

NEW YORK STATE OF MIND

by

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based on the music written and
performed by Billy Joel.

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FADE IN:

EXT. MANHATTAN PIANO BAR- FRONT DOOR - NIGHT

1985

BILLY, from behind, locks up the front door of his bar. He puts his hat on, turns and begins walking down the street. His breath can be seen as he breathes in and out. Music starts in the background.

BILLY

(sings)

Some folks like to get away
Take a holiday from the
neighborhood
Hop a flight to Miami Beach
Or to Hollywood
But I'm talking a Greyhound
On the Hudson River Line
I'm in a New York state of mind

BILLY walks along and empty times square.

BILLY (con't)

(sings)

I've seen all the movie stars
In their fancy cars and their
limousines
Been high in the Rockies under the
evergreens
But I know what I'm needing
And I don't want to waste more
time
I'm in a New York state of mind

BILLY down an alleyway.

BILLY (con't)

(sings)

It was so easy living day by day
Out of touch with the rhythm and
blues
But now I need a little give and
take
The New York Times, The Daily News

A MOMENT LATER

EXT. CENTRAL PARK - NIGHT

BILLY dances through the park, passing people. The people watching stare at him awkwardly.

BILLY (con't)

(sings)

It comes down to reality
 And it's fine with me 'cause I've
 let it slide
 Don't care if it's Chinatown or on
 Riverside
 I don't have any reasons
 I've left them all behind
 I'm in a New York state of mind

It was so easy living day by day
 Out of touch with the rhythm and
 blues
 But now I need a little give and
 take
 The New York Times, The Daily News

EXT. DOCKSIDE - NIGHT

BILLY emerges from the shadow and into a street light. He stares out at the Hudson river and the lights, singing.

BILLY (con't)

(sings)

It comes down to reality
 And it's fine with me 'cause I've
 let it slide
 Don't care if it's Chinatown or on
 Riverside
 I don't have any reasons
 I've left them all behind
 I'm in a New York state of mind

I'm just taking a Greyhound on the
 Hudson River Line
 'Cause I'm in a New York state of
 mind

BILLY, teary eyed stares out at a few boats passing by.

BLACK SCREEN WITH WHITE LETTERS: BILLY

EXT. DOCKS - NIGHT

BILLY blows air into his cold hands. From the right a figure emerges from the darkness. BILLY, cautious, calls to him.

BILLY
(into darkness)
Hello? Hello there?

PAUL emerges from the shadows and steps on to the dock. BILLY stares at him.

BILLY
Who are you?

PAUL
Who are you?

BILLY
I asked you first... who are you?

PAUL
My name is PAUL. I was told to come here tonight- I'm a little early.

BILLY
Yea, me too. Only I knew to come... I was told by a friend.

PAUL
That's good. You, uh, you nervous? I'm nervous.

BILLY
Why are you nervous? You should feel relieved. You get to get outta this place.

PAUL leans up against the railing, looking out at New Jersey.

PAUL
I used to live out there- Bergenfield. Before I moved here, and before all this mess happened, I was a somebody. Yea, man I was king of that place.

BILLY
(interested)
OK... well, I dunno you very well, and you don't have to answer this but... but you wanna talk about it
(MORE)

BILLY (cont'd)
or something?

BLACK SCREEN WHITE LETTERS: PAUL

INT. STRIP CLUB- NEW JERSEY - NIGHT

PAUL counts money at the bar, the place is packed and PAUL begins to walk the room.

PAUL

(sings)

Well you went uptown riding in
your limousine
With your fine Park Avenue clothes
You had the Dom Perignon in your
hand
And the spoon up your nose
And when you wake up in the
morning
With your head on fire
And your eyes too bloody to see
Go on and cry in your coffee
But don't come bitchin' to me

Because you had to be a big shot,
didn't you
You had to open up your mouth
You had to be a big shot, didn't
you
All your friends were so knocked
out
You had to have the last word,
last night
You know what everything's about
You had to have a white hot
spotlight
You had to be a big shot last
night

PAUL gets up on stage, he dances and sings while throwing dollar bills out to the crowd.

PAUL (con't)

(sings)

They were all impressed with your
Halston dress
And the people that you knew at
Elaine's
And the story of your latest
success
Kept 'em so entertained
Aw but now you just can't remember

(MORE)

PAUL (cont'd)

All the things you said
 And you're not sure you want to
 know
 I'll give you one hint, honey
 You sure did put on a show

Yes, yes, you had to be a big
 shot, didn't you
 You had to prove it to the crowd
 You had to be a big shot, didn't
 you
 All your friends were so knocked
 out
 You had to have the last word,
 last night
 You're so much fun to be around
 You had to have the front page,
 bold type
 You had to be a big shot last
 night

PAUL now stands in an empty bar, a beautiful woman stares at
 him, he takes her- kisses her and dances with her on the
 bar.

PAUL (con't)

(sings)

Well, it's no big sin to stick
 your two cents in
 If you know when to leave it alone
 But you went over the line
 You couldn't see it was time to go
 home
 No, no, no, no, no, no, you had to
 be a big shot, didn't you
 You had to open up your mouth
 You had to be a big shot, didn't
 you
 All your friends were so knocked
 out
 You had to have the last word,
 last night
 So much fun to be around
 You had to have a white hot spot
 light
 You had to be a big shot last
 night

EXT. DOCK- RAILING - NIGHT

BILLY and PAUL talk against the railing.

