

SMALL TOWN SENIORS

Written by
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EXT. BACK ROAD - FRANKLIN, PENNSYLVANIA - NIGHT

SUPER: "SUMMER, 2004"

A long country road leading to a small bridge over a creek.
It's quiet. Dark. Then...

A 2003 Suzuki Grand Vitara comes barreling out of nowhere,
hits the small bridge and LAUNCHES over it. It's no "Dukes of
Hazzard," but the small SUV catches air.

BANG! It lands - loudly, clunkily, but safely - and screeches
to a halt.

INT. WILL'S CAR - SAME

WILL "WILLY" MILLER (18 - slender, middle-America, boy next
door) is in the driver's seat excitedly laughing.

ANTHONY "FITZ" FITZSIMMONS (18 - stalky, a receding hairline
in his very near future, but not bad looking) sits shotgun,
eyes wide, breathing heavily.

CHRIS "CHOOCH" CHERRY (18, but looks 25 - thrift store
clothes over a ripped physique) is in the back just chilling.

WILL
Yeeeeeah! I can't believe
that worked!

FITZ
That was so fucking stupid...
I can't believe we did that.

CHOOCH
I probably should have been wearing
a seatbelt.

A long, almost awkward beat as the gang catches their breath.

WILL
Now what do we do?

The clock in the car reads **9:55**.

DING. The check engine light pops on.

FITZ
That's not good.

CHOOCH
Strip club?

WILL
I've only got til midnight.

CHOOCH
My dad might have some Smirnoff Ice
we can steal.

FITZ
Last time I was at your house your
dad was awake til two a.m.
knitting. And is no one concerned
about Willy's car?

WILL
(to Chooch)
Knitting?

CHOOCH
Augie took up knitting. Doesn't
have shit else to do. He doesn't
care if we drink though.

That's good enough. They drive away.

INT. WILL'S CAR / EXT. MILLER HOME - NIGHT

Will, now alone, turns off the headlights as he approaches
his house. The clock in the car reads **12:35**.

INT. MILLER HOME - UPSTAIRS HALLWAY - NIGHT

Will sneaks to his room, careful not to make a sound. He sees
his parents' (BARBARA and HOWARD) bedroom door cracked.

BARBARA (O.S.)
(half asleep)
Will?

Will freezes.

HOWARD (O.S.)
You're late.

WILL
Sorry.

HOWARD (O.S.)
We'll talk about it in the morning.

INT. MILLER HOME - WILL'S BEDROOM - MORNING

CLOSE ON Will drooling on his pillow, passed out.

BANG! The door flies open, Will's LIGHT comes on, startling him awake. Will's father, HOWARD (50 - stern-looking but silver-fox handsome) stands at the threshold.

HOWARD

What's wrong with the car?

Will GROANS and rolls over.

CUT TO:

MAIN TITLES begin accompanied by **"Beverly Hills" by Weezer.**

**NOTE: Songs are suggested for tone. All are from 2004/2005.*

INT. WILL'S CAR / EXT. FRANKLIN, PENNSYLVANIA - DAY

Will drives through his small, rural downtown that could be any sleepy little town. **"Beverly Hills"** continues as we see the following.

A well-preserved main street:

- Small, locally-owned shops and restaurants.
- Beautiful old Victorian homes, some turned into businesses.
- An Italianate red and white courthouse in the town center.
- A quaint park with a bandstand and war memorial statue.
- The Barrow Civic Theatre with an old-school marquee.

Will WAVES at some LOCALS as he turns a corner:

- Storefronts that haven't been updated since the '80s.
- Slightly dilapidated Victorian homes.
- A couple boarded up windows.

Will keeps driving. He passes a gigantic FACTORY that is completely abandoned.

He continues past this onto a country road. Every few acres is a small house surrounded by trees. This town is in the middle of nowhere.

THUNK. Something on the car BREAKS, and the car starts WOBBLING. Will quickly pulls over.

WILL

Shiiiiit.

INT. MILLER HOME - DAY

Will stands in front of his mother BARBARA (50s - a simple, midwestern, middle-class MOM), and his father who is holding a BILL.

HOWARD

Seven *thousand* dollars worth of damage?! Just what in the world did you hit?

WILL

Can Rusty fix it?

HOWARD

If he can, who's going to pay for it? You?

(touché)

If I were you, I'd get used to the idea of not having a car at all.

WILL

What?!

HOWARD

If you get in the schools you want in California, we'll probably have to apply for some financial aid, which I hate the idea of. Your brother got scholarships, thank god, and the money we saved from that is still going to go to you.

WILL

Oh bull crap, that money went to the hot tub.

ANGLE ON: A nice big HOT TUB sitting on the deck outside.

WILL (CONT'D)

I'm sorry I'm not a star athlete and an honors student.

BARBARA

We don't expect you to be, we're not comparing you two. But Edwin had a very clear goal of going to an Ivy League school, so he made it happen for himself. You need to do the same.

WILL

Edwin also didn't have a social life.

BARBARA

Actually, we'd like to talk to you about that.

Howard cuts her off with a look.

BARBARA (CONT'D)

Okay, maybe now isn't the time.

HOWARD

We do expect you to work hard, and your grades last year were very average. Because of that, your college tuition is going to be somewhat of a burden on us. I don't know if you completely understand or respect that.

WILL

Yeah I understand. I'm a burden.

BARBARA

That's not what he meant.

WILL

Are you sure? Cause that's what he said.

HOWARD

I'm just not sure you appreciate what's about to happen.

WILL

Do you? I'm going to leave this shit town, that's what's about to happen.

HOWARD

Watch your language.

Will storms off towards the front door. Barbara follows him. As Will opens the door...

BARBARA

Who's car you taking?

Will about-faces back into the house. Barbara stops him.

BARBARA (CONT'D)

Listen. We don't want to add a lot of stress to you, but you're asking a lot of us, and your dad lost his biggest client when the factory closed.

(MORE)

BARBARA (CONT'D)

We'll figure this out, but we need you to take some responsibility, okay?

Will nods.

BARBARA (CONT'D)

I do want to talk to you about your social life though. You seem to be hanging out with Anthony and Chris, and *only* them. And I love them, but you've been breaking curfew more and more. Are you okay? Is there anything you want to talk about?

WILL

No, Mom.

BARBARA

I just worry about you. You haven't had a girlfriend since Allison, I didn't know if something else was going on.

WILL

Are you asking if I'm gay?

BARBARA

No! Although if you were you could tell us...

WILL

Oh my god, nothing's going on. I haven't had a girlfriend in three years because I've known the same twenty girls in my class since kindergarten, and I don't want one.

BARBARA

Okay. I'll drop it.

His mom pulls him in for a hug.

BARBARA (CONT'D)

But you *could* tell us...

WILL

Mom!

BARBARA

Sorry.

They separate.

EXT. MILLER HOME - DAY

"Headsprung" by LL Cool J

SUPER: **"FALL"**

An old, shitty Ford Taurus pulls up to the house. Fitz is in the driver's seat; Chooch sits shotgun.

Will exits his house. Before he even gets off the front porch, his mother rushes up behind him.

BARBARA

Oh wait, I need to take a picture of you guys!

WILL

Mom, come on.

BARBARA

I'm sorry, it's a mom thing. Hi Fitz, hi Chooch!

FITZ

Hi Mrs. Miller!

CHOOCH

Hey Mrs. Miller!

BARBARA

This is the last time I'll ever get to do it! Come on guys!

Fitz and Chooch get out of the car, smiling at Will who looks like he wants to bury his head in the ground.

CHOOCH

Come on Willy, it's a mom thing!

The guys throw their arms around Will and smile big goofy smiles as Barbara snaps the picture.

BARBARA

Okay okay, I'm done being embarrassing. You can go now. Thanks again Fitz.

FITZ

No problem.

He and Chooch both give Barbara a big hug.

Barbara waves, a little misty eyed, as the boys get in and drive off.

BARBARA

Seatbelts!

INT. FITZ'S CAR - DAY

It looks like Fitz lives out of his car - clothes, food, junk everywhere. He drives like a grandpa, 10 and 2.

WILL
She's so embarrassing.

FITZ
It's your mom, just indulge her. Be happy you have one.

WILL
A mom? You have one too.

FITZ
My mom is about to be stricken from my life. She didn't even come to my grandma's funeral.

WILL
Have you talked to her yet?

FITZ
No, I haven't tried a séance, but maybe after I try LSD or have a mental breakdown--

WILL
Not your grandma dumbass, your mom.

FITZ
No I haven't talked to her since she left. Kat does though.

CHOOCH
Fitz said he has good news, but wouldn't tell me until you were here.

WILL
Kat is single?

FITZ
I will skull fuck you.

CHOOCH
Your sister's hot Fitz, get over it.

Fitz stops at a YELLOW LIGHT.

WILL
What are you doing? Go.

FITZ
The light's red.

WILL
The light was yellow.

FITZ
It would have been red by the time
I went through.

WILL
It would have been orange at best,
come on.

CHOOCH
Are you in a hurry to get to school
Willy? Fitz, tell us the good news.

FITZ
(pause for effect)
We get to use the cabin any time we
want now.

WILL
Your dad's cabin? He doesn't care?

FITZ
He doesn't give a shit anymore. He
only spent time there to get away
from my mom.

CHOOCH
So the cabin can be party central
now, right?!

FITZ
Yeah, we can do whatever we want
there.

CHOOCH
Gonna be a good year!

Fitz turns up **"How We Do" by The Game** - his crappy subwoofer
buzzes as the light turns GREEN.

EST. / EXT. HIGH SCHOOL - MOMENTS LATER

A small public high school, slightly dated looking. It sits
in the middle of a rural, residential area.

The sign at the entrance to the parking lot says **"Franklin
Area High School - Home of the Knights"** and the marquee under
it reads **"Welcome back!"**

INT. HIGH SCHOOL - ENTRYWAY - MORNING

Several groups of students wait before first period. The place is lousy with hormones, Hollister, and groups of friends that are beginning to form as students arrive. Will, Fitz, and Chooch stand by themselves.

WILL

Don't get me wrong, I love that we have a place to drink, but we're not really *those* guys.

CHOOCH

What do you mean 'those guys?'

WILL

Those guys who throw parties. We've literally never thrown a party.

CHOOCH

We go to parties all the time! The only reason we haven't *thrown* a party is because we didn't have a spot! Except my place, but I live in the hood.

WILL

Parties require girls. We don't hang out with any girls. At least Fitz and I don't, and you've banged all the slutty ones.

CHOOCH

Too mean.

WILL

Let's be real, by the time you get to senior year nothing changes.

TINA THOMAS (18 - gorgeous, ethnically-ambiguous, seemingly stuck up and straight laced) walks past wearing pocketless jeans. Male heads turn to look.

FITZ

Jesus, I think Tina got hotter over the summer.

CHOOCH

I'd crawl through nine miles of shark-infested shit water just to hear her fart through a walkie-talkie.

FITZ

Dude. What?

ANDREW (O.S.)

Dibs! Hehehe.

ANDREW (17 - a mousy kid with an obnoxiously annoying laugh approaches. For some unknown reason, Andrew fancies himself a playboy.

ANDREW (CONT'D)

Did you hear Tina and Nick broke up?

WILL

Really?

ANDREW

I think I'm gonna take a shot at her.

FITZ

Didn't you do that before her and Nick got together?

ANDREW

Twice. And once when I *thought* they had broken up, but that's okay. Now's my chance.

WILL

(almost to himself)

I can't believe she's single.

FITZ

Andrew, you have about as much chance of that as Chooch has with hooking up with Rebecca again.

CHOOCH

I didn't know alcohol and Adderall did that to you!

ANDREW

What, you guys think you have a shot? Willy's gay hehe. Fitz won't even try. And Tina knows too much about the nasty ass girls you hook up with, Chooch.

CHOOCH

Hey, come on.

WILL
 Chooch, the last girl you had sex
 with gave you the clap...
 (clapping two times)
 ...twice.

CHOOCH
 (softly)
 Last year was rough, guys.

ANDREW
 So, dibs! I will go down as a class
 of oh-five legend.

Chooch SACK TAPS him, and Andrew crumbles to the ground.

NICK (18 - a stud jock type if there ever was one) walks
 past. Time for the female heads to turn. But with Tina close,
 we can sense palpable tension amongst the student body.

WILL
 Class of oh-five legend is probably
 Nick, who throws awesome parties by
 the way, Fitz. Know why? Because
 he's friends with hot girls!

CHOOCH
 You're yuckin' my yum so hard right
 now, Willy.

Fitz gets an idea.

FITZ
 Actually. Do the math. Who are all
 the hot girls friends with?

ANGLE ON Tina and the "Hot Girls."

WILL
 Tina?

FITZ
 If Tina and Nick broke up, they're
 all team Tina, right? So none of
 them will be attending Nick's
 parties! Fellas, this is what we
 call a void in the marketplace.
 (pointing to his head)
 Not just a hat rack.

WILL
 That's all well and good, but they
 would still have to want to party
 with us.

(MORE)

WILL (CONT'D)

And they've never wanted to party
with us.

(beat, to Chooch)

Did you say 'yuckin' my yum?'

Chooch shrugs.

"Candy Shop" by 50 Cent.

The front doors part, light shines through, and

SHANNON (18 - a petite, adorable, slightly tom-boyish girl)
walks in in SLOW MOTION.

Will notices first, but every other set of eyes quickly
follows, both guys and girls. Andrew slowly reappears from
the floor, eyes wide.

WILL (CONT'D)

Who is that?

CHOOCH

I have no idea.

FITZ

No idea.

ANDREW

Dibs!

Chooch fakes like he's going to hit Andrew again, making him
crumble out of fear.

WILL

Is she new?

FITZ

She's gotta be.

WILL

You know what this means...

CHOOCH

She doesn't know about the time I
couldn't get it up.

WILL

She doesn't know about anything! We
have a completely clean slate to--

Shannon walks right up to Tina and gives her a hug. They
smile and laugh like old friends.

WILL (CONT'D)

Oh come on! What the fuck, how does
she know Tina?!

FITZ

Do you think hot girls are just
attracted to each other like
magnets?

Andrew stands back up and straightens himself out.

ANDREW

Put your dicks back in your pants
fellas, I saw her first. On second
thought, how about I take them
both?

WILL

Hey Andrew, how about you shit in
your hand and clap.

Will looks back at Shannon. He's mesmerized.

INT. MR. ALDRIN'S CLASS - DAY

Will and Fitz sit directly in front of Chooch and Andrew. An
EMPTY CHAIR is beside Will.

