

HEROES AND VILLAINS

ENTERTAINMENT



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PALMER

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INT. GREYHOUND BUS - MOVING - LATE DAY

Once handsome, PALMER, pushing 40, and spent beyond his years, stares vacantly out the grimy window... Outside, a HIGH SCHOOL FOOTBALL TEAM practices in an open field...

EXT. ROAD - MINUTES LATER

A desolate stretch of land, a few small homes scattered about...

The bus drives off, leaving Palmer behind, duffle bag in hand. He sparks a cigarette and focuses on a small, neglected ranch house. In the driveway is a beat up Chevy. Next door, is a run-down house, in desperate need of repairs.

Palmer stares at the ranch house, emotional for a beat.

EXT. VIVIAN'S HOUSE - PORCH - EARLY EVENING

A loud KNOCK. Inside, a COUGH is heard. Relentless. Hacking.

VIVIAN (O.S.)
I'm coming. Hold ya horses.

Palmer stands waiting, uncomfortable, until finally --

VIVIAN PALMER, 70s, appears through the screen door, in worn slippers and black sweatpants. An old navy cardigan clings to her unhealthy frame. She stares at her grandson for what seems like forever. Not thrilled.

VIVIAN (CONT'D)
Well, ain't this a surprise...You
finally got out.

INT. VIVIAN'S HOUSE - LIVING ROOM - EARLY EVENING

The room is old. Yet tidy. The few pieces of furniture, relics. A gigantic television plays to no one. Framed photographs collect dust. A much younger Vivian. A YOUNG BOY in her grasp. A MAN, looking strikingly similar to Palmer...

Palmer enters, taking it in.

He watches Vivian in the adjoining kitchen as her arthritic fingers bring a nub of a cigarette to her angry lips.

VIVIAN
...supposin' you need a place to
stay.

Her other hand rolls a chicken liver in flour.

PALMER
Just 'til I get myself straight.

Vivian drops the floured liver into boiling oil, weighing the decision. It's not an easy one.

PALMER (CONT'D)
I plan on lookin' for work.

Vivian is quiet, eyeing him. Then:

VIVIAN
I go to church every Sunday. If
you're livin' here, that's where
you'll be on the Lord's day.

OFF Palmer...

INT. VIVIAN'S HOUSE - PALMER'S BEDROOM - EARLY EVENING

The floorboards creak under Palmer's foot. He drops his bag on the bed.

The room is lonely, stale looking. A faded HORNETS HIGH SCHOOL FOOTBALL pennant is tacked to the wood paneling. In the corner, is a TV and VCR player. A BOOM BOX sits on a chest of drawers.

Palmer examines the BOOM BOX, notices a tape inside. Curious, he pops it open as...

A VOICE is heard outside. Palmer looks out the window and sees --

SHELLY, barely 30, long wet blond hair, rail thin, sitting on the front step of her house, in a bath towel. She takes a drag off her cigarette, points with her bare foot...

SHELLY
That one right there, she's my
favorite, 'cause I like her pretty
hair...

Palmer can partially see a CHILD... and a collection of BARBIE DOLLS.

Seconds later the screen door bangs open, and JERRY, 50s, plows out, practically knocking Shelly right over.

JERRY
Where the fuck's my wallet?

EXT. SHELLY'S HOUSE - SAME

Shelly, keeping from falling off the stoop, looks up at him.

SHELLY

I don't know. Look around with your eyeballs. I didn't take it.

JERRY

Bullshit you didn't take it.

Jerry shoots her a hostile stare, then disappears back inside the house, cursing loudly.

SHELLY

Real nice, Jerry.

Shelly takes another drag off her cigarette, flicks it away.

It turns quiet. Finally the door flies open, and Jerry storms past Shelly, walking toward a red truck.

SHELLY (CONT'D)

Ya find what you were lookin' for?

He flips her the middle finger.

SHELLY (CONT'D)

Okay, thanks.

He gets into his truck. Shelly, now angered, picks up a rock and heaves it at his truck, her towel nearly falling off. Dust kicks onto her body...

SHELLY (CONT'D)

Asshole.

INT. VIVIAN'S HOUSE - PALMER'S BEDROOM - CONTINUOUS

Palmer watches Shelly head back into her house, brushing past her son, SAM, 7, a small boy with kind eyes, holding a BARBIE DOLL.

Palmer stares at the boy, closely. Beat. Sam returns to playing with his dolls.

INT. VIVIAN'S HOUSE - MOMENTS LATER

Vivian sits at the table, eating. Palmer enters.

A plate has been set for him on the table. Palmer sits down next to Vivian. It's awkward. He grabs a pitcher of sweet tea and re-fills Vivian's glass, then his.

VIVIAN
Thank you.

Beat. Palmer takes a thirsty sip.

VIVIAN (CONT'D)
Your things are in the closet. I thought about throwin' it all out in the trash... But it's still in there, if you want 'em.

Palmer nods. Eats slowly. Vivian takes one last bite, washes it down with tea, then she abruptly stands. A bit unsteady. Palmer reaches to help, she waves him off.

VIVIAN (CONT'D)
I'd appreciate you doin' the dishes.

She drops her napkin and walks out. Palmer sits by himself, unable to eat.

After a moment, Palmer rises, moves to a pantry closet. It's stocked with cans of CAMPBELL'S SOUP and BOXED ITEMS. He finds what he's looking for and sits back down at the table.

Palmer pours Tabasco all over the liver, eats hungrily.

INT. VIVIAN'S HOUSE - BATHROOM - NIGHT

Palmer finishes brushing his teeth, cleans his toothbrush thoroughly, opens the medicine cabinet to store it. His eyes land on prescription bottles lining the bottom shelf.

Palmer places the toothbrush on the top shelf. Shuts the medicine cabinet.

INT. VIVIAN'S HOUSE - LIVING ROOM - CONTINUOUS

Palmer exits the bathroom and hears music. He walks out to the living room, watches Vivian through the screen door, sitting on the porch listening to the radio... He lingers, debating... Finally, he walks to his bedroom.

EXT. VIVIAN'S HOUSE - NEXT MORNING

The sun is strong. We hear movement inside the house...

INT. VIVIAN'S HOUSE - KITCHEN - SAME

Palmer enters the kitchen. He helps himself to a glass of faucet water. Vivian stares inside the open pantry closet --

VIVIAN

Things just walk away in this house. I swear I had a can of tomato soup in here. You take it?

PALMER

No, ma'am.

Vivian moves to a cupboard, searches through it.

PALMER (CONT'D)

That old Chevy work?

VIVIAN

It works. Not much gas in it.

INT. VIVIAN'S HOUSE - LIVING ROOM - MORNING

Palmer scoops up the keys. Nearby is Vivian's purse. Her WALLET, in plain view.

INT. VIVIAN'S HOUSE - KITCHEN - MORNING

The front door SLAMS. Vivian looks back and notices her wallet. Her face tells us money may be missing. Unwilling to find out, she returns her attention to the stove.

EXT. VIVIAN'S HOUSE - MORNING

Palmer walks to the Chevy, sparks a cigarette. His eyes momentarily land on the house next door. No sign of the woman or the kid. He gets behind the wheel of the car, drives off.

INT. PAROLE OFFICE - DAY

Palmer sits opposite a PAROLE OFFICER, 50s, who writes in a file. On the wall is an ALABAMA state emblem.

PAROLE OFFICER

Where you livin'?

PALMER

One twenty-one Twin Road.

PAROLE OFFICER
Whose address is that?

PALMER
Grandmother. Vivian Palmer.

The Parole Officer writes it down.

PAROLE OFFICER
You got a job?

PALMER
No, sir.

The Parole Officer makes another mark and closes the folder.

PAROLE OFFICER
Find one.

INT. BATHROOM - DAY

Palmer pees into a plastic cup. Finished, he hands it to a MAN behind him, walks out.

EXT./INT. TOWN/CHEVY - LATER

The Chevy pulls into town. Passing a BANK on its way in.

Palmer's eyes linger longer than they should.

EXT. TOWN - DAY

The Chevy pulls into a parking spot. Palmer exits and steps onto the sidewalk. Taped to store front windows are POSTERS of HORNETS HIGH SCHOOL FOOTBALL.

Palmer walks past a few shops with little interest, then sees a PAWN SHOP. He stares at the window. Closely eyeing a FENDER TIM ARMSTRONG HELLCAT, in mind condition.

He moves on, stops to glance at a community board hanging outside the post office. Flyers are stuck to the worn cork.
EGGS FOR SALE. BIBLE LESSONS. GARAGE SALE.

SIBS, black, small in stature, somewhere in his 50s, appears. He tacks a new card to the cork.

SIBS
You lookin' for work?

Palmer notices the card: JANITORIAL ASSISTANT NEEDED.

Then he notices Sibs. Mostly his dark skin.

PALMER
No.

Sibs holds his look and smiles knowingly.

SIBS
You take care.

Palmer walks off. Sibs watches him go.

INT. BAR - DAY

Air conditioning blows from a dirty window unit. Country music plays from a Juke Box. Palmer takes a seat at the bar. A few DRUNKS occupy other stools. The BARTENDER, late 50s, veteran of the place, approaches.

BARTENDER
What can I get you?

Then at closer inspection...

BARTENDER (CONT'D)
Eddie?

Palmer nods. The Bartender stares at him. It's been awhile and the last time he saw him...

BARTENDER (CONT'D)
Well...you're finally legal.

He puts a glass in front of Palmer and fills it with Bourbon.

BARTENDER (CONT'D)
It's on the house.

INT. BAR - BATHROOM - HOURS LATER

Palmer, drunk, pees into the urinal. He catches his reflection in the mirror. A long reflective beat.

INT. BAR - EARLY EVENING

Palmer exits the bathroom. A MAN, Palmer's age, grease stained clothes, occupies his stool. Another MAN, shorter, hyper, stands at his side. Palmer watches them for a beat. Walks over.

PALMER

You mind, pal. I was sitting there.

The man, DARYL REED, turns, ready for a fight.

DARYL

What'd you say?

His friend, NED, instantly recognizes Palmer.

NED

Holy shit. Fuckin' Palmer.

Daryl looks at Palmer --

TIME CUT -- LATER

Empties are lined up on the bar.

DARYL

...shit, remember that game in
Rocport. That son of a'bitch kept
pullin' my face mask...he rushes
the line and boom!

(to Ned, off Palmer)

Palmer threw that ball so hard into
his balls -- his face turned blue!

Daryl and Ned crack up. Palmer takes a swig of beer, manages a smile.

DARYL (CONT'D)

You know your record was only broke
a few years ago.

Palmer looks at him. Quiet. Then curious...

PALMER

How many he throw?

DARYL

A hundred...a hundred and fifteen.

Palmer nods. Disappointed. It was the only thing he had.

COLES, 30s, protruding belly over his regulation police uniform, walks in. He stops at the sight of Palmer. Both happy and nervous.

COLES

Shit, when'd you get out?

PALMER
A few days back.

They stand, uncomfortable. More so for Coles.

COLES
You need anything, you let me know.

Daryl rises and heads to the bathroom.

DARYL
I need somethin'. I need your old
man to stop giving me goddamn
parking tickets!

COLES
I don't wanna hear it! C'mon, Ned.
Let's get a game in before the wife
calls.

Ned follows Coles to the pool table. Palmer finishes his beer. He sits there alone and feels every bit of it.

The door opens, and Shelly enters the bar. Her hair, make-up and clothes looking pretty.

BARTENDER
What do you want?

SHELLY
I want my nails done and my ass
waxed, what do you think I want?
Gimme a Jim and coke.

The Bartender walks off, annoyed. Shelly notices Palmer.

SHELLY (CONT'D)
You're Vivian's grandson, ain't ya?
(off Palmer's silent
stare)
What's the matter, handsome, you
don't talk?

INT. SHELLY'S HOUSE - BEDROOM - DAY

Sun streams through dirty plastic blinds. Palmer wakes. Hung over. No idea where he is. Until he sees Shelly's naked body next to him. He grabs his smokes off a cluttered dresser and pops one into his mouth. Palmer lights it, steps out of bed, naked. He slips into his jeans.

Shelly stirs, rolling over, as... Palmer leaves the room.

INT. SHELLY'S HOUSE - LIVING ROOM - CONTINUOUS

Palmer walks past a couch and coffee table. His eyes land on a can of CAMPBELL'S TOMATO SOUP, spoon in it, on the floor.

EXT. SHELLY'S HOUSE - CONTINUOUS

The screen door slams behind Palmer. He stares at the Chevy, parked haphazardly in Vivian's front yard. He stops to zip up his fly. The cigarette dangling from his lips.

He looks up and sees...

Vivian and Sam staring right at him. They hang clothes on a backyard line.

Palmer locks eyes with Vivian. He takes a pull off the cigarette and keeps walking. Vivian watches him disappear inside the house. Her narrowed eyes stay on him --

VIVIAN

Sam, hand me that shirt.

Sam grabs a shirt from a basket. They continue hanging clothes.

INT. VIVIAN'S HOUSE - MORNING

Vivian, dressed in church clothes, fills a container with cooked food. She checks the time. Grows angry.

She leaves the kitchen, heads down the hall...

Vivian barges into Palmer's darkened bedroom. Paying no attention to Palmer who is passed out under the sheets. Vivian roughly pulls open the shades -- shedding light into the room.

VIVIAN

We're leaving in fifteen minutes.

INT. SHELLY'S HOUSE - MORNING

Sam emerges. A gentle looking, young boy.

He wears a clean shirt, tiny tan shorts and white sneakers.

He moves to his mother who sits slumped on the couch, smoking. He hands her a Barbie doll with a missing foot.

SAM
Don't forget?

SHELLY
No, I won't. Nap time at noon.

Sam eyes his mother, closely. Something tells us he's afraid to leave her alone. Shelly picks up on this. She takes a drag off her cigarette. Examines the doll.

SHELLY (CONT'D)
You know who your dolly looks like?

Shelly sits up, straightens the doll's bright pink dress, fixes its blond hair, then looks at Sam who doesn't seem to have a clue.

SHELLY (CONT'D)
Hello, Miss Teen Honey Bee?

Sam smiles, wide.

SHELLY (CONT'D)
That's right... And I wore a dress
just as pretty and pink as this.
And my hair was done up jus' as
gorgeous as hers. And I was wearing
the most beautiful pair of shoes.
Although, I had both my feet.

Sam giggles.

SHELLY (CONT'D)
And I walked onto that stage,
lookin' so smart and special. And
whose name did them judges call?

Sam loves this story.

SAM
Yours!

SHELLY
Tha's right.

Shelly smiles. Sam stares at his mother, proud. Shelly puts the doll down, fixes Sam's collar.

SHELLY (CONT'D)
A'right. Miss future Teen Honey
Bee's gonna stay here with me. And
you go get your church on...

Sam gives his mother a big hug and runs out the door, happy. Beat. Shelly picks up the doll, eyeing it as she takes a drag off her cigarette.

Tucked in the corner of a shelf, we see a trophy collecting dust. It wasn't a lie.

INT. CHEVY - CONTINUOUS

Sam hops in the back seat, slams the door. Vivian is in the passenger seat.

SAM

Miss Vivian, why are you sitting there?

Vivian doesn't answer. Through the windshield we see Palmer emerge from the house.

Finally, Palmer slides behind the wheel. He starts the car. Turns ON the radio. Vivian watches Palmer as he switches the radio from AM to FM, awkwardly searches for a song --

VIVIAN

Sam, this is my grandson, Eddie. Although I'm sure he prefer you call him Palmer. Even if Eddie's a much nicer name.

SAM

I like Palmer.

Palmer dials past a Latino station, a LADY GAGA song, lands on Rush's "Tom Sawyer." He decides to leave it there.

They drive off.

VIVIAN

(more to herself)

A last name should be used as a last name, not a first.

SAM

Maybe he doesn't like his first name. And that's why he uses his last name. Do you like your first name?

PALMER

No.

SAM

See! I told you, Miss Vivian, he
don't like it.

VIVIAN

I ain't into arguing, Sam. Now roll
that window up. It took me two
hours to do my hair.

Sam giggles and rolls it up.

SAM

You got your hair up high today.

VIVIAN

What hair I got left.

Sam rises off his seat. Looks down at her hair. And gently pats it.

SAM

Don't worry - I can't hardly see
the bald spot. It looks real
pretty.

He sits back down. Vivian looks pleased.

VIVIAN

Thank you, Sam.

Sam smiles up at Palmer in the rear view mirror. He looks happy. Palmer, silent, turns back to the road.

INT. CHURCH - MORNING

Sam leads Vivian and Palmer to their usual pew seats. A few whispers and curious eyes follow Palmer. Vivian proudly says her hellos. She forces a few to acknowledge Palmer, who offers an uncomfortable nod in return to their now welcoming gestures.

We see Daryl with his YOUNGER WIFE, 10 month-old BABY, another young CHILD, and 8 year-old boy TOBY.

Coles sits next to his pretty wife, LUCILLE, and daughter EMILY, 7, in a pink dress, who exchanges a smile and wave with Sam.

Palmer, grateful to be seated, catches a glimpse of Ned, looking miserable, alongside his older MOTHER.

EXT. CHURCH - YARD - AFTERNOON

The congregation is enjoying a picnic. Vivian is amongst those doling out the food. Sam, happy, runs off with Emily. Toby runs around with other BOYS, throwing a football.

