

"IMAGINATION"  
A Modern-Day, Old-Fashioned Musical

by  
Dean Ward

**AUTHOR'S NOTE:** From the mid-1940's through the mid-1950's, producer Arthur Freed and his legendary "Freed Unit" at MGM turned out a collection of what are widely considered the greatest film musicals of all time. While very stylish, these musicals never allowed style, spectacle or gimmickry to overshadow the talents of the charming, charismatic, triple-threat performers featured on screen. Stars like Frank Sinatra, Gene Kelly, Fred Astaire and Judy Garland brought an exuberance and virtuosity to the film musical which, to this day, remains the gold standard of the genre. Inspired by the emergence of a new crop of versatile, charming and musically-inclined stars, this script marks an effort to capture the essence of Arthur Freed's canon, but in a contemporary context. In short, foolhardy though it may be, what you're about to read aspires to be an original, modern-day "Freed Unit" musical...

EXT. WINWARD AVENUE - VENICE, CA - PRESENT DAY

JOEY FINN (late 20's, handsome) parks his vintage Lambretta scooter and walks away, a guitar case hanging over his shoulder. He's got a winning confidence and old-school swagger about him. In the middle of the last century, where Joey really belongs, he might've been described as "jaunty."

JOEY (PRELAP)  
(singing)  
*So anytime you're feeling low.  
'stead of letting go.  
Just remember that ant...*

INT. VENICE BEACH PRESCHOOL - SAME

Joey now sits in front of a class of PRESCHOOLERS, strumming his guitar and singing Frank Sinatra's optimistic anthem "High Hopes." Two FEMALE TEACHERS (30's) swoon.

JOEY  
(singing)  
*Whoops, there goes another rubber  
tree plant.*

He nods at the kids, giving them the cue to join in.

JOEY/KIDS  
(singing)  
*Ker-plop!*

The kids LAUGH, loving it.

JOEY  
(to female teachers)  
Do I have time for one more?

The teachers both nod, smitten... he can sing all day as far as they're concerned.

JOEY  
(to kids)  
Okay, I'm gonna try something new.  
Who knows how to tap dance?

No hands go up.

JOEY  
Nobody? Okay, who knows how to  
walk?  
(all hands up)  
Who knows how to stamp their feet?  
(MORE)

JOEY (cont'd)  
 (hands higher)  
 Anybody know how to hop?

The kids raise their hands higher, excited. Several KIDS show off their hopping skills.

JOEY  
 Well, my grandpa used to tell me if  
 you know how to walk, stamp your  
 feet and hop, then you know how to  
 tap dance.

He reaches into his guitar case, pulls out a brown paper bag, and pours a handful of stainless-steel washers into his hand.

JOEY  
 And these are gonna be your taps.  
 I'm gonna give each of you four  
 pieces of tape and four washers.  
 Miss Kathy and Miss Lori can help  
 you stick 'em on.

As the teachers approach to help, we...

CUT TO:

INT. PRESCHOOL CLASSROOM - LATER

Joey strums a snappy INTRO, then points to a GIRL.

GIRL  
 I got!

JOEY  
 (singing)  
 ...*Rhythm*...

A BOY bounces and eagerly raises his hand. Joey points to him.

BOY  
 I got!

JOEY  
 (singing)  
 ...*music*...

Joey points to a SHY GIRL, who smiles.

SHY GIRL  
 I got.

JOEY  
 (singing)  
*...my gal.  
 Who could ask for anything more?*

It's mayhem as Joey and the kids beat the crap out of the linoleum floor with their makeshift tap shoes (a hectic homage to Gene Kelly's iconic 'I Got Rhythm' number from "An American In Paris"). Several kids climb on top of tables, hoofing up a storm. It's the kind of wild abandon and lack of inhibition that kids make look easy.

CUT TO:

EXT. STREET - LATER

We continue hearing Joey's spirited rendition of "I Got Rhythm" as he drives home through the streets of Venice. He's happy as hell, feeling great.

JOEY (V.O.)  
 (singing)  
*Ol'Man Trouble,  
 I don't mind him.  
 You won't find him  
 'Round my door.  
 I got starlight,  
 I got sweet dreams,  
 I got my girl...  
 Who could ask for anything more?*

INT. JOEY'S APARTMENT - STAIRWELL - LATER

Joey double-steps the staircase, heading up to his apartment above a storefront on Abbot Kinney Boulevard. He opens the door and enters into...

INT. JOEY'S APARTMENT - SAME

His girlfriend RACHEL (20's, attractive in a trendy sort of way) sits nervously, waiting for him. We can see from the decor of the apartment that Joey has a somewhat obsessive appreciation of the past (i.e. a massive vinyl collection, Sinatra memorabilia, vintage cameras, etc).

JOEY  
 Hi, baby... I just played down at the school again. They wanna make it twice a week now.

He kisses her cheek, puts down his guitar.

JOEY

You know, if those kids weren't four, I would totally hang with them. There are several kids in that class I would love to grab a beer with.

Rachel doesn't laugh, something's on her mind.

JOEY

What? I'm kidding. What's the matter?

RACHEL

I got that part, Joey.

JOEY

What part?

RACHEL

On "Understudy."

JOEY

"Understudy?" High school senior by day, Broadway understudy by night. Please tell me you're joking.

RACHEL

I'm gonna play a big music superstar - like a Nikki Minaj-type, with crazy costumes and fun wigs - who takes Becky under her wing and helps her realize her dream to become a pop diva.

JOEY

I'm happy if you're happy, Rach... but, I mean, that show's unwatchable. The musical numbers are crap. You're too good for a show like that.

Rachel stands up, her narcissism and blind ambition can't be reasoned with.

RACHEL

Maybe so, but I'm taking it, Joey. I'm excited. Seth really went to bat for me.

The mention of Seth clearly irritates Joey.

JOEY

I'll bet he did.

RACHEL

This has nothing to do with Seth. It's just that I really need to focus on my career right now. The cast releases records, they go on tour, they're on lunch boxes and backpacks.

JOEY

(sarcastic)

Why didn't you say so? Lunch box and backpack famous - who could resist that?

RACHEL

Not me.

Losing her patience, Rachel punctuates her point by picking up a packed suitcase.

JOEY

Where are you going?

RACHEL

I'm leaving, Joey. For good. This isn't an apartment, it's a museum.

JOEY

What's wrong with museums?

RACHEL

I hate museums! It's like you're trapped in the past. I'm getting out before I end up trapped there with you.

JOEY

I'm sorry, Rach. Let me back up. You'll be great. You'll take the show to another level.

RACHEL

It's no use, Joey. We're too different. You can be famous in 1955 if you want to. But I wanna be famous now.

(snippy)

I happen to like "Understudy." It's what people like. You know, people today.

Joey shrugs, the fight gone from him...

JOEY

Yeah, well maybe people today are  
idiots.

Rachel passes him, exiting through the door.

CUT TO:

INT. JOEY'S APARTMENT - MOMENTS LATER

Joey watches through the window as Rachel exits their front door and gets into a waiting convertible. In the driver's seat, we see SETH GORDON (20's, blonde). He's got the kind of face insipid boy bands were invented for. Rachel kisses him as she enters the car. Off Joey's look, jilted...

CUT TO:

INT. JOEY'S APARTMENT - LATER

Joey opens iTunes. He does a search for "Frank Sinatra" and double clicks on Sinatra's "In The Wee Small Hours" album - the one with a forlorn Sinatra leaning against a lamppost on the cover. Joey plays Sinatra's haunting rendition of "What Is This Thing Called Love"...

FRANK SINATRA

(singing)

*What is this thing called love.  
This funny thing called love.  
Just who can solve its mystery.  
Why should it make a fool of me?*

As the song continues to play, we...

DISSOLVE TO:

EXT. SANTA MONICA STREET - NIGHT

Joey walks down the sidewalk, depressed, passing a lamppost not unlike the one on Sinatra's album cover. A foggy marine layer serves to further underscore his mood...

FRANK SINATRA

(singing)

*I saw you there...  
One wonderful day.  
You took my heart,  
And threw my heart away...*

A HAPPY COUPLE leans on a nearby car, kissing. Joey passes them, miserable, and enters The Gaslight Bar. The retro sign says "World Famous Karaoke: Nightly."

FRANK SINATRA

(singing)

*That's why I ask the lord,  
In heaven above...  
What is this thing called love?*

DISSOLVE TO:

INT. GASLIGHT BAR - SANTA MONICA - LATER

Joey now sits at the bar, his empty whiskey glass being refilled by the bartender, AUSTIN (30's). Joey's best friend ZACK (20's) is also there, trying to console him. As they talk, Zack sets up karaoke equipment and signage.

ZACK

You guys weren't even right for each other. You're old-school crooner and she's new-school auto-tune.

AUSTIN

And she made you watch Bravo all the time. How many Real Housewife marathons and Kardashian spinoffs can a man take?

JOEY

The Kardashians are on E!

ZACK

(to Austin)

Yeah, get your trashy reality shows straight. You probably think Honey Boo Boo is a breakfast cereal.

JOEY

I feel like cuing up every Sinatra saloon song and playing them back to back.

AUSTIN

Yeah, well don't. That would make for a very depressing evening of karaoke.

(messing with him)

Come on... You must have something to live for?

JOEY

I've got an audition tomorrow.

AUSTIN

See, that's great. For what?

JOEY

I don't know. Some dumb show. A singing competition.

ZACK

Which one? You never told me that.

JOEY

Doesn't matter. They're all the same, anyway.

ZACK

Actually, they're not. For instance, some have spinning chairs and some don't.

Joey almost cracks a smile.

JOEY

I think this one doesn't, but it does have a mean British judge. Or maybe he's Australian.

ZACK

Perfect. Throw in a mentally unstable, washed up pop diva in the midst of a messy divorce and you've got yourself a hit.

JOEY

I think they were all too fucked up on prescription pills to close a deal.

AUSTIN

Well, either way, this is fantastic. You officially have something to look forward to - an audition.

(pointing to the karaoke stage)

So think about that tonight while you're up there hosting. And play some Iggy Azalea and Chris Brown, okay?

JOEY

Okay, but I'm not gonna pretend I like it.

AUSTIN

You're not getting paid to like it, just to play it. I don't care how depressed you are.

(MORE)

AUSTIN (cont'd)  
Lay off the Rat Pack shit. This  
isn't some Vegas lounge circa 1963.

JOEY  
(finishing his drink)  
You're telling me. They knew how to  
pour a decent drink back then.

Joey stands up, ready to tackle his Karaoke hosting duties.

CUT TO:

INT. GASLIGHT BAR - SANTA MONICA - NIGHT

The bar is now packed, with Joey emceeing the karaoke festivities and Zack DJ'ing the music. In a SERIES OF SHOTS, we see Joey drinking a tad too much as he feigns enthusiasm for...

-A GAGGLE OF COLLEGE GIRLS singing "All About That Bass."

-A WANNABE RAPPER struggling through a verse of Wiz Khalifia's crass "Work Hard, Play Hard."

-An OLD GUY butchering "Wrecking Ball."

-Now clearly drunk, Joey joins a TERRIFIC FEMALE SINGER for the final verse of Adele's "Rolling In The Deep."

JOEY  
(drunk, singing)  
We could've had it a-a-a-all!

Zack and Austin exchange a look of worry. Joey is caught up in the emotion of the song, getting way too into it. He takes over the mic, slightly freaking out the female singer, who backs away.

EXT. JOEY'S APARTMENT - LATER

Zack's car pulls up in front of Joey's door.

INT. ZACK'S CAR - SAME

Joey is in the passenger seat, the effects of the booze have slightly subsided.

JOEY  
Thanks, man.

ZACK  
It's cool.  
(handing him some cash)  
(MORE)

ZACK (cont'd)

That's your share, minus your bar tab. Not too much left, actually.

JOEY

Ah, it's only money.

ZACK

You gonna be alright?

JOEY

Sure.

ZACK

Want me to call you in the morning and make sure you're up for that audition?

JOEY

That's nice, but I'm not going. It's a waste of time.

ZACK

Just go. That's the thing about show-business. You never know when it's gonna be a humiliating waste of time or when it's gonna be a humiliating waste of time that somehow changes your life. You told me that once.

JOEY

That was the old me. The old me must've been really annoying.

ZACK

He was. But not as annoying as the new you. Now get out.

Joey smiles and exits the car.

CUT TO:

INT. PUBLIC BATHROOM - THE NEXT DAY

Joey looks in the mirror. He tweaks his hair and straightens the skinny tie and vest he's wearing. He looks decent, considering the night he had. He splashes water on his face and exits to...

EXT. SONY STUDIOS - SAME

Joey strides along the pavement between two giant soundstages, a piece of sheet music tucked under his arm.

INT. REHEARSAL HALL - SONY STUDIOS - MOMENTS LATER

Dozens of young SINGERS have been wrangled into a rehearsal hall, filling out paperwork prior to their auditions. Joey sits next to ELSIE HOGAN (20's, saucer eyes, a vintage flair and refreshing innocence). A PRODUCTION ASSISTANT approaches with two clipboards of paperwork.

PRODUCTIONS ASSISTANT

The usual stuff. We're gonna need some personal info and a signed release form before you can audition.

Joey and Elsie take the clipboards and the Production Assistant moves on.

ELSIE

(to Joey)

Do you have a pen I can borrow?

JOEY

Sure.

He fishes a pen out of his pocket and hands it to her. She inspects the pen, impressed.

ELSIE

Wow, a Parker Jotter. 1953?

JOEY

1954.

ELSIE

(looking more closely)

Oh yeah, you're right. Ribbed grey nylon barrel, stainless steel cap, chrome plated trim. A hundred and forty five dollars?

JOEY

Thirty five bucks on Ebay.

ELSIE

Good deal. It's in great condition.

JOEY

(teasing her)

Is it just pens or do you love pencils too? Cause I have a collection of number twos that oughtta be in the Smithsonian.

Elsie laughs. It's a cute laugh, which Joey immediately takes note of.

ELSIE

My parents used to own an antique store - it's kinda in my blood. When I'm not totally failing to achieve my show business dreams, I work as an appraiser at the Rose Bowl swap meet.

(eyeing him with a droll smile)

I can look at just about anything and tell you instantly if it's a rare find or a worthless piece of junk.

She signs her form and hands the pen back. Off Joey, charmed...

CUT TO:

INT. SOUNDSTAGE - SONY STUDIOS - LATER

Elsie is in the spotlight, standing on a proscenium before a table of PRODUCERS and CASTING DIRECTORS. Joey and the rest of the PROSPECTS watch from folding chairs in the audience as Elsie performs a sultry, upbeat version of Irving Berlin's "Shaking The Blues Away."

