP

Teeth!

NIKKI

That's right.

BILL

(enthusiastic)

Yup. It's a full set -- upper and lower.

CARY

(to Nikki)

It's a nice expression.

SHEP

Hey, how come you're with those teeth?

NIKKI

I was just standing here. And a nice gentleman came along and begged my pardon and asked would I mind holding his teeth for a minute.

CARY

Well, what did he want you to hold his teeth for?

NIKKI

Said he wanted to biff somebody.

BILL

(excited)

Biff somebody?! Which way did he go?!

NIKKI

Just around to the right.

BILL

Come on, men! We're liable to see a fight.

As quickly as they arrived, Shep, Bill and Francis depart. Cary starts after them but stops to politely address Nikki who has gone back into her trance.

CARY

Would you like to come along?

NIKKI

(as if it were obvious)
Oh, no. I have to stay here and mind
the man's teeth.

They glance down at the teeth.

CARY

Oh, of course.

Cary hurries off as Nikki's empty eyes rise to the ceiling.

FLASH CUT - A MAN'S FACE

as it takes a combination one-two punch from a pair of
fists.

FLASH CUT - THE MAN'S BODY

dropping unconscious to the floor.

OUR FOUR HEROES

enter a hallway just in time to see two Claridge's employees
reach down and
haul away the unconscious body. Our heroes have missed the
fight but Shep and
Bill are delighted anyway. Bill brushes his hands (one of
his favorite
gestures) with satisfaction, as if he had thrown the punches
himself:

BILL

Well. THAT'S all fixed.

Bill straightens his bow-tie. Already the group seeks a new
distraction.

CARY

Let's go back.

They head back to the bar.

THE BAR

Nikki, no longer standing against the wall, sits on a bar
stool with her back
to the countertop, smoking a cigarette and holding an empty
champagne glass.
Our heroes enter and, glancing at the wall, fail to see her.
After a moment of
searching, Cary spots her at the bar.

CARY

Oh, there she is.

All four crowd around her, pleased to be in her company.

BILL

Well, we missed it.

NIKKI

Did something happen?

BILL

Well, they carried a guy out.

(sees her empty glass)

Say! What's become of the teeth?

NIKKI

Oh, the man came and got his teeth.

CARY

Well, what did he say?

NIKKI

He said thank you for holding his teeth.

CARY

What did he look like?

NIKKI

I think he fell in an airplane in the war -- and got his teeth knocked out.

CARY

Well, why do you think he was in the war?

NIKKI

Oh, he had a kind of little striped ribbon in his buttonhole.

CARY

What makes you think he was a flyer?

NIKKI

His eyes.

CARY

His eyes?

(dry, to the others)

You can tell a flyer better by his ears.

The men chuckle.

SHEP

Well, what do you say we have a drink?

BILL

Fine!

FRANCIS

Sure, here's some space.

Seats have opened up at the bar so they grab stools next to Nikki. Shep greets the bartender:

SHEP

Hello, Jean!

JEAN

Bon soir, Monsieur Lambert.
Qu'est-ce que voulez-vous [?]

FRANCIS

Martini!

BILL

Martini!

CARY

Martini!

SHEP

Martiiiiii!

NIKKI

Could I have a champagne cocktail?

JEAN

Certainment, Mademoiselle.
(calls off)
Quatre Martinis pour messieurs!
Champagne cocktail pour Mademoiselle
Nikki!

The men are all excited to find out her name. Francis uses a pretzel as a monocle to eye Nikki.

FRANCIS

Nikki?!

BILL

Nikki?!

CARY

Nikki?!

For the first time this evening, Shep takes off his dark glasses.

SHEP

Can you imagine that, fellas? Her name is Nikki!

CARY

(considers the situation)

Her name is Nikki. She holds men's teeth. She sits at the bar and she drinks champagne.

BILL

(significantly)

Boys, she's gonna be a lot of trouble.

Drinks are served. A moment of silence as they imbibe. Nikki's hand shakes as she lifts her glass, spilling some champagne. She laughs, embarrassed.

NIKKI

Oh, my, my!

Shep, who has been watching her closely, also laughs.

SHEP

Poor sweet! She can't even hold her glass!

Nikki notices Cary unsteadily using both his hands to hold his Martini.

NIKKI

(casually)

Oh, well, HE can't either. Besides, he has to use two hands.

Nikki chuckles. A dark look crosses Cary's face as he looks at her and puts down his drink. Seeing this, Bill and Francis exchange worried glances. Cary

abruptly rises and leaves the bar. Mystified, Nikki looks quizzically at Shep who is suddenly grim and annoyed.

SHEP

Course he can't hold his glass. His hands are burned.

NIKKI

Burned?

SHEP

You have no right to spill YOUR drinks. He can't help himself.

NIKKI

Burned? How burned?

SHEP

He brought a plane down on fire.

NIKKI

An airplane? In the war?

Shep demonstrates with his hands as he explains:

SHEP

He held the stick. But his hands began to slip. Then he held it inside his arms. He was trying to bring his rear gunner down alive.

NIKKI

Did he bring him down safe?

SHEP

Well...

Shep takes a swallow of his Martini, sets down the glass.

SHEP

Brought him down.

NIKKI

Oh, so that's why--?

SHEP

Yes! That's why he can't hold a glass.

NIKKI

Oh, I'm so ashamed.

SHEP

Now, Cary's had a pretty thin time.
His nerves are tricky. You should
never call attention to his hands.

AT A TABLE

Cary sits with a fresh drink and is trying awkwardly to pick
it up when a
handsome but humorless American journalist -- the
unspeakable FRINK -- enters
and greets him casually.

FRINK

Hi, Cary.

CARY

(unhappily)
Oh, hello, Frink.

Cary immediately turns his attention to a menu. Rebuffed,
Frink wanders over
to the bar and sees the other men. He has a friendly pat on
the back for
Francis and Bill.

FRINK

Hello, Francis. Bill.

Frink pauses to stare at Nikki's back, astonished to find a
woman sitting at
the bar. Then he turns to Shep, amused.

FRINK

Shep. Drunk again?

SHEP

Say, don't you know any OTHER
opening remarks? It's about all
we've heard from you for a year.

FRINK

(signals the bartender)
Hi! Jean!

Frink snaps his fingers at Jean and grabs a seat next to
Shep. Jean asks for
Frink's order in French.

FRINK

Un sidecar.

JEAN

Sidecar ... [?]

Jean moves off. Frink regards the others.

FRINK

Say, why don't you fellows go home
and go to work?

SHEP

Work? What kind of work?

FRINK

Oh, anything useful.

BILL

What could we do? Sell washing
machines? Drive a milk wagon? Mend
old furniture or somethin'? Heh!

FRINK

Go back to flying. Fly the air
mails.

BILL

Aw, we couldn't fly a kite.

FRANCIS

Maybe a small kite.

Francis holds his fingers to indicate a very small kite.
Bill chuckles.

FRINK

Well, there must be something you
can do.

SHEP

We've got to tend to our drinking.
We don't get much opportunity.

FRINK

Lots of things going on outside.
Sun shining, trees growing, people
walking around.

BILL

Say! Is that STILL going on?

SHEP

(laughs)
Sounds pretty pre-war to me.

During all this, Nikki has been in her own little world.
Frink leans over and
whispers to Shep.

FRINK

Hey. Don't I rate an introduction?
Who's your swell friend?

SHEP

Oh, her? Just an old hussy we found
scattered around.

Around her neck, on a slender chain, Nikki carries a small
lorgnette. It opens
with a spring and has small rectangular lenses. She uses it
frequently,
peering at unfamiliar objects in her helpless, nearsighted
way. On Shep's
remark, she whips it out to stare at him, mildly offended.
He raises his drink
to his lips and turns to her, speaking out of the side of
his mouth:

SHEP

(off Frink)
Pay no attention. Sometimes he goes
away.

Nikki looks away glumly as Shep grins at her. She turns and
sees something.
She raises her lorgnette for a better look at:

CARY

who sits at his table, staring into space, holding his
unread menu in his lap.

NIKKI

is pleased to see Cary.

NIKKI

Oh! He didn't go.

She rises to join him.

CARY

startled, rises and stares at Nikki as she approaches.

NIKKI

Oh, I'm so sorry. Your hands...

She tries to take his hands but he pulls them away in horror
and stuffs them
in his pockets.

NIKKI

Oh, your poor hands! Your poor, poor
hands.

Wildly uncomfortable, Cary glances around like a cornered
animal and finally
stalks away without a word, hands still stuffed in his
pockets. Stunned, Nikki
watches him exit the building. She realizes she's done
something terribly
wrong and moves to follow him.

NIKKI

Oh!

But Shep intercepts her. Upset, she whimpers.

SHEP

(more in disbelief
than anger)

If you aren't the WORST! First, you
insult his hands and make him mad.
Then you cry over them and make him
self-conscious. Come on back here.
Come on.

He clasps her hand and leads her to:

THE BAR

Francis and Bill watch, disturbed, as Shep guides a crying
Nikki onto a stool
beside them. Shep sits next to her as she continues to sob.
She pulls out a
compact to fix her tear-stained face.

SHEP

Well, that's torn it. He'll never
come back now.

NIKKI

Then we'll have to find him.

SHEP

What for?

NIKKI

To explain how sorry I am.

SHEP

(amused at her
distress)

We-ell. You don't have to get so
emotional about it.

NIKKI

Who's getting emotional?

SHEP

You are. You're coming all apart.
(hands her a glass)
Here. Take a drink of this. Make
you laugh and play.

Nikki takes a sip, then busies herself with putting away her
compact.

Meanwhile, Bill leans in.

BILL

(to Shep)

Say, what's she crying about?

SHEP

She's crying on account of they
didn't wash her strawberries this
morning.

BILL

(to Nikki)

Didn't they wash your strawberries
this morning? Well, there ain't a
whole hell of a lot that we can do
about that now.

NIKKI

(agrees, sadly)

No.

ANOTHER VIEW

Frink watches suspiciously as Shep pays the tab, rises and
whispers to Nikki.

SHEP

Let's go.

Nikki obediently hops off her stool and Shep leads her away
from the bar,
toward the exit. Bill and Frink are distressed to see her
go. Bill calls after
Shep:

BILL

Hey! Where're you goin'?!

SHEP

Oh, out.

BILL

(rises)

Out where?!

SHEP (o.s.)

Out to get a drink.

Bill gestures grandly toward the bar with its many shelves of liquor bottles.

BILL

Don't you suppose you could arrange that here?!

SHEP

Nope. We gotta go somewheres else.

BILL

(without missing a beat)

Okay. Come on, Francis. We got to go somewheres else to get a drink.

Francis and Bill head out the door. After a moment, Frink follows behind.

DISSOLVE TO:

EXT. AVENUE DES CHAMPS ÉLYSÉES - LATER THAT NIGHT

A taxi cab -- filled with Bill, Francis, Shep, Nikki and Frink -- pulls up to a restaurant. As it stops, Bill rises and points to someone at a sidewalk table.

BILL

Hey! There he is!

The others look.

SHEP

Where?

BILL

Come on!

The group cheers, spills out of the taxi and heads for:

THE SIDEWALK TABLE

where Cary sits reading a newspaper.

SHEP (o.s.)

Cary!

Cary looks up. He rises, a little startled, and politely removes his hat. The others crowd around him.

BILL

Say, what are you tryin' to do, disown us?

CARY

(genuinely polite)
Hello. Won't you sit down?

BILL

Sure we'll sit down. What'd ya think we'd do? Stand around?

They all take seats around the little table. During this, Frink brings a chair for Nikki who grabs a seat of her own. When he tries to use it to sit next to her, Bill commandeers it for himself.

BILL

(with a wave, to Frink)
Thank you.

A waiter joins them as they settle in.

SHEP

Hello, Cary.

CARY

Hello, Shep. Hello, Nikki. What will you have to drink?

FRANCIS

Martini!

BILL

Martini!

SHEP

Martini!

FRINK

Martini!

WAITER

Quatre Martinis?

NIKKI

Uh, could I have champagne, please?

WAITER

Champagne? Oui.

The waiter departs. Off her order, Bill gives Nikki a look.

BILL

Boys, she's goin' to be a problem.

NIKKI

(explains, to Bill)

That's what I started on.

(to Cary)

It upsets me if I change over to anything else.

CARY

(to Bill)

There's a lot of things wrong with this one.

(to Nikki)

What were you doing at the bar at Claridge's anyway?

SHEP

Yes. Don't you know you're not supposed to be there?

FRANCIS

There's a sign on the wall says ladies must sit at the back.

NIKKI

Can't read signs.

SHEP

Well, we'll just have to take care of her, that's all.

BILL

Do you think she's good-lookin' enough?

NIKKI

Oh, I know I'm not very good-

looking but--

CARY

But what?

NIKKI

But when I was a little girl, my mother always said I had the nicest hair-ribbon.

Shep laughs derisively. The others give him a look and he shuts up. The drinks arrive. All the men, save Cary, snatch up their glasses. Bill removes the toothpicked olive and swallows his Martini whole. He watches Nikki rubbing her champagne's drinking straw between her hands as if she were a Boy Scout trying to start a fire.

BILL

Then there's her drinking.

NIKKI

What's the matter with my drinking?

BILL

You're a sissy drinker.

NIKKI

Well, maybe I can improve.

Meanwhile, Cary attempts -- with some success -- to drink his Martini with one unsteady hand. Bill inspects Nikki's mouth.

BILL

Then there's her teeth. Why, one of 'em is turned sideways.

NIKKI

(points)

You mean this one?

BILL

That's it.

CARY

Why don't you have it turned around?

NIKKI

I don't have it turned around on

account of it's a kind of help.

CARY

Well, in what respect does it kind of help?

NIKKI

Well, you see, when anyone kisses me too hard, it splits my lip. And you could tell when anyone kissed me too hard on account of my lip would bleed. So now I don't let anyone kiss me -- hard.

The men are amused. Nikki sips her champagne.