PAUL

And that was it, a month later- I lost the club, the bar, the money- my girl. All gone.

BILLY

I owned a bar too. Closed it today- just tonight, just before I leave.

PAUL

I should have never come here, this city can kill ya.

BILLY

No. No it's alright. It's a great city- she just got a little mixed up is all.

An explosion is heard in the background, a slight flash of light is seen behind the buildings. BILLY and PAUL look up- when the lights stop they pan down and see a Priest standing there.

FATHER CARMINE

They blew up most of the upper east side. Burning, riots, you name it.

BILLY

I saw that this morning.

FATHER CARMINE

The explosions are them trying to restore orders up there...

PAUL

You here for the boat too?

BILLY

He's a father PAUL, he can't be...

FATHER CARMINE

(walking to them)

No, no it's ok...

FATHER CARMINE walks to them and takes off his collar, handing it to PAUL.

FATHER CARMINE

I was a man of GOD... until today.

PAUL looks in his hand at the collar. FATHER CARMINE walks past the men...then sits by the railing.

PAUL
No offense but I never been to church before father.

FATHER CARMINE
Please, I am not a father anymore...just do not call me that.

BILLY
So...so your leaving here too?

FATHER CARMINE
There isn't much I can do anymore- for anyone. See, people think because you wear that collar you don't have a past...

PAUL
Everyone has a past...even priests.

FATHER CARMINE
Exactly. What time is it?

BILLY looks at his watch.

BILLY
Eight, still have some time before it gets here.

PAUL
So what happened?

FATHER CARMINE
You don't want to know son...

BILLY
I think we do... nothing else to do- no judgement here.

BLACK SCREEN WHITE LETTERS: FATHER CARMINE

FATHER CARMINE stands up- pictures of his "non-catholic" life show his mistakes in life.

FATHER CARMINE
(sings)
If it seems like I've been lost
In let's remember
If you think I'm feeling older
(MORE)

FATHER CARMINE (cont'd)

And missing my younger days
 Oh, then you should have known me
 much better
 'Cause my past is something that
 never
 Got in my way
 Oh no

Still I would not be here now
 If I never had the hunger
 And I'm not ashamed to say
 The wild boys were my friends
 Oh
 'Cause I never felt the desire
 'Til their music set me on fire
 And then I was saved, yeah
 That's why I'm keeping the faith
 Yeah, yeah, yeah, yeah
 Keeping the faith

FATHER CARMINE begins to dance and sing around the dock,
 PAUL and BILLY watch.

FATHER CARMINE (con't)

(sings)

We wore old matador boots
 Only Flagg Brothers had them with
 a Cuban heel
 Iridescent socks with the same
 color shirt
 And a tight pair of chinos
 Oh
 I put on my shark skin jacket
 You know the kind with the velvet
 collar
 And ditty-bop shades
 Oh yeah
 I took a fresh pack of Luckies
 And a mint called Sen-Sen
 My old man's Trojans
 And his Old Spice after shave
 Oh
 Combed my hair in a pompadour
 Like the rest of the Romeos wore
 A permanent wave, Yeah
 We were keeping the faith
 Yeah, yeah, yeah, yeah
 Keeping the faith
 You can get just so much
 From a good thing
 You can linger too long
 In your dreams
 Say goodbye to the
 (MORE)

FATHER CARMINE (cont'd)
 Oldies but goodies
 'Cause the good ole days weren't
 Always good
 And tomorrow ain't as bad as it
 seems

FATHER CARMINE grabs BILLY'S hat and continues...

FATHER CARMINE (con't)
 (sings)
 Learned stickball as a formal
 education
 Lost a lot of fights
 But it taught me how to lose O.K.
 Oh, I heard about sex
 But not enough
 I found you could dance
 And still look tough anyway
 Oh yes I did
 I found out a man ain't just being
 macho
 Ate an awful lot of late night
 drive-in food Drank a lot of take
 home pay
 I thought I was the Duke of Earl
 When I made it with a red-haired
 girl
 In the Chevrolet. Oh yeah
 We were keeping the faith
 Yeah, yeah, yeah, yeah
 Keeping the faith

You know the good ole days weren't
 always good
 And tomorrow ain't as bad as it
 seems

I told you my reasons
 For the whole revival
 Now I'm going outside to have
 An ice cold beer in the shade
 Oh, I'm going to listen to my 45's
 Ain't it wonderful to be alive
 When the rock 'n' roll plays, yeah
 When the memory stays, yeah
 I'm keeping the faith
 Yeah, yeah, yeah, yeah
 Keeping the faith
 I'm keeping the faith,
 Yes I am

As he finishes, FATHER CARMINE, sits back down fiddling with BILLY'S hat. He looks sad. PAUL walks to him, hands him the collar.

PAUL

You might need this again some day... you never know.

FATHER CARMINE looks and exchanges the hat for the collar.

BILLY

Ah, it's not so bad. Everyone has made mistakes in life...no big deal ya know?

FATHER CARMINE

Mistakes are only mistakes, when you don't mean to do them. Besides, who said anything about mistakes?

PAUL

Kind of depressing isn't it?

They three men sit in silence on the dock looking in three different directions. BILLY picks out a picture from his pocket. He smiles and giggles.

PAUL

What? What's so funny?

BILLY

You remember this?

It is a picture of the lights on Broadway.