WILL

So, I may be on to something with
this party idea.

ANDREW

What party idea?

CHOOCH

(ignoring Andrew)
See, now we're talking!

ANDREW

What party? You guys throwing a
party?

FITZ

(also ignoring Andrew)
Yeah, what changed?

ANDREW

Guys...

MR. ALDRIN (a thick-necked 40-something with a buzzcut)
enters. He likes to act tough and has a very short temper. As
he begins to speak, he picks up a YARD STICK.

MR. ALDRIN
 Good afternoon. Welcome to
 Calculus. For those who don't know,
 I'm Mr. Aldrin--

Shannon BURSTS IN, interrupting but full of charisma.

SHANNON
 Sorry! I'm the new girl. Had to
 find the room.

MR. ALDRIN
 Take a seat.

As Mr. Aldrin continues in the background, Shannon works her way towards the guys, and the EMPTY CHAIR beside Will.

The guys smile awkwardly as Shannon sits. She turns to Will.

SHANNON
 (whispering)
 Hi! I'm Shannon.

WILL
 Huh? Oh. Will. Or Willy.

MR. ALDRIN
 Now, I know what many of you are
 thinking. That this advanced
 mathematics isn't applicable to the
 real world. However, you need to
 take this seriously. There are many
 practical uses of calculus. For
 example, when I was in the Marine
 Corps...

He fades into the background as Fitz and Chooch glance at each other.

CHOOCH
 (whispers)
 Penis.

ANDREW
 (a little louder)
 Penis.

Shannon lets out a cute little SNORT laugh. Will notices.

WILL
 (louder still)
 Penis.

MR. ALDRIN
Shut up while I'm talking please!

Silence as Mr. Aldrin continues. Everyone looks at Fitz, who shakes his head, horrified.

CHOOCH
(louder)
Penis!

ANDREW
You're up Fitz.

FITZ
No!

ANDREW
(fairly loud)
Penis!

Will's turn. He gets himself ready to say it...

SHANNON
PENIS!

Aldrin loses it, and SLAMS his yard stick against the blackboard breaking it in half.

MR. ALDRIN
THAT'S ENOUGH! If any one of you boys utters another word, all four of you will be getting detention!

Shannon stifles another snort laugh, then looks at all them and mouths "sorry!"

"I Don't Wanna Be" by Gavin DeGraw

INT. HIGH SCHOOL - HALLWAY - DAY

Will is trying to figure out his locker combination. He gets one wrong, then notices the TROPHY CASE directly behind him.

Front and center is a picture of his brother EDWIN - tall, ripped, and handsome - in his basketball uniform and the caption:

"EDWIN MILLER ('03) - ALL-TIME LEADING SCORER."

Will SIGHS. Then, ACROSS THE HALL, he notices Fitz's sister KAT (17 - piercing blue eyes and a big white smile). She's smiling and saying goodbye to Shannon.

They part ways and Shannon and Will lock eyes for a moment.

Kat approaches, stopping a few lockers down from Will. Although Will is awkward around every other pretty girl in school, this one is Fitz's sister, so he has no problem making conversation.

WILL
Hey Kat!

KAT
(beaming)
Hi!

WILL
Locker buddies this year, huh?

KAT
I guess so.

WILL
(beat)
Hey, I uh-- I'm really sorry about your grandma. How are you?

KAT
I'm fine. It's just death, you know?

Will reacts. *That's morose.*

WILL
Well if you ever need anything, let me know.

KAT
Thank you. Sorry about your car!

WILL
Yeah, that sucks big time. I hit something--

KAT
(over)
You tried to jump it on Raymilton Road, didn't you?

They laugh. She knows him as well as anyone.

WILL
Hey, um, how do you know the new girl?

KAT
Shannon? She's on the basketball
team, we played A.A.U. this summer.
She just moved here from Meadville.

WILL
She single?

KAT
Um. I don't know.

Fitz and Chooch approach.

FITZ
Oh hey sis.

CHOOCH
What's up Kat, how's it going so
far? Any new boyfriends we need to
be concerned about?

KAT
Any new STDs you need to be
concerned about?

CHOOCH
How does everyone know about that?

KAT
It's Franklin.
(with a look)
Bye Will.

WILL
See ya!

A few steps away, Kat greets another Junior, BEN (he wears a
polo with a popped collar and spiky hair - you get it).

CHOOCH
See, that would be a boyfriend to
be concerned about.

FITZ
I'm gonna have to beat the shit out
of some douchey junior, aren't I?

CHOOCH
From the looks of it you're gonna
have to beat the shit out of Willy!

Fitz gives Will a look. Will just raises his arms: "No way,
it's your sister!"

INT. CAFETERIA - DAY

WE FOLLOW Chooch carrying a tray, spewing confidence. He walks by a table with a couple "BAND GEEKS" and says hello. They both wave, shyly and awkwardly.

Chooch gives a high five to a GOTH KID at another table, then approaches Nick sitting with some BASKETBALL PLAYERS.

CHOOCH

Yo Nicky!

NICK

What it do Choo Choo!

CHOOCH

Single and ready to mingle, huh?

NICK

Had to brotha.

(lowering his voice)

Tina wasn't giving it up.

CHOOCH

You stopped fucking?

NICK

We stopped doing *everything* bro.
She wouldn't even make out with me
by the end. I'll be aight though.

CHOOCH

No doubt.

They pound fists and Chooch walks towards Will and Fitz's table.

AT THE TABLE:

FITZ

So you think we can enter this void
in the marketplace by way of *one*
new girl? What happened to "by the
time you get to senior year nothing
changes?"

WILL

That was before something *changed*!
Look, I've been thinking about it--

CHOOCH (O.S.)

Dessert fellas!

Chooch shakes out the bottom of his pants and a few plastic wrapped SNACK CAKES fall out. He reaches in his pockets and pulls out three more. Apparently this is normal. Everyone takes a couple without mentioning the blatant thievery.

SHANNON (O.S.)
Mind if I get one of those?

The boys all light up a bit.

SHANNON (CONT'D)
Preferably one that was in your pocket, not down your pants.

Chooch tosses a snack cake right on her tray next to the carton of strawberry milk.

SHANNON (CONT'D)
Sorry for getting you guys in trouble.

CHOOCH
That's okay, we like to play
'Survivor Penis' and you kinda won.

FITZ
(aside)
Not all of us.

SHANNON
Survivor Penis?

WILL
Don't worry about it. Do you--

CHOOCH
(over)
Yeah whoever gets caught is out.
Then we keep playing until there's
only one left.

SHANNON
(laughing)
I was the one who got caught
though!

CHOOCH
But not in *trouble*. That's talent.

FITZ
I also never get in trouble.

CHOOCH
You never play, pussy.

WILL

Umm Shannon, this is Chooch and Fitz. You know his sister Kat actually.

SHANNON

Oh yeah I love Kat, she's delightful! Nice to meet you.

WILL

Do you want to sit?

SHANNON

Oh I'm sitting with those girls, I already know Tina too. Thanks though. See you guys around!

As she turns to leave, Will blurts out:

WILL

Would you wanna come to a party?

SHANNON

Um, yeah probably! When?

WILL

(panicking)

This weekend.

CHOOCH

FITZ

What?

WHAT?!

SHANNON

Oh really?

WILL

Yeah, like a senior year kick off party. At Fitz's cabin on the river.

Fitz KICKS Will under the table.

SHANNON

Nice! I'll see what I can do.

(to Fitz)

Okay if I bring a friend?

An awkward beat as everyone looks at Fitz. They know she means Tina. Will KICKS Fitz back.

FITZ

Sure.

SHANNON

Cool! I'll grab your numbers after school. Nice to meet you!

The boys all watch her butt as she walks away and sits with Tina at the "hot girl" table.

FITZ

(to Will)

Are you outside of your fucking mind?

WILL

Okay listen, I've been thinking, it's about getting there *first*. If we establish that we can throw a rager, we'll be known as the go-to party all year, *especially* prom time. I'm talking kegs, drinking games, a kick-ass playlist...

CHOOCH

None of that O.A.R. stuff you like.

WILL

...A kick ass playlist! All at our new party cabin. And guess what else I thought of? If my parents ever leave the fucking house, after parties in the hot tub.

CHOOCH

Boobs.

Will just points at Chooch. *He gets it.*

INT. HALLWAY - DAY

The boys walk and talk. Chooch is fiddling with a set of KEYS.

FITZ

Just a couple problems I can foresee off the top of my head. How are we gonna get alcohol? Steal Augie's Smirnoff Ice?

CHOOCH

Hilltop Bev-y bro.

WILL

The beer distributor?

CHOOCH

Yeah my brother told me the guy with the gold Cavalier doesn't card. If that car's out front, we're fine. Worst case, I got my brother's I.D.

Chooch has found the KEY he needs, and they've found their destination:

INT. TEACHER'S LOUNGE - CONTINUOUS

Chooch opens the door slowly and peers in. Nobody home.

CHOOCH

We're good.

FITZ

Are you crazy? I'm not going in the teacher's lounge! How'd you get a key?

CHOOCH

Stole it from Mr. Aldrin's desk and had a copy made.

FITZ

If we get caught--

Will SHOVES him inside and shuts the door. Chooch starts perusing the free snacks and coffee.

FITZ (CONT'D)

This is so fucking stupid.

CHOOCH

We're seniors, what are they gonna do?

WILL

Which brother, Chooch?

CHOOCH

Which one told me about Hilltop or which one's I.D. would I use?

WILL

Which one's I.D.-- why would I care which one told you?

CHOOCH

Cause my younger brother told me. He's only fifteen and he's done it!

WILL

Really? Then which one's I.D. are you gonna use?

CHOOCH

(beat)

The older one, Willy.

Will reacts: *Fuck, dumb question.* He grabs a bag of CHIPS off the counter.

FITZ

Fine it's worth a shot. But this weekend is too soon, we need more time to plan.

WILL

What do you need to plan? Chooch will get beer, you make the cabin look presentable, I'll make a playlist--

CHOOCH

No O.A.R.

WILL

--I'll make a playlist! Shannon will bring Tina, Tina will tell more girls. We'll throw it out to a few people we know - not Andrew please, he makes me want to set myself on fire. Once some people know, word will spread, and it'll be great!

They exit quickly.

SMASH CUT TO:

INT. THE CABIN - NIGHT

The lights are down with colored party lights flashing. **"Right On Time" by O.A.R.** plays in the background. A beer pong table is set up. Through the window, we see THREE KEGS on the deck.

Will, Fitz, and Chooch sit alone, silently drinking out of red cups. Word didn't spread. This party isn't happening.

WILL

I can't believe this.

FITZ

I can. What did I fucking tell you?

CHOOCH

We can always circle jerk in
Willy's hot tub.

FITZ

See Willy, you like to get these
ideas and just act on them. Ready,
fire, aim. Like when you *had* to
jump that bridge and fuck up your
car, now I have to drive your ass--

Will's phone BUZZES.

WILL

Oh shit, Shannon's calling me.

CHOOCH

Nice!

WILL

No, not nice! There's nobody here!
What do I tell her?

FITZ

This was your idea man, figure it
out.

WILL

Fuck!
(answering)
Hey! It's Will.

SHANNON (O.S.)

(laughing)
Hey! It's Shannon.

WILL

I-- yeah, of course you knew that,
you called me.

SHANNON (O.S.)

Hey are there any girls at this
party? Tina's parents wouldn't let
her out, so it's just me. A cabin
by a river with three dudes I just
met sounds fun and all, but...

WILL

Um, there's been a change of plan
actually. The cabin became
unavailable.

SHANNON (O.S.)
 Oh. That sucks, I really need to
 get out of the house. Wanna go to
 Kings or something?

Will looks at his friends for help.

CHOOCH
 Titty bar?

WILL
 (whispering)
 What? No!

SHANNON (O.S.)
 Did I hear someone say titty bar?

WILL
 No no, see--

SHANNON (O.S.)
 Let's do it!

WILL
 (beat)
 What?

SHANNON (O.S.)
 I'll go, why not? I know there are
 girls *there*.

WILL
 (whispering to the group)
 She wants to go to the strip club!

The boys faces say exactly what you think they say.

WILL (CONT'D)
 (into the phone)
 Really?

SHANNON (O.S.)
 Yeah let's party. Who's all going?

WILL
 It's just me, Fitz, and Chooch
 right now.

SHANNON (O.S.)
 Cool. Is that okay if I come?

Will mouths "holy shit!"

WILL
 Uh yeah! Ok! Where are you, we'll
 come pick you up.

ANGLE ON the other two, still with horny, adolescent,
 dumbfounded looks on their faces, as Will gets Shannon's
 information. He hangs up.

WILL (CONT'D)
 I can't believe that just fucking
 happened.

"Tipsy" by J-Kwon

INT. STRIP CLUB - NIGHT

This small-town strip club is fairly nice (at least with the
 lights off). A couple of the dancers are even decent looking.

Will, Fitz, and Shannon are in chairs away from the stage.
 Chooch is M.I.A. at the moment.

WILL
 I can't believe you moved to
 Franklin. I can't wait to leave.

SHANNON
 Best public girls basketball
 program in the state.

FITZ
 And you are leaving Willy, you're
 moving twenty-five-hundred miles
 away.

WILL
 Yeah!
 (to Shannon)
 See Fitz doesn't get it because
 even though he's a brainiac and
 could go to literally any school he
 wants, he chose Clarion, the
 closest one possible.
 (then, to Fitz)
 How do you know exactly how many
 miles it is?

FITZ
 (in a mood)
 Because I'm a brainiac.

WILL
(to Shannon)
How do you know Tina then?

SHANNON
The same tournament where I met
Kat. Tina was there supporting
Nick.
(to Fitz)
Your sister's really good.

FITZ
Yeah, somehow she got the sports
gene.

WILL
Where'd Chooch go?

Before we get an answer, the song in the club changes:
"Your Body Is A Wonderland" by John Mayer.

SHANNON
Oh sexiest song ever!

FITZ
They're playing John Mayer in a
fucking strip club?

Yes they are. And Shannon is already on her way to the stage
breaking out singles. Will turns to Fitz.

WILL
What's up man, you have a problem?

FITZ
No, she's cool, you were right.

WILL
Is this about the Clarion jab? Come
on, I was fucking around--

FITZ
No it's fine, whatever. I chose to
go there, and I stand by it.
(beat)
I bet you make it six months out
west, though. *If* you get in to any
of those schools. Have fun paying
two hundred dollars for a hair cut
by some fruitcake named Hans and
sitting in traffic for three hours
a day.

Fitz is definitely not happy. Will is about to fight back until Shannon appears and starts doing a sexy dance for them.

