

ME & EARL & THE DYING GIRL

Written by  
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Based on the book *Me and Earl and the Dying Girl*  
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INT. GREG'S BEDROOM - NIGHT

A mediocre-looking teenage boy, GREG, is staring in frozen horror at a computer monitor, the only source of illumination in the room.

He is lost in thought, and his thoughts are hell.

GREG (V.O.)  
I have no idea how to tell this story.

He types. His typing is labored.

GREG (V.O.)  
I don't even know how to start it.  
Like: I guess I could use one of those classic story-beginning sentences.

He examines the screen. There's one line written: **"It was the best of times; it was the worst of times."**

GREG (V.O.)  
(becoming agitated)  
But what would that even mean? I mean, obviously somewhere in the world it's the best of times for *someone*.

CUT TO:

INT. SOME GUY'S LIVING ROOM - DAY

Some EXTREMELY FORTUNATE GUY is benefitting from all these things that Greg is describing.

GREG (V.O.)  
Like he's eating all of this insane Vietnamese food that he just got for free and the woman who delivered the food looks exactly like Penelope Cruz circa *Volver* and now she's situated in the corner playing unspeakably beautiful melodies on the harp. While he's just going to town on that food. So yeah. That's the best of times. Meanwhile,

CUT TO:

INT. NORTH KOREAN DUNGEON - NIGHT - ALTHOUGH WHO REALLY KNOWS WHAT TIME OF DAY IT IS IN THIS HORRIBLE GODDAMNED DUNGEON

A COMPARABLY UNFORTUNATE GUY is the recipient of Greg's imagined parade of horrors.

GREG (V.O.)

...some other guy is being tortured by the North Korean government specifically by being suspended over a crocodile-infested pool of acid, and because it's acid these crocodiles are just *pissed*, and they're also piping in that gross smell you get when they spill a bunch of milk in the school parking lot, and this beefy torturer dude is just punching the hell out of him. Worst of times. Check.

BACK TO:

INT. GREG'S BEDROOM - NIGHT

GREG stares screenward. He has typed the words, **"I have no idea what I'm even doing right now."**

He erases them and begins typing again.

GREG (V.O.)

All right. Look. I'll just start. This is the story of my senior year of high school, and how it destroyed my life, and how I made a film so bad it literally killed someone.

Greg finishes typing. The screen says:

**"I made a film so bad it literally killed someone."**

Greg is staring blankly at the screen, again.

TITLE CARD: **ME & EARL & THE DYING GIRL.**

Penelope Cruz is back on harp.

INT. BUS - 6:07 A.M., FIRST DAY OF SENIOR YEAR

GREG is slumped in a seat, yawning and absentmindedly eating something, as the bus rumbles through the darkness.

SUPER: **The part where I begin senior year.**

CUT TO:

I/E. BENSON HIGH SCHOOL - BEFORE CLASS

As GREG walks through the school - down hallways, in and out of the band room, etc. - we trail him.

ON THE STEPS IN FRONT OF CLASS:

Greg gives a brief head nod to THE ONE KID who is sitting on the steps, yo-yoing.

GREG (V.O.)  
Here's how to think about it: Like  
the actual world, Benson High  
School is divided into nations.

IN THE FOYER:

Greg gives a fist bump to a lone JOCK.

GREG (V.O.)  
Jock Nation.

IN A VAST GRITTY HALLWAY:

Greg is patiently listening to TWO BLATHERING STONERS.

GREG (V.O.)  
Kingdom of Stoners.

FURTHER DOWN THE HALLWAY:

JUSTIN HOWELL THE THEATER KID is laughing uproariously and flirtatiously at a thing Greg has said.

GREG (V.O.)  
The People's Republic of Theater  
Dorks.

IN THE STAIRWELL:

Greg observes, unnoticed, as two STONERS pelt a JOCK with ketchup packets and then book it out of there.

GREG (V.O.)  
In the typical high school life,  
you belong to one nation, which can  
never guarantee you total security.

IN THE HALLWAY:

A group of GANGBANGERS smoking cigarettes exchanges sullen what's-up nods with Greg.

GREG (V.O.)  
 There's a way out, though. Get  
 citizenship in EVERY nation. Get  
 passports to EVERYWHERE.

IN THE BAND ROOM:

Greg briefly plays the bass drum in an impromptu jam session with FOUR OR FIVE BAND KIDS.

GREG (V.O.)  
 Just be on low-key good terms with  
 everyone. Casually interact with  
 them once in a while, in a way that  
 is invisible to everyone else.

FREEZEFRAME.

GREG (V.O.)  
 This may *appear* simple.

REWIND to the FRONT STEPS of school, where this scene began.

GREG (V.O.)  
 In fact, it requires thousands of  
 social calculations per second.

REPLAY the interactions with the YO-YO- KID and the JOCK,  
 again in slow-motion, but this time from GREG'S POV.

In his field of vision are SCI-FI VISUALS: bars and charts.  
 It's the data with which a high-functioning autistic person  
 might negotiate the terrifying social world of high school.

Overlaid are dozens of Greg's voices making observations,  
 barking commands, etc.:

ROBO-GREG (V.O.)  
 INCOMING: ALLAN MACCORMICK  
 ALLAN MACCORMICK CONFIRMED INCOMING  
 classification: church subgroup 4c  
 eye contact confirmed with allan  
 maccormick  
 scanning sightlines, sightlines  
 clear  
 execute low-key head nod  
 INCOMING: DAJUAN WILLIAMS  
 WE HAVE DAJUAN WILLIAMS CONFIRMED  
 INCOMING  
 classifications: jock subgroup 13a,  
 marching band subgroup 4a  
 (MORE)

ROBO-GREG (V.O.) (CONT'D)  
CASUALLY TERMINATE HEAD NOD REPEAT  
CASUALLY TERMINATE HEAD NOD  
eye contact confirmed with dajuan  
williams  
conceal sightlines 12 to 5 o'clock  
for fist bump

INT. HALLWAY

Three MEDIOCRE-LOOKING GIRLS are in GREG'S path. One is quietly but utterly miserable.

FRIEND OF MISERABLE GIRL  
The test was today?

The miserable girl nods, wordless; her friends hug her fiercely, protectively.

GREG (V.O.)  
You can't commit to an interaction  
that won't be casual or mellow.  
It's like sending troops to  
Afghanistan. The result: quagmire.

GREG  
(cheerily, hastily)  
Ugh! Tests! I've been there.

He speeds away.

INT. HIGH SCHOOL AUDITORIUM

GREG is watching with polite interest as two GOTHY DORKS, including SCOTT MAYHEW, play Magic cards.

GREG (V.O.)  
Citizens of the most dicked-upon  
nations are the most difficult to  
establish trust with. For example,  
Scott Mayhew, the Gothy dork I'm  
sitting next to here.

Scott plays a card entitled "Odin's Berserker."

GREG  
(murmuring respectfully)  
Scott, nice *berserker*.

Icy and sinister, Scott turns his gaze to Greg.

SCOTT MAYHEW  
Thank you.

EXT. NEAR THE DUMPSTERS BEHIND THE SCHOOL

GREG is patiently listening to the violent freestyle rapping of ILL PHIL, a runty neck-tattooed ne'er-do-well.

GREG (V.O.)

Then there are nations of one: Kids  
whom no group will accept. Like Ill  
Phil here.

ILL PHIL

They call me Ill Phil /  
I'll bend you to my will /  
my will is ill /  
and my name is Phil /  
for real /

GREG

Yeah, that's good.

ILL PHIL

(interrupting him)  
take you out back behind the mill /  
force you to eat a pill /  
now you like "what's the deal" /  
"I just got killed"

GREG

It's all really great.

ILL PHIL

(refusing to stop)  
I got a friend named Bill /  
*who I also killed* /  
blood got spilled /  
shot him on a hill /  
he was all like, "Ill Phil" /  
"what's the deal"

GREG

Some great rhymes in there.

INT. CAFETERIA - LUNCHTIME

GREG, holding a bagged lunch, is standing inconspicuously at the entrance of the cafeteria. He is peering at A PLACE OF TOTAL CHAOS: crowded, dirty, and lawless.

GREG (V.O.)

And it's never, ever a good idea to  
eat your lunch in the cafeteria.  
Every last square inch of it is  
disputed territory.

(MORE)

GREG (V.O.) (CONT'D)  
It's the Gaza Strip, South Ossetia,  
and the valley of Kashmir all  
rolled into one. Also the part of  
the Indian Ocean with the pirates.

INT. MCCARTHY'S OFFICE

GREG is eating his lunch in a teacher's office, next to a  
DIMINUTIVE BLACK KID.

GREG (V.O.)  
That's why I eat lunch in my  
history teacher's office.

MADISON, probably the hottest girl in school and yet somehow  
a legitimately good person at the same time, opens the door.

MADISON  
Oh hey guys.

GREG  
Hi Madison.

MADISON  
Greg, how was your summer.

She touches his arm. Greg's eyes involuntarily bug out.

GREG (V.O.)  
One last thing. Hot girls destroy  
your life. That's just a fact. It  
doesn't matter if the hot girl is  
also a good person. She's a moose,  
you're a chipmunk, she's just  
wandering through the forest,  
oblivious, and she doesn't even  
know that she stomped your head.

BRIEF DISPLAY OF IMAGE OF MOOSE STOMPING CHIPMUNK

Back in Mr. McCarthy's office, Greg is trying to be charming.

GREG  
Summer. What does that word even  
mean? Is it like, more "summ"?  
(beat)  
Or is, like, winter more "wint"?

Mercifully, the black kid cuts in, in a chainsmoker's rasp.

BLACK KID  
If you're looking for McCarthy,  
he's in room 318.



MADISON  
(brightly)  
Thanks guys!

She leaves. Greg gazes wistfully at the closed door.

BLACK KID  
(still without looking up)  
Titties.

Greg continues to stare, lost in thought.

CUT TO:

INT. GREG'S BEDROOM - AFTER SCHOOL

TITTIES are indeed what Greg is staring at, on his computer.  
A KNOCK ON THE DOOR sends him into panic.

GREG  
jesusjesusjesusjesusjesus

GREG'S MOM  
(entering)  
Honey? Can we come in?

GREG'S PARENTS are in the room now.

GREG'S MOM is a forceful Jewish mom. She believes her son is the most wonderful person in the world, and also that she must take frequent intrusive measures to redirect his life.

Because this is a movie, she is probably sort of hot, but not egregiously so.

GREG'S DAD, holding the family cat, is a muumuu-wearing classics professor, a man of profound spacey weirdness. He is often making a face of thoughtful concentration. This is to conceal the unfathomable strangeness within.

Why is he thrusting the cat out at Greg? What is the cat's role in this impromptu family meeting? Unclear.

GREG  
What do you want.

GREG'S MOM  
Your father and I wanted to talk to you about something kind of sad.

GREG  
What? What happened?

GREG'S MOM  
I just got off the phone with  
Denise Kushner. Rachel's mom? You  
know Denise?

GREG  
Not really.

GREG'S MOM  
But you're friends with Rachel.

CUT TO  
FLASHBACK:

INT. BENSON SCHOOL HALLWAY - EARLIER THAT DAY

The very sad mediocre-looking girl from earlier today? The  
one being comforted by her mediocre-looking friends?

Yes. That was RACHEL.

CUT BACK TO THE  
PRESENT:

GREG  
We're not friends, we're like...  
acquainted.

GREG'S MOM  
Honey, Rachel has been diagnosed  
with leukemia. They just found out.

CUT TO  
FLASHBACK:

FRIEND OF MISERABLE GIRL  
The test was today?

Hug of sadness.

GREG  
Ugh! Tests! I've been there.

CUT BACK TO THE  
PRESENT:

GREG (CONT'D)  
(mortified at himself)  
Oh God.  
(beat)  
Is that serious?

GREG'S MOM

Oh honey. They don't know. They're doing tests, and they're gonna do all they can. But they just don't know.

She is crying now, and Greg is not really sure what to do. He goes over to give her a hug.

Greg's dad joins the hug. He is working the cat into the hug.

They are all squat-hugging on the floor of Greg's bedroom.

GREG

Dad, Cat Stevens is biting me.

GREG'S DAD

He's very upset about all this.

The hug stops. Cat Stevens scampers angrily away.

GREG'S MOM

Honey, Rachel is going to need her friends now more than ever.

GREG

Okay, but again, we're not really--

GREG'S MOM

NOW more than EVER. Where's your phone? Here. Give Rachel a call.

GREG

(panicking)

Mom. What do you want me to say? Hey, it's that random guy from school who's never really paid attention to you? But now you have cancer, so let's hang out?

GREG'S DAD

That's not going to work. She'll think you're being sarcastic.

GREG'S MOM

Honey, you're a smart, sensitive young man.

GREG

That's clearly not true--

GREG'S MOM

I'm sure you can think of something nice to say.

Greg looks his mom in the eye. She means business. Nothing he can say will get her to stop pursuing this annoying thing.

Greg pretends to be dead.

GREG'S MOM (CONT'D)

Nuh-uh. No sir. If you think you can pretend-to-be-dead your way out of this, you are wrong, buster. Call Rachel. Honey, this is not the right time to do the pretending-to-be-dead thing, anyway. Actually, this is *really* inappropriate. Honey.

GREG'S DAD

Greg, your mother is adamant that you make this call.

No amount of passive resistance can sway her.

We've seen this tactic of yours fail before.

JUMP CUT TO:

INT. GREG'S BEDROOM - FIVE MINUTES LATER

GREG is on the phone, and his parents have left the room. The phone is ringing. RACHEL picks up.

RACHEL

Hi, this is Rachel.

GREG

Hey it's Greg Gaines.

RACHEL

(unexcitedly)

Hi.

GREG

Yo.

(beat)

Uh, I called a doctor. He said you needed a prescription of Greg-acil.

RACHEL

What's that.

GREG

Uh. It's me.

RACHEL

Oh.

GREG

Uh, in convenient gel-tab form.

RACHEL

Oh.

GREG

Yeahhhhh.

This is excruciating.

RACHEL

So I guess you heard I'm sick.

GREG

Yeahhhhh.

RACHEL

Did my mom tell you.

GREG

Uh, my mom told me.

RACHEL

Oh.

GREG

So, uh.  
(beat)

RACHEL

What?

GREG

What?

RACHEL

What were you going to say?

GREG

Uhhh.

RACHEL

Greg, what?

GREG

I was calling... to see... if you  
wanted to hang out.

RACHEL

Right now?

GREG

Uh... sure.

RACHEL

No thanks.

GREG

Uh. You don't want to hang out?

RACHEL  
No, thanks anyways.

GREG  
Okay, uh... bye.

RACHEL  
Bye.

She hangs up. Greg feels like a colossal douchebag.

INT. TELEVISION ROOM - SHORTLY AFTERWARDS

GREG is watching a movie, his face still registering the shame of his exchange with Rachel.

GREG'S MOM stomps into the room and switches off the TV.

GREG  
Mom. She *doesn't* want to see me.

They size each other up.

GREG'S MOM  
I'm sorry to be the one to tell you this, Gregory, but you do not have a choice in this particular matter and the reason for that is that you have been given the opportunity to make a very real, positive difference in someone's life, and if what you're choosing to do instead is just lie around the house all day like a dead slug then I quite frankly *have* to step in and inform you that that is completely unacceptable, *completely* unacceptable, and if you think that any of these excuses you're giving me is more important than the happiness of a girl with cancer, a *friend* with cancer, then you have got another think coming, buddy, because you are going to *pick* up that phone, you are going to *call* Rachel, you are going to *arrange to spend some time*

GREG  
(increasingly frantic)  
Mom. Can I just say something for one second?  
(beat)  
Mom. Just let me say something. Just for like one second.  
(beat)  
Mom, you have to stop talking. Oh my God.  
(beat)  
She *doesn't* want to hang out with me. We're not even *friends*. Mom! WE'RE NOT EVEN FRIENDS.  
(beat)  
YOUR NONSTOP STREAM OF WORDS IS MAKING ME FREAK OUT AND LOSE MY HUMANITY. I NO LONGER FEEL LIKE A HUMAN.  
(beat)  
I AM NOW ENTERING A SUBHUMAN STATE. MOM. YOU HAVE MADE ME ENTER A SUBHUMAN STATE.  
(beat)  
urrrrrrrjjjjjjjjnnnnnnnggggggggh  
urrrrrrrnnngngggggggnnnnjjj

CUT TO:

EXT. RACHEL'S DOORSTEP - TEN MINUTES LATER

GREG is standing on the doorstep. He looks terrified.