Palmer stands off by himself. Smoking.

Coles makes his way to Palmer. He hesitates, then --

COLES

Look, I just wanted to say I should'a visited. Or at least sent you a letter.

Palmer drops his cigarette. Stamps it out.

PALMER

Forget it.

He gives Coles a look. It's done. Ned wanders over.

NED

What's going on, fellas?
(stops, off Sam)
There is something wrong with that boy.

Palmer turns and sees Sam twirl dramatically. Emily claps.

NED (CONT'D)

(to Coles)

He could be your kid. You had a piece of his momma, didn't ya?

Ned cackles. Coles shoves Ned, hard. He looks to see where his wife is.

COLES

Why you gotta be so stupid?!
(annoyed)
Besides, that was before I was married.

NED

No, it wasn't.

A loud voice grabs their attention --

Daryl, drunk, aggressively shoves his hulking son, JAKE, 17, who does not fight back.

DARYL

Come on, big man!

Daryl's EX-WIFE, DARLEEN, 30s, attacks him.

DARLEEN
Stay away from him!

Daryl is about to cold cock her, when Coles and a few men grab him. Daryl breaks free and stares at the gathered crowd.

DARYL
What the hell you'all looking at?!

Daryl stalks off.

INT. CHEVY - LATE DAY

Palmer drives. Sam sits in the back. He waves to Emily, as she disappears into her car.

VIVIAN
Darleen was right to leave him.
Daryl Reed is nothin' but trouble.
Just got better luck than you.

SAM
Toby Reed's nothin' but trouble,
too. And he has bad luck, 'cause
he's always in the Principal's
office....He's kinda stupid.

VIVIAN
He's slow, honey. Not stupid.

SAM
What's slow mean?

VIVIAN
Means it ain't his fault.

SAM
(gives it thought)
No. He's jus' stupid.

EXT. VIVIAN'S HOUSE - LATE DAY

Palmer opens Vivian's car door and helps her out. She hands Sam a plastic container of food.

VIVIAN
You give this to your momma. Make
sure she eats it.

SAM
Yes, ma'am.

He takes the container and hugs Vivian.

VIVIAN
Sweet boy.

Sam turns to Palmer and hugs him. Palmer stands frozen in his grip, uncomfortable.

SAM
Night, Palmer.

Sam runs off into his house.

EXT. VIVIAN'S HOUSE - NIGHT

Palmer sits on the porch, smoking a cigarette and getting drunk. In his lap is a folded newspaper. He momentarily puts the beer aside and circles a HELP WANTED listing.

Laughter grabs his attention. He looks up and sees Shelly exit her house. The man from earlier (JERRY), follows after her. They hop in his red truck and drive away.

INT. VIVIAN'S HOUSE - LIVING ROOM - MORNING

Vivian sits on the couch, watching her shows. Palmer enters. He grabs the car keys, about to head out the door.

VIVIAN
I need some things from the mart.

She holds out a grocery list. Palmer is about to walk away.

VIVIAN (CONT'D)
Hold on. Let me give you money.

Palmer waits, embarrassed. Vivian fumbles around her purse. It seems to take forever. Finally, she hands Palmer money, and he exits.

INT. GROCERY MART - LATER

Palmer waits, as the female CLERK rings up his groceries. Palmer's eyes glance to a sign: CASHIER NEEDED.

The Clerk follows Palmer's stare.

CLERK
You wanna application?

Palmer looks at her...he shakes his head no. She continues ringing up the groceries.

INT. VIVIAN'S HOUSE - LIVING ROOM - EVENING

Palmer enters, carrying two brown bags. Vivian sits facing the TV. Sam stands behind her, brushing her hair. Beside the couch is a small, brown, beat-up SUITCASE.

VIVIAN
His momma run out again. He'll be staying with us.

Sam holds up a mirror to Vivian's face.

VIVIAN (CONT'D)
I think I need a 'lil color.

Palmer watches Sam grab Vivian's makeup bag off the floor and hand it to her. Sam once again holds up the mirror as Vivian applies bright red lipstick to her lips.

INT. VIVIAN'S HOUSE - PALMER'S BEDROOM - EVENING

Palmer lies on top of the bed. Smoking. There's a knock on the door. Then it opens. Sam stands in the doorway. He stares at Palmer. Tentative. Then he enters.

Sam sits down on the bed, holding two Barbie Dolls.

SAM
My friend Emily gave these to me.
Every time she gets a new doll, I
get her old ones. Her dog chewed
this one.

He holds up the doll with the missing foot.

SAM (CONT'D)
It's still good, though. She jus'
has to hop a lil'.

He hops the doll across the bed. A cute laugh escapes him.

PALMER
You know you're a boy, right?

Sam nods.

PALMER (CONT'D)
Boys don't play with dolls.

SAM
Well, I'm a boy. And I do. So,
you're wrong.

Sam shoots him a look.

PALMER
Get out.

Sam moves off the bed. He slowly leaves the room.

INT. VIVIAN'S HOUSE - KITCHEN - EVENING

Palmer barely touches his food as he drinks a beer. Sam watches him curiously.

VIVIAN
Sam'll take your room. You can have
the couch.

SAM
I don't mind the couch, Miss
Vivian. I sleep on it at home.

VIVIAN
A boy your age should sleep in a
bed.

SAM
I don't mind. I can watch the TV.

VIVIAN
No, you will not.

SAM
Miss Vivian?

Vivian looks at him. He motions to his Barbie Doll, with the one missing foot, that is propped in the seat next to him. Vivian places a saucer down.

SAM (CONT'D)
Thank you.

Sam places a piece of food on it. Palmer kills his beer.

VIVIAN
So when you gonna give me the rest
of the change from the mart? I was
short. Three dollars.

Palmer holds her look. Anger visible. She says nothing. Waits for her change. Palmer rises and grabs change and a receipt off the counter. He slaps both down in front of her.

PALMER

Count it.

VIVIAN

I don't need to count it. It's short!

Palmer separates the dollar bills.

PALMER

Seven dollars. And thirteen cents.

Vivian looks down at the cash. Crisp bills. It's possible she miscounted. She looks across the table and sees Sam watching.

VIVIAN

Sam, eat your dinner.

Vivian returns to her meal without an apology. Palmer just stares at her -- then exits.

INT. BAR - NIGHT

ESPN plays on the TV. The Bartender collects a tip. Sibs rises from his stool.

BARTENDER

Night, Sibs.

Palmer enters, takes a seat at the end of the bar. Sibs gives Palmer a passing nod as he exits. The Bartender walks over to Palmer and fills his glass with Bourbon.

PALMER

Leave it.

They exchange a look. The Bartender, against his better judgment, leaves the bottle behind and walks off.

EXT. TOWN - NIGHT

Palmer relieves himself against the alley. Finished, he walks towards the Post Office. He stares drunkenly at the message board. One in particular -- Janitor Assistant.

INT. VIVIAN'S HOUSE - KITCHEN - MORNING

Vivian opens a cabinet. Sam stands next to her, perfectly combed hair and dressed nicely for school. On the counter is his open lunch box, inside are just cookies.

VIVIAN

You need something else in there.
You can't eat cookies for a meal.

SAM

Why not? I like cookies.

Vivian shoots him a look like "nice try," then takes out a loaf of bread and starts making him a sandwich.

EXT. VIVIAN'S HOUSE - MORNING

Palmer sits down on the porch step and sparks a cigarette. A moment later, the screen door opens, and Sam steps out, holding a "LITTLE PRINCESS" lunch box.

Palmer eyes the lunch box. Contempt visible. Sam smiles right at him -- then turns, runs fast to the end of the driveway, where a school bus arrives.

EXT./INT. PARKING LOT/CHEVY - DAY

The Chevy crawls to a stop. The engine shuts off.

Palmer, clean shaven, nicely dressed, stares out the window. Through the windshield we see an ELEMENTARY SCHOOL. Palmer, building his courage, takes a swig from a bottle.

He contemplates leaving, then without further thought, exits.

INT. PINEVILLE ELEMENTARY - HALL - DAY

Palmer makes his way down the empty hallway. He arrives at a door marked "JANITOR" and knocks.

SIBS (O.S.)
Door's open.

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - CONTINUOUS

Palmer enters. Sibs, looking more academic than service worker, sits behind a desk, laboring over paperwork.

PALMER

I'm Eddie Palmer. We talked on the phone.

Sibs faces him. There's a moment of recognition, followed by tension. Sibs hands Palmer an application and a pen.

SIBS

Fill this out.

Palmer awkwardly takes a seat.

Moments later, Palmer, sweating, hands back the paper. Sibs scans over the application. Where it says "convicted of a felony," it is marked yes. Sibs reads the "please explain."

SIBS (CONT'D)

(matter of fact)

You got plenty of experience.

Laundry, kitchen, yard.

PALMER

They liked to put us to work.

SIBS

Free labor, right?

Palmer doesn't answer.

Sibs puts the application down, rubs his jaw. Less concerned with what is on it, and more concerned with Palmer.

SIBS (CONT'D)

You sure you want this job? It barely pays minimum wage.

PALMER

It pays. That's good enough.

Sibs glances at the application, and regardless what he feels, he has to consider it.

SIBS

A'right. Let's go see Principal Forbes.

INT. PRINCIPAL FORBES OFFICE - DAY

PRINCIPAL FORBES, a serious man in his late 30s, sits behind a mahogany desk, frowning as he reviews Palmer's application.

Palmer and Sibs sit across from him.

PRINCIPAL FORBES

Fifteen years. State penitentiary.
Mr. Palmer, I can't hire you. I've
got the safety of the children to
consider.

PALMER

I never did nothin' to no kids.

PRINCIPAL FORBES

That may be. But you have a felony
record...I'm sorry.

Principal Forbes is about to conclude the meeting...

PALMER

I was young. Barely twenty. I'm
just trying to get an honest job.
If I can't get one sweeping floors,
then you tell me, what do I do?

He holds Principal Forbes' stare, causing him to feel guilty.

PRINCIPAL FORBES

Mr. Sibs? Your thoughts.

SIBS

It's your call.

Principal Forbes glances down at the paperwork.

PRINCIPAL FORBES

Palmer. You related to Vivian
Palmer?

PALMER

Yes, sir. She's my grandmother.

PRINCIPAL FORBES

Vivian's a respectable member of
our congregation.

PALMER

Yes, sir. I attended with her last
Sunday...Beautiful sermon.

Sibs smirks.

INT. VIVIAN'S HOUSE - CONTINUOUS

Palmer sits on the couch, watching TV. Sam enters from the kitchen, where Vivian finishes up cooking.

SAM
Miss Vivian said it's time for supper.

PALMER
Ain't hungry.

Sam runs back to Vivian in the kitchen.

SAM
Miss Vivian. He said he ain't hungry.

VIVIAN
He can suit himself.

Sam runs back into the living room. Stands in front of Palmer.

SAM
Miss Vivian said you can suit yourself.

Palmer ignores him. Sam runs back into the kitchen.

INT. VIVIAN'S HOUSE - KITCHEN - NIGHT

Vivian and Sam sit down to eat.

VIVIAN
It's good he got a job. Now he can pitch in for some bills. Be self supportin'.

SAM
Miss Vivian, you never said you were sorry.

Vivian looks at Sam.

SAM (CONT'D)
From the other day. When you said he shorted you. But he didn't.

VIVIAN
Drink ya milk, Sam.

EXT. VIVIAN'S HOUSE - NIGHT

Palmer sits on the porch, smoking a cigarette. The door opens behind him.

SAM
Miss Vivian said to give this to
you.

He holds a plate of food. Palmer doesn't bother to look at it.

SAM (CONT'D)
Well, I think you should eat it.

Sam places it next to Palmer and disappears back inside.

SAM (O.S.) (CONT'D)
I gave it to him, Miss Vivian!

EXT./INT. VIVIAN'S HOUSE/CHEVY - MORNING

The sun beats down. Palmer walks to the Chevy, while Sam stands at the end of the driveway, swinging his lunch box, waiting for the bus. Palmer drives past Sam and turns onto the empty road.

INT. PINEVILLE ELEMENTARY - HALLWAYS - MORNING

Sibs shows Palmer around the halls. They enter a room filled with cleaning supplies and a sink.

SIBS
This is where all our supplies are.

They walk down an empty hall, past the bathrooms.

SIBS (CONT'D)
Bathrooms and floors get done every
day...

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - MORNING

Sibs and Palmer enter. Sibs places a set of keys on the wall.

SIBS
...we're the first to unlock the
doors. Kids come in soon after.
Make sure you get here on time.

PALMER
(off the keys)
Should I get a set?

SIBS
Let's see how it goes first.

INT. PINEVILLE ELEMENTARY - BATHROOM - LATER

Palmer mops up puke. Part of the job.

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - DAY

Palmer sits in a chair, eating a sandwich. Sibs enters, opens a mini-refrigerator and pulls out a container of tea.

SIBS

The air conditioner in room twelve
is busted. Need ya to fix it.

Palmer rises.

SIBS (CONT'D)

Not now. After lunch.

Sibs swallows some tea. He notices Palmer is without a drink.

SIBS (CONT'D)

Want some?

He offers Palmer the container. Palmer stares at it, then shakes his head no. He chucks his sandwich in the garbage, picks up a tool box and exits. Sibs watches him go and drinks more tea...

INT. PINEVILLE ELEMENTARY - MAGGIE'S CLASSROOM - DAY

MAGGIE HAYES, somewhere in her early 40s, pretty, walks amongst the hyper CHILDREN, trying to get them to concentrate on the task at hand -- painting. Sam sits in one of the rows. Behind him is Toby, Daryl's 8 year-old boy.

Maggie looks up and sees Palmer standing in her doorway. Surprised, she moves to him.

PALMER

Your air conditioner is broken?

MAGGIE

Yes. Right there in the back.

Palmer nervously eyes the rows of children he'll have to walk past to get to it. This is a daunting task for him. Finally, averting the kids' stares, he moves towards the air conditioner. On one girl's desk is a huge SNOW GLOBE.

SAM

(whispers)

Palmer.

Palmer looks up -- Sam gives him a little wave. And a smile. Palmer looks away, keeps walking...

SAM (CONT'D)
(to another boy, proud)
That's Palmer.

TIME CUT -- LATER

The children now have mud-colored pieces of paper on their desk. Palmer has cool air blowing. Maggie makes her way to Palmer who is packing up.

MAGGIE
Thank you. I've been asking for a new air conditioner for ages. But they keep telling me it's not in the budget. Meanwhile, this one jus' keeps breakin' down.

Maggie examines Palmer closely.

MAGGIE (CONT'D)
You're new to the school?

PALMER
Yes, ma'am.

MAGGIE
I'm Maggie Hayes.

PALMER
Palmer.

Their eyes hold for a moment, until something steals Maggie's attention away. Toby dumps paint on Sam's picture.

MAGGIE
Toby!

TOBY
I didn't do nothin'!

Maggie moves to Sam's desk.

MAGGIE
Principal's office.

TOBY
But...

MAGGIE
I said, now!

Toby rises from his chair. Maggie's angry stare follows him out the door.

Palmer looks down at Sam's picture.

A splotch of black covers TINY PEOPLE and a CHURCH.

EXT. CHURCH - YARD - DAY

The congregation fellowships and eats food. Sam and Emily run by. Vivian sits talking with a group of gossipy SENIOR WOMEN. Palmer arrives with a plate of food for Vivian.

VIVIAN
Thank you, Eddie.

The two share their first, kind look.

ELDERLY WOMAN ONE
(off Sam playing)
Vivian, you can't keep that boy.

ELDERLY WOMAN TWO
It's jus' shameful how his momma behaves.

ELDERLY WOMAN ONE
I can't believe the state hasn't already taken him away.

Palmer hands Vivian a knife and fork. She slices into her meat, watches Sam play.

VIVIAN
He ain't no trouble. Now shush.

INT. CHEVY - DAY

Palmer slides behind the wheel. Sam snaps his seat belt closed. Through the windshield, Palmer sees Vivian finishing up a conversation with Principal Forbes.

Principal Forbes looks directly towards the Chevy, towards Palmer.

Moments later, Vivian is inside the car. Her eyes fixed on Principal Forbes, as he helps his very pregnant and unhappy looking wife into their car.

They sit in the car, waiting for other cars to move, before they can drive off --

VIVIAN

People have too much to say.

SAM

What he say?

VIVIAN

Sam, stop listening to our adult conversations.

SAM

But...Miss Vivian. I'm in the car?

VIVIAN

Don't mean you have to listen.

Sam gives her a confused look, then faces the window.

VIVIAN (CONT'D)

(to Palmer)

Principal Forbes can't stop patting himself on the back for givin' you a job. You ought'a jus' thank your lucky stars he even hired you.

Mister high and mighty...

(beat, more to herself)

Pfffft. We'll see how high and mighty he is, when he finds out that bun in his wife's oven belongs to some other baker.

SAM

What bun?

VIVIAN

Sam, I said stop listening!

SAM

I can't stop listening, Miss Vivian, if you keep talking!

Sam settles back in a huff.

Vivian looks over at Palmer and one thing that is clear -- she loves Palmer. Palmer smiles, then finally drives off.

INT. PINEVILLE ELEMENTARY - BATHROOM - DAY

Palmer fixes a broken pipe in the bathroom.

