

SOMETHING BORROWED

By

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THIRD DRAFT

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OVER BLACK:

DARCY (O.S.)
Everyone, sssh!!!

MAN (O.S.)
Miss, this is a bar --

MAN (O.S.) (CONT'D)	DARCY (O.S.)
You can't just turn off the lights--	Shut it or I'll spread a rumor that this place has rats!

The Man shuts up. Another beat of silence, and then the front door opens and a YOUNG WOMAN enters in the dark. Suddenly, the lights are flipped on.

INT. MERC BAR - NIGHT

The girl in the doorway is RACHEL WHITE....

PARTYGOERS
SURPRISE!!!!

And it is her thirtieth birthday.

Rachel is pretty, but completely unaware of it. Unlike the other partygoers who are dressed for a night on the town, Rachel has come straight from the office. She holds a briefcase and wears a conservative business suit.

A "stunned" Rachel takes in the swarm of friends, the balloons, the noisemakers, and the giant banner that announces "HAPPY 30th BIRTHDAY!!!" to the world.

RACHEL
Oh my God. I can't believe --

DARCY
AAAAAAHHHHH!

An earth-shattering SQUEAL as DARCY RHONE elbows her way to the front of the crowd...

DARCY (CONT'D)
HAPPY BIRTHDAY!!!!

And just like that, the attention in the room shifts... Darcy, 29, is the kind of person that glistens. Perfect skin, shiny blonde hair, legs for miles. She's always the most beautiful, stylish girl in the room. And don't think for a second that she doesn't know it.

Darcy throws her perfectly-toned arms around Rachel's neck and hugs her very best friend in the whole wide world. Then, she puts a tiara on Rachel's head and wraps a hot pink boa around her neck.

DARCY (CONT'D)
Are you surprised?

RACHEL
Yes --

DARCY
Cross your heart, hope to get fat?

RACHEL
Yes!

DARCY
Yay!!!

She steps in front of Rachel, calling triumphantly:

DARCY (CONT'D)
She was surprised!!!

Whoo-hoo! And just like that, everyone rushes up to congratulate Darcy on pulling off the surprise. As our birthday girl is pushed to the side...

CREDITS OVER: Photographs of Rachel and Darcy through the years.

In kindergarten: A grinning 5 year-old Darcy holds scissors. 5 year-old Rachel only has long hair on the left side of her head.

A ballet recital: 7 year-old Darcy, center stage, dressed as a princess. Rachel off to the side, a lowly tree.

At the beach: 9 year-Darcy, in a bikini, holding a shovel. Rachel's head sticks up from the sand. She's been completely buried and looks sweaty and miserable.

DARCY (O.S.) (CONT'D)
Oooh, this next one's a goodie.

PULL BACK TO REVEAL: Darcy narrating a slide show, holding court. This is something she does naturally. Rachel stands off to the side, watching. This is something she does naturally.

DARCY (CONT'D)

As most of you know, I'm getting married
in 91 days. Dex honey, I have a
confession...

Our attention shifts to Darcy's fiancée, DEX THALER. Dex (32) is one of those guys who is too handsome to go out with you. Sport coat, khaki pants preppy. Well-groomed, well-spoken, well-bred. Yet despite all the exterior trappings of wealth and breeding, there is much more to Dex. He's intelligent, witty, soulful...with an unwavering sense of right and wrong.

DARCY (CONT'D)

It won't be my first marriage.

Another photo appears on the screen. 8 year-old Rachel dressed as Frankenstein. 8 year-old Darcy is dressed as The Bride of Frankenstein. Appreciative laughter from the party-goers.

DARCY (CONT'D)

This was the first in a series of killer
Halloween costumes...

Another photo appears on the screen...upside down! Darcy looks monumentally pissed. She practically hisses...

DARCY (CONT'D)

Claire!

CLAIRE (29, dressed impeccably, plagued by 15 extra pounds, totally obsessed with Darcy) is manning the computer for the slide show. She looks mortified as she tries to right the image. Once she does, Darcy regains her composure...

DARCY (CONT'D)

Papa Smurf and Smurfette.

9 year-old Darcy is Smurfette; Rachel wears the grey beard of Papa Smurf. Another picture...

DARCY (CONT'D)

Betty and Barney Rubble.

10 year-old Rachel, of course, is the portly Barney Rubble.

ETHAN, another childhood friend of Darcy and Rachel's (30, cute in a bookish, off-beat way), leans over to Rachel.

ETHAN

Let me guess. Darcy always got to pick the Halloween costumes.

RACHEL

That's not true.

DARCY

Oooh! Here's us as Baby and Johnny...

On screen: Darcy and Rachel reenacting the iconic "Dirty Dancing poster." 13 year-old Darcy, as "Baby," in the pink dress, 13 year-old Rachel as "Johnny Castle" in the black man's unitard and a short, mullet-like wig.

Rachel feels Ethan's eyes, boring into her.

RACHEL

What? Johnny Castle was cool.

DARCY

Now, let's fast forward to high school. Ethan asked me to my first dance--

ETHAN

(grumbles to Rachel)
Oh crap, I'm in this?

DARCY

And I made him take Rachel too!

On screen: 14 year-old Darcy is kissing Ethan's cheek. Off to the side, an uncomfortable Rachel smiles at the camera. Sun glints off her extensive braces.

DARCY (CONT'D)

Oooh! Me and Ray cheerleading--

Darcy's at the top of the pyramid, grinning from ear to ear. Rachel's at the bottom, grimacing in pain.

DARCY (CONT'D)

Aw... homecoming...

Darcy, the queen, looks resplendent. Various handmaidens fuss over her gown. Ethan studies the image...

ETHAN

(sotto)
Are you even in that picture?

RACHEL

Of course. Lower left corner.

Ethan looks. Indeed, we see Rachel's face in the corner. Mostly, however, we see her ass as she fixes the hem of Darcy's dress.

DARCY

As you can see, Rachel and I did everything together. All the way through college. Go Hoosiers!

A picture of the girls at an Indiana football game. Their faces are painted red and white, their arms around each other. They look happy. Carefree. Rachel smiles at the picture -- and the memory -- as Darcy continues.

DARCY (CONT'D)

Of course, after college, she decided to totally desert me and go to stupid law school... but who's bitter?

Laughter from the crowd. Darcy turns serious...

DARCY (CONT'D)

Actually, it's a good thing she did. Because while she was at NYU, she met my future husband and introduced us...

(getting choked up)

You know, I remember when Dex proposed...the only thing I could think, as he was down on one knee, was, "I wish Rachel was here, watching me in this moment."

Through tears, Darcy speaks directly to Rachel.

DARCY (CONT'D)

To say that Rachel's my best friend is the understatement of the century. She's my sister, my conscience, my... seeing eye dog.

(earnest)

The only reason I could stumble so blindly into adventure was because I knew Rachel would always be there, sniffing out trouble and leading me to safety.

She gives Rachel a big smile.

DARCY (CONT'D)

I love you so much, Ray. You're the best, best friend ever. Happy thirtieth birthday.

Darcy holds out her arms for a hug. Rachel heads over to her. They embrace.

RACHEL
I love you too, Darce.

When they separate, Rachel turns to the crowd.

RACHEL (CONT'D)
I'm so glad you guys are all here. This
is amazing.
(trying for enthusiasm)
So... let's have fun!

DARCY
WHOO-HOOOOOO!!!

Off Darcy, already in full party mode... **END CREDITS.**

INT. BAR BATHROOM -- MINUTES LATER

An upset-looking Rachel is changing out of her business suit. She pulls a dress out of her briefcase and slips into it, desperately trying to smooth out the wrinkles. Then, she looks in her briefcase for something.

RACHEL
Shoot. Shoot...

She starts to unpack the briefcase, sending papers flying. She's growing more and more agitated. Suddenly, there's a knock on the bathroom door.

RACHEL (CONT'D)
One minute!

ETHAN (O.S.)
You've been in there forever. What's
going on?

Sheepishly, Rachel opens the door. Ethan enters, closing the door behind him. Rachel quickly turns her back to him, picking up papers, double checking her briefcase...

RACHEL
I'm just changing. Shapiro kept me late,
and Darcy was texting me to get over
here...
(trying for upbeat)
You having fun?

ETHAN
No. Claire won't leave me alone.

He starts helping her pick up papers.

RACHEL
You did sleep with her--

ETHAN
Three months ago--

RACHEL
According to Darcy, it was the best night
of Claire's life--

ETHAN
Yeah, well Darcy's an insane asylum--

RACHEL
(warning)
Ethan...

ETHAN
It was a drunken mistake. I'd broken up
with Lorraine, I was pretty much in a
blackout...
(handing Rachel papers)
Here you go.

Rachel turns to take the papers. Ethan takes one look at
her face, knows something's up.

ETHAN (CONT'D)
Wait a minute. What's wrong?

She shakes her head, struggling to keep it together...

ETHAN (CONT'D)
Rachel...

Rachel looks at her friend. Then, her face crumples, her
eyes filling with tears...

RACHEL
I forgot my belt. I meant to pack it
this morning...

ETHAN
You're crying because you forgot your
belt?

RACHEL
Yes. Because I forgot my belt.
(then)
And because I hate my life...

She's trying to stop crying.

ETHAN

(gently)

You don't hate your life. You just hate your job --

RACHEL

But my job is my life. All I do is work. Which is why I'm at my stupid thirtieth birthday, alone.

(trying to regain composure)

Oh god, when did I become a girl who cries about being alone? I'm a feminist. Feminists don't cry because they turn thirty and they don't have a man --

ETHAN

Are you kidding? Little known fact, Gloria Steinem cried constantly.

(off Rachel)

Seriously. They used to find her in the bathroom of Ms. with red puffy eyes...

RACHEL

I'm pathetic.

ETHAN

You're human. Your best friend's getting married, you're single, and thirty. You'd be crazy if you didn't feel like shit.

RACHEL

Thanks for the pep talk...

ETHAN

Talking's overrated. You know what's gonna make you feel better?

She looks at him. *What?*

ETHAN (CONT'D)

Getting really hammered.

RACHEL

(getting control)

That makes sense.

(then, remembering)

What about my belt?

ETHAN

Suck it up. Steinem never cried over belts.

Rachel smiles, grateful for her friend. Then, she takes a breath and puts her game face on. We PRELAP WITH:

MAN'S VOICE
Two shots Petron!

INT. MERC BAR - LATER THAT NIGHT

The bartender puts the shots in front of Rachel and Ethan. They clink their shots, then down them. Rachel smiles, feeling better already.

CLAIRE (O.S.)
So where have you been all night, Mister?

Ethan and Rachel turn to find Claire smiling at Ethan.

ETHAN
Oh... just hiding.

Claire laughs, as though he's said something hilarious.

CLAIRE
I know exactly what you mean. It's so noisy here. Want to go somewhere quiet?

ETHAN
Not really.

CLAIRE
Yeah, me neither. I just love being in the thick of it.

She starts dancing, a little provocatively, up to Ethan. He has no choice but to move (slightly) with her. Rachel holds back a laugh, turns to the bartender.

RACHEL
I'll take one more.

As the Bartender nods...

MALE VOICE (O.S.)
Tell the truth. Were you really surprised?

Rachel turns to find Dex standing there.

RACHEL
Totally! Completely!
(off his look)
Almost. Don't say a word, it'll break Darcy's heart.

DEX

Don't worry. Not in the business of
breaking hearts.

A tall, lanky, guy approaches. He punches Dex's arm.

MARCUS

Hey Dudley-Do, aren't you gonna introduce
me to the birthday girl?

DEX

Marcus, this is Rachel.

MARCUS grins. He's 30-something, charming, handsome, and
a total dog. Marcus lives in the moment, regrets nothing
and achieves very little. But he always has fun. He
holds up his hand to Rachel, waiting for a high-five.

MARCUS

Hey, hey. Happy birthday Barney Rubble!

Rachel hesitates a beat, then high-fives him back.

RACHEL

So, you're the elusive 12th groomsman...

MARCUS

Oh yeah. And be warned, Dex chose me
because he knows I BRING IT to
weddings...

RACHEL

Oh yeah, what's that entail?

MARCUS

(deadpan)

I never remember. But as long as I wake
up covered in vomit, I know fun was had.

He laughs. Dex and Rachel join in. Suddenly a hot pink
boa smacks Dex on the head like a whip. The threesome
turn and see... Darcy, dancing on a baguette. A crowd of
people are cheering her on. She calls to Dex:

DARCY

C'mon, baby! Dance with me!

Dex shakes his head, no. Marcus swats him.

MARCUS

What are you doing, jackass? Dance with
The Darcinator.

DEX
Yeah, not much of a dancer...

MARCUS
Then, watch and learn, Dudley!

And with that, Marcus heads over to Darcy. Rachel turns to Dex.

RACHEL
Dudley?

DEX
As in "Do right."

RACHEL
Ah.

They watch as Marcus (now wearing the pink boa) does a very goofy dance around Darcy, shaking his shoulders and shimmying his hips. Dex explains:

DEX
He's a childhood friend, so...

Rachel nods, her eyes on her own childhood friend, so completely unlike her.

RACHEL
Gotcha.

PRELAP with: Voices singing "*Happy birthday to you...*"

INT. BAR - LATER THAT NIGHT

The lights are dimmed as a cake is brought over by a waitress. Darcy (still wearing the tiara and a boa) sits next to Rachel.

PARTYGOERS
Happy birthday to you...

The waitress sets down the cake... in front of Darcy. Giggling, Darcy pushes it over to Rachel.

PARTYGOERS (CONT'D)
Happy birthday dear Rachel/Happy birthday to you.

Applause! Rachel smiles, gets ready to blow out her candles. Darcy leans over to her.

DARCY

This is your decade, don't worry. I promise, you're gonna fall in love. When you least expect it. And then you'll have one of these too...

Darcy flashes her enormous engagement ring. Rachel leans forward and blows out the candles... with Darcy's help. After, Darcy leaps to her feet, climbs on the banquette:

DARCY (CONT'D)

Whoo-hoo!

And promptly, Darcy falls over.

EXT. MERC BAR - MOMENTS LATER

Dex is helping a very drunk Darcy into a cab.

DARCY

But I don't want to go home, it's Rachel's birthday--

DEX

I know, sweetie...

DARCY

Oh god, I'm gonna be sick...

She leans over. Before we see the inevitable...