Super: **The part where I meet a dying girl**

The door opens. It's DENISE, Rachel's mom. Denise is a tough woman in impossible circumstances.

She looks Greg up and down. He returns her gaze with ill-concealed terror.

Then suddenly she envelopes Greg in her wiry arms.

DENISE  
Gre-e-e-e-eg.

GREG  
(slightly muffled)  
Hi Mrs. Kushner.

DENISE  
Denise, Greg. To you, I'm Denise.

GREG  
(nervously)  
Okay! Good.

Denise leads him inside. On a table in an adjoining room is a bottle of something, and a glass. Dr. Phil is on.

DENISE  
You're a good kid. You know that?  
You're just a sweet, good-hearted  
kid. And *handsome*.

GREG  
Pretty sure I'm not handsome.

DENISE  
And so *modest*.

GREG  
I guess I'm a modest mouse.

DENISE  
HA. GREG.  
(teetering a little)  
Where do you come up with this  
stuff?

GREG  
I think that's the name of a band,  
or someth--

DENISE  
RACHEL. THERE'S A MODEST LITTLE  
MOUSE HERE TO SEE YOU.

INT. RACHEL'S BEDROOM - SHORTLY AFTERWARDS

GREG and RACHEL are observing each other from opposite sides of her doorway. He is anxious; she is guarded.

GREG  
Rachel-l-l-l.

RACHEL  
Greg, what are you doing here.

GREG  
Uh... So the doctor really recommends a strong dosage of Greg-itor. He thinks you should start taking it immediately.

RACHEL  
You already used that joke.

GREG  
No, because last time it was about Greg-*acil*, which, if you recall, comes in convenient gel-tab form--

RACHEL  
Look. I don't want you hanging out with me. I don't need your stupid pity. I'm fine. You can just go.

GREG  
No no no. You've got it all wrong. I'm not here because I *pity* you.

I'm here because my *mom*...  
(realizing that this is worse)  
...is, uh... making me.

Hmmmm.

RACHEL  
That's actually worse.

GREG  
(beginning to panic)  
I know. Look. Uh. I know.



RACHEL  
Just leave, okay? Honestly. I'm fine.

GREG  
(desperately)  
Rachel. Please listen to me.  
(he gathers himself)  
My mom is going to turn my life into a living hell if I don't hang out with you. I can't overstate how annoying she's being about this.  
Rachel.

He realizes he has to beg.

GREG (CONT'D)  
Look. I understand that I'm not doing you a favor here. What I'm asking is for you to do me a favor.

RACHEL  
You want a favor from me?

GREG  
Yes. Please. Let me hang out with you for one day. I can tell my mom we hung out. Then we'll both be out of each other's lives. Deal?

Rachel considers this with narrowed eyes.

RACHEL  
Deal.

GREG  
Word.

RACHEL  
What are you doing now.

Greg looks down at his hands. He is going for a fist pound.

GREG  
I think I'm going for a fist pound.

Rachel grudgingly touches his fist with her limp half-closed hand. They enter her room.

It's a girly room--the bed is covered in pillows, the walls are thick with magazine cutouts of actors. But it's also somewhat dark and cavelike, and there's not a lot of pink.

They sit down.

Neither of them says anything.

JUMP CUT TO:

Super: **EIGHT MINUTES LATER**

They are still on the bed, in slightly different positions.

RACHEL

So. Here we are. Hanging out with each other.

GREG

Yeah.

Silence.

RACHEL

It's really everything I ever hoped it would be.

GREG

(indicating bed)

So, uh. Lot of pillows in here. How many pillows is that?

RACHEL

I don't know.

GREG

I wish I had that many pillows.

RACHEL

So ask your parents for some.

GREG

No, uh... they'd be suspicious or something.

RACHEL

That you'd sleep all the time?

GREG

They'd probably assume that I was going to masturbate all over them.

A long beat. It's not immediately clear that Rachel is about to have a huge snorting laugh attack.

RACHEL

That is *disgusting*.

GREG

That's my parents. They're gross.

RACHEL

They won't get you pillows because  
they'd think you'd masturbbbB

Rachel snorts when she laughs. She now is having difficulty  
talking because she is snorting so hard.

GREG

Yeah. They have some really gross  
ideas about me. But it's also their  
fault for getting sexy pillows.

Rachel is on the floor. Greg is examining one of her pillows.

GREG (CONT'D)

This is a nice pillow. This pillow  
reminds me of Francesca. Francesca  
was a pillow we eventually had to  
give away, because I just got too  
aroused. It was a bad scene.

Rachel is now begging Greg to stop.

GREG (CONT'D)

I used to call Francesca the  
dirtiest names. I used to say, "You  
slutty pillow, you're so filthy.  
You slut. Stop *toying with my*  
*emotions.*"--okay okay I'll stop.

Rachel tries to get her breath as Greg shuts up.

GREG (CONT'D)

That was a monster laugh.

RACHEL

Yeah.

Beat.

GREG

The thing with monster laughs is,  
there's like a huge silence  
afterward.

RACHEL

Yeah, I dunno. It's okay to just be  
quiet for a while.

GREG

Cool. Yeah.  
(beat)  
Yeah, this is cool.

Greg's cell phone buzzes.

GREG (CONT'D)  
(reading text message)  
Oh man. I have to go. I'm really  
sorry.

RACHEL  
It's okay. Who sent you that text?

GREG  
Uh... That was Earl.

RACHEL  
Who's Earl?

CUT TO  
FLASHBACK:

INT. MCCARTHY'S OFFICE - FIRST DAY OF SCHOOL - LUNCHTIME

We're back to the first day of school, where GREG was eating lunch in a teacher's office with a DIMINUTIVE BLACK KID.

That's who EARL is.

GREG (V.O.)  
You may remember Earl from twenty  
minutes ago. He was the kid I was  
eating lunch with.

EARL  
Titties.

He continues to eat his lunch, looking pissed.

GREG (V.O.)  
Earl's my friend. Actually he's  
more like my coworker.

SNAPSHOT of GREG AND EARL IN KINDERGARTEN. Greg is a little chubster. Earl is scowling like a vampire.

GREG (V.O.)  
We've been classmates since  
kindergarten.

EXT. IN FRONT OF EARL'S HOUSE - ONE DAY MANY YEARS AGO

Earl lives in a ramshackle house with gutters falling off.

His much-tattooed brother DERRICK slouches and smokes on the porch. Derrick watches with menace as YOUNG GREG, wearing a backpack, cautiously approaches from the sidewalk.

GREG (V.O.)

His house is a short walk from mine, but in a much tougher neighborhood. His dad's in Texas, his mom is depressed and never leaves her bedroom, and his brother Derrick is the most terrifying human being on earth.

Derrick snaps his fingers and a GIANT DOG explodes through the front door, barking furiously. The dog chases Greg off-camera. YOUNG EARL comes running out after them.

YOUNG EARL

Doopie! Chill out! *Doopie*.

EXT. IN FRONT OF GREG'S HOUSE

Similar shot, except of a much nicer house in a leafy neighborhood. YOUNG GREG AND YOUNG EARL stroll up the walk, past Cat Stevens, who is asleep.

GREG (V.O.)

So over the years we've really only hung out at my place.

YOUNG EARL

(to the indifferent cat)

Yeah, what you got. You wanna fight? Didn't *think* so.

INT. GREG'S TV ROOM

YOUNG GREG AND YOUNG EARL happen upon GREG'S DAD, who is watching *Aguirre, the Wrath of God*.

GREG (V.O.)

My house has better stuff to do anyway.

GREG'S DAD

Boys, you'll want to pay close attention to this. The insane conquistador Aguirre is raging through the jungle, in search of a golden city that does not exist.

The boys are transfixed. On-screen, Aguirre is freaking out.

GREG'S DAD (CONT'D)  
It's a classic of foreign cinema.

YOUNG EARL  
(happily)  
That's a crazy dude.

INT. GREG'S KITCHEN

GREG'S DAD is serving the BOYS cuttlefish.

GREG (V.O.)  
In addition to the best films, my  
house also had the weirdest food.

GREG'S DAD  
This is cuttlefish, a sea creature  
much like a squid. It is a favorite  
East Asian snack food.

YOUNG EARL  
Staaaaaank.

GREG'S DAD  
Yes, the smell is odd and repellent  
to our Western noses.

All three of them sit there chewing the rubbery cuttlefish.

GREG (V.O.)  
Obviously we came from pretty  
different backgrounds. But somehow  
we liked most of the same things.

INT. GREG'S TV ROOM - DIFFERENT DAY

YOUNG GREG AND YOUNG EARL are eating more cuttlefish and  
trying to watch *The Seventh Seal*.

Next to them, however, three of their CLASSMATES are munching  
Doritos and watching a fourth classmate play Game Boy.

GREG (V.O.)  
And it turned out, we were the *only*  
ones who liked them. Especially  
classics of foreign cinema.

EXT. A PARK NEAR GREG'S HOUSE - DAY

YOUNG GREG AND YOUNG EARL are trying to recreate a scene from  
*Rashomon*. Young Greg has a camera and a boom mike.

Young Earl, dressed like a samurai, is sort of spazzing out.

GREG (V.O.)  
In fact, we loved classics of  
foreign cinema so much that we  
started making our own.

INT. GREG'S LIVING ROOM

Now we are watching one of their films. YOUNG GREG AND YOUNG EARL, dressed like samurai, are murdering each other and knocking over living room furniture.

GREG (V.O.)  
We've made 42 films. They're all  
pretty horrible, but for some  
reason we keep making them. They  
all have the same signature ending.

Young Earl has murdered Young Greg. He yells something in fake Japanese at the camera.

YOUNG EARL (SUBTITLE)  
Life is a meaningless dream,  
floating in eternal silence.

Life is the shadow of death.

BLACKOUT, plus the giant words, "**NOW YOU ARE DEAD.**"

INT. INSIDE THE ACTOR'S STUDIO WITH JAMES LIPTON

JAMES LIPTON is interviewing an unimpressed, periodically hostile, raspy-voiced, cigarette-puffing EARL.

JAMES LIPTON  
Earl Jackson. Your collaborations  
with Gregory Gaines have been wide-  
ranging... ambitious... and  
*completely delightful*. And yet  
they've been seen by an extremely  
limited audience.

EARL  
They ain't been seen by nobody. We  
don't want nobody seein em.

JAMES LIPTON  
And why is that?

EARL  
Cuz they suck donkey dick.

JAMES LIPTON  
I beg to disagree with you.

EARL  
Man you don't know shit. We ain't got no actors, no lighting, no money for no beat-ass props. Our films suck a donkey's hairy-ass dick half the time.

JAMES LIPTON  
Joseph Campbell writes, "If you follow your bliss, the life you ought to be living is the one you are living."

EARL  
I do not know who the hell that is.

JAMES LIPTON  
Where can I satisfy my uncontrollable craving for your peculiar species of genius?

EARL  
Hell if I know. I ain't givin you my copies. And Greg sure as hell ain't givin you his. Dude's insecure as hell.

JAMES LIPTON  
Earl Jackson. It has been pure pleasure.

EARL  
The fuck, man.

EXT. GREG'S FRONT PORCH - PRESENT

EARL sits, waiting, holding a tripod and defiantly munching STEAK TIPS OUT OF TUPPERWARE. Greg approaches him sheepishly.

GREG  
Sorry I'm late.

EARL  
Hangin with Rachel again, huh.

GREG  
Yeah. It sucks.

EARL  
You tryna get with that?



GREG

That's the whole thing. No. But what if I'm *expected* to? I mean, what if this is her last chance, to, uh... to be with a man?

EARL

(scornfully)

Call yourself a man. Look at your pussy ass.

GREG

Earl, seriously. What if I'm her only chance to experience sex? Before she *dies of cancer*? I'm pretty sure I won't even be able to get a boner in those circumstances.

EARL

Gettin a hard-on seem like the *least* you can do.

Greg gets a HANDFUL OF STEAK TIPS and eats them sadly.

GREG

I can't even enjoy these. This whole cancer thing is depressing the hell out of me right now.

EARL

What kinda cancer she got.

GREG

Acute myelogenous leukemia.

EARL

Naw. I mean where is this cancer located. People be getting lung cancer, brain cancer, dick cancer. Where do your girl have cancer at.

Greg realizes that he doesn't know the answer to this.

INT. MCCARTHY'S CLASSROOM - THE NEXT DAY

**Super: The part where I am even more of an idiot than normal**

The bell has just rung on the history class of MR. MCCARTHY, a young teacher with a shaved head and arms sheathed in tattoos. He is notable for his paradoxically mellow intensity, and for his LOVE OF FACTS.

He is, to Greg, the only reasonable teacher in all of Benson.

MR. MCCARTHY

All right, people. Tomorrow, I need you to come armed with an epic fact. Just one fact. But it must be epic. CLASS. RESPECT THE RESEARCH.

CLASS

(half-heartedly)

Respect the research.

Mr. McCarthy punches his own biceps.

MR. MCCARTHY

FACTS.

Greg approaches him as his classmates file out of the room.

GREG

Mr. McCarthy?

MR. MCCARTHY

(kindly)

Beast. What can I do for you.

GREG

Do you know anything about, uh, leukemia?

MR. MCCARTHY

Yes. Leukemia is cancer of the blood and/or bone marrow.

GREG

So it's like in your entire body.

MR. MCCARTHY

You are demonstrating ownership of that fact.

GREG

So how long does it take to kill someone?

MR. MCCARTHY

Well, it doesn't kill everyone, bud. There are ways to treat it. Why do you ask?

GREG

You know Rachel Kushner has leukemia, right?

MADISON HARTNER is passing as Greg says this. Shocked, she grabs Greg's arm.

MADISON  
Rachel has *what*?

INT. RACHEL'S BEDROOM - THAT EVENING

GREG is back in RACHEL'S pillow-infested room. She is not happy. He has his head in his hands.

GREG  
I'm so sorry. I'm such an idiot.  
I'm like, relentlessly stupid.

RACHEL  
It's okay. People at school were going to find out anyway. I'm just not excited to have to talk about it all the time.

Greg is trying to think of a way to help.

GREG  
One thing you can do when you don't want to deal with people is just enter a subhuman state.

Rachel looks at him expressionlessly.

GREG (CONT'D)  
Here, pretend you're someone annoying.

RACHEL  
(impersonating an annoying  
classmate)  
Hi, Rachel. I'm really sorry you have cancer.

GREG  
(cross-eyed, sort of  
zombie-like)  
urrrrrjj jjjunhjh uuhjjghjnj  
gnngnng

Rachel does not know what to think of this. It's definitely cute. It's also deeply stupid.

RACHEL  
Does that ever work?

GREG  
It works all the time. It's passive resistance. That's what Gandhi was all about.

RACHEL

I'm pretty sure Gandhi never did the subhuman thing.

GREG

I'm going to be as nice as I can with this: you have no idea what you're talking about. Gandhi did this all the time. How do you think India achieved statehood? Here, try it. Go: uurrnnng nnnurrrrrjjrjjjj.

RACHEL

(smiling)

Nope.

GREG

Come on! It's easy. Or another thing you can do is just flat-out pretend to be dead. Check it out. Say something annoying to me.

RACHEL

(impersonating another annoying classmate)

Hi, Rachel. I just wanted you to remember that your cancer is all part of God's plan.

Greg is being flamboyantly dead. Rachel is enjoying this. But behind her head, a cut-out of HUGH JACKMAN glares at Greg.

HUGH JACKMAN

Yo. Asshole. Just so we're straight on this: You're advising a girl with cancer to *pretend to be dead*?

GREG

(nervously trying to ignore Hugh Jackman)

urrngh

HUGH JACKMAN

No, seriously. Think about what you're doing here, dickhead. *Jesus*.

Greg is now lying there with a horrified look on his face.

HUGH JACKMAN (CONT'D)

I've been here in this girl's room for five and a quarter years, and I'm goddamned if I'm gonna just let a little *punk* like you waltz in here stupiding up the place--

RACHEL  
Greg, what's wrong?

GREG  
Uh...  
(foolishly)  
Sorry, I shouldn't have told you to  
pretend to be dead. It was really  
insensitive.