ELSIE

*Shaking the blues away,  
Unhappy news away...  
If you are blue, it's easy to..  
Shake off your cares and troubles.  
Telling the blues to go,  
They may refuse to go...  
But as a rule, they'll go if you'll,  
Shake them away.*

Joey leans forward, intrigued. Elsie doesn't just sing, she dances a bit too - a full performance.

ELSIE

*Do like the voodoos do,  
List'ning to a voodoo melody.  
They shake their bodies so,  
To and fro...  
With every shake, a lucky break.  
Proving that there's a way,  
To chase your cares away...  
If you would lose your weary blues  
Shake 'em away. Shake 'em away!*

Elsie finishes and curtsies to polite applause.

CASTING DIRECTOR

You have a terrific voice, but I'm afraid the judges are looking for somebody with a more contemporary sound. Could you sing a more modern song, perhaps?

ELSIE

I could, but I don't want to. Thanks anyway. I had fun.

Elsie grabs her sheet music from the piano player and exits.

EXT. SONY STUDIOS LOT - SECONDS LATER

Elsie exits the soundstage, walking briskly. Joey exits the soundstage and follows after her.

JOEY

Wait up!

Elsie turns.

ELSIE

I already gave your pen back.

JOEY

I know. You were great. They're a bunch of idiots.

Elsie keeps walking... Joey hurries to keep pace with her.

ELSIE

No, it's my fault. That's what I get for buying all my sheet music at swap meets.

(then)

Aren't you gonna audition?

JOEY

Why bother?

(smiling, holding up his sheet music)

My song is even older than yours.

They laugh.

ELSIE

I don't even care. I just came down here today so I could walk around the studio a bit.

(MORE)

ELSIE (cont'd)  
 My favorite movie was filmed here.  
 Growing up, I had a bit of a crush  
 on Gene Kelly.

JOEY  
 Singin' in the Rain, right?

ELSIE  
 Yeah... So you know Gene Kelly?

JOEY  
 Sure. Growing up, I had a bit of a  
 crush on Frank Sinatra. Sinatra and  
 Kelly made three pictures together.

Elsie laughs.

JOEY  
 What?

ELSIE  
 You called them pictures.

JOEY  
 (going with it)  
 Right. Moving pictures.  
 (then)  
 Why, what do the kids today call  
 them?

ELSIE  
 I think "franchises." Or maybe it's  
 "branded entertainment."

JOEY  
 Hey, Sinatra and Kelly actually did  
 a TV special together too.  
 (quizzing her)  
 Bet you can't name it.

ELSIE  
 What kind of novice do you take me  
 for? "Ol Blue Eyes Is Back."

JOEY  
 Okay, what song did they perform?

ELSIE  
 Nice N' Easy.

JOEY  
 Hey, you're good.  
 (singing and improvising a  
 soft-shoe)  
 (MORE)

JOEY (cont'd)  
*Let's take it nice and easy,  
 It's gonna be so easy,  
 For us to fall in love.*

ELSIE  
 You dance too?

JOEY  
 Nah, just messin' around. My grandfather tried to teach me. He was a hooper in his day, but I'm hopeless. That's my problem... I've got it all backwards. I dance like Frank Sinatra and sing like Gene Kelly.

ELSIE  
 Are you insulting Gene Kelly's singing voice? Cause, if you are, this conversation is over.

JOEY  
 Did I say I sing like Gene Kelly?  
 I meant to say Kelly Clarkson.

Elsie laughs, as they turns a corner. They pass an open soundstage.

ELSIE  
 I'd give anything to be walking past these soundstages sixty or seventy years ago. I grew up loving movies, loving Hollywood - it's the whole reason I moved out here - but the Hollywood I love doesn't exist anymore.

Joey stops, forcing Elsie to stop too.

JOEY  
 Sure it does. The past is all around us. I feel it every day.

ELSIE  
 Then I must be looking in all the wrong places.

JOEY  
 I'm sure you are. Because you don't have to look anywhere. If you can imagine it, it exists. Fact is, most of the great stuff people get nostalgic about didn't exist then, either. They created it.

(MORE)

JOEY (cont'd)

That's why these places were called dream factories. But I'm gonna let you in on a little secret... anyone can manufacture dreams. It doesn't cost a cent.

ELSIE

Unless you're talking about broken dreams - those can set you back a bit.

JOEY

I'm serious. You wanna know what it was like here back in Hollywood's heyday, then imagine it. Make it happen.

(pointing to his head)

We all come pre-loaded with photoshop. Kids have got it all figured out. When a kid wears his Spiderman pajamas out to the supermarket, he's not wearing Spiderman pajamas -- he is Spiderman. And the guy stocking avacados in the produce aisle is The Green Goblin! The dude in the white jacket behind the deli counter -- that's the evil crime lord Kingpin!

He grabs Elsie's shoulders and turns her toward an alleyway between two soundstages.

JOEY

Go ahead, give it a try.

ELSIE

What, like close my eyes?

JOEY

No, anyone can see a dream with their eyes closed - the trick is to leave them open and see one. Okay, first lets get rid of all the ugly stuff...

As Joey speaks, he motions with his hands, as if manipulating an iPad screen.

JOEY

Telephone wires, rusty storage sheds, dumpsters, modern-day, non-descript automobiles and clothing...

...and, just like that, the telephone wires, storage sheds and dumpsters are swiped out of existence.

JOEY

Gone.

WORKERS now pass in fifties-era clothing, and every vehicle in sight is a fifties vision of glamour and style.

JOEY

That's better. Then we've gotta jazz up the color palette a bit -- I'm guessing you're a three-strip Technicolor kind of girl.

Joey waves his arms. Like a human Instagram app, the whole scene suddenly takes on the vibrant, saturated hue of a Technicolor musical.

JOEY

Okay, almost done. Time to call Central Casting. The average studio used to crank out more than a hundred pictures a year back in the day. We've gotta make this place look a whole lot busier!

Sure enough, the scene before their eyes now looks like a bustling movie studio circa 1950... FLAPPER GIRLS in Jazz-age costumes and tap shoes pass by, EXTRAS dressed for a Roman Chariot race smoke cigarettes by a staircase, a DIRECTOR soars overhead on an old-fashioned boom, a DAPPER PRODUCER passes in a fifties-era vehicle.

JOEY

Do you see it?

Elsie smiles, clearly transported...

ELSIE

I do.

JOEY

Great... and you've still got your eyes open. Now you've gotta open your ears.

ELSIE

My ears?

JOEY

Sure...

A MUSICIAN passes them holding an upright bass... he enters a Scoring Stage. As he opens the door, we hear MUSIC emanating from within. Joey grabs the door, keeps it from closing.

JOEY

You hear the orchestra, don't you?

Elsie concentrates, struggling to hear the imaginary orchestra...

ELSIE

I guess maybe a little.

JOEY

Here, let me turn it up.

Joey opens the door wider, causing the music to amplify and spill outside. It's an upbeat arrangement of the Jimmy Van Heusen/Johnny Burke standard "Imagination."

ELSIE

(smiling)

Yeah... I hear it now.

JOEY

Arrangement's kinda sappy.

ELSIE

(laughing)

Maybe a little.

JOEY

It could use a little Nelson Riddle swing, some Count Basie horns.

Joey snaps his fingers and, sure enough, the musical arrangement changes on command. Elsie nods -- she's not just playing along, she really hears it.

JOEY

Better, right?

ELSIE

Much.

As the first verse approaches, Joey seamlessly transitions into song...

JOEY

(singing)

*Imagination is funny.  
It makes a cloudy day sunny.  
Makes a bee think of honey,  
Just as I think of you.*

(MORE)

JOEY (cont'd)

*Imagination is crazy.  
Your whole perspective gets hazy.  
Starts you asking a daisy  
"What to do, what to do?"  
Have you ever felt a gentle touch,  
and then a kiss, and then and then...  
Find it's only your imagination again?*

They dance, spontaneous, free of all inhibition - feeling the sparks of that rarest and most mysterious human interaction... instant chemistry. Joey opens a soundstage door and they enter into...

INT. 1950'S SOUNDSTAGE - SAME

They run behind a row of flats until they reach the front of a set. Their dance takes them through several fifties-era movie sets, in which they play act according to the rituals of courtship associated with each venue...

-A PARK BENCH, where they meet cute...

-A BAR where they enjoy a drink and grow intimate...

-A HOTEL where they slyly insinuate consummation...

-A FIFTH AVENUE JEWELRY STORE, where Joey presents her with a ring...

-A STATELY HOME, where Joey carries her over the threshold...

-Finally, they return to THE PARK set, where Elsie now has a cushion under her shirt and dances mock-pregnant.

JOEY

(singing)

*Imagination is silly.  
You go around willy-nilly.  
For example,  
I'll go around wanting you...  
And yet I can't imagine,  
That you want me, too.*

Finally, the song comes to an end. The Technicolor hue fades back to a more realistic, modern-day palette of starkness. The sets are no longer fifties-era, but rather garish current-day sitcom sets.

An OFF-SCREEN door SLAMS, startling them out of their reverie. Amongst the messy myriad of equipment and flats, a gruff SECURITY GUARD appears at the back of the soundstage.

SECURITY GUARD

I'm gonna have to ask the two of  
you to leave now.

CUT TO:

EXT. STREET - LATER

They run out of the studio, laughing. Elsie makes her way  
toward a nearby bus stop.

ELSIE

I've gotta catch a bus back to the  
valley.

JOEY

Nobody takes the bus in L.A.

ELSIE

You do if you don't plan on  
staying. I gave myself a year to  
get my career going or I'm heading  
back home.

JOEY

That's not how it works. Dreams  
don't expire. The only way a dream  
goes bad is if you stop chasing it.

ELSIE

I've been chasing plenty, but my  
legs are tired. If I don't catch a  
break soon, I'm outta here.

JOEY

Well, you caught a break today. You  
met me.

Elsie laughs, amused by his boldness.

JOEY

So?

ELSIE

So what?

JOEY

Have you finished your appraisal?  
You're the appraisal lady, right?

Joey puts his arms out and circles around, putting himself on  
display.

ELSIE

Hmm... that I am. Let's see.  
 (inspecting him)  
 Provenance unknown.

JOEY

That's easy... Los Angeles.

ELSIE

Fashioned in the style of mid-century... but not a straight reproduction. Definitely an original. Authentic.

JOEY

Wow, you're good.

ELSIE

(inspecting his face)  
 A slight patina...  
 (touching a scar)  
 ...some damaged parts - an ever so slight but charming blemish. Not exactly mint condition, I'm afraid.

JOEY

Just average wear and tear. I've been mishandled a few times.

ELSIE

(moving down his body)  
 But well built. Sturdy construction. No obvious signs of any latent defects.

JOEY

My defects are all out in the open. You just gotta get to know me better.

ELSIE

That being said, I'd probably have to list you "as is."  
 (examining his height)  
 But to a certain niche market of collectors who like oddly oversized items -- figurines and other assorted ephemera - you'd be quite a find.

JOEY

(slouching to appear shorter)  
 Hey! Since when is being tall--

ELSIE

(laughing)

I'm just kidding. That's what watching old movies does to a girl. Turns you into a wisecracking dame.

Joey sees her bus approaching.

JOEY

You know, if you like singing old songs, I run a karaoke night at The Gaslight in Santa Monica. Every Wednesday night from seven to ten.

ELSIE

I'll have to check it out.

JOEY

I won't make you sing any Rihanna or Katy Perry. I promise. Can I call you?

ELSIE

What, like on a cell phone? That seems kinda new-fangled for you.

The bus door opens and Elsie hops up onto the step.

ELSIE

Send me a telegram.

The door closes. She and Joey exchange a smile and wave through the glass, as the bus pulls away.

INT. JOEY'S APARTMENT - NIGHT

The spring is clearly back in Joey's step. He walks over to his laptop, which is open to an Us Weekly Online story about "Understudy" star Seth Gordon dating his new co-star. Of course, the new co-star is none other than Joey's ex-girlfriend Rachel. It features a paparazzi photo of them kissing by a hotel pool.

Joey closes the screen, unmoved, revealing an iTunes window behind it. He clicks on a song: Sinatra's driving, optimistic rendition of "Taking A Chance On Love."

INT. ELEVATOR - OAKWOOD APARTMENT, BURBANK - SAME

Elsie rides up on the elevator with another girl, COURTNEY (20's). A flyer on the back of the elevator announces an upcoming "Pilot Season Talent Show."

COURTNEY

Did you hear Sarah booked a pilot?  
Something about cyborgs. Apparently  
cyborgs are the new vampires this  
pilot season.

ELSIE

I thought superheroes were the new  
vampires.

COURTNEY

Either way, everybody's having  
drinks tonight to celebrate.

ELSIE

That's great... I'll try to make  
it, but I have a ton of work to do.

The elevator door opens and Courtney steps off.

COURTNEY

I do too. But I'm blowing it off in  
case she gets famous and I need her  
help someday. Hollywood.

INT. JOEY'S APARTMENT - SAME

Still at his laptop, Joey does a Google Image search for  
"Western Union Telegram" and hundreds of pics pop up. He  
smiles and clicks on one, enlarges it.

INT. ELSIE'S APARTMENT - MOMENTS LATER

It's a sparse, pre-furnished, temporary housing apartment  
known to aspiring actors in Los Angeles simply as "The  
Oakwood." Elsie has clearly embraced the temporary aspect of  
it all... boxes remain unpacked and there are no personal  
touches. She wears pajamas and has a facial mask on as she  
prepares a bowl of cereal for herself in the kitchen.

On the television, Gene Kelly is wooing Judy Garland in  
1950's "Summer Stock"...

GENE KELLY

(on TV)

Show business? There's nothing else  
in the world. If I couldn't be up  
here I'd work backstage or sell  
tickets.

Kelly opens a tube of make-up, puts it under Garland's nose.

GENE KELLY

(on TV)

Take a whiff of that. You like it? That's greasepaint. Go easy. That's very potent stuff. You smell that once too often it goes a way down deep inside of you. Oh you can wipe it off your face alright but you'll never get it out of your blood.

INT. JOEY'S APARTMENT - SAME

Joey finishes photoshopping the image of an old Western Union telegram -- erasing the written message, making it blank. He hits print and eagerly catches it come out of his printer.

INT. ELSIE'S APARTMENT - SAME

Elsie sits down on the couch with her bowl of cereal, clearly entranced by the movie.

GENE KELLY

(on TV)

We're trying to tell a story with music, and song, and dance. Well, not just with words. For instance, if the boy tells the girl that he loves her, he just doesn't say it, he sings it.

JUDY GARLAND

(On TV)

Why doesn't he just say it?

GENE KELLY

(On TV)

Why? Oh, I don't know, but it's kind of nice.

Elsie's roommate MONICA (20's) comes out of the bedroom, dressed to hit the town.

MONICA

You sure you don't wanna come dancing? You can't stay in watching old movies every night.

ELSIE

I know. I'll go next time.

Monica stares at her, clearly dubious.