INT. PINEVILLE ELEMENTARY - HALL - LATER

Palmer stops at Maggie's classroom, looks in. She's teaching. He watches her for a moment, then he catches Sam staring at him. Palmer walks away.

INT. VIVIAN'S HOUSE - LIVING ROOM - MORNING

LITTLE PRINCESS SHOW plays on TV. A YOUNG GIRL dressed as a PRINCESS smiles at us.

Sam watches-- Drinking soda. Eating cookies.

YOUNG PRINCESS VOICE
"....go to our Princess Club
website, enter the secret word for
the day and win a Princess Poster!"

Palmer wakes from the couch. Annoyed at the loud TV, Sam. He heads to the bathroom. Sam hides the soda and cookies.

INT. VIVIAN'S HOUSE - BATHROOM - MORNING

Palmer pees in the toilet and flushes.

INT. VIVIAN'S HOUSE - LIVING ROOM - MORNING

Palmer returns. He looks into the kitchen. It's quiet. No sign of Vivian.

SAM
Miss Vivian's still sleeping.

Palmer looks at Sam, strange. He walks past. Sam follows him.

INT. VIVIAN'S HOUSE - HALL - MORNING

Palmer approaches Vivian's bedroom door...he pushes it open.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - MORNING

Vivian lies motionless in bed. Palmer enters. He stares at her lifeless body, frozen, a mixture of emotions build.

SAM
Miss Vivian?

Sam approaches her body. Afraid.

SAM (CONT'D)
It's okay. She's just
sleeping...wake up, Miss Vivian.

He cries. Begging her.

SAM (CONT'D)
Please, wake up!

EXT. CEMETERY - DAY

A small gathering of PEOPLE including Principal Forbes. Daryl is there with his wife and baby. Palmer stands with Sam at his side. The MINISTER reads a passage from the bible.

Palmer feels something. Sam is holding his hand. Beat. Palmer allows it and returns his gaze to the coffin.

TIME CUT -- MOMENTS LATER

The elderly women from church offer their condolences to Palmer. Then they walk off, leaving Palmer standing alone.

INT. VIVIAN'S HOUSE - LIVING ROOM - NIGHT

The room is quite. Empty. Palmer exits the kitchen, sees Vivian's blue cardigan on the arm of her chair. A tray table next to it.

He escapes into the hall --

INT. VIVIAN'S HOUSE - HALL / VIVIAN'S BEDROOM - CONTINUOUS

Sam lies on Vivian's bed, holding Vivian's makeup bag. He unzips the bag and pulls out her red lipstick.

Palmer, in the hall, watches as Sam applies it to his lips...

INT. CHEVY - DAY

Palmer drives. Sam sits in the passenger seat. His suitcase is wedged in the back.

SAM
Where we goin'?

Palmer keeps his eyes on the road. Wherever they are going, it's not good.

EXT. TOWN - DAY

The Chevy parks in front of the Sheriff's station, as COLES SENIOR, an intimidating older gentleman with a big gut, exits the station wearing a Sheriff's uniform.

INT. CHEVY - SAME

Palmer sees Coles Senior. He waits for him to walk off, then opens the door.

PALMER
(to Sam)
C'mon.

INT. SHERIFF'S STATION - OFFICE - DAY

Coles looks down at Sam who sits outside his closed office door. His suitcase right next to him.

COLES
How long she been gone?

PALMER
A couple weeks.

COLES
Vivian had him all this time?

PALMER
Yeah.

Coles looks out at Sam.

COLES
Shoot. Well, I can't take him home.
Emily alone is a handful.

Palmer doesn't say anything.

COLES (CONT'D)
Leave him... I'll call child
services and have him picked up.
He'll go into the system.

INT. SHERIFF'S STATION - HALL - DAY

The door opens, and Palmer steps out. He briefly acknowledges Sam who stares after him as he exits. Suddenly it becomes clear to Sam that Palmer is leaving him behind.

SAM
Palmer?

Palmer keeps walking...

EXT. TOWN - DAY

Palmer steps onto the sidewalk. He pulls a cigarette from the pack and lights it. He walks to the Chevy, opens the door --

But he doesn't get in.

Palmer takes a few angry puffs off his cigarette, then looks back at the Sheriff's station. Annoyed. Torn. Emotions tearing at him.

Not wanting to be in this position.

EXT./INT. VIVIAN'S HOUSE - DAY

The Chevy rolls up to the house. Palmer steps out of the car and yanks Sam's suitcase from the backseat.

Sam runs inside the house...

Palmer enters and sees Sam standing in the doorway to Vivian's bedroom. Sam locks eyes with Palmer -- then he closes the door, leaving Palmer standing alone.

INT. VIVIAN'S HOUSE - LIVING ROOM - NEXT MORNING

The morning sun shines into the room.

INT. VIVIAN'S HOUSE - KITCHEN - SAME

Sam places cookies into his "Little Princess" lunch box. Palmer enters and heads straight for the refrigerator.

Sam watches Palmer retrieve a beer, then he clamps his lunch box closed and exits. We hear the front door BANG SHUT.

Palmer swigs down the beer...

INT. BAR - DAY

Palmer plays pinball as he finishes off a longneck.

INT. VIVIAN'S HOUSE - NIGHT

The TV is on. Sam is fast asleep on the couch, Vivian's makeup bag right beside him. His suitcase and Barbie dolls are scattered around him on the floor.

The headlights of a car break into the room as --

EXT. VIVIAN'S HOUSE - SAME

Palmer, drunk, staggers out of the Chevy...

INT. VIVIAN'S HOUSE - CONTINUOUS

Moments later, Palmer enters. He sees Sam sleeping on the couch, eyes the dolls, makeup bag. Reminders of Vivian. Anger and grief build inside him. He staggers into the kitchen...

When he returns -- he is holding a large trash bag.

Palmer walks right past the couch...

He throws open the drawers and closets.

Dumps all of Vivian's belongings into the bag. Framed photographs, a crocheted shawl, magazines, books, anything and everything that is in his eyesight...

Then finally, Palmer staggers into the light of the TV.

Sam sleeps, undisturbed. Palmer glances down, and something steals his attention. Sticking out of Sam's suitcase -- is a SNOW GLOBE.

The one that was on the little girl's desk.

INT. VIVIAN'S HOUSE - MORNING

Palmer wakes. Feeling every bit of hung over. He exits his room and walks into the living room. The TV is off. No sign of Sam. The room in shambles. Then he remembers --

EXT. VIVIAN'S HOUSE - MOMENTS LATER

Palmer opens one of the garbage cans. It's filled with Vivian's belongings. He collects the items, carries them back inside the house.

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

Sam hurries through the door, excited. He drops his lunch box on the floor and clicks on the TV.

SAM
Miss Vivian!

We hear noise in the kitchen. Sam looks up from the floor, expecting to see her, when... Palmer appears.

Neither say a word. Sam remembers, Vivian is gone.

INT. VIVIAN'S HOUSE - KITCHEN - EVENING

Palmer sits at the table, depressed, smoking. Sam, using both hands, carefully pours the contents of a pan into two bowls.

Palmer doesn't touch his food. Sam examines his bowl, then Palmer's. His has all the tiny meatballs. Sam scoops out a few meatballs from his bowl and drops them into Palmer's.

PALMER
That's good.

Sam dumps in another one.

PALMER (CONT'D)
You don't like the meatballs?

SAM
They're my favorite.

He smiles up at Palmer. Beat. Palmer, ill at ease with the affection, nods a thank you.

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

Mail is piled up by the door. The TV plays to no one.

INT. VIVIAN'S HOUSE - BATHROOM - SAME

Palmer stands in front of the medicine cabinet. He opens it, stares at the row of prescription bottles. A long beat. He grabs one marked ROXICODONE. Already sweating...

He pops open the lid. A decision is weighed, then Palmer closes the bottle and sticks it back inside the cabinet.

A car door SLAMS, then a second door SLAMS.

INT. VIVIAN'S HOUSE - LIVING ROOM - CONTINUOUS

Palmer steps into the living room, looks out the window and sees Sam run towards the house, followed by Maggie Hayes.

Sam enters the house.

SAM
Miss Maggie came to visit!

EXT. VIVIAN'S HOUSE - DAY

Palmer emerges.

MAGGIE
Hi. I hope you don't mind. I gave
Sam a ride. Thought I'd say hello.

PALMER
Yeah... I'll be right out.

He disappears inside. Maggie stares after him, then focuses on Sam, whose attention is currently on finding a TV show he likes. Maggie looks around the inside the house, closely.

She eyes some of the clutter, but nothing seems troubling.

Palmer appears holding two beers. Maggie forces a smile.

TIME CUT -- MOMENTS LATER

Maggie and Palmer sit on the porch steps. Maggie's beer remains untouched. Inside, the TV plays with Sam plopped in front of it.

MAGGIE
...it's never easy to lose someone.
When Vivian was healthier, she used
to drive Sam to school. She took
good care of him.

Palmer takes a swig of beer, remains silent.

MAGGIE (CONT'D)
So how long you plan on looking
after Sam?

PALMER
It's just temporary, 'til his momma
comes home.

Maggie takes this in.

MAGGIE

Sam said you two had a spaghetti and meatball dinner last night? He was very excited about that.

Palmer nods.

MAGGIE (CONT'D)

It's kind what you're doing for him. Letting Sam stay here. Not many people would do that.

PALMER

I felt sorry for him, tha's all. A kid like Sam... He's gonna have problems 'round here, 'less he changes who he is.

MAGGIE

Sam knows exactly who he is. It's everyone else that has the problem.

Palmer considers this.

MAGGIE (CONT'D)

Well, if you need anything, jus' let me know.

Maggie stands to leave. She looks back at the house -- sees Sam inside. We hear him laugh. He sounds happy.

MAGGIE (CONT'D)

Bye, Sam.

SAM (O.S.)

Bye, Maggie!

Another giggle. Maggie looks up and sees Palmer watching her.

MAGGIE

Shelly'll turn up soon. She always does.

And with that she leaves.

EXT./INT. HOUSE/CHEVY - MORNING

Palmer slides behind the wheel. He heads towards the end of the driveway and sees Sam standing by the mailbox, waiting for his school bus.

The Chevy slows to a halt...

PALMER

Get in.

Sam jumps in the Chevy. They drive off.

INT. CHEVY - MOMENTS LATER

Palmer, feeling he is being watched---looks over at Sam. And he's right. Sam smiles at him. Swinging his feet. Holding his "Little Princess" lunch box.

SAM

(off his lunch box)

My momma bought me this. She got it at a garage sale. She said it was a bargain, because she got it for fifty cents. And she said there was this woman, and her name was Heifer -- because 'that old Heifer tried to steal it out from my momma, but my momma wouldn't let her, because she knew Princesses were my favorite thing in the whole world.

Sam smiles. Proud of his story.

SAM (CONT'D)

Miss Vivian said your favorite thing was a ratty, old football.

This grabs Palmer's attention.

SAM (CONT'D)

She said when you were little like me, you carried it 'round like I carry around my dollies. And you'd bring it to the dinner table, and she'd yell at you, 'cause it was a dirty, old thing. And then one day you lost it, 'cause you wouldn't listen to her when she said 'don't bring it to school, Eddie.' She called you Eddie, not Palmer. And she felt bad, because you cried.

Palmer looks at Sam -- emotional for a beat.

SAM (CONT'D)

I would'a cried, too, if I lost my doll.

Palmer's eyes hold on the road.

PALMER
I didn't lose it...It was stolen.

They drive in silence.

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - MORNING

Sibs looks up from his desk, surprised to see Palmer enter. Palmer retrieves some tools.

SIBS
I'm sorry about your grandmother.

Palmer nods. He's about to exit when...

SIBS (CONT'D)
Hold on.

Palmer stops. Sibs opens his desk -- pulls out an envelope.

SIBS (CONT'D)
It's your paycheck.

Palmer stares at the paycheck -- something he is not used to receiving. He takes it, puts it in his pocket and exits.

INT. VIVIAN'S HOUSE - KITCHEN - EARLY EVENING

Palmer grabs a beer from the refrigerator and takes a thirsty sip. He glances back at Sam, watching TV, and wonders what he has gotten himself into.

He looks out the window - no sign of Shelly's return. Bothered, Palmer sits down at the table. Not sure what to do with himself he lights a cigarette, grabs a deck of cards and starts playing solitaire.

INT. VIVIAN'S HOUSE - LIVING ROOM - EARLY EVENING

Sam looks up from the TV, sees Palmer flipping the cards, gets up and walks over.

INT. VIVIAN'S HOUSE - KITCHEN - EARLY EVENING

Sam hovers by Palmer's side.

SAM
What are you playing?

PALMER
Solitaire.

Palmer flips the cards, takes a drink of beer. Ignoring Sam.

SAM
Can I play?

PALMER
Nope. It's for one player.

Palmer continues. Concentrating on the cards. Sam still stands there, watching. Finally, Sam sits down. Palmer, annoyed, flips another card, then...

Sweeps the cards into one hand, looks at Sam.

PALMER (CONT'D)
You ever play poker?

Sam shakes his head no. Ready to learn. Palmer shuffles the cards.

PALMER (CONT'D)
The object is - to get a better hand than me.

Sam looks at his hand compared to Palmer's.

SAM
But yours is bigger.

PALMER
In cards -- a hand is what you're holding.

Palmer deals out the cards. Five each.

PALMER (CONT'D)
Pick 'em up. Take a look at 'em.

Sam scoops up the cards.

PALMER (CONT'D)
Now if you have any that match, like two of a kind, three of a kind, you wanna hold onto those...

Sam studies the cards. One in particular.

SAM
Is this a boy or a girl?

He holds up a JACK OF HEARTS.

PALMER

It's a boy.

SAM

He's wearing a dress?

Palmer stares at Sam's expression. A long beat...

PALMER

Yeah.

Sam smiles. Ready to begin.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - DAY

Daylight filters into the room. On a bedside table we see Palmer's paycheck. Palmer sits on the bed with Vivian's wallet and discovers very little money. He moves to the closet and rummages around. He opens a shoe box and comes up with cash.

INT. CHEVY - MOMENTS LATER

Palmer drives. Sam rides shotgun.

EXT. TOWN - DAY

The Chevy parks in front of the grocery mart. Palmer and Sam exit. Sam carries his BARBIE DOLL.

PALMER

(off the doll)

Leave that in the car.

Sam looks at him, not wanting to.

PALMER (CONT'D)

Go ahead. Leave it.

Sam reluctantly leaves the Barbie doll behind.

INT. GROCERY MART - DAY

Sam carries a basket that's too big for him. Palmer wanders aimlessly down the aisles. They move into the cereal aisle.

SAM

Which one?

PALMER
Don't matter to me, pick what you want.

Sam carefully eyes each box, then selects one...

INT. VIVIAN'S HOUSE - KITCHEN - EVENING

A carton of milk is on the table. Sam eats junk food cereal for dinner. He looks excited, as if knowing he is doing something bad. Palmer notices Sam's hands. They are filthy.

PALMER
You wash today?

SAM
(lying)
Yeah...I washed earlier.

INT. VIVIAN'S HOUSE - BATHROOM - EVENING

Sam sits in the tub. Alone. Playing with his Barbie Dolls.

SAM
Palmer!

Palmer appears in the doorway. Beer in hand. Concerned. He looks at Sam -- who smiles.

SAM (CONT'D)
I just wanted to make sure you were still here.

PALMER
I'm watching TV.

Sam looks at him, innocent.

SAM
Okay.

Palmer steps away. Sam waits a moment, then...

SAM (CONT'D)
Palmer!

Palmer returns and he does not look friendly.

SAM (CONT'D)
You're not going anywhere are you?

PALMER
No.

Sam gives this thought. He eyes the bottle in Palmer's hand.

SAM
I'm ready to get out.

Beat. Palmer looks at him. Then he realizes Sam wants help out of the tub.

PALMER
Jus' get out.

Palmer turns and leaves. Sam climbs out of the tub.

SAM
It's cold!

Sam grabs a towel and wraps it around his body. He shivers, happy.

INT. VIVIAN'S HOUSE - LIVING ROOM - NIGHT

Sam slides under a blanket on the couch. Palmer clicks on the TV.

PALMER
Go to sleep.

Sam stares up at him. Eyes wide awake.

PALMER (CONT'D)
Close your eyes.

Sam closes his eyes. Then quickly opens them.

SAM
Palmer?

Palmer stops.

SAM (CONT'D)
I sometimes get mad at my mommy for leaving.

The comment catches Palmer off guard. He says nothing.

SAM (CONT'D)
Do you ever get mad at your mommy?

PALMER
I didn't know the woman.

SAM
But you knew your daddy.

Palmer nods.

SAM (CONT'D)
Do you miss him?

PALMER
Sometimes.

SAM
Miss Vivian missed him, too...But
now she gets to see him.

Beat.

PALMER
Go to sleep, Sam.

Palmer leaves.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - NIGHT

Palmer steps into the bedroom. A fresh beer in hand.

Within a pile of strewn items, he finds a photo album and sits down on the bed. He flips through the pages. Most of the photographs are of Palmer as a young boy. Many with Vivian. One with his FATHER. Some, Palmer (ages 11, 12, 13) in football gear. Palmer flips the page. And there are no more photos.

He moves to put the book away and a yellowed piece of paper falls out. Palmer picks it up.

It's a newspaper article. With his IMAGE, his MUGSHOT. See: MAN ARRESTED IN ARMED ROBBERY. Eddie Palmer, 20. Walked into First National -- produced a gun and ordered...