INT. MERC BAR - LATER THAT NIGHT

The end of the night. Rachel, wearing the tiara, emerges from the bar with Ethan. He hands her a birthday card.

ETHAN

Hey. Before I forget.

She starts to open it...

ETHAN (CONT'D)

Oh, you don't have to open it now --

RACHEL

(pulls out gift certificate)
What's this?

ETHAN

(a little embarrassed)
Nothing. A little gift...

RACHEL
(reading)
You got me a massage?
(touched)
Ethan...

ETHAN
Just in case tonight was hard. Not a big deal, don't get all sentimental and annoying...

RACHEL
It's my birthday and I'm wasted. I'm allowed to get all sentimental and annoying.

She smiles at her friend. He rolls his eyes, smiling back, pleased she liked it. Just then, a cab pulls up. Dex gets out alone, annoyed. Ethan and Rachel look over:

DEX
Finally got Darcy home and in bed, then she tells me she left her purse here.

RACHEL
What does it look like?

DEX
Small. Silver.

RACHEL
Her new Chanel? Crap!
(to Ethan)
You go, I have to help find it --

DEX
Rach, don't worry--

RACHEL
That thing is two thousand dollars!

DEX
(to Ethan)
I'll make sure she gets home.

And with that, Dex and Rachel hurry back inside the bar. Ethan watches her go...

INT. MERC BAR - LATER THAT NIGHT

The house lights are now on.

EXT. MERC BAR - LATER THAT NIGHT

Dex and Rachel exit onto the New York City street.

DEX
So? You have fun tonight?

RACHEL
Yeah, sure.

RACHEL (CONT'D)
(a little bummed)
And now it's over. Now, I gotta stop
celebrating thirty and I just gotta be...
thirty.

Dex looks at her and realizes she's not quite ready to go home and face thirty in earnest.

DEX
You want to grab one more drink?

RACHEL
Yeah! Duh.
(off his look)
From now on, I'm gonna incorporate
really juvenile words to present the
illusion of youth...

DEX
Unfortunately, I think duh kind
of dates you.

RACHEL
Oh yeah.
(then)
Duh.

Off them, smiling, we PRELAP WITH: Loud hip-hop music.

INT. 7B BAR -- NIGHT

Rachel makes selections at the jukebox. Once she's satisfied, she heads through the crowd of 20-something hipsters hanging in the grungy, downtown bar. She slides into a booth, opposite Dex, and looks disdainfully at the beer he's ordered for her.

RACHEL
This doesn't look like an El Diablo.

DEX

I think you've had enough tequila
for the night.

RACHEL

Party pooper.

Meanwhile the melancholy strains of "Thunder Road" start
to waft through the bar: *The screen door slams, Mary's
dress waves/ Like a vision she dances across the porch as
the radio plays...*

DEX

Excellent song choice.

Rachel smiles, lost in thought for a minute. Dex studies
her. When she becomes aware of his gaze...

RACHEL

What?

DEX

Nothing. Just... that look. I remember
it from law school.

RACHEL

Oh please. I had two looks in law
school. Scared and scarder...er.

DEX

You had another look. Trust me.

Rachel blushes, though she doesn't quite know why.

RACHEL

So, how come you were never scared?

DEX

(shrugs)

The Senator always said, fear breeds
disrespect.

RACHEL

Okay, can I ask you a question I always
wanted to know, but never asked because
I've never been this drunk around you?

DEX

Shoot.

RACHEL

Why do you always call him "The Senator?"

DEX
Instead of "Ex-Senator?"

RACHEL
Instead of Dad.

He knew that's what she meant. A beat. Then...

DEX
I don't know how much Darcy's told you
about how I grew up...

RACHEL
Well... she said your house is
incredible. Something about four
carports...

He laughs, a little circumspect. Then:

DEX
My mom got depressed a lot. Not like "a-
little-blue" depressed, more like "not-
able-to-leave-the-bedroom" depressed.
The Senator preferred to stay away.

RACHEL
So who took care of her?

DEX
Mostly me.
(off her look)
Hey, it wasn't that bad. Like Darcy
said, we had those carports.

RACHEL
I'm sorry...

DEX
(shrugs)
Life is pain, Highness. Anyone who says
differently is selling something.

A beat.

RACHEL
Did you just quote "The Princess Bride"
to me?

DEX
Did you just recognize my "Princess
Bride" quote?

She smiles. *Touche*. Dex shrugs.

DEX (CONT'D)

Anyway, there you go, Psych 101. The reason I'm the way I am.

(off her look, explains)

Never want to disappoint any one. So, I do what's expected. I don't rock the boat. Dudley Do-Right.

(then)

Sorry, too much booze. I shouldn't be venting.

RACHEL

No, it's okay. What's my thirtieth if not an opportunity to vent?

He nods, then sips his beer. Rachel studies him, deciding whether or not to say something. At last...

RACHEL (CONT'D)

When you say you do what's expected, though... you don't. At least... you haven't done what I expected.

DEX

What do you mean?

RACHEL

I just... never thought you'd end up a corporate lawyer. I mean, I knew I'd have to sell out, pay back my student loans... but I just always saw you as doing something...better. More important. Or idealistic maybe. And I realize that's completely unfair and judgmental--

DEX

(honestly)

It's also the nicest thing I've heard in a while.

RACHEL

Well it's true.

(light, joking)

I mean, why do you think everyone had such a huge crush on you in law school?

DEX

(smiling)

Not everyone. Not you.

RACHEL

Yeah right. Of course I did.

Dex looks at her, confused.

RACHEL (CONT'D)

Oh come on. Don't act like you didn't know.

DEX

(serious, quiet)

I didn't know.

*And I know you're lonely for words that I ain't spoken/
But tonight we'll be free, all the promises'll be broken.*

He is staring at her, his expression unreadable. Rachel assumes he's upset that she's said something so inappropriate. She suddenly feels incredibly embarrassed.

RACHEL

Oh.

(then, trying for light)

Sorry. I thought it was obvious.

DEX

No. It wasn't.

Dex is looking at Rachel, upset. Almost accusing...

DEX (CONT'D)

You introduced me to Darcy, encouraged me to ask her out --

RACHEL

She liked you --

DEX

But if you liked me, then why would you have --

RACHEL

(defensive)

I don't know, why are we even talking about this anyway? It all worked out for the best, right?

Oh oh oh oh, Thunder Road...

DEX

Yeah. Right.

But he looks completely unsettled. A beat.

RACHEL

We should probably go.

INT. TAXI CAB - MINUTES LATER

Dex and Rachel are sitting in the back. The radio's on, the air heavy with the weight of the revelation.

DEX

83rd and First, then 87th and Columbus.

The cabbie nods. He makes a sharp left and Rachel slides into Dex. She immediately moves away... embarrassed. She looks out the window, away from Dex, painfully aware of his presence. He can't help it. He glances at her. At the same moment, she glances back at him. A beat, then quickly, they both avert their gazes.

Another moment. More silence. The cab swerves to the right... pushing Dex close to Rachel. Their legs are touching. He doesn't move his leg. Neither does Rachel... whose heart is now in her throat. They sit in silence, their legs touching ever so slightly, not looking at one another.

Meanwhile, on the radio, a commercial plays. The cabbie switches stations and suddenly, Springsteen's voice pierces the silence. *Oh, Thunder Road, oh, Thunder Road...*

Rachel and Dex look at one another, surprised. *A sign?* And maybe it's the music, or the booze, or the nostalgia hanging thick in the air, but suddenly... they are kissing. Passionately, hungrily, greedily kissing.

Oh, oh, oh, Thunder Road, oh, Thunder Road...

INT. RACHEL'S STUDIO APARTMENT

Dex and Rachel devour one another. It's frenetic, sweaty, sexy. Clothes are shed. Mouths search. Hands reach. Fingers curl...

FADE OUT.

DARCY (V.O.)

RACHEL!!! PICK UP!

INT. RACHEL'S STUDIO - EARLY THE NEXT MORNING

DARCY (V.O.)

PICK UP PICK UP PICK UP --

In bed, Rachel opens her eyes. She's groggy. Hung-over. She turns over and suddenly sees... Dex.

And just like that, the events of night come flooding back to her. She jumps out of bed, wrapping herself in a sheet...

DARCY (V.O.) (CONT'D) RACHEL
Rachel!! (nudging him)
Dex!

Dex wakes up. Rachel stares at him terrified...

DARCY (V.O.) (CONT'D) DEX
Where are you, Rachel? Oh, Christ...

He jumps out of bed; Rachel is panicking. Dex looks white.

RACHEL DARCY (V.O.)
Oh my god, oh my god, oh my god -- Dex never came home. I don't know where he is. Why aren't you picking --

BEEP! The machine cuts her off. Dex approaches Rachel.

DEX RACHEL
Okay, we have to think -- Ah! Naked! Stop!

The phone starts ringing again as Dex grabs his boxers, starting to dress...

RACHEL
(nearly hysterical)
I should get it, I should --

She reaches for the phone...

DEX
No. Don't pick it up--

RACHEL
I have to. I'll just say...

DEX
(panicked)
What?

RACHEL
(freaking out)
I don't know! What can I say, what can I possibly say?!

DARCY (V.O.)
Wake up!!! It's an emergency! I think Dex is cheating on me, --

Dex reacts; Rachel starts crying....

DARCY (V.O.) (CONT'D)
I know it sounds crazy but hot people get
cheated on all the time --

Dex turns the volume down on the machine, silencing his
fiancee.

RACHEL
What did we do?

He looks away, feeling worse than he's ever felt.

DEX
I don't know... it just happened.

RACHEL
If Darcy finds out --

DEX
(quietly)
She can't. We... we can't let her.
(trying to come up with
something)
I'll...say I stayed out late. With
Marcus. Then, we got breakfast--

RACHEL
But what if she asks me if I saw you?
I'm a terrible liar--

DEX
(struggling)
Just... be vague. Say you can't
remember for sure whether I was still
at the bar when you left.
(then)
Okay?

RACHEL
(still panicked)
Okay.

Dex starts for the door. Before he leaves, he turns:

DEX
(feeling awful)
Rachel, I'm... I'm really sorry.

RACHEL
Me too.

And then, he's gone. Rachel stares after him. In shock. The phone starts ringing again. She takes a deep breath, then picks it up.

RACHEL (CONT'D)

Hel--

DARCY (O.S.)

The bastard didn't come home.

And we INTERCUT WITH:

INT. DARCY AND DEX'S APARTMENT -- BEDROOM

An extremely agitated Darcy sits on her grande four poster bed, her Frette sheets wrapped around her.

RACHEL

(trying for surprised)

What?

DARCY

He better be laid up in a hospital bed. And not just for something little, it better be really serious. Like an organ fell out of his body or something...

RACHEL

Darcy, don't say --

DARCY

Do you think he's cheating?

RACHEL

(quietly)

He wouldn't do that to you.

DARCY

Then where the hell is he? It's seven fucking thirty! Was he at the bar when you left?

RACHEL

At two. With Ethan! Who gave me a massage.

DARCY

What?

RACHEL

Not an actual massage. A gift certificate for a massage.

(MORE)

RACHEL (CONT'D)
It was really sweet. You know, he
doesn't have tons of money, so he really
must have --

DARCY
Rachel!

RACHEL
Hm?

DARCY
Was Dex there?

RACHEL
Oh. Um...Yes.
(what did Dex say to say?)
He was... with Marcus. Watching a game I
think. I kind of remember. Vaguely.

DARCY
A game? At two in the morning?

Rachel reacts. *Why did she say that?*

RACHEL
Something... European. Cricket maybe?

DARCY
(really confused)
Cricket?

Rachel winces. But before she can respond.

DARCY (CONT'D)
Hang on. Call waiting.

Darcy clicks over. We stay on Rachel. The next seconds
feel like hours. She waits. And waits. This is a
nightmare. Finally, Darcy clicks back over.

DARCY (CONT'D)
It's Dex. We'll see about this cricket
business. Call you right back.

Dial tone. A zombie-like Rachel hangs up as well. Her
apartment is eerily silent.

INT. RACHEL'S BATHROOM - MOMENTS LATER

Rachel splashes water on her face. Then, she stares at
her image in the mirror, wracked with guilt. And then
suddenly, a memory assaults her:

INT. NYU -- LECTURE HALL -- DAY (FLASHBACK)

It's the first day of law school. Rachel is the big, 200 person lecture hall. She pushes her glasses up on her nose, then takes out about eight ball point pens, lining them up carefully.

MALE VOICE (O.S.)

You don't happen to have like four extra ball point pens do you?

RACHEL

(not looking up)

I do actually, I brought a bunch--

She looks up and there's Dex, sitting next to her. Grinning. She is immediately struck by how handsome he is. She blushes... a little awestruck.

RACHEL (CONT'D)

Oh. You're making fun of me.

(re: pens)

I just heard Zigler talks really fast and I don't want to run out of ink...

Meanwhile, PROFESSOR ZIGLER walks into the room. He has an impatient, seen-it-all air. As he enters:

PROFESSOR ZIGLER

This is torts. If you're not supposed to be in torts, leave. There's a lot to cover so take copious notes, because I won't be repeating myself.

As Zigler starts to lecture, a flustered Rachel reaches down, grabs her notebook from her bag and puts it on the desk, shoving it forward... right into the pens which fall into the crevice between her row and the row in front of her. Rachel tries to catch them, to no avail. *Shoot! What now?* Dex slides over his only pen. Rachel looks at it, whispering:

RACHEL

What about you?

DEX

I'll listen.

She looks at him. *Really?* He nods. She takes the pen, grateful. On the side of the pen, the words "Stolen from the desk of Dr. David Levine, D.D.S." are written.

DEX (CONT'D)

Just don't tell my dentist.

She smiles at him. Then she turns and tries to pay attention to the Professor and not Dex. But it's hard.

INT. RACHEL'S BATHROOM -- THE PRESENT

Rachel is still staring at her reflection in the mirror. A beat. And then she moves out of frame, throwing up...

INT. RACHEL'S STUDIO - LATER

Rachel exits her bathroom, showered and changed. She stares at the clothes, strewn on the floor from the night before. She takes in her bed. The site of the crime. A beat and then she starts stripping the sheets...

INT. COFFEE SHOP -- NIGHT (FLASHBACK)

Rachel and Dex are studying for an exam late at night. Papers and books cover the table. They've clearly been at it for hours. Both look worn out.