SHANNON

Come on guys, who sulks at a strip club?

(singing)

*And if you want love we'll make it.
Swim in a deep see of blankets...*

Will laughs. Fitz smiles and shakes his head, impressed at how fun the new girl is.

Chooch resurfaces and sits back down beside them.

FITZ

Where the hell have you been?

Chooch looks over and grins. He has SPARKLES on his face.

INT. FITZ'S CAR - LATER

Fitz drives them all home after the club.

WILL

Bullshit!

FITZ

Her *real* number?

CHOOCH

Real name too.

WILL/FITZ/SHANNON

Bullshit.

Chooch pulls up his PHONE and shows them.

FITZ

How much money did you give her?

CHOOCH

Didn't give her a cent, bro. She actually gave *me* about twenty bucks to toss at *her*.

WILL

I wondered where you got those singles.

SHANNON

(re: phone)

Beth?

CHOOCH

Yep.

WILL

Beth? Really? That wasn't her stripper name was it?

SHANNON

Her *stage* name was Taylor.

WILL

Yeah I think I'll stick with Taylor. Beth is just-- it's not hot. Eliza-*beth* is hot enough, *Beth*-any is adequately hot. But just *Beth*? Meh.

CHOOCH

You guys are dickholes.

SHANNON

It's like dating someone who plays the accordion. Not a deal breaker, but you'd wish it were different.

That cracks them up and seals the deal: Shannon is a keeper.

"Caught Up" by Usher

FADE TO:

INT. MILLER HOME - LIVING ROOM - DAY

SUPER: **"WINTER"**

SNOW falls outside, a FIRE burns in the fireplace inside. Will and Howard sit watching a Pittsburgh Steelers game. They cheer, then groan at a dropped ball.

Barbara is running around cleaning obsessively.

A KNOCK KNOCK at the door.

EDWIN (O.S.)

Hey, hey!

BARBARA

Hiiii!

Howard gets up and goes to the door to meet his eldest son - tall and handsome as ever. Will turns and smiles.

HOWARD
Hey! How was the drive?

EDWIN
Snowy. It never ceases to make me
laugh when I see a big four-by-four
stuck in a ditch.

HOWARD
How's the Toyota?

EDWIN
I treat it well, it treats me well.
(seeing Will)
Hey man!

WILL
Hey!

Feeling obligated, Will gets up and gives his brother a hug.

EDWIN
How's it going? How's senior year
so far?

WILL
Good!

EDWIN
Good? I've never heard you use the
word 'good' to talk about school. I
was expecting "lame" or "long" or
"bullshit."

Everyone laughs.

EDWIN (CONT'D)
Well hey, enjoy it while you can.

BARBARA
Oh it's so good to have you home!
We haven't touched your room.

HOWARD
Here, let me give you a hand with
your stuff.

All three exit, leaving Will standing alone.

INT. TRAILS TO ALES RESTAURANT - NIGHT

A busy local bar and restaurant, like a small town Applebees.
The family sits around a table.

EDWIN

So you haven't had a car this whole year?

WILL

Nope. Fitz has been driving me to school every day.

EDWIN

Oh that's gotta be tough for the lady situation!

BARBARA

I don't mean to be nosey, but *is* there a lady situation?

Will hesitates just long enough.

EDWIN

That's a yes!

WILL

Nooo, I don't know. There's a girl named Shannon, she's new this year. We haven't had the chance to hang out a lot because she's always playing basketball, but she's cool.

EDWIN

She into you too?

WILL

Maybe? Honestly, it's impossible to say.

EDWIN

Bro, you gotta go for it! I know you. You always like taking the first step but if I can be honest, you're strong suit is not in your follow through.

HOWARD

(to Will)

Maybe you'll listen to your brother when *he* says it.

BARBARA

Well I'd like to meet her!

EDWIN

(looking O.S.)

Oh I know why you haven't had a car
all year. It's this guy's fault
isn't it!

RUSTY (50) has just entered with his wife PAM (40s). A couple
salt-of-the-earth, blue collar people, along with
DAVE (45) more white collar than the other two.

EDWIN (CONT'D)

What'd you do to my brother's car,
Rusty?

RUSTY

Didn't do shit, tell him to stop
trying to jump the damn thing.

Howard glares at Will.

WILL

He's joking.

Everyone laughs and greets each other. This is the joy of
small town living. Friends are like family. The locals are
elated to see the Miller boys, especially Edwin.

DAVE

(to Will)

You know I told your dad to get you
a cooler car than that, I don't
know how you get girls in that
thing.

WILL

Historically I *don't*.

DAVE

I've seen some of the girls in your
class, there's a couple lookers in
there.

PAM

That's why you're on divorce number
three, Dave.

DAVE

Oh you wanna hear some bullshit
about that?

(pointing to Edwin)

This asshole helped Tammy move all
her stuff out of the house!

EDWIN
(shrugging)
She paid me in beer.

DAVE
Yeah guess what, that was *my* beer!
Dick.

Everyone's laughing. Will, however, slinks back, as the attention begins to shift to his brother.

PAM
(to Edwin)
How's Boston?

EDWIN
Oh it's big city living, that's for sure. Traffic's a nightmare.
(towards Will)
Not as bad as L.A. from what I hear though!

RUSTY
Couldn't pay me enough to live either o'them places. You workin' hard?

EDWIN
Doing my best.

RUSTY
That's good, we're proud o'ya.

Next through the door is SPEEDY (50s - a big loud teddy bear - redneck, and 100% authentic) with his wife GABBY (50s).

SPEEDY
Alright, who let all you sonsabitches in my bar?!

They're greeted by everyone like Norm from "Cheers."

SPEEDY (CONT'D)
Hey, look who's here!

He vigorously shakes Edwin's hand.

SPEEDY (CONT'D)
Welcome home young man.

GABBY
How's it goin'? Home for break?

EDWIN

I'm-- home for a while, yeah.

PAM

Don't forget about us small town folks when your livin' up in the hills.

Edwin is looking increasingly uncomfortable with all the praise. Will takes notice.

SPEEDY

(yelling)

Hey, let's get this young man a drink, huh?! Hell, get 'em both one!

BARBARA

Oh I don't think so, Speedy.

SPEEDY

Common, Will's prolly been drinkin' since he was sixteen anyhow.

Barbara and Will share a look.

SPEEDY (CONT'D)

Yinz'll be empty nesters in a few months, you'll wish you woulda drank with 'em, trust me.

Barbara reacts to this. She pats Will on the back.

BARBARA

I'm gonna be sad when they're both gone.

EDWIN

(to Everyone)

Here, let me get the next round!

Praise continues to pour in for Edwin as Will sits silently.

INT. MILLER CAR / EXT. DOWNTOWN FRANKLIN - NIGHT

"Feel Good Inc." By Gorillaz

TWO SHOT: Will and Edwin sit in the back seat looking out their respective windows.

The small town looks beautiful at night - the COURT HOUSE, the THEATER, the PARK all lit up.

INT. HIGH SCHOOL - GYMNASIUM - CONCESSION STAND - NIGHT

It's boys basketball season, and it's a packed house. Will and Fitz are getting snacks before the game starts. They see Shannon and Tina ACROSS THE ROOM.

FITZ

I'm telling you, I think you're in the friend zone.

WILL

You think?

FITZ

She likes you. You did exceptional work getting her there. But there's no way she wants your dick in her mouth.

WILL

I just haven't followed through! She isn't dating anyone *else*, I think I've still got just as good a shot as anybody. How's it going planting seeds with Tina so we can set up a double date situation?

FITZ

It's going great.

WILL

Have you even started trying?

FITZ

No.

WILL

So when you said it's going great...

FITZ

It's not going at all.

WILL

So *not* great. Like the opposite of great?

FITZ

No, not the *opposite* of great. That would mean it's going *badly*. And so far I've been rejected zero times, so it's not going badly yet.

WILL

Come on Fitz, since we've gotten tighter with Shannon, Tina's been acknowledging us a lot more. You've got a really slim window, so shit or get off the pot.

Something catches Fitz's eye.

FITZ

No fucking way.

WILL

Okay, well if you're not even willing to try--

FITZ

No, no. Look who Chooch came with.

Chooch is walking in with TAYLOR/BETH (we'll call her Beth). She looks stunning and very in-style.

WILL

No. Fucking. Way. What's her name again?

FITZ

Taylor?

WILL

That's her stripper name, what's her real name?

FITZ

Oh. Steph?

WILL

Are you sure?

FITZ

Yes. No.

Chooch and Beth approach.

BETH

Hey fellas! Good to see you again!

FITZ

Taylor.

WILL

Steph.

BETH

(laughing)

It's *Beth*, and you can call me Beth, it's okay.

ANDREW (O.S.)
What's up bitches?!

Andrew has his FACE PAINTED the school colors, red and black.

FITZ
(re: his face)
What the fuck?!

ANDREW
(seeing Beth)
Ohhh and who's this beautiful
flower?

BETH
I'm Chris's girlfriend.

FITZ		WILL
Girlfriend?!	Chris?!	

Andrew has no idea how to react.

WILL (CONT'D)
Andrew, you look like a racist
Braveheart.

CHOOCH
You look like someone tried to char
grill a hairless mouse.

ANDREW
This is school pride baby! I'm in
the Franklin Nine!

FITZ
It's called the Franklin Eight.

ANDREW
Not anymore. I'm officially the
ninth.

FITZ
There are only eight letters in
Franklin, dipshit.

Andrew pulls up his shirt revealing an EXCLAMATION MARK
painted on his extremely pale chest.

The guys all crack up.

ANDREW
You know what, you all can go fuck
yourselves.

BETH

(beat)

You look like a gay Darth Maul.

Andrew storms off as everyone continues to laugh.

CHOOCH

Soooo you guys wanna smoke weed?

FITZ

You have weed?

CHOOCH

She does.

BETH

You've all given me enough money over the last couple months, I feel obliged to share.

FITZ

No way. Drinking at the cabin is one thing, but there's no way I'm smoking weed on school property.

CHOOCH

We'll go to the baseball field, no one will know.

WILL

Don't be such a pussy, Fitz.

SHANNON (O.S.)

Hey guys.

Will turns to see his crush smiling at him. Tina is right behind her.

SHANNON (CONT'D)

Oh my god, BETH?! Hi!

The girls hug.

BETH

What's up sexy?!

As they catch up, Will motions to Fitz and Tina: "*Now's your chance.*" Fitz turns nervously.

FITZ

Hello Tina. How's my favorite person?

TINA
(laughing)
I'm good Fitz. You guys okay?

CHOOCH
We were about to smoke some weed.
You want to?

Tina is taken aback by the offer. Fitz is horrified he asked.
But then Tina thinks. And shrugs an "Okay!"

INT. GYMNASIUM - BACK HALLWAY - LATER

The group sneaks in through a BACK DOOR after smoking.

TINA
How do you guys have a key to this
door?

CHOOCH
Same way we've got a key to the
teacher's lounge and the private
locker room.

FITZ
By committing like seven crimes.

WILL
Stole Mr. Aldrin's keys and had
copies made.

TINA
Wow, that's-- awesome!

They round a corner...

INT. GYMNASIUM - CONCESSION STAND

The concession stand GLOWS like the lost Ark of the Covenant.

FITZ
My mouth is so dry, I need pop. Why
is my mouth so dry?!

BETH
I'll buy us some snacks.

Chooch follows her...

CHOOCH
Nachos. Loaded nachos. And a
pretzel. And fries. With extra
cheese...

FITZ
(to Tina)
Where you guys sitting?

TINA
In the student section, Fitz. Where
we always sit.

SHANNON
We're gonna go grab seats. Want us
to save you some?

WILL
Yes please.

Shannon WINKS at Will as they walk away.

WILL (CONT'D)
(to Fitz)
Don't tell me I'm in the friend
zone, mother-fuuuuuck...

FITZ
What? What?!

He turns, seeing what Will sees: Will's parents and Edwin
walking their way.

Edwin is, and will remain, behind them greeting people as
though he's a celebrity on a red carpet.

FITZ (CONT'D)
Oh no.

Will's parents approach. Fitz is paralyzed with paranoia.

BARBARA
Hi guys!

WILL
T'suuuup.

HOWARD
You guys want something to eat or
drink? My treat.

WILL
Nope. We're all good.

BARBARA
You sure? I always see you eating something.

BETH (O.S.)
Here ya go guys.

Beth is back with a large tray full of food.

CHOOCH
Hey Mr. And Mrs. Miller! This is my girlfriend Beth. These are Willy's parents.

Fitz takes the tray of food from Beth as she shakes hands.

BETH
Oh hi! It's very nice to meet you.

HOWARD
Are you a student?

BETH
No, I graduated a couple years ago.

BARBARA
I was going to say...

Will now has his jumbo drink and is sucking it down like he's been walking through the Sahara.

BARBARA (CONT'D)
How did you two meet?

Chooch giggles; Fitz misses his face with a french fry; Will is grimacing around the straw in his mouth.

BETH
At my place of work actually.

WILL
(straw still in mouth)
Ivn't it amost tifoff tine?

BARBARA
Where do you work?

And *SPIT TAKE*.

BARBARA (CONT'D)
William!

Howard now looks suspicious.

WILL
Sorry. We gotta go!

HOWARD
Tipoff isn't for twenty minutes.

FITZ
We've got people holding our seats.

BARBARA
Oh fine, we won't embarrass you
anymore.

HOWARD
No, I think I know what's going on
here...

Oh fuck. Will holds his breath.

HOWARD (CONT'D)
(beat)
There's a *girl* waiting for you,
isn't there?

Will EXHALES.

WILL
As a matter of fact there is.
Shannon. I told you about her.

BARBARA
Oh yeah, I'd love to meet her.

WILL
We'll bring her around later! See
ya!

They all walk away as the BAND DIRECTOR announces the band
with way too much gusto for the occasion:

BAND DIRECTOR (O.S.)
Ladiiiiies and gentlemeeeeen! Get
on your feet and welcome the pride
of Pennsylvania! Your Franklin High
School Black Knight marchiiiiiiiiing
band!!

INT. GYMNASIUM - NIGHT

The MARCHING BAND enters playing the **school's Fight Song**.

As the band hits the crescendo, the BASKETBALL TEAM bursts through a big sign that says "**Beat Thoes Oilers.**" Classic. Superstar Nick leads the charge.

In the stands we see the aforementioned "Franklin Eight:" Eight guys all with individual letters of FRANKLIN painted on their chests. Andrew, with his exclamation mark, is trying to get the PERSON next to "N" to move. They're just laughing.