ELSIE

What? Really. I will.

MONICA

You said that last time.

ELSIE

Well, this time I mean it. Have fun.

(shrugs, self-deprecating)

This is what I like to do.

Monica looks at Gene Kelly on the TV screen.

MONICA

I'll just have to get used to it... my roommate's in love with a dead guy.

ELSIE

A cute dead guy. And I'm not alone... Gene Kelly's butt has its own Tumblr page.

MONICA

He is pretty cute. Unfortunately, that doesn't make him any less dead.

Monica laughs and leaves.

INT. JOEY'S APARTMENT - SAME

Joey prints out another sheet of paper - this one has sentences typed onto it. In a SERIES OF QUICK SHOTS we see him cut the printed sentences into strips and use a glue stick to carefully apply them onto the telegram backing.

INT. ELSIE'S APARTMENT - SAME

Gene Kelly is now serenading Judy Garland with a charming rendition of "You Wonderful You." He finishes the first verse...

GENE KELLY

(On TV)

And then they dance.

Kelly lifts Garland up from her chair, inviting her to dance. As he does, Elsie rises from the couch and begins mimicking their every dance move - she's clearly seen this number before. Kelly begins singing another verse...

GENE KELLY

(On TV, singing)

*My arms around you,  
That's wonderful too.*

(MORE)

GENE KELLY (cont'd)  
*So glad I found you,  
 You wonderful you.  
 Remember, finder keepers...*

JUDY GARLAND  
 (On TV, singing)  
*...losers weepers...*

The song continues as we...

CUT TO:

EXT. ROSE BOWL SWAP MEET - DAY

The swap meet is bustling with activity. Joey hides behind a stand, spying on Elsie at her appraisal booth.

GENE KELLY/JUDY GARLAND (O.S.)  
 (singing)  
*And because it's true...  
 You're mine now,  
 You wonderful you.*

As the song crescendos over Kelly and Garland's kiss, we see Joey give five dollars to a KID (9). He hands the kid his homemade telegram, whispers some directions, and points him in Elsie's direction. Joey watches from a distance, unnoticed, as the kid approaches Elsie...

KID  
 (awkwardly)  
 Western Union for a...  
 (reading)  
 Mrs. Cute Old-Fashioned Girl Whose  
 Name I Didn't Get.

Elsie thanks the kid, opens the telegram, and reads it. Her face lights up. She looks around, but Joey is nowhere to be seen.

CUT TO:

INT. THE GASLIGHT BAR AND LOUNGE - NIGHT

Joey is on stage, trying to help a DRUNK GUY get through "Work Bitch" by Britney Spears. He notices Elsie enter through the back of the bar. She smiles and takes a seat, amused by Joey's struggle to keep the drunk dude on cue. Mercifully, the song ends.

JOEY  
 That's the way to do it. Everyone  
 give it up for Michael.

The CROWD barely applauds.

JOEY

Nobody could possibly follow that  
with another pop song. So, if you  
don't mind, I think I'll offer up a  
change of pace.

Behind the bar, Austin rolls his eyes. Joey motions to Zack  
and a hard-charging arrangement of Sinatra's "I Didn't Know  
What Time It Was" begins to play.

JOEY

(singing)

*I didn't know what time it was.  
Then I met you...  
Oh, what a lovely time it was.  
How sublime it was too.*

As Joey sings, his imagination takes flight. From his POV, we  
see that he's no longer a karaoke bar in Santa Monica - it's  
the Sands Hotel in Las Vegas. The year is 1963. He's wearing  
a slim-fitting Rat Pack-style tux, french cuffs, a perfectly  
folded pocket square, a loosened bowtie, the works.

JOEY

(singing)

*I didn't know what day it was.  
You held my hand.  
Warm like the month of May it was,  
And I'll say it was grand.*

The DJ station is gone -- in it's place is an eight piece  
jazz band, with a tuxedo-clad Zack on piano.

JOEY

(singing)

*Grand to be alive, to be young...  
To be mad, to be yours alone!  
Grand to see your face,  
Feel your touch, hear your voice,  
Say I'm all your own.*

From Joey's POV, we see the bar has transformed into a  
showcase of dreamy grandeur. The crowd is elegantly attired  
in impeccable suits and dresses (circa 1963), the WAITERS in  
burgundy monkey jackets. And in the center -- the most  
radiant of them all -- is Elsie.

JOEY

(singing)

*I didn't know what year it was.  
Life was no prize.  
I wanted love and here it was...*

(MORE)

JOEY (cont'd)  
*Shining out of your eyes.*  
*I'm wise...*  
*And I know what time it is now!*

The song comes to an end -- and so does the fantasy. The crowd wildly APPLAUDS, nobody more than Elsie. But, in a blink, everything has transformed back to the less glamorous reality of present day.

EXT. ABBOT KINNEY BOULEVARD - NIGHT

Elsie clings tightly to Joey, riding behind him on his scooter.

INT. JOEY'S APARTMENT - LATER

Joey grabs a bottle of gin from his bar cabinet.

JOEY  
 Tom Collins?

ELSIE  
 Don't mind if I do.

Joey mixes the drinks to perfection, adding a lemon slice for garnish. Elsie browses his vast record collection.

ELSIE  
 This is quite a vinyl collection.

JOEY  
 Yeah, too bad I've got nothing to play 'em on. They actually belong to my grandfather. Turns out, I'm a lot cheaper than a storage unit.

Joey hands her one of the drinks.

JOEY  
 (toasting)  
 To Western Union.

ELSIE  
 To Western Union.

They clink glasses and take a sip, followed by an awkward pause. Their eyes are locked, but neither is sure what to say next.

ELSIE  
 So, there's something I just kinda need to spit out.

JOEY

Shoot.

ELSIE

You're great and, under different circumstances, things might be different. But I'm not looking to get into a relationship at the moment.

Joey digests this, trying to look unfazed.

JOEY

1955. "In The Wee Small Hours Of The Morning."

ELSIE

What?

Joey grabs an album... Sinatra's "In The Wee Small Hours."

JOEY

Track seven: "Can't We Be Friends." See, that's the thing about Sinatra music... it's a blueprint for life. There isn't a situation or dilemma Frank didn't musically illuminate. Bad Break-Up: "The Girl That Got Away." Post-Bad-Break-Up Regret: "I Wish I Was In Love Again." False bravado, while nursing a broken heart: "I'll Get Along Without You Very Well." Romance Reborn: "The Second Time Around." Impending matrimony: "What Are You Doing For The Rest Of Your Life." The responsibility of parenthood: "Soliloquy." Grappling With Old Age: "The September Of My Years." Being told by someone they don't like you quite the same way you like them: "Can't We Be Friends." It's alright. I get it.

ELSIE

I'm sorry. It's not that I don't like you. It's just I don't even know how long I'm gonna stay out here. I'm gave myself a year and that was eleven months ago.

JOEY

What would you do if you moved back home?

ELSIE

I don't know. Probably teach.  
There's a theater company there.  
Actually a junior theater, where I  
used to star in shows. I caught the  
bug early. My mom likes to joke I  
took a bow every time I heard a  
clap of thunder.

JOEY

What kind of shows?

ELSIE

Annie, Pippi Longstocking... I had  
a lock on all the spunky red-head  
parts. Only L.A. has kinda kicked  
the spunk out of me.

JOEY

And by spunk you mean...

ELSIE

(laughing)  
Yeah, exactly.

Joey's wheels are turning.

JOEY

It's okay. We don't even know if  
we're compatible. We haven't sung  
together.

ELSIE

I don't understand.

JOEY

Isn't that how they figured it out  
in all those old movies you love?  
Without a musical connection,  
there's no hope for a romantic  
connection. If Gene Kelly and his  
girl, or Fred Astaire and his girl,  
can't sing together they can't be  
together, right? You have to be  
compatible in song to be compatible  
in life.

(covering her eyes)  
Here, pick a record.

ELSIE

Any record?

JOEY

Yeah... the records never lie.

Elsie randomly grabs Sinatra's "Come Dance With Me" from a stack.

JOEY

Ah, nice choice. Pick a track number.

ELSIE

Four...  
(nervous)  
No, two!

Joey looks at the track listing.

JOEY

Perfect. So, let's put it to the test. Let's find out if we're compatible.

ELSIE

Don't we need a judge? Who will decide?

Joey smirks and opens his laptop...

JOEY

Everyone.

INT. JOEY'S APARTMENT - LATER

Joey and Elsie now sit in front of the laptop, being recorded via webcam.

JOEY

Greetings, fine citizens of the interweb... I happen to think this girl is pretty great, but she's not so sure we belong together.

ELSIE

That's not what I said.

JOEY

It's what she meant, she was just too nice to say it. I like to let music lead the way. I happen to think if we sound good together, then we'd be good together - and that's where you guys come in. If you think we'd be a good couple, tell us.

(MORE)

JOEY (cont'd)

And if you think we'd be a disaster together, I'll think you're a very poor judge of romantic compatibility, but tell us that too.

(to Elsie)

Ready?

ELSIE

(smiling)

Do I have a choice?

JOEY

No.

Joey starts to strum a ukelele. He gestures for Elsie to take the first verse of "Something's Gotta Give," first introduced by Fred Astaire in "Daddy Long Legs"...

ELSIE

(singing)

*When an irresistible force,  
Such as you.  
Meets an old,  
Immovable object like me.  
You can bet as sure as you live.  
Something gotta give,  
Something gotta give,  
Something gotta give.*

JOEY

(singing)

*When an irrepressible smile,  
Such as yours.  
Warms an old implacable heart,  
Such as mine.  
Don't say no because I insist.  
Somewhere, Somehow,  
Someone's gonna be kissed!*

They take the next verse together, a romantic connection clearly evident.

JOEY/ELSIE

(singing)

*So on guard...  
Who knows what the fates have in  
store...  
From there fast mysterious sky.*

Embarrassed, Elsie lets Joey take the next couplet alone.

JOEY  
 (singing)  
*I'll try hard ignoring...  
 Those lips I adore.  
 But how long can anyone try?*

INT. JOEY'S APARTMENT - LATER

We are now TIGHT ON JOEY'S COMPUTER SCREEN, as the last verse plays out -- only now we are seeing the uploaded version on Youtube. It has 19 hits.

JOEY/ELSIE  
 (singing)  
*Fight, Fight, Fight...  
 Fight it with all of our might.  
 Chances are some heavenly,  
 Star spangled night.  
 We'll find out as sure as we live.  
 Something's gotta give,  
 Something's gotta give,  
 Something's gotta give!*

The song ends. On the video, we see Joey reach toward his laptop...

JOEY  
 (on screen)  
 Time to vote, America. The lines  
 are now open!

The screen goes black, as we now CUT WIDER to see Joey and Elsie looking at the screen.

JOEY  
 (reading comments)  
 Look... I only posted it five  
 minutes ago and there's already  
 four comments... "Cutest couple  
 ever." Then there's "You must be  
 together." And my own personal  
 favorite, "If you don't want him, I  
 sure do."

ELSIE  
 Something tells me you do this with  
 every girl you bring back to your  
 apartment. And I noticed you  
 skipped "I guess he's okay, in a  
 retro hipster douchebag sort of  
 way."

JOEY

There's always gonna be haters.  
 (then, re: video)  
 Today, nineteen lonely shut-ins,  
 tomorrow, the world!

Joey clicks on "Share This Video" and it instantly posts to his Facebook wall...

SMASH CUT TO:

**A MUSICAL MONTAGE OF IMAGES:**

In the modern-day equivalent of spinning Variety headlines, we see flashes of the video spreading like wildfire via social media... being shared, liked, tweeted and retweeted. The number of YouTube views climbs steadily. The responses and hits are multiplying, as Joey and Elsie's impromptu performance rapidly goes viral. Finally, we land on a snarky Radar Online headline "The World Has Spoken: This Disgustingly Adorable Couple Apparently Belongs Together." Off this image, we...

CUT WIDER TO:

INT. TELEVISION SOUNDSTAGE - DAY

Rachel is getting made-up on the bustling set of "Understudy." She's watching the video on Radar Online, clearly upset by its popularity. In stark contrast to Joey and Elsie's charming, stripped-down duet, Rachel is wearing a desperate mash-up of every over-the-top pop diva wardrobe gimmick known to man... i.e. Katy Perry's pyrotechnic bra, Lady Gaga's kermit costume, a Nikki Minaj wig.

MAKE-UP GIRL

(re: video)

I saw that this morning. Isn't it adorable? And by "it," I mean him.

RACHEL

I guess it's okay if you like dusty old songs and no production value.

Rachel's new boyfriend Seth walks up behind her, kisses her cheek. He's all Biebered-out in a ridiculous costume of his own.

SETH

Hi, Rach. Ready for our big number?

RACHEL

Yeah. We're gonna kill it.

As they walk to set, we hear...

MALE VOICE (PRELAP)  
They're not just creating fireworks  
on screen...

EXT. UNIVERSAL CITYWALK - DAY

We now see that the voice belongs to MARIO LOPEZ, reporting for "Extra." Rachel and Seth are standing beside him. A throng of FANS watch from behind a barricade, holding homemade signs expressing their love for Seth and Rachel. Behind Mario, we see a clip from their video - a loud, overblown number with zero charm.

MARIO LOPEZ  
...rumor has it, they're creating  
fireworks in real life too. When we  
come back, we'll give you an  
exclusive sneak peak at Seth and  
Rachel's highly-anticipated  
showstopper from next week's,  
special two-hour episode of  
"Understudy."

Seth and Rachel wave to the crowd, causing the fans to SCREAM in delight. Suddenly, the monitor behind Lopez changes to an image of Joey and Elsie's video. Rachel tries, but can't hide her surprise and displeasure.

MARIO LOPEZ  
And later... this couple's charming  
musical upload has taken the  
internet by storm. They asked the  
world if they belong together. So  
what did the world say? Stay tuned  
to find out. Extra will be back  
right after this!

As they cut to commercial, Mario and Seth exchange pleasantries. But Rachel sulks and stomps away to her nearby PUBLICIST (female, 30's).

RACHEL  
Let's go. And why are there more  
signs for Seth than there are for  
me? You're a publicist. Is adequate  
and proper signage no longer in  
your job description?

PUBLICIST  
Rachel, you're a new cast member.  
Anything more than twelve would be  
overboard.

RACHEL

There's no such thing as overboard!  
And I'm still waiting on those new  
ideas for a catchy couple name.  
Sethel isn't gonna cut it.

The publicist sighs and braces herself for more abuse.

PUBLICIST

Speaking of you and Seth, I  
actually need to talk to you.

INT. PUBLICIST'S CAR - MOMENTS LATER

They're parked with the tacky chain restaurants and shops of Citywalk still visible in the background. Rachel is reading a story on the publicist's phone. It's a D-Listed.Com "Blind Item" column.