DEX

Elements of negligence?

RACHEL

Duty owed to someone, breach of that duty, standard of care--

(off his look, upset)

No! Causation. Shoot. I know that, I know that. DBDC. No, DBCD -- "Don't Be Causing Damages," shoot, shoot --

DEX

(sees she's spinning)

Know what? I think we've reached the saturation point. Enough studying --

RACHEL

But --

DEX

Really. Enough.

Gently but firmly, he puts his hand over hers. Rachel's heart leaps. She is helpless to protest, can only nod.

DEX (CONT'D)

I'll walk you home.

She nods again...

EXT. NYU CAMPUS -- NIGHT

Dex is walking Rachel home in silence. She glances at Dex, feeling close to him, but not knowing his feelings. Suddenly... it starts to rain. They both look up.

DEX

It's just a little drizzle...

Rachel nods. And then... it starts to pour! Dex holds his overcoat up over Rachel's head and they start to run, through the rain...

EXT. WASHINGTON SQUARE -- MINUTES LATER

Soaking wet and laughing, Rachel and Dex arrive at the front door of Rachel's building. She turns away from him to open the front door. As she does, she smiles... Dex is here, at her apartment. She takes a deep breath, screws her courage, then:

RACHEL

So, do you --

GIRL (O.S.)

Dexter?

Rachel and Dex turn to see a STUNNING 20-SOMETHING REDHEAD, standing under a great big umbrella. Whereas Rachel is wearing sweats and resembles a drowned rat, the Redhead is wearing a short skirt and a Burberry coat. She throws her arms around Dex as Rachel watches.

STUNNING REDHEAD

This is crazy! I was literally about to call you to grab a drink.

Rachel reacts. *How stupid could she be?* She's not the kind of girl the Dex's of the world go for...

DEX

Oh, I'm actually --

RACHEL

Night. Thanks for walking me home.

And with that, she hurries inside.

INT. RACHEL'S LAW SCHOOL STUDIO -- MOMENTS LATER

Rachel looks out the window and watches Dex and the Redhead walking away.

She picks up a pen on her desk -- the pen Dex loaned her in class. She looks at it for a beat... then, she shoves it into a drawer.

INT. RACHEL'S STUDIO - THE PRESENT

Rachel's studio is now spotless. The clothes are gone and the sheets have been changed on the bed. All evidence of the night, wiped clean.

She opens her bedside drawer and digs around. And then she pulls out... the pen. She looks at it for a beat. *Why the hell has she kept it all this time?* Resolutely, she throws it in the garbage. Then, she looks at the time on the digital clock by her bed. 9:22. She stares at the phone.

INT. RACHEL'S STUDIO - LATER

10:35 glares in digital red. Rachel is now sitting on her bed, staring at the phone, willing Darcy to call.

INT. RACHEL'S STUDIO - LATER STILL

2:47. Finally, the phone rings. Rachel grabs it.

RACHEL

Hello?

RACHEL'S MOM

Was the party great?

RACHEL

(instantly deflated)

Hey mom --

WE INTERCUT WITH:

INT. RACHEL'S CHILDHOOD HOME -- LIVING ROOM -- SAME TIME

Midwestern kitsch. Loads of pictures of Rachel, and Rachel and Darcy. Rachel's Mom (50's, big, friendly, Midwestern stock) talks to her on the phone.

RACHEL'S MOM

You can't imagine how much work Darcy put into it. I told her I'd send pictures, but she made a secret trip back to Indiana to go through them herself.

(MORE)

RACHEL'S MOM (CONT'D)
 We had such a good time. You're lucky
 you have a friend like her...

Off Rachel, wanting to disappear...

RACHEL'S STUDIO - EARLY AFTERNOON

5:08. Rachel paces, on the phone. It rings. Then:

DARCY (V.O.)
 Hey, this is Darcy Rhone-soon-to-be-
 Thaler. Leave me a message and there's a
 chance I'll call you back.

Beep! As Rachel hangs up, she remembers...

INT. FINNERTY'S PUB -- NIGHT

Darcy and Rachel clink glasses.

DARCY
 Cheers. To finals being over. So you
 can start hanging out with me again.

Rachel smiles. They drink. Suddenly, Rachel spots Dex,
 walking in with two guys. Darcy sees her expression
 change.

DARCY (CONT'D)
 What?

RACHEL
 Nothing. My friend just got here. Dex.

DARCY
 As in Dex, Dex?

RACHEL
 (embarrassed)
 Just... Dex.

DARCY
 Come on. You talk about him nonstop.
 Admit it, you like him, right?

RACHEL
 No, no. We're just friends.

DARCY
 Really?

RACHEL

Yeah.

Darcy chooses to believe her. Meanwhile, Dexter has spotted them and is approaching.

DARCY

Yeah, I can't see you guys together.

(then, suggestive)

But he and I on the other hand...

Rachel reacts, trying not to show her emotions.

DEX

Hey Rachel...

RACHEL

(trying for upbeat)

Hey... Dex.

DARCY

I'm Darcy. Rachel's best friend.

(gulping down her drink)

Your turn to buy a round, Ray.

She hands her empty glass to Rachel, who has no choice but to head towards the bar. Rachel glances back once. Darcy is talking animatedly, her hand on Dex's arm. He is laughing...

And just like that, Rachel knows she's lost him...

INT. RACHEL'S STUDIO - THE PRESENT

Rachel looks like she's about to cry. She gets up, opens the kitchen cabinet. She takes an Advil, her hands shaking...

INT. RACHEL'S STUDIO - EARLY EVENING

A CHINESE DELIVERY MAN hands three large bags to Rachel.

CHINESE DELIVERY MAN

Seventy-seven dollar.

RACHEL

Oh. Wow.

She digs through her wallet, pulling out bills.

RACHEL (CONT'D)

I must've ordered an extra egg roll or two... it's been kind of a hard day, I usually don't even order eggrolls.

(then, apologetic)

So... I have seventy-four. Can I give you back... the steamed vegetables? And maybe the moo shoo chicken? For the tip?

INT. RACHEL'S STUDIO - LATER THAT NIGHT

9:22. Half-eaten cartons of Chinese food on the coffee table. Rachel has changed into pajamas. She gets into bed, turns off the bedside lamp next to her bed. And then, she closes her eyes. A beat of blackness. Then:

We see flashes from the night before. Dex and Rachel kissing, hungrily. Rachel running a hand down Dex's chest. Rachel in ecstasy...

Rachel's eyes open! She's breathing heavily. A beat as she regains control. She lays there, fighting her feelings. Eyes wide open. Afraid to sleep. Afraid to dream...

EXT. 58TH STREET - NEXT MORNING

It's raining. Rachel waits under the overhang of a store. Darcy (holding an umbrella) heads towards her, pissed. Rachel looks terrified. *What does Darcy know?*

DARCY

I'm gonna kill Dex!

RACHEL

(frozen)

What happened?

DARCY

He took the good umbrella. I'm soaking wet.

And with that, Darcy breezes past Rachel, opening the door. PULL BACK to reveal she has entered the bridal store "Monique Lhuillier." Rachel follows behind her...

INT. MONIQUE LLULHIER - CONTINUOUS

Rachel hurries after Darcy, past racks of gorgeous gowns.

RACHEL

So... everything was okay? When he came home yesterday?

DARCY

Oh, yeah. Sorry, I meant to call you. He was out drinking with Marcus. Neither of us knew what you were talking about with cricket though --

Before Rachel can answer, Darcy turns to a nearby Bridal Consultant:

DARCY (CONT'D)

Hi, I have a twelve o'clock.

INT. MONIQUE LLULHIER - LATER

Rachel waits outside the fitting room. The doors open... and Darcy emerges, in an antique lace ball gown. It is pinned, as it still needs to be adjusted. The Bridal Consultant trails after her, holding her train. Rachel's jaw drops. As beautiful as she thought Darcy would look in her gown... she looks more beautiful.

RACHEL

(moved)

Darcy...you look... incredible.

DARCY

(equally moved)

I know...

She walks towards the mirror, studying her appearance. A beat and then, her eyes tear up.

BRIDAL CONSULTANT

(sotto, to Rachel)

Aw She's having her bridal moment.

Rachel (wracked with guilt) approaches a teary Darcy.

RACHEL

You okay?

DARCY

(cavalier)

Oh. Yeah. Just trying out different mascaras. I want to cry the day of, but I don't want my makeup to run, you know?

CLOSE ON: A rowboat. A Man and a Woman kiss in the sun.

DARCY (O.S.) (CONT'D)
So, what do you think I should do?

Pull back to reveal we're in....

INT. THE BOATHOUSE (RESTAURANT) - CENTRAL PARK - DAY

Rachel has been staring out the window, at the happy couple on the lake. Darcy is staring at Rachel. Rachel recovers, picking up a roll from the bread basket.

RACHEL
Hm?

DARCY
About Claire's weight! She's a
butterball. I mean, the rest my
bridesmaids are only like...
(evaluating Rachel)
...five to seven pounds away from your
goal weight.

Rachel puts down the roll.

RACHEL
Um, I don't know...

DARCY
Yeah, it's a puzzler. I gave her a diet
book, but I might have to stop being so
subtle.
(then)
OMG! I can't believe I forgot the most
gargantuan news!
(sing-song)
Someone's got a thing for you...
(off Rachel)
Marcus! What do you think?

Rachel hesitates. She did not see that coming.

DARCY (CONT'D)
C'mon, you're thirty, you can't be picky
anymore. Totally kidding. But seriously,
give him a shot. I mean, you haven't
been laid in ages, right?

RACHEL
(guilty)
Right.

Darcy grins, then takes out the phone and dials a number.

RACHEL (CONT'D)

Wait, who are you calling?

DARCY

Dex. He didn't think you'd ever go for Marcus.

(into phone)

Honey. You owe me a thirty-minute massage. She's totally into him --

RACHEL

Wait, I didn't say--

DARCY

(ignoring Rachel, into phone)

Oh yeah. All morning it's been "When did Dex and Marcus meet? What do you think Marcus is like in bed?"

(Rachel starts to protest,

Darcy waves her off)

Admit I know my best friend better than you do...

A beat. Then, Darcy starts giggling. Rachel smiles uncomfortably. Darcy starts laughing even harder. Rachel wants to die. Darcy's cracking up.

DARCY (CONT'D)

(into phone)

I know. I know. Ha! Stop it!

Stop...Okay. Love you, hun.

She hangs up, chuckling. Rachel tries to play it cool.

RACHEL

So... what did he say?

DARCY

Nothing. Yay about Marcus! I guess it'll all play out in the Hampton's share. Want me to help you buy cute clothes?

Rachel looks uncomfortable.

RACHEL

Actually...I'm not actually sure if I'll be able to come this weekend, work's pretty crazy and --

DARCY

What are you talking about?

(earnest)

It's my last summer as a single girl.

(MORE)

DARCY (CONT'D)
I want to spend as much time as possible
with my best friend.

Off Rachel... guilty. Torn...

EXT. RACHEL'S APARTMENT BUILDING - EVENING

Rachel emerges from her building, lugging a suitcase.
Darcy and Dex's Land Rover is parked outside...

INT. DEX'S LANDROVER

Darcy waves to Rachel enthusiastically. Dex is looking
straight ahead... more than a little uncomfortable.

DARCY
What are you doing, Dex? Help her
with her bag!

Oh. Right. Dex gets out of the car...

EXT. DEX'S LANDROVER

Dex heads around to the back to help Rachel. She looks
up as he approaches. Equally uncomfortable. He reaches
for her bag. But Rachel doesn't let go of it.

DEX	RACHEL
Here, let me help --	Oh, I'm okay --

DEX	RACHEL
I got it.	Honestly --

DEX
Okay --

He lets go and the bag swings back... hitting Rachel in
the face. She reacts. *Ouch.*

DEX (CONT'D)
I'm sorry. Are you okay?

He reaches over to touch her... she flinches.

RACHEL
I'm fine. Fine.

DEX
Rachel. I'm so sorry --

RACHEL

No, I should have let you take the bag --

DEX

Not about that.

A beat. Then:

RACHEL

Stop. We can't --

MARCUS (O.S.)

Can't what?

They turn, uncomfortable. Caught. Quickly:

DEX

Take the 105. It's totally backed up.
C'mon. Let's hit the road.

He heads to the driver's seat. Marcus looks at Rachel.

MARCUS

After you, m'lady.

He does an elaborate bow as Rachel walks past him.

INT. DEX'S LANDROVER

Dex drives; Darcy is in the passenger seat. Marcus and Rachel are in the back. He's sitting close to her, his legs spread out, his arm across the back of her seat.

DARCY

So, what should we listen to?

(to Rachel and Dex)

And don't even think about suggesting
Bruce Springsteen you two...

(to Marcus)

Dex and Rachel have the same lame-o
taste in music. It kills me.

Rachel and Dex briefly make eye contact through the rear view mirror. Then, quickly, they both look away. Dex swerves, throwing Marcus into Rachel. Marcus doesn't move, just raises his eyebrow suggestively. Rachel forces a smile, then looks out the window. Wanting to disappear.

EST. SHOTS: THE HAMPTONS.

We see some iconic Hamptons imagery. The East Hampton Watermill, Main Street, the farmers market, Amagansett square, the dunes, the beach. We PRELAP with:

DARCY (O.S.)
To a great summer!

INT. HAMPTONS SUMMER RENTAL - BACK DECK

Rachel, Darcy, Dex, Claire, Ethan and Marcus are clicking champagne glasses. Dex and Rachel studiously avoid one another's eyes. Darcy notices...

DARCY
Hey! Eye contact you two! Otherwise
it's bad luck...

Uncomfortably, Rachel and Dex look at one another.

DARCY (CONT'D)
Oooh, I almost forgot. I got Claire a
little something to thank her... for
doing all the leg work and finding us
this great house.

As Darcy rushes into the house...

CLAIRE
Darcy, you didn't have to --

DARCY
Ta-Da!

Darcy reemerges, carrying an enormous blue exercise ball with a pink bow around it. Off Claire, reacting....

INT. TALKHOUSE - LATER THAT NIGHT

The famous Hamptons bar. Exposed wood beams, a crumbly stucco ceiling, black walls. Hundreds of autographed headshots featuring musicians line the walls and cover the ceiling. There is sawdust on the floor.

Darcy is standing with Dex and Claire. Her hand is in her fiancée's back pocket. It's casual. Intimate. We find Rachel at the bar, staring at them...