PAUL takes it and passes it to FATHER CARMINE.

FATHER CARMINE

I used to love the theatre... my family would come in and go see a show a few times a few times a year.

BILLY

It was something special...the lights.

PAUL

I hardly remember it, seems like another life.

Music begins to play in the background. As BILLY, PAUL, and FATHER CARMINE sing- the scenes reflect the lyrics.

BILLY

(sings)

Seen the lights go out Broadway
I saw the Empire State laid low
And life went on beyond the
Palisades
They all bought Cadillacs
And left there long ago

They held a concert out in
Brooklyn
To watch the island bridges blow
They turned our power down
And drove us underground
But we went right on with the show

PAUL

(sings)

I've seen the lights go out on
Broadway
I saw the ruins at my feet
You know we almost didn't notice
it
We'd seen it all the time on Forty
second street

They burned the churches down in
Harlem
Like in that Spanish civil war
The flames were everywhere
But no one really cared
It always burned up there before

I've seen the lights go out on
Broadway
I saw the mighty skyline fall
The boats were waiting at the
battery
The union went on strike
They never sailed at all

FATHER CARMINE

(sings)

They sent a carrier out from
Norfolk
And picked the Yankees up for free
They said that Queens could stay
And blew the Bronx away
And sank Manhattan out at sea

BILLY

(sings)

You know those lights were bright
on Broadway
That was so many years ago
Before we all lived here in
Florida
Before the Mafia took over Mexico
There are not many who remember
They say a handful still survive
To tell the world about
The way the lights went out
And keep the memory alive

Back on the dock, BILLY stares at the picture again. PAUL looks at the Hudson and FATHER CARMINE folds his arms with a smile on his face.

ANTHONY (OS)

Was that what it was like?

BLACK SCREEN WHITE LETTERS: ANTHONY

Pan out to see young ANHTONY standing there, still in his apron from work.

ANTHONY

Was it like you all said? I
wouldn't know... I was sorta new
here.

More explosions in the distance. Planes overhead.

PAUL

What's your name kid?

ANTHONY

ANTHONY, ANTHONY LEONE. Nice to
meet you all.

BILLY

BILLY...that PAUL and FATHER
CARMINE...you here for a spot on
the boat?

ANTHONY

Yea, yea I was told to get here
before 10. I didn't miss it did I?

FATHER CARMINE

Only nine o'clock... we're all
waiting.

ANTHONY takes off his apron and folds it.

BILLY
Just got off work?

ANTHONY
Yea, it's my first job.

BILLY
Where at?

ANTHONY
Kind of embarassing but, uh I work
at the Save Rite, on third ave...
just for now.

PAUL
For now? As of tonight your
officially unemployed.

BILLY
What he means is that once the
boat comes and you get on- you
aren't going to be coming back.

ANTHONY looks some what cautious.

FATHER CARMINE
You OK son?

ANTHONY
Sure...just thinking. I could have
left here, before the election and
all. Before the crazy stuff
started...but I didn't listen.

BILLY
Few people do.

PAUL
Yea don't beat yourself up over
it. We already established we all
make mistakes... no worries kid.

Music starts playing.

INT. GROCERY STORE- NYC - DAY

ANTHONY begins bagging some groceries and sings as he bags,
stocks shelves and packs meat.

ANTHONY

(sings)

Anthony works in the grocery store
Savin' his pennies for someday
Mama Leone left a note on the
door,
She said,
"Sonny, move out to the country."
Workin' too hard can give me
A heart attack
You oughta know by now
Who needs a house out in
Hackensack?
Is that what you get with your
money?

It seems such a waste of time
If that's what it's all about
If that's movin' up then I'm
movin' out.

ANTHONY dances through aisles, on registers, in the back room
with a mop.

ANTHONY (con't)

(sings)

Sergeant O'Leary is walkin' the
beat
At night he becomes a bartender
He works at Mister Cacciatore's
down
On Sullivan Street
Across from the medical center
He's tradin' in his Checy for a
Cadillac
You oughta know by now
And if he can't drive
With a broken back
At least he can polish the fenders

It seems such a waste of time
If that's what it's all about
If that's movin' up then I'm
movin' out.

ANTHONY juggles fruit and races a cart through the lanes.

ANTHONY (con't)

(sings)

You should never argue with a
crazy mind
You oughta know by now
You can pay Uncle Sam with
overtime

(MORE)

ANTHONY (cont'd)
Is that all you get for your
money?

It seems such a waste of time
If that's what it's all about
If that's movin' up then I'm
movin' out.

EXT. DOCK - NIGHT

ANTHONY stands there, somewhat embarrassed. PAUL smiles at him.

FATHER CARMINE
Ah, to be young again.

PAUL
Second that FATHER. Second that.

PAUL takes out a flask and takes a swig, then he hands it out to ANTHONY.

PAUL
Drink up kid, you never know if
this damn boat will actually make
it... might as well enjoy your
night.

BILLY laughs and ANTHONY drinks, swallows and suffers the burn.

FATHER CARMINE
My turn, ha! Is it whisky?

He drinks and they four of them laugh. For a moment, all is calm and safe. From the dark, a young lady emerges. She is no seen but softly talks.

VIRGINIA
(low)
Excuse me...excuse me.

The men are so into the alcohol and jokes they tell to each other they dont notice her there.

VIRGINIA
Is this where we wait for the
boat? At 10 o'clock?

