

INT. DILLON'S APARTMENT -- DAY

The early morning sun shines in through the plantation shutters. A body, DILLON MURPHY, lay asleep on the sofa. The ALARM CLOCK BUZZES him awake. His eyes flutter open. He puts on his robe.

INT. DILLON'S BATHROOM -- DAY

Dour-looking, 28 year old Dillon stumbles to the medicine cabinet. His fingers thumb through a half-dozen, tiny, orange prescription bottles. Finds a specific one -- downs a few with a gulp of sink water.

He's alone. His soggy eyes stare out the window, overlooking the busy downtown canyon.

EXT. DRIVING RANGE -- DAY

Dillon takes his hacks with the driver. A good, smooth stroke. Shot after shot. Several other practice their short game just beside him.

INT. DILLON'S KITCHEN -- NIGHT

Dillon sits on the counter, eating cereal and taking more pills. He devours a handful of prescriptions with a swig of milk from the carton. His face reads, "so sad."

INT. DOCTOR'S OFFICE -- DAY

Early morning sun casts shadows throughout the small, efficiently furnished space. Dillon sits across the desk from DOCTOR LYMAN. They sit in silence, before --

DILLON

I finally got some sleep last night.

DOCTOR LYMAN

That's a good thing.

(CONTINUED)

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DILLON

Yeah, but those drugs aren't easy on my stomach. I take three at night, and I'm out like a light for six -- seven hours at least. Problem is, I wake up running to the bathroom every other hour and now I gotta sleep on the couch just cause it's closer to the damn toilet.

A somber grin, and then --

DOCTOR LYMAN

I got the results back from the blood tests we ran last week. They're not good. Not at all what I'd hoped.

DILLON

Whaddaya mean?

DOCTOR LYMAN

The disease isn't in regression like we'd hoped. If anything, it's growing stronger, and your white blood cells are rapidly decreasing in size and quantity.

DILLON

You're fucking with me?

Dillon's face turns white, he knows it's not a joke.

DOCTOR LYMAN

I wish I could say I was. I'm very sorry.

DILLON

So... what? What happens now? More drugs?

DOCTOR LYMAN

We're not sure how long you have, but it isn't long at all. Months, weeks, maybe days. It's time to start thinking about quality of life. Spend what little time you have left with family and friends...

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CONTINUED: (2)

Dillon's eyes and mind wander. He sees photos of the doctor's family, his graduation certificate, handshakes and fake smiles in frames. A picture of the doctor with his family.

He keeps talking, but now we hear nothing.

DILLON  
(offers nothing)  
I don't have any family.

INT. CITY BUS -- DAY

Dillon sits alone in the rear aisle. Lost in thought. Bouncing about with the bus. We hear the voice of Doctor Lyman --

DOCTOR LYMAN (V.O.)  
Friends then? You're considerably past the point to any traditional forms of treatment -- chemo or radiation. There has to be something or someone that can make you happy during this time. It's a tough road ahead of you, one best not traveled alone.

Dillon steps off the bus and wanders down a busy side street.

INT. DILLON'S APARTMENT -- LATER -- DAY

Dillon sits in his bathtub, surrounded by photos and dirty clothes. Pictures of himself at different ages. He's going through stacks of old photos.

DILLON (V.O.)  
I tend to think that these are the real dark ages. No one cares about one another anymore. Everyone's too busy to care.

He comes to candid photo of a YOUNG WOMAN. She's pretty. Porcelain skin. Freckles. A long, hard memory of her.

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DILLON (V.O.)

Everyone's just floating around out there, uncaring and dull. Think about all the times you've passed someone on the street and smiled. Now think about how many times they've ever smiled back. Dark ages.

A KNOCK on the apartment door snaps him back to reality.

INT. DILLON'S FOYER -- DAY

Dillon flings the door open. A shriveled, older, Eastern-European landlord stands in front of him. Her hair in rollers and she wears a old musty nightgown. Her hands extended outward--

DILLON

Hello, Mrs. Robinowitz.

MRS. ROBINOWITZ

(broken English)  
No hello to me. Rent?

DILLON

Rent?

MRS. ROBINOWITZ

Yes, rent? You have? Yes?

DILLON

I don't have, I'm sorry.

MRS. ROBINOWITZ

What else is new? Same story, everyday. I know you sneak past my door. I hear you, you know? I have ears like cat!

She lights a cigarette --

DILLON

I know, I'm sorry, I am. It's just -- things are bad right now.

MRS. ROBINOWITZ

Bad? What you mean bad? Lose job?

(CONTINUED)

CONTINUED:

DILLON  
No.

MRS. ROBINOWITZ  
Then you have money for rent!

Dillon sighs.

DILLON  
I'm dying.

MRS. ROBINOWITZ  
Who?

DILLON  
Me. I am.

She says nothing. She can see the honesty in his eyes.  
Dillon can't look her in the face now.

MRS. ROBINOWITZ  
Tell you what. When you have rent,  
you pay me, yes?

DILLON  
Yes.

Her form of motherly sympathy --

MRS. ROBINOWITZ  
You are good boy. Bad thing happen  
to good peoples.

DILLON  
I know. Thank you.

She turns and heads back down the hall. Dillon softly  
shuts the door behind her.

INT. LOCAL PUB -- NIGHT

A fuzzy place with red carpet. Somebody's favorite joint  
on a slow weeknight.

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Dillon and his two friends sit at the corner high-top. JERRY, twenty-five, is a struggling artist with glasses, rustic beard, and a very eclectic look.

STEPHEN, twenty-seven, is an accountant. He's still wearing his monkey suit. He's slick and good looking.

The three of them finish off a round of draught beers. Jerry's hands are busy, etching on a drawing pad with a blunt lead pencil. His eyes fixated on some goth girl at the bar.

DILLON

I've been thinking about doing some traveling.

JERRY

Why the hell would you wanna do that?

DILLON

Why the hell would bring your doodles to the bar? So you could be look even MORE unattractive?

JERRY

They're etchings.

DILLON

You never wanna get laid again do you, unibomber?

Back to --

STEPHEN

Traveling?

DILLON

Yeah. I figured, I don't have a girlfriend now, probably won't have one for the foreseeable future, and at the moment I don't have a real job so... what the hey?

JERRY

They make you take your shoes off now.

(CONTINUED)

CONTINUED: (2)

STEPHEN

What?

JERRY

Your shoes. The airport cops make you take them off.

STEPHEN

Dude, they've been doing that for like five years now. Where the hell have you been, Da Vinci?

JERRY

Mostly at your mother's house.

STEPHEN

She's like a hundred years old, congratulations asshole.

JERRY

I etched her in the nude.

A second round of brews arrives -- cheers.

DILLON

What's up with that Heidi chick?

JERRY

(cavalier)

Oh, I ran into her the other night at the grand opening of my friend's new studio. I wasn't feeling it.

STEPHEN

Heidi? Long legs Heidi?

DILLON

She's way hot.

JERRY

I didn't even talk to her.

DILLON

Why would you do that?

JERRY

Why would I do that? Because she's a bitch.

STEPHEN

Why do you have to be such a dick?

(CONTINUED)

CONTINUED: (3)

JERRY

I'm an artist, okay. I have a plan. I can't have attached, insecure women throwing their virginity at me.

DILLON

You are NOT an artist. You draw with a tiny pencil. And I am positive she was NOT a virgin.

JERRY

It's called etching, and she was.

STEPHEN

I'm saying this because I care about you, as a friend, but it sounds to me like you're turning into a fruit loop.

JERRY

(sighs, keep drawing)  
Don't persecute me.

Stephen and Dillon grin at one another, then --

DILLON

Well, not to change the subject or anything, but there's a reason I asked you guys to come out tonight.

STEPHEN

What's up?

DILLON

I went and saw the doctor today.

Tone shift. Stephen is all ears and Jerry looks up from his masterpiece.

STEPHEN

And?

JERRY

Yeah, and?

(CONTINUED)

CONTINUED: (4)

DILLON

Well -- let's see -- there isn't a simple way to say this, so -- things are not getting better. In fact, they've gotten worse.

JERRY

Worse? How worse?

DILLON

A lot worse.

STEPHEN

Seriously?

DILLON

'fraid so.

Stephen and Jerry look at one another with no words.

STEPHEN

Buddy, I dunno what to say...

DILLON

You don't have to say anything, I just wanted you guys to know that this could be one of the last times we all get to hang out together.

A pause in conversation, glances all around --

STEPHEN

Shut up.

DILLON

(low)  
I'm serious.

Shock and awe.

JERRY

Are you fucking with us right now?

DILLON

That's exactly what I said.

STEPHEN

And here we are joking about etchings and Jerry turning gay.

(CONTINUED)

CONTINUED: (5)

DILLON

Yeah, well that's the point, isn't it? Better to go out laughing than crying, right?

Dillon drains his beer. Orders another round.

EXT. SIDEWALK -- NIGHT

Jerry has left them as he turns into the darkness behind them. Dillon and Stephen strut down the desolate street. Taxi's pass as --

STEPHEN

What are you gonna do now?

DILLON

Take my medicine. Wait as long as I can.

STEPHEN

That's it?

DILLON

That's it.

STEPHEN

And that's what the millionaire doctors at Valley are telling you to do with their huge pensions and fifty medical degrees?

DILLON

(shrugs)  
It's a rare blood disease. Only like four percent of the population will ever contract it. No one knows much about it -- I'm really sick, so fuck me.

STEPHEN

So that's why you wanna travel?

DILLON

Pretty much. I don't wanna die in my apartment. It's depressing.

STEPHEN

How will you know -- when it's time.

(CONTINUED)

CONTINUED:

DILLON

Lucky for me, there'll be warning signs. I'll lose my hair first, start coughing up blood, and one day I'll cough up so much... kaput.

STEPHEN

Holy shit.

DILLON

Something like that.

They pass nameless bar after nameless bar.

STEPHEN

Are you nervous?

DILLON

Not really. It's been three years of fighting this and I'm fine with it. I just wanna do something -- ya know?

STEPHEN

Like what?

DILLON

I dunno. Help people maybe?

STEPHEN

(smirks)  
You? Help people? C'mon.

DILLON

What?

STEPHEN

Nothing --

DILLON

-- no, you had a tone. Tell me.

STEPHEN

It's just -- hearing you say you wanna help someone... never heard that one before.

DILLON

Yeah, well staring death in the face has a way of changing you I guess.

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CONTINUED: (2)

STEPHEN

Please, you've never wanted to help a soul in your entire life.

DILLON

Not true.

STEPHEN

Isn't that why Deb left?

Dillon stops walking. He's slightly offended --

DILLON

That is unfair.