ETHAN (O.S.)
Stop staring already!

Rachel turns to her friend, caught.

RACHEL

What?

ETHAN

Claire.

Oh. Rachel breaths a sigh of relief as she follows Ethan's gaze. Indeed, Claire is staring at him, a half smile on her face. Rachel laughs. Meanwhile, Claire waves. Ethan waves back. Then, under his breath:

ETHAN (CONT'D)

Shit. She's coming. I'm going.

He turns, trying to get lost in the crowd before Claire can catch him. Rachel watches him go, amused. Then, she turns...only to find Marcus, standing in front of her, a sly grin on his face.

MARCUS

Yabba Dabba Delicious. You clean up well Barney Rubble.

He winks. She gives an awkward smile, looking around for an escape. As she looks around she sees... Darcy pull Dex towards her, kissing him. Rachel stares for a beat. She hates that it affects her, but it does...

RACHEL

(needing to escape)

Do you want to go outside? Get some air?

EXT. TIKI BAR AT THE TALKHOUSE -- LATER THAT NIGHT

Patio seating and concrete handprints from famous performers. Rachel and Marcus sit in the back. Marcus takes out a bag of weed and some rolling papers.

MARCUS

Want some?

RACHEL

Oh, no thanks.

MARCUS

(expertly rolling a joint)

Yeah. I don't smoke much. Just when I'm trying to unwind, you know. After a long work week --

RACHEL

I thought Darcy said you were between jobs?

MARCUS

Which is pretty stressful. You know, everyone's busy, no one's around to hang. This helps me get out of my head. Don't you ever want to get out of your head?

Rachel looks at him. The truth is, she would love that.

INT. TALKHOUSE - SAME TIME

Darcy and Dex are standing with Ethan. Dex looks a million miles away. Ethan and Darcy argue.

ETHAN

I just want you to stop egging Claire on.

DARCY

Like you'll ever do any better--

ETHAN

She's the last person I would ever, ever end up with.

(smiling)

Strike that. Second to last. After you.

DARCY

Oh please. You're obviously still in love with me. Get over it. I'm engaged.

(off Ethan's eye roll)

C'mon, let's dance, Dex.

DEX

(snapping to)

Oh. Um... You know, I'm not in the mood--

DARCY

Ugh! You're so friggin' boring. Both of you suck.

With that, she stalks off, annoyed.

EXT. TIKI BAR AT THE TALKHOUSE - MOMENTS LATER

Rachel and Marcus are sharing a joint. Rachel is talking animatedly, clearly high.

RACHEL

And then I got wait listed at Notre Dame and Darcy got in, but since she knew it was my dream school, she turned them down, hoping that would get me off the wait list. Which it didn't. But can you believe she did that?

MARCUS

(beyond bored)

No.

RACHEL

I know! It's a huge thing to give up for someone.

(then)

But that's Darcy. She might be a little...self-centered sometimes, but she's also fiercely loyal. Always has been.

Marcus couldn't be less interested.

RACHEL (CONT'D)

I mean, growing up...I wasn't exactly spectacular. Darcy was spectacular. The kind of person life just... comes to, you know? And I was pretty much the opposite of that. But she always made sure I was included. Always.

MARCUS

Well, you paid her back, huh?

(off Rachel's confusion)

Didn't you introduce her to Dudley Do Right?

Rachel looks at him, suddenly suspicious.

RACHEL

What's that supposed to mean?

MARCUS

(confused)

What... do you think it means?

She stares at him. He stares back. She narrows her eyes. He narrows his in return... though he has no idea why. A beat, then:

RACHEL

Can you excuse me for a sec?

INT. TALKHOUSE - MOMENTS LATER

A panicked Rachel has pulled Dex aside.

RACHEL
Marcus knows.

DEX
What?

RACHEL
About... us. Did you tell him?

DEX
Of course not --

RACHEL
Then how did he find out?

DEX
I have no idea! Why do you think he knows?

RACHEL
(with gravity)
He said I "paid Darcy back" for looking out for me in high school. By introducing her to you.
(off Dex's look, defensive)
It was the way he said it.

A beat. Then...

DEX
Rachel. Did you smoke marijuana with him?

RACHEL
Yes. Why?

DEX
Does marijuana tend to make you paranoid?

RACHEL
(defensive)
No!
(then, admitting)
I don't know. I've never smoked it before.

Dex can't help it; he starts to laugh.

RACHEL (CONT'D)
This is not funny! Why are you laughing?
He's your alibi! So, he knows you two
weren't eating breakfast --

DEX
I'm sorry. Look, he has no idea it was
you that I was with.

RACHEL
But he does think you were with someone--

DEX
Yeah. I guess. But not you.

RACHEL
(weirded out)
So that's the way you guys operate?
One cheats, the other covers. Is that
the routine?

DEX
No. Rachel. Stop --

Without thinking, Dex puts his hand on her shoulder.
Reflexively, she flinches. Dex moves his hand away.

DEX (CONT'D)
(quietly)
Sorry.

A beat. Then:

DEX (CONT'D)
I promise. He doesn't know.

DARCY (O.S.)
Who doesn't know what?

They turn to find Darcy. Rachel looks panicked.

DEX
(quickly covers)
Rachel smoked some weed with Marcus.
She's convinced the bartender knows.

DARCY
So, who cares if he knows?

DEX
That's what I said. Come on. Let's
dance.

INT. TALKHOUSE - MINUTES LATER

A slow dance. We find a drunken Claire, draped all over an uncomfortable Ethan. She puts her head on his chest, rubbing his back. Ethan looks like he wants to die.

PAN OVER to Darcy and Dex. She has her head on his shoulder. They move smoothly, intimately.

PAN OVER to Rachel and Marcus. He is holding her close. Rachel can't help it -- she glances over at Dex. *Shoot. Why does she keep doing that?* She looks away, focusing her attention on Marcus who is smiling down at her. He takes advantage of the eye contact to move in for the kiss. Rachel closes her eyes, kissing him back, trying to forget Dex...

Dex looks over and sees. His expression changes. He looks unhappy. Darcy notices Rachel and Marcus as well.

DARCY

Aw... look at them. So cute, huh?

Dex nods. But from the look on his face...he clearly doesn't find it cute at all.

INT. HAMPTONS SUMMER RENTAL - LATER THAT NIGHT

Marcus, his arm around Rachel, leads her towards her bedroom. Darcy and Dex pass by them in the hall...

DARCY

(sing song)

Good night you two...

Marcus grins, giving her a wink. Meanwhile, Dex looks upset. His eyes meet Rachel's. A loaded beat. *Why does this feel so awkward? Like she's...hurting him?* Quickly, Rachel looks away as Marcus guides her into her bedroom...

INT. RACHEL'S HAMPTON'S ROOM - MOMENTS LATER

Marcus is waiting in the bed, clad in his boxers. The door to the bathroom opens and Rachel emerges, wearing sweatpants and a sweatshirt. She gets into bed, turning off her bedside lamp. Marcus immediately rolls over, ready to start making out. Rachel stops him.

RACHEL

You know, I'm actually really tired.

MARCUS

'Sall good.

(then)

You don't need to be awake for me to make a move.

Rachel looks at him, horrified. He grins.

MARCUS (CONT'D)

I'm kidding.

(then)

Look, despite how I come off sometimes, I'm actually a pretty sensitive guy.

(intimate)

I don't tell many people this, but when I was nine...I actually saved a chipmunk.

(to Rachel, cutesy)

Built a tiny little splint for it's tiny little broken leg.

RACHEL

(at a loss)

Oh. That's... sweet.

MARCUS

Yeah. I just love animals. All helpless little creatures really.

He smiles. She smiles back. A beat, then he tries to kiss her again. Rachel pulls away.

RACHEL

Marcus. Really. I'm tired.

He looks at her, surprised. *That chipmunk story didn't work?*

MARCUS

Yeah?

(off her nod)

Okay. That's cool.

Rachel nods, then turns away from him, settling in to sleep. A beat, and then Marcus throws an arm around Rachel, spooning her. She lies there for a beat. Wishing she were anywhere else. Eyes wide open...

EXT. HAMPTONS SUMMER RENTAL - THE NEXT MORNING

There's a big breakfast spread and everyone is lounging around: Dex and Ethan are reading sections of the newspaper; Claire and Darcy are sunning. Claire grabs the suntan lotion, gets up and sits in front of Ethan.

CLAIRE
Can you put lotion on my back?

ETHAN
(trapped)
Oh. Um...sure.

As he begins to rub lotion on her back, Claire makes semi erotic "mmmm mmm" noises. Ethan is deeply uncomfortable. Darcy gives him a thumbs up. Ethan glares at her.

Meanwhile, Rachel emerges from the house, carrying her overnight bag. Darcy sees her first.

DARCY
What's with the bag?

RACHEL
Shapiro called. He's going ballistic about a deposition. I have to get back to the city --

DARCY
Oh no --

RACHEL
Yeah, it's a bummer. I called a cab, I'll catch the 12:00 jitney--

DARCY
Where's Marcus?

RACHEL
Sleeping. Didn't want to wake him--

DARCY
Well, you're not taking a cab. Dex will drive you. Right Dex?

Dex and Rachel both start to protest...

INT. DEX'S CAR

Rachel and Dex drive in awkward silence. The Jitney is parked. Dex pulls over. As he does:

DEX
Look, I want you to know, I'm not the kind of person who...
(hard to say)
Cheats.

RACHEL
Neither am I!

DEX
I know you're not. I just need you to
know that I'm not.

Beat. Then, quietly:

RACHEL
I do know.

DEX
I've been trying to figure out why what
happened... happened. I mean, obviously
part of it must be wedding nerves --

RACHEL
(nervous, babbling)
And I was pretty freaked out about
turning thirty. And drunk. We were both
really drunk and --

DEX
(quietly)
I wasn't that drunk.

A beat. *Did Rachel hear him right?*

RACHEL
What?

DEX
I wasn't that drunk.

RACHEL
(beat, then angrily)
Why are you telling me that?

DEX
I don't know. I don't know anything
right now.
(then, intensely)
Except that I don't want to be thinking
about you.

Rachel looks at him. Her heart is beating out of her
chest. Then, quietly:

RACHEL
It was a mistake. A big mistake.

DEX
Exactly. A big mistake.

DEX (CONT'D)
 (trying to convince himself)
 We just have to put it behind us. And
 not look back --

RACHEL
 Exactly.

With that, Rachel gets out of the car...

EXT. SIDE OF THE ROAD

Rachel heads towards the Jitney. *She won't look back, she won't look back...* She looks back. And Dex is looking at her. Rachel quickly turns away.

INT. DEX'S CAR -- MINUTES LATER

Dex is in his car, driving back to the house. He is trying to compose himself, trying to quash his feelings. But he can't; a memory assaults him...

INT. FINNERTY'S PUB -- BAR -- NIGHT (FLASHBACK)

We're back at the night Rachel introduced Dex to Darcy. Rachel and Dex drink their beers. He glances at her. She's looking down, away from him. A beat, then:

DEX
 Rachel.
 (she looks at him)
 Your friend Darcy gave me her number.

RACHEL
 (big smile)
 Oh really? You should totally call her.

He looks at her. Not the answer he expected. Or wanted.

DEX
 Yeah?

RACHEL
 (trying)
 Totally. Darcy's great.

Just then, Darcy returns from the restroom.

DARCY
 Ugh. Someone took my seat.

Indeed, the seat next to Dex is now taken.

DARCY (CONT'D)

Lucky me!

And with that, she plops down on Dex's lap. He laughs... caught off guard. And charmed. HONK!!!

INT. DEX'S CAR -- THE PRESENT

Dex is jolted out of his memory by the car honking behind him. He pulls over to the side of the road. Breathing hard. A beat, then he hits the steering wheel. Miserable. Tortured.

EST. SHOT -- CORPORATE BUILDING IN MIDTOWN MANHATTAN

INT. IMPOSING BOARDROOM OF RACHEL'S LAW FIRM -- DAY

Rachel and 12 other ASSOCIATES sit around the huge conference table. At the head of the table, her boss -- JIM SHAPIRO. Jim, late 40's, is an egotistical asshole.

A YOUNG MALE ASSOCIATE (30, preppy) is mid-speech:

YOUNG ASSOCIATE

And clearly we're planning on dragging out discovery for a couple of months...

As the Young Associate drones on, Rachel daydreams.

INT. DEX'S CAR - YESTERDAY

Rachel's back in the car with Dex. They're looking into one another's eyes. A heavy, intimate beat. But this time, instead of leaving, Rachel kisses him...

JIM SHAPIRO (O.S.)

Ms. White?

INT. IMPOSING BOARDROOM

Rachel snaps back to the present.

JIM SHAPIRO

Is it too much to ask you to give me an update on GenCom v Proctor?

RACHEL

No, no. Of course.

(flips through papers)

I think, given the evidence, we should push GenCom to settle.

JIM SHAPIRO

They don't want to settle. They want to fight. And if they fight, we bill --

RACHEL

I know. But...it's just not right.

JIM SHAPIRO

(genuinely confused)

Right?

RACHEL

It's not. Billing them even if we think they'll lose?

(then, on a roll)

Look, I know it's hard doing what's right. Trust me... I know. But if we give into our baser instincts and just go after what we want, without any regard to the consequences, or the people we're hurting, well then, what kind of people are we?

A beat. Then:

YOUNG ASSOCIATE

Lawyers?

Suddenly Rachel realizes that everyone is staring at her, shocked. *And she's clearly been talking about more than just the case.* She covers quickly.

RACHEL

I agree. I was just...channeling opposing counsel. They're likely to come at us hard, so now... we're prepared.

She smiles. Selling it. But wanting to die...

INT. WASHINGTON SQUARE PARK

Rachel and Ethan sit on a park bench, eating sandwiches. Rachel's trying to engage, but it's clear that her mind is a million miles away.

ETHAN

And it's an amazing fellowship. I'd teach one creative writing class at the University of London, and the rest of the time, I'd be free to actually write.

RACHEL

London? Really? What about Claire?

ETHAN

Shut up.

She takes a bite of her sandwich. Ethan looks at her.

ETHAN (CONT'D)

So when are we going to talk about what's going on with you?

RACHEL

Hm?

ETHAN

C'mon, Rachel.
(meaningfully)
I saw you two.

RACHEL

(caught)
What?