Rachel doesn't respond immediately. Greg, you idiot.

GREG (CONT'D)  
(panicking)  
And now I'm being all weird about  
it, which is obviously just going  
to make you feel worse, because I'm  
clearly just sitting here thinking,  
"death death death, cancer cancer"--

Suddenly Rachel enters a subhuman state.

RACHEL  
huuurnnnrrnnrrnnh hurrnnrrnnrngghjh

Greg processes this.

For the first time in his life, a girl has understood him.

GREG  
THAT IS EXACTLY WHAT I AM TALKING  
ABOUT.

**Super: The part where Rachel and I become actual friends  
a.k.a. THE POINT OF NO RETURN**

DAYS PASS. They are hanging out in Rachel's room, sitting in  
various positions, and Greg is doing most of the talking.

**Super: Day 2 of Doomed Friendship**

GREG (CONT'D)  
...lickable technology, like I  
could text you a sandwich. I think  
that's where phones are headed.

**Super: Day 4 of Doomed Friendship**

GREG (CONT'D)  
...Daniel Craig's thing is, he's  
got an accent, so he's used to  
talking with his mouth in a weird  
shape. So that's why he has these  
pouty lips like a woman.

**Super: Day 7 of Doomed Friendship**

GREG (CONT'D)

Animals just live in our homes and everyone's cool with it. *Animals.*

RACHEL

It is kind of strange to think about.

Silence.

GREG

I think you're too good of a listener. Because when we hang out, I do an insane amount of talking.

RACHEL

(giggling)

You just have a lot more to say than I do.

GREG

Yeah, but it's quantity versus quality. The stuff I have to say is idiotic. Have you not picked up on that? Maybe actually you're a terrible listener.

Anyway, you should talk. Go.

RACHEL

Greg, it's weird to just tell someone, in a conversation, to start talking.

GREG

I mean, if you want to, like, talk about stuff, I dunno... that you're like going through... right now...

RACHEL

You want me to talk about having cancer?

GREG

Only if you want to.

He really wants to be a good friend and listener. He just has no idea how. Rachel takes pity on him.

RACHEL

Sure, I can give you five minutes of cancer.

EXT. THE PARK - A FEW MINUTES LATER

They're walking through the forest, passed occasionally by dog walkers and old people.

RACHEL

...So I'm optimistic. Honestly. I'm sick, but everyone gets sick.

GREG

I'm sick all the time. I'm seriously congested right now.

Rachel smiles but does not laugh.

RACHEL

The hardest part is watching my mom try to deal with it. And sometimes, I mean, I *do* think... if it ends up that she's alone, in that house... She has no one. She and my dad hate each other, she has no siblings... I don't know what she'd do.

Rachel is somber, but dry-eyed.

GREG

Uh... Don't cry.

RACHEL

I'm not crying.

GREG

Right.

(beat)

You can cry if you need to.

RACHEL

I thought you just said *don't* cry.

GREG

I want you to start crying, so I can comfort you into *not* crying.

RACHEL

Probably, you shouldn't become a therapist. Hey. I wanted to ask you something. What group am I in?

GREG

What?

RACHEL  
Yesterday you were saying, you've mapped out the entire high school by group. So what's my group?

GREG  
Seriously?

RACHEL  
Yeah.

GREG  
Boring Jewish Senior Girls Subgroup 2a.

RACHEL  
(disgusted)  
Ugh.

GREG  
Please appreciate how honest that was just now.

RACHEL  
You're an asshole. What group are you in?

GREG  
I'm not. I wouldn't last long in any group that doesn't suck. I'm terminally weird and I have a face like a groundhog.

RACHEL  
You can't really think that!

GREG  
I don't think that, I *know* that. That's how it is in high school for kids as weird as me. I'm just trying to survive until college.

RACHEL  
You think college is going to be different?

GREG  
(carefully)  
I think there will be a few critical differences.

CUT TO FANTASY  
SEQUENCE:



## INT. COLLEGE SMOKING ROOM - FANTASY SEQUENCE

In Greg's head, college looks vaguely like an UPSCALE GENTLEMEN'S CLUB from the 1920s: elegant, dimly lit, furnished with expensive-looking armchairs. Clusters of TWEED-WEARING TEENAGERS are smoking cigars, drinking Scotch, and having witty conversations.

GREG is leading RACHEL around and telling her about it, intermittently addressing his various urbane friends.

GREG

At college, first of all, there's a highly selective admissions process that weeds out the mean and the stupid. So unlike high school, there are no morons. Franklin, would you agree?

FRANKLIN

(throwing darts)

I'm afraid today I'm more *off*, not more *on*.

Ha ha! Get it? "More on"/"moron"? Oh ha ha ha, ha. Delighted laughter by all within earshot.

GREG

You're finally spending your time with smart, interesting people, in a place that's not disgusting. Alessandro, back me up on this.

ALESSANDRO

It can't be *that* disgusting. Your mother is nowhere in sight.

Good one, Alessandro. Greg genially slaps him on the back.

Greg takes an open seat at a poker table. Rachel observes.

GREG

(sorting his cards)

It's the first time in your life that you're in a sophisticated, stimulating environment. Which is fun, and interesting, but most importantly, it makes you *better*. At *life*.

Greg gets back out of his chair, momentarily confusing the OTHER CARD PLAYERS.

GREG (CONT'D)  
(addressing the table)  
I'm sorry, guys, I have to go back  
to the bathroom. I forgot to *flush*.

He puts down his five cards, face up. It's a KING-HIGH FLUSH.  
Everyone at the table bursts into appreciative laughter.

CUT BACK TO:

EXT. THE PARK - PRESENT

RACHEL is nonplussed by GREG'S notion of college.

RACHEL  
You've been to a college that was  
like that?

GREG  
I've never been to a college that  
*wasn't* like that.

They walk. It does not take Rachel long to figure this out.

RACHEL  
You've never been to a college.

GREG  
(defensively)  
Going to colleges is my number one  
priority this winter. I have a  
whiteboard in my room, with twenty-  
two college visits on it. You want  
to see it?

RACHEL  
Not even a little bit.

GREG  
Listen. I've got a whole ranking  
system ready to go. Wittiness.  
Urbanity. Intellectualism. Uh...  
Cigar Deliciousness. Median Scotch  
Age. Tolerance of Chubby Kids. I'm  
gonna show you this whiteboard.

RACHEL  
(panicked by the  
boringness of this)  
We have to find something else to  
talk about.

An OLD COUPLE, taking little steps, comes into view.

RACHEL (CONT'D)

Hey. That old couple there. What do you think their lives are like?

GREG

What?

RACHEL

I see them in this park all the time. I feel like they have a thousand specific little routines together. Like he wakes up first, every morning, and warms milk in a little pot, and pours it over some muesli in her favorite bowl, and he brings it upstairs to her and reads her the sports section in a low scraggly voice while she eats.

GREG

Huh.

RACHEL

Now your turn.

GREG

Honestly, I think they probably have chronic pain and smell weird.

RACHEL

Ugh. Greg.

GREG

That's just old people. They usually don't smell that great.

RACHEL

Maybe when you're old. I'm gonna be a cute old person, and I'm not gonna smell weird.

GREG

Of course I'm gonna smell weird. I *already* smell weird.

Rachel gazes at this weird kid with the self-esteem deficit.

RACHEL

(decisively)

Congratulations, Greg. Tomorrow, you're eating lunch with Boring Jewish Senior Girls Subgroup 2a.

Greg does not know how to resist this nightmarish idea.

INT. CAFETERIA - THE NEXT DAY

Now RACHEL and GREG are wading through the HORRIFYING CHAOS that is the Benson cafeteria.

RACHEL  
So where do you usually sit?

ROBO-GREG'S POV. Greg's system is going haywire. His field of vision is disastrously cluttered with LABELS and DATA.

The giant red words "**SYSTEM FAILURE**" are flashing over everything and making that BURMP BURMP BURMP sound that means that a computer is about to explode.

BACK TO THE THIRD-PERSON.

GREG  
This is literally like trying to  
have lunch in Kandahar.

They sit at a table with ANNA and NAOMI, two of Rachel's NONDESCRIPT-LOOKING FRIENDS.

ANNA  
Rachel, we just found out the theme  
of this year's prom! It's "A Knight  
To Remember."

NAOMI  
Knight with a "K."

ANNA  
Medieval prom-m-m-m!

GREG  
Isn't prom like six months away?

They turn their gaze to Greg. Who is this schmuck who's gonna talk trash on *medieval prom*?

RACHEL  
Hi guys. Greg's sitting with us  
today. Anyone want ketchup? No?

Rachel goes to get ketchup, leaving Greg to fend for himself.

GREG  
Hello.

NAOMI  
(fake-nice)  
So Greg, why are you sitting with  
us today?

GREG

Uh... you know. Lunch. Gotta sit somewhere. You can't *stand* and eat.

NAOMI

You and Rachel seem very...  
*friendly* all of a sudden.

Naomi is patiently, cleverly devising some sort of rhetorical trap. Anna does not share this patience or cleverness.

ANNA

Yeah. You're only hanging out with Rachel because she has *cancer*.

GREG

What?!

NAOMI

Greg, it's obvious. You've never hung out with Rachel once. Now you're befriending her just to feel good about yourself. It's okay. You can admit it.

GREG

No! I'm not! Who even *does* that?

Enter MADISON HARTNER. She touches Greg's arm.

A MOOSE STOMPS A CHIPMUNK

MADISON

Hi guys. Can I sit with you?

Anna and Naomi gaze at her with coolness, if not hostility.

But RACHEL has re-arrived with her ketchup, so they can't be mean to her outright.

RACHEL

Of course.

Greg is relieved that someone else has shown up who is more of an irritating do-gooder than him.

Madison puts a PILLOW on the table.

MADISON

Sorry, I have to carry this pillow around and pretend it's a baby. For health class. This is a safe place to put it, right?

RACHEL  
(playfully)  
A pillow? Greg, what do you think?

GREG  
(trying to play along)  
Yeah, you better not put it too  
close to me, because I might, uh,  
just masturbate all over it.

No one understands this inside joke except Greg and Rachel.

A horrified silence settles over the table.

ANNA  
GREG, THAT'S WEIRD AND GROSS.

Greg panics. He needs to change the subject. He sees SCOTT  
MAYHEW loping clumsily around, his TRENCH COAT flapping.

GREG  
Um! Everybody! Check out Scott  
Mayhew's tyrannosaurus walk. It's  
probably the most effective way of  
getting from point A to point B. I  
think we should all try it.

Success! Rachel giggles. Emboldened, Greg continues.

GREG (CONT'D)  
And wearing a trench coat indoors:  
also a great move. The earth's  
climate is just weird now. It might  
start raining *in the cafeteria*.

Scattered giggling. This is actually working. Greg goes in  
for the kill.

GREG (CONT'D)  
And someone please tell me what is  
up with this guy's hair! It looks  
like an orc's pubes!

No one laughs. Oh Jesus.

MADISON  
Greg, you're being mean.

RACHEL  
I think he heard you!

He did. He is staring at Greg coldly. Their gazes meet.

Greg grabs his stuff and flees.

INT. MCCARTHY'S OFFICE - A FEW MINUTES LATER

GREG is sweaty and out of breath. EARL is eating a lunch of Airheads, Skittles, Coke, and some chocolate chip cookies.

GREG

And just like that, eight years of  
carefully cultivated invisibility:  
Gone. *Fin.*

(taking a cookie)

Where'd you get these cookies?

EARL

Won em off Ill Phil playin tonk.  
Tired a whoopin his dumb ass.

GREG

Do you do *anything* in Scholar  
Horizons Biology besides play  
cards?

EARL

Sometimes it's paper football.

MR. MCCARTHY enters, holding his thermos.

MR. MCCARTHY

Earl. Greg.

EARL

Sup McCarthy.

GREG

Hello, Mr. McCarthy.

MR. MCCARTHY (CONT'D)

Earl. Fact: that lunch is garbage.

EARL

Least I ain't eatin no funky  
seaweed-lookin... *tentacle soup*.

MR. MCCARTHY

Indeed, I was just coming in here  
to replenish the oracle.

From a tureen on his desk, Mr. McCarthy ladles soup into his thermos.

MR. MCCARTHY (CONT'D)

Boys, behold wisdom's very source.  
Gaze into the waters of the oracle.

Greg and Earl peer into the tureen. Earl's description is accurate. It is a funky seaweed-looking tentacle soup.

MR. MCCARTHY (CONT'D)  
It's Vietnamese. They call it *pho*.

EARL  
Lemme try some one time.

MR. MCCARTHY  
(closing pot)  
Can't give you food. Totally  
verboten. How's the college process  
going for you both? Earl?

EARL  
Want some damn soup.

MR. MCCARTHY  
Noted. Greg?

From his backpack, Greg unearths a MAMMOTH COLLEGE DIRECTORY.  
It is bristling with color-coordinated Post-Its, which he has  
put on pretty much every page. He flicks a magenta Post-It.

GREG  
I've got a big wave of applications  
going out in two weeks. Magenta.

MR. MCCARTHY  
Greg, your Post-Its are simply  
ferocious, and you are a beast.  
Gentlemen! Respect the research.

GREG AND EARL  
Respect the research.

Once Mr. McCarthy has left, Greg and Earl immediately ladle  
SOUP into their mouths.

GREG  
I can't believe what an ass I made  
of myself in the cafeteria.

EARL  
No more'n usual.

GREG  
Earl. I threatened to sexually  
assault a fake baby. Then I pretty  
much challenged Scott Mayhew to a  
duel. We're mortal enemies now.

EARL  
Son, that's a average day for your  
dumb ass.



GREG

And obviously none of this would have happened if Rachel weren't complicating my life right now. But then *I'm* a dick for even complaining about it. What the hell is wrong with me? Am I a human?

Earl stares at him doubtfully. Greg eats another spoonful.

GREG (CONT'D)

(thoughtfully)

Does this taste strange to you?

CUT TO:

INT. MATH CLASS - LATER THAT DAY

GREG is sitting in class. Something is wrong with him. He is staring dully forward, a look of muted horror on his face.

Slow agonizing ZOOM on his face, scored to the eerie, melancholy descending chords of movement XIII., "Crucifixus," of the Mass in B Minor by J.S. Bach.

SPLICE with Greg's POV of the TEACHER, droning distantly and unintelligibly as if underwater.

GREG'S CLASSMATES all seem to be staring at him.

A cartoon badger image flickers over his field of vision.

Greg looks at his phone. Earl has texted him a message: **that soup had drugs** . Greg looks up in horror.

Super: **The part where I accidentally am on drugs**

The bell rings. Greg jumps to his feet. Then, immediately, he falls down.

INT. HALLWAY - MOMENTS LATER

Greg is in a crowded hallway, attempting to make his way out of school. His eyes are wild and his movements clumsy.

SPLICE with his ROBO-GREG POV, which is distorted and malfunctioning. The badger image continues to blip over his field of vision. Sometimes the badger has tentacles.

ROBO-GREG (V.O.)

INCOMING: TWO GUYS

GUYS CONFIRMED INCOMING

(MORE)

ROBO-GREG (V.O.) (CONT'D)  
 classification: uhhh  
 BADGER  
 INPUT NOT RECOGNIZED  
 execute pigeon dance  
 ERROR: TERMINATE PIGEON DANCE  
 TWO BADGERS  
 INCOMING: EIGHTEEN PEOPLE OH GOD  
 SYSTEM ERROR  
 JUST DON'T LOOK AT ANYONE  
 EXTREME SYSTEM ERROR  
 DON'T FALL DOWN OR LOOK AT ANYONE

CUT TO:

EXT. FRONT OF SCHOOL - MOMENTS LATER

GREG emerges through Benson's front doors. He gapes fearfully at the CLUSTERS OF STUDENTS gathered in front of the school.

From his POV, they are all fixed in place, staring at him hostilely. A few are even pointing ACCUSING FINGERS at him.

The scoring here could be the dramatic choral opening to Movement I. Of Bach's Mass in B Minor, "Kyrie Eleison."

One of the students is EARL, impatiently beckoning him over.

Greg points to himself, as if to say, "Me?"

Earl nods his head with exasperation bordering on rage.