Palmer stares at the article, emotional.

INT. PINEVILLE ELEMENTARY - CLASSROOM - DAY

Palmer rolls a garbage can into a room. He empties trash into the can and sees MUSIC NOTES painted on the wall. In the back, there's a PIANO, a few ACOUSTIC GUITARS, and several CASED INSTRUMENTS. All in good shape. Palmer takes careful notice of the instruments --

INT. PINEVILLE ELEMENTARY - HALL - CONTINUOUS

Palmer steps into the hall with the garbage can, stops to wipe sweat onto his dirty shirt. Up ahead he sees Maggie, nicely dressed, talking to two FEMALE TEACHERS and Principal Forbes.

Embarrassed, Palmer wheels the garbage can down the opposite hall.

But not before Maggie sees Palmer... and stares after him.

EXT. PINEVILLE ELEMENTARY - LATER

Palmer carries several bags of trash towards the metal bins. A mother hurries up to him. It's Coles' wife - Lucille.

LUCILLE

Hello, Mr. Palmer. I'm Lucille Coles. I believe you know my husband. I'm Emily's mother. Well, Emily just adores Sam. And I was wondering if it'd be okay to have a play date with Sam? Sam said to ask you. Said you were his daddy.

She laughs. Amused. Palmer follows her stare to where Sam stands waiting with Emily.

PALMER

Yeah. Uh, play date?

LUCILLE

That's right. I'll take 'em from here. And all you have to do is pick Sam up at our house. Say five?

Palmer nods.

LUCILLE (CONT'D)

Great. We'll see you then.

Palmer watches Lucille, Sam and Emily walk off to a car--

INT. VIVIAN'S HOUSE - KITCHEN - DAY

Palmer opens the refrigerator. A six pack of beer stares out at him. He checks the time: 3:45PM. He eyes the beer, knowing if he has one, it won't be his last. Finally, he pulls out a Cola.

INT. CHEVY - DAY

Palmer, smoking, drives. He checks the time: 4:30PM.

EXT. COLES HOUSE - DAY

A lovely house. The Chevy pulls up to the curb.

INT. CHEVY - DAY

Palmer stares at the house, not sure what to do. It's 4:45PM. He kills the engine and sits there.

INT. COLES HOUSE - DAY

The house is decorated in an overly gaudy fashion. Sam and Emily play amongst a wonderland of dolls and accessories. Lucille enters the room. She looks out the window and sees Palmer parked out front.

EXT. COLES HOUSE - DAY

Lucille steps onto the porch, shields her eyes from the sun as she waves for Palmer to come inside.

INT. CHEVY - DAY

Palmer stares at her, not about to move. She waves to him again.

LUCILLE
Mr. Palmer?! Come in.

INT. COLES HOUSE - DAY

Palmer reluctantly follows Lucille into the house.

LUCILLE
Let me get you something cold to drink. Pepsi?

PALMER
I'm fine.

LUCILLE
Oh, it's no trouble. Just make yourself comfortable.

Sam looks up from the floor.

SAM
Hi, Palmer.

Palmer, incredibly uncomfortable, sits on a fluffy floral couch. A small, white dog rushes into the room and sniffs him.

SAM (CONT'D)
Watch your feet! Remember what he did to Barbie.

Sam holds up a doll by its foot. He giggles. Lucille enters.

LUCILLE
Baron, get! He just loves to eat Emily's dolls.

Lucille hands Palmer a glass of soda. He drinks it. Wishing he was anywhere but there. Even more so, when he sees...

Emily and Sam coming at him with a tray stacked with tea cups, saucers, spoons.

LUCILLE (CONT'D)
(to Palmer)
You're in luck. It's tea time.

Emily places a saucer and tea cup on Palmer's lap. Sam grabs the pot and pretends to pour tea into the cup. Palmer sits trapped. Lucille smiles over at him.

EMILY
How many lumps do you want?

Palmer looks at her, blank.

LUCILLE
She means sugar.

PALMER
Ah...two.

Emily drops two cubes of sugar into his cup. Lucille brings her saucer to her lips.

LUCILLE
Mmmmmmm. This is delicious.

She motions for Palmer to do the same. After a beat, Palmer awkwardly brings the cup to his lips. Sam smiles.

EXT. COLES HOUSE - EVENING

Palmer and Sam climb into the car. Emily and Lucille wave from the porch.

EMILY

Bye, Sam!

INT. CHEVY - EVENING

Palmer drives off, relieved. He glances over at Sam who looks happy.

SAM

That was fun.

He smiles. Palmer nods, focuses on the road, when he looks back at Sam - Sam is still smiling at him.

PALMER

So, uh...is Emily your girlfriend?

SAM

She says she wants to marry me when we get older.

PALMER

That's a good offer.

Sam makes a sour face.

SAM

I'm not gonna marry her.

PALMER

Maybe you will.

SAM

No...She's too bossy.

A smile escapes Palmer.

INT. VIVIAN'S HOUSE - KITCHEN - NIGHT

Sam sits at the table, scribbling letters in a large book. His dolls spread out nearby. Palmer walks in with the stack of mail that was collected at the door.

SAM

Is that your homework?

PALMER
Kinda.

SAM
You got a lot of homework.

Palmer nods. Overwhelmed. Sam returns to his book.

Palmer flips through the mail with various return addresses: POWER AND WATER. ATTORNEY AT LAW. Too much for Palmer to handle, he stuffs the mail under a basket of towels.

SAM (CONT'D)
Since you're done with yours. Will
you help me with mine?

Palmer looks at Sam's books. Nervous. Self-conscious.

PALMER
I ain't too good with school work.

He moves to the refrigerator. He stares inside... then he sees Sam checking for answers in the back of the book.

PALMER (CONT'D)
What'a you doin?

SAM
Nothing.

Palmer slams the door. He walks back to Sam.

SAM (CONT'D)
(upset)
I don't know how to spell this.

PALMER
You're learning. That's all. It
takes time.

He sits down. Looks at Sam's books.

PALMER (CONT'D)
You know what that is?

SAM
(matter of fact)
It's an egg.

PALMER
Right. So it starts with...?

SAM
A.

PALMER

Nope. It sounds like an a, but it ain't.

SAM

E?

PALMER

Yep. Now what comes next? It's a ggh, sound, right?

SAM

Yeah.

PALMER

You know your alphabet?

SAM

A, b, c, d, e, f...g!

Sam smiles and writes a "g." Palmer taps two fingers on the table, as if to hint. Sam scribbles another "g."

SAM (CONT'D)

That right?

PALMER

Yep.

Sam smiles and resumes the rest of his homework.

SAM

You're smart.

Palmer watches him for a beat, then takes a closer look at one of the dolls. It's brand new. Sam catches the look.

SAM (CONT'D)

Emily let me borrow her. She said, it's okay.

Palmer, aware he is lying, nods. Something else is on his mind.

PALMER

Sam, did you tell Emily's momma I was your daddy?

Sam looks at him, silent for a moment.

SAM

Are you mad?

PALMER

No, I ain't mad. It's jus', you
shouldn't tell people that. You and
me are friends and all. But when
your momma comes back, you gotta go
home.

SAM

Do you know when she's coming back?

PALMER

No.

Sam considers this.

SAM

Will you help me with the rest?

Palmer looks at him -- nods. They continue together.

EXT. PINEVILLE ELEMENTARY - MORNING

The Chevy pulls into the parking lot.

INT. PINEVILLE ELEMENTARY - PRINCIPAL FORBES OFFICE - MORNING

Principal Forbes glances out the window and sees Sam exiting
the Chevy with Palmer. His expression tells us he does not
like how it looks.

EXT. PINEVILLE ELEMENTARY - PLAYGROUND - DAY

Sam stands in line with his classmates. Principal Forbes
approaches.

TOBY

I didn't do nothing.

Principal Forbes passes and stops at Sam.

PRINCIPAL FORBES

Sam, come walk with me for a
moment.

The children scream a collective, "you're in trouble..."
Principal Forbes shoots them a sharp look, they fall silent.

Sam walks alongside Principal Forbes.

PRINCIPAL FORBES (CONT'D)
I saw that Mr. Palmer gave you a
ride to school this morning?

Sam nods.

PRINCIPAL FORBES (CONT'D)
Does he always do that?

SAM
Uh huh.

PRINCIPAL FORBES
He lives next door to you, is that
right?

SAM
His house is right beside my
momma's house.

Principal Forbes smiles. Then he bends down. Eye to eye with
Sam. Like a friend.

PRINCIPAL FORBES
And he's nice to you?

SAM
Yeah.

PRINCIPAL FORBES
And everything's okay?

Sam studies Principal Forbes' face. He hesitates, then nods.
This gives Principal Forbes concern.

PRINCIPAL FORBES (CONT'D)
Sam, if something weren't okay, you
could tell me. No matter what it
is.

Sam rolls back on his heels. Afraid to answer.

PRINCIPAL FORBES (CONT'D)
It's okay, son. Go ahead...

SAM
Anything?

PRINCIPAL FORBES
That's right. Anything.

SAM
Your breath...smells kind of funny.

Principal Forbes stands. He glares down at Sam, annoyed and angry. He walks off. Sam, happy, runs back to his classmates.

INT. VIVIAN'S HOUSE - LIVING ROOM - EVENING

Sam lies on the floor and runs the feathered end of a SPECIALTY PENCIL across his nose and lips. He giggles at its touch. Sam opens his eyes and sees Palmer staring at him.

PALMER

You ever been to a football game?

EXT. FOOTBALL FIELD - NIGHT

HIGH SCHOOL FOOTBALL PLAYERS, full of testosterone, warm-up. Their high intensity COACHES bark orders.

EXT. HOME SECTION - NIGHT

Excited FANS fill the bleachers. Electricity thick in the air. This is what this small town lives for. Palmer leads Sam through the crowd. He stops at a fence separating the fans from the players.

PALMER

See that guy. He's the quarterback.
That's what I used to play.

They watch the QUARTERBACK throw a few practice passes. As they do -- an unseen person observes them from a distance...

SAM

Look - Miss Maggie is here!

Palmer turns and sees Maggie working behind the concession stand.

Sam and Palmer head off in that direction, revealing Principal Forbes, seated next to his pregnant wife.

Principal Forbes stares after the two, concerned.

EXT. CONCESSION STAND - MOMENTS LATER

Sam steps up to the counter, excited. Maggie, working behind it, brightens at the sight of him.

MAGGIE

Hey, Sam! You having a good time?

SAM

Yup. That's the quarterback out there. Palmer used to be him when he played.

He smiles. Happy. Palmer appears.

MAGGIE

Quarterback, huh?

Her expression gives nothing away.

MAGGIE (CONT'D)

(to Sam)

So what can I get you? It's on me. Hot dog, coca-cola? Wait - I know....

She hands Sam cookies.

SAM

Thank you.

MAGGIE

I was thinking about doing some fishing tomorrow. You want to join me?

SAM

We got church tomorrow.

MAGGIE

You do, well then, how about after?

SAM

Sure.

(to Palmer)

You're gonna like fishing!

PALMER

No. Maggie invited you.

SAM

She don't care if you come! Right, Maggie?

Maggie, suddenly put on the spot, smiles, polite.

MAGGIE

You're welcome to join, if you like.

PALMER

I can't. I got things to do.

SAM

No! Pleeeeasssse! You have to come!
Say yes!! Pleasssse! You have to!

Sam keeps at it, until finally...

PALMER

I guess we're going fishing.

Sam smiles, excited. Maggie scribbles an address and phone number on a piece of paper. Hands it to Palmer.

MAGGIE

My address. See ya after church.

Palmer stuffs it in his pocket and walks off with Sam. Maggie watches them go, another WOMAN steps next to her.

WOMAN

What's that all about?

The Woman gives Maggie a raised eyebrow look. Maggie ignores the look, turns to an ELDERLY WOMAN in line, friendly.

MAGGIE

Hello, ma'am, what can I get ya?

EXT. HOME SECTION BLEACHERS - MOMENTS LATER

Palmer walks Sam into the stands. He sees Daryl and Ned. Daryl waves Palmer up. Palmer hesitates, knowing it may not be a good idea. Daryl throws him another hard wave...

Moments later...

NED

(to Sam, off the cookies)
Hey there, 'lil fella. Can I have
one of those?

Sam looks at Ned, and it's obvious he doesn't like him. He hands Ned a cookie.

NED (CONT'D)

Thank you.

Palmer sits down, separating Sam from the two. Daryl cracks a beer and hands it to Palmer.

On the field -- the game begins.

DARYL

C'mon, Jake!! Hit 'em hard!

EXT. FOOTBALL FIELD - LATER

A miraculous catch is made by a home player.

EXT. HOME SECTION BLEACHERS - CONTINUOUS

The crowd erupts, as the second quarter ends. Palmer enjoys the moment. Sam, bored, stares down at his shoes and clicks them together. Daryl grabs another beer from a cooler and is exhausted by the action.

DARYL

Shit. When'd we get so old.

NED

I don't feel old. Just 'cause you look it.

DARYL

Look in the fuckin' mirror! You 'ol bald bastard. Fuckin' eat leftovers off your double chin.

Palmer laughs. Sam looks up.

NED

At least I ain't no janitor.

PALMER

Assistant janitor, Ned.

Daryl takes a swig of his beer.

DARYL

Hell, you're lucky someone even hired your ass.

SAM

He's smarter than you two! He knows how to spell egg.

Daryl cracks up on that one.

DARYL

C'mon, Ned...let's go feed your double chin.

Daryl and Ned walk off laughing. They disappear into the crowd, leaving Palmer embarrassed and sitting alone with Sam. As down on the FOOTBALL FIELD --

EXT. FOOTBALL FIELD - CONTINUOUS

The BAND plays "ON BROADWAY." The female DRILL TEAM, wearing plastered smiles, short skirts and matching hats, break into a fantastic routine. The BATON TWIRLERS and FLAG CORPS join them in synchronized fashion...

ANNOUNCER'S VOICE
Please give a warm welcome for the
Honey Bees!

EXT. HOME SECTION BLEACHERS - SAME

Sam rises from his seat and stares at the BATON TWIRLERS. His eyes glued to their every motion. The music pounding, as --

Palmer watches Sam - aware of the impact this has on him.

He considers pulling Sam back into the seat - but then he thinks better of it and lets Sam have this moment.

Batons are tossed into the air and miraculously caught. Music continues...

INT. CHEVY - NIGHT

Palmer parks in front of Vivian's house. Engine running. Sam steps out and realizes Palmer isn't coming. He stops.

PALMER
Go on.

Sam doesn't move.

PALMER (CONT'D)
Shut the door...get inside.

Finally, Sam shuts the door. He watches Palmer drive off.

INT. BAR - NIGHT

Loud MEN. Noisy bar. Palmer, drunk, slams Coles' hand to the bar in an arm wrestling match. He pockets a five and walks away, happy. Coles feels his arm, in pain.

COLES
Dang.

PALMER
Keep practicin', Coles.

Just then - Sibs enters with a FRIEND. They take a seat at the bar. A group of rowdy FOOTBALL PLAYERS barrel in. Jake (Daryl's oldest son) is amongst them.

DARYL
(proud, to the bartender)
Don't be givin' my boy liquor!

Jake and the players enjoy the praises from the PATRONS as they head to a back room. Daryl, unacknowledged by his son, stares after him, angry, possibly hurt. Palmer appears.

PALMER
Let's rack.

Daryl blasts a ball and misses the pocket. Palmer takes the stick and lines up a shot... Jake exits the back room. He gives Sibs a friendly pat on the back as he leaves the bar.

Daryl witnesses this.

Palmer looks up -- sees Daryl's hating stare focused on Sibs.

DARYL
I'll be right back.

Sibs sits at the bar drinking, enjoying his conversation with his friend. Daryl steps next to him.

DARYL (CONT'D)
Gimme a beer.

The Bartender fetches the drink. Daryl sees Palmer watching him, he smirks.

DARYL (CONT'D)
Palmer, look who it is. Your boss,
Sibs.

Daryl aggressively leans into Sibs's conversation.

DARYL (CONT'D)
How's my boy Palmer workin' out? He
ain't steal nothing yet, has he?

SIBS
He's doing just fine, Daryl.

DARYL
No missing bleach or mops? No
sponges missing?

SIBS
Daryl, if you don't mind...

DARYL

I'm sorry... am I bothering you?

SIBS

Yeah, as a matter of fact, you are.

DARYL

Sorry. Jus' being friendly.

Sibs turns around. The Bartender arrives with Daryl's beer and senses trouble.

BARTENDER

I don't want no trouble in here.

DARYL

No trouble. I am wondering about one thing, though. When the fuck this become a nigger bar? You ought to be more selective in who you serve.

OTHERS look. Sibs stands. Faces Daryl. His small stature pales in comparison to Daryl's much larger frame, but none the less he holds his ground.

SIBS

You know what the problem is with you, Daryl? You jus' never grew up. Too stupid to recognize that, I guess.

DARYL

Say that to me again, friend, and see if I don't bust every one of your shiny goddamn teeth.

Palmer, by the pool table, knows he has to do something --

PALMER

Daryl, c'mon, you hit that 'lil brown runt, the color will drain from his face quicker than a heart attack kills him.

Palmer laughs. And so does Daryl.

DARYL

Shit. Ain't that the truth.