IN THE STANDS - LATER

Shannon and Will sit together. So do Tina and Fitz. Chooch is behind them, lying back on Beth's lap.

Kat approaches.

SHANNON

Kitty Kat, what's up?!

WILL

Heeeeey Kat.

KAT

Hi!

FITZ

Don't you have your own friends to hang out with?

KAT

(re: Shannon)

You mean like my teammate?

Zing. Everyone laughs but Fitz. Kat sits in front of Shannon.

KAT (CONT'D)

(re: Shannon and Will)

You guys look cute together.

This immediately makes it awkward. Shannon puts an arm around him, flirtatiously.

SHANNON

You think so?

(then)

Na, we're just friends.

Will looks down, then at Fitz who reads the disappointment on his face. Kat sees it too.

Andrew returns. He tried rubbing off all the face paint, leaving dull red-ish, black-ish coloring.

ANDREW

Hey Shannon, I wanted to ask you something.

SHANNON

Sure, what's-- Jesus, what happened to your face?

ANDREW

I've got two tickets to see John Mayer in Pittsburgh next weekend. You wanna go?

SHANNON

Oh really? I love John Mayer.

She glances at Will, who's trying not to react. Then at Tina, who meets her gaze. These two share a moment.

TINA

(shrugging)

It is John Mayer.

SHANNON

(to Andrew)

Um yeah! Sure, why not?

ANDREW

Sweet!

(beat)

Did you know I can play "Daughters" on the guitar?

CHOOCH

(to Andrew)

BOOOO!

He throws an empty CUP at Andrew and everyone cracks up again. Except Will.

"Speed of Sound" by Coldplay, as the following takes place:

SERIES OF SHOTS:

- Nick draining a shot and the whole crowd CHEERING;
- Tina and Shannon also cheering, and trying to ignore Andrew who is being creepy behind them;
- Fitz standing and shouting;
- Chooch and Beth looking like they're in love;

Will, surrounded by all this positivity, feels unseen. Kat sits beside him.

KAT

You thinking about Andrew and
Shannon?

(off his look)

You like her, don't you?

WILL

Maybe. Yeah. I guess I do.

KAT

Why don't you go for it? I love
her, she's cool.

WILL

I'm just-- not great at that sort
of thing.

KAT

Yeah. I know what you mean.

LATER:

It's halftime. PRINCIPAL ANDERSON (who oddly favors Morticia
Addams in a pant suit) takes a microphone to center court.

PRINCIPAL ANDERSON

Ladies and gentlemen, thank you for
coming. We have a very special
guest with us this evening. Please
put your hands together for
Franklin's all-time leading scorer,
EDWIN MILLER!

The crowd stands and CHEERS. Will stands and claps as his
friends slap him on the back and give him friendly shit.

Edwin takes the mic.

EDWIN

Thank you! Let me tell you
something, it is so good to be back
here. There is no place like
Franklin. I miss it, and I miss all
of you. Go Knights!

More CHEERS as Will sits down, staring into space.

"Speed of Sound" continues as we...

FADE TO:

EST. / EXT. FITZ'S HOUSE - EVENING

The weather is grey and snowy. Fitz's house is one of the big old Victorian homes - but it hasn't been kept up as of late.

Will walks up and RINGS the doorbell. After a moment, Fitz answers. He looks tired and unprepared for guests.

WILL

Sorry I'm a little early, my
parents had to drop me off before
they went to dinner.

FITZ

What time is it?

(looking)

Ah fuck. Yeah no worries, um-- come
on in.

INT. FITZ'S HOUSE - CONTINUOUS

The interior has also not been kept up. In fact, it's filthy. We hear VOMITTING from another room.

FITZ

(matter of fact)

That's my dad. He's been like that
for a couple hours. Good thing I
found him when I did, he passed out
facing up again.

(then)

Want a beer? He didn't get to them
all.

WILL

Uh sure, yeah.

Kat enters, and stops cold at the sight of Will. She's horrified of him seeing their family this way.

WILL (CONT'D)

Hey Kat.

KAT

Hi. Um Anthony, I'm going to the
cabin. You got this?

FITZ

The fuck Kat, that's where we were
going to hang out.

KAT

You're always there! I need to get out of this place, I swear to god.

She actually has tears in her eyes.

FITZ

Fine. Yeah, sorry. Go head.

She puts her head down and rushes out without saying goodbye.

FITZ (CONT'D)

She's having a tough time.

(then)

Chooch will be here any minute too
I guess. Let's go up to my room.

Will hesitates, looks towards the bathroom.

FITZ (CONT'D)

He'll be fine.

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

Will, Fitz, and Chooch sit around. Chooch is distracted on his phone - a brand new Motorola RAZR.

WILL

I think I still have a shot.

FITZ

She said "na, we're just friends."
I think that's pretty clear.

WILL

What was she gonna do, declare a crush on me in the middle of the basketball game?

(to Chooch)

Who you texting?

CHOOCH

Your mom.

FITZ

Where'd you get that phone?

CHOOCH

Your mom.

WILL

Chooch did your stripper girlfriend buy you a new phone?

CHOOCH
(laughing)
Yeah.

WILL
Is that who you're texting?

CHOOCH
Na she's working. But let's go see her.

FITZ
I don't want to spend the money.

WILL
Isn't there anything else to do?

CHOOCH
You could both depress a baby on it's birthday. What are you trying to do, lounge around here all night?

WILL
We're not the ones sitting in the corner texting.

FITZ
Yeah who are you talking to if not your girlfriend?

CHOOCH
Tina.

FITZ
Ha ha.
(beat)
Wait, seriously?

CHOOCH
Yes, but I'm working for you. How would you feel about going to the strip club...
(showing them the phone)
...with Tina and Shannon?

We see the text from Tina: **"We're in!"**

"Yeah" by Usher feat. Lil Jon and Ludacris

EXT. STRIP CLUB - NIGHT

SLOW MOTION: The five teenagers walk up to the small-town strip club like they're Vegas high rollers.

INT. STRIP CLUB - LATER

QUICK SHOTS **while "Yeah" cranks up:**

- Beth dancing on all of them. She shoves a wad of dollar bills into Chooch's pocket as she kisses his neck.
- The gang making it rain with said wad.
- Beth discretely slipping them all beer.
- The gang cheers-ing and drinking.

INT. STRIP CLUB - DRESSING ROOM

Beth is giving Shannon and Tina a private tour. Though they're out of their element (a couple NAKED GIRLS wander around), they're having a blast.

BETH

When you give a lap dance, you have to act like you're having the best sex of your life.

SHANNON

I've never had sex.

TINA

I've never had *good* sex.

BETH

You girls are way too hot for that to be the case. And yet neither of those statements surprise me.

TINA

What do you mean?

BETH

Do you masturbate?

TINA

Do I-- Um-- What?

BETH

Masturbate.

TINA

(timid)

Sure. Sometimes.

Beth goes to a CLOTHES RACK and starts thumbing through.

BETH

Listen, you guys are *hot* and in your prime, but your sexiness, your feminine power is trapped in a closet somewhere. I'm not saying you should be having lots of sex, but you shouldn't be afraid to be sexy. Let's try something.

The girls look at each other...

INT. STRIP CLUB - MOMENTS LATER

Beth pulls back a CURTAIN, revealing Tina and Shannon donning sexy DANCERS OUTFITS. The boys, now smoking CIGARS, are beside themselves.

More QUICK SHOTS:

- The girls taking turns dancing on each other.
- Beth sitting on Chooch's lap. Tina is on Fitz's and Shannon is on Will's. They all cheer the DANCER on stage.

INT. FITZ'S CAR - NIGHT

Fitz is driving Will, Shannon, and Tina home. Will sits shotgun. Tina is especially drunk, and curled up against Shannon in the back.

Everyone is singing (shouting) along to ***"On The Way Down" by Ryan Cabrera.***

EVERYONE

On the way down I saw you, and you saved me from myself. And I won't forget the way you loved me, and on the way down I almost fell right through. But I held on to you!

WILL

I can't believe you guys actually came with us tonight.

The girls look at each other and shrug.

SHANNON

Sounded fun. And it was!

TINA

Yeah you guys are cool. I mean, I always liked you fine, but I don't know, you're-- different than I thought.

WILL

I guess compared to what I *thought* you thought, I'll take "different."

TINA

What did you think I thought?

Will and Fitz look at each other.

WILL

Like you were too cool for us maybe?

TINA

No! I never thought I was too cool for anybody.

SHANNON

Yes you did.

TINA

What?!

SHANNON

When I first met you you did. You were nice to *me*, but I could tell you were a little into yourself.

TINA

Really?

SHANNON

It's okay, I knew it was insecurity. And you were just putting it on for Nick. Sorry, was that too mean?

TINA

No, you don't give a shit what people think, that's why I love you. I want to be more like that.

(to Will and Fitz)

I kind of feel like you two are the same way. I mean, you don't seem to care about cliques or whatever, and you just like to have fun.

(MORE)

TINA (CONT'D)

I was sick of getting together with the other girls at someone's house and just talking shit on people. That's all they do. And Nick and his friends would just talk about sports.

WILL

What would you have said if Fitz had asked you to go to a strip club a year ago?

TINA

To be honest, I would have been shocked he was talking to me at all!

Everyone laughs.

TINA (CONT'D)

I never felt like I knew either of you that well. You were always just kinda *there*. I mean, Chooch is always the life of the party, but he's basically just *that*, you know? He just gets super fucked up and hooks up with people. Or at least he was. Now he's in love with Beth.

SHANNON

I might be too, I'm not gonna lie.

They laugh and jam along to **Ryan Cabrera**.

WILL

So how was the concert with Andrew?

SHANNON

Oh my god! He's completely unaware of how obnoxious he is, isn't he?

FITZ

Absolutely unaware.

SHANNON

He tried to kiss me at the end of the night.

WILL

Ew, you didn't, did you?

SHANNON

God no! He tried like five fucking times, I was like take a hint!

(MORE)

SHANNON (CONT'D)

He never got aggressive though,
he's just *obnoxious*.

Suddenly the headlights see a DEER in the middle of the road.

FITZ

Fuck!

INT. / EXT. FITZ'S CAR

Fitz swerves, the car fishtails to the side of the road, then back on. Everyone inside goes tumbling around...

A CAR is headed towards them in the other lane. Fitz whips it back just in time, hits the ditch, flies into a FIELD, and comes to an abrupt stop.

INT. FITZ'S CAR

Shannon has landed in the front practically on Will's lap. Everyone is okay but panting, adrenaline is spiked.

FITZ

Holy shit.

TINA

Is everyone okay?!

WILL

Yeah. I think.

(to Shannon)

Are you okay?

She is, but she's speechless, so she just nods. Will helps her readjust, and she hugs him tightly. Tina joins in the hug from the back. Then Fitz. Finally... they all begin to LAUGH.

TINA

Never a dull moment with you
fuckers.

EXT. MILLER HOME - NIGHT

At the end of the driveway, Will is first to be dropped off. He gets out, waves goodbye to his friends, then shuts the door softly and creeps up his driveway in shadow.

INT. MILLER HOME - UPSTAIRS HALLWAY - NIGHT

Will sneaks to his room just like before, only this time he's extremely wobbly. His parents' bedroom door is again cracked.

BANG! Will runs into an end table in the hallway. A PICTURE begins to fall down, Will catches it quietly. He places it back, then slides into his room. He shuts his door more loudly than intended. Cringes...

Nothing. It looks like he got away with it.

INT. MILLER HOME - WILL'S BEDROOM - MORNING

CLOSE ON: Will DROOLING on his pillow, passed out again.

BANG! The door flies open, Will's LIGHT comes on, startling him awake. Howard stands at the threshold, dressed nicely.

HOWARD

Wake up. We're going to church.

Will makes an indistinguishable noise.

INT. MILLER'S CAR - MORNING

Will is dressed for church but otherwise looks hungover and half asleep. He's seated in the back next to Edwin, who looks cleaned up and perfect. No one speaks.

INT. CHURCH - CHAPEL - MORNING

The SAME SHOT of Will sitting in the pew next to Edwin. He struggles to keep his eyes open.

INT. CHURCH - LOBBY - DAY

The Miller family is talking to Rusty, Pam, Dave, Speedy, and Gabby (we'll collectively call them THE LOCALS). Will is maintaining, but with obvious bags under his eyes.

DAVE

The factory sold out to China, and they don't need it. Shit, there's a million square feet of manufacturing space just sitting there, and it's cheaper for the Chinese company to just pay the taxes on it, write it off, and let it rot.

RUSTY

Where we gonna be in twenty years?
Between that and all our kids
movin' away.

DAVE

(to the Miller boys)
See, you're part of the problem.

EDWIN

I have no intention of abandoning
this place, Dave.

ANGLE ON Will looking guilty.

PAM

Will does.

Will just shrugs. This, and everything else The Locals say is
well-intentioned and light-hearted, but overwhelming.

SPEEDY

I been out to L.A. once on a job.
It's everything you think it is.
Expensive, fake, and too much
traffic. Some o' the most beautiful
people I ever seen though.

GABBY

Didn't wanna save your parents any
money by goin' in state, huh?

BARBARA

We always said they could go
anywhere they wanted.

PAM

Scary world out there. What are you
studying anyway?

WILL

Um. I don't know yet.

RUSTY

Yer goin' across the whole country
without a plan?

HOWARD

Don't get me started.

DAVE

I think you'll miss home. If there's one thing I've learned, it's that the illusion of something doesn't necessarily reflect its reality. It sure won't feel like here.

WILL

Yeah I'm counting on it.

INT. MILLER HOME - KITCHEN - EVENING

Will, Edwin, and his parents sit around eating. For a long while, it's awkward silence. Finally...

EDWIN

I gotta say, I admire you Will. For following your dreams, even if they are far away.

WILL

Thanks.

HOWARD

Maybe you'd care to enlighten us as to what exactly those dreams are?

A long, tense beat.

WILL

I guess I'm not really sure yet *specifically*...

EDWIN

Have you decided on a major?

WILL

Not yet. It's liberal arts, so...

HOWARD

As long as you know I'm only paying for four years.

BARBARA

I'm sure you'll figure it out right away--

EDWIN

Well that's okay not to know *exactly*, I'm still--

WILL

I don't know! At all. I don't really have any idea.

(MORE)

WILL (CONT'D)

But I know I'm going to a big school in a big city. So if I'm going to figure it out, it's going to be there.

BARBARA

You know, more options doesn't mean more happiness.