PUBLICIST

It's the third blind item. After  
the one that's obviously about  
Robert Downey Jr.

RACHEL

(reading)

This B-list TV music man is dating  
his new co-star, a C-list rising  
star.

(to publicist)

C-list?

PUBLICIST

Just keep reading.

RACHEL

(reading)

But his first starring role, would  
take the song right out of her  
heart. He's gone from gay-for-pay  
to just plain gay, and little Susie  
songbird has no idea he's creeping  
behind her back with a married A-  
lister.

(looking up)

And you think this is about Seth?

PUBLICIST

Honey, I know it's about Seth. The  
tabloids have pictures. His lawyers  
are all over it, but it's no use.  
We're gonna have to act fast to get  
you some distance from this.

RACHEL

(fighting tears)

I can't believe this. If you're gonna make somebody your beard, at least have the decency to tell them up front!

CUT TO:

EXT. ROSE BOWL SWAP MEET - DAY

Joey watches as Elsie appraises a beautiful vintage, wooden "Love Tester" arcade game -- the kind that lights up and tells you where you rate in terms of sex appeal. The owners are an ELDERLY COUPLE.

ELSIE

It needs a little TLC, but the patent is from Exhibit Supply Company in Chicago, which has a rich history with these kind of games. Looks like it was manufactured in the early 1940's. I'd say this is worth upwards of twenty-five hundred dollars.

ELDERLY WOMAN

Still works too. Just last week it told me I'm "hot stuff." Best nickel I ever spent.

ELDERLY MAN

I coulda told her that for free.

ELDERLY WOMAN

I was gonna ask what I could get for him, but I just changed my mind.

ELSIE

Good choice.

Elsie and Joey laugh as the couple rolls their meter away.

JOEY

It's good to see that technology being used to get people laid is nothing new.

ELSIE

I'm due for my lunch break. Wanna walk around a bit?

JOEY

Sure. I'm starving.

Elsie turns to her CO-WORKER.

ELSIE

I'm gonna take my break, Gary.

EXT. ROSE BOWL SWAP MEET - MOMENTS LATER

Joey and Elsie walk down a narrow row of booths, passing a vendor who specializes in restoring old radios and phonograph players. A circa 1950's Philco record player cabinet catches Joey's eye.

JOEY

That right there is what music was meant to be played on, not some stupid iPod.

ELSIE

Sure, as long as you don't need to strap it on your back and take it for a jog.

(then)

It's got personality, that's for sure.

JOEY

It's got everything.

They admire it for a beat, then resume walking.

EXT. ROSE BOWL SWAP MEET - MOMENTS LATER

They flip through boxes of posters and vintage movie lobby cards. Joey pulls one out, shows it to Elsie.

JOEY

Manchurian Candidate... Frank doesn't sing, which is a total waste, but I love it anyway.

ELSIE

Here's one we can agree on.

She pulls out a lobby card for "On The Town," featuring Gene Kelly and Frank Sinatra.

JOEY

One of the best.

(singing)

*New York, New York,  
It's a helluva town.*

(MORE)

JOEY (cont'd)

*The Bronx is up,  
And the battery's down.  
The people ride in...  
A hole in the ground.  
New York, New York.  
It's a helluva town.*

Elsie laughs. Then she looks at the lobby card again and awkwardly smiles.

JOEY

What?

ELSIE

It's embarrassing but, ever since I first saw this movie - I was maybe nine - I've had a dream. Not a daydream, where you keep your eyes open. A real dream, at night, while I'm sleeping.

JOEY

That's cause you hadn't met me yet.

The lobby card features a picture of actress Vera Ellen on a subway poster that declares her character, as in the movie, to be "Ms. Turnstile."

ELSIE

In the dream, I'm in the movie. Actually inside it, playing the Vera Ellen role. I'm an aspiring dancer... and recently voted June's entry for the coveted title of "Ms. Turnstile."

As Elsie relays the dream, we see PUSH IN on the lobby card and the dream comes to life before our eyes.

DISSOLVE TO:

**DREAM SEQUENCE:**

We see Gene Kelly on the subway, staring at a poster of "Ms. Turnstile," only instead of Vera Ellen on the poster it's Elsie.

ELSIE (V.O.)

So Gene Kelly sees my picture on the subway and, of course, he instantly falls head over heels. He searches the whole city looking for me, and finally finds me in a crappy midtown rehearsal studio.

As in the movie, Kelly locates Vera Ellen (only now it's Elsie) as she does ballet stretches at the barre.

ELSIE (V.O.)

As soon as my stodgy old ballet teacher steps away, Kelly swoops in and makes his move. I'm standoffish, of course... but secretly smitten.

We see Gene Kelly and Elsie dancing to the tune of "Main Street"...

ELSIE (V.O.)

Then he starts to sing, to me. Gene Kelly singing to me. And then we dance... pretty great dream.

EXT. ROSE BOWL SWAP MEET - BACK TO SCENE

ELSIE

(looking at Joey)  
Also a pretty embarrassing one.

JOEY

No, it's not. What? You think I've never woken up in a cold sweat only to find out I'm not really the sixth member of The Rat Pack?

EXT. ROSE BOWL SWAP MEET - MOMENTS LATER

Elsie peruses a vintage jewelry stand. Joey walks up behind her, excited.

JOEY

I was thinking... you love Gene Kelly and I love Frank Sinatra. And they made a pretty great team. So it only makes sense we would too.

ELSIE

I'm not sure what you mean.

JOEY

We should put together an act.

ELSIE

Put together an act? Do people do that anymore?

JOEY

I don't care. I wanna put together an act with you.

ELSIE  
What kind of act?

JOEY  
Like a nightclub act.

ELSIE  
And then what? We're gonna play the  
Copa?

JOEY  
Don't worry about venues. I'll  
handle the bookings. That'll be my  
department. Come on, if you're  
nice, I may even give you a solo  
number.

ELSIE  
Oh, you're gonna make me a star? Is  
that how this is gonna work?

JOEY  
Yeah, that's it. You're the naive  
small town girl, adrift in the big  
city. And I'll be your Svengali.

ELSIE  
(playfully objecting)  
I don't think so.

Joey hams it up, like an old-timey producer.

JOEY  
Trust me, this is a rough town,  
kid. Without me you'll be all  
washed up, playing small-time  
burlesque dives. Givin' 'em a sad  
little shimmy. Or, worse yet,  
making stag films. That's a whole  
different kind of choreography. So  
whatta ya say? Are you in?

ELSIE  
(shrugs)  
Why not. Let's put together an act.

Off Joey's smile, we...

BEGIN MONTAGE:

In the era of Freed Unit musicals, this sequence would feature train trips between lousy vaudeville venues, with the act becoming more polished - eventually landing a top spot at The Palace. But those days are gone. In their place, we have...

INT. VENICE GARAGE - DAY

Accompanied by a rag-tag group of quirky MUSICIAN FRIENDS (a jazzy roots ensemble, upright bass, horns, guitars, etc), Joey and Elsie channel the high-octane, infectious energy of Louis Prima and Keely Smith in a pulsing duet of "Baby, You Knock Me Out" from "It's Always Fair Weather." While they're clearly having fun, they're also working out the kinks -- with Elsie doing her best Cyd Charisse moves.

JOEY

(singing)

*Baby, you knock me out.  
You're the dame with the frame,  
They whistle at.*

ELSIE

(singing)

*I'm the dame with the brain,  
In the picture hat.*

JOEY

(singing)

*You're the doll with the wallop,  
Like a baseball bat.*

ELSIE

(singing)

*1-2-3-4-5-6-7-8-9-10... Boing!*

JOEY

*I'm flat!*

The song continues over...

INT. VINTAGE CLOTHING STORE - DAY

Joey and Elsie peruse the racks, looking for the perfect ensemble. Joey pick a white tuxedo jacket with black lapels, Elsie lands on a vintage evening dress.

INT. OAKWOOD CORPORATE HOUSING - BANQUET ROOM - NIGHT

A "Talent Show" is underway, featuring all the actors stranded at The Oakwood for pilot season. On stage, A LITTLE GIRL ACTRESS twirls a baton with a frozen "Toddlers & Tiaras" smile plastered on her face. She finishes to a smattering of applause. In the wings, Joey and Elsie prepare to go on.

INT. OAKWOOD CORPORATE HOUSING - BANQUET ROOM - MOMENTS LATER

Joey and Elsie are full swing now, mid-number. The crowd is distracted, but genuinely enjoying it.

JOEY  
(singing)  
*Baby, you knock me out.  
You're the miss with the kiss,  
That is super-sweet.*

ELSIE  
(singing)  
*You're the top people stop,  
When you're on the street.*

JOEY  
(singing)  
*You're a wower with the power,  
I admit defeat.*

ELSIE  
(singing)  
*1-2-3-4-5-6-7-8-9-10... boing!*

JOEY  
*I'm beat!*

Elsie and Joey ham it up as a troupe of HIP-HOP DANCERS preps to go on next...

INT. JOEY'S APARTMENT - NIGHT

A banner says "Happy Birthday, Joey" and a gathering of friends is there to surprise him.

JOEY (V.O.)  
(singing)  
*Starlight, star bright,  
I see stars when you move in.  
One, two, left right... you win!  
You've got me hanging on the ropes!*

Elsie leads Joey in, her hands over his eyes -- then removes her hands to a loud "Surprise!" Joey is excited, touched.

Then the crowd parts to reveal a gift at the opposite end of the room, topped with a bow -- it's the vintage Philco record player he admired at the swap meet. He looks at Elsie, who pushes him toward it. Excited, he hugs her, kisses her cheek.

## INT. DANCE STUDIO - DAY

Elsie tries to teach Joey some basic choreography, which he can't quite master. Several of her DANCER FRIENDS, including a MALE TAP INSTRUCTOR, try to intervene, offer tips, but Joey's hopeless. They all laugh at his ineptitude, but admire his determination.

## INT. MUSIC STORE - DAY

Joey and Elsie peruse microphones, finally plopping down some hard earned cash for a pair of used, but extremely stylish, retro ribbon mics.

## INT. PRESCHOOL - DAY

Backed by their band, Elsie and Joey entertain the preschool class we met at the open. They're more polished now, with their costumes and props completely integrated into the number. The kids are loving it, joining in.

JOEY (V.O.)

(singing)

*Baby, you knock me out.  
You're the broad I applaud,  
In a Broadway show.*

ELSIE (V.O.)

(singing)

*I'm the chick with a kick like a  
rodeo.*

JOEY (V.O.)

(singing)

*I've a hunch you're the punch that  
will lay me low.*

ELSIE (V.O.)

(singing)

*1-2-3-4-5-6-7-8-9-10... boing, K-O!*

JOEY/ELSIE (V.O.)

(singing)

*Baby, you knock me out!*

## EXT. SUNSET BOULEVARD - NIGHT

Elsie sits behind Joey on his scooter, clinging tightly from behind. The signs and lights all blur as they speed down the Sunset Strip.

Elsie looks out upon the shops, theaters and other buildings they pass. She smiles...

FROM HER POV, we suddenly see Sunset Boulevard morph into the glitzy and glamorous Sunset Boulevard of the 1950's. They're surrounded by classic cars, everything taking on a larger-than-life Technicolor aura. They pass the Hollywood Palladium as a big band concert is letting out -- nattily dressed revelers spill out onto the street. End song and...

END MONTAGE:

EXT. GRAUMAN'S CHINESE THEATER - NIGHT

It's overcast as Joey and Elsie park the scooter and walk toward the courtyard of the Chinese Theater.

ELSIE

So I renewed my lease.

JOEY

You did? When?

ELSIE

This morning. Well, I didn't exactly renew it. They're letting me go month-to-month.

JOEY

That's great, cause when we hit it big you'll wanna move out of that dump anyway.

ELSIE

It's funny... I've been complaining non-stop for a year that everything out here is fake. And then you somehow manage to make it less real that its ever been, and I like it.

JOEY

John Lennon said once a dream you dream alone is only a dream. A dream you dream together is reality.

ELSIE

(teasing him)

Did you just quote John Lennon? You know who the Beatles are?

JOEY

They're a little after my time, but I've heard they were quite popular.

ELSIE

So what are we doing here?

JOEY

You told me the Hollywood you love  
doesn't exist anymore.

ELSIE

It doesn't. So?

JOEY

So, I wanna prove you wrong.

ELSIE

Okay, but I think it's gonna take  
more than a meth addict in a  
tattered Marilyn Monroe dress.

Sure, enough they come upon a MARILYN MONROE impersonator.  
She's wearing a cheap replica of Monroe's "Seven Year Itch"  
dress and has a fan positioned on the ground to blow her  
dress up.

JOEY

Okay, Marilyn's not doing it for  
you. How 'bout a creepy Charlie  
Chaplin impersonator who's more  
than likely a registered sex  
offender?

Elsie laughs as they walk the gauntlet past all the forlorn  
COSTUME CHARACTERS (i.e. Spiderman, Spongebob Squarepants,  
The Joker, etc).

EXT. GRAUMAN'S CHINESE THEATER - MOMENTS LATER

Elsie puts her feet in Gene Kelly's footprints, as Joey snaps  
a picture with his phone.

JOEY

That's more like it. That's what  
I'm talking about.

It starts to rain... drops splatter down on Kelly's cement  
block.

ELSIE

Okay, that's just weird.

It starts raining harder, causing TOURISTS to scatter and  
take shelter under various awnings. Elsie and Joey stay right  
where they are, smiling.

JOEY

Are you thinking what I'm thinking?

ELSIE

I'm thinking nobody could ever do it as well as Gene Kelly.

JOEY

I'm thinking I don't give a crap.

Magically, we hear the opening vamp of Kelly's rendition of "Singin' In The Rain." TOURISTS watch as Elsie and Joey get soaked, frolicing in the rain. Their dance floor is a shrine to old Hollywood, teeming with the hand and footprints of screenland's biggest idols. Their moves are not carefully choreographed - merely spontaneous, playful and unabashed.

Joey grabs a TOURIST'S umbrella, flips it, catching it with ease. Elsie taps, imitating the moves of Kelly's iconic number... and like the legendary sequence itself - as famed composer Leonard Bernstein once described it - their antics are nothing less than an "affirmation of life." As they finish, wet TOURISTS watch and applaud from the sidelines.

DISSOLVE TO:

EXT. RESTAURANT - ROBERTSON BOULEVARD - DAY

Rachel is dining with her publicist, AGENT and MANAGER at a trendy eatery in West Hollywood. A hive of PAPARAZZI buzzes outside on the sidewalk.

PUBLICICIST

Seth caved. He's coming out on the cover of People Magazine next week. We're gonna need to put some spin on this. People are either gonna think you knew all along and your relationship was a calculated ploy for publicity, or that you had no idea at all and you're a complete idiot.

RACHEL

Well, it's definitely the second one.