CARY

Well, we'll let that pass.

Bill chuckles. Shep abruptly rises and walks off, presumably to the rest room.

NIKKI

Where's he gone?

CARY

Shep went off to sharpen his skates.

BILL

Now, about your nose.

NIKKI

What about my nose?

BILL

It isn't straight. It kind of turns up at the end.

NIKKI

Well, when I was a little girl, I got bumped by a swing.

CARY

How'd you happen to get bumped?

NIKKI

I just walked through the gate. I was only seven.

CARY

Oh, poor dear. Didn't you see it?

NIKKI

I can't see very far.

CARY

Did it hurt?

NIKKI

It made me dizzy all day.

CARY

Well, I guess we can't hold that against her.

BILL

We all make mistakes.

CARY

That's right. Michelangelo painted Adam with a navel.

Bill and Nikki laugh at this. Suddenly, Nikki grows thoughtful.

NIKKI

All the same, he'd look funny the other way -- even in a painting.

They all consider this for a moment as a fresh round of drinks arrives. Frink abruptly rises and walks off, presumably to the rest room.

NIKKI

Where's he gone?

BILL

He went off to shave a horse.

CARY

Have you got a husband or anything?

NIKKI

No husband.

CARY

A mother?

NIKKI

Mother, yes. But we haven't met in quite a long time.

CARY

Why not in a long time?

NIKKI

Well, on account of my mother's name was Beulah. Now, you can't have a mother named Beulah. So I changed it to Jane. And that's how it all began.

An odd CHIMING sound distracts them. They look off to see:

FRANCIS

the narcoleptic, arms folded, asleep in his chair. He awakes with a frown,
pulls a pocket watch from inside his jacket, opens it, and looks at it. The
chiming ends and he rises without a word and exits.

AT THE TABLE

Nikki watches Francis' exit curiously. Bill waves her off before she can ask:

BILL

He's goin' off to tame an alligator.

NIKKI

Who is he, anyway?

CARY

Francis used to fly with us in the 94th. The best shot in the squadron. Brought down twelve planes. Used to call him "Sudden Death." He lost interest after his teammate got killed. He's lonesome is all.

NIKKI

I like him.

CARY

He carries a chiming watch on account of he's always falling asleep in the daytime.

NIKKI

What kind of chimes?

CARY

Oh, Westminster, Canterbury, and Whittington.

NIKKI

I'll take vanilla.

Cary puts a fist on his hip and gives Nikki an exasperated look. Taxi horns squeak. Francis, Shep and Frink return from their various adventures and sit down as Bill gives Nikki his opinion of Francis.

BILL

I think he's a washout.

SHEP

Well, just because you're a big bombardier and an All-American--

NIKKI

(interrupts)
All-American what?

SHEP

Halfback.

FRINK

Where?

CARY

Oh, Montana State or somewhere. Idaho or Nebraska or the Carlisle Indians or something. Didn't you never read about Bill? Bronko Bill -- the Alabama Flash?

Bill grins as Nikki inspects him closely through her lorgnette.

NIKKI

(skeptical)
I think it's a forgery.

Bill's face falls. He looks at Nikki.

BILL

Say! What do you want me to do? Tackle a horse?

She nods. Shep is amused.

SHEP

Sure. Go ahead. Tackle a horse.

BILL

(with a dismissive wave)
All right, all right, I'll tackle a horse.

Shep looks down the street.

SHEP

Here comes one now.

They all look to see:

A HORSE-DRAWN CAB

rolling down the street in their direction.

AT THE TABLE

Everyone watches as Bill rises and suddenly bolts in the direction of the cab.

BILL

Look out, horse!

THE HORSE-DRAWN CAB

rolling along as Bill runs in and tackles the horse, locking his big arms around the animal's front legs to trip up the poor creature.

ON THE SIDEWALK

Cary, horrified, stands and yells:

CARY

Hey, Bill! Bill! Come back here!

Cary runs off, toward Bill, leaving a thrilled Shep and a worried Francis with a distressed Nikki. They all stare in concerned amazement as a crowd of pedestrians stops to watch the excitement.

NIKKI

(distraught)

Oh, Bill!

AT THE HORSE-DRAWN CAB

Cary rushes up to the startled cab driver who is pulling hard on the reins.

CARY

Hey! What's the idea -- runnin' down my friend like that? Here!

Cary forces a wad of francs into the driver's hand. The cabman protests in French but takes the cash.

WIDER VIEW

of the fallen horse as the driver descends from the cab.
Standing up now, Bill
tries to haul the horse to its feet while Cary tries to
placate the driver.

CARY

Never mind. Look where you're going
in the future now. You just watch out
where you're going!

ANOTHER VIEW

Bill grabs the horse by its bridle and tries to pull it up.
The horse, sorely
annoyed, gets up on its own and shakes its head violently to
drive Bill away.
Bill hangs on and tries to calm the horse. Cary tries to
pull Bill away as
Frink, Francis and the driver gather around. Bill is more
interested in
petting the horse which understandably shies away from him.

CARY

(admonishes Bill)
Now listen, come on out here, you
old fool.
(to the shying horse)
Whoa, whoa.

BILL

Nice horsie.

CARY

(to Bill)
Now, listen, you ought to be ashamed
of yourself. You old fool! You know
what you'll do? You'll kill yourself
one of these days. Now, come on, get
out of here. Now, listen--

Satisfied with the outcome of all this, Bill heads back for
the sidewalk.

CARY

(to the driver)
You all right now, brother?

The driver nods but is more concerned with reining in his
skittish horse.

CARY

All right. Now, you just keep your
horse, see? You got your money.

The cabbie salutes Cary but pays more attention to his horse.

BACK AT THE SIDEWALK TABLE

The waiter sets out a fresh round of drinks as the group returns. Bill happily dusts off the sleeve of his dinner jacket. Cary, beside him, leads him to his seat. They all sit down under the following:

CARY

Hey, listen, Bill, you're All-American, see? You're TWO All-Americans! The lady's convinced you're the whole team. You don't have to tackle any more horses. How 'bout that? Drink your drink.

BILL

(pleased with himself)
Ahhh. Wasn't that a great spill?

Nikki abruptly rises.

SHEP

Hey! Where are you going?

NIKKI

Would you all excuse me for a moment?

CARY

Well, where are you going?

NIKKI

(a grave announcement)
To take a Chinese singing lesson.

Francis immediately understands that she's become one of them. He raises an olive in the air and cheers:

FRANCIS

Hooray!

The men rise and all but Frink cheer her lustily as she departs:

MEN

Hooray! Hooray! Hooray! Hooray!

NIKKI

walks proudly into the restaurant as the men cheer. A smiling maitre d' directs her to the ladies' room.

BACK AT THE TABLE

Frink watches Nikki disappear from view and, after a glance at the others, rises and follows her. Shep, Bill and Cary remain at the table, laughing and drinking. Bill turns to Cary with a smile.

BILL

Hey. What kind of a girl do you think Nikki is?

Cary glances in Nikki's direction and tells Bill confidentially:

CARY

I think she's the kind that sits down on phonograph records.

Bill thinks about this and nods.

INSIDE THE RESTAURANT

As Nikki returns from her Chinese singing lesson, Frink puts his arm against a wall, blocking her way.

FRINK

Say, Nikki, let's ditch these drunks and go off somewhere by ourselves. These crazy fools are liable to do anything.

NIKKI

(hopeful)
Do you think so?

FRINK

Since the war, they don't care what happens.

NIKKI

And do you?

FRINK

I'll say so. I've got more important things to think of.

NIKKI

What more important things?

FRINK

Well, my work.

NIKKI

What kind of work?

FRINK

I'm the foreign correspondent for a New York newspaper syndicate.

NIKKI

(genuinely)

How nice for you!

Nikki pushes his arm away and heads for the table. Frink watches her go, a dark look on his face.

BACK AT THE SIDEWALK TABLE

The men rise briefly as Nikki rejoins them and sits.

FRANCIS

Nikki? Are you the kind of girl that sits down on phonograph records?

Nikki lowers her eyes.

NIKKI

(a bit defensively)

People shouldn't leave their records lying about.

CARY

(to Francis)

What did I tell you?

NIKKI

(abruptly brightens)

Take me dancing?

BILL

What place you wanna go?

NIKKI

What places you got?

CARY

Well, we got Maxim's, only it's too early. We've got Florida, Perroquet, Pigalle, Le Rat Mort, Moulin Rouge,

Bal Tabarin.

NIKKI

I'll take vanilla.

Cary gives her a look. Bill clears his throat.

BILL

Somebody pay for the drinks!

Bill rises and claps his hands with enthusiasm.

BILL

We're off in a "billizzard" of
horse-radish!

Whatever that means. The men rise and retrieve their hats.

DISSOLVE TO:

INT. BAL TABARIN BALL ROOM - LATER THAT NIGHT

A festive Parisian night spot. Dance MUSIC plays while a floor show, lit by moving spotlights, unfurls in the huge, darkened ballroom which is ringed with crowded tables. A handsome male dancer, in tuxedo and top hat, whirls exuberantly around the floor, surrounded by beautiful chorus girls.

Somewhere above all this, Nikki, lit by spotlight flashes, sits on the edge of a ringside balcony observing the show with eager interest through her lorgnette.

The show continues: after a few twirls, the dancer links arms with the girls to form a line and do some precision high-kicking. The music continues but the dance apparently ends and the lights come up. Impressed, Nikki is breathless.

NIKKI

My, my! Isn't this nice?!

Nearby, the men sit at a roped-off table for six on a low balcony. Cary and Francis sit glumly on one side of the table as Bill tries to tell a story to the others (Frink; a nameless young woman nicknamed "Kiss-Me-Quick" who

appears in this scene only; Shep and Nikki).

BILL

Now, listen, men. I'll tell ya something funny.

Cary and Francis look doubtful about this. Bill sits at the table.

BILL

I was only four years old once.

FRANCIS

(to Cary)
What'd he say?

CARY

Said he was only four years old once.

FRANCIS

Amazing.

BILL

And my aunt had a very low-neck dress on.

FRANCIS

(to Cary)
What'd he say?

CARY

Said his aunt had on a very low-neck dress.

FRANCIS

Can't believe it.

BILL

And she sat right across the table in front of me. And I said, "Auntie -- I can see your knees!"

Nobody laughs or even changes expression.

CARY

(pointedly, after
an awkward pause)
I wonder what's doing in Portugal tonight.

Bill is disappointed at the response.

BILL

Maybe I'd better do my match trick.

NIKKI

If you do match tricks, I'll recite.

CARY

Recite what?

NIKKI

Poetry.

CARY

Whose poetry?

NIKKI

My poetry.

CARY

You write poetry?

NIKKI

I'll send you a photograph of my
poetry.

Cary gives her a look, then rises and peers with one eye
into the open bottle
of champagne on the table between him and Nikki. He gestures
at the bottle as
he sits back down.

CARY

Say, I wonder if there's anything
intoxicating in that.

Everybody cracks up -- except Nikki, who looks a little
hurt.

An empty champagne bottle is placed on the floor.

DISSOLVE TO:

INT. BAL TABARIN BALL ROOM - STILL LATER THAT NIGHT

By now, a dozen empty champagne bottles have been placed on
the floor.

CLOSE SHOT - FRINK'S HAND

strays to Nikki's legs and up her dress.

WIDER

Nikki rises indignantly and turns on Frink.

NIKKI

Just what ARE your plans?

WIDER STILL

The other men seated at the table understand instantly what's going on and stare darkly at Frink.

SHEP

You'll have to watch that lad, Nikki. He's a member of the Wandering Hands Society and he has a groping good time.

Frink nervously adjusts his necktie. Cary glares at him.

CARY

Your behavior, sir, is unseemly, unethical, indelicate and lousy. Have I made myself clear?

Frink, pretending chagrin, looks at Nikki.

FRINK

All right. My mistake. I'm sorry.

CARY

You'll have to watch out for him, Nikki. He's just a licentious old man.

NIKKI

It's getting pretty late, isn't it?

CARY

Do you want to go home, Nikki?

(rises)

I'll take you home. Where do you live?

NIKKI

Hotel Carlton.

The others, except for Frink, begin to rise, too. Shep pays the waiter.

BILL

I'll take her home, too.

FRANCIS

So will I!

SHEP

We'll match to see who takes her home!

BILL

Nothin' doing! We'll ALL take her home.

CARY

I saw her first.

BILL

It makes no difference. She belongs to us all now!

Nikki laughs as they all depart. Frink rises wearily to follow them out.

DISSOLVE TO:

INT. HOTEL CARLTON - LOBBY - LATER THAT NIGHT

The group enters the spacious, empty lobby, laughing loudly. Someone says,

"Wheeee!" Others say, "Ssshhh!" They cross to the front desk.

AT THE FRONT DESK

The clerk is fast asleep, his head down on the desk. Nikki is about to wake him when Bill bounds forward.

BILL

(quietly, to Nikki)
Sh! Let him sleep. What's your number?

NIKKI

(whispers)
Eighty-eight.

Bill waves the others on and they exit toward the elevators.

Once they've gone, Bill, the athlete, vaults the front desk and lands -- with a little noise -- on the other side, without waking the clerk.

He cautiously checks the clerk to make sure the sleeping man hasn't awakened, then fetches Nikki's key from its cubbyhole.

Bill leaps up on top of the desk, landing on his rear end, swinging his legs around -- nearly kicking the clerk in the process -- then silently slides off the desk to the floor.

Watching the sleeping clerk warily, Bill tiptoes away.

At the last possible moment, Bill purposefully WHACKS the signal bell with his hand, making it RING noisily. The clerk awakens with a start and grabs a nearby telephone just as Bill disappears from view.

IN THE HOTEL ELEVATOR

Amused, the group piles into the "ascenseur". Last one in is Bill who shuts the door and the metal safety gate behind him.

BILL

Here we are. Goin' up!

CARY

Who's gonna pilot this craft?