And with that, Daryl heads back to the pool table. Sibs pays for his drinks and leaves with his friend. Palmer watches Sibs exit, affected.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - MORNING

Palmer is passed out in Vivian's bed. Sam's small voice is heard from the doorway.

SAM
Palmer?

Sam waits, then slowly enters the room.

SAM (CONT'D)
Palmer, you awake?

PALMER
One week missin' church ain't gonna
kill you.

Palmer rolls over and sees Sam holding something.

PALMER (CONT'D)
What's that?

Sam shrugs, innocent. In his small hands he holds a beer for Palmer. Palmer slowly sits up, clearly bothered by this. He takes the beer from Sam and puts it aside.

PALMER (CONT'D)
Go get dressed.

INT. CHURCH - MORNING

The congregation sings along with the ORGANIST. Palmer stands next to Sam. He catches Principal Forbes staring at him. Principal Forbes smiles and looks away.

INT. CHEVY - LATER

Sam sits in the car, alone. Palmer slides behind the wheel. He doesn't say anything for a moment.

Then he hands Sam his Barbie doll. They share a look.

Palmer throws the car into gear and drives off.

EXT. FAIR - DAY

We pass LIVESTOCK showings. Food vendors. Rides. Games. PEOPLE having a good time...

A fishing pole bobs into water. Trying to latch onto one of several plastic ducks that float by. Sam holds the pole. Palmer and Maggie stand behind him.

PALMER
So, this is the fishing.

MAGGIE
Guaranteed a winner.

Finally, Sam snags a duck.

SAM
Got it!

The MAN behind the booth plucks the duck off his pole and drops it in a basket. Sam looks up at Palmer who smiles at him. He tries for others.

COTTON CANDY STAND

Palmer, holding a bag of trinkets, walks beside Maggie and Sam who eat cotton candy. Sam wanders ahead, excited.

SAM
Look!

Up ahead -- is a ring toss game. And the prizes -- WINNIE-THE-POOH, TICKER, PIGLET and their other STUFFED PALS.

RING TOSS STAND

Sam leads Maggie and Palmer to the stand. A FATHER plays for his young DAUGHTER. The MAN behind the counter looks at Sam. Is this a boy or a girl?

SAM
How do you play?

MAN
One wins any prize. A dollar for five tosses.

Again the man looks at Sam. Confused. Then he sees Palmer -- who hands him a five dollar bill. The man takes it. What the hell. He places the plastic rings down.

Moments later, Sam, Palmer and Maggie are tossing the rings. Having a good time. One narrowly makes it around, causing all three to grow excited.

Maggie watches Palmer play.

MAGGIE
What were you like as a boy?

Palmer thinks about the question, tosses a ring, answers honestly.

PALMER
I was afraid, mostly.

MAGGIE
Afraid of what?

PALMER
Depends. Sometimes it was real.
Like my father coming home drunk.
Sometimes it wasn't... 'jus how I
felt inside.

Maggie looks at him, tosses another ring.

MAGGIE
I was fat.

Palmer laughs.

MAGGIE (CONT'D)
I was. My mother said I never met a
pork chop I didn't like. No wonder
I moved away. That was one of her
kinder comments.

The two share a kind smile. Keep tossing, when --

MAN
We got a winner!

Sam sees the Man hand the young daughter a pink PIGLET DOLL.

EXT. ROAD - EVENING

The Chevy travels down a two lane road. Nothing but farmland.

INT. CHEVY - EVENING

The Chevy pulls up to a modest house.

MAGGIE
I had a good day.

Palmer nods, the same can be said for him. Maggie looks back at Sam.

MAGGIE (CONT'D)

Sam - do you know you have a
birthday coming up?

SAM

I do?

MAGGIE

Yup. October twenty-first.

SAM

Oh yeah.

MAGGIE

(to Palmer)

Sam's going to be eight.

SAM

(to Palmer)

Can I have a cake?

PALMER

You gotta have a cake. It's your
birthday.

Sam smiles, excited.

SAM

Can I invite Emily?

PALMER

Her feelings would be hurt if you
didn't.

MAGGIE

Maybe we'll even throw you a lil'
birthday party... 'Til then, you
got shotgun, Sam.

Maggie exits the car. Sam climbs over from the back and plops
into the passenger seat. Maggie gives him a quick kiss.

MAGGIE (CONT'D)

See ya tomorrow. Nite.

She slams the door closed and walks away.

Palmer watches Maggie disappear inside her house before
driving off.

INT. VIVIAN'S HOUSE - KITCHEN - MORNING

Palmer enters. He watches Sam fill his lunch box with cookies.

PALMER

Maybe we ought to put somethin'
else in there today.

Palmer opens the refrigerator and pulls out bologna.

PALMER (CONT'D)

Grab me that loaf of bread.

Sam grabs the bread and watches Palmer build a sandwich.

PALMER (CONT'D)

You know, when I was your age, I
won the state sandwich making
contest.

SAM

There's no sandwich contest.

PALMER

There's not? Then how'd I win. See,
the secret is, you gotta spread the
mustard equally. The judges like
that.

Sam shakes his head, not believing him.

SAM

No.

PALMER

...then there's the pickle police.
They walk around and check your
sandwich. If you used too many
pickles, they give you a ticket.

Sam looks up at him, curiously.

SAM

You're lying?

Palmer looks at him, serious.

PALMER

Yep, I am.

Sam playfully grabs onto him, causing Palmer to laugh.

INT. PINEVILLE ELEMENTARY - JANITORIAL OFFICE - MORNING

Palmer, in a good mood, enters, sees Sibs sitting at his desk, his memory suddenly refreshed about the bar incident. He grabs some supplies and tries to make a silent escape.

SIBS (O.S.)
Trash bins need to be washed out.

Palmer looks at him.

SIBS (CONT'D)
Take 'em around back. There's a
hose. Wipe 'em down.

EXT. PINEVILLE ELEMENTARY - DAY

It's a demeaning task. Filthy bins are sprayed with water. Palmer takes a moment to wipe sweat and dirt from his brow, then continues spraying.

INT. PINEVILLE ELEMENTARY - HALL - LATER

Palmer approaches the janitor's office. He sees Principal Forbes exit and walk off down the hall.

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - DAY

Palmer enters.

PALMER
Bins are clean.

SIBS
Principal Forbes needs his file
cabinet fixed.

Palmer grabs his tools. He stares at Sibs. Doesn't leave.

PALMER
About the other night, I...

He holds Sibs's stare -- apologetic.

SIBS
Junior doesn't like to wait. You
should go.

Beat. Another shared look. Palmer exits.

INT. PINEVILLE ELEMENTARY - PRINCIPAL FORBES OFFICE - DAY

Palmer knocks on the door. Principal Forbes looks up from his desk and sees Palmer standing with his tools.

PRINCIPAL FORBES

Come in.

(motions to the cabinet)

I think the hinge is broken.

Palmer enters. Moves to fix it. After a moment...

PRINCIPAL FORBES (CONT'D)

I noticed you were at the game on Friday night. My wife. It's the one thing she doesn't complain about. I think she enjoys their uniforms.

He half-laughs. Palmer keeps working.

PRINCIPAL FORBES (CONT'D)

I saw Sam was with you?

This is not a friendly question. Palmer, aware, keeps working.

PRINCIPAL FORBES (CONT'D)

His mother's not around much, is she?

The room grows tense.

PALMER

She's around. Jus' not all there.

Palmer finishes and stands. Wipes the grease from his hands.

PALMER (CONT'D)

You need anything else fixed? Or maybe you got another question for me?

He holds Principal Forbes's stare, causing him to smile weakly and back off.

PRINCIPAL FORBES

No. None. Thank you, Palmer.

Principal Forbes watches Palmer exit.

INT. VIVIAN'S HOUSE - BATHROOM - MORNING

Palmer brushes his teeth, spits. Sam, right beside him, does the same. They finish.

PALMER

A'right. Let's go see the man.

INT. PAROLE OFFICE - DAY

Sam sits on a chair in a long hallway, curiously observing a few MEN (parolees) who walk past. THRU THE GLASS window across the hall, he sees Palmer in a nearby office, sitting with the Parole Officer (from earlier).

Sam watches the two talk. The Parole Officer marks a note in a book. Nods with affirmation. Palmer rises to leave, exits the office and steps into the hall --

PALMER

You like root beer floats?

SAM

I don't know. I've never had one.

The two head down the hall, toward the exit.

PALMER

I know a place right up this road.
Best root beer floats in the state.

INT. DINER - DAY

Sam slurps up a root beer float with a straw, then uses a spoon. Palmer sits across from Sam, enjoying his own float.

SAM

Why did you have to go see that man?

PALMER

Because I did something bad. And he needs to check on me to see that I'm doing good.

SAM

What'd you do?

PALMER

I stole a whole lot of money that didn't belong to me.

SAM

My momma stole money once. She never had to see that man.

PALMER

Some people get caught. Some don't. I got caught.

SAM

My momma said she had to steal, because we're poor.

PALMER

Lots of people are poor, they don't steal.

SAM

You did?

PALMER

Yep. I did. And there ain't a day I wished I hadn't.

Sam stops slurping his float. He looks worried.

PALMER (CONT'D)

What is it?

SAM

I stole, too.

PALMER

You think someone misses what you took?

SAM

I know she does...She cried.

Sam looks at Palmer -- feeling worse about it.

SAM (CONT'D)

Miss Maggie asked if anyone seen it, and I said no.

PALMER

You lied, too?

Another nod.

PALMER (CONT'D)

You think that little girl would feel better if she got back what you stole.

SAM

I know if I gave it back...I'd feel better.

Palmer forces back a smile.

PALMER

I'm sure she'd appreciate it. I'm sure they all would.

He gives Sam a look. Knowing there was more.

SAM

But I can't give it all back.
(beat, sad)
I stole from Miss Vivian.

PALMER

What's done is over. No one's gonna punish you for that. But I bet if you would'a asked Miss Vivian for some food, she would'a helped you out. What do you think?

SAM

I think she would've.

PALMER

Me, too.

Palmer winks at him. Sam, feeling better, slurps up the float.

INT. VIVIAN'S HOUSE - BEDROOM - NIGHT

Palmer tucks Sam into bed. He turns to leave.

SAM

Palmer.

Palmer stops at the doorway.

PALMER

Yeah?

Sam stares at Palmer. He is happy.

SAM

Nothing.

PALMER

Night, Sam.

He clicks off the light and exits.

INT. VIVIAN'S HOUSE - LIVING ROOM - CONTINUOUS

Palmer enters. He picks up the SNOW GLOBE. He shakes it and watches the white particles flutter.

EXT. STORE - DAY

The Chevy pulls up to the local store.

INT. STORE - LATER

Palmer walks towards the toy section. He looks around - sees a selection of guns, footballs, dolls, etc. No idea what to get, he wanders the aisle, until something grabs his attention. He stares at it, uncertain...

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

Sam, sharply dressed, runs to the front door and opens it.

Maggie stands on the front porch, holding a wrapped present and a shopping bag.

MAGGIE
You wouldn't know where the
birthday boy is, would you?

Sam smiles, excited.

INT. VIVIAN'S HOUSE - LIVING ROOM - LATER

Maggie, wearing a "Happy Birthday" hat, exits the kitchen, holding a cake with eight burning candles. She, Palmer and Emily (who also wear hats) sing to Sam.

Sam blows out the candles. Moments later, he is unwrapping gifts. He gets to the last one. Palmer hands it to him.

PALMER
This one's from me.

Sam unwraps the gift...his face lights up as we see...a brand new LITTLE PRINCESS DOLL.

SAM
It's Little Princess!

Sam wraps his arms tight around Palmer's neck. Palmer, still awkward with the affection, gives Sam a pat on the back.

SAM (CONT'D)
I love it.

Palmer catches Maggie smiling at him. He gives her a look like it's no big deal. But it is.

EXT. VIVIAN'S HOUSE - EVENING

Sam and Emily run out of the house screaming, carrying-on, having a good time. Sam carries his Little Princess Doll.

INT. VIVIAN'S HOUSE - SAME

Maggie cleans up the room alongside Palmer, collecting dirty plates and trash. A framed photo grabs Maggie's attention.

MAGGIE
Is this you?

In it, Vivian (in her youth) stands with her arms wrapped around a smiling boy (Palmer). Maggie picks up the photo.

MAGGIE (CONT'D)
Look how cute you were.

She smiles at Palmer who stands there, watching her.

Maggie examines the photograph closely, and one thing is for certain - this little boy and grandmother loved one another.

MAGGIE (CONT'D)
Vivian raised you alone?

PALMER
Yeah. My grandfather died when I was young. Father passed away before I got to high school. She looked after me.

MAGGIE
And your mother?

Palmer wags his head. This is clearly uncomfortable territory for him.

PALMER
Anyone can give birth. A mother's someone who raises you.
(MORE)

PALMER (CONT'D)
Puts a band-aid on your knee. Tucks
ya into bed at night.

MAGGIE
I agree.

Maggie smiles, places the photo back down.

She follows Palmer into the kitchen.

INT. VIVIAN'S HOUSE - KITCHEN - CONTINUOUS

They place the dishes in the sink. Maggie grabs a towel out of a basket, ready to help wash. The stack of unopened mail spills onto the floor.

MAGGIE
You know you're supposed to open
it?

PALMER
Why? Can't be good.

MAGGIE
You're probably right.

Maggie smiles, and they collect it off the floor. Palmer spots the envelope that reads: ATTORNEY AT LAW. He grows uncomfortable and sticks everything back under the towels.

They wash the dishes together. Palmer is suddenly quiet, then he looks over at Maggie, curious...

PALMER
Can I ask you a favor?

She looks at him --

TIME CUT:

The dishes are washed and stacked. Maggie and Palmer sit at the table facing one another. There's a small pile of cash in front of them, along with a small pile of return envelopes.

Maggie tears open an envelope, pulls out the gas bill.

MAGGIE
Twelve dollars and sixty-one cents.

Palmer places thirteen dollars into the pile of cash. Maggie writes out a check, slips it inside the return envelope and sets it aside with the others.

PALMER

Thanks.

MAGGIE

You're saving me a trip to the bank.

She grabs the next piece -- the ATTORNEY AT LAW envelope.

MAGGIE (CONT'D)

Wanna do the lawyer?

PALMER

No.

MAGGIE

Could be good news.

PALMER

Not with my history.

He holds her look. She nods, understanding. Then finally...

PALMER (CONT'D)

Alrighty. Let's do it.

Palmer nervously watches, as Maggie tears open the envelope, pulls out the letter and reads it.

MAGGIE

It's about Vivian's will. Her lawyer wants you to call his office and set up an appointment. That's it.

Palmer nods, it wasn't so bad after all. He can do that.

PALMER

Thank you.

MAGGIE

You're welcome. Wanna keep goin'?

Palmer nods, and Maggie tears open a new envelope. She looks upset.

MAGGIE (CONT'D)

Publishers Clearing House... You didn't win.

They share a laugh. Move on to the next one...

INT. CAR - LATER

Maggie drives off. She looks in her rear-view mirror and catches sight of Palmer and Sam as they wave after her.

INT. VIVIAN'S HOUSE - KITCHEN - NIGHT

On the kitchen table is the birthday cake, or what's left of it, wrapped in cellophane. The house is dimly lit, quiet.

INT. VIVIAN'S HOUSE - KITCHEN - MORNING

Sam fills his lunch box with cookies. Palmer appears, grabs a loaf of bread. Sam pulls out bologna from the refrigerator. They make sandwiches together.

EXT. PINEVILLE ELEMENTARY - EARLY MORNING

Palmer and Sam wait to be let into the school. Sibs arrives and unlocks the doors. They enter.

INT. PINEVILLE ELEMENTARY - HALL - MORNING

Palmer stands outside Maggie's classroom, keeping watch, as Sam returns the stolen items...the SPECIALTY PENCIL...a PACK OF GUM. One still remains - the SNOW GLOBE. Sam moves to the rightful owner's desk. Not wanting to return it. It's uncertain if he will. Finally, Sam places it on the desk.

Palmer gives Sam a passing smile as he exits.

INT. PINEVILLE ELEMENTARY - CLASSROOM - AFTERNOON

Palmer fixes a set of blinds in the music room. Finished, he snaps his toolbox closed and turns to leave. His eyes land on the instruments in the back. He looks to the door, sees the empty hallway. He walks over to the instruments. Sets the toolbox down, and picks up one of the guitars.

Palmer plays a few cords. It's tuned pretty good. Then slowly, his fingers work the strings as if he's played for years...

INT. PINEVILLE ELEMENTARY - HALL - SAME

Sibs walks the empty hallway. He stops, hears what sounds like *Jimi Hendrix's "Little Wing."* Sibs heads in the direction of the guitar playing... Then suddenly, the music stops.

A moment later, Palmer exits the music room, carrying the tool box. He spots Sibs staring at him.

PALMER
Blinds are fixed.

Palmer walks past. Sibs stares after Palmer, odd.

INT. PINEVILLE ELEMENTARY - MAGGIE'S CLASSROOM - DAY

Maggie enters her classroom and drops a stack of books on her desk. She notices the air-conditioner blowing cold air. Then at closer inspection, she realizes it is brand new. The tags still on it. Something tells Maggie this did not come out of the school's budget. She smiles.