ETHAN

You were making out on the dance floor!

RACHEL

(relieved)
Oh. Me and Marcus --

ETHAN

Who'd you think I was talking about?

RACHEL

No one, I just forgot... we did that.
Made out.

ETHAN

Are you really into that guy?

RACHEL

No. I mean, I don't know. He's single --

ETHAN

That's your criteria?

RACHEL
It's an important one.
(wanting out of conversation)
I gotta get back to the office --

She gets up and starts to head away.

ETHAN
Want to get a drink after work?

RACHEL
Can't. Gotta help Darcy with wedding stuff...

ETHAN
Again? Man, you're too good a friend to that girl.

RACHEL
(guilty)
I'm not. Really.

INT. DARCY AND DEX'S APARTMENT -- LIVING ROOM

Upscale. Extremely well-furnished.

Rachel and Dex are quite close to one another on the couch. They both look uncomfortable. PULL BACK to reveal Darcy, staring at them. She holds a digital camera.

DARCY
I don't like that backdrop either...

RACHEL
Darce, let me just take a few practice shots of you guys...

DARCY
I need to get a vision first. Trust me, styling photo shoots is what I do for a living.
(pointing)
Maybe in front of the bookshelf. That's good for The New York Times, right?
Don't they love books?
(motions)
Sit there.

Rachel and Dex get up and move to the loveseat in front of the bookshelf.

DARCY (CONT'D)
 Okay, much better. Now line your eyes
 up. Couples in the Vows Section always
 have their eyes lined up.

Dex and Rachel adjust themselves so that their eyes are
 lined up.

DARCY (CONT'D)
 Good. Now, cheeks together...

DEX RACHEL
 Darce, this is -- Darcy, really --

DARCY (CONT'D)
 Cheeks together! I need to see the whole
 picture.

Rachel and Dex put their cheeks together. Both are
 trying not to breathe. The proximity is clearly killing
 them. Darcy studies them for a long moment. Then:

DARCY (CONT'D)
 Perfect.

Quickly, Rachel and Dex separate...

INT. CHINESE RESTAURANT - LATER THAT NIGHT

Rachel, Darcy and Dex are halfway through dinner. Darcy
 leans across the table to Rachel...

DARCY
 So dish. Did you and Marcus do it?

Rachel reacts, clearly uncomfortable.

DEX
 Geez, Darce --

DARCY
 What? It's a legitimate question.
 (to Rachel)
 Did you?

By now, Dex is looking at Rachel. Clearly, he's
 interested in the answer to the question as well.

RACHEL
 No.

An imperceptible smile flashes across Dex's face. Rachel
 sees it. Darcy continues, oblivious:

DARCY
Was he a good kisser at least?

DEX
Leave her alone.

DARCY
Shut up.
(to Rachel)
Was he?

RACHEL
(quiet, embarrassed)
Yes.

DARCY
(squealing)
I knew it.
(re: Dex)
He keeps talking about all the reasons
you and Marcus aren't a good couple. I
keep telling him not to be negative...

DEX
(looking at Rachel)
I just think you guys are... different
that's all.

Rachel looks at Dex. *Why is he saying this?*

DARCY
So? We're different honey. I mean,
let's be real, if people fell in love
based on similarities...
(re: Dex and Rachel)
The two of you would be a couple.

Both Rachel and Dex look at her, shocked. Darcy continues.

DARCY (CONT'D)
I'm serious. You're both lawyers, and
workaholics, you laugh at the same jokes,
you refuse to read the newspaper online,
you'd rather stay in then go out...
Honestly, I could go on and on...
(she looks at Dex)
But luckily. That's not the way love
works, right?

Dex nods, forcing a smile. Darcy kisses him. Rachel
looks down, moving the food around on her plate.

EXT. CHINESE RESTAURANT - LATER THAT NIGHT

Dex and Darcy head west. And Rachel heads east. Alone.
A beat. And then she takes out her phone, dials a
number. The phone rings. Then we hear:

MARCUS (O.S.)

Yo!

INT. FAT CAT BILLIARDS -- SAME TIME

Marcus is shooting pool, a few beers deep.

RACHEL

Hey Marcus.

MARCUS

Finally you call me back. Thought I was
gonna have to pull a stalkerooni and
double back on you.

RACHEL

Sorry. Work has been intense.

MARCUS

Yeah, I hear it can be.

(then)

So when are we going out?

RACHEL

How about tomorrow?

And off Rachel, willing to try anything to forget Dex...

INT. JIM SHAPIRO'S OFFICE -- DAY

Expansive views. Smacks of power. Shapiro sits behind
his expansive desk. It is cluttered with files and
papers. Rachel is being reamed out.

JIM SHAPIRO

What the hell is wrong with you?! I told
you I wanted that brief on my desk first
thing! First thing is seven-thirty!
Seven! Thir! Tee!

RACHEL

The brief is --

JIM SHAPIRO

I don't want excuses, I just want it!
Now!

(MORE)

JIM SHAPIRO (CONT'D)
 (he pauses, then)
 Well?

RACHEL
 (quietly)
 I put it on your desk. At seven.

JIM SHAPIRO
 Then where the hell is it?

She leans forward, moving some of the files on his desk.

RACHEL	JIM SHAPIRO
Um... I'm not sure. Can	Stop! You're going to mess
I...?	up my --

RACHEL
 (holding up file)
 Here.

A beat, then:

JIM SHAPIRO
 Well who the hell puts a brief under
 piles of paper?!

Off Rachel, knowing it's futile to protest...

INT. RACHEL'S OUTER OFFICE - DAY

As Rachel enters, her Secretary MARIAN (60's, officious)
 hands her a few slips of paper.

MARIAN
 Darcy called. Three times. She said
 it's an emergency...

Rachel looks nervous...

INT. RACHEL'S OFFICE - MOMENTS LATER

More of an overlarge cubicle than an office. One half of
 a window on the far wall. A single bookshelf with legal
 volumes and a few framed photos. Rachel with her
 parents. Darcy.

Rachel takes a deep breath and then dials Darcy's number.

RACHEL
 Darcy. Is everything okay?

INT. SAKS FIFTH AVENUE - SAME TIME

Darcy is shopping while she talks to Rachel.

DARCY

That depends. Can you do a Maid of Honor favor at eight tonight?

That's the emergency? Rachel recovers, somewhat relieved.

RACHEL

Um... sure. I was going to see Marcus but I can cancel --

DARCY

Great. I'll text you the address.

And with that, Darcy hangs up. Off Rachel...

INT. THE CUTTING ROOM - THAT NIGHT

Rachel enters the bar. She's on the phone. As she walks through, scanning the tables:

RACHEL

Where are you?

INT. SKIN CARE SPA - SAME TIME

Darcy is on the phone with Rachel, getting botoxed.

DARCY

I'm swamped at work. I need you to listen to a band with Dex --

The Aesthetician sticks a needle in Darcy's forehead...

RACHEL

What?!

Rachel spots Dex, sitting alone at a table. He glances at his watch.

DARCY

Please. The wedding's eight weeks away and I really need to lock down the music. You might not like what I like, but you know what I like. Dex never pays attention.

RACHEL

Darcy, no --

DARCY

C'mon. I promise, when you marry Marcus,
I'll be there for you.

Just then, Dex looks up. He sees Rachel. Crap. She has
no choice now.

INT. THE CUTTING ROOM-- MINUTES LATER

Rachel and Dex are sitting awkwardly as a cover band
plays something like Third Eye Blind's "Jumper."

DEX

I can't believe she sent you here--

RACHEL

She's working, it's fine.

DEX

It's not. This is not fine.

A beat as the music plays. *I wish you would step back
from that ledge, my friend./ You could cut ties with all
the lies that you've been living in.*

DEX (CONT'D)

I liked you so much in law school.

She looks at him. *What?* He continues:

DEX (CONT'D)

But I was sure that I wasn't your type
and we were friends, and I didn't want to
ruin that...

RACHEL

(quietly)

I never knew. I never thought --

DEX

I know that. Now.

(shakes his head)

It didn't go away. I thought it did, but
it must not have...

He breaks off. Rachel looks at him, struggling. *Why is
he saying this, why is he doing this?* He looks at her,
intently... tortured.

DEX (CONT'D)

Rachel, if you don't feel the same way,
then tell me now.

Her eyes are tearing up. She can't look away.

DEX (CONT'D)
(almost begging)
Please. Tell me now.

Beat. Then:

RACHEL
I can't...

She forces herself to turn away, to focus on the band.

RACHEL (CONT'D)
(tortured)
We can't.

He looks at her for a beat. Then nods.

DEX
I'm sorry. I won't... this won't happen
again.

He focuses on the band as well. And off the two of them,
trying not to look back at one another...

EXT. NEW YORK STREET -- NIGHT

Dex stands on the street, watching as a cab drives away.

INT. TAXI CAB - SAME TIME

Rachel is trying to stay strong. A beat, then she breaks
down, starting to cry. The CABBIE glances at her in the
rearview mirror.

CABBIE
You okay miss?

RACHEL
No. I don't think so.

INT. BLOOMINGDALES - THE NEXT DAY

Darcy takes the "point and click gun" from the Saleswoman
and then approaches Rachel and Claire.

CLAIRE
I can't believe your registry's cleaned
out already.

DARCY

I know. Dexter's mother's friends are so generous, it's a joke.

RACHEL

(tries for casual)

What's she like by the way?

DARCY

Dex's mom?

(off Rachel's nod)

She has the most amazing jewelry!
Honestly, you'd die. When I first met
her I was like, there's no way it's all
real, but you know what? It's all real.

Off Rachel, taking in Darcy's response...

INT. BLOOMINGDALES - MOMENTS LATER

Rachel watches as Darcy points and clicks at various items. A picture frame:

DARCY

For pictures of me and Dex...

A vase.

DARCY (CONT'D)

For when Dex brings me flowers...

Throw pillows...

DARCY (CONT'D)

For when me and Dex come home after a
late night, and he's all horny and he
takes me from behind...

Oh! Rachel was not expecting that. She jumps back,
accidentally knocking a glass paperweight off the display.
It crashes to the ground, breaking.

DARCY (CONT'D)

Don't worry, someone will clean that up.
(then, spotting someone)
Honey! I thought you couldn't make it!

Rachel turns to see Dex approaching.

DEX

Yeah well, I changed things around.
Didn't think your friends should have to
pick out our wedding gifts.
(MORE)

DEX (CONT'D)
 (to Rachel, feeling bad)
 You can go --

DARCY
 Don't be silly! Claire and Rachel want
 to be here. We'll all do it together.

Darcy grins. Claire grins. Rachel and Dex smile back at
 her, careful not to meet one another's eyes.

DARCY (CONT'D)
 I can't wait to show you what I picked,
 Hun. Anything you don't like, just say
 the word.
 (leans into girls, sotto)
 Not that I'll change my mind, but it's
 good to make a man think his opinion
 counts.

She leads Dex ahead, putting an arm around his waist.
 Claire and Rachel watch them for a moment. Then:

CLAIRE
 Do you ever think about what would have
 happened if you hadn't introduced them?

RACHEL
 (caught)
 What?

CLAIRE
 It's crazy, huh? If one little thing was
 different, like if you didn't go to NYU
 law, they never would have met.
 (sighs, then)
 Think about how sad that would be. Never
 to find your soulmate. That one person
 who is just... perfect for you, in every
 way. Who you want to get married to, and
 have children with, and grow old with...

Rachel reacts, watching Dex. Claire's words are clearly
 affecting her. Claire continues, oblivious...

CLAIRE (CONT'D)
 I really think that person only comes
 along once in a lifetime. So when you
 meet him, you just can't let him get
 away. Otherwise... you'll regret it.
 Like, forever.

This hits Rachel hard. Meanwhile, Claire shakes her
 head, lost in her own thoughts.

CLAIRE (CONT'D)

That's why I'm not giving up on Ethan.

Oh! This snaps Rachel out of her reverie. Before Rachel can reply, Darcy rushes up:

DARCY

Just heard there's a shoe sale upstairs.

Let's run up, Claire.

(to Rachel)

Can you check out with Dex?

RACHEL

Oh, I --

But Darcy is already pulling Claire away.

INT. BLOOMINGDALES -- LATER

Rachel and Dex are standing, uncomfortably, as the SALESWOMAN prints out a copy of the registry.

SALESWOMAN

Rhone-Thaler. Here you go. Just look it over, and make sure there are no mistakes.

She hands the paper to Rachel. Rachel puts down her purse and starts to read over the sheet. A beat.

DEX

Rachel. I'm sorry about what I said last night, putting you in that position--

RACHEL

(quietly, looking at paper)

I feel the same way.

DEX

What?

RACHEL

(looks at him, vulnerable)

I feel the same way. I wish I didn't. But I do.

He stares at her... now his heart in his throat.

DARCY (O.S.)

(pissed)

Unbelievable.

Rachel and Dex turn, caught. *Oh no! What did she hear?*

DARCY (CONT'D)

The only good shoes were in like, size 11. Let's go to Barney Greengrass. Claire better not order carbs --

RACHEL

Actually, I... I have to go. Work just called. I'll talk to you later, okay?

Without waiting for a reply, Rachel hurries out...

EXT. NEW YORK STREET -- 60TH STREET

Rachel heads outside Bloomingdales, shaken. *What did she just do?* Outside, the sounds of the busy world accost her. Without looking, she crosses the street, on her way to the 6...

A taxi HONKS! Rachel hardly notices, making her way between cars, oblivious to angry drivers...

INT. SUBWAY STATION -- MOMENTS LATER

Rachel hurries down the stairs to the subway. Before she reaches the turnstyle, someone grabs her arm. She turns, startled... to find Dex. Holding her purse.

DEX

You forgot your purse.

She looks at him. He looks back at her. A beat. A breath. And then, finally... they kiss. And the sounds of the city fade away.

The kiss is passionate, full of longing, and regret, and hope. When they finally separate, Dex and Rachel look at one another for a long moment.

DEX (CONT'D)

I have to go back. But we should... talk.

She has lost her voice. Can only nod.

DEX (CONT'D)

Come to the Hamptons this weekend. We'll find time. I get why you haven't been coming but... I want to be around you.

Rachel nods again. He takes her hand, holds it against his heart. A beat. Then, he heads out of the subway station. Off Rachel, her world upside down.