Greg, with absurd delicacy, navigates the territory between them, fearful of attracting further attention from his classmates. At one point he tries to be inconspicuous by WALKING BEHIND A BUSH. He gets stuck in the bush.

Earl watches with unconcealed disgust.

Eventually Greg makes it over to Earl.

GREG  
 What's going on?!

EARL  
 McCarthy puts weed in his soup. We  
 drank the soup. So now we both *lit*.

GREG  
 Oh my God. That's why everyone is  
 staring and pointing at me.

Earl glances quickly at the other students, who are of course paying them NO ATTENTION AT ALL.

EARL  
Ain't nobody starin at your goofy  
ass.

GREG  
Oh.

EARL  
Naw. You're just high as hell.  
Paranoid, son.

GREG  
That's a relief.  
(worriedly)  
I think.

EARL  
C'mon, let's go to your house. Mack  
on some grub.

INT. BUS ON THE WAY HOME - TEN MINUTES LATER

GREG is still wild-eyed and looking around suspiciously, and trying to be less conspicuous by slouching in his seat. This behavior is *extremely* conspicuous.

EARL is trying to distract him.

EARL  
This shit is lights-out. Damn.  
McCarthy be using this all the  
time, huh.

GREG  
(nodding)  
uunnnggh.

EARL  
Do he act all stoned and shit?  
While he teaching?

GREG  
Uh. I guess he, uh... Not all the  
time, but like, sometimes... or not  
*sometimes*, but... You know how he  
is, he's uh... Huh.

EARL  
Goddamn, son. You can't even put a  
goddamn sentence together.

Something tickles Greg and he giggles. It's his cell phone.

It's a message from Rachel: "just found out im having chemo on thurs :( ... i could use a little cheering up ..."

GREG  
Chee... mo.

EARL  
(reading the text)  
Chemotherapy, son.

GREG  
Ohhhh.

EARL  
You get injected with chemicals and  
all your hair fall out.

GREG  
Ohhhh.

EARL  
You basically get sick as hell.

GREG  
I guess we have to go there now.

EARL  
Yup.

They're both silent.

GREG  
(loudly)  
It's insane that Mr. McCarthy puts  
drugs in his soup.

EARL  
Keep your damn voice down.

Indeed. Sitting behind them is SCOTT MAYHEW.

He has heard everything.

CUT TO:

EXT. RACHEL'S DOORSTEP

Greg and Earl are standing on the doorstep. They both look terrified. Denise opens the door, swaying a little.

DENISE  
It's my humble little mouse! And  
who is his little mouse friend?

Neither Greg nor Earl says anything. Then they both say something at the same time.

DENISE (CONT'D)  
Sorry?

EARL  
(too loud, borderline  
confrontational)  
Earl Jackson.

GREG  
Earl's just, uh, you know, he's my  
coworker, and he's a great guy, and  
we were just hanging out, uhhh...  
and not really doing anything, and  
Rachel sent us this, uh, text, and  
we just wanted to say hey, you  
know, what's up. Say goodbye to her  
hair. She's gonna look great  
without hair. That's a fact. So we  
just wanted to say, what's up.

But Denise isn't sober enough to realize they're being weird.

DENISE  
RACHEL! We've got two cute little  
mouse boys on our doorstep.  
(flirtatiously)  
Would you like a little *cheese*?

GREG  
Yes.  
EARL  
Naw, we good.

CUT TO:

INT. RACHEL'S BEDROOM - MOMENTS LATER

RACHEL is guarded; EARL, unreadable; GREG, malfunctioning.

RACHEL  
Hello, Earl.

EARL  
Hi, Rachel. I like your room.

RACHEL  
Thank you. Greg thinks it's too  
girly.

GREG  
No! This room is great! What are  
you talking about?

EARL  
Course it's girly. My room don't  
have no pictures of James Bond in  
no... *thong*.

GREG  
(laughing nervously)  
Heh heh.

An uneasy silence.

EARL  
So Rachel, we came to... see how  
you was doin.

RACHEL  
Thanks.

GREG  
Yeah, chemotherapy. That really  
sucks.

EARL  
(shoving Greg)  
Dude. What the hell.

GREG  
What?!

EARL  
Don't say it sucks.

RACHEL  
It does kind of suck.

EARL  
Yeah, but you gotta do it, and it  
might help you out.

RACHEL  
I guess.

By this point Rachel and Earl are both staring at the ground.  
Clearly Greg has to say something.

GREG  
Uhhhhh.

Earl and Rachel look at him expectantly. Greg literally  
cannot think of a thing to say. He opens his mouth and hopes  
words will come out.

GREG (CONT'D)  
Buhhhhhh.

RACHEL  
(beginning to sound  
tearful)  
You guys can go if you want.

Greg panics.

GREG  
We're on drugs.

EARL  
(face in hands again)  
Goddamn.

RACHEL  
Why are you on drugs?

GREG  
We're *accidentally* on drugs.

RACHEL  
Accidentally?

EARL  
McCarthy gave us some of his soup--

GREG  
(hastily)  
Mr. McCarthy gave us some of his  
*totally normal soup*. But it was,  
uh, the last of the soup. So we had  
to go get more. From a restaurant.  
On the fifth floor of an office  
building. And in the *same building*  
there was a *Jamaican embassy*.

No one knows where this is going.

GREG (CONT'D)  
*We got trapped in an elevator with  
a Rastafarian. He just hotboxed the  
whole elevator. We were in there  
for twenty-five minutes. We had to  
breathe the weird marijuana air.  
Earl. Am I right.*

Earl is utterly disgusted. But he has to go along with it.

EARL  
Yeah. Sure. That's what happened.

But thank God: Rachel thinks that these confused, lying boys  
are being kind of sweet.

RACHEL

You guys had quite an adventure,  
huh.

GREG

I *hate* being on drugs. I feel like  
an ass right now. I'm sorry we came  
over while we were on drugs.

EARL

Man, what the hell's wrong with  
you. All apologetic and shit. Makin  
errything about your sorry ass.  
That ain't why we came over here.  
(to Rachel)  
I'm in the mood for some damn ice  
cream. You like ice cream?

EXT. TABLE OUTSIDE ICE-CREAM PLACE

EARL and RACHEL are chatting. GREG is utterly absorbed in his  
ice cream, holding it several inches in front of his face.

**Super: The part where Earl betrays our entire creative  
partnership**

RACHEL

So you know Greg from class?

EARL

I known Greg ever since we was  
little. You know I was in y'all's  
kindergarten, right?

RACHEL

Really?

EARL

Yeah. I remember you. You were the  
girl who called Justin Jones  
perverted, for showing girls the  
birthmark on his butt.

RACHEL

Oh my God! I remember that!

EARL

I was right there. Dude came  
running up to you and showed you  
his butt. You was all calm. You  
said, "Justin. Only perverts show  
their butts."



RACHEL  
It's amazing you remember that.

EARL  
I'll never forget it. "Only  
perverts show their butts."

RACHEL  
So you and Greg are coworkers?

EARL  
Naw, we friends. But he don't say  
that.

RACHEL  
Why?

EARL  
Dude's got issues...  
  
Look at his home life. Dude's mom  
always tellin him how handsome he  
is, which he ain't. So he think he  
can't trust what anybody says.  
Dude's weird-ass dad don't  
socialize with nobody cept the damn  
cat. So *that's* a role model ain't  
got no friends. Add it up.

Bottom line, dude's biggest fear  
is, one day he gonna call somebody  
his friend, and they gonna tell  
him, I ain't your friend.

RACHEL  
Wow.  
(beat)  
But how are you "coworkers"?

Earl regards her and silently comes to a decision.

EARL  
Well, we uh... we make films.

RACHEL  
Movies?

EARL  
Yeah. We been makin em for years.  
We made like 42 films in total.

RACHEL  
Greg, you never told me!

GREG'S POV:

Rachel's voice is indistinct, underwater. He cannot hear much over the "MURMF ORMF RUMF" sound of his own rapturous eating.

Also the beautiful harp music is playing.

BACK TO THIRD-PERSON:

Greg nods briskly, goes "mm-hmm," and goes back to eating.

EARL

We ain't told *nobody* about em. They ain't that good. And Greg self-conscious as hell.

RACHEL

They're probably really good.

Again, Earl appraises Rachel before speaking.

EARL

Well, you can see em for yourself if you want.

RACHEL

(knowing that this is a big deal)  
Are you sure?

EARL

Hell yeah, don't even worry bout it. Just don't be tellin nobody.

RACHEL

Of course I won't.

Earl stands up, pulling Greg up with him.

EARL

Aight, son. Get on your feet.

GREG

Sounds good.  
(beat)  
Where are we going?

INT. GREG'S TV ROOM - TWENTY MINUTES LATER

The three of them are watching a Gaines/Jackson film. EARL is stony-faced. RACHEL is enjoying it hugely.

GREG looks ill.

EXT. SIDEWALK IN FRONT OF GREG'S HOUSE - AFTERWARD

RACHEL is about to walk back to her house.

EARL  
Aight Rachel. I'll see you round.

RACHEL  
Earl! Thank you so much!

Delighted, she hugs him.

GREG  
Bye Rachel.

RACHEL  
Bye Greg.

She walks happily away.

GREG  
Goddammit Earl--

EARL  
Son, don't even start.

They sit there in silence, Earl serene, Greg fuming.

GREG (V.O.)  
So we're pretty far into this  
stupid story now, and you're  
probably saying to yourself, "Hey.  
I like this girl Rachel, and I'm  
gonna be pissed if she dies at the  
end." So I'm just telling you:  
Don't freak out. She survives. When  
I said someone dies, I meant  
someone *else*.

So hopefully that reassures you.

Although actually, why would it.

INT. MCCARTHY'S CLASSROOM - A FEW DAYS LATER

MR. MCCARTHY sips from his thermos.

MR. MCCARTHY  
Guys. I'm asking for one fact. This  
is probably the easiest thing you  
have been asked all day. Anyone.  
Greg, thank you.

GREG has his hand raised. He is sitting next to MADISON.

GREG

Fact: I want to nuzzle my face in Madison's boobs like an affectionate panda cub.

MR. MCCARTHY

That *is* a fact, but it has pretty limited historical relevance. Maybe you can dig deeper.

GREG

Fact: I'm never *going* to get to nuzzle Madison's boobs because she dates college students. She's dating one right now.

MADISON

It's true. He has a really great penis.

MR. MCCARTHY

The problem is that you've combined the factual with the speculative. You *think* you're not going to get with Madison, but can you actually call that a *fact*? Greg? Greg. Hello. Greg.

Greg snaps out of his DAYDREAM--he's had his hand up, but he hasn't actually said any of those boob-related things.

GREG

Uh! Fact: The Berlin Airlift lasted 322 days.

MR. MCCARTHY

Greg Gaines explodes out of his coma with a devastating fact. Now can Scott Mayhew keep the fact train rolling.

Scott Mayhew has had his hand up in the air. He points to Mr. McCarthy's thermos.

SCOTT MAYHEW

Fact: Greg was telling everyone that your soup has marijuana in it.

The class is stunned/giggly. Greg does not know what to do.

GREG

I didn't tell anyone!

SCOTT MAYHEW

Greg, you are a liar and a coward.  
I heard you bellowing about it on  
public transportation.

MR. MCCARTHY

Greg? Is that factual?

GREG

(defensively)

Look. I'm sorry. But yesterday,  
Earl and I got stoned somehow. And  
it was after we both ate your soup.  
And we didn't smoke any marijuana  
out of anything. So, your soup *must*  
have had drugs in it. Because other  
than the cookies that Earl got from  
Ill Phil, the drug dealer, that was  
the only thing we, uh... that we  
*both ate...*

EXT. IN FRONT OF THE SCHOOL - THAT AFTERNOON

GREG and EARL are exiting the school together.

GREG

How did you not realize it was the  
cookies?

EARL

Shut your stupid ass up and let's  
go to your house. I need to get my  
grub on.

But behind them, MR. MCCARTHY, a VICE PRINCIPAL, and a  
SECURITY GUARD burst through the door, escorting an angry,  
struggling ILL PHIL off the premises.

ILL PHIL

Greg! Did you rat me out?

GREG

What? Uh, no.

SCOTT MAYHEW has positioned himself nearby.

SCOTT MAYHEW

(to Ill Phil)

He did rat you out. I was there.

GREG

Scott, what the hell.

Scott draws close to Greg. He is a lot taller than Greg.

SCOTT MAYHEW

I heard you ridiculing me in front  
of your loathsome harem.

(whispering intensely)

Greg, I *trusted* you. You betrayed  
my trust. You trampled my dignity.

GREG

It was like *one time*.

SCOTT MAYHEW

You have made a mortal enemy. I  
will never stop hounding you.

ILL PHIL

You got *two* mortal enemies.

(whispering into Greg's  
other ear)

I stabbed a dude.

GREG

Jesus.

ILL PHIL

(breaking determinedly  
into a flow)

Kill you twenty different ways /  
Stab you with blades /  
Shoot you with death rays /

The security guard starts dragging him away.

ILL PHIL (CONT'D)

Abandon you in a maze /  
Drown you in mayonnaise /  
Trample you under the Macy's  
Thanksgiving Day Parade /

Greg and Earl turn to Scott Mayhew.

SCOTT MAYHEW

He, too, will never stop hounding  
you.

Scott Mayhew spits on the ground near them and strides away.

INT. HOSPITAL ROOM - LATER THAT DAY

GREG is visiting RACHEL. She is pale and weak-looking. Her  
head has been recently shaven. All of the horizontal surfaces  
of the room are overflowing with flowers and cards.

GREG

Oh dammit. I should've brought flowers.

RACHEL

It's probably better that you didn't. The only place left to put them is the barf bucket.

GREG

Harf!

(composing himself)

Sorry, I wasn't expecting you to make me laugh. That's why the laugh came out weird.

RACHEL

Don't sweat it.

GREG

So you, uh... you look good.

RACHEL

Greg, clearly I don't look good.

GREG

Nope.

(hastily)

I mean, you look good for someone doing chemo. It's obviously relative. You're actually the chemo equivalent of Mila Kunis right now.

RACHEL

So your cousin Joel's showing you his college tonight?

Greg is trying to hide how pumped he is for this.

GREG

Yeah. I mean, it'll probably be pretty lame. Like just a bunch of boring intellectuals, discussing Lionel Trilling or something.

Beat.

RACHEL

Hey. I had a really great time on Monday, with you and Earl.

GREG

Oh yeah? Yeah. Me too.

RACHEL

Yeah. Look. I know you don't like the idea of people seeing your films. But what if you *know for a fact* they're enjoying them?

GREG

That's like an impossible thought experiment.

RACHEL

Greg, it's lonely and boring in here. I'd just really like something to watch.

It takes Greg a moment to realize what she's asking.

RACHEL (CONT'D)

I'm not going to show them to anyone. I *promise*.

Greg considers pretending to be dead.

GREG

You know what sucks? I can't even pretend to be dead right now. I'm in a stupid *hospital*. Someone might actually think I'm dead.

RACHEL

Please, Greg?

GREG

UGH. FINE.

Rachel beams, briefly; for a moment, joy flushes the suffering and exhaustion from her face. Then a NURSE enters.

NURSE

Visiting hours are over, Romeo.

GREG

Okay. See you tomorrow.

RACHEL

(calling after him)

Have fun with the intellectuals!

INT. DORM ROOM - THAT EVENING

COUSIN JOEL is farting six inches from the face of his unconscious roommate, KEV-DOGG, as a third roommate, FAT STEVE, videotapes it.



GREG, in the hallway, slams the door shut in horror.

JOEL (O.S.)

Greg! Get in here! I'm pwning Kev-Dogg!

FAT STEVE (O.S.)

PWNAGE!!

Greg leans back against the wall. He has just seen his favorite cousin fart on a dude's face.

He is trying to come to grips with that.

JOEL and FAT STEVE emerge from the room and lead Greg away. They are headed to their frat. A night of horror has begun.

JOEL

Cuz! Welcome to college! Time to get rowdyyyyyyy!!!!!!

GREG

Wait. I didn't know we were getting rowdy.

INT. FRAT KITCHEN - TEN MINUTES LATER

A spattered reeking crowded hellhole of a kitchen. FAT STEVE is duct-taping 40 oz. bottles of King Cobra to Greg's hands.