AGENT

Maybe we should bring in a crisis management expert.

PUBLICICIST

No, I can handle this. People are easily distracted. We just need to change the narrative and give the press and the bloggers something else to talk about.

RACHEL  
If that's all it's gonna take, then  
consider it done.

Rachel reaches under the table. Her reps look confused as she begins to wiggle and scooch. In a flash, she brings her hands back up to reveal that she has removed her underwear. She plops them in her purse and smiles.

RACHEL  
I'm ready for my close-up.

Off her reps baffled looks we...

CUT TO:

EXT. RESTAURANT - ROBERTSON BOULEVARD - SECONDS LATER

A PAPARAZZO looks down at his phone to read an incoming text. It says "Leaving Now."

PAPARAZZI  
She's coming!

Right on cue, Rachel appears and begins confidently walking to her car. A swarm of photographers surround and follow her.

RACHEL  
You might wanna get your flashes  
ready.

PAPARAZZI  
But it's sunny.

RACHEL  
Not where you'll be aiming.  
Flashes, now!

Rachel opens her car door and gets in - slowly and deliberately revealing her lady parts. The photographers are startled for a beat, but quickly recover and realize what a score this is. Rachel feigns modest surprise, posing, as a flurry of flashes go off.

CUT TO:

INT. HOUSE PARTY - ZACK'S HOUSE - NIGHT

We're in the Hollywood Hills, with a stunning view of the city. The living room is one giant dance floor, with DOZENS OF BODIES pulsating to the beat of thumping house music. Zack is working a DJ station, when he notices Joey and Elsie enter through the front door. He takes off his headphones and rushes to greet them. Joey hands him a bottle of wine.

JOEY

Wow, congrats on the new place.

ZACK

Thanks. Congrats on the new girl.

(to Elsie)

I was starting to think you weren't real. This kid has a pretty overactive imagination, you know?

ELSIE

I've noticed. Great place.

ZACK

Yeah, it's cozy. Especially since I have nine roommates and I sleep on a foam mattress on the floor of a walk-in closet.

Elsie laughs as Zack motions for them to follow him into the party.

INT. HOUSE PARTY - LATER

Joey and Elsie are sipping drinks by the bar. The party is more raucous now, the dance floor even fuller. Zack spins a new, pulsating track of house music that energizes the crowd.

ELSIE

Come on.

She takes Joey's hand and pulls him toward the dance floor.

JOEY

You wanna dance? To this?

ELSIE

Yeah!

Elsie drags a reluctant Joey onto the center of the dance floor. They dance, laughing, caught up in the swirl of energy and the palpable promise of sex. Joey pulls her close, shouting over the music.

JOEY

"It Only Happens When I Dance With You."

ELSIE

What?

JOEY

(louder)

"It Only Happens When I Dance With You." That's the Sinatra song for this occasion.

She smiles. Joey pulls her closer, her head resting on his shoulder as they continue swaying to the music.

Reality suddenly fades into the background -- a sparse jazz arrangement of "It Only Happens When I Dance With You" grows in prominence, causing the house music to become a faint background murmur. Joey's not singing, but that doesn't stop Elsie from hearing him do so.

JOEY (V.O.)

(singing)

*It only happens,  
When I dance with you.  
That trip to heaven,  
Till the dance is through.  
With no one else,  
Do the heavens seem quite so near.  
Why does it happen, dear,  
Only with you?*

They dance closely, intertwined, with the elegance and easy grace of Astaire and Rogers. The crowd around them BEGINS TO SLOW AND BLUR. Through the power of imagination, they've created their own private oasis amongst the chaos - time is literally standing still. They occasionally lock eyes and smile - it's about as intimate as two people can get amidst a dancing throng of drunken revelers...

JOEY (V.O.)

(singing)

*Two cheeks together.  
Can be so divine.  
But only when those cheeks,  
Are yours and mine.  
I've danced with dozens of others  
The whole night through...  
But the thrill that comes with  
Spring, when anything can happen...  
That only happens with you.*

They kiss, caught up in the moment. Then, in an instant, the HOUSE MUSIC is blaring again. A DANCER bumps into them, apologizes, nearly knocking Elsie over. Joey catches her, keeps her from falling. Back from an exquisite trip, they laugh and rejoin the festivities, dancing with abandon to the loud, modern beats...

CUT TO:

INT. ELSIE'S APARTMENT - NIGHT

The television is tuned to Turner Classic Movies, which is playing the Jimmy Stewart classic "Harvey."

JIMMY STEWART

(on TV)

I've wrestled with reality most of my life, and I'm happy to state that I finally won out over it.

Elsie wears pajamas and a mask on her face. As she watches the movie, she unpacks a box of books, photos and other items - at last giving her temporary quarters a small feeling of permanence. Her roommate Monica passes through on her way to the front door.

MONICA

I know... you're busy. You've got work to do. Which dead movie star are you on a date with tonight?

ELSIE

Jimmy Stewart.

MONICA

Alright, well have fun. Of all the weirdos living in Los Angeles, I end up rooming with a girl who masturbates to Turner Classic Movies.

Elsie laughs.

ELSIE

I would never masturbate to Jimmy Stewart. That's just wrong. Maybe Burt Lancaster, but never Jimmy Stewart.

MONICA

You need help.

ELSIE

Not really... You'll be glad to know I'm starting to like a cute, non-dead guy more than all the cute dead ones.

MONICA

That's great... is he in color or black & white?

ELSIE  
Definitely color.

CUT TO:

EXT. SANTA MONICA PROMENADE - NIGHT

Elsie and Joey perform a hard-charging rendition of "This Can't Be Love" on the famed shopping strip, attracting a respectable and enthusiastic crowd. Their joy in performing, and obvious connection, is contagious. They finish to great applause.

JOEY  
Thanks, folks. That's a wrap for tonight, but we'll be back next Saturday. Don't forget to like us on Facebook, follow us on Twitter and Instagram, or if you're old fashioned like we are, you can just stalk us at the supermarket.

A MOM gives her SON (4) a dollar. Joey clowns with the kid as he approaches and tosses it in the jar.

ELSIE  
I'm gonna grab a coffee. You want anything?

JOEY  
No, I'm good. I'll pack up.

EXT. SANTA MONICA PROMENADE - MOMENTS LATER

Joey breaks down their equipment, wraps up their audio cables, and packs up.

FEMALE VOICE (O.S.)  
Am I too late to add something to the tip jar?

JOEY  
Never too late for that.

Joey looks up, stunned to see it's Rachel. She's dressed in a trendy clothes and holding several shopping bags.

RACHEL  
Your voice is stronger than ever, Joey.

JOEY

(a tad embarrassed)  
Just trying to get the act up on  
its feet. Work out some kinks.

RACHEL

You've gotta start somewhere, I  
guess. I saw your video. You guys  
had the internet all abuzz.

JOEY

Until your vagina became a trending  
topic and knocked us back into  
obscurity.

RACHEL

The paparazzi are bunch of animals.  
That was so humiliating.

(then)

People are right, Joey. You guys  
sound good together. But, I always  
thought we sounded pretty good  
together too.

JOEY

(shrugs)

Some couples have chemistry and  
other couples have software.

RACHEL

Don't be like that, Joey. I didn't  
want it to end the way it did. I  
didn't want it to end at all. It's  
just--

JOEY

It's just that something better  
came along.

RACHEL

It wasn't something better. I know  
that now. I should've listened to  
you.

(a beat)

Seth and I broke up.

JOEY

Yeah, well, I kinda saw that  
coming. You've got a lot of things  
going for you, Rachel... but a  
giant penis isn't one of them. And  
now there's photographic evidence  
to back that up.

RACHEL

Look, I understand you're angry.  
But maybe we can get together and  
talk it through. I miss you, Joey.  
I left the show. You were right --  
I was too good for it. Just like  
you're too good to be performing  
out here.

Elsie returns with her coffee, but stops a slight distance  
away and remains unseen by Joey and Rachel. She takes in  
their interaction and body language, unsure what to make of  
it. Joey is now getting a little more animated in his  
discourse.

JOEY

Here's the thing, Rachel... I like  
performing out here, cause I like  
who I'm performing with. I'm sorry  
you lost your boyfriend and I'm  
sorry you lost your job, but don't  
worry... in the absence of talent,  
there's still plenty of ways to  
make a name for yourself in show-  
business these days. There's  
reality shows and rehab and sex  
tapes. Actually, you better work  
your way up to those. Start with a  
DUI - a cute mugshot is a way  
bigger career boost these days  
than, oh I don't know... actually  
being good at what you do.

Off Rachel's look, stung, we...

CUT TO:

EXT. SANTA MONICA PIER - LATER

Joey and Elsie walk along the pier. As they walk and talk,  
they enter a crowded arcade and stroll amongst the rows of  
games.

ELSIE

She's real pretty.

JOEY

I guess so... until you get to know  
her.

ELSIE

"It's Alright With Me."

JOEY

What?

ELSIE

When I was watching the two of you together, that's the Sinatra song that came to mind.

JOEY

Be serious.

ELSIE

I am.

(strumming a ukelele,  
singing)

*It's the wrong game,  
With the wrong chips...  
Though your lips are tempting,  
They're the wrong lips..  
They're not her lips,  
But they're such tempting lips...  
That it's all right with me.*

Joey grabs her shoulders, turns her toward him.

JOEY

You're lips are not some consolation prize. They're the ultimate prize. Believe me, kissing those lips is all I think about.

ELSIE

Then do it.

JOEY

I think I will.

Joey kisses her.

ELSIE

(smiling)

Don't mess with me, Joey. I went month-to-month for you.

JOEY

For me or for the act?

ELSIE

Is there a difference?

JOEY

Month-to-month will do for now.  
I'll take it.

(MORE)

JOEY (cont'd)

But someday, if I play my cards  
right, I'm gonna lock you into a  
long-term lease.

Joey kisses her again. Then, he reaches into his pocket and  
pulls out some money.

JOEY

In the meantime, I have fourteen  
dollars in small bills and assorted  
coins burning a hole in my pocket --  
not to mention a German franc and  
some very colorful currency from a  
country I've never heard of ... are  
we gonna play Skee-ball or aren't we?

CUT TO:

In a SERIES OF QUICK TRANSITIONAL SHOTS, we see Elsie and  
Joey play a very competitive round of Skee-ball, bash each  
other mercilessly on the nearby bumper cars, and pose for  
photos in an old-fashioned photo booth...

DISSOLVE TO:

EXT. DOWNTOWN LOS ANGELES - NIGHT

We're at a "Guerilla Drive-In" double feature -- a mobile  
movie experience where movies are projected on random outdoor  
warehouse walls and advertised flash-mob style via Twitter.  
"The Bandwagon" starring Fred Astaire and Cyd Charisse plays  
on a nearby wall. Astaire and Charisse dance through Central  
Park to the tune of "Dancing In The Dark."

Joey and Elsie watch from a makeshift picnic spot they've set  
up amongst the crowd (folding chairs, a blanket, etc).

EXT. DOWNTOWN LOS ANGELES - LATER

Joey and Elsie are now in line at a food truck...

ELSIE

That "Dancing In The Dark"  
number... just amazing. Nobody  
dances like that anymore.

JOEY

Yeah, only they weren't dancing.  
They were boning.

ELSIE

They were not. And don't say  
boning.

JOEY

All those old dance numbers are  
just a metaphor for sex.

ELSIE

You're disgusting.

JOEY

Maybe, but I'm also correct.

ELSIE

They weren't having sex. It was  
just a nice dance. It was romantic.

JOEY

So is boning, if you do it right.  
You don't think when Cyd Charisse  
went up onto the park bench, right  
on the crescendo -- then arched  
backwards into Astaire's arms,  
completely limp -- that wasn't a  
giant orgasm? I'm telling you,  
Fred Astaire gave it to her hard.

The FOOD TRUCK CLERK hands them their food. In the distance,  
we hear Louis Armstrong singing the title number of "High  
Society."

EXT. DOWNTOWN LOS ANGELES - LATER

Joey and Elsie now sit close, watching Sinatra and Grace  
Kelly in "High Society." Sinatra serenades Kelly to Cole  
Porter's "Mind If I Make Love To You," a particularly  
provocative song for its time...

FRANK SINATRA

(singing)

*In the Heaven, stars are dancing,  
And the mountain moon is new.  
What a rare night for romancing,  
Mind if I make love to you?*

Joey and Elsie exchange a look...

CUT TO:

INT. JOEY'S APARTMENT - LATER

As Sinatra continues to sing, the door opens and Joey and  
Elsie burst in, kissing, unable to resist one another...

FRANK SINATRA

(singing)

*Since the dear day of our meeting,*  
(MORE)

FRANK SINATRA (cont'd)

*I've wanted to tell you...  
All I long to do.  
Dawn is nearing,  
Time is fleeting...  
Mind if I make love to you?*

In MONTAGE, Joey and Elsie hit the bedroom, undressing, a spontaneous dance of desire.

As the song, and Joey and Elsie, build to a simultaneous climax we see not fireworks, but rather a SERIES OF QUICK MOVIE CLIPS...

-Gene Kelly erotically lifts and then lowers a beautifully backlit Leslie Caron in "An American In Paris."

-Astaire and Charisse perform the sexually-charged "Manhunt Ballet" from "The Bandwagon."

-An overheated Gene Kelly grabs Cyd Charrise from behind, undulating to the beat, in the "Broadway Melody" number from "Singin' In The Rain."

-Donald O'Connor flips off the wall in "Make 'Em Laugh."

-Audrey Hepburn in "Funny Face," high-kicking in a smoky beatnik club.

-Bob Fosse does a backflip during his sensuous dance with Carol Haney from "Kiss Me Kate."

-Ann Miller tapping with sultry abandon to "Too Darn Hot."

-Astaire dancing, euphoric, on the ceiling in "Royal Wedding."

-Judy Garland juts her hip, knocking a man to the ground in her iconic "Get Happy" number.

-Esther Williams rising 50 feet into the air atop a gushing fountain from "Million Dollar Mermaid," diving into a pool below. She plunges smack in the middle of a circular, Bubby Berkley-esque formation of swimmers - bullseye.

FRANK SINATRA

(singing)

*If you let me, I'll endeavor...  
To persuade you...  
I'm your party for two.  
And from then on...  
You will never mind...  
If I make love to you.*

As the clips quicken and increase in erotic intensity so do Joey and Elsie, coinciding with the final CLIP...

-From "Singin' In The Rain," Gene Kelly, Debbie Reynolds & Donald O'Connor flip over a couch, twirl and collapse back onto the cushions...

In unison with the clip, a flush Joey and Elsie fall onto their backs, spent. After a beat, Elsie laughs...

JOEY

Laughter after sex is not typically the reaction I'm going for.

ELSIE

No, I'm laughing about what you said earlier -- about all those old musical numbers being about sex.