EDWIN

Just the opposite actually. They did a study with donuts where the subjects--

WILL

(over)

Living in a bubble like you guys doesn't mean you're happy, it means you're naïve.

BARBARA

Will!

A tense beat.

HOWARD

I'll tell you what I think. I think you want to go all the way across the country because you like the idea of it. You have some fantasy about the Hollywood lifestyle, but the reality is going to be much different, trust me.

WILL

Trust you based on what? Your vast experience living in big cities around the world? You've been here your entire life. You've known everyone we saw earlier since grade school! You guys haven't even travelled to more than a few states.

BARBARA

Hey, there's no need to take that tone. We're happy here. We'd take our small town and all our close friends over a big city any day. And we want you to be happy too wherever that may be.

WILL

Sorry.

(beat)

I'll make it work, dad.

HOWARD

Yeah? Do you have a plan?

WILL

Not quite. But I want to, so I will.

HOWARD

Is that it? You can just will things into being?

EDWIN

(aside)

Will Into Being would be a good band name for you.

HOWARD

You think life is all about doing what you *feel* like doing? Is that why you stopped playing baseball?

WILL

No, I stopped because I rode the bench.

HOWARD

Or why you stopped playing saxophone even though you were first chair--

WILL

I didn't like it anymore.

HOWARD

Or why you dropped your A.P. classes because they were too *hard*--

WILL

They *were*!

HOWARD

You need to find a sense of purpose. You need to have goals. That's why Edwin is as accomplished as he is.

EDWIN

Now that's not entirely--

WILL

(over, frustrated)

What if I just don't know what my goals are?

BARBARA

Will, we're not trying to put pressure on you. Honestly, we're just worried about you. And you'll be so far away, it'll be hard to help you.

WILL

I don't want your help!

EDWIN

Guys, I don't want to interrupt or make this about me, but--

WILL

(over)

No, by all means, why *shouldn't* it be about you?!

EDWIN

I just thought in the spirit of finishing what you start, it would only be fair to tell you that I'd like to move back home after this school year.

LYDIA

What?

HOWARD

Excuse me?

EDWIN

I'd like to transfer back here and finish my degree at home. Clarion has a pretty good program, and I think I can really excel coming from such a prestigious--

HOWARD

(over)

Hold on, this is a *huge* decision.

EDWIN

Dad, I miss it here. I could easily find a job, I could coach basketball on the side, even buy a house. I've thought a lot about it.

BARBARA

You want to move back here? A couple years ago you were as anxious to leave as Will is.

EDWIN

(beat)

I changed my mind.

ON WILL pondering, as everyone lets this settle in.

INT. MILLER HOME - WILL'S BEDROOM

KNOCK KNOCK. Edwin enters.

WILL

Hey. Thanks for getting the attention off me. Sorry, I didn't mean to snap at you.

EDWIN

No, it's okay. I know mom and dad put pressure on you, it's not fair.

WILL

I'm not as *accomplished* as you.

EDWIN

Well, accomplishments don't necessarily make you happy.

WILL

You looked pretty happy at the basketball game last week.

EDWIN

I was. I was home, I missed the community. I agree with mom, I love knowing everybody. That's what's important to me, it was never the trophies and all that.

WILL

You just like being a big fish in a small pond.

EDWIN

Yes! Exactly! Right now, not only am I a small fish, but Boston feels like an *ocean*.

(beat)

You don't know anyone in California.

(MORE)

EDWIN (CONT'D)

You won't even be remotely close to anyone you grew up with. I know how that feels, and it's really hard. I'm not saying you shouldn't do it, you absolutely should. It's just a big adjustment. But for what it's worth, if anyone can do it you can.

WILL

Thanks. Mom was right, you always talked about leaving.

EDWIN

I hate it there, man. I don't like the big city, it's fucking-- big. And school is *hard*, I mean really hard, it's everything I can do just to keep up. I tell ya, it was easy getting good grades in high school.

WILL

I know, I don't do shit and I still get A's and B's.

EDWIN

(laughing)

That's because you dropped all your A.P. classes.

They laugh.

WILL

I never thought you'd be out of your league.

EDWIN

(beat)

You know, I've always looked up to you.

WILL

You looked up to *me*?

EDWIN

Yeah. You seem to be enjoying your high school experience a whole lot more than I did.

WILL

I think you did just fine.

EDWIN

My friends weren't nearly as tight as yours.

(MORE)

EDWIN (CONT'D)

I don't have a Fitz or a Chooch. To be honest, my teammates thought I was a nerd, and the smart kids thought I was a cocky jock. Both were true by the way.

(laughs)

Between studying and training, I didn't have much time for anything else. But even with all that, I still feel like I belong here.

WILL

If you come back won't you feel like you're failing?

EDWIN

A small part of me thinks that. I know it'll look like I am to some people. But it's my choice, and it'll make me happy. And that's not failure.

He pats Will on the shoulder and exits.

FADE TO:

INT. HIGH SCHOOL - HALLWAY - MORNING

SUPER: **"SPRING"**

Will is at his locker watching Fitz talking to Tina several feet away. Kat approaches.

KAT

Hey Will.

WILL

Hey! I think your brother is about to get a prom date.

ANGLE ON: Fitz and Tina hugging.

WILL (CONT'D)

Who are you going with?

KAT

Eh, I heard Ben Melrose was gonna ask me.

WILL

Is that the kid who pops his collar?

(off her look)

(MORE)

WILL (CONT'D)
I'm just saying, you could probably
take whoever you wanted.

KAT
Yeah?
("you mean you?")
Like who?

Before Will can answer, Fitz approaches.

FITZ
Fuck yeeeeeeah!

WILL
You got a date?

FITZ
I got a date!

WILL
Dude, you're going to prom with
Tina Thomas!

FITZ
Who could have called that one?

KAT
Not me.

FITZ
You gonna ask Shannon?

WILL
Soon as I can.

Kat reacts with a bad poker face.

KAT
She'll say yes Will. You guys will
have fun.

WILL
Kat might be going with Ben
Melrose.

FITZ
The popped collar kid?

WILL
No offense to you Kat, but you're
too hot for him.

KAT
Yeah. Thanks. Gotta run.

She leaves in a hurry.

WILL

She okay?

FITZ

Yeah, it's just Kat, she's fine.

(then)

By the way, Tina said she wanted to hang out this weekend too. You, me, her, and Shannon.

WILL

Fitz, you have a legitimate shot of fucking one of the hottest girls in school.

FITZ

Doubt it.

(then)

But either way, this weekend. Cabin.

WILL

God bless the cabin.

INT. MR. ALDRIN'S CLASS - LATER

Will, Fitz, Chooch, Shannon, and Andrew all sit in their corner. Will takes a deep breath, then turns to Shannon. She looks at him.

WILL

Hey, so--

ANDREW

(interrupting)

Hey Shannon, can I ask you something?

SHANNON

Um, sure, what's up?

WILL

Actually, I was about to--

ANDREW

Hold on Willy, I was talking.

(turning)

Shannon--

MR. ALDRIN (O.S.)
 Alright. Who wants to recap what we
 learned last class?

Mr. Aldrin has just entered.

ANDREW
 (to Shannon)
 So I was thinking--

CHOOCH
 Penis!

Mr. Aldrin's immediately knows something is happening.

MR. ALDRIN
 Derivatives? Anyone? Mr. Cherry?
 Mr. Miller?

ANDREW
 (to Shannon)
 I heard you didn't have a date for
 prom yet--

WILL
 Penis!

MR. ALDRIN (O.S.)
 I will murder the next person to
 utter a word that doesn't pertain
 to class!

ANDREW
 (to Shannon)
 I was wondering if you would want
 to go--

CHOOCH
 (loud)
 Derivative!

MR. ALDRIN
 That's enough horsing around!

ANDREW
 (to Shannon)
 Would you do me the honor of going
 to prom--

FITZ
 PENIS!

MR. ALDRIN

That's it! Mr. Fitzsimmons, get
your ass to the principal's office!
I've had it with all of you, and
next person to speak will follow
him!

A moment of stunned silence. Then Fitz stands, WINKS at will,
and gathers his things.

As the vein in Mr. Aldrin's forehead continues throbbing,
Will turns to Shannon discretely.

WILL

(whispering)

Hey. Would you like to go to prom
with me?

SHANNON

I'd love to!

ANDREW

Wha-- Oh hell no!

MR. ALDRIN

Andrew! Principal's office!

Andrew is aghast. Shannon and Will share a smile.

INT. KITCHEN - DAY

Will enters. Howard and Barbara are already seated at the
kitchen table.

BARBARA

You've got mail! It's from UCLA!

Will perks up as Barbara hands him a large envelope. She and
Howard watch intently as he opens it. His eyes get big...

WILL

I-- I got in. I got in!

HOWARD

Alright!

Barbara is smiling, but begins CRYING.

BARBARA

I'm sorry. I'm very proud of you.

WILL

Thank you.

He and his mom embrace. Over her shoulder, Will sees his father, obviously spinning through thoughts in his head.

INT. THE CABIN - NIGHT

A double date at The Cabin. Fitz is moving between the counter and the stove, surprisingly good at cooking. Will is throwing together a salad.

Shannon and Tina are sitting at the kitchen island watching. Tina looks depressed.

SHANNON

Are you so excited?

WILL

(uninspired)

Yeah.

(then)

I mean yes I am. But now that it's real, I feel like I need to know what I want to do with my life. And I have no idea.

SHANNON

You don't need to know that yet.

WILL

I know I don't *need* to. But I also don't want to be thirty five and still figuring it out.

FITZ

Here's all you need to figure out. What are we doing after prom? Nick is having a big party, which presents a certain...

SHANNON

Conflict of interest.

FITZ

Yeah.

WILL

We should have an after party here.

(to Fitz)

That okay with you?

FITZ

Sure. But what, you gonna try to steal people from Nick's party? Make people choose?

WILL
No, just like us and Chooch and Beth.

FITZ
You'd really be okay with that?

WILL
(sincerely)
Yeah.

Fitz throws something in a pan and FIRE erupts from the stove. He's a regular Emeril Lagasse.

SHANNON
Is Kat going to Nick's?

FITZ
I have no idea. Probably.

SHANNON
Is she okay? She wasn't at practice yesterday.

FITZ
Oh really? That's weird.

SHANNON
You haven't seen her?

FITZ
Na, I've been staying here mostly. I told Kat she could stay here too, but she does her own thing. Will knows this, but to be honest, our home life hasn't been the greatest.

TINA
Oh yeah? Join the club. I stayed at Shannon's the last two nights.

FITZ
Really? I'm sorry. You can stay here tonight if you want. Everyone can, we've got enough beds.

TINA
Really? Okay, I'll take you up on that actually. I think I'm wearing out my welcome with Shannon's mom.

SHANNON

You're not, of course you're welcome. I've gotta get home tonight though.

FITZ

Willy, you can borrow my car to give her a ride if you want.

WILL

Yeah sure!

They share a look - silently cheering the other one on.

INT. CAR - NIGHT

Will drives Shannon through the small town streets.

WILL

Do you think you'll play ball in college?

SHANNON

I would, but I'm five-two and half Jewish, let's be real. I do want to go to a big school though. Somewhere with lots of people where I could be just a number.

WILL

You like the idea of being just a number?

SHANNON

Yeah. It's a chance to be a little more invisible than I am here.

EXT. SHANNON'S HOUSE / INT. CAR - CONTINUOUS

Will pulls into Shannon's driveway and parks.

WILL

Why would you want to be invisible?

"Your Body Is A Wonderland" starts playing on the radio. They look at each other awkwardly and giggle.

SHANNON

Sexiest song ever.

They both laugh. An awkward beat. Then they begin to creep towards each others faces.

SHANNON (CONT'D)
You know, I need to thank you.

WILL
For what?

SHANNON
For being, I don't know, cool.
Normal. Like you just wanted to be
my friend and not prove anything.

WILL
You're welcome.
(trying)
It's not a secret I think you're
cute though, right?

SHANNON
No. It's not a secret I think
you're cute either.

A kiss is imminent...

SHANNON (CONT'D)
But... **Willy, I'm gay.**

Boom goes the dynamite. Will is frozen.

WILL
You're-- *gay*?

SHANNON
Please don't tell anyone. I think a
lot of people are starting to
suspect about me and Tina, but I
don't want them to know.

WILL
Wait, Tina?

SHANNON
Yes. We're together. We have been
since the summer.

Will sits back, truly unsure of what to do.

WILL
Wow.

SHANNON
I'm sorry. Do you hate me?

WILL

No! Of course not, it's just-- I had no idea.

SHANNON

I do think you're cute, I wasn't lying. But yeah.

(beat)

Do you still want to go to prom?

WILL

Do you still want to go with *me*?

SHANNON

Yes.

WILL

Then yes. Of course.

SHANNON

Thanks Willy.

She leans in for a tender hug.

WILL

What do we tell Fitz? I mean, he is going with your--

SHANNON

(over)

He knows.

WILL

He knows?!

SHANNON

Yeah. Tina came out to him after we dropped you off the night of the strip club.

Will is even more shocked at this news than he was before.

SHANNON (CONT'D)

So you guys are gonna have something to talk about.

WILL

Yeah, I guess so.

SHANNON

Night Willy.

She kisses him on the cheek and exits the car.

EXT. HIGH SCHOOL - NIGHT

"Bring 'Em Out" by T.I.

SERIES OF SHOTS - the glitz and glam of a movie premiere:

- A red carpet.
- A step-and-repeat.
- Friends and family behind a velvet rope taking pictures.

The gang is all there dressed in their tuxes and dresses:

- Will poses with Shannon.
- Fitz makes goofy faces with Tina.
- Chooch spins and dips Beth.
- The six of them all pose together.

Also:

- Kat is there with Ben Melrose. She looks stunning; he *thinks* he looks awesome.
- Andrew is with a girl who looks like his COUSIN.

A WIDE SHOT then shows us that we are just in the boring, small-town high school's parking lot.

INT. GYMNASIUM - PROM - NIGHT

The gym is decorated beautifully in a Parisian theme. Will and Fitz talk at the snack table.

WILL

So you knew Tina was gay when you asked her?

FITZ

(shrugging)

Yeah.

WILL

Where is she by the way?

FITZ

I don't know, the bathroom I think.

(beat)

She came out to her parents last week. And um-- her dad kicked her out. That's why she was staying at Shannon's. Her parents didn't even acknowledge she was going to prom.

WILL

Why? She's here with you, not Shannon.

Fitz gives him a look. *Really? Is that what you think?*

INT. GIRLS BATHROOM - SAME

Tina is CRYING looking in the mirror. Shannon is behind her.