STEPHEN

No it's not. You're Dillon, you're cool as shit and you're my best friend, but you're Dillon. You don't give a shit about anyone but yourself and we all know it. Deb knew it and she tried to help you. She was the only one you would have changed for, but you waited too long.

DILLON

You're so full of it --

STEPHEN

-- am I? Look, whenever we go out, I have a blast. But everything has to be on your terms or you don't play ball. Jerry, high off his ass Jerry, has even said that.

DILLON

But you call me to hang out all time --

STEPHEN

-- because we're friends. All of us. Now, I dunno if you're just afraid or scared or whatever, but if it makes you feel better to help someone before all this is over, then do it. Help as many people as you can. But if you should be honest with anyone, it should be me.

(here it is)

You're gonna call her aren't you?

(CONTINUED)

CONTINUED: (3)

DILLON  
You charge by the hour?

Serious now --

STEPHEN  
D, if you die --

DILLON  
-- when I die --

STEPHEN  
-- IF you die, I dunno what I'm  
gonna do.

DILLON  
I know.  
(jokes)  
Jerry never picks up a tab.

INT. DILLON'S APARTMENT -- LATER -- NIGHT

Dillon lays in the couch with his cell phone to his ear.

WOMAN (O.S.)  
Hello?

DILLION  
Hey Deb. It's me. How ya doing?

DEB (O.S.)  
Why are you calling me, Dillon?

DILLION  
I just wanted to talk to you.

INTERCUT WITH:

INT. RECORD STORE -- NIGHT

DEB, the pretty girl from the picture earlier, leans up against the counter near the register. Her cell phone at her ear as well.

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DEB

Now? After all this time, you  
wanna talk?

DILLON

I know, crazy huh?

DEB

Little bit. Are you drunk?

DILLON

No, not drunk?

DEB

High?

DILLON

No, not that either.

DEB

Then, what?

DILLON

Actually, I just wanted to hear  
your voice -- as strange as that  
sounds.

DEB

(uneasy)

The store's kind of busy, so --

DILLON

-- I know. I won't keep you long.  
It's just that, my condition --  
it's gotten worse and there's a  
chance that I won't make a  
recovery from it. I just thought  
you would wanna know that.

DEB

Oh my God. I'm so sorry.

DILLON

Thanks. I didn't wanna scare you  
or anything.

DEB

Is there anything you need?  
Anything I can do?

(CONTINUED)

CONTINUED: (2)

DILLON

No. I'll be alright. I just wanted to tell you that -- I'm sorry for screwing you the way I did. You didn't deserve it and I'll always regret saying those things.

Silence, until --

DEB

I know you are. It's okay. I'm over it.

DILLON

You are?

DEB

Yep.

DILLON

Alright then. You should get back to work now. I'll call you if anything changes?

DEB

Please do. Good luck, Dillon.

They both hang up. Dillon slams the phone down -- wanting more.

As Dillon settles in for a night's sleep on the sofa, MUFFLED voices begin to filter in through the walls. He can't make out the words, but a MAN and WOMAN sound to be engaged in a heated argument.

The sounds are too interesting to Dillon. He places his ear to the wall to hear --

INT. BEDROOM -- NIGHT

The MAN is tall and handsome, a business professional appearance. He's half dressed, his tie in his fist.

The WOMAN is mousy. Cute facial structure and "mommy" hair pulled in a ponytail. She's red with anger. They're both in their mid-forties.

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CONTINUED:

MAN

That's not my point.

WOMAN

Then what is your point? That you work so hard all day and that gives you an excuse to not give a shit when you come home at night.

MAN

You said that, not me.

WOMAN

Oh please! You're a ghost. You leave before me or the kids get up in the morning and you come home an hour after I put them to bed.

MAN

It's my job!

WOMAN

It's a lie! You're avoiding your family and you know it. What is it? Hm? Do you not love us? Any of us? Do you even care about your kids anymore?

MAN

Don't ask me stupid questions --

WOMAN

-- because You sure as hell don't act like it.

MAN

Look how you're acting right now. It's late and I'm tired. And all you do is come at me with a list of nagging questions. You do this ALL THE TIME.

WOMAN

Nagging!?

MAN

All the time!

WOMAN

So that's what I do? Nag you?

(CONTINUED)

CONTINUED: (2)

MAN

Yes! Get off my back, alright? I provide for this family the only way that I know how. If you don't like it, you can find the door.

WOMAN

And the kids too? They can just find the door?

MAN

YOU can go, but the kids stay.

WOMAN

Why? So you can hire some bimbo to watch them all day? Is that what you want.

MAN

Just stop talking.

WOMAN

I will not stop talking.

MAN

Then I will...

He SLAMS the bathroom door behind him, locking himself inside. She screams through the door --

WOMAN

You can't avoid this! You have to talk to me!

She leans against the door, tears --

WOMAN

I know you don't love me, but you love them... you have to love them.

No answer. She's a sad waif on the cold floor. Her head in her hands.

INT. DILLON'S APARTMENT -- NIGHT

Dillon sits back on the sofa, visually upset by the conversation he's just heard. He covers his legs with a blanket. Off to sleep.

EXT. PARKING LOT -- DAY

Drizzle falls on several rows of parked cars. Dillon struggles with a bike lock, not having much luck releasing it. He wrestles with it as --

The MAN from last night steps down the stairwell and struts to his car. He's dressed to kill. Pressed. Oxford whites. He glances over, at a now drenched, Dillon.

Dillon's plight amuses the Man for a brief moment --

MAN

Hey!

Dillon turns to him, wipes the rain off his eyes --

DILLON

Hello.

MAN

Bike stuck?

DILLON

Can't open the stupid lock.

MAN

Where you headed?

DILLON

Just downtown. I got an doctor's appointment in an hour.

MAN

You live in the building?

DILLON

I do. I'm on six.

(CONTINUED)

CONTINUED:

MAN

Downtown? I can take you if you want?

DILLON

Really?

MAN

Yes, but you're gonna have to make up your mind. I'm late.

DILLON

Sure. Thanks.

MAN

Get in.

Dillon rushes over to him. They both slide into some newer model BMW.

INT. FRONT SEAT -- BMW -- DAY.

The rain is heavier now, it beats down on the windshield. There is an awkward silence, before --

MAN

You said you were on six?

DILLON

Yeah, six-fifteen.

MAN

End of the hall?

DILLON

Exactly.

MAN

No shit! You're my neighbor.

DILLON

Really?

MAN

I've never seen you before.

DILLON

I kind of keep quiet. I don't have a whole lot going on.

(CONTINUED)

CONTINUED:

MAN

What do you do?

DILLON

I don't have a job at the moment,  
I'm a freelance writer.

MAN

Hard to find projects?

DILLON

Haven't really been looking to be  
honest with ya.

(laughs)

How about you? What do you do?

MAN

Investments. I monitor funds for  
whales.

DILLON

The fish?

MAN

No. In my line of work, whales are  
people who own their own companies  
or are just wealthy in general.

DILLON

Oh, so like the opposite of me?

MAN

Maybe so.

They shake hands --

MAN

I'm Fred.

DILLON

Dillon.

FRED

Good to meet you.

DILLON

How about that landlord, huh? What  
a nightmare.

FRED

She wants her rent.

(CONTINUED)

CONTINUED: (2)

DILLON

I never understood how she came to run a pretty classy place?

FRED

Her father owned it. He died five years ago. Cancer I think.

DILLON

It all makes sense now.

FRED

She's a bitch, but she's harmless.

DILLON

My friends think she came on to me once.

FRED

Did she?

DILLON

I dunno.

FRED

Did you hit it?

DILLON

Did I hit her?

FRED

No. Not it -- her. Hit her?

DILLON

Oh God no! That's just wrong, man.

FRED

Joking. That's nasty.

They turn down into the tunnel --

DILLON

For a second there, I thought you were serious.

FRED

You said you were going to the doctor?

DILLON

Yeah, I have to get some blood work done. Nothing major.

(CONTINUED)

CONTINUED: (3)

FRED

I hate doctors.

DILLON

You and me both.

FRED

You'll have to stop by sometime and meet the family. I mean, I'm not home much, but they are. My wife'll treat you to some dinner.

DILLON

How big's your family?

FRED

I have two kids.

DILLON

Boys? Girls?

FRED

One of each. The perfect batch ya know?

DILLON

I hear ya.

FRED

What about you? Ever been married?

DILLON

Nah.

FRED

Close?

DILLON

Sort of. She broke it off.

FRED

What did you do?

DILLON

I didn't do anything.

FRED

That was probably the problem. Some guys do too much, others do too little. It's a paradox. A never ending cycle of bullshit and drama.

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CONTINUED: (4)

DILLON

Is it really THAT bad?

FRED

Hell yes. You'll get there.

DILLON

I dunno about that. I still haven't gotten over the last chick that dumped me.

FRED

Lot of fish in the sea.

DILLON

I keep pulling up Brodies.

FRED

Fisherman?

DILLON

My father used to take me out on the lake when I was little.

FRED

Dating is a lot like fishing.

DILLON

It's boring?

FRED

It takes patience.

DILLON

And beer.

FRED

It's all about how long you can sustain. Eventually you find something good, even in this vast ocean of baggage.

DILLON

(jokes)

When you say it like that, it sounds like a good time.

FRED

And then you die.

The words reminds Dillon his is situation --

(CONTINUED)

CONTINUED: (5)

DILLON  
No avoiding that, I guess.

FRED  
Guess not.

Back to awkward silence.

INT. DOCTOR'S OFFICE -- DAY

Dillon stares off into the distance. His hands folded in his lap. Dr. Lyman enters --

DOCTOR LYMAN  
How are we feeling?

DILLON  
I feel like shit, but I can't speak for you.

DOCTOR LYMAN  
Headaches?

DILLON  
Yeah.

DOCTOR LYMAN  
Dizzy spells?

DILLON  
More of less. I'm having a hard time doing normal things.

DOCTOR LYMAN  
Like what?

DILLON  
This morning I couldn't open my bike lock.

DOCTOR LYMAN  
That's all part of the process.

DILLON  
Is there something you can give me for it?

DOCTOR LYMAN  
No.

(CONTINUED)

CONTINUED:

DILLON

Why not?

DOCTOR LYMAN

We've given you pills to sleep, then we gave you pills to wake you up. We've given you pills for pain, and then gave you pills that allow you to feel. The body can only take so much of one thing.

DILLON

So, no pills?

DOCTOR LYMAN

I'm afraid not.

Dillon reaches down into his back pocket and removes a zip lock bag filled with strands of hair.

DILLON

See this?

DOCTOR LYMAN

How long has it been?

DILLON

Since yesterday. Coming out in chunks.