BILL

I'll take her off. Where's the throttle?

Bill looks for the controls as Cary turns playfully to the others.

CARY

Got your safety belts buckled?

SHEP & OTHERS

Mm hmm.

Bill finds the appropriate lever and grabs hold.

BILL

Here it is. Contact?

SHEP

Contact!

Bill pulls the lever and the car rockets up the shaft.

BILL

We're off!

Most everybody cheers. They watch with great interest as the floors pass by rapidly.

FRANCIS

Shut her off!

CARY

Hold her nose! She's headed for the hangar!

SHEP

(nervous)

Hey, stop it, will ya?

NIKKI

We've gone an' passed my floor.

BILL

Gone an' passed your floor? I'll fix that.

Bill brakes the car and starts it back down the shaft.

SHEP

Put her tail down!

CARY

Bail out, boys! She's gonna crash!

FRANCIS

Wheeeee!

FRINK

(nervous)

Stop it! Stop it!

NIKKI

We've gone an' passed my floor again.

BILL

Say! How do you stop this thing?

Bill brakes the car too quickly -- it slams to a halt and everyone loses their footing, nearly falling down. Part of the light fixture above them breaks loose and crashes down on Frink's head, much to everyone's amusement -- they laugh as Frink clutches his head, annoyed.

FRINK

That's right, laugh.

CARY

We should've brought our parachutes!

BILL

Get a good hold, Millie. We're off again.

Bill reaches for the controls but Shep grabs the tail of Bill's jacket and pulls him away.

SHEP

Nothing doing! Let Cary take the controls. You'll run us through the roof.

Bill brushes his hands, his pride a little hurt.

BILL

All right, all right.

CARY

All set?

SHEP

Let her go!

The car starts up the shaft again.

NIKKI

Hurray!

SHEP & FRANCIS

Hurray!

CARY

There we are.

DISSOLVE TO:

INT. HOTEL HALLWAY - FIFTH FLOOR - MINUTES LATER - LONG TRAVELING SHOT

The elevator door opens. Cary leads the way as everyone else spills out happily into the hall. Shep puts a congratulatory arm around Cary.

SHEP

Say! That's a pilot for ya.

BILL

You deserve a medal.

Bill pins Nikki's room key to Cary's vest pocket. Smiling, Cary holds it up proudly to Nikki.

BILL

All right, come on, men.

They head down the hallway in a drunken, disorganized fashion. Shep walks an imaginary tightrope, wobbling spectacularly. Cary, bringing up the rear, shuts the elevator door and escorts Nikki.

FRANCIS

I need a rest, I need a rest.

Francis drops into a handy chair and lights a cigarette but Bill immediately hauls him up:

BILL

Come on, come on.

Bill, whistling and pretending to ice skate, leads the group down the hall.

Francis tries to enter a room but Frink pulls him out of the doorway. Bill

backtracks to help Frink escort Francis. This allows Cary and Nikki to take the lead. Nikki indicates the correct doorway to Cary.

NIKKI

Right here.

CARY

Oh! Eighty-eight! Here we are!

The group cheers. Cary unlocks the door. The group enters Nikki's hotel room.

INT. NIKKI'S HOTEL SUITE - SITTING ROOM - CONTINUOUS

Laughing, the group files into the darkened room and spreads out.

SHEP

Whheeee!

Nikki switches on the lights. Bill marvels at the luxurious suite.

BILL

Well, for--! Well, I'll be a--!
Look! Nikki's got a whole apartment!

SHEP

And a gramophone!

Delighted, Shep starts to crank up the gramophone.

CARY

(unimpressed)
Yeah! And chairs and tables and
floors and ceilings and everything.

FRANCIS

So THIS is where Nikki lives!

Amused and pleased by their reaction, Nikki heads for her bedroom.

NIKKI

Yes, this is where Nikki lives.

Shep picks up a book and admires it grandly.

SHEP

And she's got a book!

The gramophone comes to life and MUSIC plays from a record. Nikki passes into the bedroom and switches on a light.

FRANCIS

Got all the comforts of home.

Frink tries to follow Nikki into the bedroom but Bill pointedly intercepts him. Disappointed, Frink looks past him into Nikki's bedroom and Bill follows his gaze to see:

PERFUME BOTTLES

on Nikki's glass-topped dressing table -- dozens of them.

BILL

Hey! Look at all the bottles!

Bill enters and inspects the table closely.

NIKKI'S BEDROOM

as the other four men respond to Bill's enthusiastic summons and enter.

BILL

Hey! Come on in and look at Nikki's bottles!

Cary joins Bill at the table as the Texan picks up one of the bottles and reads the label.

BILL

Ylang! Ylang!

CARY

Hey, don't be handlin' her things. Put 'em down.

But Bill goes right on, delighted. The others crowd around the table.

BILL

Chichi!

CARY

Leave 'em alone.

BILL

Salamambo! Chypre! Reve de Vestale! Jinko!

SHEP

Hey, you big bombardier--

BILL

Chiki chiki!

During this, Francis has casually inspected a curtained walk-in closet near the table. He pulls the curtain to reveal a rack of carefully hung dresses and a floor covered with dozens of shoes organized in impeccably straight lines.

FRANCIS

Say, I never saw so many shoes.

The others gather to peer into the closet. Frink loses interest immediately but whistles at the sight of Nikki's sheer nightgown draped across her bed. He

moves to it eagerly.

Nikki sits on the edge of the bed removing her shoes as Frink picks up her silk bedclothes and examines them with a grin. Bill pointedly takes the gown out of Frink's hand. Tight-lipped, Frink stares at him. Suddenly, Bill points to a small wind-up clock on Nikki's night table.

BILL

Look!

Bill drops the garment on the bed and moves to the night table.

BILL

She never winds her clock!
(picks up the clock)
It says eleven and I've never been
anywheres at eleven.

Nikki removes her earrings as Frink walks off and Cary takes a seat at the foot of the bed.

CARY

(dry, to Bill)
What time are you anywhere?

Bill shakes the clock and puts it to his ear, listening.

BILL

(to Cary, ignoring Nikki)
Two o'clock. It's always two o'clock
in my life. Hey, listen. Besides
never having any matches and always
spilling her drinks, she never winds
her clock! Think I'll go in the
bathroom and see if she leaves the
cap off her tooth paste.

Bill heads for the bathroom but then stops and turns back to Nikki.

BILL

Is it all right?

NIKKI

Help yourself.

Bill disappears into the bathroom, leaving Nikki and Cary sitting on the bed.

Nikki peers at Cary through her lorgnette.

NIKKI

(friendly, sympathetic)

Hello.

CARY

(grins)

Hello, yourself.

The phonograph MUSIC ends just as Bill's voice calls from the bathroom.

BILL (o.s.)

(excited)

TURTLES!

Cary turns toward the bathroom.

CARY

Turtles?

SHEP (o.s.)

Turtles?

Shep runs past and hurries into the bathroom. Cary rises from the bed to follow. Nikki is perhaps mildly surprised by the excitement.

HIGH ANGLE SHOT - TWO TURTLES

swimming in shallow water at the bottom of a bathtub. A couple of decorative lily pads lie next to the drain. The turtles' shells are inlaid with brilliants.

BATHROOM

Bill kneels by the tub as Frink, Shep, Francis and Cary join him. Bill points out his discovery to the others.

BILL

Turtles!

OTHERS

Turtles?!

SHEP

(thrilled)

It IS turtles!

Francis picks up a turtle and shows it to Cary.

FRANCIS

Hey! Look, Cary! It's turtles!

Cary examines the turtle for a moment, placing a finger on it.

CARY

(with a nod)

Nice work, boys. It's turtles.

Cary and Francis inspect the turtle.

BATHROOM DOORWAY

Nikki enters and addresses the men.

NIKKI

And now do you suppose you could all excuse me?

Cary joins her.

NIKKI

On account of I'd like to go to bed.

CARY

Sure we'll excuse you. I'll clear everybody out of here.

(to the others)

Come on, you fellas. Nikki wants to go to bed.

AT THE BATHTUB

The other men, still lined up at the tub enjoying the turtles, are disappointed.

BILL

Go to bed?

SHEP

Awww! Bed?

They rise reluctantly. Bill shakes water off his hand.

BILL

Yup, all right.

They file out of the bathroom.

SHEP

(waves to the turtles)
So long, turtles.

BILL

Good night, turtles.

FRANCIS

Night, turtles.

Frink follows the others humorlessly, without a word to the turtles.

TRACKING SHOT - THROUGH THE SUITE

The entire group exits the bathroom, passes through the bedroom and heads into the sitting room.

BILL

Poor Nikki. Do you wanna go to sleep?

NIKKI

(nods)
Mm hm.

SHEP

Sleep? You should NEVER go to sleep!

BILL

(with a wave, to Nikki)
Well, good night.

As Bill enters the sitting room, he looks around and hurries away toward something he sees off screen. Shep and Francis follow.

SHEP

(with a wave)
Nighty-night, Nikki.

Francis says nothing.

FRINK

Good night, Nikki.

Frink is the last out the bedroom door, though Cary stays behind to linger a moment with Nikki.

SITTING ROOM

Bill takes a pillow from the sofa and tosses it across the room. He proceeds to leap feet first onto the sofa, fall on his back with his feet in the air, then stretch his legs out across the sofa, lying down to go to sleep.

BILL

(satisfied)

Ah!

Shep, watching this, scratches his head, confused, then moves to join him.

Frink watches Francis drag some sort of heavy fringed rug to the floor near the sofa, apparently preparing to lie down on it.

AT THE BEDROOM DOOR

Nikki and Cary stand close, exchanging warm goodnights.

NIKKI

(dead serious)

Good night, Cary.

CARY

(playful)

Good night, Nikki.

Cary, perhaps pleased with Nikki's attention to him, watches her withdraw into the bedroom and shut the door. He turns from the door to see:

LOW ANGLE SHOT - SITTING ROOM

Four men, happily situated, settling in for a night's sleep: Bill and Shep on the sofa, Frink on a chair, their three pairs of feet propped up on a table.

Francis, his head on a pillow, lies on the floor, stretching his legs and yawning as only a narcoleptic can.

BILL

Say! I like this place.

FRANCIS

Say, I like this place, too.

SHEP

I think it's swell.

CARY

peers at them skeptically, hands on his hips.

FRINK (o.s.)

It suits me.

CARY

You fellas think you're gonna PARK here?

BILL (o.s.)

Sure!

FRANCIS (o.s.)

Sure.

Cary hears the bedroom door open behind him and turns to see:

NIKKI

opening the door, wearing a robe, carrying a bottle of eau de Cologne and some towels.

NIKKI

(innocently)

Will somebody please scrub my back?

LOW ANGLE SHOT - SITTING ROOM

Excited again, Bill jumps to his feet, upsetting the others in the process.

BILL

Will somebody scrub your back?! Look out, boys!

The men struggle to their feet and follow him to:

NIKKI

holds the bottle in her hand. The men's hands reach for it but Bill is quicker than the others and commandeers it with authority.

BILL

I got it, I got it, I got it.

From over Nikki's nearly bare back, we watch Bill whistling jauntily as he shakes eau de Cologne onto a towel.

CARY

now seated, watches this coolly as he takes out a cigarette and lights it.

BILL AND NIKKI

Bill examines Nikki's back with delight.

BILL

(impressed)

Mmmmmmm mm!

His eyes pop. For Nikki, though, this is an asexual activity.

NIKKI

Scrub hard.

Bill places her head on his left shoulder and prepares to scrub with his right.

BILL

Did anyone ever see such a back in their life?

He scrubs a little.

BILL

Did anyone ever HEAR of such a thing?

More scrubbing -- his tongue sticks out of his mouth as he studies his work.

SHEP, FRINK AND FRANCIS

watch all this with envy and interest.

BILL (o.s.)

Just look at that back. Just look at that thing, won't you?

BILL AND NIKKI

Bill keeps scrubbing, adopting the air of a professional back scrubber.

NIKKI

Harder.

He lifts her hair to inspect her neck.

BILL

My, my!

He scrubs her neck.

BILL

I could go on doin' this a long time.

More scrubbing and then an amusing pantomime: To Nikki's bewilderment, Bill pulls back the hair over her ear, looks down into her ear, cleans it out with his little finger, flicks wax off his finger daintily, buffs the ear with the towel, and finally blows sharply into the ear, causing her to wince. She places her head on his shoulder again. More scrubbing.

TRACKING SHOT - SITTING ROOM

We start on Cary, who sits rocking in a tilted chair and smoking, watching Bill and Nikki with amusement. After a pause:

CARY

Nikki? Are you rich?

NIKKI

Well, practically. Beulah is rich.

CARY

Well, just how rich IS your mother?

NIKKI

Leave a lady a few secrets, can't you?

By now, we've pulled back far enough to take in the whole group. Bill finishes his scrubbing and Nikki adjusts her robe.

NIKKI

Thank you, William. That was EVER so cool and nice.

(takes bottle and towels from him)

Good night.

BILL

Good night.

NIKKI

(to the others)

Good night.

THE MEN

Good night, Nikki.

They watch her move off. We hear the bedroom door close.
Bill realizes
something, snaps his fingers, claps his hands and starts
off.

BILL

Come on, fellas!

He rushes off. Shep, Francis and Frink rise and follow. Cary
merely collects
his hat and cane and heads for the front door.

SITTING ROOM - ANOTHER VIEW

Bill and Shep carry the sofa over and place it directly in
front of Nikki's
closed bedroom door. Francis brings his rug and pillow.

CARY

watches them, amused, from the front door.

CARY

You're gonna stay here, huh?

SITTING ROOM - ANOTHER VIEW

The men settle in for the night.

BILL

(to Cary)

That's right! She might need some
more help!

Bill waves good night and collapses on the sofa. Frink,
glancing at Cary,
brings his chair and sits in it. Francis lies on the floor.
Shep fluffs
pillows on the sofa, etc.

CARY

turns, shuts off the lights, opens the front door and exits
the darkened room,
closing the door behind him.