TINA

I just-- I didn't expect it from my mom too.

SHANNON

You know how brave you are coming out to them though, right?

TINA

I guess.

The door opens and ANDREW'S COUSIN enters. There's just something *off* about her. The girls share a pleasant look, nothing more.

A minute of awkwardness ensues as Cousin goes to the paper towel dispenser and dries off her sweaty armpits. Tina and Shannon have stopped their conversation.

COUSIN

Is everything okay?

TINA

Uh. Yeah. Yeah, it's fine.

COUSIN

Are you two having problems? You know my mom is a relationship counselor.

The socially-unaware bluntness surprises the girls.

TINA

What?

SHANNON

Why would you say that?

COUSIN

No, it's just I think you two are really cute together.

A long beat. *How did she know? How do they respond?*

TINA

Thanks.

Cousin smiles and exits.

TINA (CONT'D)

(half crying, half laughing)

Are we that obvious?

SHANNON
I guess so. Come here.

She pulls her in for a hug.

ANGLE ON: The door to the bathroom is still open. Cousin heard that whole thing.

SHANNON (O.S.) (CONT'D)
Come on. Our 'beards' will wonder
where we went.

O.S. Tina laughs at the term. Cousin leaves quickly.

INT. GYMNASIUM - MOMENTS LATER

ANGLE ON BEN and his FRIENDS in a corner passing around a FLASK. **"Sugar, We're Going Down" by Fall Out Boy** blares in the background.

ANGLE ON Will, Fitz, Chooch and Beth jumping around and playing air guitar to the song.

BETH
Guys, you gotta hold the guitar
down by your knees, and the mic
needs to be too far above your
head.

She starts pantomiming every pop-punk frontman of the early 2000s. The guys are getting a kick out of it.

Shannon and Tina approach.

FITZ
There you guys are!

TINA
Sorry.

WILL
(aside to Shannon)
She okay?

Shannon nods.

IN THE BACKGROUND, Cousin is talking to Andrew and side-eyeing the girls.

The song changes: **"You And Me" by Lifehouse.**

WILL (CONT'D)
(to Shannon)
Dance?

SHANNON
Of course.

All the couples start slow dancing.

ANGLE ON Andrew. He's glaring at the girls.

As the **chorus** hits, Shannon and Tina look over their respective partners' shoulders at each other. It's as though they're dancing with each other.

INT. HALLWAY - LATER

Will and Fitz are walking out to get some fresh air. They pass Ben, who is absolutely wasted, propping himself up on the wall. As they contemplate confronting him...

Andrew approaches behind them with an attitude.

ANDREW
Is that why you cock blocked me
Willy? You wanted to take a couple
dykes to prom?

Will and Fitz turn.

ANDREW (CONT'D)
Or did you two just want to go with
each other?

WILL
Whoa. I don't know what you're
talking about Andrew, but you
better back the fuck off.

ANDREW
Shannon and Tina are lesbians. Now
it makes sense that Shannon
wouldn't blow me after the concert.

FITZ
Keep your fucking voice down and
walk away.

ANDREW
(yelling)
What, you want me to keep my voice
down about your lesbian dates?
(MORE)

ANDREW (CONT'D)

Or the fact that you are a couple
fags too!

Will lunges forward, about to take Andrew out as Mr. Aldrin emerges behind him.

MR. ALDRIN

How about you watch your language
Andrew?

ANDREW

These guys were harassing me.

MR. ALDRIN

No they weren't, I heard the whole
thing.

(softly)

What you're shouting is nobody's
business. And if I hear you say it
again, I'll suspend you. Got it?

Andrew huffs and storms off. Mr. Aldrin turns to the guys.

MR. ALDRIN (CONT'D)

Having fun?

They nod.

MR. ALDRIN (CONT'D)

Good.

He walks off.

INT. GYMNASIUM - DANCE FLOOR - LATER

IN THE CORNER, we see Fitz talking to Tina.

Will is dancing with Kat, who is all smiles.

WILL

Are you going to Nick's after
party?

KAT

Well, we were planning on it...

ANGLE ON: Ben being carried out by Mr. Aldrin. Ben stumbles,
then VOMITS all over the floor.

BACK TO Will and Kat:

WILL

Fucking douche.

KAT
So you're officially leaving me for
L.A. next year, huh?

WILL
Probably.

KAT
That's pretty cool.

WILL
It's pretty scary.

KAT
Why L.A.? I mean, you don't want to
be an actor or anything, do you?

WILL
No, nothing like that. I don't
know, it's-- the *opposite* of here.

Kat suddenly has a deep look of sadness as if to say "*I know exactly what you mean.*"

WILL (CONT'D)
What's wrong?

KAT
Nothing, just-- I'd love to leave.
I know *everybody* here, but somehow
this place just feels-- lonely.

WILL
Yeah. You've got people here who
care about you though. You know
that, right?

The song ends and Will gives her a big hug. She pulls him close. A very tender moment. This is a kind of affection she's needed for a while.

Shannon approaches.

SHANNON
Get your hands off my date!

She and Kat smile at each other.

SHANNON (CONT'D)
What's up baby girl, you good?

KAT
Yeah, I'm good.

SHANNON

Was that your date who just yarked
all over the place?

KAT

It was.

SHANNON

Bummer. Well, I don't mind sharing.
(to Will)
Hey. I'm really sorry to do this,
but I think I'm going to take Tina
home. Fitz is gonna stay.

WILL

Really?

SHANNON

Yeah. We're having fun with you
guys, but Tina's having a hard time
with all this. And apparently
Andrew's been yelling that I turned
him down because I'd rather "munch
carpet."

Will glances at Kat, who's in ear shot.

SHANNON (CONT'D)

She knows. Anyway, I'm sorry. But
thank you for taking us. Really, it
means a lot. Can I call you
tomorrow?

Will is crestfallen, but understands. They hug.

SHANNON (CONT'D)

(softly)

I really do appreciate you. I
didn't think I'd be going to prom
when I moved here.

She kisses him on the cheek and exits. Will stares after her.
Fitz appears.

WILL

Well this sucks balls.

FITZ

Yeah. Let's go get hammered at the
cabin.

EXT. THE CABIN - NIGHT

Beth drives a surprisingly nice Lexus SUV holding Will, Fitz, Chooch and Kat. The boys all have BEERS. As they pull up to the cabin, they see CARS. Several of them.

FITZ
Son of a bitch.

KAT
What are all these people doing here?

FITZ
This is dad's monthly poker night. It's usually at someone else's place.

WILL
You didn't tell him we were gonna be here?

FITZ
I didn't think I had to! Fuck!

CHOOCH
Well, who wants to play some poker?

FITZ
(beat)
Strip club?

KAT
I'm not 18.

FITZ
Then go home, what are you even doing here?

WILL
She didn't wanna go to Nick's alone.

FITZ
I didn't plan on spending my senior prom night with my little sister.

CHOOCH
You didn't plan on taking a lesbian to prom until recently either.

Touché.

BETH
It's okay, I'm glad I'm not the
only vagina. I'm not trying to go
in to work though.

A long pause.

WILL
I've got an idea.

EXT. MILLER HOME - NIGHT

THE IDEA: drunkenly sneak around the back of Will's house
with a case of beer and get in the hot tub.

KAT
Your parents aren't home?

WILL
They've been asleep for hours and
their bedroom is in the front of
the house. We'll be fine.

EXT. MILLER HOME - HOT TUB - NIGHT

Everyone is in their underwear drinking beer, and not being
nearly as quiet as they should.

KAT
Beth, you're really beautiful.

BETH
Thanks hun, so are you.

KAT
Do your parents know what you do?

Everyone's butthole tightens a bit.

BETH
(to Chooch)
You know you've never even asked me
that.

CHOOCH
Don't care. It's actually better if
I think of you as someone who
doesn't have a dad.

BETH
I think I should be offended by
that, but I'm not sure.
(MORE)

BETH (CONT'D)

Anyway, yeah they know. It doesn't necessarily come up at Thanksgiving, but they see that I'm happy.

KAT

You're happy? What's that like?

Will side eyes her. *What the hell does that mean?*

BETH

Ha! Don't get me wrong, I'm sure my shrink could tell you plenty of ways I'm fucked up. I love attention and I'm an extremely sexual person. But I enjoy what I do. For now. It's not a long-term career. But I'm twenty one and already own a house. I have a Roth I.R.A.

(chuckling)

I don't know what a Roth I.R.A. *is*, but I know it's a good idea.

KAT

Wow, that's impressive.

FITZ

Please don't start stripping, Kat.

BETH

(teasing)

Oh? Why not?

FITZ

Cause I-- it's my *sister*--

BETH

I have an older brother, he's fine with it.

FITZ

But--

WILL

He didn't mean any offense Beth. Even though Kat's hot...

FITZ

I will gouge out your eyes, so help me god.

Kat likes that Will thinks he's hot.

BETH
I'm just playing. I don't have a
brother.

Everyone chuckles as we ANGLE ON Will and Kat. Her arm moves in the direction of his leg under water. Then... his reaction tells us SHE'S MOVED PAST HIS LEG.

BETH (CONT'D)
I do have an older sister though,
who got me into ballet when I was
young. I've always loved dancing.

KAT
I used to dance ballet too!

BETH
I teach pole dancing on the side
too, you should come.

KAT
I'd love to!

Fitz pantomimes blowing his head off. Will giggles nervously.

KAT (CONT'D)
What's the worst part about
stripping?

BETH
Captain Save-a-Ho. The guys who
tell me I'm too beautiful or too
smart to be dancing for a living.
Like fuck you, bro. I like it, and
I make a good living.

FITZ
All I'm saying is-- WHAT THE FUCK
ARE YOU TWO DOING?!

Kat is too close to Will, her arm in an incriminating location. Will has a goofy look on his face.

KAT
What?

Will shuffles trying to contain himself. He's not as subtle as he'd like to be.

FITZ
Oh get the fuck outta here!

WILL
No-- we weren't-- aren't-- uhh--

Suddenly, A LARGE SPOTLIGHT SHINES DIRECTLY ON THEM like the heavens have just opened.

Everyone is shocked and covers their eyes as a BOOMING VOICE reigns down from the house.

HOWARD (O.S.)
William! What are you doing?!

Will - half naked, drunk, and busted - can't speak.

HOWARD (CONT'D)
Is there beer in there?!

Every person simultaneously hides their beer UNDER THE WATER.

WILL
(beat)
No!

HOWARD
Throw them into the yard and get in here now! Everyone else go home!

All five beers reemerge and get grenade-tossed into the yard.

Everyone exits gracefully except Will. He DIVES out the side of the hot tub with a full ERECTION, grabs a towel, and runs/falls out of the spotlight's range.

INT. MILLER HOME - KITCHEN - NIGHT

Will is wrapped in a towel as he enters, still in shock and terrified. His father comes out of the shadows to meet him, holding the handheld deer spotting light.

HOWARD
I can't believe you. You are in so much trouble. We'll talk about this in the morning.

And with that he exits, leaving Will standing in the dark.

INT. MILLER HOME - WILL'S BEDROOM - MORNING

The same sequence of shots as before:

CLOSE ON Will DROOLING on his pillow. BANG! Door. Light. Will is startled awake. Howard stands at the threshold.

HOWARD
Church.

INT. MILLER'S CAR - MORNING

Will, again, is hungover.

INT. CHURCH - CHAPEL - MORNING

Will sits in the pew struggling to keep his eyes open.

INT. MILLER'S CAR - LATER

Will is slumped over, asleep against the window.

INT. MILLER HOME - ENTRYWAY - DAY

Everyone enters; Will immediately turns towards the stairs.

HOWARD

Where are you going?

WILL

Back to bed?

HOWARD

Oh no you're not. You're going to change, then clean up all the crap you and your friends left in the back yard. Then you're going to drain, clean, and refill the hot tub.

He pushes past Will and into the house, leaving Will to face his mother. The proverbial "not-mad-just-disappointed" face is in full effect.

BARBARA

I hope you had fun. Your father wants to ground you for the rest of the school year.

INT. WILL'S BEDROOM

Will changes out of his church clothes. He picks up his classic Nokia 3310 and calls Fitz. After two RINGS, the call is answered, then hung up.

EXT. HIGH SCHOOL - MORNING

Barbara drops Will off at school.

BARBARA

Let me talk to you a second.

(beat)

We're not mad at you for what you did. We were both teenagers once too. We're mad at you for-- being a dumb ass!

This catches Will off guard and he laughs.

BARBARA (CONT'D)

We were *home*, I mean, what were you thinking?!

WILL

I-- I wasn't, I guess.

BARBARA

I know you weren't. Anyway. Have a good day.

It's a surprisingly nice mother/son moment.

INT. HIGH SCHOOL - HALLWAY

Will walks in with his head low. He approaches his crew. Fitz doesn't even want to be near him.

CHOOCH

Willy! You're alive! Holy shit dude, what happened after we left?

WILL

Grounded for the rest of the school year. Fitz, can I talk to you for a second?

FITZ

Fuck off Willy.

WILL

Come on man.

Fitz gives him a shove. A couple ONLOOKERS glance their way. Fitz notices, then forcefully pulls Will

AROUND A CORNER:

FITZ

The only reason I don't beat your ass is cause then I'll have to explain myself to everybody.

WILL
Fitz, I'm so sorry man.

FITZ
Fuck you.

WILL
I didn't touch *her*. It just--
neither of us had our dates and it
just *happened*. I feel really bad
about it!

FITZ
(beat)
That it?

WILL
Yeah. I guess.

Fitz storms off.

INT. CAFETERIA - DAY

Fitz and Chooch sit at their table. Will sits alone.

We watch Shannon excuse herself from the "hot girl" table.
She walks over and sits with Will.

SHANNON
Can't have you sitting alone.

WILL
Thanks.

SHANNON
Kat told me what happened.

WILL
Oh great.

SHANNON
Don't worry, no one else knows.

WILL
Is she okay?

SHANNON
She's fine. At least she's fine
with what happened with you guys.
But did you hear she quit the
basketball team?

WILL

No! Why?

SHANNON

Nobody knows. Apparently she told the coach last week. Have you talked to her at all?

WILL

No.

(then)

Seriously, does she hate me?

SHANNON

No, no. She was actually...
(glancing at his crotch)
...complimentary of you, if you know what I mean.

WILL

About what, I didn't-- Oh!

(beat)

Don't tell Fitz that.

SHANNON

Now I'm intrigued.

WILL

I'm never sure how to respond when a lesbian wants to see my penis...

Shannon laughs. Then shrugs.