BILLY notices her and sees her, the other men see her now as well.

VIRGINIA

The boat? We are supposed to come here and meet up? Ten o'clock tonight?

BILLY

Yes that's right, but I don't think we all were to meet here. It just happened.

FATHER CARMINE, walks to her slow. He looks upset.

FATHER CARMINE

What are you doing here? I thought you got out weeks ago?

VIRGINIA

I wanted to, but I wanted to see you get out first. The church, they said you had left for the last boat.

FATHER CARMINE

(angry)

You shouldnt have come, you should not be on the island. It's not safe- you were supposed to be safe.

VIRGINIA

I am safe, I just wanted to see you father.

Loud crash is heard and more lights in the sky.

PAUL

Doesn't sound very safe...

ANTHONY

He's not a priest anymore, see no collar.

VIRGINIA

I know that...

BILLY

Yea, but you called him father, so...

VIRGINIA

I know I called him that...

FATHER CARMINE
 (to the guys)
 She's my daughter...

BLACK SCREEN WHITE LETTERS: VIRGINIA

FATHER CARMINE
 But she should not be here...she
 should be safe.

VIRGINIA
 But I had to see you, I wanted to
 tell you- I'm pregnant. I am gonna
 have a son.

ANTHONY
 (drinks)
 Congrats!

FATHER CARMINE covers his mouth and walks to the railing.
 VIRGINIA follows him to talk alone.

VIRGINIA
 Did you hear what I said?

FATHER CARMINE
 I did, but... I dunno VIRGINIA.

VIRGINIA
 Arent you happy, even a little?
 For me... for your son?

FATHER CARMINE
 And who is the father? huh?

VIRGINIA
 He, he left...for overseas a month
 ago. He had too... he had no
 choice.

Music starts to play.

VIRGINIA
 (sings to FATHER
 CARMINE)
 Some love is just a lie of the
 heart
 The cold remains of what began
 with a passionate start
 And they may not want it to end
 But it will, it's just a question
 of when
 I've lived long enough to have
 learned

(MORE)

VIRGINIA (cont'd)

The closer you get to the fire the
more you get burned
But that won't happen to us
Because it's always been a matter
of trust

I know you're an emotional girl
It took a lot for you to not lose
your faith in this world
I can't offer you proof
But you're gonna face a moment of
truth
It's hard when you're always
afraid
You just recover when another
belief is betrayed
So break my heart if you must
It's a matter of trust

VIRGINIA holds her belly and smiles, she walks into the
street light and everything is blacked out but her.

VIRGINIA (con't)

(sings)

You can't go the distance
With too much resistance
I know you have doubts
But for God's sake don't shut me
out

This time you've got nothing to
lose
You can take it, you can leave it
Whatever you choose
I won't hold back anything
And I'll walk away a fool or a
king
Some love is just a lie of the
mind
It's make believe until it's only
a matter of time
And some might have learned to
adjust
But then it never was a matter of
trust

I'm sure you're aware love
We've both had our share of
Believing too long
When the whole situation was wrong

FATHER CARMINE steps out and sings with her.

FATHER CARMINE

(w/ VIRGINIA)

Some love is just a lie of the
soul
A constant battle for the ultimate
state of control
After you've heard lie upon lie
There can hardly be a question of
why
Some love is just a lie of the
heart
The cold remains of what began
with a passionate start
But that can't happen to us
Because it's always been a matter
of trust

They hug. A thunderous flash and boom is heard. It startles them all. VIRGINIA holds onto her dad. BILLY looks up.

BILLY

I can only imagine what is going
on out there...only GOD knows.

ANTHONY

I wonder if i'll ever see my
parents again ya know?

BILLY

Anything is possible, anything.
You may one day.

BILLY looks at his watch, he turns to PAUL.

PAUL

What is it?

BILLY

It's late, a few minutes late is
all. Nothing to get worked up
about.

ANTHONY

Are you sure? How late?

BILLY

A few minutes...

FATHER CARMINE

I am sure it will be here, with
the bridges being gone they have
to be careful coming in and out ya
know.

VIRGINIA

Let's hope they make it through.

ANTHONY

They'll make it through though,
right? I mean...

BILLY

(arm around
ANTHONY)

It'll be fine- it will make it
here.

ANTHONY

Yea, I guess better late than
never ya know?

PAUL sifts through some rubble of screen and pulls over a few garbage cans, he turns them upside down and offers them as chairs.

PAUL

Here, in case you were tired of
standing, like me.

VIRGINIA, PAUL and ANTHONY sit. FATHER CARMINE looks into the distance.

FATHER CARMINE

Hey, you hear that? I think I hear
sirens...

BILLY

(alarmed)
Sirens? Where?

FATHER CARMINE

Out there... listen, shhhh.

Everyone listens, police sirens are heard. They are all alarmed.

BILLY

Shoot, they are sirens, the police
are coming.

ANTHONY

What do we do?

BILLY

Stay calm...let me think- can we
hide?

FATHER CARMINE

There is no where to hide, its a dock.

PAUL

There are OTHER ways of handling this...

BILLY

That's crazy, dont talk like that.

VIRGINIA

Yea, what are you some kind of criminal?

PAUL

No, lady, I am realist and I wanna get on this boat and no cop is gonna stand in my way... that's all. I'll do what it takes.

BILLY

OK, enough... look follow my lead ok? Just follow what I say.