FADE OUT

FADE IN

INT. CARLTON BAR - NEXT MORNING

The drinking hole in Nikki's hotel. A French woman noisily
arranges dirty
drinking glasses as Bill, Francis and Shep enter -- horribly
hungover, moaning

and yawning -- and line up at the bar. A bartender greets them to take their order.

BARTENDER

Messieurs.

SHEP

Morning.

FRANCIS

Morning.

BILL

Um, prairie oyster.

SHEP

Prairie oyster.

Shep has to nudge Francis with an elbow.

FRANCIS

Prairie oyster.

BARTENDER

Prairie oyster for three.

Bartender moves off. Shep puts on his dark eyeglasses.

CARLTON BAR - ANOTHER VIEW

We start on a CLOSE SHOT of three drinking glasses as the bartender breaks a

raw egg into one. Beside them are the other ingredients of a potent hangover

remedy. We PAN OVER to the three men:

SHEP

Say, we'd better get back to our hotel.

FRANCIS

There's no Nikki at our hotel.

BILL

That's right.

SHEP

And the bar doesn't open so early.

BILL

Say! Why don't we move in here?

FRANCIS

Sure. Let's stay here.

BILL

But - what about Cary?

FRANCIS

(to Shep)

What about Cary?

SHEP

(to Francis)

What ABOUT Cary?

Francis shakes his head, he has no idea.

BILL

We can move him in, too.

Francis nods in agreement. Shep thinks it over as the drinks arrive.

SHEP

Not a bad idea!

Shep pays off the bartender who departs with a mumbled "thank you." The three men each down their nasty hangover cures in a single swallow and move off one at a time -- first Shep who exhales deeply, then Francis who takes it in stride. Finally, Bill exhales happily and claps his hands as he follows the others out, their hangovers apparently remedied.

BILL

(cheerfully)

Well, come on, men. Let's go.

FADE OUT

FADE IN

INT. NIKKI'S SUITE - LATER THAT DAY

Phonograph music plays as an Asian maid, the hotel's specialist in Chinois Pedicure, paints Nikki's toenails. We PAN UP to discover Nikki wearing a robe, sitting in a chair next to the phonograph, smoking a cigarette and checking on the progress of her paint job. A snappy knock at the door.

NIKKI

(wearily)

Entrez!

THE FRONT DOOR

opens and Bill, looking dapper, enters.

BILL

Hi, Nik!

Then, Shep enters, wearing his dark eyeglasses and carrying a bouquet of flowers.

SHEP

Hello, Nikki!

Next, Francis enters, sleepily.

FRANCIS

(in mid-yawn)

Hello.

Finally, Cary, who closes the door behind him.

CARY

Good morning, Nikki.

The men are all: wearing suits and ties, pleased to see her, and stone sober.

Francis finds his way to the sofa, which has been returned to its proper spot in the room. He lies down and shuts his eyes.

NIKKI (o.s.)

Hello, Bill. Hello, Shep. Hello, Cary. Hello, Francis.

FRANCIS

(from the sofa)

Morning, Nikki.

NIKKI

I didn't expect to see you all so early.

Shep puts the flowers in a vase.

BILL

We camped on your doorsteps last night. And this morning we all moved in.

Cary leans over her affectionately.

CARY

Despite your practically innumerable faults, we adore you. We've decided to adopt you.

Bill and Shep kneel next to Nikki. Bill notices the toenail painting.

BILL

Well, for heaven's sakes! Look at Nikki! What are you having done to yourself, gal?

SHEP

Whatcha having your toes painted for, Nikki?

Cary stands behind Nikki as she looks down at her toes.

NIKKI

I don't know.
(looks at Bill and Shep)
Seemed like a good idea at the time.

Cary smiles. Nikki, Bill and Shep share a laugh. The Asian woman goes right on painting as Bill and Shep study Nikki's legs. During this, Nikki hands her cigarette to Cary who moves to put it in an ashtray by the window.

BILL

Why, look at Nikki's legs, would you? That there is practically the loveliest pair of legs I ever saw in all my born days.

NIKKI

Like my legs?

Cary stares out the window at a rainy day.

SHEP

Look at those legs, Cary. My, they nearly match.

Cary turns from the window.

SHEP

Did you ever see such a swell set of legs?

CARY

Well, what do you want me to do about it? Burst into tears?

SHEP

Would it embarrass you, Nikki, if Cary were to burst into tears?

NIKKI

(looks at her legs)
On account of my legs? Oh!
(turns to Cary,
heartfelt)
I think that would be sweet.

Cary manages a slight grin. As he does, there's a knock at the door. Everyone hollers, "Entrez!" Shep runs to the door and opens it.

SHEP

Oh, boy! Here come the drinks!

The others cheer happily. Two hotel employees enter carrying trays loaded with already poured drinks. Shep hands a glass to Nikki.

SHEP

Here, Nikki, drink this.

CARY

Make you laugh and play.

NIKKI

That's what I want to do, laugh and play.

Shep hands Bill a glass.

Francis sits groggily on the sofa, a drink in each hand. He polishes off one and then the other. He leans over and sets one empty glass on the floor but holds on to the other as he puts his head to the nearby pillow and dozes off.

Cary, Bill and Shep crowd around Nikki who is still seated - all have drinks.

The tray-carrying hotel employees have apparently exited. Bill proposes a

toast.

BILL

Here's to Nikki's dainty legs. As
smooth and hairless as an egg.

SHEP

Wheee!

CARY

Hurray!

NIKKI

'Ray!

They drink. Another knock at the door. They all yell,
"Entrez!" The door opens
to reveal Frink -- whose face falls when he sees the other
men with Nikki. The
others are not happy to see him, either.

CARY

Well! Here comes that licentious
old man. Who invited him?

Cary hands his glass to Bill and moves to meet Frink as he
enters.

FRINK

(sneering)
Still drinking?

CARY

(shakes his head
mockingly)
How can you tell?

Cary watches Frink approach Nikki.

FRINK

Morning, Nikki.

After a pause, Nikki looks up at him uncertainly as if she
doesn't recognize
him. Then she peers at him through her lorgnette.

NIKKI

Oh, it's you.
(after a pause,
reluctantly polite)
Won't you sit down?

FRINK

Thank you.

Frink moves off to find a chair. Shep sets down his drink and follows him.

Frink starts to move a chair but Shep stops him.

SHEP

Say, I don't think Nikki likes you.

FRINK

Oh, no?

SHEP

No. What do you wanna hang around for?

FRINK

Well, what do YOU hang around for?

SHEP

Me? Why, I came to bring Nikki some posies. I'll bet you didn't bring Nikki any posies.

FRINK

I-- Well--

During the above dialogue, Bill nudges Cary mischievously and they glance down

at the tray in front of them. They exchange knowing nods, pick up some drinks,

bring them over, and offer one to Frink.

BILL

Have a drink?

FRINK

No, thanks.

SHEP

Cure the shakes.

FRINK

I haven't got the shakes.

CARY

Let's see. Hold out your hands.

Bill and Shep watch with interest as Frink holds out his hands, palms up.

CARY

No, turn them over.

Frink turns them over, palms down. Cary looks at Frink's steady hands, impressed.

CARY

Say, that's pretty good.

Cary looks down at the drink in his own hand.

CARY

Let's see if you can hold this.

Cary sets the glass on top of Frink's downturned hand. Frink balances the full glass with ease.

CARY

Say, that's great.

Cary places a second full glass on Frink's other hand. Frink balances both glasses with ease. Cary expresses keen admiration.

CARY

Steady as a rock!

Frink looks at the others, a little smugly. Cary slowly backs away and walks off, as do the others. Frink's face falls as he realizes he has been left standing in the middle of the room with two drinks balanced on top of his hands and no way to safely remove them.

Cary, Shep and Bill return to Nikki and crowd around her.

CARY

Well, I guess that'll keep his hands out of mischief for a while.

Frink, abandoned, reluctantly pleads with the others.

FRINK

Hey. Take these off.

But the others simply ignore him.

CARY

Now, let's see. Where were we before

we were so rudely interrupted?

BILL

We were talkin' about Nikki's legs.

CARY

That's right. We were talkin' about Nikki's legs. And havin' a fine time, too.

The Asian maid who has been working on Nikki's feet abruptly rises.

WOMAN

Finis.

The men cheer, "Yay!" and Nikki smiles at the woman as she exits with her tools. The men crowd closer to peer down at Nikki's legs.

SHEP

Let's inspect the job.

But Nikki quickly covers her toes with a hand.

NIKKI

Oh, my poor toes. Don't look too close.

Nikki wraps her robe around her legs and stuffs them under body. Since she's no longer using her footstool, Cary commandeers it and sits on it.

CARY

Well, what's the matter with your toes?

Nikki grows extremely somber and begins to tell a story -- very slowly. Her eyes stare into space and her voice conveys terrible sadness.

NIKKI

Well... when I was a little girl...

A worried look crosses Cary's face.

NIKKI

... my mother bought me a new pair of shoes. ... And they were WAY too short. ...

Shep and Bill listen soberly.

NIKKI

... And I had to walk all the way to
Sunday school and back. ... Down the
road. ... And it was hot and dusty.

BILL

(hand to his face)
Oh, take her away! She's breakin'
my heart!
(sobs)

NIKKI

And when I got home ... my toes
were spoiled.

CARY

(on the verge of tears)
Oh, dear, oh, dear.

SHEP

That's such a sad story. Let's all
have a drink, quick!

Their eyes pop. The men jump up eagerly and run off. Nikki,
thoroughly
nonplussed by this, takes a sip of her drink. Shep, Cary and
Bill crowd around
a tray and start imbibing.

Meanwhile, Frink looks around unsuccessfully for a way to
lose the two glasses
that are still balanced on his hands.

For the first time in this scene, Nikki is on her feet. She
walks over to the
drink tray and puts a friendly hand on the shoulders of Shep
and Cary.

NIKKI

And now would you all excuse me?
On account of I'm gonna put on a
dress.

CARY

Well, why not?

Nikki walks off, exiting into her bedroom. The men continue
to stand around

the tray, drinking. In the background, Francis sleeps on the sofa.

Over by the fireplace, a frustrated Frink, still balancing the two drinks, casts a dirty look at the others. He angrily hurls the glasses into the fireplace, smashing them loudly. Francis, startled awake by the noise, jumps off the sofa. The others stare at him.

SHEP

My, my. What's HE getting so excited about?

Frink, furious, rubs his hands with a handkerchief and stuffs it in his pocket.

FRINK

You guys think you're so darn smart.

Shep, Bill and Cary laugh at this. Cary consults his pocket watch.

CARY

Well, cheerio, fellas. I'm off.

Bill waves goodbye. Cary eats a last olive, tosses the toothpick and heads for the front door.

CARY

See ya later.

Cary exits as Nikki's voice drifts in from:

THE OPEN BEDROOM DOORWAY

NIKKI (o.s.)

What are the plans for the day?

Shep, drink in hand, enters and leans on the wall outside the door.

SHEP

Well, on account of it's raining and everything, we thought we'd go over to the Cluny and play billiards and drink beer.

NIKKI (o.s.)

How about Cary?

SHEP

Went to get his hat and coat. He's going to Père Lachaise.

NIKKI (o.s.)

Père Lachaise? What's Père Lachaise?

SHEP

A cemetery. How 'bout you coming with us?

NIKKI (o.s.)

No. I'm going with Cary.

SHEP

(concerned)

You've been invited?

Nikki appears in the doorway, dressed to go out.

NIKKI

Do you think Cary might object?

SHEP

Well, I have an idea he'd like to be alone.

NIKKI

Why alone?

SHEP

Well, Cary likes to be alone. He's as brittle as a breadstick. One silly crack from you and he might break up in sections.

NIKKI

(thinks about this)

Well, then, I don't think he should be left alone.

(beat)

Tell me, what's Cary doing in Paris?

SHEP

What are we all doing in Paris?

NIKKI

I know. But why doesn't he go home?

SHEP

Well, he's not ready to go home.
What could he do if he went home?
Have people cry over his hands?

NIKKI

Well, it seems - a pity to go on
like this. He's such a sweet soul.

SHEP

One of the best.

NIKKI

Isn't he just sort of wasting
himself?

SHEP

On the contrary. He's trying awfully
hard to get hold of himself.

Lost in thought, Nikki moves off and a worried Shep follows
her to:

THE FRONT DOOR

Shep stops Nikki from leaving. She's a little downcast as he
admonishes her:

SHEP

Now, listen. If you tag along, for
heaven's sake, be careful what you
say. Don't start getting sorry for
him and don't cry over him.

(with a chuckle)

And, above all, don't make any
unfortunate remarks, hear?

NIKKI

(earnest)

Oh, I won't. Why, who ever heard of
such a thing?

Nikki opens the front door and exits into:

THE HALLWAY

where Cary -- carrying coat, hat and cane -- emerges from a
suite across the
hall from Nikki's and heads for the elevator. He stops when
he hears Nikki
calling to him. She runs to join him.

NIKKI

Cary?! Cary? I'm coming with you.

Without waiting for a reply, she starts for the elevator,
then stops to look
down at her shoes.

NIKKI

Oooh!
(to Cary)
Ooh, wait for Nikki!

She leaves him and runs back to:

THE FRONT DOOR

of her suite where Shep still stands. He watches with
surprise as Nikki runs
in.

NIKKI

(calls back to Cary)
Wait for Nikki!

Puzzled, Shep follows Nikki who rushes to:

HER BEDROOM CLOSET

Nikki draws the curtain to reveal her enormous collection of
dresses and
shoes. Shep, drink in hand, wanders in slowly and leans
against the doorjamb
as he watches Nikki pull off one pair of shoes and put on a
seemingly
identical pair of red ones.

SHEP

What are you changing your shoes
for?

NIKKI

On account of I can walk faster in
red shoes.

Shep watches her hop and scurry off.