DOCTOR LYMAN

I figured. The disease is progressing quicker than I originally hoped.

DILLON

Hoped?

DOCTOR LYMAN

Yes.

DILLON

I thought you people were supposed to be objective?

DOCTOR LYMAN

We're still human.

DILLON

I've got a sink full of my hair back at my apartment.

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CONTINUED: (2)

DOCTOR LYMAN

I know this is hard but try to  
stay positive.

Dillon nods -- understood.

INT. DILLON'S BATHROOM -- DAY

Dillon examines the bags under his eyes via the medicine cabinet mirror. He touches every crease, not recognizing his own skin.

DILLON (V.O.)

It's been four days since I found  
out I was going to die. And not  
die as in, "there's an outside  
chance." No. It's way past that.

He runs his fingers through what's left of his thinning hair.

DILLON (V.O.)

Four days since I heard, "You're  
definitely going to die. No doubt  
about it."

He reaches down and holds up a pair of hair clippers -- ZAPS it on -- proceeds to shave his head nearly down to the skin. Streams of hair float down into the porcelain sink.

DILLON (V.O.)

That's a lot to digest. That's a  
lifetime of...

When he's finished, Dillon turns off the clippers and rubs his palm over his crew cut.

DILLON (V.O.)

...wasted chances.

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CONTINUED:

Dillon can hear the faint RUMBLE of Fred and his wife arguing through the wall. He listens -- unable to make out the words.

INT. WIG SHOP -- DAY

A cluttered and unevenly balanced store with hundreds of mannequin heads topped with hundreds of different styles of hair. A few stragglers in here -- two GIRLS behind the counter.

Dillon walks inside and the door CHIMES. He's incognito with his Yankees baseball cap and turtle neck. He looks around -- inconspicuously. He's browsing.

One of the Girls is named SHEILA. She's early twenties, with a cute nose and freckles on her cheeks. A sadness behind her eyes.

SHEILA  
(to Dillon)  
You looking for anything specific?

DILLON  
(low)  
Sort of.

SHEILA  
For your girlfriend? Wife?

DILLON  
Not exactly.

SHEILA  
Gag gift?

Dillon smiles. He slowly removes his hat and exposes his bald head --

DILLON  
It's for me.

SHEILA  
Sorry. I didn't know.

DILLON  
Don't worry about it.

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CONTINUED:

SHEILA

Well, unfortunately this is a woman's wig shop.

DILLON

You don't have anything for guys?

SHEILA

No. Sorry.

DILLON

Damn.

SHEILA

But I do hair.

DILLON

You DO hair?

SHEILA

Yeah, I style the wigs in the shop. I could probably come up with something if you'd like.

DILLON

Here --

(he takes out his  
license)

-- this is what I used to look like. Got something like that?

She examines the photo --

SHEILA

Sure. I can do that.

DILLON

Maybe a little longer. I always wanted longer hair.

SHEILA

Whatever you'd like.

DILLON

Great. So, how do we do this?

SHEILA

Come on back.

She leads him into the back fitting room.

INT. FITTING ROOM -- DAY

Dillon peruses through a thousand wigs -- trying some on for humor. Sheila cuts one down to size.

DILLON  
These all yours?

SHEILA  
I've worked on all of them, but they're not mine.

DILLON  
How'd you get into wigs?

SHEILA  
I went to school.

DILLON  
For hair?

SHEILA  
Yes, for hair.

He grins --

DILLON  
I went to school for television media.

SHEILA  
On air?

DILLON  
Writing.

SHEILA  
A writer?

DILLON  
Not at the moment. At the moment, I don't really do much of anything.

She laughs --

SHEILA  
At least your honest. So why'd you shave your head? You're not a Nazi, are you?

(CONTINUED)

CONTINUED:

DILLON

I wanted to try something new, and  
no, I am not a Nazi.

SHEILA

Something new?

DILLON

Yeah, why?

SHEILA

Seems... far fetched.

He looks her over as she works, an attraction to her --

DILLON

What about this one?  
(trying on a Mohawk)  
Make my face look fat?

SHEILA

No, your stomach does that just  
fine by itself.

DILLON

Nice one.

SHEILA

Here, sit.

Dillon steps over and has a seat. Sheila places the wig  
on his head and steps in front of him. She messes with  
the bangs --

DILLON

What do you think?

SHEILA

I like it. Very cute.

DILLON

You think I am cute?

SHEILA

I didn't say that. I was talking  
about the wig.

DILLON

Touche.

(CONTINUED)

CONTINUED: (2)

SHEILA

So what's the real reason you need  
the hairpiece?

DILLON

You don't wanna know.

SHEILA

I asked, didn't I?

DILLON

Fine. I have a disease that causes  
me to lose my hair, so to combat  
that, I shaved it off. Self  
preservation type thing.

She's taken aback. She finishes with his hair --

SHEILA

I'm sorry to hear that.

DILLON

Don't be. I'm sure you have enough  
problems of your own.

SHEILA

(looks him over)  
What do you think?

Dillon uses a hand mirror to look at his new hairdo --

DILLON

I like it. You?

SHEILA

Fits well. I think it works.

DILLON

Okay -- I'll take it.

INT. WIG SHOP COUNTER -- DAY

Dillon pulls out his wallet and pays for the wig. Sheila  
hands him back his change.

SHEILA

Gonna wear it out?

(CONTINUED)

CONTINUED:

DILLON

Why not?

SHEILA

Have a great one. Enjoy.

DILLON

Can I ask you something?

SHEILA

Sure...

DILLON

Would you like to grab a cup of coffee sometime? Maybe some pie?

SHEILA

Pie?

DILLON

I know a really good place that has pie. Not far from here.

SHEILA

I dunno.

DILLON

I won't bite. I wanna thank you for helping me.

SHEILA

It's my job.

DILLON

I know it is, but -- I see you're gonna make this difficult on me.

SHEILA

When?

DILLON

(shocked)  
How about Friday?

SHEILA

Friday is good.

DILLON

Great. I'll see you then.

SHEILA

Bye.

(CONTINUED)

CONTINUED: (2)

DILLON  
(all smiles)  
Bye.

He turns --

DILLON  
I'm Dillon, by the way.

SHEILA  
Sheila.

DILLON  
Great. Sheila.

He walks out with a bit more spring in his step and a full head of new hair.

INT. APARTMENT LOBBY -- NIGHT

Filled with POLICE and EMT's. Red lights flash through the glass sliding doors. Dillon stumbles inside, his eyes taking in the mayhem.

PEOPLE coming and going, whispering to one another, some of them in bathrobes and nightgowns.

Dillon steps up front to see --

A BODY being carried down the stairwell in a black bag. Zipped up and motionless. The EMT's carefully maneuver through the crowds and out the front entrance.

DILLON  
How was that?

FEMALE TENANT  
Mrs. Robinowitz. She had a heart attack.

Dillon lets the news sink in as the crowds start to dissipate.

INT. APARTMENT HALLWAY -- NIGHT

Dillon struggles to get his key in the hole. His hands shake slightly. Another side effect.

VOICE (O.S.)

You must be Dillon.

Dillon drops his keys and turns to find Fred's WIFE and her two young CHILDREN standing at their door.

DILLON

You scared me.

VOICE

Sorry. I'm BLAIR. Fred's wife.  
Your neighbor.

DILLON

How did you know my name?

BLAIR

Fred told me about you. It's been  
what? Five years?

DILLON

I'm a bit reclusive.

BLAIR

No worries. Just thought I would  
say hello.

(her kids)

Oh! And this is KATIE and GEORGE.

DILLON

(to the kids)

Hello.

They shoot him shy smiles --

BLAIR

Did you hear about Mrs.  
Robinowitz?

DILLON

Yeah.

BLAIR

Sad isn't it?

(CONTINUED)

CONTINUED:

DILLON

She was really old.

BLAIR

She seemed nice.

DILLON

She was.

BLAIR

I wonder who's gonna take over the apartment now that she's gone?

DILLON

It doesn't matter to me.

BLAIR

I'm sorry?

DILLON

Sorry, what I meant to say, was that I won't be living here much longer so it really doesn't affect me.

BLAIR

Moving?

DILLON

Not exactly.

BLAIR

What does that mean?

DILLON

Nothing. It's like a relocation.

He nervously bends down and scoops up his keys.

BLAIR

I don't wanna sound forward, but if you are free later, I'm gonna cook some dinner and Fred won't be home, so there will be extra if you are hungry?

DILLON

Is he cool with that?

BLAIR

Why wouldn't he be?

(CONTINUED)

CONTINUED: (2)

DILLON

I dunno. You and me together in  
your apartment...

BLAIR

My kids are home.

DILLON

Good point.

BLAIR

Either way, just come on by.

(to the kids)

Say goodbye.

KIDS

(together)

Bye.

DILLON

See ya.

Blair smiles to him. She leads the kids into her  
apartment.

Dillon fights his shaking hands steady and finally lets  
himself inside.

INT. DILLON'S APARTMENT -- LATER -- NIGHT

Dillon shuffles through a mountain of mail piled on his  
coffee table. Mostly bills. Past due. Some will get paid,  
but --

DILLON

What's the point?

He stares at the wall adjacent to Fred's apartment. He  
sniffs in deep. Something smells good next door.

INT. FRED AND BLAIR'S APARTMENT -- NIGHT

Mood lighting over a cherry wood kitchen table. A chef  
style kitchen, the true taste of wealth.

(CONTINUED)

CONTINUED:

Dillon and Blair sit at the table. A half empty bottle of wine between them. They've finished their meal and they're chatting up a storm.

DILLON

You're apartment is much nicer than mine.

BLAIR

Spare no expense.

DILLON

I wish I had a kitchen this nice. Come to think of it, I wish I had ANYTHING this nice.

BLAIR

Oh, stop.

DILLON

Seriously.

BLAIR

So, how did you meet Fred?

DILLON

He gave me a ride downtown last week.

BLAIR

Really?

DILLON

Yeah, why?

BLAIR

No reason.

DILLON

There had to be a reason. You said it like I had a third nipple on my forehead.

BLAIR

It's just -- that's not the Fred I know.

DILLON

What? Giving someone a ride?

BLAIR

Doing anything for anyone but himself.

(CONTINUED)

CONTINUED: (2)

DILLON

He seems like a great guy.

BLAIR

You don't know him like I do.

DILLON

That's true, but the little I do know seems fantastic.

BLAIR

What time is it?

DILLON

Almost nine.

BLAIR

And he's still at work and hasn't even called to let me know if and when he's coming home. The kids are in bed -- he hasn't read them a bedtime story in at least seven months.

Awkward silence --

DILLON

Sorry to hear that.