The headlights stop just short of the dock and a police officer steps out of his car.

BLACK SCREEN WHITE LETTERS: BOBBY

MARTY walks over with his flashlight and hand on his hip. He glances over the group one by one. BILLY stands up to him.

BILLY

Evening officer... something the matter?

BOBBY

That depends on what you all are doing out here past hours?

BILLY

Just sight seeing, it's still legal to come out here and get some air isn't it?

BOBBY

I suppose, large group of you to be out here though, seems... suspicious.

PAUL
We're old friends, haven't seen
eachother in a while...

BOBBY walks to the railing, looks down to the water, then
back to the group.

BOBBY
You guys woundn't be waiting for a
boat now would you?

ANTHONY
No, what boat?

PAUL
There's is no boat...

BOBBY
It's late.

BILLY
How did you know that?

VIRGINIA gets anxious.

VIRGINIA
BILLY!

BOBBY
Its ok m'am. I know all about the
boat, i know that's why your
hear...

BOBBY takes off his trooper hat, holding it in his hands.

BOBBY
I know this, because that's why I
am here.

BILLY
Really?

BOBBY
Yes really.

PAUL
Well that is a relief officer.

FATHER CARMINE
AMEN to that.

BOBBY
What are you a priest?

PAUL

Used to be.

BILLY

(confused)

Wait, wait. Why would a New York city officer want off the island? I thought the government took good care of you? Why run?

BOBBY

Well, because... I have a family. Ya know? I have a brother- his name is John. He lives back in Hollywood- that's my home town. I came here to help- ended up causing more problems... and now I want out.

ANTHONY

That sounds fair enough.

BOBBY

Living there was so much different...

BOBBY begins his song, as he sings we flash back to the West coast he sees younger days riding around with his brother. We also see BOBBY has left his lover back in California.

BOBBY

(sings)

Bobby's drivin' through the city
tonight
Through the lights in a hot new
rent-a-car
He joins the lovers in his heavy
machine
It's a scene down on Sunset
Boulevard
Say goodbye to Hollywood
Say goodbye my baby
Say goodbye to Hollywood
Say goodbye my baby

Johnny's takin' care of things for
a while
And his style is so right for
troubadours
They got him sitting with his back
to the door
Now he won't be my fast gun
anymore
Say goodbye to Hollywood

(MORE)

BOBBY (cont'd)

Say goodbye my baby
Say goodbye to Hollywood
Say goodbye my baby

Movin' on is a chance that you
have to take
Any time you try to stay -
together
Whoa
Say a word out of line
And you find that the friends you
had
Are gone - forever
Forever

So many faces in and out of my
life
Some will last
Some will be just now and then
Life is a series of hellos and
goodbyes
I'm afraid it's time for goodbye
again
Say goodbye to Hollywood
Say goodbye my baby
Say goodbye to Hollywood
Say goodbye my baby

Movin' on is a chance that you
have to take
Any time you try to stay -
together
Whoa
Say a word out of line
And you find that the friends you
had
Are gone - forever
Forever

So many faces in and out of my
life
Some will last
Some will be just now and then
Life is a series of hellos and
goodbyes
I'm afraid it's time for goodbye
again
Say goodbye to Hollywood
Say goodbye my baby
Say goodbye to Hollywood
Say goodbye my baby

Back at the Dock, BOBBY looks around. The group seems to be saddened a bit.

PAUL

And here I thought all cops were bad news...sorry for your troubles.

BOBBY

It's all I think about... getting out of here, righting my wrongs.

More explosions, more flashed of light. VIRGINIA clings to FATHER CARMINE as she is scared.

BOBBY

You know what those sounds are?

BILLY

Bombs? Trying to hold back the mobs?

VIRGINIA

Not quite, see they're testing explosives under and around the island...to loosen her up, before...

FATHER CARMINE

They get the call to let her float to sea.

BOBBY

That's right, should not be long now. And most poor bastards dont know what is coming to them.

PAUL

That's terrible, is there anything we can do?

FATHER CARMINE

There is no time son.

BILLY

How long?

BOBBY

Not long, the best thing we can hope for is the boat gets here sooner than later.

ANTHONY

It's already late, who knows if it
will even show up.

Everyone hangs thier head, they are all upset and BILLY
stares at his watch. FATHER CARMINE talks to VIRGINIA trying
to lighten the mood.

FATHER CARMINE

Baby, what's the first thing
you're gonna do when we get off
the boat? Tell me...

VIRGINIA

I'm gonna find a place, a quiet
place on a quiet street somewhere.
Nothing too big- just big enough
for me and the baby and you to
visit. A warm bed, a garden, and a
baby blue bedroom. Wouldn't that
be nice father?

FATHER CARMINE

Your mother would have loved it.

VIRGINIA

What about you ANTHONY?

ANTHONY

Finish school. Meet a nice brown
haired girl. Gte married, start a
life of my own. My own American
dream. It's gonna be great... what
about you PAUL?

PAUL

I want to open a club, the clean
way this time, open for business
on a Friday night in June and
watch the crowds come in. It's
gonna be amazing, the best club
you've ever seen, hardest one to
get into- but all of you go to the
front of the line, I mean it.

They all smile and laugh.

PAUL

How about you BILL?

BILLY

Oh I dunno. Find a little pub, get
a gig playing the piano on
Saturdays. There's something about

(MORE)

BILLY (cont'd)
 it, seeing the faces when you
 play...you can tell your touching
 them in one way or another. The
 faces, yea, that's what I'll do-
 make them feel good in this
 terrible time... how about you?