FADE OUT

FADE IN

EXT. AVENUE CASIMIR-PERIER - LATER THAT DAY

Passerbys carry umbrellas on this rainy day. A taxi cab
pulls up to a sidewalk
café -- LA REGENCE, according to the awning that covers the
little iron
tables. Cary emerges from the cab and pays off the driver as
Nikki hurries

under the awning. Cary joins her and, after a word to the driver ("Restez ici."), looks at the rain.

CARY

(to Nikki)

Perhaps we'd better stay here a while till it clears up.

NIKKI

Could we sit down here, do you suppose?

CARY

I think so. Would you like something to drink?

They move toward the café. As Cary hangs up his hat, a waiter arrives.

NIKKI

What should I drink now, do you suppose?

Cary orders the drinks as Nikki moves to sit at a table.

CARY

(to the waiter)

Deux picon citrons.

The waiter acknowledges this and heads inside, calling out the order to his bartender. Cary joins Nikki at the table and sits down. She removes her gloves and fixes her face while he takes out a cigarette and lights it under the following:

NIKKI

Picon citrons?

CARY

Very refreshing. Make you laugh and play.

NIKKI

(amused)

That's what you always promise.

(suddenly serious)

Cary, why does Shep Lambert go on drinking so desperately?

CARY

Don't we all?

NIKKI

Not like Shep.

CARY

Well, Shep has that tic under his eye, you know. Takes a lot of drinks to keep that quiet.

NIKKI

But isn't there some kind of treatment or something?

CARY

Shep could never stand a long course of treatment. Drinking's the only corrective so far as he's concerned. He's found out the tic doesn't work when he's tight. So he stays tight.

The waiter arrives with the drinks. As he spritzes seltzer water into their glasses, Cary leans over to light a cigarette for Nikki. The waiter leaves and they drink.

NIKKI

Seems such a pity. How did he get the tic?

CARY

In the war.

NIKKI

I know. But how?

CARY

Well, it's not very romantic.

NIKKI

Well, don't tell me if you don't want to.

CARY

Well, you see, a tic is a nervous habit.

NIKKI

Yes?

CARY

Lice under his bandages.

NIKKI

Oh.

CARY

He had the devil of a time. He nearly lost his mind. So you'll have to excuse him a little.

NIKKI

I'm so sorry for Shep.

CARY

Well, don't let him know it.

NIKKI

Well, isn't he going home? Not ever?

CARY

Not ever. Not in his dark glasses anyway.

NIKKI

Can't something be done for him?

CARY

He'll have to be - reborn.

NIKKI

How's he going to end?

CARY

Well, how are you going to end? How am I going to end? How is ANYONE going to end? How's your picon citron go?

NIKKI

It goes fine. But doesn't ANYTHING make any difference to you?

CARY

Not now. A long time ago, perhaps, when I was a little boy.

NIKKI

Tell me, where were you little?

CARY

In Minnesota. On a farm.

NIKKI

Were you happy then, Cary?

CARY

I think so.

NIKKI

Tell me, what WAS there to be happy about on a farm in Minnesota?

CARY

(lost in thought)

Ohhh, thorn-apple trees in blossom. The smell of burning leaves in the fall. The sound of horses' hoofs on the road.

(looks at Nikki)

Did you ever dig up an Indian mound or uncover a nest of baby field mice? Or explore old trunks in an attic? Listen to the moaning of the telephone wires in the winter wind? See a gypsy caravan?

NIKKI

(enthralled)

So THAT'S why you were happy. On account of apple blossoms and field mice and telephone wires and gypsy caravans and old trunks and things?

CARY

That's right.

Nikki exhales, drinks, looks at Cary and shakes her head.

NIKKI

But aren't you going back? Not ever?

CARY

Would you like another picon citron before you go? The rain is lifting.

Nikki finishes the last of her drink.

NIKKI

No. I'm ready now.

Cary leaves some money, Nikki gathers her things. They rise and walk off.

DISSOLVE TO:

EXT. CEMETERY - LATE THAT AFTERNOON

Cary and Nikki stroll into view, arm in arm, and look around. The rain has stopped. They are the only living people in the ancient cemetery.

NIKKI

Who all is buried here?

CARY

Oh, poets, painters, philosophers--

NIKKI

Cocoanut?

CARY

No cocoanut. Poets, painters, philosophers, musicians.

They've paused. Cary looks around, points with his cane.

CARY

There's Chopin.

NIKKI

Oh, I practiced him.

He gives her a look and they move on.

CARY

And there's Balzac. And there's Héloïse and Abélard.

NIKKI

Oh, tell me about Abélise and Éloard.

CARY

No, Nikki. Not Abélise and Éloard. Héloïse and Abélard.

NIKKI

I'm sorry. I really didn't do it on purpose. It was on account of the picon citron. Tell me about Héloïse and Abélard.

CARY

Well, they're buried here in the same sepulchre side by side.

NIKKI

Why are they buried side by side?

They stop.

CARY

They were the world's most famous lovers.

(looks off, points
with his cane)

There's the tomb.

They approach the large tomb which is fenced off by a low iron gate. Cary

removes his hat, Nikki peers at the double sepulchre through her lorgnette.

NIKKI

Tell me about the world's most famous lovers.

CARY

Well, Abélard was a scholastic philosopher--

NIKKI

Whatever that is.

CARY

Whatever that is. He gained a footing in a certain household as tutor to a maiden called Héloïse. And employed his unlimited opportunities for the purpose of-- Well, betrayal. Not, however, unmixed with real love. He carried her off to Brittany.

NIKKI

Tell me more.

CARY

Well, her uncle was furious. He blamed Abélard for the whole thing. He conceived a terrible revenge.

NIKKI

(uneasy)

I'm afraid for Abélard.

CARY

He broke into Abélard's apartment
one night and perpetrated upon him
the most brutal punishment.

NIKKI

Oh, dear.

CARY

The lovers were forced to live
their lives apart. But when they
died, they were buried here side by
side.

(peers down at
the ground)

There's a story that little heart-
shaped stones are supposed to grow
around the tomb.

NIKKI

Heart-shaped stones?

CARY

And lovers come and find them and
exchange them with each other.

(looks at Nikki)

And, so long as you keep the stone
from the tomb of Héloïse and Abélard,
no harm can come to your true love.

NIKKI

How perfectly beautiful.

CARY

Isn't that a quaint legend?

They crouch at the iron bars of the gate surrounding the
tomb and take off
their gloves under the following:

NIKKI

Do you think I might find a heart-
shaped stone? You help me, Cary.

CARY

All right, Nikki. Only we have to
leave soon.

(looks off)

They close up the place.

NIKKI

Just as soon as we find our stones.

They reach through the gate to poke at the rocks and gravel surrounding the tomb. After a moment, Nikki rises and walks off excitedly with a stone in her hand.

NIKKI

I found one! Where's yours?

Cary, too, finds a stone and rises to join her.

NIKKI AND CARY'S HANDS

as the couple sits near the tomb. They show each other the stones in their upturned hands. Nikki takes the heart-shaped stone from her palm and places it in Cary's stiff, weathered hand. Then she transfers his stone to her hand.

NIKKI

And, now, you take mine. And I'll take yours.

They close their hands over the stones as we PULL BACK to a WIDER VIEW of Nikki and Cary smiling at one another.

NIKKI

Isn't that the way the story goes?

CARY

That's right, Nikki.

NIKKI

And, now, no harm can come to our true love.

CARY

(amused)

And, now, we'll have to go.

He starts to rise but she puts a hand on his arm.

NIKKI

You were so nice to let me come with you. I spoiled your whole day. You were going to do something else, weren't you?

CARY

(looks away)

Doesn't matter.

NIKKI

Well, what was it, Cary? Why did you come here today?

CARY

(not looking at her)
To pay my respects to an old comrade.

NIKKI

Oh. And you wanted to be alone. I'm sorry. Oh, I'm so sorry.
(begins to weep softly)
Don't pay any attention to me, Cary.
I can't help it. You MAKE me cry.

He stares at her, astonished, as she rambles on.

NIKKI

Oh, don't look so troubled, Cary.
I'm all right. I just want to cry for a minute.
(puts a hand on his shoulder)
On account of you're so nice. You're so clean, Cary. And your teeth are so white. You're so civilized. You don't care about anything any more, nor anybody. Nothing makes any difference to you. Nothing can touch you.
(realizes)
Why, you're lost. You're ALL lost. You and Shep and the rest of you.
(takes his hand)
Oh, I want to do something for you. I want to help you.
(looks at his wrist)
Let me wash your bracelet, Cary.
(points)
Why, see? The silver's all tarnished. The silver's all tarnished.
(removes his bracelet)
I'll take it with me and scrub it when I get home. I'll polish it with my nail-brush.

Nikki turns to put the bracelet in her purse. Thoroughly unnerved by this emotional outburst, Cary looks around.

CARY

It's getting dark.

Cary rises, deeply uncomfortable. Nikki tries to make amends.

NIKKI

Well ...

(rises, cheerily)

Anyway, we found a name for my turtles!

Cary turns and looks at her, amazed.

CARY

Héloïse and Abélard? A name for your turtles? So that's what you were looking for. I might have known how it would end.

He looks down at the heart-shaped stone held awkwardly in his stiff hand. His thumb brushes the stone and it falls to the ground.

DISSOLVE TO:

INT. NIKKI'S BEDROOM - THAT NIGHT

Nikki sits, soberly polishing Cary's bracelet with her nail brush. Shep enters, drink in hand.

SHEP

Hi, Nik.

She looks at Shep forlornly.

NIKKI

(sadly)

Hello.

Shep walks over and confronts her.

SHEP

Cary's in a state. Says he's going away. Can't stand it any longer and all that sort of thing.

(sits on the bed)

What happened between you two, anyway?

NIKKI

Cary seemed so sad and everything --

on account of I'd taken up his whole
afternoon.

(sighs)

So little Nikki said, all merry and
bright, "Well, anyway, we'd found a
name for my turtles."

SHEP

A name for the turtles?

Shep cracks up with laughter and falls backward on the bed,
his head dangling
over the edge.

SHEP

That's funny!

Shep keeps laughing, twists around on the bed and sits up
again.

SHEP

Name for the turtles! That's so
funny, all right!

Shep holds a hand to his head and catches his breath as
Nikki joins him on the
bed.

SHEP

Why do you always HAVE to be funny
at the wrong time? Didn't I tell you
Cary was brittle? How did he respond
to THAT line?

NIKKI

(morosely)

Pulled down the iron curtain.

Shep cracks up again. Worried, Nikki tugs at his sleeve.

NIKKI

Did he say he was going away?

SHEP

(through his laughter)

Yup. Gotta get away from it all.

NIKKI

Then, you've got to go to him right
now!

Nikki rises and urgently pulls Shep, helpless with laughter, to his feet.

NIKKI

And explain that I didn't mean it! Tell him how it was and everything!

SHEP

Listen--

NIKKI

No, go on. You go right now before it's too late!

She pushes him toward the door.

SHEP

But Nikki--!

NIKKI

You go right straight to Cary.

They exit.

DISSOLVE TO:

INT. CARY'S ROOM - LATER

Cary removes clothes from a rack as a now serious Shep, drink in hand, stands nearby trying to reason with him.

SHEP

Now, listen, Cary, you don't have to behave like an old Easter egg. You're breaking Nikki's heart. She doesn't know any better.

CARY

She doesn't know any better? Well, whether she does or not, I'm going a long ways away from Nikki. Nikki and her turtles.

SHEP

Whew! You sure are in an uproar. What YOU need is a drink!

Cary packs a weathered suitcase.

CARY

I need more than a drink. I need a

lot of geography between me and that girl.

SHEP

Where do you want to go?

CARY

Anywheres. So long as it's a long way from Nikki.

(pauses, looks at Shep)

You know -- that girl does things to me.

(back to packing)

I've got to get away.

SHEP

Well, I wonder what's happening in Portugal tonight.

Cary stops packing and gives Shep a look.

CARY

Say ...

(thinks it over)

I wonder what IS happening in Portugal tonight.

Shep stares at Cary, astonished, and moves off. Cary sets his packed suitcase upright.

DISSOLVE TO:

INT. NIKKI'S SUITE - LATE THAT NIGHT

Bill and Shep set a large steamer trunk upright.

BILL AND SHEP

Heave ho!

Bill opens the trunk.

BILL

Ah! There you go.

Nikki appears, carrying a suitcase.

NIKKI

If Cary's going to Portugal, why can't we go to Portugal, too? Ain't we got any rights?

BILL

Sure we got rights!

Getting organized for their own impromptu Portuguese expedition, Bill, Francis and Shep fill the trunk with Nikki's things as Frink leans on it, smoking a cigarette and eyeing Nikki coolly.

SHEP

Cary better not think he can screw up in Portugal and leave old Shep behind.

FRINK

Say, when's he leaving?

SHEP

Ten-thirty in the morning. Sud Express.

NIKKI

Don't we have to have passports and things?

SHEP

Sure we gotta have passports!

Bill joins Nikki.

BILL

What kind passports you like?

NIKKI

What kind passports you got?

BILL

We have ebony, cocoanut, thornberry passports.

NIKKI

(grandly)
I'll take vanilla.

She brushes past him and crosses to a table where she is joined by Frink.

FRINK

Good night, Nikki. I'll see you on the train.

NIKKI

You're goin', too?

FRINK

Why not?
(with a sly smile)
I might, uh, pick up a couple of
features for my paper - in
Portugal.

Frink walks out the door. Nikki sighs a little and then
busies herself with
carrying items the trunk. Shep arrives with a selection of
dresses as the
group crowds together. Chaotic overlapping dialogue:

SHEP

Nikki, do you want --?

NIKKI

Did you put all my shoes in?

BILL

You bet. There they are--

SHEP

I don't know how you're going to get
all these dresses in, Nikki.

From the trunk, we

DISSOLVE TO:

INT. NIKKI'S SUITE - NEXT MORNING

A mountain of trunks and other luggage piled on the floor.
Nikki sits down
near Shep who finishes packing a suitcase on the floor.