BLAIR

Story of my life.

DILLON

You're life, to me at least, doesn't look all that bad.

BLAIR

It's not bad. It's different than I expected. It's different than I thought it would be when I was younger. When Fred and I first met.

DILLON

Such is life.

BLAIR

What about you?

DILLON

What about me?

(CONTINUED)

CONTINUED: (3)

BLAIR

Your life. Is it everything you'd hoped it would be.

Dillon sits back -- sighs and drains his glass.

DILLON

Me? I never hoped for much. I just played the cards I was dealt.

BLAIR

That's an interesting way of looking at it.

DILLON

For me, it's the only way.

BLAIR

(sad)

He used to be so endearing. The things he would say to me, the way he looked at me from across the room.

DILLON

What happened?

BLAIR

The money. Success. Probably both. It changes who you are whether you or not you want it to. The little notes stopped being left, the nights got longer, the weekends weren't our any longer. It was all work all the time.

DILLON

But that money bought you all this stuff and you have two cute kids.

BLAIR

I don't want THINGS. I want my husband. And I might as well be a single mother. I'd be shocked if Fred even knew their middle names.

DILLON

I don't see --

(CONTINUED)

CONTINUED: (4)

BLAIR

-- how it's possible? Me either.  
But I can assure you, it is very,  
very real. I'm living proof.

Dillon pushes his chair back --

DILLON

Please don't take this the wrong  
way, but it's probably not my  
business to get involved in your  
marriage and family life. You  
barely know me. Fred barely knows  
me.

BLAIR

I know.

DILLON

No offense.

BLAIR

Get enough to eat?

DILLON

Plenty, thanks. I should get  
going.

BLAIR

I'll start the dishes. Can you  
find your way out?

DILLON

Sure.

INT. DILLON'S APARTMENT -- LATER -- NIGHT

Dillon on the sofa -- wide awake. His hands across his  
chest. Blankets flung over his legs.

He's listening to the ARGUMENT from next door. He doesn't  
make out every word, but hears the commotion. The clock  
reads 2:32 AM.

EXT. LOCAL PUB -- NIGHT

A crowded night. The after work gang stumbles in and orders up the bar in one fell swoop.

Dillon sits alone at the end of the bar -- his eyes scan the room for God knows what.

Much to his surprise, Fred walks up the bar, not seeing Dillon just yet, and orders a scotch.

Fred sits as his drink arrives. He undoes his necktie and sees Dillon sitting five feet from him --

FRED

Hey.

DILLON

Howdy.

FRED

Come here often?

DILLON

Are you flirting with me?

FRED

No asshole.

DILLON

Yes, I come here quite a bit, but I don't kiss on the first date.

FRED

Smartass.

Fred lifts his glass --

FRED

Here's looking up your address.

They drink. Dillon moves closer.

DILLON

How about you? DO you frequent this shitty place?

(CONTINUED)

CONTINUED:

FRED

Me? No. Just had a rough day and I wasn't ready to go home to face the grand inquisition.

DILLON

I hear ya.

FRED

No, I don't think you do.

DILLON

Literally. I HEAR you.

FRED

You can hear us?

DILLON

Unfortunately, yes.

FRED

Whaddya put your ear to the wall or something?

DILLON

Only once.

FRED

You ever hear us having sex?

DILLON

Do you ever HAVE sex?

FRED

Got me there.

Dillon orders them another round of drinks.

FRED

You're hair looks different.

DILLON

Just venturing out. Trying new things.

FRED

How's that working out for you?

DILLON

Got a date out of it.

(CONTINUED)

CONTINUED: (2)

FRED

Really?

DILLON

Why? Am I THAT bad looking?

FRED

No.

DILLON

You sounded shocked.

FRED

I've been out of the game for a long time. I have no idea what girls want out of a guy these days. Maybe it's ugly hair.

The drinks arrive, they toast again. Drink.

DILLON

Your wife, Blair --

FRED

-- yes, I know you her name.

DILLON

Right. Well, she had me over for dinner the other night.

FRED

Yeah?

DILLON

I hope you don't mind and I didn't want you to think I was trying anything.

FRED

It's fine. I told her to invite you.

DILLON

Why did you do that?

FRED

Because you seem lonely, Dillon.

DILLON

I'm not lonely.

(CONTINUED)

CONTINUED: (3)

FRED

I can see it on your face.

DILLON

Okay, Mrs. Cleo.

FRED

(Jamaican accent)  
Call me now for your free tarot  
card reading.

DILLON

Nice. All joking aside, she told  
me a bunch of shit.

FRED

Like what?

DILLON

Don't get mad?

FRED

Okay.

DILLON

I mean it.

FRED

Fine.

DILLON

And you can't hit her or anything.

FRED

I'm insulted.

DILLON

I heard you guys argue a few  
times. It's angry and it's loud  
and it scares the shit out of me.

FRED

Will you just tell me, please?

DILLON

She's unhappy.

FRED

No shit, Sherlock.

(CONTINUED)

CONTINUED: (4)

DILLON

She said she doesn't care about the money and the things in your apartment because she just wants her husband back. Does any of that mean anything?

FRED

No.

DILLON

Damn.

FRED

I mean, it does, but I can't do anything about it.

DILLON

Why not?

FRED

You wouldn't understand.

DILLON

Try me, man.

FRED

You're not married so --

DILLON

-- forget that, tell me.

FRED

It's over your head.

DILLON

You're afraid.

And here it is --

FRED

I don't love her anymore.

Dillon is taken back by the last statement. He backs off a little bit and sips his beer in silence. The world spinning around him.

INT. DILLON'S BATHROOM -- NIGHT

Dillon, bent over the toilet, vomits vigorously. A sickening sound of giant heaves and gags.

He reaches up and FLUSHES, gathers himself, and wipes his mouth clean with his forearm. His eyes widen at the sight of --

Blood. On his shirt and forearm.

He's on his feet and rushes to the mirror -- as if seeing the blood as others might -- would make it disappear.

He covers his mouth and COUGHS several times. Drops of blood spew out from the creases of his fist and splash on the mirror...

INT. DINER -- DAY

The corner booth by the window. Dillon sits across from Sheila. They're drinking coffee and in mid-conversation --

DILLON

College was a blur. I barely remember any of it, mostly because I drank a ton.

SHEILA

Do you drink now?

DILLON

Not often. My medicine makes it hard to stomach most things. You?

SHEILA

Never.

DILLON

Why's that?

SHEILA

My father drank, a lot. I saw first hand what alcohol can do to a family.

(CONTINUED)

CONTINUED:

DILLON

Fair enough. I guess we both have our reasons then.

SHEILA

Guess so.

She sips her latte.

DILLON

You like working at the store?

SHEILA

Not really.

DILLON

No?

SHEILA

C'mon, Dillon. Who grows up wanting to work in a wig store, honestly?

DILLON

It's a job. More than I can say for me.

SHEILA

You wanna work in a wig shop?

DILLON

Well, no. That would be pretty gay if I did, but --

SHEILA

-- I know what you mean.

DILLON

(laughs)  
Exactly.

The WAITRESS drops off two pieces of pie and some forks --

SHEILA

Looks great.

DILLON

Best in the city, go ahead -- try it.

(CONTINUED)

CONTINUED: (2)

She digs the side of the fork in and swipes a chunk into her mouth.

SHEILA

It's good.

DILLON

I told you.

SHEILA

How's the hairpiece fit?

DILLON

It's perfect.

SHEILA

You said your medicine is hard on your stomach?

DILLON

Totally.

SHEILA

How so?

DILLON

I've got a billion pills I take everyday. A couple for pain, one or two for sleep. I swear, I have this one pill that's the size of a prune -- the same size as a midget's fist. Is any of this turning you on?

SHEILA

Not really.

DILLON

I didn't think so.

SHEILA

I didn't know you had any expectations.

DILLON

I didn't. I don't.

SHEILA

Are you sure?

DILLON

I'm positive. Do you? Did you?

(CONTINUED)

CONTINUED: (3)

SHEILA  
You DID ask me out.

Dillon giggles nervously --

DILLON  
I don't usually do that sort of  
thing.

SHEILA  
Ask girls out.

DILLON  
Ask pretty girls out.

SHEILA  
(flattered)  
You think I'm pretty?

DILLON  
Very.

SHEILA  
That's sweet.

DILLON  
I try.

Dillon chows down on his slice, Sheila does the same --

SHEILA  
So, no girlfriend?

DILLON  
None. You?

SHEILA  
Single as charged.

DILLON  
How is that possible.

SHEILA  
It's by choice.

DILLON  
You like being alone?

SHEILA  
Yes, you don't?

(CONTINUED)

CONTINUED: (4)

DILLON

Nah. I mean, it's different for me. Once you get sick, you hate being alone. Eating dinner alone is probably the saddest thing in the whole world.

SHEILA

Do that often?

DILLON

Sometimes.

SHEILA

I like my freedom. Don't get me wrong, when the right guy stumbles up my way, I'll get married, but right now -- no thanks.

DILLON

I know what you mean. I have this neighbor that HATES his wife and kids. These kids are adorable, and his wife -- she's a ten. He doesn't give them the time of day. It blows my mind.

SHEILA

That reminds you of me?

DILLON

I might be going out on a limb here, but you're probably afraid you'd end up like her. Like Blair.

SHEILA

Pretty name.

DILLON

So is Sheila.

She smiles at him --

SHEILA

Can I be honest with you?

DILLON

Sure.

SHEILA

I don't wanna like you.

(CONTINUED)

CONTINUED: (5)

DILLON

(ouch)  
Oh?

SHEILA

But there's something about you  
that is attractive.

DILLON

(jokes)  
Is it my eyes? I get the eyes  
compliment a lot.

SHEILA

No, it's not your eyes.

DILLON

Charm then?

SHEILA

Would you stop?

They laugh softly --

DILLON

Maybe we should stick to the pie?

SHEILA

Good idea.

DILLON'S APARTMENT -- LATER -- NIGHT

Dillon stands over the answering machine -- three  
messages. He CLICKS play --

JERRY (V.O.)

(over bar music)  
"Hey man, it's me. I'm so drunk  
right now... and I was just  
thinking about you. Hope you're  
still around, hope you're still  
alive. Hit me on the cell!"

Jerry hangs up. Dillon shakes his head and downs his  
horse pills.

MALE VOICE (V.O.)

"Hello Dillon, this is BARRY with  
American Debt Collectors.

(MORE)

(CONTINUED)

CONTINUED:

MALE VOICE (V.O.) (CONT'D)

I need to speak with you in regards to your last American Express past due letter. Please call me immediately at 555 --"

DILLON

I'll write you a check, Barry.