JOEY

Which is absolutely true. Dirty, filthy, Technicolor sex.

ELSIE

So, according to your theory, "Good Morning" with Gene Kelly, Donald O'Connor and Debbie Reynolds was some kind of threesome metaphor?

JOEY

Definitely. They had sex all over that apartment and collapsed together onto a couch. Total freaks.

Joey puts his arm around her. Elsie laughs, resting her face on Joey's chest.

INT. DANCE STUDIO - DAY

Elsie and a class of FIFTEEN STUDENTS finish a strenuous jazz routine, being spurred on by their TEACHER (female, 30's). As they finish, the teacher cheers and claps.

TEACHER

Nice work! Okay, I'll see you all next week. Great job, everybody.

INT. DANCE STUDIO - LATER

Elsie changes out of her dance shoes, packs her bag and exits with some DANCER FRIENDS. As they're walking out, another studio door opens and Elsie comes face to face with Joey.

ELSIE  
What are you doing here?

Joey smiles, busted.

JOEY  
Practicing my solo number. I've  
been taking some classes from  
Caleb.

A teacher, CALEB (African-American, 20's) appears behind  
Joey. He's got tap shoes hanging from around his neck.

ELSIE  
Wait a minute? You're practicing a  
tap number?

JOEY  
Why not? If Sinatra could learn to  
hoof for Gene Kelly, I figured I  
could do it for you.

ELSIE  
I've gotta see this.

Elsie exchanges a curious look with her dancer friends, as  
we...

CUT TO:

INT. DANCE STUDIO - LATER

Joey now stands, his back to the mirror. Elsie and all her  
dancer friends sit on the floor, ready to be entertained.

JOEY  
We haven't quite worked out all the  
kinks yet.

ELSIE  
Just do it.

JOEY  
Okay!  
(to Caleb)  
Hit it.

Caleb presses play on his iPod and music begins to play over  
the sound system. Joey snaps his fingers, Bobby Darin-style,  
then begins to sing a percussive, syncopated version of  
"Funny Face." It's clear his words are being directed at  
Elsie, who can't hide the fact that she's flattered.

JOEY

(singing)

*I love your funny face,  
Your sunny, funny face  
Though you're a cutie,  
With more than beauty...  
You've got a lot of personality,  
For me...  
You fill the air with smiles.  
For miles and miles and miles  
Though you're no Mona Lisa,  
For worlds I'd not replace  
Your sunny, funny face.*

Joey begins to tap his foot, as the song transitions into Neal Hefti's song "Cute" - a favorite amongst tap dancers for its syncopated breaks after each bar. Caleb gives Joey a signal, counting him in to his first combination in the routine.

JOEY

(singing)

*Mind if I say you're cute.  
In every way, you're cute.  
Those big blue eyes,  
That turned up nose,  
That cool and carefree pose.  
I mean I like your style.  
That sly intriguing smile.  
Your every mood, your attitude...  
All add up to you're cute.*

Joey taps up a storm, making up for his lack of total proficiency with unbridled enthusiasm and charm. Elsie laughs - she can't believe how good he is. And he's really selling it. Nothing over the top, just some great, down and dirty, hoofing.

JOEY

(singing)

*I mean I like your style.  
That sly intriguing smile.  
Your every mood, your attitude...  
All add up to you're cute!*

Joey finishes with a big move that brings down the house. Everyone gives him a standing ovation and Elsie rushes over to hug him.

JOEY

Really? You liked it.

ELSIE

I loved it. It was amazing.

JOEY

You think it's good enough for the act?

ELSIE

Of course.

JOEY

Good, cause I scored us a gig out in the desert and I'm gonna work it in.

ELSIE

Out in the desert?

JOEY

Pack a bag. We're going to Palm Springs.

CUT TO:

INT. UNION STATION - DAY

Joey and Elsie hustle up the ramp toward a train platform.

JOEY

Hard to believe this used to be the glamorous way to arrive in Hollywood.

ELSIE

They had the right idea back then. All the stars travelled out West on the Super Chief... "The extra-fare, extra-exclusive, super deluxe commuter special that connects Broadway with Sunset Boulevard."

They approach their train, the Sunset Limited to Palm Springs.

JOEY

Well, it ain't no Super Chief, but it'll do the trick.

Joey jumps up onto the steps and enters the train. Elsie follow, hopping up onto the step. But, before entering, she stops and looks out across the tracks...

CUT TO:

EXT. TRAIN TRACK'S - ELSIE'S FANTASY

A swarm of FIFTIE'S ERA MAGAZINE PHOTOGRAPHERS jockey for position outside the door of the sleek and colorful Super Chief. A vision of fifties glamour and sensual style that could rival Ava Gardner, Elsie exits the train carrying leather luggage and a hat box. She greets the photographers and playfully poses for pictures.

CUT TO:

EXT. DESERT - LATER

In a SERIES OF SHOTS, we see Elsie and Joey enjoying their no-frills journey through Pomona and the Coachella Valley, finally reaching the outskirts of Palm Springs.

EXT. DESERT MEMORIAL PARK CEMETARY - DAY

Joey and Elsie picnic near Frank Sinatra's gravestone. It reads "The Best Is Yet To Come... Francis Albert Sinatra... 1915-1998." Joey takes out a flask, pours two shots, and hands one to Elsie.

JOEY

To Ol' Blue Eyes... salud.

They clink glasses and drink. Elsie winces.

ELSIE

Ew, what is this?

JOEY

Jack Daniels.

ELSIE

At lunch?

JOEY

Sorry, it was Frank's favorite.

Joey downs his shot.

JOEY

I always wonder, when a legend like Sinatra passes on, where does all that talent go?

ELSIE

It dies with them. But, if they're lucky, it lives on in their work.

JOEY

I don't think so. I think it gets redistributed. Talent is a gift, right?

(MORE)

JOEY (cont'd)

All the best entertainers say that.  
So, you can't be buried with a  
gift. You can't take it with you. I  
think the star has the option to  
bequeath their talent to someone  
else, so it stays among the living.

(then)

I like to think when Frank died he  
sent a little my way.

ELSIE

I don't think that's how it works,  
Joey. Supposing there's a God, why  
would God just let Frank Sinatra  
choose who he gets to leave his  
talent to?

JOEY

(dead serious)

You think God wants to argue with  
Frank Sinatra?

Elsie shakes her head, amused. Up-tempo music swells on the  
soundtrack...

JOEY (PRELAP)

(singing)

*I hear music when I look at you...*

INT. ASSISTED LIVING FACILITY - PALM SPRINGS - LATER

Joey and Elsie are mid-duet, entertaining a throng of  
delighted SENIOR CITIZENS. They're backed by some local,  
older MUSICIANS.

JOEY

(singing)

*A beautiful theme of every dream  
I ever knew.  
Down deep in my heart...  
I hear it play...  
I feel it start,  
Then it melts away.*

Several SENIOR COUPLES now dance along, as Elsie takes a turn  
at the mic.

ELSIE

(singing)

*I hear music when I touch your hand...  
A beautiful melody,  
From some enchanted land...  
Down deep in my heart,*

(MORE)

ELSIE (cont'd)  
*I hear it say...*  
*"Is this the day?"*

JOEY  
 (singing)  
*I alone have heard this lovely  
 strain...*

ELSIE  
*I alone have heard this glad  
 refrain...*

JOEY/ELSIE  
 (singing)  
*Must it be forever inside of me?  
 Why can't I let it go?  
 Why can't I let you know?*

JOEY  
 (singing)  
*Why can't I let you know,  
 The song my heart would sing?*

ELSIE  
 (singing)  
*A beautiful rhapsody of love,  
 And youth and spring...*

JOEY/ELSIE  
 (singing)  
*The music is sweet...  
 The words are true...  
 The song is you!*

They finish to enthusiastic applause. Joey points to the ELDERLY PIANO PLAYER.

JOEY  
 Let's hear it for Murray Ziskin on piano, ladies and gentlemen. Murray, thanks for putting together this marvelous band for us today. And a special shout-out to our number one fan and part-time booking agent, my grandfather, the one and only Danny Finn.

Joey's spry grandfather DANNY (80's, a Dick Van Dyke type) stands and takes a bow, a twinkle in his eye -- clearly a mischief-maker in his day. He does a little soft shoe dance and blows kisses to Joey and Elsie.

INT. ASSISTED LIVING FACILITY - LATER

A pretty OLDER LADY (80's) shows Elsie an elaborate showgirl headdress.

OLD SHOWGIRL

It's just like the one I wore in Vegas, but this one was made for The Palm Spring Follies. I retired two years ago when I was eighty-three.

ELSIE

Wow, it's beautiful.

OLD SHOWGIRL

I'd show you my high kick, but I'm waiting on a hip replacement. Try it on. Those are real ostrich feathers. It'll look great on you.

ELSIE

(trying it on)  
Thanks.

Nearby, Joey chats with Grandpa Danny.

JOEY

So what'd you think?

DANNY

Nobody died. That's always a good thing.

JOEY

I'm serious.

DANNY

So am I. Last month we had a guy who does yo-yo tricks. Two people left on stretchers.

(then)

Come on, you even have to ask? You were great. And she's sensational.

JOEY

I know, right? How you doing grandpa?

DANNY

Me? I'm fine. They treat me real nice around here.

(MORE)

DANNY (cont'd)

And the fact that I've still got full bladder control makes me very popular with the ladies.

JOEY

I bet. You seeing anybody special?

DANNY

Nah, why bother? I already had the best.

(a beat, then)

That reminds me... did you bring it?

JOEY

Yeah, of course.

Joey opens his backpack and pulls out a framed piece of sheet music. The song title is "We'll Meet Again." Danny looks at it and smiles.

DANNY

Come on. I wanna hang it up.

INT. DANNY'S ROOM - DAY

Elsie and Danny watch as Joey bangs a nail in the wall and hangs the framed sheet music. It's surrounded by more than forty other framed Frank Sinatra songs, each with a romantic title (i.e. "Our Love Is Here To Stay," "I'm Glad There Is You," etc).

JOEY

(to Elsie)

He gave one of these to my grandmother every year for their anniversary.

(re: the most current one)

This is number forty eight.

DANNY

Don't worry... I'm not senile. I know she's dead. I just happen to believe that being dead shouldn't keep you from getting an anniversary present.

ELSIE

I couldn't agree more.

DANNY

That's the thing about Frank Sinatra...

(MORE)

DANNY (cont'd)

he sang a song for every occasion,  
for every sentiment you could ever  
possibly want to express.

Unrequited love: "When Your Lover  
Has Gone," requited love "All The  
Way," everlasting love "All My  
Tomorrows"...

(re: Joey & Elsie)

Watching two kids sing and really  
tear it up: "You Make Me Feel So  
Young." The list goes on and on.

Elsie is amused.

ELSIE

That's funny, I think I've heard  
this dissertation before.

(to Joey)

Any other suave moves you might've  
picked up from your grandfather?

DANNY

Ha... I could teach him plenty.  
Couldn't teach him to tap dance,  
though. I tried but, apparently, I  
was lacking the two things  
necessary to fully hold his  
attention: boobs.

JOEY

Very funny.

DANNY

(to Elsie)

That's the best part about being  
eighty-six. You can say whatever  
you want.

ELSIE

I can't wait. Apparently Joey can't  
either, cause he steals all your  
best lines.

JOEY

What can I say... I learned from  
the best. You don't stay married  
forty seven years without picking  
up a few helpful hints about  
relationships along the way.

ELSIE

(to Danny)

What's the secret?

DANNY

Well, for everyone its different.  
But for Jeanie and I, it was a  
mutual love of cocaine and reefer.

JOEY

He's joking.  
(to Danny)  
Nobody calls it reefer anymore,  
grandpa.

DANNY

(to Elsie)  
See? I'm eighty-six. Who's gonna  
stop me?

Elsie laughs, her eyes drifting over to the wall of songs,  
taking them all in. She grabs Joey's hand and smiles...

CUT TO:

EXT. THE VENICE TOWNHOUSE BAR - DELMONICO SPEAKEASY - NIGHT

We're on Winward Avenue where we see the vintage sign for The  
Townhouse, a legendary speakeasy of prohibition lore. In  
recent years the basement has been revamped into a swank  
music venue.

INT. THE DELMONICO SPEAKEASY MUSIC LOUNGE - SAME

Joey and Elsie are backed by their retro roots and swing  
band, wowing the crowd with a pulsing version of "Stepping  
Out With My Baby." Swing dancers have taken over the dance  
floor, doing high-energy acrobatics.

As the song ends, the crowd goes wild.

JOEY

Thanks, you guys have been great.  
Thanks so much.

ELSIE

There's been some talk about making  
this a regular Saturday night thing  
here at the Delmonico, so stay  
tuned.

INT. THE DELMONICO SPEAKEASY MUSIC LOUNGE - LATER

Joey, Elsie and the band are enjoying a drink at the bar.  
They're approached by a well-dressed Brit, GRAHAM COOPER  
(early 30's).

GRAHAM

You guys were fantastic.

ELSIE

Thanks.

GRAHAM

My name is Graham. Graham Cooper.

JOEY

Nice to meet you. Thanks for coming.

GRAHAM

I don't know if you're interested, but I'm directing a film - a period piece set in the nineteen fifties. It's independent, but fully financed.

Joey and Elsie perk up, eager to hear more.

GRAHAM

We've been searching high and low for a band to appear in a New Year's Eve sequence, but haven't been able to find the right fit. Would you guys consider it?

Joey, Elsie and the band exchange looks, clearly excited.

JOEY

A movie? Sure, we'd consider it.

ELSIE

We'd love to audition.

Graham laughs, charmed by her modesty.

GRAHAM

You just did. If you want it, the job is yours. I'll have my producer get in touch with all the details.

He leaves. Joey and Elsie stare at each other, dumbfounded. Joey, Elsie and the band clink glasses.

ELSIE

Did we just get asked to appear in a motion picture?

Joey smiles at her callback to his use of "motion picture."

JOEY  
I believe we did.

Elsie screams and jumps into Joey's arms, as we...

CUT TO:

EXT. FILM STUDIO - DAY

There are rows of honeywagon trailers lined up outside a cavernous soundstage. The lot is bustling with activity.

INT. SOUNDSTAGE - SAME

Joey, Elsie and their band are in position on the set of a grand hotel ballroom, decorated for New Year's Even circa 1955. Everyone, including several dozen EXTRAS are attired in formal party-wear. Joey and Elsie get a last minute once-over by the MAKE-UP ARTIST.

The director, Graham, approaches.

GRAHAM  
Okay, we'll count you down... on  
"action," all you need to do is  
sing and play along to the track.

ELSIE  
We can lip-synch with the best of  
them.

GRAHAM  
Good. We'll be ready to go in just  
a minute. Have you guys met our  
leading lady, yet?

JOEY  
I don't believe we have.