EXT. AMAGANSETT BEACH

Pan across our characters. Claire is on her exercise ball, doing sit-ups. Ethan is reading a book. Marcus leans over to Rachel, who has large sunglasses on.

MARCUS

Want to go in the water, Rachel?

No answer.

ETHAN

I think she fell asleep.

MARCUS

Oh. Bummer.

But Rachel's very much awake. We see her P.O.V.: Darcy and Dex are in the water. From where Rachel's sitting, they look like the perfect couple. They are close to one another, it looks intimate.

We PUSH IN on Dex and Darcy and pick up their conversation (out of Rachel's earshot).

DARCY

But if we do all low centerpieces, which are better for conversation, I'm afraid the room isn't going to have that wow factor, when you first walk in, you know? Dex? Are you even paying attention?

DEX

Yeah, I am. The flower centerpieces.

DARCY

So, what do you think?

DEX

I...I don't know.

(then)

How about we don't talk about the wedding for a little while. Let's just try to have fun.

DARCY

So you're not having "fun" with me, is that what you're saying?

DEX

No, it's just --

DARCY

Well sorry. But I'm planning a three-hundred person wedding. And if I don't make these decisions, no one will.

DEX

Darce, come on --

DARCY

And my parents are spending all this money -- I mean, you don't even know the final number -- So excuse me for wanting to think about things and get them right.

DEX

Look, that's not what I meant--

She starts to tear up.

DARCY

And I don't even have any help. My mom's in Indiana, so it's all on me --

DEX

I know, I know. I'm sorry. C'mere...

He pulls her in, comforting her. We PULL BACK: Rachel watches them embrace...

INT. DEX AND DARCY'S HAMPTON'S BEDROOM

Dex pulls on a t-shirt. He's wearing running shorts. He calls into the bathroom.

DEX

Darce, I'm gonna go for a run --

DARCY (O.S.)

Wait.

She emerges from the bathroom, wearing a very tiny bikini.

DARCY (CONT'D)

Do you like this bathing suit on me?

DEX

Yeah. It's nice.

She pulls a string. The bikini top falls to the ground.

DARCY

How about now?

Before Dex can respond, Darcy heads over to him, kissing him. He gently pushes her away.

DEX

Darce, I'm just not in the mood --

DARCY

(upset)

You're never in the mood lately. What's going on?

DEX

Nothing --

DARCY

Are you still attracted to me?

DEX

Of course--

DARCY

Is there someone else?

DEX

Darcy. Stop--

DARCY

(increasingly upset)

Well, what am I supposed to think?

DEX

(consoling her)

Nothing. Darce, c'mon. Things have just been a little crazy, that's all...

DARCY

I agree.

(then, sultry)

Which is why we both need a release.

She smiles, then drops down, out of frame.

DEX

Darce, don't.

(struggles, uncomfortable)

Look, I really don't want --

DARCY (O.S.)

Well, hello to you too, sir...

INT. RACHEL'S HAMPTON'S ROOM

Rachel checks her cell phone. The text from Dex reads: "Going to try to go for a run in ten minutes. I'll text you once I leave. Meet me outside." She checks her watch. Checks her phone again. No new message from Dex. Then, suddenly she hears... rhythmic banging. Coming from above. *Could it be? Sounds of sex? No. It couldn't be.*

INT. HAMPTON'S HOUSE -- STAIRS

Rachel heads up the stairs, following the sound...

INT. DEX AND DARCY'S HAMPTON'S BEDROOM - SAME TIME

Darcy and Dex are having sex. Darcy is clearly driving it. And she is into it. She grabs the headboard, banging it into the wall. Dex tries to stop her, aware of the noise. He pulls down her arms. Darcy takes it as a moment of sexual aggression and moans.

DARCY

Ooooh! Oh!

DEX

Shhh --

He puts his hand over her mouth. She bites his hand.

DEX (CONT'D)

Ow!

DARCY

Oh, yeah!

INT. HAMPTON'S HOUSE -- HALLWAY -- SAME TIME

Rachel is nearing their door, shocked. She hears:

DARCY (O.S.)

You like that, dontcha. Oh! Oh!

Her eyes widen, horrified...

MARCUS (O.S.)

Didn't take you for a perve.

Rachel turns, caught. She scrambles for an excuse.

RACHEL

Well... just get to know me. I'm as...
pervy as they get.

And with that, Rachel turns and heads downstairs. Off Rachel's chagrin: *What the hell did she just say? And more importantly, what the hell is wrong with Dex?!*

INT. RACHEL'S HAMPTON'S ROOM - MINUTES LATER

Rachel is sitting on her bed, I-pod buds in her ears. She looks miserable.

INT. TALKHOUSE - THAT NIGHT

Britney Spears' "I'm a Slave 4 You" is playing. Darcy is dancing provocatively with an uncomfortable-looking Dex.

PULL BACK: to reveal Rachel, watching. Dex makes eye contact. Rachel looks away as Marcus approaches, carrying two drinks. Before he can put down the drinks:

RACHEL

C'mon. Let's dance.

Marcus grins, puts down the drinks, and follows after her, eagerly.

Rachel marches on to the dance floor, right across from Darcy and Dex. Marcus joins her. Darcy waves to them happily. Rachel waves back, a big fat fake grin on her face.

I'm a slave for you/I cannot hold it, I cannot control it

Darcy does a sexy move, slithering up to Dex. Rachel counters, slithering up to Marcus -- trying to be as sexy as possible.

Darcy responds by bumping and grinding against Dex. Rachel one-ups her, turning around, bumping and grinding against Marcus.

Darcy's enjoying this! She wraps a leg around her Dex (who is not enjoying this little "competition" in the least). Rachel wraps a leg around Marcus...

MARCUS

Whoo-hooo! I like your pervy side girl!

He slaps her on her ass. Darcy slaps Dex's ass. Then, Darcy slides down Dex's leg. Rachel slides down Marcus's leg... *Get it get it...Whooooa/ Get it get it...Whooooa* --

RACHEL

Ow!

Rachel spasms; her hand goes to her groin.

RACHEL (CONT'D)

Ow, ow, ow, ow...

DEX

Are you okay?

MARCUS

Babe?

DARCY

What happened?

RACHEL

I think I pulled something.

Darcy looks at Rachel's hand (still on her groin).

DARCY

Your vagina?

At the mention of the word "vagina," Marcus starts cracking up. Darcy joins in. Rachel looks at them both:

RACHEL

I didn't pull my vagina! I just pulled... near my vagina.

And with that, she limps off the dance floor. Dex watches her go. Wanting to help, but helpless.

INT. TALKHOUSE - LATER THAT NIGHT

The bartender hands Rachel her beer. As Rachel starts to dig money out of her purse, Dex approaches.

DEX

Rachel. Look, I'm sorry I couldn't get away earlier. Something... came up.

RACHEL

(bitterly)

Yeah. No kidding.

(then)

Listening to you and Darcy have sex -- one of my top five moments for sure.

His face falls. He had hoped she hadn't heard.

DEX
I'm so sorry. She initiated it --

RACHEL
Spare me the details --

DEX
Please, Rachel --

RACHEL
No! Stay away from me!

And with that, Rachel limps away from Dex. He follows after her, grabbing her elbow. She drops her beer.

RACHEL (CONT'D)
Now look what you did...

DEX
Rachel, please --

Just then, Ethan approaches. He takes in the tension.

ETHAN
You guys okay?

RACHEL
Yeah. Terrific.
(to Dex)
You should get back to Darcy.

Dex holds her gaze, then turns and heads away. Rachel watches him go. Ethan watches Rachel watching him. A look crosses Ethan's face...

EST. SHOTS: MIDTOWN MANHATTAN... THE HUSTLE AND BUSTLE OF THE WORKADAY WORLD.

We find Rachel, holding her battered briefcase, making her way through the throngs. Still limping a little.

INT. RACHEL'S OFFICE

Rachel sits at her desk. Three dozen red roses in front of her. She looks at the card. "I need to see you tonight." Ethan enters, holding a paper bag, unseen. He studies her for a beat. Then...

ETHAN
Hey.

Rachel starts, then covers...

RACHEL

Oh! Hi! Hey... I didn't know you were coming...

ETHAN

Just sent off my application for the fellowship.

He holds up the paper bag.

ETHAN (CONT'D)

Thought we could celebrate with sandwiches.

(then, re: roses)

Who are those from?

RACHEL

Oh. Um... Marcus.

ETHAN

(not believing)

Really?

RACHEL

Yeah.

ETHAN

So things are going pretty well, huh?

RACHEL

So far...

ETHAN

Been on a few dates?

RACHEL

Yup.

ETHAN

It's funny. 'Cause on Sunday, he was pretty bummed. Apparently Barney Rubble's been "playing him a little tight." Said he can't get you to commit to an actual date.

Rachel looks at Ethan, caught. She scrambles:

RACHEL

Oh...right. Well, I'm doing the hard-to-get thing so --

ETHAN

Rachel.

RACHEL
What?

ETHAN
Who are the flowers from?

RACHEL
Marcus.

ETHAN
Can I guess?

RACHEL
("don't")
Ethan --

ETHAN
You've been acting a little off lately.
And then, at the Talkhouse--

RACHEL
(quietly)
Please. Don't.

ETHAN
Dex.

There. He's said it. Rachel looks at Ethan. She wants to deny it. But she can't. Her eyes tear up.

EXT. ROOFTOP OF THE OFFICE BUILDING -- MOMENTS LATER

It's hot. Very hot. Rachel is fanning herself.

ETHAN
How long?

RACHEL
(almost a whisper)
My birthday. It was an accident...

ETHAN
And now?

RACHEL
I don't know. I don't know what's
happening, I don't know what it is...
(ashamed)
I... hate this, Ethan. You have to know,
I hate this.

He looks at her, long and hard. Then, quietly,
conflicted...

ETHAN

I always thought you made more sense with him.

Rachel looks at her friend, moved. That was not what she expected to hear. She gives a small smile.

ETHAN (CONT'D)

Is he going to break off the engagement?

A beat. Then...

RACHEL

We...haven't discussed it.

ETHAN

But you do think he's going to, right?

RACHEL

(quiet)

I don't even know if that's what I want...

(off Ethan's look)

She's... my best friend.

ETHAN

She's your oldest friend--

RACHEL

I'm her maid of honor--

ETHAN

If things were reversed--

RACHEL

No. She wouldn't--

ETHAN

Darcy looks out for Darcy--

RACHEL

Stop. You always assume the worst about her. But Darcy's always been a good friend to me. Always. And the thought of hurting her like this--

ETHAN

But what do you want, Rachel?

Off Rachel, conflicted.

RACHEL

I want... to not want him.

CLOSE ON: SAM CHAMPION from "Eyewitness News"

SAM CHAMPION

And I don't have to tell you that there
is a heat wave gripping Manhattan...

INT. RACHEL'S STUDIO - LATER

Rachel turns off the television, silencing Sam Champion.
Sweating a little, she turns up her little air
conditioner and sits in front of it, trying to keep cool.
And calm. A beat. And then the doorbell rings. Rachel
takes a breath, then opens the door...

It's Dex. She moves to the side as he enters...

DEX

Thank you for seeing me. I didn't think
you would.

RACHEL

(honest, vulnerable)
I...had to.

BLACK OUT.

INT. RACHEL'S STUDIO

A blackout. Rachel lights candles, nervous. Babbling.

RACHEL

No air conditioner. So, in a second it's
going to get really hot--

DEX

That's okay --

RACHEL

Like not-able-to-breathe hot--

DEX

Rachel.

(she turns)

I didn't want to sleep with her. I've
been avoiding it. But then... she
initiated it...and.. I couldn't get out
of it. Without you know, a bigger
conversation. About us.

RACHEL

(quiet)

What is... us?

DEX

I don't know. And I always know. I
always know what I'm doing but you...
this...

(honestly)

I have no idea.

She's looking at him. She can no longer fight her
feelings. It's too overwhelming. He gazes down at her.

DEX (CONT'D)

What are you thinking?

RACHEL

(almost a whisper)

Just that...I can't breathe.

He looks at her. Takes her face in his hands. Tenderly.
She looks back at him, finally stops fighting the moment.
A beat... And then, Dex kisses her in the candle light.

It is soft. Romantic. Full of desire and longing. It
grows more heated. More passionate. And soon, fully
sober, fully aware of what they are doing...Rachel and
Dex are undressing. And then, they are making love.

INT. RACHEL'S STUDIO - LATER

Rachel lies in Dex's arms, in their own, dark world.

DEX

Here's what I don't get. If you liked me
in law school, why wouldn't you ever go
out with me?

RACHEL

Why didn't you ever ask me?

DEX

I did. After torts. I asked you a few
times if you wanted to grab dinner...

RACHEL

But torts ended at five, I was never
hungry... oh.

(then, honest)

I just...never thought that someone like
you... would like someone like me.

DEX

Someone like me likes everything about
you. Everything.

He strokes her face, then kisses her.

DEX (CONT'D)
You're so smart, and strong, and
beautiful...

RACHEL
Stop. I'm not beautiful.

He looks at her, amazed.

DEX
How can you not see--

But he is interrupted by his phone, buzzing. Dex rolls
over glancing at the I.D... Silencing it.

RACHEL
Is that...?

DEX
Yeah.

RACHEL
You have to go.

DEX
Yeah.

But he doesn't move...

INT. RACHEL'S STUDIO -- MOMENTS LATER

Rachel and Dex are at the door. He kisses her, then
leaves. Rachel closes the door. And then, she blows out
the candles...

INT. VERA WANG - DAY

Rachel is wearing a floor-length lilac bridesmaid dress.
It's not a silly dress, it's just... so not Rachel.
Currently, an OLD JEWISH SALES WOMAN is fitting the
dress, while an upset Darcy supervises.

DARCY
(to Rachel)
What do you mean you can't come to the
Hamptons again? You've hardly been
there! And it's the fourth!
(to the associate, re:
Rachel's boobs)
Can you lift those up?

The woman starts to adjust Rachel's bosom.

RACHEL
(avoiding her eyes)
I'm sorry, Darce. It's just crazy at
work right now --

DARCY
Ugh. So frustrating. What did I do to
deserve a best friend and a fiancée who
are both workaholics? Dex has to stay in
the city too...

A guilty Rachel looks away.

RACHEL
Are you serious?

Darcy nods. Meanwhile, the Sales Associate reaches into
Rachel's dress, adjusting her boobs.