SHANNON

Cat's out of the bag on Tina and me. She hates it. We're fighting. I'm just like whatever, if they know they know.

(beat)

I think she's more mad that I'm moving away again right after we graduate.

WILL

What do you mean?

SHANNON

My mom wants to move back. This was always temporary.

WILL

Wow.

(beat)

(MORE)

WILL (CONT'D)

So is this how you expected your time here to go? Did the reality meet the expectation?

SHANNON

To be honest, I had no idea. I've really never had any idea. I felt like moving here would make me happy, at least happier than where I was. And it did. Same with Tina. I wasn't sure about my sexuality until I met her, but then she made me happy. That's all I have to go on. So fuck it, do what makes you happy I guess.

Will smiles.

WILL

Kat really told you I-- Girls talk about that stuff?

SHANNON

Oh god yeah.

She WINKS, and they laugh.

"Days Go By" by Keith Urban

INT. MILLER HOME - WILL'S BEDROOM

Will does some work at his desk. In front of him is his big packet from UCLA and a spreadsheet.

EXT. SPEEDY'S LANDSCAPING - DAY

Piles of dirt and rock surround a big parking lot. Will gets out of his car as A FRONT END LOADER pulls up near him. Speedy hops out.

SPEEDY

Hey there young man! What can I do for ya?

WILL

As a matter of fact, I'm looking for a summer job. Landscaping, construction, working the general store. Whatever.

SPEEDY

Bout time your scrawny ass did some
real work. I think we could find
somethin' for ya!

INT. MILLER HOME - LIVING ROOM

Howard is sitting in a recliner reading. Will enters holding
a FOLDER of papers.

WILL

Dad.

HOWARD

Yeah.

WILL

Can I show you this?

HOWARD

Sure, what you got there?

Will hands him the packet. As Howard opens it, Will explains:

WILL

I worked out a budget for school
next year. This is everything I
could think of, but I'd like your
help with it if you don't mind.

HOWARD

(looking)

This is pretty detailed.

WILL

I also applied for an on-campus
job. And after my sophomore year I
can be an R.A. which would get me
free housing.

HOWARD

Wow. You really have put a lot of
work into this.

Will nods as Barbara enters the room. Howard turns and holds
up the packet.

HOWARD (CONT'D)

Do you know about this?

BARBARA

No, what is it?

She WINKS at Will.

HOWARD

Will's taking some initiative. And
I have to say I'm impressed.

WILL

Hey listen, since I've got you in
my good graces, it's my last week
of school. I know I'm grounded
until it's over, but Chooch is
having a get-together tonight. It
may be the last time I see some
people. Can I go?

Howard and Barbara look at each other for a moment.

HOWARD

Home by midnight. If you aren't,
you're grounded for the whole
summer. Don't get my name in the
paper.

Will beams. Then...

WILL

Can I borrow the car?

EXT. / EST. CHOOCH'S HOUSE - NIGHT

Will pulls up to a house with a dozen or so cars in front of
it. The house is in pretty dismal condition. There is an
assortment of trash covering a lawn that rarely gets mowed.
The surrounding neighborhood is even a little sketchy.

INT. CHOOCH'S HOUSE - LIVING ROOM

The inside matches the outside - dirty and in bad shape. We
hear SOUNDS OF A PARTY coming from the basement.

Sitting in a Lay-Z-Boy is AUGIE (60), Chooch's father,
knitting. Yes, knitting. He's out of shape, unkempt but not
unclean, wearing a robe and a multi-colored knitted "Ushanka"
hat with ear flaps, drinking a Smirnoff Ice.

AUGIE

Hey! Will my man! What's happenin'!

WILL

Hey Augie.

He walks up and shakes Augie's hand. The shake goes on for too long.

AUGIE
Tell me somethin'. Are you nervous?

WILL
Am I nervous?

AUGIE
(still shaking)
Are you nervous?

WILL
No.

AUGIE
Then why you shakin'?!

Augie laughs at his terrible joke. Will plays along.

WILL
You got me Augie.

AUGIE
Everyone's downstairs.

WILL
Thanks.

INT. CHOOCH'S HOUSE - BASEMENT

The basement looks like a frat house with a beer pong table and a couple crappy old couches. A modestly sized party - maybe 20 PEOPLE, including Kat.

She walks in, sees Will, and hides before he sees her.

"What U Gon' Do" by Lil Jon & The East Side Boyz blares in the background.

The first person to find Will is Chooch.

CHOOCH
Willy! You're here!

He pulls Will in for a big bear hug.

CHOOCH (CONT'D)
I'm so happy you're here!

WILL
I'm here.

CHOOCH
 Hey, Shannon was asking for you.
 (quieter)
 She and Tina broke up.

WILL
 They-- what?!

CHOOCH
 Yeah.

WILL
 When?

CHOOCH
 Like today. I don't know, it's
 crazy!

Will looks a little excited.

CHOOCH (CONT'D)
 Oh and uh, I think Beth and I are
 gonna break up too.

WILL
 Aw really? How come?

CHOOCH
 Think she was getting sick of the
 high school scene. But come on, did
 you think I was gonna marry her?

WILL
 I was hoping you would, yeah!

CHOOCH
 (laughing)
 Let's get you a drink.

Will hesitates.

WILL
 Yeah, okay.
 (then)
 So, what is an appropriate amount
 of time before we can go back to
 the strip club and see your ex
 girlfriend naked again?

CHOOCH
 Yeah sorry for fucking that up,
 that sucks for all of us.

AT THE KEG - CONTINUOUS

Fitz is filling up his beer. Will and Chooch approach.

FITZ

The fuck?

CHOOCH

Talk.

FITZ

I thought you were fucking grounded.

WILL

(over it)

Do you still wanna beat my ass, Fitz? Cause now would be the time.

CHOOCH

No! No one is beating anyone's ass. Listen, we've been boys since like first grade, so you two are gonna drink and talk this shit out. Willy, you fucked up and broke a major bro code. Fitz, in Willy's defense, your sister initiated.

(beat)

And she's fine as fuck.

This actually gets a smirk out of Fitz. Chooch exits, leaving these two alone.

FITZ

She's also here somewhere, so don't try anything.

(beat)

Your parents let you out?

WILL

Till midnight.

An awkward beat.

FITZ

I can't look at Kat right now because of you. She's been acting fucked up for a week, I didn't even know she was gonna be here.

WILL

I heard she quit the basketball team. She okay?

FITZ

Do you even give a shit?

WILL

Yeah. I do.

FITZ

No, you know what I think? I think you *pretend* to give a shit. I think you're too selfish to actually care.

WILL

How am I selfish, Fitz?

FITZ

Let's see. You used me to bring you to school every day after you mutilated your car doing something only you wanted to do. You planned parties at *my* house because you wanted to. You just *had* to have the new girl in school, and when you didn't get her you went after my *sister*.

He storms off. Will follows.

WILL

You *offered* to pick me up every day. I wanted to throw parties because even though you had the perfect spot, you *wouldn't*. I went after Shannon because I knew you *wouldn't*. Shit, I had to force you to even talk to Tina because you *wouldn't*! You're too scared to do anything!

FITZ

I asked Tina to prom!

WILL

After she came out to you and you realized you had a chance at her saying yes.

FITZ

Oh fuck off, I wasn't scared about anything.

WILL

Oh yeah? Why are you going to Clarion next year?

FITZ

What does that have anything to do with--

WILL

(over)

You're going to college twenty minutes away from here. We used to talk about moving far away *together* to some place amazing, so why aren't you?

Fitz stops. Takes a moment.

FITZ

All the stuff my grandma left in her will still isn't sorted out, so my dad's gotta deal with that *and* his divorce, and he doesn't know what to do, so he drinks. And Kat is struggling with *all* of that. I'm staying close because I want to be close to my family. And I don't know why you don't. *My* mom doesn't give a shit about me and Kat.

(pointing to Chooch)

Chooch's mom works two jobs to support him, his brothers, *and* their deadbeat dad. Tina's parents kicked her out of the house for being gay. And you know why Nick is so good at basketball?

(pointing to Nick)

Because his dad used to beat the shit out of him if he didn't perform well.

(then)

You've got a good life with a family you take for granted, and all you want to do is run away from that?

Will looks away, a little ashamed he said anything. He takes a moment to let all this resonate.

WILL

I'm sorry man. I don't have it all figured out. I don't have *anything* figured out. I'm just trying to do what makes me happy.

FITZ

Yep, you always are. You're always trying to do what makes you happy.

(MORE)

FITZ (CONT'D)

So you can leave me out of it from now on.

Fitz exits. Will is left standing alone, until...

SHANNON (O.S.)

Willy!

Will turns. Shannon is hammered.

SHANNON (CONT'D)

I can't believe you're here, I'm so happy!

She gives him a big hug and kiss on the cheek.

WILL

I'm glad you're here too. I heard about you and Tina.

SHANNON

Shhhh, we won't talk about that. She doesn't like being gay. Neither do I anymore. Let's play beer pong! (declaring to the party)
We got next! Willy is my partner!

BEER PONG TABLE - LATER

Will and Shannon are playing Chooch and a HOT GIRL. Chooch is shooting, and only has one cup left to win.

Will looks at his watch. 11:15.

Chooch drains the final shot. He and Hot Girl CHEER.

SHANNON (CONT'D)

Rematch!

WILL

Actually, do you wanna go somewhere, and--

Nick appears behind them.

NICK

Who's got next?!

SHANNON

Rematch! Come on Willy, we gotta beat them!

WILL
It's just, I don't have much longer
to--

NICK
I got you Shannon!
(aside to Will)
Sorry Willy, you don't mind do you?

WILL
Na, it's-- cool.

SHANNON
Hell yeah! Sorry Willy. Don't go
anywhere!

Will smiles and nods.

INT. CHOOCH'S HOUSE - BASEMENT - COUCH AREA - LATER

Will is sitting alone. He looks at his watch again. **11:25.**
Fuck. He glances over at Shannon, still playing with Nick.
They're flirting. Nick drains the last shot to win; he and
Shannon hug.

To make matters worse, Andrew appears on the couch.

ANDREW
Getting cock blocked by the Big
Man, eh Willy? Hehehe.

Will leans his head back. He's slightly drunk, but mostly
lost in his own thoughts.

ANDREW (CONT'D)
If anyone's gonna turn her straight
I guess it's the star athlete in
school. Not you.

WILL
Shut the fuck up Andrew, I'm not in
the mood.

He closes his eyes in a daze.

ANDREW
Maybe it's you who's not straight.

WILL
I'm not--
(mumbling)
In the mood.

But all Andrew heard was "I'm not."

ANDREW
You're not? Did you just say you're
not straight?!

WILL
No, I--

ANDREW
Did you just come out, Willy?! Hey
everybody!

Only a COUPLE PEOPLE look.

ANDREW (CONT'D)
Willy just said he wasn't straight!

WILL
That's not what I said asshole.

Will's over the whole night. He gets up and goes UPSTAIRS.

Andrew finds the PERSON NEAREST HIM, points to Will leaving,
and tells them what he just said. At the same time...

ANGLE ON Shannon and Nick MAKING OUT.

EXT. CHOOCH'S HOUSE - NIGHT

Will exits, in the worst possible mood. He runs directly into
Kat. She looks frazzled, tears in her eyes.

WILL
Kat. What's wrong?

A few feet away Will spots a Pontiac Firebird with one
OCCUPANT struggling to get out of the back seat.

KAT
Fuck. Nothing, I just need to get
my keys.

WILL
Talk to me, what's up?

BEN (O.S.)
I didn't know you were such a
fucking prude!

ANGLE ON Ben exiting the Firebird while buttoning his pants.
Will takes one look at the situation and goes after Ben.

KAT

Will!

Will GRABS Ben by his popped collar.

BEN

Hey, what the fuck man!

Ben SHOVES him off.

WILL

What happened, Kat?!

Will SHOVES Ben back.

KAT

Nothing!

Ben SHOVES Will *hard*.

BEN

Nothing, you fucking dick! She wouldn't do anything!

KAT

(to Ben)

Yeah but that didn't stop you from trying to force me, asshole!

With that, Will TACKLES Ben. It's almost comedic - neither know how to fight.

KAT (CONT'D)

Stop it!

Chooch appears in the doorway. He doesn't hesitate - he runs over to the brawl, PULLS Ben off Will, PUNCHES him twice in the head, all with shocking speed and strength, and SHOVES Ben onto the hood of his car.

CHOOCH

What's up, Willy?

WILL

This piece of shit tried to get agro on Kat.

CHOOCH

(to Kat)

That true?

Kat lowers her head.

CHOOCH (CONT'D)

You okay?

She nods.

Ben, pissed, drunk, and bloody, SPITS on Chooch. Chooch turns to him, giggles, then HEAD BUTTS him, knocking him out.

Kat and Will share a look. Then she storms into the house.

CHOOCH (CONT'D)

You trying to bounce, Willy?

WILL

I was.

CHOOCH

Go head. I'll take care of him and make sure Kat's okay.

The hug it out. Will goes home.

EXT. MILLER HOME - NIGHT

Will turns the car's headlights off as he pulls in. The CLOCK reads **11:55**. Will puts the car in park and sits there thinking. Silence. Then finally...

WILL

Fuck!!

He rubs his face hard. Looks at his dirty clothes. Opens the glove box, finds gum, and throws a piece in his mouth.

INT. MILLER HOME - UPSTAIRS HALLWAY

Will sneaks to his room, careful not to make a sound.

BARBARA (O.S.)

(half asleep)

Will.

Fuck. Will freezes.

WILL

(whispering)

Hi.

HOWARD

Thanks for coming home on time.

WILL

Sure.

Will stays frozen... That's it. He's home free. He creeps into his bedroom, exhales, and shuts the door.

INT. HIGH SCHOOL - HALLWAY - DAY

Will gets things out of his locker. He looks a few feet away to Kat's locker. There's NO PADLOCK on it.

Curious, Will walks over, looks around, opens it. It's EMPTY. Chooch approaches.

CHOOCH

Holy shit did you miss the best part of the party. Renee Mong did a keg stand *naked*--

WILL

(over)

Why is Kat's locker empty?

CHOOCH

I don't know. Mine is too, has been for weeks.

Will shrugs it off.

WILL

Have you seen Shannon?

CHOOCH

Uhh I saw her earlier. But you probably oughta know something. She hooked up with Nick.

Will stops in his tracks.

WILL

What?

CHOOCH

Yeah. Pretty sure they fucked in my brother's bed.

Will is holding back every jealous emotion there is. We HOLD ON him as Chooch continues, his voice FADING OUT.