GRAHAM  
(looking behind him)  
Has anybody seen Rachel?

RACHEL (O.S.)  
Right here, Graham.

Rachel - yes, that Rachel - enters from the back of the sound stage. Joey's face falls.

RACHEL  
Hi, Joey.  
(to Elsie)  
And you must be Elsie.

GRAHAM

That's right, I forgot you two already know each other. Rachel is actually the one who told me to go check out your act.

Joey is clearly unhappy.

JOEY

Isn't that something?

RACHEL

I don't understand. I thought you'd be happy.

(then, a dig)

I was so excited when I heard you guys were gonna go on before me.

JOEY

Go on before you?

GRAHAM

Yeah, you two will get the party scene all revved up and then Rachel will hit the stage for her big number. But we're not filming that till next week.

JOEY

You can film it today, if you want. Because we're out of here.

GRAHAM

I don't understand.

ELSIE

It's okay, Joey. It's just a job.

JOEY

A job we don't need.

(to Graham)

Elsie's not gonna be her opening act. Not even for pretend.

GRAHAM

But we already pre-recorded your vocal tracks.

JOEY

Get a couple of actors to lip-synch it.

(re: Rachel)

(MORE)

JOEY (cont'd)

And while you're at it, you should probably get your leading lady's voice overdubbed by a real singer too. Listen, thanks for the opportunity, Graham... we're flattered for the offer, but we're leaving.

Joey walks off set, removing his tie. Elsie is miffed, but shrugs at Graham.

ELSIE

I'm sorry.

She follows after Joey, to...

INT. WARDROBE TRAILER - SECONDS LATER

Joey is half out of his costume, as Elsie enters.

ELSIE

What the hell was that?

JOEY

That was me looking out for the act.

ELSIE

That was you looking out for you. Real mature. I could've used that money, Joey. I was excited about this. Just because you hate your ex-girlfriend we have to pass up a chance to be in a movie?

JOEY

I didn't walk out of there because I hate my ex-girlfriend. I walked out of there because I love my current one.

This stop Elsie dead in her tracks. Her anger melts away. Off her look, we...

CUT TO:

INT. ELSIE'S BEDROOM - NIGHT

Elsie sleeps, restless. She's dreaming...

ELSIE (PRELAP)

Tell me more about this place, Middleville?

INT. TIMES SQUARE DANCE STUDIO - 1944 (DREAM SEQUENCE)

Elsie is standing opposite Gene Kelly in the "Main Street" clip from "On The Town." She has replaced the actress Vera Ellen, but wears exactly what Ellen wore (a pleated ruby red dress, a checked top, puffy arms, high collar).

GENE KELLY

You really wanna hear about it?

ELSIE

Yes.

GENE KELLY

Well...

(singing)

*There's not much to tell about my  
home town...*

Kelly continues to sing and leads Elsie (*through the magic of CGI*) on a musical tour of his town's Main Street. Elsie is charmed by Kelly, transported, looking lovingly into his eyes as he sings.

And then he finishes singing and it's time to dance. This is some dream! The same dream she's been having since she was nine.

Elsie is keeping up with Kelly tap for tap. And then, as recurring dreams do, things takes an unexpected turn. Through no conscious will of her own, the dream evolves.

We see Elsie in CU for a beat. When we return to the TWO-SHOT, Kelly is gone. In his place, wearing Kelly's sailor suit, is Joey. The Elsie on-screen can't hide her surprise and confusion - she can't seem to process what's happening, but knows she must keep dancing. Eventually, she accepts her new partner - and is clearly no less charmed than she was by Kelly.

JOEY

(singing)

*How proud I'm gonna be. When you  
walk down Main Street with me.*

The number ends, as does the dream...

INT. ELSIE'S BEDROOM - BACK TO SCENE

Elsie sleeps, smiling. Her eyes pop open and she quickly sits up, registering what just happened and what it means.

INT. ELSIE'S BEDROOM - MOMENTS LATER

In a SERIES OF SHOTS, Elsie quickly gets dressed.

INT. ELSIE'S LIVING ROOM - MOMENTS LATER

Elsie exits her bedroom, just as a clearly-inebriated Monica returns home.

MONICA

If I survive this night, I'll never drink again.

ELSIE

If you survive this night, I'll see you tomorrow.

MONICA

You're going out? At this hour? What's the matter, is the cable not working?

ELSIE

Cancel the cable, for all I care. I don't need it anymore.

(then)

But, just in case I change my mind, try not to throw up on the couch.

MONICA

Now that's just rude.

Elsie kisses her cheek and leaves in a hurry...

INT. METRO BUS - LATER

Elsie rides the bus, watching Hollywood pass by through the windows.

EXT. VENICE BOULEVARD - LATER

Finally, she hops off the bus near Abbot Kinney Boulevard in Venice.

INT. JOEY'S APARTMENT - MOMENTS LATER

Joey is working at the kitchen table on the chart for a musical arrangement, when there's a KNOCK on the door. He looks at the clock, surprised to be getting a knock at such a late hour. He opens the door a crack to reveal... Rachel. She's clearly a bit buzzed.

JOEY

(sighing)

Oh, God. Nobody's home.

He starts to close the door, but Rachel stops it.

RACHEL

Please, Joey. I need to talk to you. Just give me a minute. That's all I ask.

She pushes the door a little more firmly. After a beat, Joey gives in and lets her enter.

JOEY

A minute. Not a second more.

RACHEL

I was trying to get you that job, Joey, cause I wanted to be near you again. Can't you see that? I realize what a idiot I was for breaking up with you, and I'm sorry. Truly, deeply sorry.

JOEY

Don't be. It actually turned out to be the best thing that ever happened to me. But, if it makes you feel better, apology accepted.

Joey opens the door wider, motions for her to exit.

JOEY

There, that was easy, right? Now, leave.

EXT. ABBOT KINNEY BOULEVARD - SAME

Elsie rushes down the sidewalk, looks across the street and up at Joey's apartment. She stops, stunned to see Joey and Rachel in the window.

INT. JOEY'S APARTMENT - SAME

JOEY

You don't want me. You just want what you can't have - which, at the moment, happens to be me.

RACHEL

It's not that. We were good together, Joey.

JOEY

I thought so too. That's the downside of having an overactive imagination... sometimes your brain tricks you into thinking something awful is something good.

(MORE)

JOEY (cont'd)

Everybody told me I was nuts for dating you, that I'd live to regret it. But me and Elsie put one video up on the YouTube, and I've got the whole world telling me I found the perfect match. Well, in this case, the internet doesn't lie.

EXT. ABBOT KINNEY BOULEVARD - SECONDS LATER

Joey opens the outer door, and guides Rachel out onto the street.

RACHEL

Just think about it. That's all I'm asking.

She opens her arms for a hug, but Joey ignores it.

JOEY

Bye, Rachel. I'm glad we had this talk.

Just then, a car quickly pulls up to the curb. Rachel sees the window roll down, revealing a FAMILIAR PAPARAZZI PHOTOGRAPHER. He snaps a photo.

PAPARAZZI

Rachel Evans and a mystery man - not quite enough to top a b-list beaver shot.

RACHEL

(excited)

Am I considered b-list now?

(then)

Maybe this will help.

She walks closer to Joey.

RACHEL

Bye, Joey.

She kisses him on the lips and won't let go. Joey wiggles out of it, disgusted, but not before the photographer clicks off a dozen shots.

RACHEL

(to Joey)

Thanks for a great night.

JOEY

You're crazy.

The paparazzi photographer drives off. Rachel saunters away, passing and revealing a shocked and clearly hurt Elsie.

JOEY

Elsie? What are you doing here?

ELSIE

Real clever, Joey. Teach a girl to dream with her eyes open, so she won't even be able to see what's actually going on right in front of her face.

JOEY

It's not like that. She's insane.

ELSIE

Some appraiser I am. I thought you were the real deal. But, in a town of fakes, you're the fakest.

(imitating him)

"I'll turn you into a star." You turned me into just enough of a star to win back the girl you really wanted. That was your plan all along, wasn't it?

JOEY

I don't want, Rachel. I want you.

He reaches for Elsie, but she pushes him away.

ELSIE

You picked the perfect sucker. This isn't Brigadoon, Joey. It's not a fantasy land where time stands still and love conquers all. This is my life. Real life. I just wanna go back to seeing what I see, instead of what I wanna see. And what I see right now, I don't like.

(fighting tears)

Here's something you don't hear in a lot of old movies, Joey... Fuck you.

Fighting tears, Elsie turns and quickly runs across the street, to the opposite side.

JOEY

Elsie, no. Don't go!

But a truck passes, and when it does, Elsie has vanished...

FRANK SINATRA (PRELAP)

(singing)

*The night is bitter,  
The stars have lost their glitter,  
The winds grow colder,  
And suddenly you're older,  
And all because of...  
The gal that got away.*

INT. JOEY'S APARTMENT - LIVING ROOM - DAY

We PAN ACROSS a scattered collection of depressing Sinatra albums (*i.e.* "When No One Cares," "She Shot Me Down," "Only The Lonely") and land on the saloon standard "The Gal That Got Away" as it spins on Joey's vintage phonograph player. The shades are drawn. Joey is wrapped in a tangle of blankets, face-down on the couch. There's a KNOCK at the door.

JOEY

Go away.

ZACK (O.S.)

It's me, Zack. Let me in.

JOEY

Leave me alone!

INT. JOEY'S APARTMENT LANDING - SAME

Zack is leaning against the door, jiggling the knob.

**INTERCUT AS NECESSARY:**

ZACK

C'mon, Joey. I know you're upset, but what would Frank do? What did Sinatra do when things went bust with Ava Gardner?

JOEY

He tried to kill himself.

ZACK

Okay, bad example.  
(then, more demanding)  
Just let me the fuck in already!

Zack shakes the door, trying to pop it open.

JOEY

Okay, Jesus!

After a short beat, the lock clicks and the door opens a crack.

ZACK  
You look like shit.

JOEY  
My girlfriend left me. What's your excuse?

INT. JOEY'S APARTMENT - LATER

Joey is at the phonograph cuing up another depressing saloon song (i.e. "I'll Never Be The Same).

JOEY  
She was the one, Zack.

ZACK  
You said that after Rachel left.  
It's exactly the same -- except  
Rachel's a bitch and Elsie's great.

JOEY  
Thanks for reminding me.

ZACK  
Did you call her?

JOEY  
A hundred times. She won't pick up.

ZACK  
Send her a text.

JOEY  
I did.

ZACK  
So send her another one.

JOEY  
What's the point? She won't believe  
a thing I say. She thinks I'm a big  
Hollywood phony, like everyone else  
out here.

ZACK  
You are.

JOEY  
You know, screw you, Zack.

ZACK

No, it's true. You're full of shit. You're the one always telling everybody things are gonna work out - that dreams come true. Suddenly, one little setback and you're all weepy and ready to call it quits. You need to change your attitude.

JOEY

I can't.

ZACK

Well, if you can't change your attitude, at least change this depressing music.

Zack pulls the needle off.

JOEY

Stop! You'll scratch it.

ZACK

I'm a DJ. Changing songs is what I do. And I'm gonna keep changing songs until you change your attitude.

JOEY

Put on anything you want. It's not gonna work.

Joey hits the couch again and covers his ears with a pillow.

Fine. If you're gonna be like that, I'm calling in some back-up.

Zack grabs his phone and starts dialing as we...

CUT TO:

INT. JOEY'S APARTMENT - LIVING ROOM - LATER

A new record now spins - a swinging, upbeat ode to optimism...

FRANK SINATRA

(singing)

*Nothing's impossible, I have found  
For when my chin is on the ground,  
I pick myself up, dust myself off,  
And start all over again.*

Joey, still miserable, sits on a kitchen stool with his hands over his ears. There's a KNOCK at the door. Zack opens it to reveal three of Joey's BANDMATES. They ramble in with six-packs of beer and cartons of pizza. Joey makes a break for his bedroom door, but two of the guys block his path and lead him back to the stool.

FRANK SINATRA

(singing)

*Will you remember the famous men  
who have to fall to rise again,  
So take a deep breath, pick  
yourself up, start all over again.*

INT. JOEY'S APARTMENT - LATER

Joey is slumped on the couch, friends by his side, watching Turner Classic Movies. Everyone except Joey is drinking beer and devouring the pizza. On the television, from 1947's "It Happened In Brooklyn," Frank Sinatra and Jimmy Durante try to cheer up a troubled kid to the tune of "I Believe."

FRANK SINATRA

(singing)

*I believe, I believe...  
I believe that dreams come true.  
If you wish for a dream,  
By a wishing well...  
Don't tell your wish,  
Or you'll break the spell.  
It may sound naive,  
But that's what I believe.*

Joey starts to get up, but Zack grabs his arm.

JOEY

What? I've gotta take a leak.

Zack releases him. Joey starts walking toward the bathroom, but then fakes them out, rushes into his bedroom, and slams the door. Zack goes over to the door and shouts in...

ZACK

We're not going anywhere. Artie brought enough weed to last us a week!

CUT TO:

INT. JOEY'S APARTMENT - JOEY'S BEDROOM - LATER

Joey is splayed out on his bed, a vision of despair. Music spills through from the other room.

FRANK SINATRA

(singing)

*When I walk through a jam,  
No one knows who I am.  
Put your head on my chest,  
And I am "Mr. Success."  
Never closed me a deal,  
All at once I'm a wheel.  
Just your head on my chest,  
And I'm "Mr. Success."*

INT. JOEY'S APARTMENT - LIVING ROOM - SAME

His friends are passing a bong around, baked. Artie laughs and cranks up the volume on the song.

JOEY (O.S.)

(shouting)

Just go home! I'm not coming out.

EXT. JOEY'S APARTMENT - ROOFTOP - LATER

Clearly stoned out of their minds and laughing, Artie and another bandmate exit onto the roof carrying rope and an iPad.

INT. JOEY'S APARTMENT - BEDROOM - LATER

Joey stirs, hearing MUSIC by his bedroom window. He looks to see the iPad, fixed to the rope, dangling in perfect view. A wireless Bluetooth speaker then lowers beside it. On the iPad screen a YouTube concert clip of Frank Sinatra's snappy "Without A Song" loudly plays.

FRANK SINATRA

(singing)

*I got my troubles and woes,  
But sure as I know,  
The Jordan will roll...  
And I'll get along,  
As long as a song,  
Is strung in my soul!*

Aggravated, Joey shakes his head and pulls down his shade. There's a KNOCK on his bedroom door.

ZACK (O.S.)

Eggs are ready. Come on, Joe,  
you've gotta eat something, buddy.

INT. JOEY'S APARTMENT - KITCHEN - LATER

Joey is slowly eating the eggs, showing no sign of improvement.