RACHEL (CONT'D)
Oooh. Wow. Why don't I help you
there...

OLD JEWISH SALES WOMAN
Oh please. You think yours are the first
bubbies I've touched?

INT. SAKS 5TH AVENUE

Rachel is trying on shoes. She walks up to Darcy in a
pair of silver peep-toes.

DARCY
Hate those. Try the strappy sandals.

Rachel sits back down and takes off the peep-toes. The
strappy sandals are in a box next to her. As Rachel puts
those on...

DARCY (CONT'D)
So...can I read you something?

RACHEL
Sure. What is it?

DARCY
I've been working on my vows.

Rachel reacts. *Oh. Didn't see that coming.* She focuses
on the shoes as Darcy takes a folded piece of paper out
of her wallet.

DARCY (CONT'D)
I just have the first line. But tell me
what you think.

(with gravitas)
Dex. Our love is like the ocean. It is
endless, and deep, and it will always
flow...

Darcy looks at Rachel. Before Rachel can react...

DARCY (CONT'D)
It's cheesy, you hate it --

RACHEL
I didn't say that --

DARCY
Please. You have to help me, I'm
freaking out here --

Rachel concentrates on putting on the strappy sandals.

RACHEL
You still have two months...

DARCY
59 days.

RACHEL
There's time.
(re: shoes)
These are actually cute.

DARCY
But I'm a terrible writer --

RACHEL
You could just go with the traditional
vows --

DARCY
That's lame. I want mine to be personal,
you know?

Rachel gets up and walks towards the mirror...ostensibly
to examine the shoes.

DARCY (CONT'D)
Please, Ray. I need your help.

Rachel studies herself in the mirror. She doesn't want
to help, but she wants to be a good friend to Darcy. She
needs to be. Despite everything. A beat, then,
quietly...

RACHEL

Just...tell him what he means to you.
How he sees you the way no one has seen
you before. How lucky you feel when you
open the door and he's standing there...
How you only hope that you can make him
as happy as he makes you...

Obviously, Rachel is talking about her own feelings...

DARCY

Hold on. That's good stuff.

Through the mirror, Rachel watches as her friend writes
down her words...

INT. ETHAN'S APARTMENT -- NIGHT

Ethan's apartment is small and every inch is covered with
books. Amongst the pictures on his bookshelf... a
picture of him and Rachel.

Currently, he is packing his overnight bag as Rachel
sits. Contemplative. Ethan holds up two bathing suits --
one red, one yellow.

ETHAN

(joking)

Okay, which bathing suit looks worse on
me? I don't want to give Claire any more
Ethan eye candy than she needs.

Rachel smiles, but doesn't respond.

You okay?

RACHEL

When did I become this person? I mean,
Darcy will be in the Hamptons and I'll be
here, with her fiancée --

ETHAN

(trying to be a good friend)

Stop. It... happened. What matters is
what you do next.

She nods. Then, quietly:

RACHEL

I know. That's why this weekend is so
important.

(MORE)

RACHEL (CONT'D)

I mean, we have to figure out what this is... between us. If it's worth destroying everything--

ETHAN

Not everything.

RACHEL

Everything.

(then, eyes closed)

Darcy will never forgive us.

ETHAN

(avoiding her eyes)

And if you decide it is... worth it?

RACHEL

Then... Dex has to make a choice.

He nods, a little circumspect.

ETHAN

Well, he'll choose you, Rachel. Anyone would.

RACHEL

(lightly)

Yeah, right. You didn't.

(off his look)

I'm kidding. I know it's different. I mean, we were thirteen when you chose Darcy over me--

ETHAN

I didn't choose her over you --

RACHEL

Yes, you did. Darcy told you I liked you, and you said that you liked her --

(off his surprise, realizes)

She never told you I liked you?

ETHAN

No. She said she liked me and she'd let me get to second base if I took her to the movies.

Rachel takes this in for a beat. Then:

RACHEL

Yeah, that doesn't make me feel better about sleeping with her fiancée.

Ethan looks at her seriously. A little regretful.

ETHAN

You should have told me you liked me back then.

She looks at him. He catches himself, continues:

ETHAN (CONT'D)

I just mean... you have to look out for yourself.

(then, intensely)

This isn't eighth grade. The stakes are higher. You have to decide what you want and then you have to go for it--

RACHEL

(determined)

I know. That's what this weekend's about.

And off Rachel, hoping she'll figure it out.

INT. RACHEL'S STUDIO - A FEW NIGHTS LATER

Rachel opens the door to Dex, holding an overnight bag. She can't help but smile. Like she said in her faux-vows, *she feels lucky just to open the door and see him there.*

DEX

Hey.

He enters, drops his bag, takes her in his arms, kissing her. It grows heated. But then, Rachel pulls away, tentative.

RACHEL

So...I cooked.

He looks at the elaborate spread on the table. Fish, pasta, fresh, vibrant veggies...

DEX

You made all this?

RACHEL

No.

She pops open the garbage. The remains of fish, pasta, veggies...

RACHEL (CONT'D)

I made that. I ordered this. You should know, I can't cook. At all.

Rachel hands him a glass of wine. He raises it, smiling:

DEX
To... the attempt.

She smiles back. They clink glasses. Then...

RACHEL
So...? How was your day?

DEX
It sucked actually.

RACHEL
Tell me about it...

He smiles, and then starts to do just that. As he talks, we close in on the candles, burning...

INT. RACHEL'S STUDIO - LATER

PULL BACK from the candles... almost burnt to the quick. The food has been eaten, a bottle of wine drained. Rachel and Dex talk, finishing each others sentences. Much more relaxed.

DEX
And in general, I can compartmentalize. But on days like today, when I'm getting screamed at by some douche bag --

RACHEL
Who has every right to yell at you because you're billing him this ridiculous amount--

DEX
That's the thing. The whole system creates this totally unethical paradigm --

RACHEL
Exactly. There's no incentive to problem solve.

(then)
Okay, so let me ask you a question. If you could do anything --

DEX
(without thinking)
Teach.

RACHEL
Really?

DEX

Okay, become a rock star. But since I've only played Guitar Hero twice... yeah, I could see myself teaching history. I'd start with high school, but maybe at some point, I'd go back to grad school, get my PhD... How 'bout you?

RACHEL

Non-profit.

DEX

I can see that.

RACHEL

So, what are we waiting for? Why not just... make a change?

He takes a beat, measuring his words...

DEX

I don't know if it's that easy. I mean, at a certain point, you've... set your course. You have... obligations. Expectations. And to suddenly change everything...

RACHEL

(quietly)

But what if the course you set was wrong?

Are they talking about their jobs or about their relationship?

DEX

I guess that's the trick of it. Figuring out if it's wrong... or if what you really want is... unrealistic.

RACHEL

How can you know, unless you go for it?

DEX

How can you go for it, unless you know?

Before Rachel can respond, music crashes through the moment: *"Dontcha wish your girlfriend was hot like me."* Dex jumps up, hurries over to his jacket, grabs his cell.

DEX (CONT'D)

Darcy changed my ring tone...

Don't wish your girlfriend was a freak like --

DEX (CONT'D)
(answering)
Hey, Darce.

INT. TALKHOUSE - SAME TIME

Darcy screams into the phone.

DARCY
Where are you, Hun?

Marcus does a crazy, goofy dance around Darcy. She tries not to laugh.

DEX
Just at the deli, needed some fresh air.

As Dex talks on the phone, Rachel begins clearing the dishes. Trying not to listen. Trying not to cry.

DARCY
How was work? Did you bill a lot today?

DEX
Well, it was actually --

DARCY
Oh, your mom called. She wants to add 12 more to her list. I said yes, but you have to tell her no, okay?
(then)
Gotta go. Love you.

DEX
(glances at Rachel)
Me too.

Rachel closes her eyes, imagining the "I love you" that preceded his "Me too." She turns on the water, starts to wash the dishes...

Dex hangs up. Then, he approaches Rachel from behind. He wraps his arms around her waist. She leans into him, giving in to the moment. Giving in to her feelings. He closes his eyes. Trying to forget everything but what's right here, right now...

EXT. RACHEL'S APARTMENT BUILDING - NY STREET - NEXT MORNING

Dex and Rachel head outside. She looks at around.

RACHEL

Whoa.

DEX

What?

RACHEL

Just... this is the first time we've been outside together.

DEX

It's gonna be a weekend of firsts.

(then)

Let's go out to dinner tonight. Somewhere good. Balthazar?

RACHEL

What if someone sees us?

DEX

The city's empty. It's the fourth of July.

RACHEL

But --

DEX

And even if someone did... we're allowed to eat aren't we? Since we're both stuck here working.

(off her resistance)

C'mon. I want to take you out on a proper date.

RACHEL

A weekend of firsts, huh?

Off their smiles...

INT. BALTHAZAR - NIGHT

The waiter pours wine. Rachel, sitting across from Dex, looks beautiful. She's wearing a simple dress, a little make-up. She glows. Dex is looking at Rachel, intently. Emotional. The waiter leaves.

Dex goes to take Rachel's hand. She moves it back, slightly. Conscious that they are in public. He gets it. Then, in a low voice:

DEX

Imagine I'm holding your hand.

RACHEL
(playing along)
I like when you hold my hand like this.

DEX
I'm leaning over now. And I'm kissing
you.

RACHEL
Don't stop.

DEX
My hands are in your hair...

RACHEL
The waiter's gonna tell us to get a room.

DEX
Who cares?

RACHEL
Not me.

They are looking at each other across the table.

DEX
Rachel...I want to tell you something.

RACHEL
Tell me something.

A beat. A breath.

DEX
(tentative)
I love you... I think I've always loved
you.

An exhale.

RACHEL
Me too. I love you too.

Their hands. So close. Yet so far away...

EXT. CENTRAL PARK - DAY

Rachel and Dex are walking around the nearly deserted
reservoir...

RACHEL
Okay, first kiss.

DEX
I was ten.

RACHEL
With tongue.

He smiles. Her eyes widen.

RACHEL (CONT'D)
You slut.

DEX
How about you?

RACHEL
(beat)
Thirteen.
(off his look)
Fine, fifteen. Oh god. I baby sat for a
ten year-old back then. Do you think he
was more... advanced than me?

DEX
Highly likely. First real crush?

RACHEL
Twelve.

DEX
Who was the little lothario?

RACHEL
Ethan.

DEX
As in Ethan, Ethan?
(off her nod)
What happened?

RACHEL
(shrugs)
I thought he liked Darcy.

The mood changes.

DEX
(quietly)
I'm holding your hand now.

RACHEL
I know.

A beat as they walk, imagining their intimacy. Then:

INT. RACHEL'S STUDIO - LATER THAT NIGHT

Rachel and Dex stand at the door.

DEX
I don't want this weekend to end.

RACHEL
Me neither.

A beat. She looks at him.

RACHEL (CONT'D) DEX
So, what are we going to -- I wanted to say --

RACHEL (CONT'D)
(smiles)
Please. You first.

DEX
I just want you to know. What I said
last night. I meant it. No matter what
happens... I meant it.

She looks at him for a long beat. "No matter what happens?" *What does that mean?* She suddenly feels cold. Scared.

RACHEL
Yeah. Me too...

He leans in and kisses her. Then...

DEX
I'll call you as soon as I can.

And just like that, he's gone. Leaving Rachel alone.

EXT. WEST SIDE HIGHWAY -- EARLY MORNING

Rachel and Ethan are walking by the river.

ETHAN
So? Is he going to call it off?

RACHEL
I'm not sure.

ETHAN
You didn't talk about it?!

RACHEL
Look... this is not... an easy thing.

ETHAN
The wedding's in 2 months --

RACHEL
53 days --

ETHAN
So why aren't you --

RACHEL
Because, I'm scared okay? What if he
doesn't choose me?

Ethan looks at her, full of compassion. Mixed with a bit
of longing.

ETHAN
Well then he's an idiot.

Off Rachel, oblivious to his feelings, but grateful to
have him...

INT. RACHEL'S OFFICE - LATE AFTERNOON

Rachel is working at her computer when her cell phone
rings. She glances at the I.D. It's Dex. She smiles:

RACHEL
(answering, intimate)
Hey...

INT. DEX'S OFFICE - SAME TIME

Dex's office is well-appointed, slick, with views of mid
town Manhattan. Dex and Rachel have the same picture of
Darcy on their respective bookshelves.

DEX
Hi. Listen, about tonight...

RACHEL
Hang on one sec, my other line's
ringing...

She presses the call waiting button and we INTERCUT WITH:

EXT. DARCY'S APARTMENT

Darcy is furiously going through her racks of clothes...

DARCY

Do you think I look more conservative in
my blue Prada or my Diane Von
Furstenburg?

RACHEL

Can I call you right back, Darce?

DARCY

No. It's an emergency!

RACHEL

Okay. Hang on --

She presses call waiting, clicking back to Dex.

RACHEL (CONT'D)

(husky voice)

Hey... I'm back.

DARCY

Why is your voice all weird?

Shit! Obviously Rachel didn't click back to Dex...

RACHEL

I'm just hoarse, I'm fine.

(fake coughs)

Hang on.

She presses call waiting...

RACHEL (CONT'D)

(tentative)

Hello?

DEX

Hey.

RACHEL

(relieved)

Hi. Listen, can I call you back?

DEX

I'm heading in to a deposition. I just
wanted to tell you I can't come over
tonight. My parents called, they're
gonna be in town, last minute. They want
to take me and Darcy out.

RACHEL

(this stings)

Gotcha.

DEX

Ray...

RACHEL

It's fine. Really. But she's actually
on the other line. I'll talk to you
later.

Rachel clicks back over to Darcy, who has now changed
outfits and is examining herself in the mirror...

RACHEL (CONT'D)

Darce?

DARCY

Blue Prada or Diane?

RACHEL

(without thinking)

For dinner with Dex's parents? Diane--

DARCY

What?

RACHEL

I just think wrap dresses are --

DARCY

Now, how'd you know I was having dinner
with his parents?

Rachel freezes. *Crap!*

RACHEL

Um.... you said.

DARCY

I did?

RACHEL

Yeah. Before.

She holds her breath. *Is Darcy buying it? A beat.*

DARCY

Oh. I guess I'm a little frazzled. I'm
kind of dreading tonight. It's going to
be wedding talk, nonstop.

RACHEL

You love wedding talk.