He erases the message prior to hearing the rest of it.

DEB (V.O.)

"Hey Dillon, it's Deborah. I was calling to see how you were. After we talked, I felt terrible because I know it must have come across as if I don't care -- and I do. I guess I just -- we've been through too much to treat you that way and I'm sorry. Please call me. I'm praying for you. Bye."

Dillon stares deeply into the machine. Tears welling in his ducts. He throws his glass of water at the sink -- shatters it.

DILLON

Now you call, right?

He fumbles through some old pictures at the counter -- his PARENTS, some dogs he had a child, a few of... Deb.

He gathers the Deb pictures in a pot from under the stove.

DILLON

Not a week ago. You call tonight. Perfect. Perfect timing.

He lights a match and tosses it into the pot -- the pictures begin to frail and burn like tinder. He watches with satisfaction.

DILLON

Enough now.

He falls to the kitchen linoleum. Sobbing. He removes his wig and runs his hands over his head.

(CONTINUED)

CONTINUED: (2)

DILLON (V.O.)

It's been twenty days since I was told I was going to die. I let her go tonight -- I finally let her go. I didn't just burn pictures, I burned her ghost. It's haunted me for a long time. Not anymore.

INT. LOCAL CHURCH -- DAY

A gymnasium rowed with white folding chairs. Half-filled seats. Most people there are dying of some sort of disease. Depressing.

Stephen sits next to Dillon, near the back of the room. The program in Stephen's lap reads, "Coming to terms with Death."

A sickly WOMAN stands to speak, we don't hear her words --

STEPHEN

This shit is depressing. I can't believe I am here right now.

DILLON

It's a church -- watch the language.

STEPHEN

Sorry.

DILLON

Don't apologize to me, apologize to God.

STEPHEN

Sorry, God.

DILLON

Anyway, I told you that you didn't have to come.

STEPHEN

I wanted to.

DILLON

Rough, isn't it? Makes me NOT want to come to the terms.

(CONTINUED)

CONTINUED:

STEPHEN

It's important you hear this.

DILLON

Why?

STEPHEN

I dunno.

DILLON

Then why did you say it?

STEPHEN

I'm trying, alright?

They listen to the Woman, she cries and can barely hold it together --

DILLON

This is bad.

STEPHEN

Very. How you been feeling?

DILLON

(lying)  
Fine.

STEPHEN

Throwing up yet?

DILLON

(another lie)  
Not yet.

STEPHEN

Yeah? How was that date?

DILLON

It was good. She said she found me attractive.

STEPHEN

She did?

DILLON

Yes. Why does everyone say it like that?

STEPHEN

Just saying -- good for you. But, how does that work?

(CONTINUED)

CONTINUED: (2)

DILLON

What do you mean?

STEPHEN

You date her, then you start to like her -- that's how it works right?

DILLON

I already like her.

STEPHEN

(points to the room)  
Does she know about all this...

DILLON

A little.

STEPHEN

A little?

DILLON

She knows. I think she knows. She knows enough.

STEPHEN

Oh my God.

DILLON

What?

STEPHEN

You have to tell her man. You have to be honest with her. What if she really starts to like you and --

DILLON

-- and what? I die?

STEPHEN

Yeah.

DILLON

Then I dunno what I am gonna do. I have no clue. I'm still, "coming to terms."

A PASTOR stands up and consoles the Woman. People CLAP and hug her for support and comfort.

STEPHEN

I don't want anyone to hug me.

(CONTINUED)

CONTINUED: (3)

DILLON

You're not the one who's sick.

STEPHEN

I hope I don't catch anything in here.

DILLON

You're so retarded.

INT. GYM -- NIGHT

Jerry and Dillon jog side-by-side on the treadmill.

JERRY

I was thinking that you should try taking up a new hobby.

DILLON

Like painting?

JERRY

Or drawing. I think you might be good at it and it would get your mind off all the garbage surrounding you these days.

DILLON

I'm not surrounded by garbage. And paint is for homos.

JERRY

No, it's not. I'm not gay.

DILLON

That we know of.

JERRY

You know what I mean.

DILLON

I know you're trying to help.

Dillon pats Jerry on the shoulder. He's sweating like a pig.

JERRY

How fast are these set to? I feel like a racehorse.

(CONTINUED)

CONTINUED:

DILLON

You're on four.

JERRY

Is that good?

DILLON

Not really, no.

Jerry looks around. Everyone is working out and in better shape than him.

JERRY

Steroids. All of them.

INT. COMEDY CLUB -- NIGHT

Dillon and Sheila sit close to one another as a COMEDIAN performs. They laugh. Everyone is having a great time.

EXT. PARK SWING -- DAY

Sheila rests her head on Dillon's shoulder as they sway back and forth.

DILLON

Comfortable?

SHEILA

I am.

DILLON

That's a good thing.

SHEILA

Very.

She looks up into his eyes. They kiss.

INT. FRED AND BLAIR'S APARTMENT -- NIGHT

Fred sits across the sofa from Blair. She reads a magazine while he slaps his laptop keys. He wears sleek glasses --

(CONTINUED)

CONTINUED:

FRED

I want you to know, I have to travel next week. I leave Sunday night.

BLAIR

When are you back?

FRED

Friday night.

BLAIR

What about George's birthday party?

FRED

What about it?

BLAIR

You won't be here for it.

FRED

That's what I said.

BLAIR

I think you should tell him yourself.

FRED

He understands --

BLAIR

-- no he doesn't. He's a little boy.

FRED

So me telling him is gonna do what?

BLAIR

It's gonna show him who you really are.

FRED

Which is?

BLAIR

The bad guy.

FRED

I can't get out of it. I already tried.

(CONTINUED)

CONTINUED: (2)

BLAIR

Did you?

He hard stares her --

FRED

Yes.

BLAIR

Bullshit.

She stands and heads for the kitchen --

FRED

You know, I don't understand what you would have me do? Quit my job? Sit home with you and kids all day and watch Oprah?

BLAIR

No.

FRED

Then tell me.

BLAIR

I want you. I want you, Fred. I want everything you promised me when we got married. Or do you not even remember that?

FRED

I hate it when you talk like that, it makes me feel so very little.

BLAIR

Good.

Fred stands to meet her where she stands --

FRED

Maybe we need to end this.

BLAIR

What are you saying?

FRED

It might be better. For all of us.

(CONTINUED)

CONTINUED: (3)

BLAIR

Divorce? I can't believe you.

FRED

Believe it. I can't do this anymore.

BLAIR

(her teeth)

You? YOU can't do this anymore!?

FRED

(brings the fire)

Yes! I'm done!

BLAIR

Is there someone else? I've never asked you that, but tell me the truth right now. Is there another woman.

FRED

No. There's no one.

BLAIR

You must really hate me.

FRED

I don't hate you, but right now, I sure as hell don't love you

She cries. He disappears into the other room.

INT. DILLON'S APARTMENT -- LATER -- NIGHT

Dillon lay on the sofa with the television on. His wig on the floor beside him. He drinks a glass of water -- COUGHS -- several times.

No blood this go around, only deep, violent thrusts with each exhale of staggered air.

He places his hand across his chest, attempts to calm his chest. No luck -- the COUGHING doesn't subside.

(CONTINUED)

CONTINUED:

Dillon pops open a prescription bottle, swallows three of them. Clenches his eyes, one final cough, and rests back. He gives into the pain meds...

INT. WIG SHOP COUNTER -- DAY

Dillon and Sheila stand among hundreds of wigs and hair products, engrossed in a take-out Chinese dinner.

SHEILA

What are your parents like?

DILLON

They're dead.

SHEILA

Really? When?

DILLON

Mom died five years ago, dad went a few years after that.

SHEILA

That's sort of romantic.

DILLON

They were divorced. They fucking hated each other. My mother used to say that my father was the devil. What's that say about me?

SHEILA

That would make you a bastard.

DILLON

That's technically true.

SHEILA

I'm sure she didn't hate him THAT much.

DILLON

No. She did. It wasn't a cutesy divorce either, it was a knock down drag out. Lot of bloodshed.

SHEILA

Are you serious?

(CONTINUED)

CONTINUED:

DILLON

I spent my whole adult life attending funerals and testament readings. As funny as it sounds, it's been five years and I still haven't cried about her.

SHEILA

Why not?

DILLON

No clue. I just haven't.

SHEILA

You need therapy.

DILLON

Maybe. I cried when my dad died though. Go figure, I cry for the abusive workaholic with a short fuse, but not for the Mrs. Cleaver.

SHEILA

I'm sure that's more common than you think.

DILLON

Who knows.

Dillon coughs into a napkin.

SHEILA

You alright?

DILLON

I'm fine.

SHEILA

You've been coughing a lot lately.

DILLON

It's effects of the pills.

SHEILA

You gonna tell me what the dealeo is with your condition?

DILLON

It's complicated.

(CONTINUED)

CONTINUED: (2)

SHEILA

So?

DILLON

If I tell you, you'd wanna run.

SHEILA

Is it contagious?

DILLON

No.

SHEILA

Are you dying?

DILLON

(soft)  
No.

SHEILA

The how bad can it be?

DILLON

It's not. Let's just talk about something else.

SHEILA

Like what?

DILLON

Hair? Let's talk about hair...

She smirks as they replenish their plates.

INT. FRED AND BLAIR'S APARTMENT -- BEDROOM -- NIGHT

Fred packs a suitcase. Blair stares him down from the bedroom doorway. They're not talking.

Fred finishes and zips up. He lifts by the handle and turns to his wife.

FRED

What is it, Blair?

BLAIR

Where will you go?

(CONTINUED)

CONTINUED:

FRED

I'll stay in a hotel until I talk to my attorney.

BLAIR

Sounds like you've thought this through.

FRED

And you haven't?

BLAIR

You are unbelievable.

FRED

You'll want to get an attorney for yourself.

BLAIR

(sarcastic)  
Thanks.

FRED

And for the record, you're gonna have a fight on your hands.

BLAIR

All I want is the children. You don't deserve them. They deserve more. I deserve more.

FRED

You've been playing that tune for years. Nobody deserves anything.

BLAIR

I do. They do.

FRED

They'll understand when they're older.

BLAIR

You're not a real man.

FRED

Oh?

BLAIR

It's the truth.

(CONTINUED)

CONTINUED: (2)

FRED  
Well, I hate reruns.

He brushes past her with his suitcase in hand. She watches him head for the front door.

INT. HALLWAY -- DAY

Fred shuts his front door and sighs -- glances over at Dillon's apartment. Heads over that way.

THE DOOR

Fred knocks several times. Eventually, Dillon flings the door open.

DILLON  
Hey.

FRED  
Hey. You busy?