NIKKI

Don't we have to go like anything?
The train leaves in twenty minutes.

Francis leans casually on the towering pile of luggage. Bill
stands next to
him, smoking a cigarette and calling ironically to Nikki:

BILL

Are you SURE you have everything?

NIKKI

(misses the irony)
I - I think so.

Francis clicks his tongue as he regards the pile.

FRANCIS

(dryly)
Hardly seems enough.

Suddenly, Nikki gasps and rises.

NIKKI

Oh, my turtles! My turtles!

THE TURTLES

are plucked from the tub and placed in ...

... A BASKET

by Nikki's little Asian maid. The fancy beribboned wicker basket has an oversized handle which makes it a rather improbable turtle carrier. Bill secures a wire mesh covering over the basket and carries it out of the bathroom, handing it grandly to Francis.

BILL

Here you are, Francis! You're the custodian of the turtles! Now don't fall down on the job.

Bill walks off. Francis calls after him, worried:

FRANCIS

Hey! I never tended turtles before.

Nikki arrives with a bottle of water and soaks her hand.

NIKKI

Now, all you have to do -

She gives Francis the bottle and sprinkles the turtles with water from her wet hand.

NIKKI

- is to sprinkle 'em now and then, like this.

FRANCIS

Oh, yeah. I see.

Some of the water ends up in Francis' eye which he wipes with the basket's ribbon. Nikki walks off and Francis practices soaking his hand and sprinkling

the turtles.

IN THE BEDROOM

Five bellhops march in and, under the direction of Nikki and the men, proceed to carry off the luggage, chattering in French.

NIKKI

Well, we're off.
(to a bellhop,
about the trunk)
Be careful of that one.

Burdened with luggage, the bellhops file out through the suite. Bill, suitcase in hand, follows them out, beckoning to Francis behind him.

BILL

Uh, come on, Francis! Take those turtles!

Francis hurries along carrying the basket, followed by Shep and Nikki.

FADE OUT

FADE IN

EXT. TRAIN STATION - LATER THAT MORNING

A whistle BLOWS. Their luggage already aboard, Francis, Nikki, Shep and Bill walk down the platform, parallel to the train. Bill claps his hands exuberantly.

BILL

There she is, boys! The Sud Express!

SHEP

Can you imagine Cary tryin' to run away and leave us behind?

Bill laughs. Nikki peers at the train through her lorgnette.

NIKKI

Do you suppose he's really gonna be here?

BILL

Sure he'll be here. He's never missed a train in his life.

FRANCIS

Say, do you suppose the turtles'll
be all right with that porter?

Bill gives Francis a supportive pat on the back.

BILL

Aw, sure they'll be all right. All
you got to do is -
(gestures with his hand)
- sprinkle 'em!

Francis nods soberly. Bill laughs. Nikki points, excited.

NIKKI

There he is!

FARTHER DOWN THE PLATFORM

Cary buys a paper from a newsboy and steps onto his train.

BILL (o.s.)

Say, Cary!

On the train steps, Cary stops and turns as his friends
arrive and gather
around him, grinning.

NIKKI

Hello, Cary.

CARY

(surprised)
Well, hello. What are you all doing
down here?

BILL

We just came down to see you off is
all.

CARY

Well, that's darn decent of you.

FRANCIS

Ya got a nice seat?

CARY

Yeah, right by a window.

NIKKI

Oh, how nice for you!

BILL

(with childlike desire)
Come on! Show us your seat by the window!

SHEP

(cheerful, insistent)
Yeah, come on, Cary! We wanna SEE that seat by the window.

Climbing the steps, Bill and Shep crowd a confused Cary and force him into the train. Following the others, Francis helps Nikki up the steps.

FRANCIS

Come on, Nikki.

They all board the train and head for:

INT. CARY'S COMPARTMENT - A MOMENT LATER

The group crowds into the small compartment.

BILL

My, my, what a swell train.

SHEP

Sud Express, Train de Luxe. Say, I wonder if a chap can get a drink on this train.

BILL

Sure! I don't see why not. Push the button.

Bill pushes a button for the porter.

CARY

(flustered)
Well, I'm afraid you won't have time for a drink. We're gonna start in a minute. You'll have to get off.

Everyone but Cary grabs a seat. Astonished, Cary stares at each as they speak:

BILL

Get off?! Gosh, no. We LIKE this train!

FRANCIS

This is a Train de Luxe.

SHEP

Yes, we like trains de luxe, don't we,
Nikki?

NIKKI

Sure! Trains de luxe is what we like.

The whistle BLOWS. Cary panics.

CARY

Hey! He's blowing the whistle.
(grabs Shep's shoulder)
Hey, we're gonna start.

SHEP

Well, let her start.

The trains starts. Bill jauntily throws his hat up to the
luggage rack above
and the others settle in for their journey.

BILL

Let 'er go Gallagher. Who cares?!

FRANCIS

Who cares?!

SHEP

Who cares?!

NIKKI

Who cares?!

Frink enters casually.

FRINK

Hello, everybody.

Cary is stunned. Frink sits down with the others.

CARY

And you, too?

FRINK

That's right.

The group takes in the train's departure with perfect
composure. Cary stands
and looks at them for a moment before breaking into a
understanding grin.

CARY

That's right. Who cares?

Cary sits. As the train hurtles out of the now empty station, Nikki suddenly turns to the window and waves goodbye to no one at all:

NIKKI

Goodbye! Goodbye! Don't forget to write!

Shep, Bill and Francis quickly join in, waving and shouting goodbye, much to Cary's amusement. Even Frink manages a smile at this.

DISSOLVE TO:

THE TRAIN'S WHEELS

racing down the track.

DISSOLVE TO:

INT. CARY'S COMPARTMENT - IN THE HEAT OF THE EVENING

The compartment doorway. We hear the men laughing. Bill -- drink in hand, his necktie loosened and his coat off -- appears in the doorway, coming from the train's corridor.

BILL

Hi, men! Look what I found.

With a grand gesture, Bill presents an elderly British gentleman who follows him into the little room, greeted with a cheer of "Hooray!" from the men who sit around, similarly coatless (save Frink), smoking and drinking.

Various bottles stand on a central table. The old gentleman is greeted warmly but it's never clear whether he is an old friend or a total stranger.

SHEP

Come in.

FRANCIS

Sit down.

CARY

Have a drink.

GENTLEMAN

Ah, thank you, no, not I.

Bill and the old gentleman sit down. Nikki dozes in her seat by the window.

The basket of turtles hangs from above.

GENTLEMAN

I - I say, are you all going to Portugal?

SHEP

Yup. We're going down there to investigate conditions.

GENTLEMAN

Investigate conditions?

BILL

Drinking conditions, mostly.

SHEP

By the way, what ARE conditions?

GENTLEMAN

Don't you know what conditions are?

SHEP

No. Never saw one in my life.

BILL

The drinking conditions are pretty bad right here.

GENTLEMAN

(chuckles skeptically,
glancing at the bottles)
Ahh, indeed.

BILL

My beer's full of cinders.

CARY

Good for ya. Make ya lay hard-shelled eggs.

The men laugh. A whistle BLOWS. The conductor appears briefly in the doorway to announce in French that the mademoiselle's compartment is ready.

CARY

Nikki? The man says your
compartment's ready.

Nikki wakes, rises, and clutching her pillow, heads for the
doorway.

NIKKI

I'm glad -- on account of it's been
so hot and I'm so tired and I want
to go to bed.

SHEP

Going to bed? Who ever heard of such
a thing?

Bill rises to confer with her at the door.

BILL

Can we help you undress?

NIKKI

No, thank you, William.

The old gentleman looks rather astonished at this casual
exchange.

FRANCIS

Take off your shoes?

SHEP

Undo your hair?

BILL

Scrub your back or something?

NIKKI

No, I can manage quite well by
myself. Good night, everybody.

The men say, "Good night." Frink, who has been watching
Nikki with a predatory
eye, is the most polite:

FRINK

Good night, Nikki.

Nikki turns and disappears down the corridor. The old
gentleman mops his brow
with a handkerchief and stuffs it in his collar.

CARY

Can you imagine that ungrateful old

trollop? She wouldn't let them help her undress.

GENTLEMAN

Can't understand it at all.

CARY

You know, she's not very pretty. But when she was a little girl, her mother always said she had the nicest hair-ribbons.

GENTLEMAN

Indeed?

CARY

She got one tooth turned around, she can't see very far, and she's ALWAYS speaking out of turn. Otherwise, she's a mighty fine piece of architecture.

GENTLEMAN

Mm, seems to need a few repairs.

During the next exchange, Frink, seated by the door, grins at Bill and Shep, then notices Francis dozing off. Frink cautiously rises and exits into the corridor without anyone noticing his departure.

SHEP

She's got eyes like an Assyrian Queen's got eyes.

BILL

You ain't never seen no Assyrian Queen! You're just a-makin' that up outta yore own head!

SHEP

I did SO see an Assyrian Queen.

CARY

In whose green hat?

SHEP

In the Metropolitan Museum's green hat, that's whose green hat.

Francis' pocket watch CHIMES. He wakes, rises, puts on his hat and moves

absently toward the door. Seeing this, Shep, Bill and Cary shout at him:

"Whoa!" Francis pauses in the doorway and sleepily turns to the others.

CARY

Hold on there! Where you goin'?

SHEP

You're not going anywhere. You're on a train.

FRANCIS

Sorry.

SHEP

You go back to your turtles, hear?
You've been neglecting your assignment.

Francis moves to the hanging basket of turtles, takes off his hat and, bottle in hand, wets his fingers and sprinkles the turtles. Curious, the old gentleman rises to join him. Francis explains as he works:

FRANCIS

I have to sprinkle the turtles, see?

GENTLEMAN

Sprinkle the turtles?

FRANCIS

Sure.

The old gentleman nods and clicks his tongue with understanding.

FRANCIS

Cool 'em off.

GENTLEMAN

Hm?

FRANCIS

Turtles get feverish on trains.

GENTLEMAN

Ahh! Uh huh.

A woman's SCREAM drifts in from the corridor.

NIKKI'S VOICE

Cary!

FRANCIS

What's that?

GENTLEMAN

Hm?

The men hear Nikki SCREAMING.

CARY

Nikki!

Francis, Cary, Bill and Shep -- in that order -- scramble out the door, leaving the old gentleman behind.

NIKKI'S VOICE

Cary! Bill! Shep!

The men rush down the corridor to:

INT. NIKKI'S COMPARTMENT - A MOMENT LATER

Frink grapples with a half-dressed Nikki, his lips pressed to her neck as she struggles to free herself from his grasp.

NIKKI

Cary!

Energized by Nikki's peril, Francis bursts in and pulls Frink away from her.

FRANCIS

Say!

Nikki grabs a wrap from the turned-down bed and covers herself as Frink pushes Francis hard into a nearby wall, knocking him to the floor.

FRINK

Get out of here!

Frink turns back to a defiant Nikki as Cary enters and sees a dazed Francis slumped against the wall, clutching his head. Cary grabs Frink's shoulder and spins him around.

CARY

Say, what's the idea?

FRINK

What's the idea? Well, what business is that of yours?

By now, Bill and Shep have entered and joined the tense confrontation.

CARY

Nikki, you all right? What is this tough trying to do to you anyway?

NIKKI

Well, I was just going to bed and he came in and flang himself all over me.

CARY

Frink, you'd better get out of here right away before something happens to you.

FRINK

What right have you to tell me to get out of here? This isn't your compartment, is it?

CARY

Oh, I see. You wanna argue about it. If you don't clear out of here right now, you're liable to get hurt.

FRINK

All right. Suppose you put me out.

BILL

(savagely)

Put him out? I'll snap his spine and throw him off the train!

Cary rolls his eyes at this remark and wisely holds Bill back.

CARY

Hold everything, Bill!

Distraught, Nikki sinks down on a chair.

NIKKI

Oh, dear, does everybody have to act like this?

Frink turns to her in protest.

FRINK

I'm not gonna let these silly drunks
tell ME where to get off.

SHEP

Silly drunks?!

CARY

Silly drunks, did you say?

FRINK

Yes. And that goes for the whole
bunch of you.

BILL

Let me have him.

CARY

(to Bill)

Wait a minute. I'll take care of
him.

FRINK

You will, eh?

Frink starts to strong-arm Cary. Cary punches Frink in the
jaw, knocking him
onto the bed.

SHEP

Socko!

As Frink slumps down to floor and leans against the bed,
half-conscious,
Francis rises and watches the proceedings with a hand on his
head.

NIKKI

Oh, dear!

Cary, fist still tightly clenched, stands over the dazed
Frink as Bill
brightens considerably and wipes his hands with delight.

BILL

Mm! Now, ain't that nice? Have you
ever seen anything so cute?

Francis exits uncertainly.

CARY

Will you be all right now, Nikki?

NIKKI

(unsure)

Uh huh.

CARY

(to Bill and Shep)

Grab hold of that fella and drag him out of here.

Cary exits. Bill and Shep haul Frink to his feet.

BILL

Come to papa.

Nikki watches Bill and Shep lead Frink out the door.

CUT TO:

INT. CARY'S COMPARTMENT - A MOMENT LATER

Francis sits by the window, rubbing his head. Cary arrives and sits down next to him. Cary takes Francis' water bottle and hands it to him.

CARY

Here, Francis. Do your stuff.

Bill and Shep carry Frink in and dump him on the seat opposite Francis. Bill walks off, wiping his hands happily. The others are grim, furious at Frink for his actions. Shep watches a disgusted Francis soak his hand and sprinkle Frink as if he were one of Nikki's turtles. Frink snaps out of his daze.

CARY

Frink, don't you know better than to try a stunt like that?

FRINK

Oh, I - I lost my head over the girl is all. I'm sorry. I apologize.

CARY

Well, you apologize to Nikki in the morning. And don't you ever get out of line again. The next time, it might be different.