BOBBY
 Easy. Back to the West coast, find
 my girl- kiss her for an hour
 straight and take her for a ride
 with the top down. Like heaven.

They all smile again. BILLY looks at FATHER CARMINE and his
 big smile as the mood is now light.

BILLY
 You, you never told us what you
 would do...

FATHER CARMINE
 (low)
 Find a church... pray.

PAUL
 OK, so now your back in the
 church?

FATHER CARMINE
 Pray for the souls of the
 thousands that have no way out...

BILLY
 You're a good man...

From off screen a lady's voice is heard, the group all turn
 from thier conversation. A man and woman stand there in the
 headlights. They are holding hands.

BRENDA
 Hello. I'm sorry...

EDDIE
 We're here for the boat, did we
 miss it?

BILLY
 No, it's on it's way...you are in
 time.

BRENDA
 Oh thank god.

PAUL
Join the club folks...

BLACK SCREEN WHITE LETTERS: BRENDA AND EDDIE

BRENDA and EDDIE walk to the group.

BILLY
I guess since we're all on the same path I should introduce. I am BILL, that's PAUL there, FATHER CARMINE, his daughter VIRGINIA, ANTHONY and...

BOBBY
BOB. Nice to meet you guys.

EDDIE
Same here... how long you all been waiting?

PAUL
Just about all night- give or take.

BRENDA
You do still think the boat is coming don't you?

BILLY
Positive. It will be here...

VIRGINIA
So are you guys together?

EDDIE
Together?

VIRGINIA
Yea, like a couple?

BRENDA
(smiles)
Oh, I see. I guess it would look that way.

EDDIE
Yea, no we're not... together. Just here right now together.

PAUL
Sounds complicated.

ANTHONY

I'll say. Very complicated.

FATHER CARMINE

Now guys, let them be. I am sure
you have reasons.

EDDIE

It's OK, see we used to be, ya
know together together but things
got...I dunno.

BILLY

(jokes)
Complicated?

EDDIE

Exactly.

BRENDA

And we promised we would help each
other if we ever needed it, and
with all this terrible stuff going
on we needed eachother's help.

EDDIE

I heard about the boat and she was
the only person I could think to
call.

PAUL

(jokes)
Sweet, how cute!

BILLY

Now, now I think it is.

PAUL

You would Piano man!

VIRGINIA

I think so too. Tell us, what
happened?

EDDIE

It's a long story...we'd need a
lot of time.

ANTHONY

So how come you to never hooked
up?

INT. ITALIAN RESTAURANT - DAY

EDDIE sits across from BRENDA by the window at an Italian Restaurant. The table riddled with glasses and wine bottles. They sing.

EDDIE

(sings)

A bottle of white, a bottle of red
Perhaps a bottle of rose instead
We'll get a table near the street
In our old familiar place
You and I--face to face

A bottle of red, a bottle of white
It all depends on your appetite
I'll meet you any time you want
In our Italian Restaurant.

They jump up and dance through the tables or people eating.

BRENDA

(sings)

Things are okay with me these days
Got a good job, got a good office
Got a new wife, got a new life
And the family's fine
We lost touch long ago
You lost weight
I did not know
You could ever look so good after
So much time.

EDDIE

(and BRENDA)

I remember those days hanging out
At the village green
Engineer boots, leather jackets
And tight blue jeans
Drop a dime in the box play the
Song about New Orleans
Cold beer, hot lights
My sweet romantic teenage nights

As they sing, they act out the lyrics as they relive moments of their lives together.

BRENDA

(sings)

Brenda and Eddie were the popular
steadies
And the king and the queen of the
prom
Riding around with the car top

(MORE)

BRENDA (cont'd)
down and the radio on
Nobody looked any finer
Or was more of a hit at the
Parkway Diner
We never knew we could want more
than that out of life
Surely Brenda and Eddie would
always know how to survive.

EDDIE
(sings)
Brenda and Eddie were still going
steady in the summer of '75
When they decided the marriage
would be at the end of July
Everyone said they were crazy
"Brenda you know you're much too
lazy
Eddie could never afford to live
that kind of life."
But there we were wavin' Brenda
and Eddie goodbye.

They got an apartment with deep
pile carpet
And a couple of paintings from
Sears
A big waterbed that they bought
with the bread
They had saved for a couple of
years
They started to fight when the
money got tight
And they just didn't count on the
tears.

BRENDA
(and EDDIE)
They lived for a while in a very
nice style
But it's always the same in the
end
They got a divorce as a matter of
course
And they parted the closest of
friends
Then the king and the queen went
back to the green
But you can never go back there
again.

BRENDA

(sings)

Brenda and Eddie had had it
 already
 By the summer of '75
 From the high to the low
 To the end of the show
 For the rest of their lives
 They couldn't go back to the
 greasers
 The best they could do was pick up
 the pieces
 We always knew they would both
 find a way to get by
 That's all I heard about Brenda
 and Eddie
 Can't tell you more than I told
 you already
 And here we are wavin' Brenda and
 Eddie goodbye.

INT. ITALIAN RESTAURANT - DAY

BRENDA and EDDIE sit int he table by the window- in love,
 gazing at one another.