The music is loud and everyone has to SHOUT OVER IT. Perhaps it is LCD SOUNDSYSTEM - DAFT PUNK IS PLAYING AT MY HOUSE.

JOEL

It's called Edward Fortyhands. Once you finish both of them, you get your hands back.

Elsewhere in the kitchen, some LONG-HAIRED GOATEED ASSHOLE is spanking ANOTHER DUDE'S ASS with a staff made out of beer cans. A THRONG of ONLOOKERS are wildly excited about this.

ONLOOKERS

ALL HAIL KING DIRK! ALL HAIL KING DIRK!

GREG sneaks to the SINK to pour out his forties. He is seen by the goateed dickbag, a.k.a. KING DIRK.

KING DIRK

PARTY FOUL. Who's this loser?

JOEL elbows his way to Greg's side.

JOEL

All hail King Dirk. This is my cousin Greg. He's still in high school. But he's a solid bro, man.

KING DIRK

Pouring out your forties is very un-bro behavior. FILL THEM WITH VODKA.

FRATTY DUDES hustle over and slosh vodka into Greg's bottles.

KING DIRK (CONT'D)

HA HA HA HA HA.

ONLOOKERS

ALL HAIL KING DIRK!

EXT. GAMMA GAMMA BACK PORCH

GREG is woozy. JOEL is furtively helping him drink the vodka.

JOEL

He's the president of Gamma Gamma. He's actually a totally solid guy, he's just rough on newcomers.

GREG

Everyone has to call him King?

JOEL

Yeah, he's a total bad-ass.  
(drinking)  
College, man! This is gonna be your life next year! Can you believe it?

INT. GAMMA GAMMA KITCHEN

GREG is alone, sitting splay-legged on the floor. He has the handle of a giant kitchen knife in his mouth. With grim determination, he slashes at the duct tape tying his hands to the bottles. He cuts one away. Success!

He slashes at the second one.

He has done some kind of damage to his hand. It is difficult to tell what. There is some blood.

He looks up. KING DIRK has just wandered into the kitchen.

Their eyes meet.

Greg hiccups.

INT. GAMMA GAMMA DANCEFLOOR

The music is off and the lights are on. FOUR BURLY FRAT BROTHERS are pinning GREG to the ground, face-up. KING DIRK is lecturing him in the manner of an ARCHVILLAIN.

KING DIRK

We meet again, noob. Looks like  
someone's never even *seen* the movie  
Edward Fortyhands. What do you have  
to say for yourself?

GREG

(slurring speech)  
I'm giving you guys a low score...  
in Intellectualism.

KING DIRK

PWNAGE.

He lowers his pants over his buttocks and squats down over Greg's face as the ONLOOKING FRAT BROTHERS erupt in delight.

SMASH CUT TO:

INT. JOEL'S COMMON ROOM - THE NEXT MORNING

JOEL and GREG are drinking beers out of cans and watching FAT STEVE play CALL OF DUTY.

Greg's hand is wrapped in a bloody gym sock.

Joel and Greg are stuporous with hangovers. They sit. They watch. Fat Steve gruesomely murders five people.

Suddenly Greg topples over.

INT. HOSPITAL ROOM - HOURS LATER

GREG'S POV. He's in a hospital bed. His MOM is gazing at him with motherly anxiety. A DOCTOR is in there with her.

**Super: The part where I am lying in a hospital bed with no more faith or interest in my future ever again**

GREG'S MOM

Oh my sweetie. My poor brave boy.  
Everything's gonna be fine,  
sweetie.

DOCTOR  
(reassuringly)  
Greg, with therapy, your left thumb  
should recover up to 90% of its  
original range of movement. But our  
more immediate priority is to fight  
the infection.

GREG'S MOM  
They wrapped it in a *gym sock*.

GREG BLINKS  
HEAVILY, AND  
WHEN HE OPENS  
HIS EYES:

Now it's EARL visiting him, reading from a list.

EARL  
You gotta write a essay. You gotta  
do a list of problems out of some  
book. You supposed to take some  
kinda test while you in here. I got  
no idea how the hell that supposed  
to happen so my advice is don't  
worry about it.

GREG BLINKS  
AGAIN:

And now it's his DAD, clutching a stack of applications with  
MAGENTA POST-ITS.

GREG'S DAD  
My wayward son. Early-action  
deadlines approach. So you'll want  
to get a move on these.

You're probably wondering where Cat  
Stevens is. It seems that this  
hospital enforces a kind of  
apartheid against cats. History  
will not judge them kindly for it.

GREG BLINKS:

And it's his MOM again, plus MR. MCCARTHY.

GREG'S MOM  
Sweetie, I just thought it would be  
a good idea to bring Mr. McCarthy  
to talk to you a little about  
colleges.

MR. MCCARTHY

Hey bud. I heard you had kind of a rough time, and

GREG'S MOM

You're thinking, no matter where you go, college will be like that horrible fraternity. But that's just not true. Sorry. Go ahead.

MR. MCCARTHY

Yeah, I guess I just want to say

GREG'S MOM

The most important thing is, no matter where you go, everyone is going to accept you for the intelligent talented, handsome young man that you are. Sorry.

Mr. McCarthy is realizing that he will not get all that many words in.

MR. MCCARTHY

Bud. All I want to say is: You're a beast.

GREG'S MOM

You are. You are a very handsome young beast.

GREG BLINKS:

EARL again.

EARL

I just saw your girl. She bald as hell right now. She look like Darth Vader without the helmet. She axed me for some of our films so I lent em to her.

Earl reacts to what must be a look of unease on Greg's face.

EARL (CONT'D)

Better not gimme shit about it. I'll whoop your nasty infected ass.

GREG BLINKS:

Now MADISON is in the room.

MADISON

Boooooooooobs

We snap out of Greg's POV.

GREG

Huh?

MADISON

I said "yo."

GREG

Oh. Yo.

MADISON

I was just visiting Rachel and I thought I'd come see you too.

GREG

Oh. Thanks.

(attempting nonchalance)

You should have told me you were coming, I would've tried not to smell as weird.

MADISON

Do you smell weird?

GREG

I'm assuming I do. I have chronic congestion problems, so I can never really tell how weird I'm smelling.

Jesus, Greg. What are you doing.

GREG (CONT'D)

But hey. Enough about me.

MADISON

(cheerfully ignoring this)

So I just wanted to say: I was just in Rachel's room, and she was watching one of your movies, and I think it's really sweet what you're doing for her.

Greg is frozen with horror.

GREG

Which, uh... Did... Did you get to see... ooh.

MADISON

I just wanted to tell you how touched I am. You're being an amazing friend to her.

Greg decides that now is the time for excessive modesty.

GREG

I'm probably not being that good of a friend.

MADISON

No, really. Greg. You're being a good friend to her.

GREG

No I'm really not.

MADISON

Are you serious right now? Greg. Why are you arguing about this.

GREG

No, when I'm with her I basically just talk about myself the whole time. I'm a bad listener.

MADISON

Well it's really cheering her up.

GREG

Uh, I really doubt it.

MADISON

Greg. Oh my God. *She told me.* That you've been a *great friend.*

GREG

She was probably lying.

MADISON

Why would she *lie*?

GREG

I don't know. Girls are weird.

MADISON

No. *You're* weird.

GREG

No, you're weird. I'm the only normal one.

Madison stares at him, then suddenly giggles.

MADISON

Oh my God, you're so weird. I love that about you. You're just so weird.

Greg's eyes widen.

MADISON (CONT'D)

Anyway. I just think it's *really* sweet that you've been showing Rachel your secret movies, and I was sort of thinking... what if you *made* Rachel a movie?

Brief BLACKOUT with the words **"NOW YOU ARE DEAD."**

GREG

That's a terrible idea.

MADISON

(sweetly)

Greg, it's obviously a *great* idea. Your secret movies are Rachel's favorite thing in the world.

GREG

No, seriously--the films we make, they're not--

MADISON

Greg. Ugh. I get it. You have issues with being complimented. You need to learn how to take compliments.

Greg is incredulous that she has actually taken the time to make an insightful observation about him.

GREG

Word.

MADISON

Did you just say, "Word"?

GREG

Yeah, word, like, I agree.

MADISON

So you agree! To make a movie! For Rachel!

She clutches his arm. MOOSE CHIPMUNK STOMPING.

GREG

Yeah, I'll definitely, uh... start thinking about it.



EXT. THE GAINES FAMILY CAR - THE NEXT DAY

GREG'S DAD is driving GREG home from the hospital.

GREG

Hey Dad. That crazy party that Joel took me to--that's not typical for college, right?

GREG'S DAD

The binge culture you experienced is *quite* typical. Most of my students are drunken imbeciles.

GREG

(desperate to keep hope alive)  
But they're not *all* like that, right?

GREG'S DAD

(oblivious to Greg's worry)  
No, no. Some of them are *sober* imbeciles.

Greg's dad laughs at his own joke.

Greg peers miserably out the window.

INT. GREG'S BEDROOM - SHORTLY AFTERWARDS

GREG is erasing the colorful table of college visits on his WHITEBOARD. Goodbye, colleges.

He contemplates his meticulously, beautifully organized COLLEGE DIRECTORY.

With a heavy heart, he begins stripping it of its Post-Its.

INT. RACHEL'S HOSPITAL ROOM - A DAY OR TWO LATER

GREG enters. His hand is bandaged up.

RACHEL is wearing a pink fuzzy hat and is watching a Gaines/Jackson film: Star Wars, with sock puppets.

GREG

Yo.

RACHEL  
(quoting the film)  
May the farts be with you.

GREG  
(despondently)  
Yeah.

He slumps into a chair. She pauses the film.

RACHEL  
I haven't seen you in a while.

GREG  
Yeah. My college tour didn't get a great start. Actually, I don't want to talk about it.  
(beat)  
How's, uh... chemo and stuff.

RACHEL  
It's not much fun. But at least I get to watch these.

GREG  
(bitterly)  
Yeah. I'm glad Madison gets to watch them too. That's so great.

RACHEL  
Are you serious?

GREG  
Sorry, I know I'm not allowed to complain. Because then I'm a dick.

RACHEL  
(hurt)  
Greg, Madison walked in without knocking. I shut the movie off and she didn't see any of it. Jesus.

Greg realizes that he *has* been a dick.

GREG  
Urrrrrrnnnngh.  
(after no response)  
Urrrrnnrrnnnnnnnnrnggggghggh.

RACHEL  
What is that noise.

GREG  
Regretful Polar Bear.

Against her will, Rachel snort-laughs a little bit.

GREG (CONT'D)

Polar bears have the purest expressions of regret in the animal kingdom. Listen to how haunting and plaintive they sound. Urrrrnnrngh.

RACHEL

Actually Greg you shouldn't try to make me laugh.

GREG

Oops sorry.

RACHEL

No, I like the polar bear, but when I laugh it kind of hurts.

Another silence.

GREG

I'm being a dick about the films. I do want you to see them.

RACHEL

It's fine if you don't.

GREG

No, I'm gonna bring you a film a day. It's called Gregflix. Plus for free you get annoying director's commentary, as a bonus.

RACHEL

Is there a button to shut it off?

GREG

Gregflix is still working on that. If you stick some ice cream in the machine, that usually stops the commentary for a minute.

They watch the Gaines/Jackson movie.

INT. RACHEL'S BEDROOM - DAYS GO BY

GREG and RACHEL watch movies together, in her bedroom. The days melt into each other. Fall becomes winter. Rachel becomes sicker.

**Super: Day 24 of Doomed Friendship**

ON THE SCREEN: Greg is dressed like Batman, Earl is dressed like Spiderman. They fight.

ON THE BED: Greg is holding popcorn; Rachel is nibbling some.

Super: **Day 31 of Doomed Friendship**

ON THE SCREEN: Greg, playing James Bond, has woken up in bed with a sock puppet.

ON THE BED: Greg eats popcorn; Rachel holds a barf bucket.

Super: **Day 45 of Doomed Friendship**

ON THE SCREEN: Earl is Anton Chigurh, from *No Country for Old Men*. Greg is the hapless gas-station guy.

ON THE BED: Greg, holding popcorn, looks at Rachel. She has fallen asleep.

He fades the volume to silent, takes the barf bucket out of her hands, and pulls her blanket over her.

He stays in the room, watching the muted (and increasingly violent) movie, sitting next to the sleeping girl.

**"NOW YOU ARE DEAD,"** the screen tells him.

He has a sudden worry. Discreetly, he puts his hand over her mouth, to see if she is dead.

She is not, thank God.

INT. BENSON SCHOOL HALLWAY - ONE DAY IN JANUARY

GREG is walking through a little-used corridor, wincing from the weight of his backpack. A RANDOM GIRL is putting up medieval decorations in the hall.

RANDOM GIRL  
Buy tickets for prom! A "Knight" to  
"Remember"! Only four months away!!

GREG  
(to himself)  
Why are there even quotation marks  
around "Remember"?--

Greg is AMBUSHED mid-mutter by MADISON.

MADISON  
Hi Greg. So how's the movie for  
Rachel coming?

She smiles hopefully at Greg.

FANTASY SEQUENCE in which Greg briefly envisions telling Madison the truth:

GREG

It's not. I'm not making a film for Rachel.

MADISON

What?

GREG

Yeah, I said I'd start thinking about it, and, you know, I stopped thinking about it.

Beat.

MADISON

Is that a motherfucking joke?

END FANTASY SEQUENCE. Madison is continuing to smile hopefully at Greg.

GREG

I'm doing it. I'm really making that film.

MADISON

Yeah, I know. How's it going?

GREG

Really, uh. Really good.

(hastily)

Pretty good. I mean, not that good. You're probably gonna hate it.

MADISON

I cannot wait to see it. So how soon do you think--

GREG

(panicking)

So, prom, huh? Can you believe it's in just four months?

MADISON

Ugh, my boyfriend doesn't want to go. He's being such a dork.

(playfully)

Maybe I should take someone else. Greg, you're probably a good dancer. What do you think?

Greg simply stares at her in bewilderment.

MADISON (CONT'D)  
(laughing)  
I'm *kidding*!

GREG  
(terrified)  
Ha ha!

MADISON  
(departing)  
I can't wait to see the movie.

Greg, semi-catatonic, gapes at her as she walks away.

A MOOSE IS JUST PSYCHOTICALLY JUMPING UP AND DOWN ON A  
CHIPMUNK.

INT. GAINES KITCHEN - THAT AFTERNOON

EARL is eating pate. GREG is freaking out.

**Super: The part where I try to convince Earl to help me make  
The Worst Film Ever Made**

GREG  
So if we make this film, everyone's  
gonna be like, oh, Greg Gaines,  
he's that weird *filmmaker*. He's  
always *filming* stuff. It's so  
creepy. He probably sneaks up to  
your house at night and films you  
while you're asleep.

EARL  
(chewing)  
This is nasty as hell.

GREG  
But people probably *already* think  
that. Because you decided we should  
give those stupid films to Rachel.  
So basically I've become *completely*  
*conspicuous*, like, all the time.  
People look at me, they think,  
*filmmaker*, and they think, cancer  
girl's boyfriend.

EARL  
(examining container)  
The hell even is this. This taste  
like a dog's funky-ass butthole.

GREG

And furthermore, we've agree to do this film, that I don't even have any idea what it should look like, or *be*. What the hell film can we even *make*?

EARL

Man, you agreed to this bullshit. Not me.

GREG

What was I thinking.

EARL

You were thinking, that girl Madison got big-ass titties. I like the titties.

GREG

Here's the thing. How can you say to *anyone*, "No, sorry, I'm not going to make a film for my *friend who is dying of cancer*."

EARL

You say it exactly like you just said. "No. I ain't makin that ridiculous-ass film."

GREG

(suddenly worried)

Wait. Are you not gonna help me make this?

Earl stares him down while eating another pate-laden cracker.

EARL

(finally)

What can we even do, son? The same kinda film we always make? With some dumbass sock puppets beatin the hell out of each other?

They contemplate this.

INT. A CARDBOARD SET - DAY

SOCK PUPPET RACHEL (EARL)

La la la. Here I am, Rachel Kushner, just minding my own goddamn business.

SOCK PUPPET LUKE (GREG)  
Aww yeah! Can I hang out with you?

SOCK PUPPET RACHEL  
Uhhh I don't know about that

SOCK PUPPET LUKE  
My name's Luke! I'm a big stupid asshole and I'm gonna follow you around incessantly doing a guitar solo! Nyew nyew nyew! Nyew nyew nyew na nyew nyew.