EXT. PINEVILLE ELEMENTARY - DAY

Kids wait for their bus. Sam is playing with Emily. TWO BOYS wander over to him. Toby trails behind them. The First Boy approaches Sam, non-malicious.

BOY
Sam, we were just wondering...why
do you act like a girl?

Sam looks at them. Innocent. Maybe confused.

SAM
I don't know.

The Boy, unsure what to do with that answer, simply nods.

TOBY
I know why...he's a faggot.

Toby smirks -- aware it's a bad word.

He shoves Sam...when a HAND grabs hold of him. Toby looks up and sees Palmer glaring down at him.

PALMER
Go on, Sam. Catch your bus.
(to the other boys)
You two get outta here.

They run off. Palmer, still holding onto Toby, kneels down and looks the kid dead in the eyes.

PALMER (CONT'D)
You touch that boy again, I'll
break your fuckin' arm. You got me?

Toby, petrified, nods his head. Palmer lets him free. Toby runs off. Palmer looks around, makes sure no one was watching, and strolls off.

INT. ATTORNEY'S OFFICE - EVENING

Palmer, holding the letter addressed to him and ill at ease, faces an ATTORNEY who flips through a stack of papers.

ATTORNEY
Were you aware of the provisions of
her will?

PALMER
No, sir.

ATTORNEY
According to Vivian's will, the house is to be put up for sale and the money donated to the Saints of Christ Church. She left instructions that you were to receive a total of five thousand dollars. However, if you contest the will, you're to receive nothing.

PALMER
When do I have to move out?

ATTORNEY
As soon as the house sells.

PALMER
Thank you.

Palmer rises to leave. The Attorney yells after him.

ATTORNEY
Mr. Palmer, executed originals will be sent...

He's already gone.

INT. VIVIAN'S HOUSE - LIVING ROOM - NIGHT

Sam sits in front of the TV, giggling, as he watches the "Little Princess Show."

FEMALE VOICE
"...don't go anywhere, Princess fans! We'll be right back!"

Palmer enters.

SAM
On Little Princess they said if you write a letter to their show, you can join their club. They even give you a certificate.

Palmer ignores Sam. Lights a cigarette.

SAM (CONT'D)
Will you write one for me?

PALMER
There's things you can be, and things you can't. You don't see other boys on that show, do you?

SAM
No.

PALMER
Then what does that tell you?

SAM
I can be the first.

Palmer just looks at him.

EXT. TOWN - DAY

The Chevy pulls into a parking space.

INT. STORE - DAY

Palmer and Sam enter. Halloween costumes fill the shelves. Sam carefully eyes his choices.

SAM
Look - they have it!

Excited -- he pulls a "LITTLE PRINCESS" costume off the shelf. Palmer stares at the box. On it -- a LITTLE GIRL wears a dress and tiara -- she smiles at us.

SAM (CONT'D)
Can I get it?

Palmer scans the other costumes. He sees a LITTLE PRINCE.

PALMER
How 'bout this - the Little Prince?

Sam looks at the Boy on the box -- he wears a uniform and holds a sword.

PALMER (CONT'D)
Or a Pirate?

Sam looks at all his options -- and the one that he truly wants is the "Little Princess."

SAM
It's only twenty dollars. Emily's going as Little Princess.

PALMER
Sam, the thing about this costume...

He pauses, long and hard.

PALMER (CONT'D)
Well, you know how you have separate bathrooms in school. You got one for boys and one for girls?

SAM
Yeah.

PALMER
Well, some costumes are made the same way. Some are made for boys, and some are made for girls. Now it don't mean you can't wear it -- you can. But it's kinda like me walking into the ladies's bathroom at school.

Sam laughs.

PALMER (CONT'D)
That's right. The ladies see me walking in, and they laugh at me.

SAM

'Cause it's funny.

PALMER

Yeah, and people are funny, Sam.
They see something they're not used
to seeing, and they laugh. And they
can get real mean. 'Cause they
don't understand that you can be
the first at something. They just
expect to see a girl wearing it.
Like your friend Emily.

SAM

They should make one for boys.

PALMER

They do. It's the Little Prince.

Palmer nods to the Little Prince costume. Indicating the boy.
Sam looks at the box. He considers it and grows depressed.
His eyes travel back to the Little Princess costume.

INT. STORE - CHECK OUT COUNTER - DAY

Palmer and Sam walk to the check-out counter. The YOUNG
FEMALE CLERK grabs the costume box and rings it up.

YOUNG FEMALE CLERK

(to Sam)

You ready for Halloween?

Sam nods with a smile. Happy. The Female Clerk looks at the
costume box -- it's Little Princess. She smiles and hands it
to him.

YOUNG FEMALE CLERK (CONT'D)

You have yourself a good time.

(to Palmer)

It's twenty-one dollars and eighty
cents.

Palmer hands her money. Waits for change. An Elderly Woman
walks up behind him.

ELDERLY WOMAN

Eddie Palmer?

Palmer recognizes the woman from church.

ELDERLY WOMAN (CONT'D)

Hello, Sam.

SAM

Hello.

ELDERLY WOMAN

I can't believe this. Are you still
lookin' after this child?

Palmer ignores her question, anxious to get his change.

ELDERLY WOMAN (CONT'D)

What on earth do you think you're
doing, Eddie? You got no business
lookin' after this child... You
ain't nothin' but a criminal.

PALMER

C'mon, Sam.

Palmer grabs his change, turns to leave, but Sam's not going
anywhere --

SAM

Palmer don't steal no more, and
he's doin' good! So you need to
mind your business!

The Elderly Woman, further angered --

ELDERLY WOMAN

(to the Clerk)

Young lady, call Sheriff Coles.

PALMER

(hurrying)

Sam, let's go.

The Young Female Clerk, looking like a deer in headlights,
simply watches Palmer and Sam walk out of the store.

The Elderly Woman yells after Palmer, angry --

ELDERLY WOMAN

I'm gonna call child services!

INT./EXT. CHEVY/STORE - DAY

Palmer and Sam climb into the Chevy and drive off.

The Elderly Woman exits the store and stares after them --

Palmer watches her in the rearview mirror, very concerned
with what she said, then he sees Sam watching him, Halloween
costume held in his lap.

PALMER
I'm doin' good, huh?

Sam nods his head, full of love for Palmer. Palmer manages a smile. They head home...

INT. PINEVILLE ELEMENTARY - HALL - MORNING

The hall is empty. Palmer wanders to a closed classroom door. Inside the classroom are rows of computers. Palmer checks to make sure no one is coming... Steps inside.

INT. PINEVILLE ELEMENTARY - CLASSROOM - CONTINUOUS

Palmer sits down in front of a computer. Nervous. He turns on the power... Moments later, Palmer hen pecks at the keyboard. Searching for something. Finally, we see the screen: "*Foster Care Department of Children and Family Guidelines.*"

Palmer reads, then something causes him to stop... See: "*HAS AN ADULT IN YOUR HOME EVER BEEN CONVICTED OF A CRIME?*"

Palmer looks disappointed. He shuts off the computer.

INT. MAGGIE'S CLASSROOM - DAY

Maggie walks amongst the children, watching over them, as they do work. She stops at Sam's desk.

MAGGIE
And what are you so happy about?

SAM
I get to be a Princess.

MAGGIE
Really?

SAM
For Halloween.

Maggie takes this in with a smile. But her face shows concern.

INT. VIVIAN'S HOUSE - MORNING

Palmer stands outside the bathroom door, waiting. Sam exits -- he wears the Princess costume.

SAM
I can't get the crown to stay on my
head.

INT. PINEVILLE ELEMENTARY - MAGGIE'S CLASSROOM - MORNING

We hear snickers. And laughter. Sam sits with the tiara on his head. All eyes are on him. Toby wears a football uniform. A few others -- pirates, convicts, a ghost. The girls -- witches, a bunny. Emily and a few others -- Princesses.

TOBY
Sam's wearing a girl's costume!
He's probably wearing panties!

More laughter as Sam starts to look uncomfortable.

The door opens, and Maggie enters. She's dressed in a man's suit and shoes -- wears a mustache and a man's wig. In fact -- she looks like Principal Forbes.

All eyes are suddenly on her.

MAGGIE
(in fake man's voice)
Does anyone know where Miss Hayes
is?

BOY
Right there!

A boy in a pirate's costume points to her.

MAGGIE
(in man's voice)
I'm Principal Forbes.

They laugh.

MAGGIE (CONT'D)
(in man's voice)
I guess Miss Hayes isn't here
today. She's fired!

More laughter. Maggie sits on the edge of her desk, like a man. Toby raises his hand as if to ask a question.

TOBY
Principal Forbes, Sam dressed as a
Princess. Look...

He points to Sam. Again -- laughter at Sam's expense.

MAGGIE
(in man's voice)
Sam is that you under there?

Maggie rises off her desk. Sam just looks at her.

MAGGIE (CONT'D)
(in man's voice)
That doesn't look like Sam to me.
Looks like a Princess? Anyone know
where Sam is?

She moves to a LITTLE GIRL who is dressed as a WITCH.

MAGGIE (CONT'D)
(in man's voice)
Excuse me, Miss Witch, do you know
where Elizabeth is?

The Little Girl shakes her head no.

There's a knock on the door -- Maggie opens it, and in walks Principal Forbes -- looking like Maggie, in a long wig, fancy dress and heels.

PRINCIPAL FORBES
(in mock Female Voice)
Principal Forbes -- what are you
doin' in my classroom?

Principal Forbes walks awkwardly in the heels. He almost trips. The kids hysterically laugh. He sits behind Maggie's desk, with his legs crossed.

PRINCIPAL FORBES (CONT'D)
(in mock Female Voice)
And how did these pirates get here?

More laughter.

EXT. MAGGIE'S HOUSE - DAY

Sam, in his Princess costume and carrying a stuffed candy bag, runs up to Maggie's house. Maggie, still in the man's suit, opens the door.

SAM
Trick or treat!

Maggie smiles, then looks past Sam and sees Palmer standing on the lawn. Beat. She is happy to see him.

INT. MAGGIE'S HOUSE - LIVING ROOM - CONTINUOUS

Sam, still in his costume minus the tiara, constructs a fort with sheets.

PALMER

I got ya!

Sam laughs and hides under the sheet...

INT. MAGGIE'S HOUSE - KITCHEN - CONTINUOUS

Maggie takes off the jacket and throws it on a chair. Palmer enters and watches her.

MAGGIE

You made Sam's year.

Maggie undoes the tie, removes it from her neck. Palmer meets Maggie's eyes.

PALMER

What were you? For Halloween?

Maggie pulls the mustache out of her pocket and places it under her nose.

MAGGIE

Principal Forbes.

Maggie smiles. Palmer smiles back.

MAGGIE (CONT'D)

And you?

PALMER

Me...I was a janitor.

He holds her look. Waits for a response.

MAGGIE

You wanna stay for dinner?

Palmer doesn't even have to think about it.

PALMER

Yeah.

Maggie moves to the refrigerator. They take out items for a cook-out. Hamburger meat. Cheese. Fixings. Maggie stops --

MAGGIE

By the way, you didn't happen to
buy me a new air-conditioner?

Palmer smiles. Giving Maggie her answer.

MAGGIE (CONT'D)

That's the nicest gift any man has
ever given me.

They share a smile, happy to be with one another.

EXT. MAGGIE'S HOUSE - HOURS LATER

Palmer carries Sam, who is fast asleep, to the car. Maggie opens the back door, and Palmer is careful to place Sam down, then he closes the door.

PALMER

Thank you. The dinner was good.

Maggie stares at Palmer, smiles.

MAGGIE

Good night, Eddie.

She kisses him sweetly. Palmer, grateful for that, climbs behind the wheel. Maggie watches him drive off, then walks back to her house, happy.

EXT. PINEVILLE ELEMENTARY - DAY

Kids exit the school. Palmer walks Sam and Emily to Lucille Coles's car. Sam and Emily hop in the back, laughing, already having fun.

LUCILLE

Thank you again for the play date.
Now don't rush yourself. Jus' come
over whenever you're ready.

PALMER

Tell Coles I said hi.

LUCILLE

I will.

Palmer waves to Sam and Emily as the car drives off.

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

Palmer enters Vivian's house, carrying several brown boxes.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - LATER

Most of Vivian's belongings are boxed up. Palmer tapes a box closed. Outside, a car door slams. Palmer looks out the window.

EXT. VIVIAN'S HOUSE - SAME

Sam runs towards the house, crying. He wears a pink skirt and is barefoot. Palmer stops him.

PALMER

What's wrong?

Sam's face is covered heavily in makeup (as if applied in a mocking manner) and streaked with tears. He breaks free and runs into the house. A frazzled Lucille Coles approaches Palmer from her car.

LUCILLE

I didn't know what was going on. I jus' left them for a bit. I'm sorry. I really am...

Palmer, without waiting for an explanation, disappears into the house after Sam. Lucille stares after him, upset, then backs into her car and drives off.

INT. VIVIAN'S HOUSE - VIVIAN'S BEDROOM - CONTINUOUS

Palmer finds Sam crying on Vivian's bed. He sits down next to him.

PALMER

Sam, you wanna tell me what happened?

Sam doesn't answer. Palmer puts a gentle hand on his back. Sam's breathing slows --

PALMER (CONT'D)

It's a'right...

INT. VIVIAN'S HOUSE - BATHROOM - LATE DAY

Sam sits on the toilet, in shorts. Palmer faces him, wipes the makeup off with a wet cloth. LOOKS CLOSER -- sees a discoloring, redness on Sam's cheek.

PALMER

Was it the same ones who always
pick on you? Were they over there?

Sam nods.

PALMER (CONT'D)

I know you don't want to hear this,
Sam. But sometimes you gotta hit
'em back.

SAM

They're bigger than me.

PALMER

I know. But you gotta stand up for
yourself, or these kids'll never
leave ya alone.

SAM

They weren't kids.

PALMER

What do you mean?

Sam doesn't say anything.

PALMER (CONT'D)

Who did this to you? Sam?

Palmer holds Sam's eyes. Finally...

SAM

Your friend. From the football
game.

Palmer takes this in.

EXT. HOUSE - LATER (NIGHT)

Palmer exits the house and drives off in the Chevy.

INT. BAR - CONTINUOUS

Palmer enters. He sees Daryl, Ned and Coles, playing pool and drinking. Palmer approaches Daryl. Daryl turns to meet him, very aware of why Palmer is there.

DARYL

He already had the skirt on. I jus'
gave the 'lil faggot some
accessories...

BOOM! Palmer punches Daryl right in his sarcastic grin. He hits him again and again and again. Daryl gets one good shot in, before Palmer beats this asshole until he can't move.

Ned rushes to Daryl's aid. Palmer reels back with his elbow and sends Ned flying. His bloodied fists come down on Daryl in a homicidal rage. Coles jumps in -- but still Palmer is at it... Angry. Violent. Full of rage.

Finally and thankfully, Coles and Ned pull a heaving Palmer off Daryl. Palmer stands there, catches his breath, suddenly aware of what he has done.

Coles just looks at Palmer. Doesn't move as...

PALMER

Take me in. Do your job.

INT. SHERIFF'S STATION - CELL - NIGHT

Palmer, a bruise over his eye, sits in the corner of the cell. Coles Senior approaches. Not happy one bit.

COLES SENIOR

You know the conditions of your
parole?

Palmer nods.

COLES SENIOR (CONT'D)

And if I find any drugs in your
system, you got yourself more
trouble.

Coles Senior picks up a urine-filled plastic cup off the metal bars.

COLES SENIOR (CONT'D)

I'll be back.

INT. SHERIFF'S STATION - OFFICE - NIGHT

Coles Senior enters. He drops the plastic cup on a desk and glares down at his son.

COLES SENIOR
You done with that report?

COLES
This'll send him back... Daryl
ain't gonna press any charges.

COLES SENIOR
The last time I looked, Daryl
wasn't the God damn Sheriff - you
were!

Coles Senior picks up the phone. He searches for a phone number.

COLES SENIOR (CONT'D)
I'll deal with Daryl and Ned as
soon as I'm done here.

Coles Senior finds what he's looking for, starts dialing...

COLES
(worried)
It was in my home. I was there when
it happened... How's that gonna
look?

COLES SENIOR
And that's exactly your problem!
Not a damn bit a'common sense!

He stares at his son, angry.

COLES SENIOR (CONT'D)
When the hell you gonna grow up,
Billy?

INT. SHERIFF'S STATION - NIGHT

Coles Senior appears at the cell door. Palmer looks up.

COLES SENIOR
I don't want to ever see you again.
You understand me?

Coles Senior unlocks the door and walks off, leaving Coles to lead Palmer away. Neither say a word. Palmer sees Maggie waiting by the exit.

COLES
I'm sorry. I thought I should call
her.

Palmer suddenly looks embarrassed.

EXT. TOWN - NIGHT

Palmer walks down the street. Maggie follows.

MAGGIE
Is Sam okay?

Palmer nods.

MAGGIE (CONT'D)
So what are you going to do, beat
up everyone who picks on him?

PALMER
Nope, just the ones over thirty.

Palmer finds the Chevy exactly where he left it. Keys and all. He reaches for the door handle.

MAGGIE
Eddie, I didn't come out here in
the middle of the night for you to
drive off on me.

PALMER
I'm sorry. What do you want me to
say? Coles shouldn't have called
you.

MAGGIE
He called me because he was
worried. I came because I care. You
love Sam - I get it... but there
are other ways to handle it.