Dillon eyes him up and sees the suitcase.

DILLON  
No. Why? What's up?

FRED  
It's a long story. Can I come in?

DILLON  
Sure.

Dillon slides over so Fred can enter.

INT. DILLON'S APARTMENT -- DAY

Fred takes a look around, unimpressed.

FRED  
Tell me you didn't hire someone to decorate this place?

(CONTINUED)

CONTINUED:

DILLON

No, it was all me.

FRED

It's... cozy.

DILLON

It's ugly, I know. Have a seat.

Fred puts his suitcase down and sits on the sofa.

FRED

This your bed?

DILLON

For now. It's temporary.

FRED

I was joking.

DILLON

So, what's up? I mean, what's with the suitcase.

FRED

Blair and I are gonna separate for a little while.

DILLON

Separate? What does that mean?

FRED

It means that we're taking a break.

DILLON

Bullshit.

FRED

What?

DILLON

I know what that statement means. It means your thinking of getting a divorce.

FRED

And how would you know?

(CONTINUED)

CONTINUED: (2)

DILLON

"Taking a break," is something guys say when they're either getting a divorce or married and wanting to screw around on the side. That's it.

FRED

Nothing's been finalized.

DILLON

(fired up)  
Are you kidding me right now?  
You've got kids.

FRED

Relax.

DILLON

Hey, it's not my life man.

FRED

You're sure acting like it is.

DILLON

I just -- you should think about this before either of you jump to any conclusions.

FRED

You know what I think?

DILLON

No.

FRED

I think I need a drink. You want a drink?

DILLON

I don't have anything in the house. Fucks with my pills.

FRED

Then we're going out. Change your shirt.

DILLON

Why?

FRED

It's a terrible shirt. Makes you look chubby.

(CONTINUED)

CONTINUED: (3)

DILLON

It does?

INT. BAR -- NIGHT

Dillon and Fred at the counter. Beer bottles and loud MUSIC. Crowded with hotties.

DILLON

You know what movie I watched the other night? Remember the Titans.

FRED

Any good?

DILLON

You've never seen it?

FRED

I don't have time for movies, I get laid.

DILLON

Whatever! You've been married, I know for a fact you're not getting laid!

They laugh --

FRED

So? The movie?

DILLON

You know who's in it? Denzel Washington. He's awesome. Doesn't matter what movie it is, what genre, what time period or anything -- he's the man and he knows it. You can cast him as George Washington if you wanted to.

FRED

He's good.

DILLON

The best. I love him  
(raises his glass)  
To Denzel F'n Washington!

(CONTINUED)

CONTINUED:

CLANG.

FRED  
You're a good kid.

DILLON  
Where will you go?

FRED  
I'll stay in a hotel.

DILLON  
Man, I wish you guys would try to  
work things out.

FRED  
We did.

DILLON  
Really? Like REALLY tried?

FRED  
What does that entail?

DILLON  
Counseling? Talking about things  
without yelling? Any of that, all  
of that.

FRED  
Spoken like a true idealist.

DILLON  
I'm a realist.

FRED  
It's over.

DILLON  
Why?

FRED  
Because it is.

DILLON  
C'mon man.

FRED  
Where we going?

DILLON  
Just talk to her.

(CONTINUED)

CONTINUED: (2)

And that's one push too much --

FRED

Jesus, Dillon. Forget it. I don't love her anymore, you got that? We're not good together anymore. She deserves more and I'm not willing to give it to her, alright? Blunt enough for you?

DILLON

Sure.

FRED

Why do you care so much anyway?

DILLON

Because I look at you and I see my father. And I look and your wife and I see my mother. They fought like cats and dogs until they both died, and I know that on their death beds, the one thing they regretted more than anything was the fact that they were alone and wishing that the other was there. They never said it, but I saw it in their eyes. They never talked about things and they just took the easy way out -- they got a divorce and claimed they never loved each other -- a lie. Look, there had to be sometime that you and Blair loved each other. Maybe it was years ago while you were dating, maybe it was after the honeymoon, or maybe it was last Christmas -- I dunno -- I don't give a shit! All I know is that you owe it to her, yourself, and you owe it to your kids to not do what my parents did to me. It fucked me up bad, man, and you do NO want your kids turning out like me.

FRED

Like you?

DILLON

Alone with a duffel bag full of trust and anxiety issues.

(CONTINUED)

CONTINUED: (3)

Fred drinks. Takes in this shrapnel.

FRED

I had no idea --

DILLON

-- that I cared. I do.

FRED

Why?

A long pause, and --

DILLON

I'm dying.

FRED

You're what?

DILLON

You heard me. I'm dying. I wear a wig because I am losing my hair. I've been coughing up blood for a few weeks now, which is a sign that I don't have much time.

FRED

Jesus...

DILLON

All I want you to do is think about what I said. Can you do that?

FRED

I dunno.

DILLON

Please.

FRED

I'll think about it.

They go back to drinks.

INT. LOCAL CHURCH -- DAY

Another session for those dealing with death. Dillon sits closer to the front. He coughs several times, into a napkin, drops of blood.

PASTOR

Dillon? You never talk much. Would you like to speak tonight.

DILLON

Do I have to?

PASTOR

No, but it's part of the process.

DILLON

Okay.

Dillon stands and looks at the crowd. He doesn't see him, but Stephen stands at the back -- listens in as --

DILLON

Hello. I'm Dillon. It's been fifty days since I was told I was going to die. Sucks, I know. I guess, in a lot of ways, admitting you are dying is really the first step in living the rest of your life. I've been able to understand that with my head, just -- not with my heart. When I found out, I started to take inventory of my life -- questions, fears, hopes. I remember thinking to myself, that it took me dying to really understand what I wanted out of life... what I STILL want out of this life.

(pauses)

I've recently met someone that I really like. I may even love, but I haven't told her about my condition. I know she deserves the respect of me doing that, but I can't bring myself to do it. She might cry, she might not believe it, she might offer to clean out my house -- I just don't know. And I feel bad for that.

(CONTINUED)

CONTINUED:

Stephen hangs his head, upset and somber --

DILLON

So here I am, seriously ill, ya know?

(tears well up)

I can't sleep at night. I'll miss my friends. I don't know if I'll go to heaven or hell, and to top it off -- I'm caught up in all these numbers and statistics... how much time will I have left? Will it hurt? Is today the day.

(repeats that one)

Is tonight the night I go? I dunno. All I do know is that I am going to die from this illness and I want nothing more than to find hope in tomorrow if it comes. I guess hope means finding meaning in life, weather it's five days or five minutes. That's all I've got.

Stephen has tears in his eyes. Dillon nods and takes a seat, visually shaken. The room comforts him as he breaks into a full cry.

INT. APARTMENT HALLWAY -- NIGHT

Dillon stands at his door coughing blood into a kleenex. He fiddles to get the key in the hole. Blair comes out in her comfy night clothes. She sees him.

BLAIR

You okay?

DILLON

Yeah, I'm fine.

He coughs again, this time, she sees the blood.

BLAIR

Is that blood?

DILLON

It's nothing. Cut on my lip.

BLAIR

How?

(CONTINUED)

CONTINUED:

DILLON

Eating something. No big deal. Why are you up so late?

BLAIR

Couldn't sleep.

DILLON

I get that a lot.

BLAIR

Did you hear about Fred?

DILLON

I did. Sorry about that.

BLAIR

It's okay. Maybe he's right. Maybe it's for the best.

DILLON

I dunno. What do you think?

She gets close to him. She's exhausted.

BLAIR

Honestly? I still want to be with him.

DILLON

Then tell him that.

BLAIR

I can't.

DILLON

Why not?

BLAIR

Because he won't listen and because he'll say no and storm out like he always does.

DILLON

Just tell him. Just tell him like you just told me. He'll listen.

BLAIR

No he won't.

DILLON

I'll talk to him then.

(CONTINUED)

CONTINUED: (2)

Dillon coughs up something nasty.

BLAIR

Jesus, are you sure you're alright?

DILLON

It's nothing -- will you please talk to him. You can't give up.

BLAIR

I feel like he's seeing someone else.

DILLON

He's not. He would have told me.

BLAIR

You guys best friends now?

DILLON

No, but we've spent some time together, and believe me, he would have told me. Will ya just talk to him? Do it for me?

BLAIR

I dunno where he is.

DILLON

I'll call him. I'll have him come over and you guys can talk it out. I'll stay out of it, I swear.

BLAIR

Why are you doing this?

DILLON

Because I need to. Because you guys can make this work.

She puts her hand on his face and swipes softly. He closes his eyes.

BLAIR

Too bad you weren't my husband.

DILLON

You don't mean that. Look at me.

BLAIR

I am looking at you.

(CONTINUED)

CONTINUED: (3)

They smile.

DILLON

I'll call him in the morning. Go  
get some sleep.

BLAIR

Thank you.

DILLON

You're very welcome.

She hugs him tight. Dillon squeezes her tightly.

EXT. PARK -- DAY

The gang is having a bbq. Beer bottles, coolers, and  
grilled steaks. There's a decent crowd and everyone is  
light and happy. Shorts and sundresses.

Dillon walks up to Stephen and Jerry, he's holding Sheila  
by the hand.

JERRY

Here comes trouble.

DILLON

Hide your wallets.

STEPHEN

What's up buddy?

Dillon shakes hands with both of them --

DILLON

This...  
(turns to her)  
...is Sheila.

SHEILA

Hey guys, I've heard so much about  
you.

Jerry shakes her hand --

JERRY

Good to meet you.

(CONTINUED)

CONTINUED:

Stephen shakes next --

STEPHEN

I've heard a bunch about you too.

SHEILA

Good things, I hope?

STEPHEN

Depends on what he's told YOU  
about US.

DILLON

He's got a vivid imagination.

SHEILA

He called you guys assholes.

JERRY

At least he's honest.

They share a light laugh --

DILLON

Been here long?

JERRY

About an hour, you know who's  
here?

DILLON

Who?

Jerry points to Heidi, who is talking with a beefcake by  
the tire swing.

JERRY

Long legs?

SHEILA

Long legs?

STEPHEN

Her real name is Heidi.

SHEILA

Her legs aren't that long...

DILLON

Who did she come with?

(CONTINUED)

CONTINUED: (2)

STEPHEN

Stag.

JERRY

She's fucking with me, I know she is. She's a viper -- the devil.

DILLON

Relax buddy. I thought you were over her anyway?

JERRY

I was.

STEPHEN

Until he saw her again.

SHEILA

I'm sorry, did you guys date or something?

STEPHEN

Practically engaged.

JERRY

Why do you have to tell people that?

DILLON

Because it's true.

JERRY

Such a dick...