SOCK PUPPET RACHEL  
Wait. Luke. You gotta *last name*?

SOCK PUPPET LUKE  
Emia! First name Luke, last name Emia. Na na na NYEEERW. Noo noo noo NYEEEEERW.

SOCK PUPPET RACHEL  
Luke... Emia. Luke Emia? LEUKEMIA!!  
I'MA WHOOP YOUR CANDY ASS

SOCK PUPPET LEUKEMIA  
AWWWW NO WHAT YOU DOIN

Sock Puppet Rachel beats the hell out of Sock Puppet Leukemia.

GREG (O.S.)  
Ow. Okay Earl stop. Earl chill out for a second.

INT. GREG'S BEDROOM

They've just finished watching the footage.

EARL  
It's like a fucked-up version of Sesame Street or some shit.

GREG  
It definitely sucks, but I'm having trouble pinpointing why exactly.

EARL  
You'd have to be dumb as hell to do a cancer movie with sock puppets. That's why it sucks.



GREG

We have to try something different.  
Look. I think we have to do a  
documentary-type thing.

EARL

(scornfully)

What, like: Rachel, you about to  
die, so we summarized your life.  
Here it go.

GREG

No. Come on. It'll be like: here's  
your life! Look how great it is!  
So, maybe you should keep living.

Earl is skeptical.

GREG (CONT'D)

We just have to make it look like  
her life doesn't suck.

INT. RACHEL'S LIVING ROOM - AFTERNOON

EARL is working the cameras while GREG, holding a notebook,  
is attempting to interview DENISE, who is openly drinking.

It's not entirely clear that Denise knows that they're making  
a film, or cares.

GREG

So, Denise, I just want to ask you  
a few questions for this film we're  
making about Rachel. Can you tell  
us a little about Rachel's birth?

DENISE

Rachel's birth. What an ordeal.

(beat)

Greg, listen to me. Listen. I've  
been a good mother to her. Some  
single moms, their kids have to  
grow up too fast. But I've tried to  
protect her from that. I have.

GREG

Uh, right.

DENISE

And now I'm learning, some things,  
you can't protect your kid from. No  
matter what you do.

Denise sips from her glass of bourbon, her gunmetal eyes reflecting some tiny part of the crushing horror of it.

GREG

So did she have a favorite toy?

DENISE

Promise me one thing. You're gonna grow up, become an adult. Promise me you won't have a baby unless you're ready to love that baby's mother, *your whole life*.

GREG

So, no favorite toy.

Denise starts pouring drinks for Greg and Earl.

DENISE

Have a little taste with me. You're old enough to have a little taste.

GREG

(desperately)

Do you maybe have any home videos we could use?

EXT. A COLD BEACH ON AN OVERCAST DAY - 2002

*(This is a HOME VIDEO that Greg and Earl are watching.)*

SIX-YEAR-OLD RACHEL is sitting heavily on a towel, doing nothing, facing the sea.

DENISE (O.S.)

Hi honey!

Rachel turns, but says nothing. Her face is expressionless.

DENISE (O.S.) (CONT'D)

Here we are on beautiful Prince Edward Island. There's little Rachel, and there's Bill.

Pan to BILL, Rachel's now-estranged father. He is in a beach chair with two beer holders, both holding beers.

BILL

We're having a GREAT TIME.

DENISE (O.S.)

Bill's a little grumpy because of the weather!

BILL  
Denise, can you just turn that  
thing off.

DENISE (O.S.)  
Can you at least *try* to enjoy  
yourself.

BILL  
What the heck does it *look like I'm*  
*doing*.

Pause.

CUT TO:

INT. GREG'S TV ROOM - EVENING

EARL has paused this unspeakably saddening video.

EARL  
We probably shouldn't even be  
watchin this.

GREG  
Jesus, that was depressing. Jesus.

EARL  
That the only video?

GREG  
Yeah. Look, I was wrong. We have to  
come up with something else.

Earl is sullenly eating some kind of jerky.

GREG (CONT'D)  
We're just too weird. That's the  
problem. We need to think about  
what a normal person would make,  
when someone is dying. What do  
normal people do?

INT. MCCARTHY'S CLASSROOM - AFTER SCHOOL

The room is empty, save for GREG and EARL sitting in chairs  
with clipboards and a STUDENT, sitting in a chair, facing a  
camera on a tripod.

Greg is trying to mask how depressed and upset this is making  
him. Earl physically cannot stop scowling.

GREG

...So just think of it like a get-well card, except it's a video. And just start whenever you're ready.

TESTIMONIAL STUDENT #1

(with glib, smiley  
insincerity)

Uh. Hi, Rachel. I guess I don't know you that well, but uh... I believe in you.

(beat)

You can do it!

That is all that this kid has to say.

EARL

(sullenly)

That's real nice.

POV of camera on tripod:

TESTIMONIAL STUDENT #2

It's so sweet that your boyfriend is doing this for you! He must really love you.

(Greg says something  
inaudible offscreen)

Oh.

TESTIMONIAL STUDENT #3

I know you're Jewish, but I just want you to know, God has a plan for you.

TESTIMONIAL STUDENT #4

(can't stop crying)

TESTIMONIAL STUDENT #5

Greg's a fag. I guess he's in love with you, so that makes him bisexual or something. I hope they find a cure for whatever you have.

(to Greg, offscreen)

That's all I got, fag.

INT. GREG'S BEDROOM - LATER

GREG and EARL have just finished watching the footage.

EARL

Damn.

INT. RACHEL'S BEDROOM - AFTERNOON

RACHEL sitting stiffly on the bed, GREG sitting next to her with her barf bucket on his lap.

Super: **The part where I am a dickbag**

RACHEL

So which color of Post-It are you on right now?

GREG

What?

RACHEL

Your color system for applying to college. Have you heard from anywhere yet?

GREG

Oh. Uh... I kinda put that system on hold for a while, after the Joel thing.

RACHEL

On hold?

GREG

Yeah, I guess I just don't know about the whole college scenario.

RACHEL

Wait, are you kidding? Greg. You have to go to college.

GREG

Do I? It's not gonna be better than high school. People aren't gonna be smarter or nicer. And I'm not gonna fit in. I'll just be a weird fat kid that people can make fun of.

RACHEL

What is wrong with you? You're not even fat.

Greg lifts his shirt over his stomach. He grabs two folds of his stomach and tries to make them talk like lips.

GREG'S STOMACH

(in a Southern accent for some reason)

I STRENUOUSLY BEG TO DIFFER.

RACHEL

You're not *fat*. But you are stupid  
if you're not going to college.

GREG'S STOMACH

YOU CALLIN ME STUPID?? WHEN'S THE  
LAST TIME YOU SAW A STOMACH WHAT  
COULD FORM WHOLE SENTENCES??

But Rachel does not laugh at this. And it pisses Greg off.

GREG

Fine. I'll just go where *you're*  
going. Where are *you* applying?

Rachel does not reply to this, and her eyes now are faraway.

Greg, awash in regret, rolls down his shirt.

GREG (CONT'D)

Look. I mean... it's fine if you're  
not applying right now. But maybe  
that means I shouldn't be applying  
anywhere either. So I can like,  
stick around.

I'm sorry I aimed my stomach at

RACHEL

(interrupting)

I'm not gonna let you use me as  
some pathetic excuse not to apply  
to college. Because guess what? *I'm*  
applying to college. Right now.

GREG

But... I mean, this is a massive  
process. You can't just now start--

RACHEL

Go get me your college directory.  
I'm gonna find some places.

GO.

INT. GREG'S BEDROOM - SHORTLY AFTERWARDS

GREG, wearing his bike helmet, walks into his room. His MOM  
and DAD are on his bed, waiting for him.

His mom holds the college directory; his dad clutches Cat  
Stevens. Next to them is a massive stack of Post-Ited  
applications.

Greg's parents are looking at him like They Mean Business.

GREG

How long have you guys just been in here, like, glaring at the door--

GREG'S MOM

Gregory, I discovered today that you haven't even *started* your college application. And some of the deadlines have already passed.

GREG

How did you "discover" that?

GREG'S MOM

(unapologetically)  
I went through all of your stuff.

GREG

(horrificed)  
Don't go through my stuff!

GREG'S DAD

We discussed it, and we decided, she gets to go through your stuff.

GREG

Jesus!

GREG'S MOM

We left you alone about college, because we figured you could handle it. But clearly, we were wrong. So we're confiscating your cameras until you fill these out.

Greg is enraged, and powerless.

GREG

You know what I'm going to do? I'm gonna go through *your* stuff!

GREG'S DAD

I hope you like tampons.

INT. RACHEL'S BEDROOM - A FEW DAYS LATER

ON THE SCREEN: Greg and Earl are the apes from the beginning of *2001*. Earl is the one with the bone.

IN BED: RACHEL has dozed off, again. She is snoring a little.

IN A CHAIR NEXT TO HER: GREG is furiously scribbling out a college application.

He notices she is asleep, and starts muttering to her.

GREG

(quietly)

Let me tell you how messed up this is. I've just finished thirteen college applications. Just so I can get my cameras back, and continue making a film, for you, that is gonna *suck*.

Snore.

GREG (CONT'D)

You're probably the worst thing that has ever happened to my life.

RACHEL

(waking up; weakly)

What?

GREG

Hey. I'm done. You can have my big horrible book now.

RACHEL

Thanks.

GREG

There are a couple schools in here I want you to look at--I noticed they have really strong Guilt Studies departments.

RACHEL

Okay.

GREG

So I figured, you'd be like the perfect candidate for that. Guilt Studies. Topics and techniques in advanced shame.

RACHEL

Uh-huh.

GREG

I guess we're not laughing at Guilt Studies right now.



RACHEL

Greg, I'm just sick. I don't feel good right now. Maybe I'll feel better next time.

GREG (V.O.)

But as it turns out, she didn't.

Look. I know Rachel keeps getting sicker. And you're really bracing for this sweet girl, that you probably like a lot, to die. Just please bear with me. She doesn't. She gets better. I promise.

INT. GREG'S BEDROOM - THE NEXT DAY

GREG has created a STOP-MOTION SET out of PIRATES LEGOS. He is putting tape markers on his floor when EARL walks in.

EARL

The hell's all this.

GREG

Stop-motion.

I think it could look pretty good--

EARL

You know how long this shit takes, right?

GREG

Earl, this is the only thing we can do that might possibly not look retarded.

EARL

How much time you think we got to make this?

Greg can't bring himself to answer this question.

GREG

Can we please just give this a shot.

EXT. LEGO PIRATE SET - WEEKS GO BY

PIRATES are wandering around, talking to the camera, getting eaten by sharks. They're voiced by GREG and EARL, but we can't hear what they're saying.

Supers over these frames: **Day 86 of Doomed Friendship, Day 87 of Doomed Friendship, Day 88 of Doomed Friendship**, etc. Each day is about a half-second of stop-motion time.

GREG (V.O.)

This is pretty much all I remember from that winter. Entire months of my life, where all I remember is making little pirates move around. And yeah, I'm aware of how cosmically depressing that sounds.

EXT. SIDEWALK - SUNNY SPRING AFTERNOON

GREG is walking to Rachel's house on a glorious afternoon.

GREG (V.O.)

I mean, obviously I remember visiting Rachel too. And if this was a normal story about a girl with leukemia, I would probably talk a bunch about all the meaningful things Rachel had to say as she got sicker and sicker. But it's retarded for you to want that. She didn't have meaningful things to say. She basically just went from irritable to quiet.

INT. RACHEL'S BEDROOM

RACHEL looks terrible. There's no way to get around it.

RACHEL

So what's going on at school.

GREG

The entire school looks like a castle, because medieval prom is about to happen. I guess everyone is trying to figure out how to bump and grind, like, medievally.

RACHEL

Are you going?

GREG

Of course not.

RACHEL

You should go.

GREG

No way. Have you seen me in a tux?  
It's like when they make a dog wear  
human clothes. It just makes you  
sad to look at it. Anyway, I don't  
have anyone to go *with*.

Greg realizes that he is talking to a girl.

GREG (CONT'D)

(with great effort)

I mean, uh... unless you... wanted  
to, uh...

RACHEL

Greg, I'm not going to prom.

GREG

No, you totally could. It could be  
this awesome statement, like--

RACHEL

(cutting him off)

Hey. When are you gonna finish your  
next movie?

GREG

Uh... I dunno. I haven't actually  
been working on anything recently.

RACHEL

Earl told me you guys were making a  
movie for me.

Somehow it hurts a lot, that this surprise has been ruined.

GREG

He... yes, I guess he probably did.

RACHEL

Sorry. I'm just asking because--

GREG

Goddamn *Earl*. It was supposed to be  
a surprise for you. It's just taken  
forever, because we really want to  
get it right--

RACHEL

Greg? I'm probably gonna stop  
treatment pretty soon.

It is very quiet in the room for a moment.

GREG

What?

RACHEL

It just isn't doing me any good.  
All it's doing is making me even  
sicker.

GREG

Yeah, but if you stop...

He can't finish this sentence.

RACHEL

We'll just see what happens.

GREG

We *know* what's gonna happen.

Rachel studies him.

RACHEL

I know who you can take to prom.

GREG

Who?

RACHEL

This sexy pillow here.

GREG

Oh my God. Please don't make jokes  
right now. I can't deal with that.

RACHEL

Oooh, Greg. This pillow's name is  
Francesca. She's a filthy Italian  
woman.

GREG

PLEASE STOP.

It is the first time he's ever shouted at her.

RACHEL

Don't *yell* at me.

GREG

So you're just gonna give up.  
That's it. To hell with college. To  
hell with growing up.

RACHEL

Greg, don't--

GREG

You're just gonna give up and die.  
What the hell is wrong with you?  
It's your *life*.

RACHEL

(spurred to anger)

Yes, it *is* my life. And it's me  
lying in bed all the time, with a  
shaved head, and getting weaker and  
uglier and more miserable--*I'm* the  
one who has to suffer through this,  
not you. So don't yell at me.

They are trembling with anger at each other.

GREG

I'm sorry. I'm not going to get  
comfortable with watching you die.  
I'm just not. So don't ask me to.

RACHEL

If you can't accept that I'm going  
to do what I want to do, with *my*  
*life*, then you're a terrible  
friend.

GREG

I'm a terrible friend? I'm not  
*giving up*. I'm not ruining my  
friend's life by giving up on the  
whole world.

RACHEL

Please. Greg, you should be  
overjoyed. Now you can go back to  
your life of being invisible and  
detached and self-hating.

GREG

Yeah. And *you* can go back to your  
life of being *dead*.

RACHEL

Mature.

GREG

(infuriated)

This is gonna kill your mom. Have  
you gotten comfortable with that?  
It doesn't bother you anymore,  
thinking about your mom?

RACHEL

(nastily)

Get out of here, Greg. You've done your time. You don't have to hang out with the sick girl anymore.

GREG

How can you--how can you even say that?

RACHEL

Your mom forced you to hang out with me. Earl forced you to show me your movies. Madison forced you to make a movie for me. So yeah. What part of any of that did you actually want to do?

Greg opens his mouth--but he has no response to this.

RACHEL (CONT'D)

Do something nice for me for once. And get out.

EXT. SIDEWALK - DIRECTLY AFTERWARD

Greg is walking to Earl's house, through Earl's dilapidated neighborhood. He is muttering furiously to himself. All of his anger and frustration is now channeled at Earl.

**Super: The part where I get in my first fight ever**

GREG

Earl. EARL. This is it. You've gone too far.

A tough-looking kid watches Greg pass.

GREG (CONT'D)

The foundation of any good working partnership is trust. I can no longer trust you in any way.

He takes a clumsy tripping step on the broken pavement. He begins to hyperventilate.

GREG (CONT'D)

You'll leak anything to anyone. It's like working with Julian... Assange.

Greg does not know how to pronounce "Assange." This only serves to infuriate him further.

GREG (CONT'D)

Ass-andge.

(beat)

Assanggeeh.

(beat)

DAMMIT.

He is in front of Earl's house now. He thumbs Earl an angry text. EARL'S BROTHER DERRICK saunters out onto the porch.

DERRICK

Hell you want.

GREG

I'm just waiting for Earl.