CHOOCH (CONT'D)

Bad decision on their part, he jerks off on those sheets a *lot*...

Will's head is swimming. Then Chooch FADES BACK IN.

CHOOCH (CONT'D)
Did you really tell Andrew you
weren't straight?

WILL
What?

CHOOCH
Andrew's been telling people you
came out to him at the party? I've
been calling bullshit, and telling
people he's just jealous of you
taking Shannon to prom, but what
happened?

"Mr. Brightside" by The Killers

Something snaps. Will storms off, ready to murder someone.

INT. HIGH SCHOOL - HALLWAYS - CONTINUOUS

Will is livid, wandering the halls looking for Andrew.
Instead, he finds Tina.

TINA
Hey Will, you okay?

WILL
No.

TINA
I'm sorry. Here.

She gives him a hug.

WILL
Did you hear Andrew talking shit
about me?

TINA
Heard something about it. Don't
worry about him, no one cares.

WILL
They might! What if they believe
him, I wouldn't want people talking
behind--

TINA
(over)
Gossiping about your personal life?

WILL
(realizing)
Yeah. I'm sorry. I heard about you
and Shannon. Are you okay?

TINA
I'm over this place Willy. I can't
wait to get out of here.

WILL
I know how you feel.

They pull each other in tightly.

INT. MILLER HOME - LIVING ROOM

Will is lounging and watching TV. Howard enters carrying the
mail. He tosses another large ENVELOPE at Will.

HOWARD
That's from Clarion.

WILL
Oh really?

HOWARD
I didn't even know you applied to
Clarion.

WILL
(beat)
Safety school.

Will opens the packet.

WILL (CONT'D)
I got in.

HOWARD
Well. Their loss.
(then)
Listen. I know I've been hard on
you, and I've been stressing you
out about leaving and money and
whatnot. But I mean it when I say
this: I'm proud of you. Honestly. I
wish I would have done what you're
doing.

WILL
What do you mean?

HOWARD

Like you said, I've never lived anywhere else. I actually asked my parents if I could take a gap year between high school and college. They wouldn't have any of it. I almost joined the Air Force right *after* college, but then I got the job that I still have now.

(beat)

You are going to have a great adventure, and to tell you the truth, I'm a little envious. But if you change your mind and decide to go to Clarion, I think you'd make your mother happy.

Will smiles and nods.

HOWARD (CONT'D)

But I don't want you to worry about money. I don't want that to prevent you in any way from finding your way.

WILL

Thanks.

HOWARD

You're still getting an on-campus job though.

He pats Will on the back and exits. Will looks down at his acceptance letter and ponders.

INT. MILLER HOME - WILL'S BEDROOM

Will falls back on his bed and takes a deep breath. His phone RINGS. It's Shannon.

WILL

(answering)

Hey.

INT. SHANNON'S HOUSE - BEDROOM - CUTTING BACK AND FORTH

Shannon is CRYING.

SHANNON

Hey Willy. Did you hear?

WILL
Uhh yeah. Yeah I heard.

SHANNON
I'm so sorry.

WILL
I-- I mean thanks, I guess you
don't really have anything to be
sorry about. It's not like we--

SHANNON
(over)
It's so fucked up.

WILL
I guess?

SHANNON
Have you talked to Fitz?

WILL
About what?

SHANNON
(beat)
About Kat.

WILL
Kat? No, I thought you meant you
and-- What about Kat?

SHANNON
**Willy. Kat tried to commit suicide
this morning.**

We've lost pressure in the cabin.

INT. HOSPITAL - NIGHT

Will rushes in. He finds a FRONT DESK WORKER, who points him
where he needs to go.

INT. WAITING ROOM - MOMENTS LATER

Fitz sits alone in the corner staring at the floor. He looks
up as Will enters.

Fitz stands. For a long moment, they just look at each other.
Will's lip is quivering.

Then Fitz falls into Will's arms and BREAKS DOWN. Nothing is said. Nothing needs to be said.

LATER:

Will and Fitz are now seated side-by-side.

FITZ
She threw up all the pills before
it was too late. The doctor thinks
she'll be okay.

WILL
Where's your dad?

FITZ
Sobering up.

WILL
Mom?

FITZ
I called her and left a message.

Will finally sees what Fitz was talking about. He *can't* leave home.

FITZ (CONT'D)
Kat's been on antidepressants for a
couple years now. Nobody knew. I
didn't even know *why*, I just
thought she was struggling with
watching my grandma slowly
deteriorate, and then my parent's
divorce.

WILL
Still, she always seemed happy.

FITZ
Never know what's going on in
someone's head I guess.

WILL
I'm so sorry Fitz, I should have
seen it. I should have been there,
and I shouldn't have--

FITZ
(over)
Shut up. There's nothing you did or
could have done. No one could have.

The door opens and Chooch hurries through.

CHOOCH
She gonna be okay?

Fitz nods as they stand to greet Chooch, who rushes over and gives him a big hug. After a moment, he pulls Will in too. These guys are family.

INT. HOSPITAL - KAT'S ROOM - DAY

Will enters alone. Kat is sitting up, attached to a couple MACHINES and TUBES. She looks rough.

WILL
Hey Kat.

She lowers her head.

WILL (CONT'D)
I won't stay if you don't want me to. I just wanted to say I'm glad you're okay.

KAT
Thanks.

Will slowly approaches. Leans down, and kisses her on the forehead. Tears form in her eyes.

KAT (CONT'D)
I'm so embarrassed.

WILL
Don't be embarrassed. Just--
fucking promise me you won't do
anything like this again.

She looks at him. Nods.

WILL (CONT'D)
You know I got on anti-depressants when I was twelve? I couldn't stop crying over nothing, I didn't want to do anything or see anybody, or even get out of bed. I was obsessed with death, I thought it would be easier than living. You know what pulled me through? My favorite people. Especially your brother.
(then)
If you ever need anything, please call me.

She smiles. Then looks over Will's shoulder. Will turns to see Fitz is standing in the doorway.

FITZ

Please... don't start making out.

Everyone chuckles. ANGLE ON Will holding Kat's hand.

Music cue.

INT. MILLER HOME - KITCHEN

Will looks around at his family passing food, talking, smiling. Together. He really doesn't have it so bad.

EXT. / EST. HIGH SCHOOL

The marquee out front reads "**Congratulations Seniors!**"

INT. HIGH SCHOOL - ENTRYWAY - MORNING

The last day of school. Everyone is in good spirits. Will and Fitz are talking and laughing together.

FITZ

You're gonna be working at the mall?

CHOOCH

It's not like I'm working at Foot Locker, it's Kay Jewelers! Every kiss begins with Chris, baby!

WILL

Chooch, I'm very serious about this question.

(beat)

What is an appropriate amount of time before we can see your ex naked again?!

Everyone laughs and Chooch playfully shoves him.

ACROSS THE HALL Shannon walks past Andrew.

ANDREW

Dyke.

He snorts with laughter, thinking people will join him. No one does. Then Andrew looks at Will.

ANDREW (CONT'D)

And there's the guy who declared to
an entire party that he's also not
straight!

Will looks like he wants to do something. Then suddenly...

BAM!! Out of nowhere, Andrew is KNOCKED THE FUCK OUT.
Standing over him... Tina.

Will, Fitz, and Chooch are dumbfounded for a moment. Then
burst out into LAUGHTER. A cacophony of "OHH!" and "Oh shit!"
from ONLOOKERS.

Shannon grabs Tina and KISSES HER hard. Everyone CHEERS!

The bell RINGS. Andrew is still on the ground, barely
conscious.

FADE TO:

EXT. MILLER HOME - BACK YARD - DAY

"Drop It Like It's Hot" by Snoop Dogg and Pharrell Williams

SUPER: **"SUMMER"**

It's Will's graduation party. A TENT is set up with a buffet,
balloons, and all the trappings. THE LOCALS are all there
helping the Miller family finish setting up.

Howard gets Will's attention.

HOWARD

Hey I think Dave wants to give you
something.

Dave walks up with an ENVELOPE.

DAVE

Wanted to give this to you before
anyone else arrived.

HOWARD

Everyone come here, Will's opening
Dave's gift!

Everyone gathers around. Will takes it and opens it. Inside
is a CHECK for **\$20,000**.

WILL

Holy shit.

DAVE

Since you're in my will, I figured if I didn't start giving you some now, you'd just murder me for L.A. rent money. That's for you to spend however you want.

RUSTY

But...

DAVE

But... Rusty promised he'd find you a new car at cost.

WILL

Wow. This is unbelievable, thanks Dave.

DAVE

Couldn't be happier to give that to you. Proud of you kiddo.

They hug. Howard and Barbara both smile wide.

DAVE (CONT'D)

I don't know how you're going to deal with that L.A. traffic though.

WILL

Well, actually I have an announcement about that.

(beat, silence)

I've decided... that if *traffic* is the worst thing about L.A. then I'm still gonna take my chances.

EXT. MILLER HOME - BACK YARD - DAY

The party is in full effect now. SPEEDY is drunk off Busch Light telling a story as only Speedy can, surrounded by Will, Edwin, Rusty, Dave, Fitz, and Chooch.

SPEEDY

So we get back to the ship, and I'm lit the hell up, I mean I can't even feel my goddamn face from all them tequila shots we was takin'. Gabby's all pissed at me for gettin' so drunk. Tells me I need to clean myself up, so I hop in the shower. Which is no easy task, yinz ever see a cruise ship shower?

(MORE)

SPEEDY (CONT'D)

It don't fit guys like me too good in'er! Anyhow, next thing I know I wake up buck naked in my bed. Gabby's gone, I have no idea where in the hell she is. I figure she went to get coffee or somethin'. Next thing I know, some sumbitch is knockin' on the front door wakin' me up. An' I'm in my birthday suit, so I'm fallin' over lookin' for some goddamn clothes. Can't find 'em. Can't find clothes, can't find my bag, nuthin', so I wrap a towel around myself and answer the door. Turns out I overslept and the ship is de-boarding. So I ask the guy, this little skinny kid, I ask'm, 'hey, where's my bag?!' Turns out, you gotta pack up yer bag the night before you get off the boat. And I was so drunk, I threw all my goddamn clothes in'er, passed out, and didn't even know they were taking it! So now I'm buck-ass naked and they're telling me to leave!

Everyone is in stitches.

EDWIN

What'd you do?

SPEEDY

Wrapped myself in a towel and walked my fat ass off the boat like I owned the sumbitch!

Even harder laughter.

SPEEDY (CONT'D)

Made it almost all the way to the customs counter 'fore someone I knew found me and got me a Tommy Bahama to wear.

(beat, to Will)

Lemme tell ya' *that's* an embarrassing story 'bout bein' caught with yer pants down, your hot tub shit is kid stuff.

Everyone disperses except Will, Fitz, and Chooch.

CHOOCH
(looking O.S.)
Wooooo! Damn girls!

Shannon and Tina are walking towards them.

WILL
Hey guys!
(to Shannon)
I thought you moved back.

SHANNON
I'm back here for this!

Everyone exchanges hugs.

SHANNON (CONT'D)
Can you follow me to my car? I've
got your graduation present.

EXT. MILLER HOME - DRIVEWAY

Several cars are parked haphazardly out front. Will and Shannon arrive at an old Camry.

WILL
Okay seriously, you didn't have to
get me a pres--

Shannon grabs his face and KISSES him. A good, long, romantic, Hollywood kiss. When they stop, they look deep into each other's eyes.

SHANNON
Yep. Still gay.

Will can't help but laugh.

SHANNON (CONT'D)
I had to see what it was like
kissing you, I've kind of always
wanted to!

WILL
Same here.

SHANNON
So I think I owe you an explanation
about what happened with Nick.

WILL
You really don't.

SHANNON

Nick and I didn't have sex.

WILL

You didn't?

SHANNON

No. He wanted to. He may be telling people we did, but we didn't do anything. And you'll never guess who stopped it. Andrew.

WILL

Andrew stopped you guys?

SHANNON

Well, he burst in the room to tell us you were gay...

(laughing)

But then Nick couldn't get it up. I don't think I would have anyway.

WILL

Wow, no wonder you're still gay.

They laugh and head back to the party.

EXT. MILLER HOME - BACK YARD

SERIES OF SHOTS of Will shaking hands and hugging the guests. His town is there for him. Proud of him.

LATER:

Will, Chooch, and Fitz are talking to Howard and Barbara.

HOWARD

So Chooch, no college for you?

CHOOCH

Na, not for me. I'm not the academic type, you know?

BARBARA

Well as long as you're happy.

CHOOCH

Come on, I love it here!

HOWARD

And Fitz, you all set for Clarion?

FITZ

Yep. I'll be living at home for the first year, then we'll see how things go. And you know, they do have a sister school in Ireland.

He and Will share a look.

BARBARA

Well you can always come over for a meal if you want to.

FITZ

Thanks Mrs. Miller.

BARBARA

And you two are joining forces for your grad party next weekend at your dad's cabin, huh?

CHOOCH

Yep!

(sotto to Will)

And then after the parents leave we're gonna blow the fucking roof off that joint. *Finally.*

FADE TO:

EXT. THE CABIN - NIGHT

"Call On Me" by Eric Prydz.

The party of the motherfucking century.

- Keg stands
- Shots
- Fireworks
- Everyone drinking, smoking weed, and CHEERING
- Will and Edwin are on the same beer pong team. Edwin shoots, then Will. Bang, bang - two made shots wins the game against NICK and another big BASKETBALL PLAYER.
- Chooch is dancing like a maniac.
- Will is watching and laughing. Kat sneaks up behind him, pats him on the butt, and hands him a BEER. She smiles her big smile. Will gives her a hug and a kiss on the head.
- Beside Will is Andrew, sporting a nice shiner. Will cracks the beer and hands it to him. Andrew nods and toasts him.

- We see a BEER FUNNEL in the center of a CROWD. It goes down fast. The drinking champ: ANDREW'S COUSIN.

- Will stands between Fitz and Chooch. All three hold up beers with one hand, keys in the other. They cheers. Flip their beers upside down, blast a hole in the bottom with the keys, and SHOTGUN them down.

FADE TO:

AS THE END CREDITS ROLL:

INT. STRIP CLUB - NIGHT

POV FROM BETWEEN A DANCER'S LEGS shows Will, Fitz, Shannon and Tina all sitting at the stage.

REVERSE: The dancer does a little move that puts her ass right in the crew's faces. Then she bends over, looks between her legs, and sees them. It's TAYLOR (BETH).

BETH
I know you guys!

POV FROM BETWEEN HER LEGS: All four wave and smile.

FADE TO BLACK.

THE END.