SHEILA

Why don't you just go say something.

JERRY

I can't do that.

SHEILA

Why not?

JERRY

It's complicated.

SHEILA

You're scared?

JERRY

No.

(CONTINUED)

CONTINUED: (3)

DILLON

He is.

JERRY

I am not!

STEPHEN

Totally chicken shit.

They have a laugh at Jerry's expense --

JERRY

Let's just drop it, okay?

DILLON

(to Sheila)

I am gonna grab a drink, you want one?

SHEILA

Miller light?

DILLON

You got it.

Dillon heads off, Sheila turns to the boys --

SHEILA

So, which one of you wants to tell me the dirt on that guy?

JERRY

Dillon? There's no dirt.

SHEILA

What's wrong with him?

JERRY

You tell me.

STEPHEN

What do you mean?

SHEILA

He's sick, right?

STEPHEN

Look --

SHEILA

-- how bad?

(CONTINUED)

CONTINUED: (4)

Stephen and Jerry look at each other --

JERRY  
Has he not told you yet?

STEPHEN  
Jerry --

SHEILA  
-- no. I wanna know. Tell me.

STEPHEN  
I don't think he would want us to  
tell you anything like that.

SHEILA  
Anything like what?

STEPHEN  
Personal.

JERRY  
Why hasn't he told you?

SHEILA  
I don't know.

Dillon shows up with two cold ones. He hands one to of  
the beers to Sheila.

DILLON  
What are you guys talking about?

SHEILA  
Oh, nothing.

DILLON  
Sounds exciting.

STEPHEN  
Hey! Let's eat, huh? The sun is  
out, we've got some beer, some new  
friends. Shall we?

They toast. Sheila won't take her eyes of Dillon as they  
drink.

INT. DILLON'S APARTMENT -- LATER -- NIGHT

Dillon lay on his back in bed -- his shirt off. He's holding in some docile coughs as he gazes in at Sheila brushing her teeth. He watches her every move.

SHEILA

What?

DILLON

Nothing.

SHEILA

You're staring.

DILLON

Is that not allowed?

She spits and rinses her mouth. On the way to the bed, she takes off her shirt and jeans. She's got a cute body in her panties and bra. She lays down beside him --

SHEILA

I have to ask you something.

DILLON

Sure.

SHEILA

I know you're sick.

DILLON

And?

SHEILA

And I asked your friends to tell me what was wrong since you never really go into much detail with me.

DILLON

What did they say?

SHEILA

Nothing. They told me to ask you.

DILLON

It's not important.

SHEILA

Yes it is. I need to know.

(CONTINUED)

CONTINUED:

Dillon sighs.

DILLON  
I'm afraid to tell you.

SHEILA  
Why? I care about you. I've noticed you've lost some weight recently and you don't do a very good job of hiding that cough.

DILLON  
Sorry.

SHEILA  
And I saw some bloody tissues in the bathroom.

DILLON  
I know.

SHEILA  
Please tell me.

Dillon hesitates, then --

DILLON  
It's terminal.

SHEILA  
What's terminal?

DILLON  
My... condition. At least, they don't believe I can recover from it.

SHEILA  
Terminal as in how much time?

DILLON  
(low)  
Anytime.

SHEILA  
(shocked)  
What?!

(CONTINUED)

CONTINUED: (2)

DILLON

I've tried every kind of  
experimental treatment out there,  
but nothing's worked. I'm just  
stuck in limbo right now. Waiting.

SHEILA

Waiting?

DILLON

For whatever.

SHEILA

Oh my God.

DILLON

Don't freak out --

SHEILA

-- don't freak out?! You're dying.

DILLON

Yes, but there's no reason to get  
all upset.

SHEILA

Are you serious right now? How  
could you do this to me?

DILLON

Wait -- what?

She pops out of bed and puts her clothing back on -- fast  
-- she's emotionally hurt and she's on the verge of  
tears.

SHEILA

I have to go.

DILLON

Why? What did I say?

SHEILA

You led me on.

DILLON

No I didn't. Please listen to me.

SHEILA

No. I have to leave.

(CONTINUED)

CONTINUED: (3)

He jumps from the bed and blocks the door from her --

DILLON  
You can't go, please.

SHEILA  
Move.

DILLON  
No, I won't let you go like this.  
You have to talk to me.

SHEILA  
You hid this from me. You lied to  
me.

DILLON  
That is unfair --

SHEILA  
-- you lied to me!

DILLON  
How did I lie to you?

SHEILA  
Just -- move. Get out of the  
doorway so I can go.

DILLON  
Tell me how I lied to you!

SHEILA  
You led me to believe that you  
might love me. That you might be  
there to take care of me, when in  
reality, you don't even know if  
you'll wake up in the morning.

DILLON  
Sheila --

SHEILA  
-- how could you do that me,  
Dillon?

DILLON  
I didn't mean to -- I just didn't  
know when to tell you. I promise.

SHEILA  
I feel sick.

(CONTINUED)

CONTINUED: (4)

She busts through his arms, he coughs up blood. Dillon slides down to the floor and listens to her SLAM the door as she exits the apartment.

INT. DINER -- DAY

Dillon sits with Stephen and Jerry. He looks at them a few times before saying anything. He's dreary --

DILLON

She left me last night.

JERRY

Sheila?

DILLON

Yes.

JERRY

Why?

DILLON

I dunno.

STEPHEN

You told her?

DILLON

Yes.

STEPHEN

Shit...

JERRY

How did it go?

STEPHEN

(to Jerry)

Idiot!

JERRY

What? I'm just making conversation.

DILLON

You know, a few days ago I was really happy. I was coming to terms with this whole thing and I was in love with her. Now, I could care less if I see the morning.

(CONTINUED)

CONTINUED:

STEPHEN

You don't mean that.

DILLON

Don't I? You have your family.  
Jerry, you have your art and your  
friends. What do I have?

STEPHEN

Us.

DILLON

Yes -- but. Sorry.

JERRY

Maybe she'll come around. Heidi  
and I are dating again.

Shock.

DILLON

You are?

STEPHEN

Really?

JERRY

After the barbecue, we went for  
coffee and I showed her some  
etchings I did of her. She fell  
for it. Art is like sex to  
females.

Jerry smiles.

STEPHEN

(changes the subject)  
What about your neighbors?

DILLON

What about them?

STEPHEN

You told me you felt good about  
helping them out. That's  
something.

DILLON

What's the point?

(CONTINUED)

CONTINUED: (2)

STEPHEN

That's the Dillon I know, right there. A little resistance and fuck it.

JERRY

You gotta keep moving forward, man.

Dillon puts his sunglasses on, he's not lingering.

DILLON

Maybe so. That reminds me, I gotta make a call. Catch you guys later.

JERRY

See ya.

Dillon gives them a sleepy wave and he's gone.

STEPHEN

He looks terrible.

JERRY

You said it.

STEPHEN

Poor guy.

JERRY

I'm gonna miss him.

INT. DILLON'S APARTMENT -- DAY

Dim. Silent. Dillon stands at the kitchen doorway with a glass of water in hand, stares in at --

The living room. Fred at one end of the sofa and Blair at the other. They look like a couple in therapy. No one talks just yet, then --

DILLON

Anyone want anything to drink?

FRED

You didn't tell me she was gonna be here.

(CONTINUED)

CONTINUED:

DILLON

I know, and I'm sorry, but I felt that you wouldn't come if I told you.

FRED

Probably right.

DILLON

I'm gonna let you two talk things out for a little bit and i'll wait in the bedroom if that's alright? Alright?

BLAIR

I think you should stay.

DILLON

Why?

FRED

Yeah, why?

BLAIR

(to Fred)

I want him to.

DILLON

No, really, I can wait in the other room --

BLAIR

-- please?

DILLON

Fred? Is that alright?

FRED

Fine. This should be a quick conversation anyway.

DILLON

Are you sure?

BLAIR

Yes.

FRED

Sit.

Dillon puts down his glass and sits on the chair adjacent to them, awkwardly silent. Fred checks his watch --

(CONTINUED)

CONTINUED: (2)

FRED

So, talk.

DILLON

Pretend I'm not here.

FRED

But you are.

DILLON

Try to imagine I'm not, okay?

BLAIR

I'll start.

(faces Fred)

I'm hurt. I guess what I want to know is, if we can save this marriage? Can we do anything to stop this? And I don't want to waste any of our time if you feel like it's already too late. Do you feel that way?

He doesn't look at her --

FRED

I don't know.

BLAIR

What do you know?

FRED

I know that things are bad. I know that things have changed. I know I don't feel the same.

BLAIR

Can you explain that to me so I understand?

FRED

I don't feel the same. That's it.

BLAIR

Is it me? Is it something I did?  
Is it the kids?

FRED

No, it's not the kids. And it's probably not you either.

(CONTINUED)

CONTINUED: (3)

BLAIR

So then, what?

FRED

It's me, Blair. It's me.

Silence. Dillon watches the exchange.

BLAIR

How so?

FRED

I've forgotten how to love you.

She cries --

BLAIR

Why?

FRED

I don't know. Life got in the way.  
I am just different.

BLAIR

It doesn't have to be that way  
anymore. We can start over.

FRED

How? People don't change.

BLAIR

Yes they do, if you WANT to. Sure  
you can.

FRED

No, they don't. They hide the  
truth until they explode and then  
it rears it's ugly face again.  
Nobody changes.

Out of nowhere --

DILLON

Yes, they can.

FRED

What?

(CONTINUED)

CONTINUED: (4)

DILLON

She's right. Listen to her now.  
(softer)  
Please listen to her.

FRED

How do you know?

DILLON

I changed. I'm changing right now.

FRED

What are you talking about?

DILLON

This isn't about me.

FRED

You're not married, what do you know?

DILLON

And I regret that. But there's nothing I can do about it. Right here, right now, this amazing woman is asking you to let her back into your life.

FRED

You a licensed counselor now?

BLAIR

Please.

DILLON

Please -- just hear her out.

Fred's resolve breaks a bit.

BLAIR

I will promise you that I will do anything I can to make you happy, to save this marriage for our children, and for each other. For you to want me again, to need me again, for you to notice me again.

Fred is touched, still doesn't look at her --

FRED

And then what? We forget the past?

(CONTINUED)

CONTINUED: (5)

BLAIR

I can do that.

FRED

What if I can't?

BLAIR

I can help you heal.

FRED

I -- I --

She inches closer to him. He begins to softly tear up.

FRED

What if I'm ashamed of what I've put you through? I'm afraid to face the kids.

BLAIR

I don't care about the past. I care about here and now. I care about you. The kids will understand, they need their father. I need him, too.