Artie now holds the iPad in front of him, displaying a YouTube clip from "The Dean Martin Variety Hour." From 1967, it features Frank Sinatra and Dean Martin clowning their way to a big finish on "When You're Smiling."

FRANK SINATRA/DEAN MARTIN

(singing)

*When you're crying,  
You bring on the rain.  
So stop your sighing,  
Be happy again.  
Keep on smiling,  
Cause when you're smiling...  
The whole world smiles with you!*

Sinatra and Martin's antics are infectious. By song's end, we can see a begrudging change in Joey. The clouds have partially lifted.

JOEY

That's a dirty trick. You know I love that song.

ZACK

Not as much as you like "High Hopes."

JOEY

You wouldn't.

Artie shows Joey the iPad -- "High Hopes" is all cued up. Joey has reached his breaking point.

JOEY

Okay, just tell me what to do.

ZACK

Go see her.

JOEY

She'll slam the door in my face.

ZACK

Then sleep in her hallway till she comes out.

JOEY

Okay! I'll do it. Anything to get you idiots out of my place.

The bandmates all exchange high-fives, celebrating their victory. Joey grabs a stack of records, pulls one from the middle, and hands it to Zack.

JOEY  
Hit me up with track three.

Zack looks at it and smiles.

FRANK SINATRA (PRELAP)  
(singing)  
*Got my tweed pressed,  
Got my best vest...  
All I need now is the girl.*

INT. JOEY'S APARTMENT - LIVING ROOM - LATER

In CU, Sinatra's *all I need is the girl* spins on the record player...

INT. JOEY'S APARTMENT - BATHROOM - SAME

In SERIES OF SHOTS, Joey showers and shaves, being handed various items by his team of stoned assistants.

INT. JOEY'S APARTMENT - BEDROOM - LATER

Zack opens Joey's closet, pulls out a shirt and skinny tie. Joey nods. He takes the clothes and kicks everybody out of his room.

FRANK SINATRA  
(singing)  
*Got my striped tie,  
Got my hopes high.  
Got the time and the place,  
And I got the rhythm.  
Now, all I need's,  
The girl to go with 'em.*

EXT. ABBOT KINNEY BOULEVARD - LATER

Joey gets on his scooter, a look of determination has replaced his look of despair.

JOEY  
(to Zack)  
Be ready. I'll call you when I find her.

ZACK  
We're at your beck and call.

The guys all wave from the sidewalk as Joey drives away.

ARTIE  
A good deed deserves some good weed. Who's in?

Artie lifts his bong into view and they all excitedly scurry back upstairs.

EXT. HIGHLAND AVENUE - LATER

Joey crosses Hollywood Boulevard on his scooter, heading North toward the Hollywood Bowl and the Valley.

FRANK SINATRA

(singing)

*If she'll just appear, we'll...  
Take this big town for a whirl.  
And if she'll say,  
"My, darling, I'm yours,"  
I'll throw away my striped tie,  
And my best-pressed tweed.  
All I really need is the girl!*

EXT. OAKWOOD CORPORATE HOUSING - LATER

As the song crescendo's to an end, Joey scoots up to the entrance of Elsie's apartment complex.

MONICA (PRELAP)

She's not here.

INT. OAKWOOD APARTMENTS - CORRIDOR - SAME

Elsie's roommate Monica peers out skeptically from behind the door.

JOEY

Where is she?

MONICA

She went home.

JOEY

But this is where she lives.

MONICA

No... she went *home* home. She left an hour ago.

JOEY

What airline? Please, you've gotta tell me.

MONICA

I promised I wouldn't.

(a beat, then)

Besides, air travel's not really her style.

Joey smiles, grateful for such a generous hint.

EXT. UNION STATION - LATER

Joey drives up, leaves his scooter out front, and frantically rushes inside.

INT. UNION STATION - SECOND LATER

Joey runs through the grand lobby, frantically scanning the crowd for Elsie. He reaches...

INT. UNION STATION - PLATFORM RAMP - SECOND LATER

Joey darts up the ramp. Once on the platform, he sees Elsie several tracks away, making her way toward a train.

JOEY

Elsie!

She doesn't hear him. He rushes back down the ramp and runs up the ramp corresponding to Elsie's track. He dodges several SLOW-MOVING TRAVELERS and finally is within shouting distance of Elsie.

JOEY

Elsie, wait!

She turns, unsure what to make of his sudden appearance on the scene. He reaches her, catching his breath.

JOEY

Don't go. You can't just leave.

ELSIE

I can. And I am. The creative director at my old Junior Theater has been pestering me to direct something, so I finally took him up on it. Back home, Joey. Back where people keep the world of make-believe on the stage, where it belongs.

JOEY

Okay, I admit... sometimes I have a tenuous grasp of reality. I haven't always been real, but I've been true. There's a difference.

ELSIE

As always, it sounds great coming out of your mouth. Until, I realize it makes absolutely zero sense.

JOEY

Here's the thing... I've been dodging reality my whole life. I always believed the world needed fixing - with a little imagination, in the blink of an eye, you could make things better than they really are.

(beat)

But then I met you. And that's when I learned that, sometimes, things are fine just the way they are.

ELSIE

(insulted)

Fine?

JOEY

You know what I mean. I mean, great. Amazing. Better than any stupid fantasy stirring around in my stupid brain. I know this isn't Brigadoon. It's real life. And we were meant to share it, come rain or come shine. We just were.

ELSIE

(unmoved)

How will we know we're not just dreaming with our eyes open?

Elsie starts to walk away, but Joey grabs her.

JOEY

Because I'm done dreaming with my eyes open. When a guy gets lucky, like I have, real is all he needs.

ELSIE

I'm quite familiar with your set list, Joey, and real isn't in your repertoire.

Joey's mind is racing, grasping at straws for a new tact. He goes for broke, giving it his heartfelt best...

JOEY

You want real? I can give you real. I make no promises, Elsie. If you stay, it might not work out. We might fight like crazy. You might be back here boarding a train two weeks from now. On the flip side, maybe it will.

(MORE)

JOEY (cont'd)

Maybe we'll get married, or maybe we'll just live together until we can't stand the sight of each other anymore. But I vote we get married. Not now, but someday. And, like a married couple, we'll have good sex and we'll have terrible sex, and then go through long periods where we have no sex at all. And you'll tell your book club all about it which, in my opinion, is totally uncool.

ELSIE

Sorry. That's what book clubs are for.

JOEY

We'll wonder what we liked about each other in the first place. Then we'll remember, and we'll have great sex again. For some reason, you'll fail to mention that to your book club - which, again, is totally uncool.

He's causing a bit of a scene, giving the pitch his all. Elsie isn't exactly won over, but she's clearly curious where this is going.

JOEY

We'll have kids. And they'll be great. But they'll drive us insane. Our daughter will grow up and date a guy who's a real asshole. Just a total, first-class dickhead. And she'll marry him and have a kid with him and then, and only then, she'll realize she made a huge mistake. And she'll leave him and move back in with us. Our son? Total druggie.

ELSIE

Like pot or heroin?

JOEY

Doesn't matter. Both. And then one day, in my fifties, I'll be taking a shower and discover a lump in my nuts -- and we'll be scared to death. But I'll respond well to chemo and beat it.

(MORE)

JOEY (cont'd)

But then, eight years later, I'll die of heart disease.

Elsie is bemused now by the wealth of crazy details. Still skeptical, she nonetheless plays along a bit.

ELSIE

I always told you to take better care of yourself, but you didn't listen.

JOEY

You'll be devastated. You won't even remember that you hated me for most of the time we were married -- you'll only remember the good times. You'll have no appetite. You'll stop caring how you look and won't leave the house - until the kids get worried you're turning into one of those reclusive hoarder types and force you to go to a bereavement group for widows.

ELSIE

Okay, the specifics of this are starting to freak me out a little.

JOEY

Just listen. Lo and behold, you meet a guy there. He's old as fuck, but he's nice. And you enjoy each other's company. He's somebody to catch a movie with and share a meal. Somebody to remind you take your meds and swap stories with about hearing loss and joint pain. And you're happy, which is exactly the way I would've wanted it. The kids don't like him... "He's no dad," they say.

ELSIE

Of course. Who could compare?

JOEY

You said it, not me. And you and the old geezer travel... you go on trips. He even convinces you to take a cruise. To Cozumel.

ELSIE

No fuckin' way.

JOEY

Yes, fuckin' way. And you fuckin' love it. Except for when he takes you to the ship's theater for one of those cheesy musical revues, and some guy in a sequined unitard sings an old song that reminds you of me. And then you look down and you wish it was my wrinkly hand holding yours instead of his. For one second, a split second, you might even let go of your beloved reality and imagine just that.

ELSIE

A split second at most.

JOEY

Fine, a split second. And then the show ends and you walk back to your room through the casino. He gives you a couple of quarters to try a slot machine and on the third pull you win two-hundred-and-sixty dollars -- and you're happier than you've ever been in your life. And, just in case you're wondering, for each of those life events -- the good ones and the horrible ones -- there's a corresponding Sinatra song.

ELSIE

Even the cruise?

JOEY

Even the goddamned cruise. But I won't tell you what they'll be -- you'll have to wait and see. Cause I don't know what they'll be yet either. I only know this one.

He pulls a folded piece of paper out of his pocket and hands it to Elsie. She unfolds it to reveal a piece of sheet music... Cole Porter's "From This Moment On," made famous on record by Sinatra and on film in "Kiss Me Kate."

JOEY

That could be the last piece of sheet music I ever give you - you could take it home and look at it every year or so and wonder what might've been.

(MORE)

JOEY (cont'd)  
Or it could be the first of many.  
What's it gonna be, Elsie?

Elsie considers for a beat, examining the sheet music.  
Then...

ELSIE  
Oh, shit. What am I doing?

And, with that, Elsie smiles and rips up her train ticket.  
Joey jumps, unable to contain himself.

JOEY  
Yes!

Elsie rushes into his arms and they kiss. The kind of  
passionate train platform kiss that used to be the domain of  
sweethearts and soldiers. Then Joey breaks the kiss and,  
oddly, puts his hand to his ear...

JOEY  
Do you hear that? Is that music?

ELSIE  
(annoyed)  
Oh, come on. Don't make me change  
my mind. I'll tape that ticket back  
together if I have to.

JOEY  
Seriously, do you hear an  
orchestra?

ELSIE  
(firm)  
No. I don't hear an orchestra.

JOEY  
That's because I couldn't afford  
one. So, instead, I just called  
some friends.

Joey points across the tracks, where Zack stands before a  
portable DJ station. He begins blasting an up-tempo,  
instrumental arrangement of "From This Moment On."

ELSIE  
Is he baked?

JOEY  
Completely.  
(then)  
Here comes my cue...

Joey begins to sing -- not in a showy way, just simple and sincere.

JOEY

(singing)

*From this moment on...*

*You for me dear.*

*Only two for tea, dear...*

*From this moment on.*

(then, speaking)

All real. Just me singing in real life.

Elsie smiles as Joey spontaneously takes her arm and twirls her. They dance in each others arms for a beat.

JOEY

(singing)

*From this happy day,*

*No more blue songs.*

*Only hoopty-do songs...*

*From this moment on.*

SEVERAL DANCERS from Elsie's dance class now appear from behind pillars, displaying some impressive choreography. We are clearly in the midst of a MODERN-DAY FLASH MOB, with an old-fashioned flair.

INT. UNION STATION - PLATFORM RAMP - SECONDS LATER

Now carrying Elsie's luggage, Joey leads her down the ramp back into the concourse. At the base of the ramp, they come across Joey's class of preschool students -- phase two of this coordinated flash mob. Zack has moved with them, still pumping his portable tunes.

KIDS

(singing)

*For you've got the love,*

*He needs so much.*

*Got the skin,*

*He loves to touch.*

*Got the arms to hold him tight.*

*Got the sweet lips,*

*To kiss him goodnight.*

Elsie smiles, charmed and amused that the kids took this particular verse.

INT. UNION STATION - LOBBY - SECONDS LATER

Dancing and running along to Zack's mobile accompaniment, Joey and Elsie reach the station's grand lobby.

Here we see more of Elsie's DANCE STUDIO FRIENDS, performing a spirited routine to the music. Joey motions for Elsie to take a verse.

ELSIE

(singing)

*From this moment on,  
You and I, babe...  
We'll be riding high babe.  
Every care is gone...  
From this moment on.*

Over the instrumental bridge, Joey and Elsie join the dancers, drawing the gazes of FASCINATED ONLOOKERS. Suddenly, Joey and Elsie's bandmates approach, clowning around. Artie pulls out his iPad, and via Skype, we see Grandpa Danny and the old showgirl in Palm Springs hoofing a little soft-shoe from the rest home rec room. Grandpa Danny blows a kiss.

Joey and Elsie's dance takes them toward the exit door.

They look at each other for a beat, soaking in the meaning of all this, before bursting through the doors...

MATCH CUT TO:

EXT. UNION STATION - FANTASY VISION

A jubilant Joey and Elsie come through the doors to find the outside world has transformed into a full Technicolor dreamscape. They wear vintage wedding attire (a suit for him, a bridal gown for her), as all their friends (dressed in vintage formal wear) throw rice and congratulate them on their nuptials. Joey and Elsie wave goodbye as they enter into...

INT. ANTIQUE WEDDING LIMOSINE - SAME

They kiss in the backseat as the car starts to pull away. Then, Elsie breaks the kiss, realizing something...

ELSIE

Wait a minute. You did it to me again!

JOEY

How is this my fault?

ELSIE

(to the driver)  
Driver, back up please.

EXT. UNION STATION - SAME

As the car backs up, it wipes the screen like a finger across an iPad -- wiping away the dreamscape and replacing it with the more realistic hues and scenery of Union Station's current day visage. Then, the vintage car, fades from the image and disappears.

FLASHBACK TO:

INT. UNION STATION - LOBBY - MOMENTS EARLIER

Joey and Elsie (back in normal attire) burst through the doors, as before.

MATCH CUT TO:

EXT. UNION STATION - PRESENT DAY - SAME

Joey and Elsie exit. Elsie looks around, pleased by the modern-day, less-than-glamorous, and very REAL surroundings.

ELSIE

That's better.

Joey shrugs and smiles.

JOEY

If you say so.

(then, off her look)

Right... better. Couldn't agree more.

Joey and Elsie smile. They kiss as the song nears its finish. Finally, they hop on Joey's scooter, surrounded by all their friends. Everyone gathers around, seeing them off.

JOEY/ELSIE (V.O.)

(singing)

*From this moment on,*

*You and I, babe.*

*We'll be riding high, babe.*

*Every care is gone.*

*From this moment on!*

As Joey's scooter pulls away, the camera PANS UP to a wide shot and an old-fashioned, chyron indicates we've reached...

**THE END**

And then, in smaller font, in the tradition of closing credits from the golden age of MGM musicals...

**Made in Hollywood, U.S.A.**