Palmer, feeling ashamed, averts her eyes... Maggie notices his bruised and bloodied knuckles.

MAGGIE (CONT'D)
Look, maybe Sam should stay with
me.

Beat. Palmer looks at her -- anger visible.

MAGGIE (CONT'D)
It wasn't my idea.

Palmer, now knowing why Coles called her, opens the door to the Chevy, gets behind the wheel.

PALMER
You want Sam... you know where to find him.

Palmer slams the door and drives off. Maggie stares after him, suddenly hating herself.

INT. VIVIAN'S HOUSE - BATHROOM - MORNING

Palmer, showered, examines his face in the mirror. There's a gash above his eye. He applies shaving cream to his face. Sam enters. He watches Palmer shave, then grabs a band-aid from the cabinet. He places it over the gash.

PALMER
Thanks.

INT. VIVIAN'S HOUSE - KITCHEN - DAY

Sam sits at the table, excited, watching Palmer write a letter.

PALMER
(reading off the letter)
Dear Little Princess club. My name is Sam, and I would very much like to be a member...

SAM
Make sure you tell 'em, how much I love their show, and I watch it every day.

PALMER
(writing)
I watch your show every day. And I love it, more than anything in the world.

SAM
I do.

Palmer finishes.

PALMER
A'right. Now all you have to do is sign your name.

Sam grabs the pen and proudly signs. Palmer sticks it in an envelope.

PALMER (CONT'D)
It's good to go.

Sam smiles. Happy.

We hear the front door open and close.

Moments later, Shelly appears in the doorway. She stares at her son, guiltily.

SHELLY
Hey there, Sam.

Sam looks at his mother, a mixture of emotions.

SHELLY (CONT'D)
You wanna give your momma a hug?

Sam remains seated.

SHELLY (CONT'D)
Well, you 'jus gonna hurt my feelings if you don't.

Finally, Sam moves to his mother. It takes him a moment to hug her, but when he does he wraps his arms tightly around her. Shelly hugs him back.

SHELLY (CONT'D)
I missed you.

She looks up and catches Palmer's judgmental stare.

SHELLY (CONT'D)
We better get home.

Shelly pulls away from Sam, leaving him to stare back at Palmer. Suddenly, Sam looks sad. Torn. Not wanting to leave.

Palmer picks up Sam's lunch box and moves to him.

PALMER
You and I had a good time. And you can come visit me whenever you like. Okay?

Sam nods. He takes his lunch box, then hugs Palmer for the longest moment. Palmer forces a smile, gives him a pat.

PALMER (CONT'D)
A'right. Let's get the rest of your things.

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

Palmer leads Sam into the room. He watches with difficulty as Sam collects his dolls. Shelly places everything in his suitcase. Notices the brand new Little Princess Doll.

SHELLY
Where'd you get this?

SAM
Palmer... For my birthday.

It hits her -- she wasn't there for it. Beat.

SHELLY
Well, I got ya somethin' at home.
Had to travel for it. C'mon.

She walks Sam towards the door. Stops, looks back at Palmer.

SHELLY (CONT'D)
I'm sorry about Vivian. I liked
her.

Shelly leaves with Sam. Palmer stands alone. In silence. The pain visible.

EXT. VIVIAN'S HOUSE - MORNING

The morning sun is strong. Palmer exits the house. A "FOR SALE" sign is on the front lawn. His eyes shift to the end of the driveway.

Sam is not there. Palmer climbs in the Chevy and drives off.

INT. PINEVILLE ELEMENTARY - HALL - MORNING

Palmer walks to Maggie's classroom. He doesn't see Sam inside. Maggie steps into the hall.

PALMER
Shelly came home.

MAGGIE
That explains why he's not here.

The two stand, quiet.

MAGGIE (CONT'D)
I'm sorry about the other night.

PALMER
It's fine. It's over.

He starts to walk away.

MAGGIE
I'm not a good person.

Palmer stops and turns.

MAGGIE (CONT'D)
I had an affair, and my husband
divorced me. That's how things
worked out.

Palmer just looks at her.

MAGGIE (CONT'D)
I'm not perfect, Eddie. I just
pretend to be better than others.

After a long beat, Palmer cracks a smile. He turns and walks off. Maggie watches him go, then returns to her classroom.

INT. BAR - EVENING

Palmer enters, takes a seat at the end of the bar. The Bartender places a shot of Bourbon in front of Palmer, walks off. Palmer stares at the drink, debating if he should consume it...

INT. CHEVY - NIGHT

Palmer, drunk, pulls up to Vivian's house. Through the windshield he sees Jerry's red truck parked in front of Shelly's house. The lights are on.

INT. VIVIAN'S HOUSE - LIVING ROOM - MORNING

A small hand wakes Palmer from his sleep. Palmer opens his eyes, hung over, and sees Sam standing above him.

SAM
I missed my bus.

INT. CHEVY - MORNING

Palmer drives. Sam sits quietly in the passenger seat, without his lunch box.

PALMER
Where's your lunch box?

SAM
Jerry threw it away.

PALMER
Did he?

Sam nods. He looks sad.

SAM
He said my momma was raising me to
be a queer. And he ain't living
with no queer kid.

Palmer looks at him, silent.

SAM (CONT'D)
What does queer mean?

PALMER
It means you're different.

SAM
Are you queer?

PALMER
I'm different, that's for sure.

Sam still looks upset.

PALMER (CONT'D)
You know what else we are? We're
both good lookin.' We are. Good
lookin' and smart. It intimidates
people. Makes 'em feel afraid.

SAM
Miss Maggie ain't afraid.

PALMER
Nope, she ain't. 'Cause she's good
lookin' and smart, too.

Palmer smiles at Sam. Sam smiles back, feeling better.

EXT. PINEVILLE ELEMENTARY - MORNING

Palmer and Sam step out of the Chevy.

PALMER

How 'bout after school, we go get
ourselves some root beer floats?

SAM

I can't. I gotta help my momma.
We're moving to Jerry's. Momma said
he wants to marry her. And I'm
gonna have to go to another school.

Palmer looks like he's been hit in the stomach.

PALMER

I guess I'll just have to visit you
then.

SAM

You promise?

PALMER

You got my word.

The two walk toward the school together and slowly it
registers for Palmer --

Sam will be gone.

INT. PINEVILLE ELEMENTARY - MAGGIE'S CLASSROOM - MORNING

The children draw with colored pencils on white sheets of
paper.

MAGGIE

Who else needs an eraser?

A few hands go up.

MAGGIE (CONT'D)

What is there an eraser monster who
eats all the erasers?

The kids laugh. Maggie stops at Sam's desk. His sheet is
still mostly white.

MAGGIE (CONT'D)

Sam, you haven't drawn anything?

Sam looks up and sees Toby watching him. He says nothing.

MAGGIE (CONT'D)
Try to draw something, sweetie.

Sam picks up a colored pencil. Maggie places a comforting hand on him and watches him draw...

EXT. PINEVILLE ELEMENTARY - DAY

Palmer carries the trash to the bins. He looks towards the school buses and sees Sam being walked towards Jerry's red truck by Shelly. Palmer watches Sam disappear inside the truck. A moment later, it drives off.

EXT. TOWN - DAY

Palmer steps out of the Chevy and heads towards the grocery mart. He stops, sees --

The familiar red truck parked in front of the diner.

A moment later, the door swings open, and Jerry walks out, followed by Shelly, who does not look good. They're arguing. Loudly. Sam exits after her.

JERRY
Christ! He don't wanna come with
us, leave him here.
(mocking)
I wanna play with Emily.

SHELLY
Jerry, shut up! I swear to God,
you're worse than an infant... And
Sammy, please, I tol' ya we gotta
go home. Now come on now, I don't
feel well...

Jerry shoots Sam a nasty look then catches Palmer staring right at him.

It takes Palmer everything he has just to do nothing. Finally, Sam slips into the truck with Shelly. Jerry gives Palmer one last glance, then climbs behind the wheel.

Palmer watches the truck speed away.

INT. GROCERY MART - DAY

Palmer stands at the check-out counter, waiting to be rung up. Affected by moments earlier.

INT. CHEVY - LATER

Palmer approaches Vivian's house from a distance, a bag of groceries in the seat next to him...

As he nears, he notices Shelly's house --

Jerry's red truck is parked out front. Along with two Sheriff vehicles and an unmarked car.

Palmer grows very concerned...

Noise escalates from inside Shelly's house --

A moment later, Sam is carried out of the door by Coles Senior.

PALMER

Shit!

Palmer tears into Vivian's driveway, hopping out of the Chevy and running towards Shelly's house...

EXT. SHELLY'S HOUSE - CONTINUOUS

Coles exits the house trying to control Shelly who is screaming, crying and a bit out of her mind. A FEMALE SOCIAL WORKER tries to talk to her.

SHELLY

Gimme my son!! You got no fuckin' right!

Jerry holds onto Shelly, keeping her from hitting both Coles and the Female Social Worker.

Palmer hurries towards Coles Senior who carries Sam towards his vehicle. He blocks Coles Senior from putting Sam in the back of his vehicle.

PALMER

Whaddya doin'?! Where you taking him?!

COLES SENIOR

This ain't your business. Move out of the way!

SAM

Palmer!!

Palmer watches, as Coles Senior forces Sam into the back seat. Coles Senior slams the door and prepares to leave.

PALMER
Man, don't do this!
(to Coles Senior)
Give him to me!

Sam looks up at Palmer from inside the locked car, crying.

SAM
Palmer!!!

The car starts to pull away. Sam bangs on the glass window, begging for Palmer to rescue him. Palmer, helpless, walks alongside the Sheriff's vehicle.

PALMER
Don't worry. I'll come get you!

Palmer walks as far as he can, until the vehicle speeds away. He stands there, completely powerless. Over by the house, Jerry is holding onto Shelly, as she spits on Coles who walks away from her.

SHELLY
Get off my property, you fuckin'
cocksucker!

Palmer catches up to Coles, as he hurries towards his vehicle.

PALMER
What the hell was that?! Where's he
taking him?

Coles keeps walking...

COLES
I had no choice!

Palmer grabs Coles, hard. Throws him up against his car.

PALMER
Where'd he take him?!

EXT. DEPARTMENT OF FAMILY AND PROTECTIVE SERVICES - LATE DAY

A dark, imposing building. Not in the nicest part of town.

INT. DEPARTMENT OF FAMILY AND PROTECTIVE SERVICES - LATER

Palmer sits across from a FEMALE CASE MANAGER who flips through a very large stack of files.

FEMALE CASE MANAGER

Normally we try to find relatives
for temporary custody. I'll need
you to fill out this paperwork.

She places several forms in front of Palmer. Hands him a pen.
Palmer doesn't write.

FEMALE CASE MANAGER (CONT'D)

Mr. Palmer, do you have any
questions?

PALMER

I have a felony record.

FEMALE CASE MANAGER

Are you currently on parole?

Palmer nods. The Female Case Manager looks at him,
disappointed.

FEMALE CASE MANAGER (CONT'D)

I'm sorry, the agency won't approve
a foster care license if you're on
parole.

PALMER

Is Sam okay?

FEMALE CASE MANAGER

Yes, he's fine.

PALMER

Can I see him?

FEMALE CASE MANAGER

Not unless you're the parent,
guardian, or family member.

They're both quiet. Until --

FEMALE CASE MANAGER (CONT'D)

There's a case hearing in family
court on Monday. The judge'll
decide then if Sam will be placed
into a home or returned to his
mother. Depending on how he rules,
it's possible he could make an
exception... It's unlikely, I have
to tell you, but why don't you fill
out the application, and we'll see
what the judge says?

Palmer, not looking too confident, nods.

INT./EXT. CHEVY/TOWN - LATER

The Chevy drives into town and parks in front of the BANK.

Palmer stares at the bank. Engine running. Uncertain about what he's about to do. Finally, he steps out...

INT. BANK - MOMENTS LATER

Palmer walks slowly up to an open window.

OLDER FEMALE BANK TELLER
You jus' made it, we were 'bout to
close. How can I help you?

Palmer, averting the older woman's stare, empties the contents of his jacket pocket down on the counter in front of her.

PALMER
I need cash. And a bank account.
I'm not sure how this works.

OLDER FEMALE BANK TELLER
Eddie?

The older woman looks at Palmer, confused, maybe even a little fearful, until she looks down and sees --

All of Palmer's paychecks. Bundled together.

A relieved smile fills the woman's face.

OLDER FEMALE BANK TELLER (CONT'D)
Well, I think I can help you out.

PALMER
Thank you.

INT. SHELLY'S HOUSE - NIGHT

A knock on the door. Shelly, unkempt, moves to see who it is... The room is in shambles.

SHELLY
What do you want?

INT. SHELLY'S HOUSE - CONTINUOUS

Palmer follows Shelly's skeleton of a body into the kitchen. Shelly searches for a cigarette, can't find one.

PALMER
Where's Jerry?

SHELLY
At church, where else... You got a cigarette?

Palmer retrieves one from a pack and lights it for her. Shelly chokes on the first drag. Drops into a seat.

SHELLY (CONT'D)
Why you here?

Palmer, without wasting any more time, places several hundred dollar bills on the table.

SHELLY (CONT'D)
I'm good. But I ain't that good.

PALMER
It's for Sam.

Alongside the money, he places a document.

SHELLY
What's this?

Palmer stares at her, silent. Shelly reads the first line.

SHELLY (CONT'D)
Legal guardian?

PALMER
You'd be signing Sam over to my care.

SHELLY
And why would I do that?

PALMER
'Cause unless you get yourself clean, I don't see the courts givin' him back to you...
(he eyes her closely)
You ain't well, girl.

Shelly's eyes narrow.

SHELLY
Get outta my house.

Palmer doesn't budge. Shelly springs from the chair and rips the document up in his face.

SHELLY (CONT'D)

Fuck you! You think you can buy my son?! You think you're better than me?! Jus' cause you spend time with my boy. You think you're his daddy? You ain't his daddy, and you ain't better than me!

PALMER

No, I ain't better than you. Maybe a bit luckier this time 'round. But if something were to happen to you, well, there ain't gonna be no say in the matter. They'll put Sam wherever they like. And Sam's not like other kids.

These words sink in. Shelly knows it's true.

SHELLY

(desperate)

They'll give him back. And we'll be just fine, Sam and me. We're gonna leave this shit town behind. I'll get clean. Get a good payin' job. Buy us a nice home... Start taking good care of Sammy... You'll see!

She stares hard at Palmer, wanting so bad to believe it. Then her fantasy gives way to tears.

SHELLY (CONT'D)

Get out.

Palmer doesn't move. Shelly scoops up his money and shoves it into his hand.

SHELLY (CONT'D)

GET OUT!

INT. FAMILY COURT - LOBBY - DAYS LATER

PEOPLE wait to have their turn in front of the judge. Palmer sits next to Maggie, in dress pants and a nice shirt and tie. He looks handsome and nervous. Maggie takes hold of his hand.

A moment later, the Female Case Manager appears.

FEMALE CASE MANAGER

Mr. Palmer... come with me...

INT. FAMILY COURT - COURTROOM - MOMENTS LATER

An older black MALE JUDGE with a stoic look glances down at Palmer's application. Palmer sits before him with Maggie and the Female Case Manager at his side.

JUDGE

Has the mother shown up yet?

FEMALE CASE MANAGER

No, your honor.

The Judge focuses on Palmer.

JUDGE

Mr. Palmer, I understand you're on parole, yet requesting the court permit temporary custody of the boy due to special circumstances, am I to understand that correctly?

PALMER

Yes, sir...

JUDGE

Why don't you tell me what those special circumstances are.

Palmer stands, incredibly nervous.

PALMER

You see, awhile back Sam's mother took off and left him with my grandmother, well she died, and then Sam jus' stayed with me. You see, I was already taking care of Sam... I drove him to school every morning. I made him sandwiches for lunch. He'd only eat cookies if you let him. I washed his clothes. Bleached a few by accident. And Sam's real funny, too, he don't like to bathe much, but I still made him. I even helped him with his homework. We went trick or treatin' together and...

Maggie quietly watches. Palmer pauses, emotional. Realizing just how much he loves Sam. The Judge waits.

PALMER (CONT'D)

You see, I hadn't felt like I was good at anything in a long time, until Sam. I had no purpose.

(MORE)

PALMER (CONT'D)

Nothing. I had a minimum paying job and was lucky for that. Now I ain't blaming no one, your honor. I did what I did when I was younger, and I got what I got. And I accept that. But the thing is -- I don't want one more regret in my life. I got too damn many. And it's a hard way to live. Waking up every morning wishing you should'a done something different, or said something you never said. When my grandmother died, all I wanted was five more minutes. Jus' to be able to say sorry for the things I done. Tell her I loved her. Let her know how much she meant to me. I never said any of that... And that's the biggest regret I have. That woman took me in. Twice. When no one else would. I don't want another regret to wake up to.

(pauses, upset)

I can't abandon that boy. I jus' won't... And I promise you, you wouldn't have to worry about him, I'd take good care of Sam.

The Judge looks evenly at Palmer, weighing his decision, then finally he picks up Palmer's application and reviews it.

JUDGE

I see you're currently employed at Pineville Elementary?

PALMER

Yes, sir, I'm a custodial engineer.

The Judge sees that on the application, then flips to the attached reference letters.