Francis pointedly sprinkles Frink one last time. They give each other a dark look. Francis fingers the neck of the water bottle as if he were going to use it to smash Frink in the face. As they glare ominously at one another, we

FADE OUT

FADE IN

EXT. LISBON, PORTUGAL - DAY

Crowded city street. A superimposed title reads: LISBON

DISSOLVE TO:

LISBON NIGHT MONTAGE

Cocktail shaker in the hands of an expert who shakes it rhythmically as appropriate Latin MUSIC begins. This DISSOLVES TO a kaleidoscopic VIEW of our protagonists enjoying the night life: Nikki's image dominates at the center, surrounded by images of the men in dinner clothes. Everyone drinks, except Frink who smokes a cigarette and stares, desirous and snakelike, presumably at Nikki.

DISSOLVE TO Nikki and her war birds (minus Frink) seated at a bar in an otherwise empty club late at night, wearing goofy party hats. They swallow a last drink and start to leave -- laughing, talking, merrily blowing little party horns, taking a bottle or two with them, and waving to an unseen bartender as they go. Someone says, "Good night." We TRACK IN for a closer look at the bar, covered with many empty glasses.

And the music and the montage end.

DISSOLVE TO:

INT. CARY AND SHEP'S HOTEL ROOM - DAY

Cary, wearing a robe, sees Shep still asleep in bed. Cary puts on a party hat, sits on the edge of his own bed opposite Shep's, picks up a party horn and blows into it, hard. The horn SQUEALS horribly. Shep wakes with a start and

sits up in bed, completely unnerved. Cary laughs at him and, with his clenched hands, picks up a bottle.

CARY

Wake up, ya big sissy.
(pours a drink)
Here, drink this. It'll make you
laugh and play like any old thing.

Shep groans and sighs as Cary hands him a glass with his fists.

SHEP

Say, Cary, what day is this?

CARY

It's Wednesday.

SHEP

Wednesday? Wednesday what?

CARY

The twentieth.

SHEP

What month, I mean?

CARY

You mean to say you don't know what
month this is?

SHEP

I knew once but I forgot.

CARY

Well, it's June. The merry month of
June.

SHEP

June? Say, maybe I better get up.

Cary looks at Shep, amused.

SHEP

What town are we in?

CARY

You're in Lisbon, Portugal.

SHEP

Lisbon. That's where I thought it

was. I just wanted to check up is all.

CARY

(a little concerned)
Say, what's the matter with you, Shep? Don't you really know where you are or what day it is?

SHEP

I kind of lose track of things.

CARY

Say, this is getting serious.

Cary lets the goofy hat fall off his head into his hand and sets it aside.

SHEP

Serious? Is anything serious any more?

CARY

Well, it's serious when you don't know where you're at. What's gonna become of you?

By now, Shep has polished off his drink. He sets down the empty glass.

SHEP

Oh, I'll be all right when I've had a couple of drinks. Say, what town did you say this was?

CARY

I just told you, Lisbon. Come on, now, pull yourself together, Shep. We gotta get organized for the bull-fight.

Shep, excited, gets out from under the bedcovers.

SHEP

(like a little kid)
Bull-fight? Are we going to a bull-fight?

CARY

Sure. A Portuguese bull-fight.

SHEP

Is that guy Frink coming along?

CARY

'Fraid so.

SHEP

Gee, isn't there any way we can get rid of that guy?

CARY

Somebody'll have to shoot him.

Shep rises and walks off.

SHEP

Not a bad idea at that.

Cary watches him go and blows his party horn, wryly.

DISSOLVE TO:

EXT. ARENA - DAY

A bugler blows his own horn, grandly, while standing before colorful bull-fight posters that read: CORRIDA DE TOUROS

A crowd files in under an arched entranceway. Our little group enters, dressed for a day at the fights.

BILL

Praca de Touros!

And, sure enough, the words over a decorated archway read: PRACA DE TOUROS

BILL

I wonder if there's a bar inside or anything.

A friendly, English-speaking Portuguese man named Pedro overhears this and joins them.

PEDRO

Sure, there IS a bar.

SHEP

Let's find the bar. We gotta get organized for the bull-fight.

PEDRO

Right this way.

Pedro leads and they happily follow.

DISSOLVE TO

INT. THE BAR - MINUTES LATER

Led by their guide, Pedro, the group files in and lines up at the bar. A tiny, extremely drunken old man is the only other customer.

BILL

Oh, boy! Lookit that bar, would ya?
Isn't that a beautiful thing?

CARY

What are you all gonna have?

SHEP

Beer is what I want.

BILL

Beer.

FRINK

Beer.

FRANCIS

Beer.

PEDRO

(orders)
Cinco cervejas.

BARTENDER

Cinco cervejas.

Nikki and Cary stand together at the bar.

NIKKI

I don't like beer.

CARY

Make you leap like a tuna.

NIKKI

Don't wanna leap like a tuna.

CARY

Make you bark like a fox.

NIKKI

Don't wanna bark like a fox.

CARY

Make you laugh and play.

NIKKI

That's what I wanna do! Laugh and play!

CARY

(to the bartender)

Hey! Vermouth!

Bill, glass raised, proposes a toast. On the wall behind him is the shadow of the drunken old man, standing in roughly the same pose.

BILL

Well, men, fire and fall back!

As Bill drinks, the old man's shadow wobbles forward. Bill hears the sound of liquid SPATTERING. He stops drinking and looks puzzled.

A stream of liquid pours down onto Bill's right foot, soaking his sock and shoe.

Bill turns to find the drunken old man leaning at an unsteady angle, the alcohol spilling steadily out of a glass in the man's hand and onto Bill's foot.

BILL

Hey! What's the idea?

The others, lined up at the bar, see this and laugh. The drunken old man brushes some lint off Bill's jacket as Bill shakes his pant leg, amused.

BILL

Well, I hope I don't catch a cold in my left ear.

Band MUSIC plays. Cary looks up, concerned.

CARY

Hey, drink your drinks! We'll miss the parade!

The group hurriedly finish and exit. Shep pays the tab. Bill, followed by the old man, shakes his pant leg and limps along after the others.

CUT TO:

EXT. ARENA - MINUTES LATER

The crowd CHEERS and the band PLAYS as a parade of matadors, picadors and banderilleros enters the ring.

Led by their guide, Pedro, the group takes seats in the front row, back of the trenches. They have to sit close down so Nikki can see things. The drunken old man from the bar tags along behind Bill like a puppy dog and tries to sit next to him but Pedro pointedly directs him to a seat in the second row.

When Bill rises to cheer the parade, the drunken old man also rises and taps him affectionately on the shoulder. Bill turns and greets him pleasantly, shaking his hand.

BILL

Well! My old pal!

The old man tips his hat to Bill and sits. Bill shakes his pant leg and gives the old man a wry look before also sitting.

IN THE RING

The parade ends. A matador throws his montera (his black woolen hat) into the crowd.

IN THE FRONT ROW

Cary catches the hat, much to the group's delight -- they shout "Hooray!"

Immediately, a cape is hurled at Bill who drapes it over the railing before them. Cary offers the hat to Nikki.

CARY

Nikki, here's a present for you.

NIKKI

Oh, a hat!

PEDRO

Oh, señor, no, no, no -- you must not keep the hat. You must put a little present in it and return it to the matador after the fight.

CARY

What kind of present?

PEDRO

Well, eh - a little jewelry. Something you have like the chain or the watch or the - the - the cigarette case or the cuff links or - or the--

CARY

Vanilla?

PEDRO

Yes! Vanilla!

A trumpet FANFARE. The crowd CHEERS. Bill points, excited.

BILL

Look! Here he comes!

IN THE RING

A bull charges into view. Bull-fighter and bull face off. The bull makes ten passes, faster and closer each time.

IN THE FRONT ROW

Bill sits next to Pedro.

PEDRO

Nice work! Good work.

BILL

What's so good about it?

PEDRO

He works close to the bull.

BILL

Is that so dangerous?

PEDRO

Sure, it's dangerous. Bull-fighting is very dangerous. It takes a lot of courage to go into the bull ring.

Bill scoffs and waves dismissively. Cary leans in with a query.

CARY

Is it true the bull is blind when he charges?

PEDRO

He sees only the cape -- perhaps.

IN THE RING

Bull-fighter and bull continue their duel. Finally, the bull gets the advantage and others must rush in to distract the bull.

IN THE FRONT ROW

Bill is unimpressed.

BILL

Bet I could run that bull bow-legged. You know, I should have BEEN a bull-fighter.

PEDRO

You should have started at twelve years of old.

BILL

I bet I could start right now.

CARY

(puts a hand on Bill's shoulder)
Sit still and behave yourself.

PEDRO

Bull-fighting is not for Americans.

BILL

You think we haven't got the nerve or something?

PEDRO

Why, listen, bull-fighting is just for us, the Latins.

BILL

He thinks we're a-scared!

NIKKI

(helpfully)
He tackled a horse once.

PEDRO

(stares at Bill)
Tackle a horse?

Full of himself, Bill nods.

PEDRO

(turns away; flatly)
Is not the same!

Everyone suddenly stares in shock as:

IN THE RING

the bull knocks down the matador. Others rush in to distract the bull which runs wild, out of control.

IN THE FRONT ROW

Frink nudges Francis awake and points out the carnage in the ring. Francis glances at the spectacle briefly and then sleepily applauds. Frink gives him a look and nudges him to stop clapping. Francis simply goes back to sleep.

WILD BULL MONTAGE

The toreros try to control the bull but it refuses to cooperate.

The crowd watches intently. Bill takes off his own hat and picks up the matador's cap that Cary had caught.

Toreros scramble and run for their lives. The bull chases them down, runs across the ring, forcing them to jump the barrera, the protective wooden barrier that circles the inside of the arena.

Bill, now wearing the cap, can't resist leaning over and mocking a group of toreros who huddle in the callejon, the safe side of the barrier, just below him.

BILL

Nice work, Tony! Nice work, Joe!

The toreros look up at Bill in surprise. One of them responds in Portuguese

with a gesture toward the ring, as if to ask "If it's so
easy, why don't you
try it?" The other toreros laugh.

Bill stares into the ring, a savage look in his eyes. He
puts a leg up on the
railing.

He jumps down into the ring.

CARY'S VOICE

Hey!

Cary rises, stunned.

CARY

Bill! Come back here!

But it is too late. Bill's coat is already off and he waves
it like a cape as
he stalks after the bull.

The bull turns and sees him.

Bill moves toward it, waving his coat and grinning like a
madman.

Shep is frozen. Beside him, Nikki screams and turns away.

The bull begins to charge.

Cary climbs over the railing.

The bull charges.

TRACK FAST TOWARD Bill who holds the coat before him -- big
eyes, big grin.

The bull is on him. The bull roars.

Bill's face snaps backward in a blur, his coat follows.

The bull gores him through his coat. His face twists in
pain.

CUT WIDE as the bull knocks Bill's body around the ring like
a rag doll. He
hits the ground hard. Screams from the crowd.

Four toreros rush in.

They surround and distract the bull. Bill lies motionless.

Cary runs across the ring.

More toreros and others rush in, surrounding the bull, finally leading away.

In the front row, Shep, Nikki, Francis, Frink and Pedro watch with concern as

....

... toreros converge on Bill and try to move his body. Cary joins them.

CARY

Bill!

But Bill is unconscious. A torero says something to Cary in Portuguese. Cary and the others lift Bill.

CARY

Take it easy! Take it easy!

They carry Bill off.

DISSOLVE TO:

INT. ARENA INFIRMARY - MINUTES LATER

A group of toreros straighten their gleaming spangled jackets and walk off to reveal Cary standing over a bloodied Bill and holding his hand as medical personnel prepare to operate. Bill lies flat on a table and smiles, amused with himself.

BILL

Cary? I slipped.

CARY

Too bad. You were doing fine.

BILL

Wasn't I, though? Heh. It's a cinch. Bull-fighting? Just as easy--

Bill breaks off and raises his head to look at the doctor off screen.

BILL

Hey, Doc?! Be careful. What are you doing?

To distract him, Cary pulls out a handkerchief and mops Bill's brow which glistens with sweat.

BILL

You know why I slipped, Cary?

CARY

No, Bill. Why?

BILL

On account of that beer in my shoe.

Bill breaks off and raises himself up again.

BILL

Hey, Doc!

Cary gently eases Bill's head back down.

BILL

Cary, that bull certainly was hostile.

Pedro escorts Shep (in his dark eyeglasses again) and Nikki into the room. The doctor, in surgical gear, puts on gloves and looks annoyed by the intrusion.

SHEP

You hurt, Bill?

NIKKI

You all right, Bill?

BILL

Sure. I'm all right. I was a big success.

The doctor has some sharp words for Pedro who acknowledges this and approaches the others:

PEDRO

He wants that we should go right away.

Pedro exits.

BILL

I'm sure glad that I - I wore my new

blue shorts. I'll be a big success
in the hospital.

Nikki places a hand on his head.

NIKKI

I'll send you my turtles, Bill. And
THEN you'll be a big success.

She turns away, trying not to cry. Shep follows her as they
leave.

SHEP

So long, Bill.

BILL

So long.

Shep follows Nikki out.

CARY

Goodbye, Bill.

Bill reaches up and pats Cary on the shoulder. Cary looks at
the doctor, then
at Bill, before retreating to the door. He turns to look
back at Bill who
grins at him.

BILL

See ya later - Cary.

Cary can't return the smile. He turns and goes, closing the
door behind him.

Bill's attention turns to the doctor whose approaching
shadow is cast on the
wall behind him. Bill's smile fades.

CUT TO:

EXT. ARENA - MOMENTS LATER

Cary emerges and joins the group who are gathered glumly on
some steps.

FRANCIS

How is he?

CARY

They've just put him to sleep.

Nikki, emotionally fragile, hands Cary his hat.

CARY

Why, thank you, Nikki. There's nothing you can do. You'd better go back to the hotel.