He finally looks at her --

FRED

(tears)

I'm so sorry. I'm so sorry I treated you this way.

BLAIR

I forgive you, baby, I love you.

FRED

I know you do.

BLAIR

And maybe you still love me, even though you said you didn't?

FRED

I think -- I know I do. Maybe not like I did on the beach that day, but I wanna change all that. I wanna be everything you need again... If you'll let me.

(CONTINUED)

CONTINUED: (6)

BLAIR

Oh yes, I will, I do.

She hugs him. They embrace for a few minutes. Dillon's eyes water. So many emotions behind his eyes. He's longing for a hug himself.

FRED

I love you.

BLAIR

I love, you.

They kiss and hold each other again. Dillon coughs into his hands.

INT. SOUP KITCHEN -- NIGHT

Dillon is serving hot soup and slices of bread. He converses with the homeless families as he piles the food on their plates.

DILLON (V.O.)

It's been seventy days since I found out I was going to die. Seventy days longer than I thought I would live. If I'm honest, I've forgotten to think about death. I just wake up, blink my eyes, and think to myself, "One more chance to get her back..."

INT. DILLON'S APARTMENT -- DAY

Dillon paces with the phone to his ear. He's waiting for the machine to pick up, and it does --

DILLON

(into phone)

Sheila please answer?

(coughs)

I wanna talk to you, please? Call me.

He hangs up, gives into a violent cough and ends it with blood in his palms.

INT. COMEDY CLUB -- NIGHT

Dillon sits with Jerry at a two-top. Some COMEDIAN revs up the crowd -- LAUGHING and CLAPPING. Not for Dillon. He's lost in thought.

DILLON (V.O.)

I know I don't have much more time for anything. For her, for me, anything. If I only had more time. Wishful thinking I suppose.

Jerry sees he's the only one not having a good time --

JERRY

You alright?

DILLON

I'm fine.

JERRY

You look like shit.

DILLON

I think I'm gonna head out. Is that cool?

JERRY

I'll go with you.

They grab their jackets and head for the door.

INT. CHURCH -- NIGHT

Dillon sits among the empty pews. Alone. Dark. Tears in his eyes.

EXT. PARKING LOT -- DAY

Dillon locks up his bike in the same familiar spot. His cell phone at his ear --

(CONTINUED)

CONTINUED:

DILLON

(into phone)

I know you're angry, but please -- just pick up the phone and call me. I need to explain things. I wanna talk to you... please call me.

Hangs up and coughs into his sleeve.

INT. FRED AND BLAIR'S APARTMENT -- NIGHT

Candlelight dinner. Soft music plays. Blair all dressed up in a long, sheer, burgundy gown. She looks pretty.

Fred stares into her eyes, smiling. They talk softly. Pictures of the children hang on the dining room walls. They're young again.

DILLON (V.O.)

I'm not sure what happens when you die. Do you float up through the ceiling? Do you break into a billion microscopic pieces? I wish I knew. I wish I knew something.

INT. ATTORNEY'S OFFICE -- DAY

Dillon waits in the reception area. He's nervous and hiding his soft coughing. Worse everyday. A LAWYER emerges from his office --

LAWYER

Dillon?

DILLON

That's me.

LAWYER

Come on back.

Dillon picks up a file of paperwork and follows him into the office.

(CONTINUED)

CONTINUED:

DILLON (V.O.)  
 Making a will with nothing to  
 leave anyone. Seems like a waste  
 of time...

The door SHUTS behind them.

INT. WIG SHOP COUNTER -- DAY

Sheila leans up against the register. A slow night -- no  
 customers. Her eyes are on the door, waiting for someone  
 to walk inside. Anyone at all.

DILLON (V.O.)  
 Of all the things to regret. She's  
 the one I can't swallow.

Her eyes turn sad.

INT. APARTMENT HALLWAY -- NIGHT

Dillon unlocks his door -- Fred comes walking towards him  
 with a newspaper under his arm and a grin on his face.  
 Dillon sees him and checks his watch.

DILLON  
 What the hell you so happy about?  
 Shouldn't you be at work?

FRED  
 Nah. I quit.

DILLON  
 You what?!?

FRED  
 I quit.

DILLON  
 Really?

FRED  
 Yes, really. I thought about it,  
 and it's more important to be with  
 my family. See my little ones grow  
 up, ya know?

(CONTINUED)

CONTINUED:

DILLON

What about money and bills and  
stuff like that?

FRED

What about it? That'll work itself  
out in the end.

DILLON

That's right.

Fred looks him in the eyes --

FRED

You alright, buddy? You seem...  
off.

DILLON

I'm just going through some stuff  
right now.

FRED

Can I do anything? What kind of  
stuff?

DILLON

It's nothing --

FRED

-- physical stuff?

Dillon lets his guard down --

DILLON

Not exactly. Truth is, I met a  
girl, and she left me.

FRED

When?

DILLON

Few weeks ago.

He coughs.

FRED

Jesus, that's a bad cough, you  
sure you're alright?

(CONTINUED)

CONTINUED: (2)

DILLON

I'm fine. I gotta get inside.

FRED

Okay, well, let's get together tomorrow? I wanna thank you for everything. Blair too.

DILLON

Sure.

Dillon nods. Fred pats him on the back.

FRED

Thanks, buddy.

They go their separate ways.

INT. BEDROOM -- NIGHT

Dillon embarks on a violent and disturbing ritual. He COUGHS profusely now. One after another, the huffs cause his back to arch and bend. Blood squeaks out little by little.

His fingers struggle to find the right pills. Too many bottles to count. He becomes frustrated and tosses the prescriptions around the room. SCREAMS in between the COUGHS.

He removes his wig -- flings it across the room as well.

DILLON

Shit...

He reaches for the phone -- begins to dial a number, Sheila's. He puts the phone to his ear -- he cannot stop this cough. More blood.

Before she can answer, he hangs up and SLAMS the phone into the floor. Frustration and anger rolled into on pair of eyeballs.

(CONTINUED)

CONTINUED:

Seconds later, Dillon is bald and in bed -- the fetal position. His knees pulled up into his chest. The soft white, clean pillow, resting behind his troubled head.

He fades...

FADE OUT:

THE NEXT MORNING

Dillon in the same position. Only this time, there is an abundant amount to crimson blood spewed over the white pillow and bed sheets. He'd been coughing it up all night.

Dillon's eyes flutter open. He wipes his mouth. His hands shake. He feels the blood on the pillow beside him as he sits up, shock in his sad eyes. He knows...

He reaches for the phone and dials --

DILLON  
(into phone)  
I need a cab.

EXT. PARKING LOT -- DAY

Dillon waits. COUGHING into a napkin. No wig. A yellow cab pulls up and stops just in front of him. Dillon steps into the back seat.

INT. CAB -- BACKSEAT -- DAY

Dillon SHUTS the door behind him. Leans to the DRIVER --

DRIVER  
Where to?

DILLON  
The Hospital.

DRIVER  
Which one?

(CONTINUED)

CONTINUED:

DILLON

Doesn't matter. Just drive.

DRIVER

You got it.

The car pulls away into traffic. Dillon COUGHS into his hands.

MONTAGE: FRIENDS

-- Dillon sees himself at the bar with Stephen and Jerry, laughing, happy, drinking.

-- Dillon walks through the park with Sheila, hand in hand, big smiles -- soft touches.

-- Fred and Dillon talk at the bar. Fred pats him on the back with a soft grin.

-- Blair and Dillon at the dining room table. A bottle of wine between them.

END MONTAGE

EXT. HOSPITAL -- DAY

Dillon pays the cab driver and the car pulls away. He turns and slowly, deathly, walks into the EMERGENCY ROOM.

INT. RECEPTION DESK -- DAY

Dillon struggles to fill out his admittance paperwork, the pen won't stop shaking in his hand. He COUGHS and a drop of blood splatters on the sigh in sheet.

The NURSE calls for help. Two MALE NURSES seat Dillon in a wheelchair and rush him down a hallway leading to ICU.

MONTAGE: DILLON

(CONTINUED)

CONTINUED:

-- Sees himself as a little boy. Playing with toy trucks in the tall grass.

-- Sees himself in old home movies, blowing out birthday candles.

-- Sees himself as a teenager, riding his bike. He's wearing a leather jacket and sports a mohawk.

-- He makes love to a young college aged girl in his backseat.

END MONTAGE

INT. ICU -- DAY

A full, glass box of life support. Monitors hooked into breathing machines and hideous gray tubes in each of Dillon's arms.

A team of DOCTORS and NURSES attend to him. He lays supine. Alone inside. Tears in his eyes -- fixated on a small wooden cross adjacent to the window.

INT. APARTMENT HALLWAY -- DAY

Fred and Blair, holding a plate of food and an unopened bottle of wine, KNOCK on Dillon's door. No answer. They look at one another -- something is wrong.

INT. STEPHEN'S OFFICE -- DAY

Stephen dials into his desk phone. Dillon's voice mail picks up --

STEPHEN

Hey buddy, I was just thinking about you. I wanna know how you are. Call me. Bye.

He hangs up. Gazes, with troubled eyes, out the window...

EXT. PARK -- DAY

Jerry paints. He's focused on a flock of pigeons not far off into the distance. They suddenly take to flight.

Jerry watches them shrink in the vast sky...

INT. WIG SHOP COUNTER -- DAY

Sheila stares at a picture of Dillon. So happy. Big smiles. She reaches for the phone...

EXT. BEACH -- DAY

Deb walks barefoot on the sand. She's looking for shells. She's sad -- her eyes fall. She stops, tosses a handful of shells into the ocean and waits.

INT. ICU -- DAY

Dillon's eyes flutter as he coughs -- no sound. The team of hospital workers begin to act with more urgency as the PLINKS of the monitors quicken...

DILLON (V.O.)

One hundred days...

(pauses)

That's how long I made it. One hundred lives, all one day in length. One hundred tries to get it right. One hundred days.

They administer drugs via IV tubes -- a defibrillator is brought into the room and prepared...

DILLON (V.O.)

One hundred lies I've told. One hundred regrets. If we only have one more day, one more chance, one more kiss... one more minute to share with her. To have and to hold in her wedding dress.

(CONTINUED)

CONTINUED:

And he's into cardiac arrest. No breath. His eyes roll back. They SHOCK him three times. No movement. Flat line.

DILLON (V.O.)

I'm okay now. I'm safe. I'm happy.  
I'm not afraid for once. She's  
going to make it, they're going to  
be happy, my friends will remember  
me for who I was.

(the cross)

Who knows, maybe I'll have better  
luck with him.

He's undeniably, gone. A sheet is pulled up slowly.

VOICE

Time of death, one fifteen p.m

FADE TO BLACK.