JUDGE

Your supervisor John Sibs speaks well of you.... as does Sam's school teacher, Ms. Maggie Hayes. I assume that's you?

MAGGIE

Yes, your honor.

JUDGE

(nods, continues...)

The address you listed as your home residence. Does anyone else live there with you?

PALMER

No, sir.

JUDGE

Is it a house, apartment?

PALMER

It's a house... for now.

JUDGE

What do you mean, for now?

Palmer looks at the Judge, realizes he just said the wrong thing.

PALMER

It's my grandmother's house. It's up for sale. But I'll have plenty of money to rent a new place. Even closer to the school.

JUDGE

I see.

The Judge examines Palmer.

JUDGE (CONT'D)

Mr. Palmer, you seem like you're heading in the right direction, doing well, and perhaps once you have your living situation squared away and are no longer on parole, you can apply for a license at that time. But for now, I'm sorry, I'm going to have to deny your request for temporary custody.

PALMER

But I'm gonna get a new home... you'll see...

JUDGE

My decision is that the boy will remain under the care of the state and be placed into a registered foster home, until the mother is well enough to regain custody.

PALMER

Your honor, please. His mother is a drug addict, that ain't happening.

JUDGE

I'm sorry, that's my decision.

He places Palmer's application aside. Palmer stares at him, dumbfounded. He looks to Maggie, who is also stunned.

We hear yelling from the hall... The BAILIFF steps into the hall to see what's going on --

THE DOOR SWINGS OPEN

Shelly hurries into the room, having pulled herself together in a skirt and clean washed hair. She is followed in by the Bailiff.

SHELLY

I'm here! I'm here! Sorry I'm late, your honor.

She sees Palmer and Maggie, standing next to the Case Manager and suddenly looks afraid...

SHELLY (CONT'D)

They said to show up on Monday. Today's Monday. So here I am.

JUDGE

And who are you?

SHELLY

I'm Sam's mother... that's who I am.

She stands, dignified. The Judge looks to the Case Manager who opens her folder. Shelly sees her name and points to it.

SHELLY (CONT'D)

That's me, right there. Your honor, please... I don't know what them notes say, or anyone else... But them sheriffs didn't even talk to Sam. They jus' came into my home and took him away. They didn't even say why...

Shelly looks at Palmer and Maggie, who remain silent.

JUDGE

Ms. Browne, a complaint of abuse and neglect was made to child protective services. Upon inspection, your home was deemed dangerous, and you were described as being violent and agitated.

SHELLY

That ain't true... No, sir! But agitated, yeah, I was agitated... Now I've had some health problems, I'll admit to that... And people have helped me out. Sure. I'm poor. Hell, I know I'm broke. I ain't in denial 'bout that. But I ain't never once put a hand on my son! I never even raised my voice to Sammy. You go ask Sammy, and he'll tell you the truth. He ain't an unhappy boy, your honor.

The Judge looks at her --

SHELLY (CONT'D)

I'll do whatever you want me to do. Jus' please... don't send my son to go live with no strangers.

Off Palmer's look --

EXT. VIVIAN'S HOUSE - EARLY MORNING

A quiet morning haze. Palmer exits the house and walks to the Chevy. He looks at Shelly's house, which is noticeably quiet, and then gets behind the wheel of the Chevy and drives off.

INT. PINEVILLE ELEMENTARY - HALL - LATER

Palmer pushes an empty cart down the hall, stops at Maggie's classroom, looks in and sees her teaching. Sam's seat is empty. He moves on...

INT. VIVIAN'S HOUSE - LIVING ROOM - DAY

The house is barren except for some pieces of furniture.

INT. VIVIAN'S HOUSE - BATHROOM - SAME

Palmer collects his toothbrush, a few random items, and drops them all into a duffle bag. He hears the front door open and close...

INT. VIVIAN'S HOUSE - LIVING ROOM - CONTINUOUS

Palmer enters... standing alone in the doorway is Sam.

Sam sees Palmer and runs to him. Palmer meets Sam with a big hug. Sam holds him tightly...

Palmer pulls back with a smile. His eyes are wet.

SAM

You're crying?

PALMER

Am I? I must be happy to see you.

(beat)

You a'right?

Sam nods, then off the room --

SAM

What happened to Vivian's things?

PALMER

I got rid of 'em. I'm moving.

SAM

You are - where ya goin'?

PALMER

Don't know.

SAM

Maybe you can move to wherever me
and momma are going?

Palmer forces a smile, then sees Sam is holding something in his hand.

PALMER

Whaddya got there?

SAM

I found it outside.

We see that it's one of those small grammar school photos, of a young boy.

PALMER

That's me. When I was your age.

SAM

Can I keep it?

PALMER

Sure.

Sam sticks the photo in his pocket, like a treasure.

SHELLY (O.S.)

Sam! Sammy! C'mon now!

The two fall silent...

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

Sammy!!

Finally --

SAM

I gotta go.

Beat.

PALMER

You better get then.

Sam looks at Palmer, not wanting to leave him, then he gives Palmer one last hug, before running out of the house...

EXT. VIVIAN'S HOUSE - CONTINUOUS

Palmer steps onto the porch and watches Sam run back to his house.

EXT. SHELLY'S HOUSE - CONTINUOUS

Shelly waits for Sam...

SHELLY

C'mon now! Get your things.

Sam runs past her and disappears inside the house. Shelly, not looking healthy, and white knuckling it to stay clean, catches Palmer staring at her -- she locks eyes with him, then turns and walks inside the house.

EXT. VIVIAN'S HOUSE - CONTINUOUS

Palmer stares after Shelly a moment longer, then heads back into the house.

INT. VIVIAN'S HOUSE - LIVING ROOM - NIGHT/LATER

Palmer, carrying a box under one arm, folds up Vivian's tray table and heads out the door...

EXT. VIVIAN'S HOUSE - CONTINUOUS

Palmer loads the box and tray table into the trunk of the Chevy. He slams the trunk closed, about to head back into the house, when he hears yelling coming from Shelly's house...

INT. SHELLY'S HOUSE - NIGHT

The room is trashed. Jerry holds a wasted Shelly down on the couch. He yanks her hair.

JERRY

Say that to me again! You fuckin' junkie!

SHELLY

Get off me, you son of a bitch!

Shelly tries to kick him. Sam grabs onto Jerry's back.

SAM

Leave her alone!

Jerry pushes Sam off him, hard. Sam slams into the wall.

The door swings open, and Palmer grabs Jerry and throws him against the side of the house, ready to strike with his fist, when he sees Sam watching from the floor --

Palmer releases Jerry and takes a step back, surveying Shelly, the damage... a needle on the floor.

Palmer picks up Sam and carries him out of the house.

SHELLY

Hey! Where the hell you goin'?!
Come back here!

INT. CHEVY - NIGHT

Palmer speeds down the road, unsure where he is going. Sam sits in the passenger seat. He begins to cry. This is all too much for him. Palmer pulls over, hits the brakes.

PALMER

It's a'right, Sam. It's okay.

Palmer takes hold of Sam, comforting him, trying to decide what to do.

EXT. TRUCK STOP/DINER - LATER

A big rig pulls off a highway to fuel for gas. A lonely diner sits adjacent to it. A few beat up cars are parked in front. We see the Chevy amongst them, as...

INT. DINER - NIGHT

Palmer approaches a tired looking MANAGER who wears a name tag pinned to his shirt.

PALMER

You got a phone I can borrow?

The Manager places an iPhone down on the counter.

PALMER (CONT'D)

Thanks.

Palmer dials, keeping his eye on Sam in the Chevy --

INT. MAGGIE'S HOUSE - KITCHEN - SAME

A phone rings. Maggie walks in from the living room and collects the ringing phone off the wall.

MAGGIE

Hello?

INTERCUT: DINER/MAGGIE'S HOUSE - NIGHT

PALMER

It's me.

Maggie, both relieved and concerned --

MAGGIE

Eddie... where are you?

Beat. Palmer, suddenly aware -- Coles already called her.

MAGGIE (CONT'D)
You gotta bring Sam back.

PALMER
I can't. Not to that.

MAGGIE
It's kidnapping.

PALMER
She ain't fit.

MAGGIE
Maybe so. But where you gonna go
with him? Huh? You'll end up back
in prison. Is that what you want?

Palmer is silent.

MAGGIE (CONT'D)
She's his mother, Eddie. Good or
bad, right or wrong - she's Sam's
mother.

Palmer stares out the window at Sam who watches him from
inside the car. A small boy. Confused. Lost. Equally scared.

Finally, after what seems like forever, and fighting against
every instinct inside him --

PALMER
Call Coles.

He hangs up the call. Walks out.

INT. MAGGIE'S HOUSE - CONTINUOUS

Maggie stands holding the phone, upset.

INT. CHEVY - CONTINUOUS

Palmer slides behind the wheel, doesn't look at Sam, doesn't
start the car. Uncertain about his decision --

SAM
Palmer...

Palmer is quiet.

SAM (CONT'D)
Where we going?

Palmer, thinking, eyes the highway -- he could just take off, keep going.

SAM (CONT'D)
Palmer?

Palmer looks over at Sam, and even Sam knows, they have to go back.

EXT. VIVIAN'S HOUSE - HOURS LATER

Silence. Still dark out. Dawn breaking.

The Chevy pulls into Vivian's driveway.

THRU the windshield, Palmer sees the two Sheriff vehicles parked in front of Shelly's house, waiting for him.

Coles Senior steps out of one, locking eyes with Palmer.

PALMER
(to Sam)
You wait here, okay?

Sam, growing afraid, nods. Palmer exits the Chevy.

EXT. SHELLY'S HOUSE - CONTINUOUS

Coles, in plain clothes, exits the house with Shelly, looking unwell, but nonetheless indignant -- staring angrily at Palmer, wanting his arrest.

COLES
Stay here.

Coles leaves Shelly behind as he meets Palmer.

COLES (CONT'D)
She ain't in any shape. I'm gonna take Sam over to Maggie's.

PALMER
Thank you.

Coles nods. It's the least he could do, and he wishes he could do more.

COLES
I'm sorry, Palmer.

Coles Senior approaches Palmer. No empathy here.

COLES SENIOR

Turn around, Eddie, place your hands behind your back... You're under arrest for abduction of a child.

Palmer does as he's told, and his hands are promptly cuffed.

His rights are read to him, when suddenly --

The car door of the Chevy busts open, and Sam runs to Palmer.

SAM

NOOO! Leave him alone!!

Sam races across the lawn and attacks Coles Senior. Punching and hitting him. Trying as hard as he can to push him away from Palmer.

SAM (CONT'D)

NOOOOO! Let him go!! Let him go!!!

Coles grabs Sam, pulling him off Coles Senior, restraining him, as --

Palmer is placed inside the back of Coles Senior's vehicle. The door is slammed shut, locking Palmer inside.

Shelly simply stands by the house, unable to do anything but watch Sam cry, as he is held back by Coles. Emotions build for her --

Coles Senior walks to the driver's door, ready to drive off --

A realization hits Shelly. Hard. Painful. Until finally --

SHELLY

I lied!

Coles Senior stops --

SHELLY (CONT'D)

He didn't take Sam. I lied.

INT. SHELLY'S HOUSE - BATHROOM - MORNING

Shelly, dressed decently, applies makeup to her face, covering a bruise. Her hands shake. She is nervous. She applies red lipstick. Stares at herself in the mirror. She looks pretty.

EXT. MAGGIE'S HOUSE - LATER

Palmer steps outside Maggie's house --

Shelly approaches him. We see the red truck parked in the street, engine running.

It takes Shelly a moment before she is able to speak.

SHELLY

You, uh, you think I'm a bad mother?

Palmer simply looks at her --

INT. MAGGIE'S HOUSE - MORNING

Palmer walks Shelly into the house. She passes Maggie without a word and follows Palmer to the kitchen...

Sitting at the table is Sam. Shelly enters and sits down next to him, as Palmer disappears from the room...

SHELLY

Hey, Sammy.

Sam doesn't say a word.

SHELLY (CONT'D)

I know you're mad at me, and tha's all right...

Sam stares at his shoes, ignores her.

SHELLY (CONT'D)

Well, look, Sammy, I uh, I need to talk to you about something important. You think we could do that?

Sam, without looking at his mother, gives the slightest nod of his head.

SHELLY (CONT'D)

Good. Tha's good.

Shelly watches Sam, uncertain how she is going to do this, then finally...

SHELLY (CONT'D)

Well, you see, Sam, I've been thinkin' 'bout some things, and I think it might be best if you live with Palmer.

Sam is quiet.

SHELLY (CONT'D)

He's a real good man. He cares for you. And, well, I'm struggling, Sam. I'm struggling. It ain't that I don't love you.

Sam begins to cry. Shelly tries to force back her own tears. But she can't.

SHELLY (CONT'D)

I love you with all my heart.

Sam moves off his chair and hugs Shelly. This only makes it more difficult.

SHELLY (CONT'D)

You wanna live with Palmer? You want him to be your daddy?

Sam looks at his mother for the longest moment, then he nods.

EXT. PINEVILLE ELEMENTARY - EARLY MORNING

A blue sky. Quiet morning. The Chevy pulls into the school's parking lot and parks next to the only other car.

INT. PINEVILLE ELEMENTARY - JANITOR'S OFFICE - EARLY MORNING

Palmer enters. Sibs is already behind his desk. A large box takes up the middle of the room. It rests on a cart.

SIBS

Junior's new air conditioner.

Palmer nods, takes off his jacket, and that's when he sees...

A set of KEYS on his desk. Nothing more.

Palmer looks at Sibs, whose back is to him.

PALMER

Sibs --

Sibs looks up from his paperwork.

PALMER (CONT'D)
Thank you... For everything.

SIBS
You better hurry up. Junior doesn't
like to wait.

Palmer smiles. Sibs smiles back. And it's fair to say - these
two men like one another.

Palmer grabs the keys, cart, and rolls out with both...

EXT. PINEVILLE ELEMENTARY - PARKING LOT - DAY

Buses, cars, kids everywhere. Principal Forbes stands talking
with a RANDOM PARENT and Lucille Coles.

Palmer and Sam exit the school, heading toward the Chevy.
Lucille quickly stops Palmer, they talk for a moment, most
likely to arrange a play date. Finally --

Palmer and Sam head off to the Chevy.

In the street, we see the familiar red truck.

INT. JERRY'S RED TRUCK - SAME

Shelly sits in the passenger seat. She stares out the window,
watching Sam.

JERRY
Whatya wanna do?

Shelly's eyes hold on Sam. He looks happy. A beat.

SHELLY
Let's go.

Jerry throws the truck into drive. Pulls away.

Shelly stares out the window, desperately watching Sam, until
he is no longer visible.

EXT. TOWN - AFTERNOON

We see the FENDER TIM ARMSTRONG HELLCAT in the window of the
PAWN SHOP. A MAN removes it from the display case.

INT. CHEVY - MOMENTS LATER

Sam watches Palmer exit the pawn shop, carrying the guitar. Palmer opens the back door to the Chevy, places the guitar down, then gets behind the wheel. Drives off.

PALMER

One more stop. Then we're done.

Sam looks at the guitar.

SAM

You gonna learn to play that?

PALMER

Learn? I a'ready had fifteen years
of practice. I better be good by
now.

SAM

Will you teach me?

PALMER

That's the plan...

EXT. VIVIAN'S HOUSE - LATER

The "For Sale" sign has the word "Sold" above it. The Chevy is parked out front, next to another car.

INT. VIVIAN'S HOUSE - PALMER'S BEDROOM - LATER

Palmer takes his high school football pennant off the wall, then walks out.

INT. VIVIAN'S HOUSE - LIVING ROOM - CONTINUOUS

Maggie carefully packs a few remaining items of Vivian's into a large box. Palmer walks over, places the pennant on top.

MAGGIE

That it?

PALMER

Good to go.

Sam runs out of the kitchen, holding a spatula.

SAM

Do you want this?

PALMER

Sure.

Sam drops it in the box.

MAGGIE

I have to get to that store. So I'm
leaving the heavy liftin' to you.
And I'll see you men shortly.

Maggie gives Palmer a kiss on the lips.

PALMER

Yes, ma'am.

MAGGIE

(to Sam)

I'm making my surprise dish for
dinner.

SAM

What is it?

MAGGIE

If I told ya it wouldn't be a
surprise.

Maggie walks out giving Sam a gentle touch on the head.

EXT./INT. VIVIAN'S HOUSE/CHEVY - EVENING

Palmer loads the box into the trunk of the Chevy. Sam hops in
the passenger seat as --

Palmer slams the trunk closed, walks to the mailbox, collects
what's inside. One piece grabs his attention, causes him to
look at Sam, perhaps worried...

INT. CHEVY - EVENING

Palmer slides behind the wheel. He watches Sam stare at his
former house. It looks vacant.

PALMER

You ready?

Sam nods.

PALMER (CONT'D)

This came in the mail for you.

Palmer holds out an envelope addressed to Sam.

SAM
I never got mail before.

PALMER
Well it's yours. Go ahead, take it.

After a moment, Sam takes the envelope... Palmer watches Sam as he opens it and pulls out a fancy pink certificate...

Sam stops... looks at Palmer who smiles at him.

PALMER (CONT'D)
Congratulations.

We see that it is from the PRINCESS CLUB.

Sam studies the certificate as if it were made of gold, eyeing his name printed in bold scripted letters.

THE END.