BRENDA

(and EDDIE)

A bottle of red, and bottle of
 white
 Whatever kind of mood you're in
 tonight
 I'll meet you anytime you want
 In our Italian Restaurant.

EXT. DOCK - NIGHT

BRENDA and EDDIE finish telling their story. The others
 listen closely. PAUL lightens the moment.

PAUL

That's the thing about living in
 the moment, it always will pass.

VIRGINIA

I think it's romantic...

BILLY

I am glad you could be there for
 each other... gives us all
 something to look forward to.

A loud horn is heard. They all turn to the dock end, a boat is coming.

FATHER CARMINE

There it is!

BILLY

Here we go, I knew it would come.

PAUL

About damn time!

They begin to all make thier way down to the end of the dock. The boat docks and a man with a beard talks to the crowd from the captain's deck.

CAPTAIN JACK

I'm CAPTAIN JACK, and I am here to take you down river. I don't know who you are, and I don't wanna know who you are- I have 7 spots open and only 7. So come on up and move fast!

BILLY

Wait! Seven spots? We have eight people here.

CAPTAIN JACK

Too bad son, my crew members come first and I have a sick cook. He needs to lay down and takes up a spot. One of you will have to stay- I'm sorry.

ANTHONY

But who's gonna stay behind?

BOBBY

This is nuts... I'm not staying.

PAUL

Me either, I am goin.

CAPTAIN JACK

5 minutes I leave with seven of you.

CAPTAIN JACK heads in. BILLY turns to the crowd.

BILLY

OK, ok lets see. We don't have much time to decide.

PAUL

No this is wrong... it can't be this way.

BILLY

Fact is it's unfair but its reality. So...VIRGINIA you have to go, your dad too. ANTHONY and BRENDA and EDDIE go. PAUL, you too and BOBBY as well.

ANTHONY

And you? Your going to stay?

BILLY

What can I do? I would rather seven of us live long lives than die here on this dock... it's the only way.

Silence. Then FATHER CARMINE steps up.

FATHER CARMINE

No, there is another way. I am staying.

VIRGINIA

(mad)

WHAT? No way.

BILLY

No, no way, you're getting on that boat.

FATHER CARMINE

Son, I have lived a long life- you have many years left to make a difference.

FATHER CARMINE turns to his daughter.

FATHER CARMINE

Go with them, be safe, have my grand baby and love him like you never loved before. I will see you again...

VIRGINIA

(crying)

Daddy, please...

FATHER CARMINE

(hugs her)

I love you VIRGINIA, always.

FATHER CARMINE looks to all the crowd and then to BILLY.

FATHER CARMINE

Look after my girl. I will pray
for all of you- it was a blessing
to have met you all.

BILLY nods and one by one they begin to get on board the ship. BILLY gets VIRGINIA on and she blows a kiss to her father. BILLY gets on and unties the rope. Flashes are seen in the sky and the boat engine starts up. FATHER CARMINE stands on the dock looking at the boat pull away. The others all sad, stare at him as BILLY hold VIRGINIA close. Before long, sirens are heard and FATHER CARMINE cannot see the boat in the distance.

FATHER CARMINE

(sings)

Goodnight, my angel
Time to close your eyes
And save these questions for
another day
I think I know what you've been
asking me
I think you know what I've been
trying to say
I promised I would never leave you
And you should always know
Wherever you may go
No matter where you are
I never will be far away

Goodnight, my angel
Now it's time to sleep
And still so many things I want to
say
Remember all the songs you sang
for me
When we went sailing on an emerald
bay
And like a boat out on the ocean
I'm rocking you to sleep
The water's dark
And deep inside this ancient heart
You'll always be a part of me

Goodnight, my angel
Now it's time to dream
And dream how wonderful your life
will be

(MORE)

FATHER CARMINE (cont'd)

Someday your child may cry
And if you sing this lullabye
Then in your heart
There will always be a part of me

Someday we'll all be gone
But lullabyes go on and on...
They never die
That's how you
And I
Will be

When done FATHER CARMINE finds his collar on the dock ground and picks it up. Puts it back on and smiles up at the sky. He then turns, and walks into the darkness. Bombs are heard in the distance. The light on the dock, goes out.

TEN YEARS LATER

EXT. BUS STATION- PENNSYLVANIA - DAY

An older BILLY steps out of the bus station with his hat in hand. He looks around and begins to walk down the road.

EXT. CARNIVAL- GROUNDS - NIGHT

BILLY arrives at the Carnival and sees many people playing games and riding rides. He smiles as he makes his way past them and to a tent marked PRIVATE, he takes a breath and enters the tent.

INT. TENT - NIGHT

As BILLY walks in he sees everyone and they let out a collective "HEY!!!" BILLY tears up and walks to them. VIRGINIA is first to meet him with a small child in hand. BILLY kisses her cheek and bends down to the boy.

BILLY

(to boy)

Hey there fella? How are you?

VIRGINIA

(older)

It's good to see you again BILL.
Meet my son, William Carmine.

BILLY
 (tears)
 Oh VIRGINIA...

They hug. Next, PAUL comes over and shakes BILLY'S hand.

PAUL
 (older)
 Look who it is!

BILLY
 PAUL, how are you?

BILLY sees a ring on PAUL'S finger.

BILLY
 Well I see!

PAUL
 (smiles)
 Who knew huh?

An older ANTHONY comes up to BILLY, and hugs him.

ANTHONY
 Been so long my friend! You look
 great.