(to Francis)

Put Nikki in a taxi. We'll wait here.

As Frink and Francis exit with Nikki, Pedro approaches Cary with a couple of journalists.

PEDRO

Señor, the reporters want to know why your friend descend into the bull ring.

Cary looks off and thinks for a moment.

CARY

Tell them -- that it seemed like a good idea - at the time.

Pedro stares at Cary in astonishment. Cary joins Shep and the two of them stand with their backs to the others as we

FADE OUT

EXT. CARNIVAL - NIGHT

The amusement park at Port Mayer. Crowds, carnival NOISES, a carousel with appropriate MUSIC.

At a nearby refreshment stand, we find the group, minus Bill. Everyone is unusually silent and wearing dinner clothes. Francis holds a mug upside-down.

Frink leers at Nikki who ignores him while she, Shep and Cary down their drinks. They hear:

GUNSHOTS.

They look over to see:

A little shooting gallery where customers rent genuine guns to shoot various colorful targets and win prizes.

CARY

Sounds like old times.

SHEP

Let's go and shoot.

CARY

Not a bad idea.

(to Nikki)

What say, Annie Oakley? Like to fire off a gun at something?

NIKKI

No objection.

SHEP

(to their bartender)

We'll be right back. Hold everything.

The group starts over to:

THE SHOOTING GALLERY

where an assortment of rifles and pistols are neatly laid out. Cary and Shep escort Nikki to the arsenal while Frink and Francis tag along behind. An attendant joins them to collect their money and ready their weapons.

SHEP

First one to miss pays for the drinks.

CARY

What'll we shoot at?

NIKKI

Shoot one of those pussycats and see what happens.

SHEP

All right. Look out, pussycat.

Shep FIRES and misses the moving cats that float across the base of the range on an endless chain and disappear. But he hits a tinier target: a clay pipe behind them.

Shep's eyes pop with surprise.

SHEP

Well, that's what I was aiming at, a clay pipe.

(stares in amazement)

Whole thing's been misrepresented
to me.

Cary laughs at him.

NIKKI

Cary, let's see you shoot something.

Cary takes careful aim.

CARY

Look out, ball!

He FIRES and hits a ball balanced atop a stream of water.

NIKKI

What'd YOU aim at?

CARY

Well, let's see you shoot something.

Nikki awkwardly raises her little target rifle to her
shoulder. The end of the
barrel describes uncertain circles in the air. A multiple
exposure point-of-
view shot of the targets reveals that Nikki is a little too
tipsy to be
handling a gun. Cary moves to help her.

CARY

Oh, no, no, no, Nikki.

NIKKI

How do you hold it still?

CARY

Listen, Nikki, on your right
shoulder. Now, put your hand out
there and hold up-- No, don't cover
up the site. No, no, no, that's
right. Now just hold it evenly--

Rapid GUNSHOTS. Cary looks up in surprise. He and Shep turn
to watch in
amazement as Francis cuts loose with an automatic rifle,
shattering a whole
row of pipes with split-second firing.

The others cheer as Francis lowers the weapon and stares
moodily at an
astonished and, apparently, very drunk Frink. Cary takes
this moment to

encourage Nikki.

CARY

You can do better than that. Show
him up.

She again tries unsuccessfully to hold the rifle steady.
Amused, Frink picks
up a pistol and imitates her.

FRINK

What are you waving at, Nikki?

Cary sees Frink pointing his gun at Nikki and moves to
intervene, grabbing
Frink's wrist with both hands.

CARY

(angry)
Look out! Why, you fool. Don't you
know better than that?

Shep and Francis move to shield Nikki.

FRINK

What's the idea?

CARY

Pointing a loaded gun at Nikki?

FRINK

Take your hands off me.

CARY

Put down that gun!

FRINK

Let go of my wrist!

Frink violently pulls free of Cary's grasp and, as he does,
the gun goes off
with a BANG. Francis hurries Nikki to safety in the opposite
direction. Shep
backs away, clutching his side -- for a moment, it looks
very much as if he's
been hit. Cary pursues and confronts Frink.

CARY

Put down that gun!

Frink backs up to a nearby lamp post and, wielding the
pistol, points it at

Cary. His face is tense, savage.

FRINK

Listen, you keep your hands off me!
I've had enough from you! You try
any more of your rough stuff on
me--!

A nervous crowd of passersby pauses to watch the showdown.

CARY

Oh, so that's how it is. I thought
we taught you how to behave.

Frink, drunk and frustrated, starts to lose it completely.

FRINK

You taught ME how to behave?! Listen,
you'd better behave now or you'll
get hurt!

CARY

(calmly)
I don't think so. I'll give you
three to put down that gun. It'll be
just too bad if you don't.

FRINK

Too bad for who?!

Frink cocks the hammer.

CARY

One ...

Cary moves slowly toward Frink.

FRINK

Keep away from me! I'll shoot, I
tell ya! I'll shoot!

CARY

Two ...

Frink and Cary are less than a yard apart.

FRINK

I'll shoot! I'll shoot!

GUNSHOTS. Cary flinches. Frink drops the pistol, his face
twisted in pain. He
starts to fall.

Nearby, Francis coolly FIRES his rifle, pumping seven bullets into Frink.

Members of the crowd SCREAM in terror. Instinctively, Shep (still clutching his side) and Nikki each put a restraining hand on Francis' arm. Francis lowers the rifle, staring in horror and amazement at what he's just done.

CARY'S VOICE

Francis?

Cary rushes over and pulls the rifle out of Francis' hands.

CARY

Francis?

Francis snaps out of his trance as Cary hurriedly returns the rifle to the gallery. Shep and Nikki watch, stunned, as Francis immediately moves to Cary and shakes his hand.

FRANCIS

Goodbye, Cary.

Francis turns to Shep and Nikki for equally heartfelt handshakes, an odd look on his face.

FRANCIS

Shep. Nikki.

They realize he is saying a final goodbye. The crowd presses in as Francis glances back at Frink before turning and hurrying off.

As a huge crowd rushes in the direction of the shooting gallery, Francis threads his way through it in the opposite direction and, with only the briefest glance backward, rounds a corner to disappear behind a building.

Cary stares at Frink's body as the gathering crowd streams into view, then quickly starts to lead a shaken Shep and Nikki away from the shooting gallery.

CARY

We've got to get out of here. Come
on, Shep. Come on.

They slip through the thick fringe of excited people fast
gathering in front
of the shooting gallery and hurry off in the same direction
as Francis who is
now:

BEHIND THE CARNIVAL BUILDINGS

on a dark, deserted street. Distant crowd NOISE and carnival
MUSIC drifts in.

Under the light of a street lamp on the edge of the
carnival, Francis strolls
casually into view and swings a leg over a slackly hung
boundary rope, pausing
to glance backward. He sees ...

... Cary, Shep and Nikki as they round the corner and pause,
a little
breathless, to lean against a wall. Shep, his fist still at
his side, slumps
weakly as Cary and Nikki stare at ...

... Francis who briefly makes eye contact and then, without
a word, turns,
steps over the rope and, pulling his jacket collar up around
his neck, walks
off, instantly swallowed up by the darkness.

Cary and Nikki stare after him, astonished.

CARY

That's the last of Francis, I'm
afraid. We'll never see him again.

NIKKI

Did you notice his eyes? That's the
first time I ever saw Francis really
happy. What'll happen to him, do you
suppose?

CARY

Don't worry about, Francis. He'll
take care of himself. Let's get out
of here. Let's walk.

Shep leans weakly against the wall, his eyes glassy.

SHEP

No. Don't want to walk. Let's take
a cab.

Cary quickly moves to a signal a cab parked nearby. Nikki rests a sympathetic hand on Shep.

DISSOLVE TO

THE BACK SEAT OF THE TAXI CAB - MOMENTS LATER

As the cab jolts down an uneven street and drives slowly through the crowded carnival, the MUSIC continues. Cary and Shep sit on either side of Nikki. Cary is as edgy as Shep is subdued.

CARY

Did you see the way Francis poured lead into that fellow?

SHEP

Fast work.

CARY

Fast? Chain lightning!

SHEP

Nice shooting.

CARY

Those slugs went right past my ear. If I'd've moved an inch, I would've caught one of them myself.

SHEP

"Sudden Death," all right.

Nikki takes out a cigarette.

CARY

What's the matter with you, Shep? I've never known you so quiet before.

SHEP

That's right. I am kind of quiet.

NIKKI

(holds her unlit cigarette)
Not smoking?

SHEP

No.

NIKKI

Your lighter working?

SHEP

Good ol', Nikki -- never has any matches.

NIKKI

No.

As Shep puts his hand in his inside jacket pocket to pull out his cigarette lighter, a strange look crosses his face.

SHEP

Sure you want a light?

NIKKI

That's what I want, a light.

Shep pulls out the lighter and flicks it on -- revealing bloodstains on his white shirt. Nikki stares down at the blood in horror.

NIKKI

Shep. Shep!

Nikki jumps up and moves away from Shep, into a seat opposite.

CARY

What is it?

NIKKI

Shep's hurt!

Cary turns to Shep, who slumps back weakly against his seat with a strange look of release and satisfaction on his face.

SHEP

It's a forgery.

Cary examines Shep, reaching in to feel his bloody wound.

NIKKI

Do something for him, Cary! Oh, Shepard!

CARY

He's been shot!

NIKKI

What can we do, Cary?! What can we do?!

CARY

Shep, why didn't you say you were hurt?

SHEP

Good old Cary. Sweet Nikki. You may not believe it but this is the best thing that ever happened to me.

CARY

Oh, Shep, Shep, don't say that. You'll be all right. We'll get you to a hospital.

Shep puts a hand on Cary's arm as the taxi continues to jolt along down the street.

SHEP

No, no, Cary. Don't rush me anywheres. Let's sit here for a while. The-- Hurts, the jolting.

Urgently, Cary reaches over and bangs on the glass between themselves and the cab driver.

CARY

Stop! Stop!

In front of the carnival's slowly revolving carousel, the cab rolls to a stop.

The carousel MUSIC drifts in. Shep hardly moves -- head back, blank eyes staring, voice dreamy and weak. Cary puts his face close to Shep's, listening intently.

SHEP

That's better. You know, Cary, I feel - just like we're falling -- long time ago. Do you remember? Spinning ... spinning ... spinning. Only you brought me down safe. Oh, Cary. Good old Cary.

(sighs)

Best flyer in the service.

Nikki, seated opposite, is distraught.

NIKKI

Oh, Shepard, Shepard, darling.

CARY

(reassuring)

We're gonna make a safe landing
again, Shep.

SHEP

Not this time, Cary. Ol' Shep's
gonna crash.

(beat)

Say, but we're spinning fast. Level
off. Cary, level off.

Shep's head slumps down. His face presses against Cary's
shoulder.

NIKKI'S VOICE

Oh, Shepard, Shepard, darling.

Cary can't look at him. Eyes wide, Cary slowly presses his
cheek to Shep's.

CARY

Shep? - Shep?! - Shep!

Cary looks as if he is on the verge of tears. And yet he
cannot bring himself
to cry.

FADE OUT

FADE IN

EXT. TRAIN WHEELS

ROAR down a railroad track.

DISSOLVE TO

INT. TRAIN COMPARTMENT - NIGHT

Nikki cranks her portable phonograph, turns it on and puts
the needle to the
record -- Toselli's "Serenade," that strange, sad
composition that haunted
Europe at the close of the Great War.

As the bittersweet romantic music plays, she listens for a
moment. Then she

turns and sidles over to sit next to Cary who is seated by the window, scribbling something on a piece of paper beside a small lamp.

NIKKI

What are you writing, Cary?

CARY

A letter. A letter to Shep's mother.

NIKKI

Mind if I read it?

CARY

Certainly not.

Nikki reads the letter silently. A long pause.

NIKKI

Why, Cary. Cary, that's the most beautiful letter I've ever read.

Nikki turns away and begins to cry, quietly.

NIKKI

Please forgive me for crying, Cary. I can't help it. You don't mind if I cry just a minute, do you?

CARY

No, Nikki.

Cary puts aside the letter.

NIKKI

Can't you cry, Cary?

CARY

No.

NIKKI

But you have cried sometime in your life, haven't you?

CARY

Long, long time ago. Before the war.

NIKKI

And you can't cry now? Not even for Shep?

CARY

Shep Lambert spent his life in the war. He had nothing more to give. He had died once. And he was ready to die again.

NIKKI

This time he was played out with music. That was the way he wanted it.

CARY

And Bill Talbot was a big success in the hospital in his new blue shorts. Maybe he'll tackle the angel Gabriel and - be a big success again.

NIKKI

And Francis?

CARY

Maybe Francis will forget to wind his chiming watch one day and go on sleeping. Till the end. It doesn't matter now. Without them, nothing matters. We only had each other. Comradeship was all we had left. And now that's gone, too.

NIKKI

And you, Cary? You? You're alone now.

CARY

That's right. I'm alone now.

NIKKI

I don't want you to be alone, Cary. Let me stay with you. Let me be with you.

He takes her hand, looks at her affectionately.

CARY

Why, Nikki. You're sweet.

He kisses her hand. A strange, apprehensive look crosses her face as she turns

her hand over in his hands and opens it -- to reveal a heart-shaped stone.

Cary looks at her in surprise.

CARY

Why, Nikki, you kept it. You didn't forget.

She lowers her eyes for a moment, then looks at him.

NIKKI

No harm can come to our true love.

CARY

(amused, skeptical)

No harm can come to our true love?

(genuinely)

Oh, Nikki, you've become very dear to me. I want to help you. Can't I do something for you, too? What do you want? What can I get you?

NIKKI

Well, I've always wanted a pair of Spanish earrings.

He gives her an uncomprehending look but then breaks into a smile as she buries her head lovingly in his shoulder. He kisses her hand again.

CUT TO

THE TRAIN

in a dark, bleak landscape as it chugs away down the track.

DISSOLVE TO

THE END