Derrick eyes Greg. Greg's anger is now vying with his fear.

It is a relief, but not really, when Earl appears.

EARL

Sup. You gonna come in?

GREG

No, I'm good.

DERRICK

Oh *no*.

Uh-oh.

EARL

The *fuck* you want.

GREG

Uh, I was just talking to Rachel, and she, uh, told me you told her, uh, about the uh, the film. We were making. For her.

EARL

Yeah?

GREG

You're like, uh, Julian Ass-andge.

EARL

The fuck is that.

GREG

It's just, you know, I mean, you always do this, because you want to be a better friend than me or something.

(MORE)

GREG (CONT'D)

So you just tell Rachel about everything, and it's like, it doesn't even matter what I want.

EARL

You know what? Shut the hell up. You need to shut the *hell* up right about now. I'm tired of this, man. I'm about to lose my shit with you.

Earl advances down the steps of his porch on an increasingly trembly, weepy Greg.

GREG

(trying hard not to cry)  
I just, I can't trust you, and I don't know if I can work with, with you again--

EARL

Naw. Shut the *hell* up. You care so goddamn much bout what other people think, gotta go round suckin errybody's *dick* pretendin like you they *friend* cuz you care so much bout what they think. Lemme tell you: *nobody give a shit* about you. Nobody give a *shit*.

DERRICK

Whoop his ass!

EARL

And now this one girl come along, she the only girl that *do* give a shit, and you start whinin and bitchin cuz I told her about the damn films. *She* the only one that *do* give a fuck about you. The *only damn one*.

DERRICK

BUST HIS CANDY ASS.

EARL

Goddamn I'm sick and tired a watchin you treat this girl like some kinda burden. The only damn one that care about you and she about to die on top of that. You know that, right? She *about to die*. That girl on her *deathbed*, and you come to *my* house whinin and cryin bout some irrelevant bullshit.

(MORE)



EARL (CONT'D)  
I want to bust your ass. I want to  
beat the hell out of you right now.

GREG  
Go for it.

EARL  
You want me to?

GREG  
I don't care.

EARL  
Motherfucker, you want me to?

GREG  
Yeah, Earl, I fucking want you  
tOOOONGH

Earl socks Greg in the stomach. Greg immediately keels over.

DERRICK  
Yeah! JACK THAT LITTLE DUDE UP.

But Earl does not jack that little dude up. He storms back  
inside his house, furious.

Wheezing and choking back sobs, Greg gets to his feet. He  
looks at the house. Derrick gazes coolly back at him.

DERRICK (CONT'D)  
I'da whooped the hell out of you.

INT. MCCARTHY'S OFFICE - THE NEXT DAY

GREG is sullenly eating alone. MR. MCCARTHY walks in to  
refill his thermos.

MR. MCCARTHY  
Beast. Where's the other beast?

GREG  
Earl? I don't know. He's not here.

Mr. McCarthy gamely tries again.

MR. MCCARTHY  
So what's the latest with colleges?

GREG  
I don't know.

MR. MCCARTHY  
Seems like you should've heard back  
from some by now.

GREG  
Well, I haven't.

Mr. McCarthy observes Greg.

MR. MCCARTHY  
How's Rachel doing?

GREG  
Well, she's really... not great.

MR. MCCARTHY  
You know, I was fifteen when my Dad  
died. Couple years younger than  
you.

Greg is startled by this.

MR. MCCARTHY (CONT'D)  
You know what I remember about it?  
My whole childhood I just thought  
of him as this big, quiet, kind of  
asshole guy. Didn't laugh much.  
Liked his sons to wear ties.

And then at the wake, all his old  
buddies are there telling me about  
him, and it's like they're talking  
about a complete other guy. Like,  
he knew every European pop song  
from the 70s, from when he was  
stationed in Germany. He'd just sit  
around memorizing songs to sing at  
German girls in bars. His go-to was  
this Dutch song called Ding-A-Dong.

GREG  
So what does that mean.

MR. MCCARTHY  
It just means that, even if someone  
dies, you're still gonna keep  
learning about them. You know?  
Their life keeps unfolding to you,  
if you keep paying attention to it.

GREG  
(sullenly)  
What, if you're like a *historian*?  
(MORE)

GREG (CONT'D)  
Are you seriously trying to make  
this into some stupid sappy *lesson*?

Mr. McCarthy smiles at Greg and gets to his feet.

MR. MCCARTHY  
You're a good kid, Greg.

GREG  
I'm not.

MR. MCCARTHY  
You're a good goddamned kid.

GREG  
(gathering his stuff)  
Look. I'm going home. I'm cutting  
school right in front of you. I'm  
not a good kid.

Mr. McCarthy says nothing.

GREG (CONT'D)  
(leaving)  
I'm *not*.

INT. GREG'S KITCHEN - A HALF-HOUR LATER

On his way in, GREG passes his DAD.

GREG'S DAD  
Earl came by earlier, but has since  
departed. Were you two supposed to  
work on something?

Greg does not respond.

INT. GREG'S BEDROOM

GREG finds a DVD on his desk. ON it is scrawled, in Sharpie,  
**"IM OUT."**

He plays the DVD. It's of EARL, talking to the camera, in  
Greg's room.

EARL  
Hi Rachel. We tried a bunch of  
different ways of making a film for  
you, and all of em turned out  
goofy, and irrelevant, and not like  
we wanted. So now I'm just gonna  
talk to you directly.  
(MORE)

EARL (CONT'D)

(collects himself)

I'ma be honest here. White girls are usually stupid. I mean errbody stupid, but white girls got they own kind of stupid goin. Think they smarter than errbody. Self-centered but pretendin like they ain't. But you ain't been like that.

(collects himself again)

It's just crazy how patient you been. That's all I wanted to say. If it was me at had cancer, I'd be angry as hell, and... and *hurtful*, and just tryna beat errybody's ass half the time. So I'm just amazed at how patient you been. And you've made me feel, uh, blessed.

(now pissed off; also a little husky-voiced)

Greg, I ain't workin on this no more. Do whatever the hell you want. I'm out.

Earl switches off the camera and the clip ends, leaving Greg alone in his room.

Greg holds his head in his hands.

Then he flips on the camera. And tries to do a testimonial of his own.

GREG

Hi Rachel. Uh... Earl's right. All the ways we tried to make a film for you turned out completely horrible. So, yeah. It got me thinking about the reason I wanted to do this film.

He pauses. The fact is, he *never* wanted to do this film.

GREG (CONT'D)

And that reason is, when you come right down to it, and just say it, simply, without screwing around:

He has to say *something*.

GREG (CONT'D)

Uh... I believe in you.

He is quoting the first video testimonial, from that stupid kid. He's not even saying his own meaningless clichéd thing. It's something else's.

He can't bring himself to look at the camera. He's looking down, at his hands.

GREG (CONT'D)  
(finally, sadly)  
You can do it.

He is silent. Then he shuts off the camera.

INT. BENSON HALLWAY - THE NEXT DAY

GREG opens the door to Mr. McCarthy's office. EARL is in there, eating one of his all-candy lunches. On a screen behind him plays MY BEST FIEND, KLAUS KINSKI.

GREG  
Oh. Are you eating lunch in here still?

EARL  
Not if you are.

GREG  
Well, I'm not eating in here if you are.

EARL  
Well, good. Cuz I like it in here.

GREG  
So I guess I'll just go. Or, you could go.

EARL  
Nope. I like the air-conditioning, and I like the comfortable chairs.

GREG  
Yeah, I like those too.

EARL  
Well, that's your damn problem.

INT. CAFETERIA - SHORTLY AFTERWARDS

GREG trudges sadly through his personal hell: the cafeteria. One flying bit of food hits his face, then another.

He finds a place to sit alone. Over his head, a banner reads: BENSON SENIOR PROM "2013" A "KNIGHT" TO "REMEMBER" !!!

INT. CAFETERIA - DAYS PASS

He eats alone in the same seat, day after day, forlorn and withdrawn.

Then someone sits down in front of him.

It is MADISON.

Arm touch/MOOSE SMUSHES CHIPMUNK WITH HOOVES.

MADISON

Greg. I need to talk to you about the movie.

GREG

It's not done yet.

MADISON

Greg. You've been working on this movie for like four months.

GREG

Yeah, we tried a bunch of things. They just aren't very good.

MADISON

UGH. Greg. Now is not the time for your whole, I'm-Greg, I-suck, nothing-I-do-is-any-good thing. I'm sure what you have is awesome and Greg I really think it can make a difference if you just put it together and give it to her.

GREG

(bitterly)

Madison, she's stopped treatment. She gave up. She quit.

Madison gazes at him. Her eyes glisten.

MADISON

(icily)

So maybe that's a good reason to finish the fucking movie. And give it to her.

(more so)

You know what? Whatever.

She stalks away.

INT. GREG'S BEDROOM - THAT AFTERNOON

GREG is watching his testimonial to Rachel. He watches himself mumble, "I believe in you." Pathetic. He rewinds it and plays it again. "You can do it." Excruciating.

His MOM enters the room.

GREG'S MOM

Honey?

GREG

What.

He looks up. His mother looks stricken.

GREG'S MOM

Honey, Rachel's back in the hospital.

GREG

Wait--is she starting treatment again?

GREG'S MOM

It's not for treatment, honey.

GREG

Oh.

His mom waits for him to say something.

GREG (CONT'D)

Mom, what.

GREG'S MOM

I just thought we could go--

GREG

You just figured this was your last chance to force me to hang out with her?

GREG'S MOM

Greg, come on--

GREG

Don't worry, mom. I'm sure you can find some other girl with cancer after Rachel dies. Which, by the way, she's *decided to do*. She's decided to die. So maybe I can *decide* not to visit her.

GREG'S MOM

I *promise* you you will regret it,  
if you don't visit her. You will  
regret it for the rest of your  
life.

GREG

(exploding)

Yeah. That's probably true. But you  
know what? I have a *shitload* of  
things to regret. I regret not  
having a date for tomorrow's stupid  
prom. I regret being too weird to  
make friends. I definitely regret  
making those shitty films with  
Earl. And check this out.

He opens a drawer and pulls out a bunch of APPLICATIONS. He  
throws them at his mom.

GREG (CONT'D)

I'm probably gonna regret never  
mailing these!

GREG'S MOM

Are you honestly telling me you...

GREG

Never applied to college! Not one!  
Whoops! I'm really regretting that  
now! You were right, Mom! You  
probably should've gone through  
more of my stuff!

His mom, horrified, says nothing.

GREG (CONT'D)

So just do me a favor right now.  
Just leave me alone. I just want to  
sit here and regret stuff. I'm  
gonna think of everything I've ever  
done, and everything I *haven't*  
done, and just regret the living  
shit out of it.

INT. GREG'S BEDROOM - THAT NIGHT

GREG is watching his stop-motion pirates and listening to HIS  
PARENTS argue through the walls.

GREG'S MOM (O.S.)

(tearfully)

The deadlines have passed, Victor!

(MORE)



GREG'S MOM (O.S.) (CONT'D)  
 What's he going to do next year? Is  
 he just going to waste his year?

GREG'S DAD (O.S.)  
 He *is* grieving, honey. You have to  
 let him grieve.

GREG'S MOM (O.S.)  
 How can you tell me to just *do*  
*nothing* while he ruins his life?

GREG'S DAD (O.S.)  
 That's not what I'm saying.

GREG'S MOM (O.S.)  
 That little *prick* Joel and his *damn*  
 fraternity. If he hadn't--

GREG'S DAD (O.S.)  
 It certainly didn't help.

The conversation continues as Greg watches his video.

PIRATES  
 Yaarrrrr. Avast. I love leukemia.  
 It's me favorite.

INT. CAFETERIA - THE NEXT DAY

Once again, GREG is eating alone under the prom banner, which  
 now has the word "TONIGHT !!!!!" added to it. And maybe even  
 more gratuitous quotation marks.

And again, Madison comes to sit with him.

Super: **The part where I get in my second fight ever**

MADISON  
 (hesitantly)  
 Greg? Can I talk to you?

Greg gathers his things and gets up.

GREG  
 Nope.

MADISON  
 It's not what you think.

Madison touches his arm, but he shrugs it off.

GREG  
(raising his voice)  
Let me ask you something--what is  
this? What is up with the arm-  
touching?

Greg is backing away from her now. She is following.

GREG (CONT'D)  
Are you just being friendly? Or is  
it, like, this calculated *tactic*?  
To get me to do whatever you want?  
Because you have to understand what  
it does, when the most beautiful  
girl in school touches the arm of a  
chubby pasty guy with a rodent  
face. It's an act of cruelty.

MADISON  
Are you done?

GREG  
Yeah, I'm done with *you*. And I'm  
done with the stupid *film*.

He backs into ILL PHIL.

ILL PHIL  
But you ain't done with *me*.

GREG  
Oh *come on*.

ILL PHIL  
You'll never escape me. Nobody rats  
me out and lives to tell about it.

I'm back for my revenge /  
Stab you in the dick, pardon my  
French /  
Shove your body under a bench /

GREG  
(frantic)  
Are you honestly gonna stab me?  
Fine. Go for it. You're gonna go to  
jail for your entire life, but,  
it's probably worth it. Stab away.

Ill Phil is not prepared for this. He was hoping Greg's  
reaction would be more along the lines of running away.

ILL PHIL  
You lucky I ain't got my knives.  
Stead you gotta fight me, punk.

GREG  
Sure. I'll fight you. Just stop  
rapping.

They square up. Neither one makes a move for a long time.

They actually have no idea how to fight.

ILL PHIL  
(muttering rap)  
Break your eyeball with a fist I  
got clenched /  
Take your teeth our with a wrench /  
Hit you with a stone from  
Stonehenge /

GREG  
STOP RAPPING.

Finally Ill Phil swings and Greg grabs his arm. But then Greg  
doesn't know what to do with it.

ILL PHIL  
(thrashing a little)  
Leggo my arm.

GREG  
Okay. Jesus.

More circling. The onlookers are becoming restless. Finally  
Greg rushes Ill Phil and grabs him around the waist. Ill Phil  
panics and grabs Greg around *his* waist.

They stay like that for a while.

And then, suddenly, EARL flies in and starts whooping ILL  
PHIL'S ass.

The CROWD goes berserk.

Almost immediately, a VICE PRINCIPAL separates the fight.

VICE PRINCIPAL  
BREAK IT UP.

INT. BENSON HALLWAY

The VICE PRINCIPAL and a SECURITY GUARD are leading/dragging  
EARL, GREG, and ILL PHIL to the nearest school exit.

GREG

(to Earl)

I thought you were eating lunch in  
Mr. McCarthy's office.

EARL

He all sad. Talkin bout German  
music or something. I was like,  
dude. This is boring as hell.

EXT. FRONT OF SCHOOL

The VICE PRINCIPAL, SECURITY GUARD, GREG, EARL, and ILL PHIL  
emerge from the doors.

VICE PRINCIPAL

(to Greg and Earl)

Two days' suspension for fighting.  
Two days' suspension for fighting.

(to Ill Phil)

Two days' suspension for fighting  
to be added to your lifetime  
suspension for drug dealing. Please  
leave school property.

BOYS

Yes sir/Awright.

As they begin walking away, Greg's COUSIN JOEL comes rushing  
up to the school.

JOEL

Greg! Greg. You gotta help me.

GREG

Joel? What are you doing here?

JOEL

Your mom came to my dorm and  
started screaming at me. Apparently  
I ruined your life and now you  
won't go to college.

GREG

Oh yeah.

JOEL

You gotta help me make this stop.

GREG

Sorry, man.

And now MADISON exits the school and joins them.

MADISON  
Greg, wait!

JOEL  
Madison?

GREG  
How do you know *Madison*?

JOEL  
She's King Dirk's girlfriend.

CUT TO  
FLASHBACK:

INT. GAMMA GAMMA DANCEFLOOR - NIGHT

KING DIRK is squatting over GREG's face as ONLOOKERS go nuts.

CUT BACK TO THE  
PRESENT:

EXT. IN FRONT OF THE SCHOOL

Greg is horrified. He turns to Madison.

GREG  
Your college boyfriend is... the  
guy with the wizard beer-can staff?

MADISON  
*Ex-boyfriend. He dumped me last  
night.*

JOEL  
Yeah, well, you shouldn't have  
tried to make him go to a high  
school prom.