BILLY
 Ha, and you still look to young-
 just like that night on the dock.
 Haven't ages a bit!

BILLY sees BRENDA and EDDIE there as well. He walks to them.
 They smile.

BILLY
 And you too?

EDDIE
 What? Still friends...

BRENDA
 Best of friends...good to see you
 BILL.

BILLY
 (jokes)
 You too will never learn ha!

ANTHONY
 Where is BOBBY?

BILLY

I uh, heard last year- he died.
Cancer of the lungs. He didn't
know...but he did make it back
west. God Bless him.

PAUL passes out drinks.

PAUL

Lets toast... to BOBBY, to FATHER
CARMINE, to CAPTAIN JACK, and to
each other. We will always have
eachother.

They all clang glasses and drink. Music starts in the back
ground. They exit the tent and begin to sing as they ride,
play games, and enjoy each other for that one night.

EXT. CARNIVAL - NIGHT

"BILLY lives in New Jersey. He opened his Piano Bar in
Newark and named it CARMINE'S. He now no longer plays piano
but still loves the faces of his customers"

BILLY

(sings)

Harry Truman, Doris Day, Red
China, Johnny Ray
South Pacific, Walter Winchell,
Joe DiMaggio

Joe McCarthy, Richard Nixon,
Studebaker, Television
North Korea, South Korea, Marilyn
Monroe

"PAUL lived in Boston for a while, but was killed by a drunk
driver recently. He was married to a girl from Brooklyn. She
still lives there today."

PAUL

(sings)

Rosenbergs, H Bomb, Sugar Ray,
Panmunjom
Brando, The King And I, and The
Catcher In The Rye

Eisenhower, Vaccine, England's got
a new queen
Maciano, Liberace, Santayana
goodbye

BILLY

(w/ ALL)

We didn't start the fire
 It was always burning
 Since the world's been turning
 We didn't start the fire
 No we didn't light it
 But we tried to fight it

"ANTHONY graduated from Brown. He is a teacher of law in Philadelphia where he is engaged to a blonde girl named Annabelle."

ANTHONY

(sings)

Joseph Stalin, Malenkov, Nasser
 and Prokofiev
 Rockefeller, Campanella, Communist
 Bloc

Roy Cohn, Juan Peron, Toscanini,
 Dancron
 Dien Bien Phu Falls, Rock Around
 the Clock

"VIRGINIA lives in Washington DC with her son. He is in school and she works as a waitress at night and banker by day. She recently paid a visit to her father's grave located in Patterson NJ."

VIRGINIA

(sings)

Einstein, James Dean, Brooklyn's
 got a winning team
 Davy Crockett, Peter Pan, Elvis
 Presley, Disneyland

Bardot, Budapest, Alabama,
 Khrushchev
 Princess Grace, Peyton Place,
 Trouble in the Suez

BILLY

(w/ ALL)

We didn't start the fire
 It was always burning
 Since the world's been turning
 We didn't start the fire
 No we didn't light it
 But we tried to fight it

"Brenda is married, and still keeps in contact with EDDIE from time to time. She owns a dry cleaning store in Miami."

BRENDA

(sings)

Little Rock, Pasternak, Mickey
Mantle, Kerouac
Sputnik, Chou En-Lai, Bridge On
The River Kwai

Lebanon, Charles de Gaulle,
California baseball
Starkwether, Homicide, Children of
Thalidomide
Buddy Holly, Ben Hur, Space
Monkey, Mafia
Hula Hoops, Castro, Edsel is a
no-go

"EDDIE never married. He is motivational speaker and travels a lot. He has no kids and anytime he is Miami he takes BRENDA out for a nice Italian dinner."

EDDIE

(sings)

U2, Syngman Rhee, payola and
Kennedy
Chubby Checker, Psycho, Belgians
in the Congo

BILLY

(w/ ALL)

We didn't start the fire
It was always burning
Since the world's been turning
We didn't start the fire
No we didn't light it
But we tried to fight it

BILLY

(sings)

Hemingway, Eichman, Stranger in a
Strange Land
Dylan, Berlin, Bay of Pigs
invasion

Lawrence of Arabia, British
Beatlemania
Ole Miss, John Glenn, Liston beats
Patterson

VIRGINIA

(sings)

Pope Paul, Malcolm X, British
Politician sex
J.F.K. blown away, what else do I
(MORE)

VIRGINIA (cont'd)

have to say

BILLY

(w/ ALL)

We didn't start the fire
It was always burning
Since the world's been turning
We didn't start the fire
No we didn't light it
But we tried to fight it

PAUL

(sings)

Birth control, Ho Chi Minh,
Richard Nixon back again
Moonshot, Woodstock, Watergate,
punk rock

ANTHONY

(sings)

Begin, Reagan, Palestine, Terror
on the airline
Ayatollah's in Iran, Russians in
Afghanistan

BRENDA

(sings)

Wheel of Fortune, Sally Ride,
heavy metal, suicide
Foreign debts, homeless Vets,
AIDS, Crack, Bernie Goetz

EDDIE

(sings)

Hypodermics on the shores, China's
under martial law
Rock and Roller cola wars, I can't
take it anymore

BILLY

(w/ ALL)

We didn't start the fire
It was always burning
Since the world's been turning
We didn't start the fire
No we didn't light it
But we tried to fight it

Fire works end the night with the groups dancing under the
night sky. FADE

FADE OUT.