MADISON  
Yeah, that was really dick of me.  
(she turns to an  
astonished Greg)  
Anyway, Greg, I was just seeing if  
you wanted to go.

Even Earl does not know what to say here.

MADISON (CONT'D)

Look. You were right. This whole movie situation has been really difficult for you, and I feel like it's my fault. I want a chance to make things up to you a little bit.

ILL PHIL

Yo, you can make things up to *me*.  
(beat)  
You wanna call me one time? You want my number?

EARL

(to Ill Phil)  
I'ma kick you in your damn head.

GREG

What, so I'm like, a replacement prom date for you?

MADISON

You're not a replacement, Greg.

She smiles.

MADISON (CONT'D)

I think we'd have fun.

INT. GREG'S BEDROOM - THAT EVENING

GREG is putting on his tuxedo. He is having some trouble with the pants.

His MOM is standing by the door.

GREG'S MOM

I *told* you you would get a date.

GREG

Yup.

GREG'S MOM

So, you're welcome. For the tuxedo and everything.

GREG

Thanks Mom.

GREG'S MOM

I am very unhappy about this college thing.

(MORE)

GREG'S MOM (CONT'D)  
But your father and I can wait  
until you're ready to talk about  
it.

GREG  
I appreciate that.

GREG'S MOM  
Let me help with your corsage.

She does.

Greg examines himself in the mirror.

GREG'S MOM (CONT'D)  
My handsome boy, going to prom.  
Take lots of pictures, okay?

Greg does not answer. He's busy looking into the mirror. An  
anxious boy in a tuxedo stares back out at him.

EXT. IN FRONT OF GREG'S HOUSE - EVENING

GREG, holding flowers, walks stiffly into a limousine.

INT. LIMOUSINE

GREG is alone in the back of a cavernous limousine. His  
immigrant-of-some-kind DRIVER is shouting cheerfully to him  
from the front.

GREG  
302 Halket Street.

LIMO DRIVER  
Very good, very good.

They drive.

LIMO DRIVER (CONT'D)  
You love this girl?

GREG  
Uh. I dunno if I would go that far.

LIMO DRIVER  
Will you be making love to her  
tonight?

GREG  
I think the odds are against that.

LIMO DRIVER  
But possibly yes?

GREG  
It's really gonna depend on what  
she wants.

LIMO DRIVER  
If you truly love her, she will  
want to make love to you.

Greg does not respond to this.

LIMO DRIVER (CONT'D)  
This girl, she is very beautiful?

GREG  
No, she is not.

EXT. SIDEWALK - FIFTEEN MINUTES LATER

GREG exits the limo, holding his bouquet of flowers.

He is not in front of Madison's house. He is front of the  
HOSPITAL.

He takes a deep breath.

INT. HOSPITAL ROOM

RACHEL is suffering from pneumonia, a complication of end-  
stage AML. She is extremely pale and having difficulty  
focussing. But she smiles when GREG walks in.

**Super: Day 209 of Doomed Friendship**

GREG  
Hey.

RACHEL  
Hey.

Her voice is weak and whispery.

GREG  
I passed your mom out there. She  
thought I looked *pretty good*.

Rachel snort-laugh, weakly.

GREG (CONT'D)  
I'll arrange these flowers for you.



RACHEL

Thanks.

He puts the flowers in the barf bucket. From his pocket he pulls out a DVD.

GREG

Before we watch this, uh... look. I'm really sorry it took so long to make. But the reason for that is, we couldn't figure out how to not get it to suck. And after all that work, it still completely sucks. And it's not actually what I wanted to say to you. But let's just watch it first. Okay?

She nods.

He puts the film in and sits next to her, the barf bucket of flowers on his lap, and they watch for a while.

The film does, as advertised, suck.

First, there are the TESTIMONIALS: students sitting in a classroom, saying clichéd things, or unhelpful things. So those suck.

Then there are the SOCK PUPPETS beating up on each other. It's hard to even tell what they're saying. It's just violent and irrelevant. That sucks, too.

DENISE'S INTERVIEW has been jarringly edited so as not to be depressing, but of course this makes it even more depressing. It goes without saying that this sucks.

And now there are LEGO PIRATES wandering around, talking about how much they love leukemia. Also an inexplicable ROTATING TARANTULA PAPERWEIGHT. How could this possibly not suck?

As they watch, Rachel begins to cough, weakly. Greg ignores this for a few coughs.

Then he realizes that it isn't going away.

GREG (CONT'D)

Do you want me to, uh, get a nurse?

Rachel, nods, coughing, in pain.

INT. HOSPITAL HALLWAY - SLIGHTLY SLOWED DOWN, SOUND MUFFLED

GREG emerges from the room and says something to DENISE, who rushes into the room, stricken.

GREG (V.O.)  
That was the last time I saw  
Rachel. She went into a coma  
shortly after that, and died about  
ten hours later.

Greg flags down a passing NURSE and says something to her. Irritably, she walks into Rachel's room, shutting the door behind her.

GREG (V.O.)  
Yeah. I know I told you she didn't  
die. But I mean... This is a story  
about a girl with cancer.

Greg is left alone in a hospital hallway.

GREG (V.O.)  
What the hell did you *think* was  
going to happen?

INT. HIGH SCHOOL AUDITORIUM - THE NEXT DAY

GREG, EARL, and MR. MCCARTHY are sitting all in a row, near the back. A forceful inner-city PRINCIPAL is speaking.

PRINCIPAL  
It is indeed a difficult *time*...  
for the Benson High School family.  
We are *mourning*... a family *member*.  
But we have an unexpected and  
touching *opportunity*... to turn our  
thoughts to her... in a unique way.  
(with God's own voice)  
EARL JACKSON. GREGORY GAINES.  
Please come to the stage.

Greg's heart skips a beat. His eyes widen with terror.

CUT TO  
FLASHBACK:

INT. HOSPITAL ROOM - LAST NIGHT

Denise's attention is drawn to the film that Greg has left playing.

PRINCIPAL (V.O.)  
These boys made a *film...* that they  
delivered to Rachel last night.

CUT BACK TO THE  
PRESENT:

INT. HIGH SCHOOL AUDITORIUM

Earl has his head deep in his hands.

CUT TO  
FLASHBACK:

INT. TEACHER'S CONFERENCE ROOM - EARLIER THAT DAY

TEACHERS, and the PRINCIPAL, are watching the film and  
looking moved. They are watching a sock puppet part.

PRINCIPAL (V.O.)  
And her mother has given us  
*permission...* to show you this film  
now.

CUT BACK TO THE  
PRESENT:

INT. HIGH SCHOOL AUDITORIUM

Greg and Earl are up on stage. Cataclysm. It is, literally,  
the stuff of nightmares.

PRINCIPAL  
Before we show the *film...* Is there  
anything you would like to *say...*  
to the Benson High School family.

Earl walks to the lectern. The mic is nowhere near his head.

The PRINCIPAL, noting this, removes the microphone and holds  
it to Earl's mouth.

EARL  
Naw.

PRINCIPAL  
You will let this audacious film  
speak for you. Very good. Gregory?

Greg staggers to his feet. He takes the mic. He gazes out at  
his classmates.

He has nothing to say to them. But he can't just say nothing.  
Suddenly he begins speaking.

GREG

This film sucks. And after you watch it, you're gonna think I'm this pathetic untalented loser. But here's the thing: I don't care what you think about me. I've spent the last four years obsessing over how everyone sees me, and I just realized, I don't care anymore. The only person whose opinion I care about is dead. So, whatever.

He puts the mic down, then decides to pick it back up.

GREG (CONT'D)

I've always wanted never to be noticed by anyone. But the best way not to be noticed is to be dead. And I don't want to be dead.

He puts the mic back. The principal, glowering, walks over to reclaim the mic.

Then Greg abruptly grabs it a third time.

GREG (CONT'D)

Wait. Here's why our film sucks. It's not the film we *should have made*. Okay? Because I wasn't even friends with Rachel before she got sick. And then she got sick and we spent all this time together, but it wasn't enough. It just wasn't.

To make the film we should have made, we should have gotten her to tell us every single thought she has ever had. Because it's all just lost, now. We should have had a camera on her, constantly, since the day she was born. Because her whole life, now, it's just *lost*. We should have had a camera *inside her head*, because all of her specific thoughts and ideas and dreams and phobias and impressions of the whole stupid world, they're all about to be *lost*, and the film we should have made would keep her from being lost.

(MORE)

GREG (CONT'D)  
 (forcing back tears--semi-  
 incoherent)  
 It sucks. Nothing sucks more than  
 this. It *sucks*.

He puts down the mic and runs offstage and out of the auditorium. The students are baffled. Some of them are giggling.

Earl has his head in his hands.

The lights go down.

INT. SYNAGOGUE - MORNING

Rachel's memorial service is held in a little Reform synagogue. There is no casket. The RABBI is leading the congregation through the burial kaddish, in Hebrew. Greg is near the back, with his parents.

RABBI  
 Yitgadal v'yitkadash sh'mei raba.

CONGREGATION  
 Amen.

Greg does not join in.

RABBI  
 B'alma di vra chir'utei v'yamlich  
 malchutei, v'chayechon u'vyomechon,  
 u'v'chayei d'chol beit yisrael,  
 ba'agala uvizman kariv, v'imru.

CONGREGATION  
 Amen.

Again without Greg.

INT. RACHEL'S LIVING ROOM - AFTERWARD

MOURNERS wander around Denise's house, sitting shiva.

GREG spots MADISON and SCOTT MAYHEW together holding hands, talking to DENISE. Surprised and sickened, he avoids them.

Then he is cornered by an OLD PERSON.

ELDERLY MOURNER  
 I heard you made a very nice little  
 movie about Rachel's life.

GREG  
Oh. Uh, yeah.

ELDERLY MOURNER  
When will it be in theaters?

Greg does not have the heart to set this doddering old person straight.

GREG  
Soon. Really soon. I'm sure Denise  
will let you know. Can you excuse  
me for a moment?

Greg sneaks out into the hallway. He looks around for a place where he can escape all human contact. He gazes up the stairs at the door to Rachel's room.

INT. RACHEL'S BEDROOM

Greg is sitting on Rachel's bed. Surrounded by pillows.

He gazes at the walls. Daniel Craig, Hugh Jackman.

A figure appears in the doorway. Denise.

DENISE  
Greg.

GREG  
Mrs. Kushner. I mean, Denise.

She blinks, but is silent.

She steps toward him. Does she want a hug? Greg sticks his arms out awkwardly.

No, she does not want a hug. She just wants to give him back his COLLEGE DIRECTORY.

DENISE  
I'm supposed to give this back to  
you.

She does. And retreats back to the doorway.

DENISE (CONT'D)  
(smiling sadly)  
Squeak squeak.

GREG  
(agreeing)  
Squeak.

He is alone. He holds the college directory and almost doesn't open it. But he does.

There's a message on some Post-Its on the inside cover.

RACHEL (V.O.)

Thank you for lending this to me. I marked up a few film programs for you and Earl to look at. They all have high ratings in Wittiness, Intellectualism, and Tolerance of Chubby Kids.

Goodbye, Greg. You're a good friend. Although if you don't go to film school, you're also an idiot. But you already knew that. Love, Rachel.

P.S. I'd also like for you to take Francesca. She'll want a good home where she'll be loved.

Greg picks up Francesca.

RACHEL (V.O.)

P.P.S. Not in the way you're thinking. That's disgusting.

EXT. RACHEL'S BACKYARD - A FEW MINUTES LATER

EARL has spent most of the shiva outside smoking irritably.

GREG finds him, holding the book.

EARL

Look who it is.

GREG

Sorry, I haven't been out of my room for a few days.

EARL

Yeah. I know. You smell terrible.

GREG

I can't really smell myself.

EARL

(matter-of-factly)

You smell like a homeless dude. And you bout to fail all your classes. McCarthy all pissed at you.

GREG

Yeah, well. Whatever.

Something in Greg's attempted nonchalance moves Earl's heart to pity.

EARL

Son, look. I hate to get on you for this, but I'm just tellin you. This a tragic thing, that happened. It make me sick. But listen.

You can't let it tear up your life. You can't be making these terrible decisions. You gotta take care a your own shit.

GREG

Yeah. About that...

(cautiously)

You ever think about applying to film school?

EARL

Oh hell no, son. I ain't goin to no *film school*. Films, man... that ain't gonna be my life. That's a *hobby*. I ain't puttin my life on hold, goin a hunnert thousand dollars into debt for no *hobby*.

Greg looks miserable.

EARL (CONT'D)

Son, I can't be *doin* this film shit no more.

GREG

(bitterly)

I guess I had this kind of stupid dream that we were gonna go to film school and then start a production company together or something.

EARL

I'ma level with you. I never even *liked* makin the damn films. I like your house, I like eatin your food. I like *watchin* crazy-ass films. But I *hated* makin em.

GREG

So what *do* you want to do?



EARL

I don't know.

(beat)

I kinda just want to end up like  
your dad.

GREG

What?!

Greg peers through the window at his DAD, who is alone in the middle of the living room, scratching himself.

EARL

Listen, son. I'm just tellin you.  
Your dad's *around*. He around all  
the damn time. Fact he around too  
much. Talking to the cat, starin at  
the wall. But that's a hell of a  
lot better than the opposite.

That's what I'ma give my kids. Dude  
who's around. Servin em crazy-ass  
food, showin em films with  
subtitles. I ain't getting there by  
spendin a hunnert K on no *film*  
*school*. I gotta get a *career*.

GREG

Oh.

EARL

(getting fired up)

You can be some broke-ass artist.  
You too weird to be a dad anyway.  
Me, I'm getting a *job*. Savin up for  
a family. Buyin a big-ass home,  
fillin it up with my weird-ass kids  
and a damn dog. I'm *out*.

GREG'S MOM appears in the doorway.

GREG'S MOM

Hi boys.

Earl, it's a little inappropriate  
to smoke cigarettes outside of  
someone's shiva. Seeing as that  
person died of cancer.

Earl stubs it out.

EARL

Sorry, Ms. Gaines.

GREG  
We'll be inside in a sec.

GREG'S MOM  
Okay.

She returns inside.

GREG  
I'm out too. I'm not making films  
anymore either. I'm retired.

EARL  
Son, you ain't even listenin to me.

This next thing is hard to say.

GREG  
Earl. Look. If you quit, I quit.

Earl looks Greg in the eye.

Greg means it.

EARL  
Son. You're the filmmaker. That's  
always been you. Know who I am? I'm  
just your dumbass friend.

You'll be all right. You gonna find  
someone else to make films with.  
Who know what they *doin*, for once.

And from now on, I'ma be your  
audience. I'ma watch errything you  
make. And I'm probly gonna hate it.  
You probly ain't shit without me.  
But I'll still watch that shit.  
Awright?

GREG  
All right.

EARL  
Goddammit stop cryin.

GREG  
I'm not c-crying.

EARL  
Cryin like a bitch.

Earl, after a resentful pause, puts his arm around Greg. He  
pats Greg on the shoulder a few times.

EARL (CONT'D)  
(irritably)  
Feel like we're having a goddamn  
breakup right now.

INT. GREG'S BEDROOM - NIGHT

We're back to where we started: GREG staring at a computer monitor, breathing loudly through his nose.

GREG (V.O.)  
Rachel's ashes were scattered in a  
park behind her house. Apparently  
she ran away from home once and  
tried to live there.

It was this story her aunt told at  
the funeral. She was trying to  
become a squirrel. She thought she  
could turn into one by just being  
in the forest and wanting it really  
bad.

I guess maybe that's what Mr.  
McCarthy meant, about someone's  
life continuing to unfold.

It was weird to be learning  
something new about Rachel after  
she died. But somehow it was  
reassuring as well.

The printer has just stopped printing the story we have just  
been told. On the back we see the words, **"Somehow it was  
reassuring as well. FIN."**

He puts it in an envelope addressed to the American Film  
Institute Conservatory.

And then he puts a DVD in a jewel case. And then he sticks a  
Post-It on top of the case, and writes, **"WARNING: THE LAST  
PERSON WHO SAW THIS IMMEDIATELY WENT INTO A COMA AND DIED."**  
And he puts that in the envelope as well.

He seals the envelope.

He stares directly at us. We look into his eyes.

He crosses them, briefly.

BLACKOUT.

FIN.