DARCY
 (quiet, thoughtful)
 Sometimes. But sometimes it's just...
 too much.

Rachel hears the catch in Darcy's voice.

RACHEL
 Is everything okay, Darce?

DARCY
 Yeah. Fine. Just PMS...

She pulls a dress out of her closet.

DARCY (CONT'D)
 Diane it is...

EXT. NEW YORK STREET - DUSK

Rachel walks home. Alone. Everywhere she looks, she sees couples. Holding hands. Out in the open. She's feeling lonely. Vulnerable.

INT. RACHEL'S STUDIO

Rachel eats takeout. Alone. She looks through her e mail. It's filled with RSVP's for Darcy's bachelorette party. "I'll be there!" "Can't wait!" Rachel finishes a glass of wine, pours herself another.

An I.M. pops up on her screen. From Marcus. "Got plans tonight?" Rachel stares at it...

INT. MOLLY'S - LATER THAT NIGHT

A mid-town hole-in-the-wall. Rachel drinks beer, Marcus scotch. They are both lost in their own thoughts. Neither is sure what they're doing there, with the other.

MARCUS
 So. Finally, huh?

RACHEL
 Yeah. Finally.

A beat, then:

MARCUS
 So, what's your deal, Rachel?

RACHEL
I don't really have a deal.

MARCUS
Oh, you have a deal. A hard to get deal.
I mean, why else would you tell your
friends you're into me, and then play me
so tight? You got someone else?

RACHEL
No, of course not --

MARCUS
Why "of course not?" You're awesome.

She smiles. Even from Marcus, it's nice to hear...

MARCUS (CONT'D)
Look, it's okay, if you're not into me.
But... maybe we can start over. Get to
know each other?

RACHEL
I'd like that.

MARCUS
Cool.
(then)
Hi. I'm Marcus. Dudley Do Right's old
friend.

RACHEL
(trying to be light)
So, when'd you start calling Dex that
anyway?

MARCUS
I dunno, maybe when we were five. It's
pretty accurate. He always does the
right thing. Just doesn't have it in him
to let anyone down.

RACHEL
(hoping)
Even if he wants something really badly?

MARCUS
Not a chance.

Rachel takes this in. It resonates... and makes her feel
as though their situation is hopeless.

MARCUS (CONT'D)

Me on the other hand... I cut a wide swath of disappointment. Which is what brought me to New York.

(off Rachel's look)

Sort of burned some bridges in San Fran.

(then, posturing)

But New York is cool. I mean, there's so much stuff going on, so many people...

(suddenly)

Which can make you feel like a lonely shmuck sometimes.

Rachel looks at Marcus, surprised.

MARCUS (CONT'D)

Sorry. I don't know where that came from. Jameson on an empty stomach and I turn all ass clown.

RACHEL

I don't think you're an... ass clown.

He looks at her. *Really?* She shakes her head, no. He looks relieved. Then, a little vulnerable:

MARCUS

It's just... sometimes I feel like I could kick it in my apartment, and until I started stinking up the building... no one would know. Not even my friends.

Rachel gets this; it hits her profoundly.

MARCUS (CONT'D)

I guess that's why people couple up, huh? So if you croak, someone will know.

Rachel smiles, moved and charmed by Marcus' earnestness.

RACHEL

Makes sense...

INT. DANIEL RESTAURANT-- NIGHT (SAME TIME)

Dex and Darcy have just finished dinner with Dex's parents. JOAN THALER and SENATOR STUART THALER (mid 60's) are buttoned up, Waspy types. Both are elegant and mannered and not particularly warm. Dex does not seem particularly comfortable with his formal parents. As the foursome starts out of the restaurant, Joan talks animatedly to Darcy:

JOAN

Oh, did I tell you that Emile and Natasha
Theirrot said they'd be flying in for the
wedding? From the South of France.
You'll be sure to seat them well--

DARCY

Of course. And I'll send you a copy of
my seating charts once we get the final
head count.

The women walk ahead, exiting the restaurant, Stuart and
Dex follow.

STUART

You've made your mother very happy son.
I haven't seen her like this in...
well... you know.

Dex nods. They walk. Dex is contemplative. A beat.

DEX

Can I ask you a question?

(Stuart nods)

Have you ever... gone down a road, far
down it...and then realized it was a
mistake?

His father looks at him. If he knows what Dex is getting
at, he's not going to make it easy for his son.

STUART

What kind of mistake?

DEX

Just...maybe... not what you want.

STUART

What you want? What you want is not to
be relied on, son. It's fickle. It
changes.

The men exit the restaurant...

EXT. NEW YORK STREET -- CONTINUOUS

STUART

If everyone lived according to "what they
want" we'd have anarchy.

DEX

But --

STUART

No buts. You're a Thaler. You know what you should want? To be decent, and honorable, and reliable. Leave the rest of the flim flam to the poets...

Before Dex can respond, Joan calls over, her arm around Darcy. She is exuberant. Beaming.

JOAN

Dexter, honey. Take a picture of me with my daughter!

Dexter looks at his mother and his fiancée. He takes out his camera. And as he frames the shot...

EXT. MOLLY'S - LATER THAT NIGHT

Rachel and Marcus are now on the street, saying goodbye.

RACHEL

(honestly)

I had a good time tonight.

MARCUS

Yeah. Me too.

A beat as alcohol and intimacy build... and then Marcus leans in, kissing her. Rachel kisses him back. Trying hard to feel it, knowing how much easier things would be... But midway through, her eyes open. She feels nothing. Rachel pulls away.

RACHEL

I should go, Marcus.

MARCUS

Yeah. I get it.

(shrugs)

Had to try.

He grins. Rachel smiles back at him. Before Marcus turns to go....

MARCUS (CONT'D)

Don't croak tonight, okay?

INT. ESS-A-BAGEL - NEXT DAY

Rachel and Dex are on line; the cashier rings up their lunches. Things are a little tense between them.

CASHIER
Together or separate?

DEX
Together.

RACHEL
No, that's okay, you don't have to.

DEX
It's fine. Please.

He hands the cashier a twenty, then looks at Rachel:

DEX (CONT'D)
Everything okay?

RACHEL
(honest, raw)
I kissed Marcus last night. I was feeling lonely and you were out with your parents--

DEX
(quietly)
It's okay.

Rachel looks at him, upset.

CASHIER
Your change?

Oh. Right. Dex holds out his hand, taking his change. When he turns back, Rachel's gone.

EXT. NEW YORK STREET - MOMENTS LATER

Dex hurries out to find Rachel, standing there, upset.

DEX
What's wrong?

RACHEL
I don't want it to be okay with you that I kiss other people--

DEX
It's not! Trust me, it's not. But given the situation--

GIRL'S VOICE (O.S.)
Rachel? Dex?

They turn to find Claire standing there, looking confused, holding a bag from "Lingerie on Lex."

RACHEL
(overly excited)
Claire! Hi! What are you doing here?

CLAIRE
(re: bag)
I left work early to get ready for
Darcy's bachelorette. Are you two having
lunch?

DEX
No. Well, yes, we just bought lunch.
But I'm heading to my car. About to take
off for the Hamptons.

Claire stares, waiting for more of an explanation...

DEX (CONT'D)
Just wanted to give Rachel a little note
to give to Darcy. So she remembers she's
got a fiancée during her big night on the
town.

CLAIRE
Oh! That's so sweet.

Rachel nods. *It sure is.* Meanwhile, Dex opens his brief-
case and pulls out a piece of paper and a pen. As he
writes, Rachel can only look on...

DARCY (O.S.)
"Darcy. Just wanted you to have a little
something from me before your big night
out."

INT. TENJUNE - NIGHT

Darcy's bachelorette party! Rachel and Claire are there,
along with a about 15 girls. Darcy is wearing a penis
veil, and light-up penis earrings. She finishes reading
Dex's note.

DARCY
"I hope you have a great time with your
friends. Love, Dexter."
(refolding it)
Oooh. So sweet.

The girls agree -- it's the sweetest! Rachel tries not
to look miserable.

CLAIRE
Time for your presents!

The girls clap excited as Darcy unwraps her gifts: one sexy piece of lingerie after another. We INTERCUT the opening of the gifts with Rachel's imagination.

Darcy holds up white, bridal lingerie...

INT. DEX AND DARCY'S BEDROOM - (RACHEL'S IMAGINATION)

Dex is lying on the bed, wearing boxers. Darcy enters in the white lingerie. She looks stunning...

DARCY

Hi Dex...

His jaw drops, his eyes go wide...

INT. TENJUNE

Darcy holds up leopard print lingerie...

INT. DEX AND DARCY'S BEDROOM - (RACHEL'S IMAGINATION)

Darcy, in the leopard lingerie, crawls towards Dex, purring like a kitten...

INT. TENJUNE

Darcy holds up a black bondage number.

INT. DEX AND DARCY'S BEDROOM - (RACHEL'S IMAGINATION)

Darcy, in the bondage gear, stands over Dex.

DARCY

(in a German accent)

Roll it over. Now!

And off her whip...

INT. TENJUNE

Darcy holds up edible undies and a can of whipped cream.

INT. DEX AND DARCY'S BEDROOM - (RACHEL'S IMAGINATION)

Darcy is covered in whipped cream...

DARCY
Come and lick it!

Dex's eye's go wide and we PRELAP WITH:

DARCY (O.S.) (CONT'D)
Oh. Wow...

INT. TENJUNE

Darcy's holding up Rachel's gift. It's a long ivory nightgown with a high-neckline. Claire and the other girls start snickering...

CLAIRE
How... Little House on the Prairie.

Rachel looks mortified. Immediately, Darcy jumps to her defense, looking at the other girls with disdain.

DARCY
Why are you laughing? I love this nightgown. The others are way too obvious.
(then, to Rachel)
Thank you. You know me better than anyone. Which is why you're my best friend.

The other girls look away, shamed. But not as shamed as Rachel...

INT. STAR ROOM -- NIGHT

Dex's bachelor party. Marcus holds up a shot glass. Seven 30-SOMETHING GUYS follow suit. They clink glasses, then throw back the shots. Dex is clearly getting a little drunk.

MARCUS
So? You ready to take the plunge?

DEX
(honestly)
Not really.

One of Dex's married friends laughs.

MARRIED FRIEND
Who is?
(good-naturedly)
(MORE)

MARRIED FRIEND (CONT'D)

When I was going through it, I just kept telling myself "you can't call it off now, you'll wreck the girl forever. Just get through the wedding and then you can divorce her."

(laughing)

I swear. That's what I was thinking the whole time I was tying the noose. I mean, knot.

The other guys laugh. And off Dex, feeling trapped.

EXT. TENJUNE - 3 A.M.

The girls stumble out, Darcy still wearing her penis paraphernalia. They're all fairly drunk.

CLAIRE

C'mon Darce, we'll share a cab.

DARCY

(to Rachel)

Actually... can I sleep at your house?

Rachel looks at her, surprised.

DARCY (CONT'D)

(suddenly vulnerable)

It's been so long since we've had a sleepover. Please?

INT. RACHEL'S STUDIO - BATHROOM - LATER THAT NIGHT

Rachel, in PJ's, brushes her teeth. Darcy talks to her from the living room.

DARCY (O.S.)

You remember, in fifth grade, when you invited Annalise Giles to sleep over? And I wouldn't talk to you for a week?

RACHEL

Yeah. You sucked.

DARCY (O.S.)

I was just so jealous. I always wanted you all to myself. You were the only person I could... completely be myself with. You still are.

Rachel looks at herself in the mirror, feeling guilty.

RACHEL
What about Dex?

A beat, then...

DARCY (O.S.)
Yeah. Him too, I guess.

Suddenly, familiar strains of music begin to play. Rachel finishes brushing her teeth and enters the main room...

INT. RACHEL'S STUDIO - MAIN ROOM - CONTINUOUS

To find Darcy, lying down on the floor, on her side, in a sort of... pose. The music is playing from Rachel's computer. By now, we recognize the opening chords of Cyndi Lauper's "Time After Time".

RACHEL
What are you doing?

DARCY
Remember our routine?

RACHEL
From the sixth grade talent show?

DARCY
Get in position!

As the lyrics begin, Darcy starts to do a carefully choreographed (clearly juvenile) routine, acting out the words of the song, and lip-synching along with Cindy...

DARCY (CONT'D)
*Lying in my bed I hear the clock tick/and
think of you...*

RACHEL
Darce, I don't remember it...

DARCY
Liar.
(lip-synching)
*Caught up in circles confusion/ is
nothing new--*
(to Rachel)
Go!

And suddenly, Rachel is acting out her part as well (with perfect recollection!), lip-synching along with Cyndi...

RACHEL

*Flashback--warm nights/almost left
behind/ Suitcases of memories/Time after--*

DARCY

*Sometimes you picture me/I'm walking too
far ahead/*

RACHEL

*You're calling to me, I can't hear/what
you've said --*

DARCY

Then you say... go slow --

RACHEL

I fall behind/The second hand unwinds...

RACHEL AND DARCY

*If you're lost you can look and you will
find me/Time after time/ If you fall I
will catch you--I'll be waiting/Time
after Time/Time after Time/Time after
Time...*

And with a flourish, they wrap up the routine, collapsing
on the floor...

RACHEL AND DARCY (CONT'D)

Time after time...

A beat. And then the girls burst into hysterics. In
between giggles...

DARCY

Do you remember Mrs. Mallory?

RACHEL

(in old lady voice)
That is a love song. It's hardly
appropriate for two girls --

DARCY

And we were like, "Why? We love each
other..."

They laugh, lying next to one another, lost in memories.
When the laughter dies down.

DARCY (CONT'D)

It's funny...

RACHEL

What?

DARCY

When you're getting married, you get all nostalgic. You start remembering all your big moments, you know? And... you're in all of my moments.

Rachel looks at her, touched.

DARCY (CONT'D)

Honestly. I can't think of one that doesn't involve you.

RACHEL

I know. Me too.

Darcy rolls over, turns to Rachel. And suddenly, she's a little girl, lying next to Young Rachel.

YOUNG DARCY

Most high school friends lose touch, you know? But we won't. Right?

YOUNG RACHEL

Never.

YOUNG DARCY

Cross your heart hope to get fat?

And then, they are adults once more.

DARCY

I love you, Ray.

RACHEL

Me too.

And she means it.

INT. RACHEL'S STUDIO - NEXT MORNING

Rachel opens her eyes to find Darcy, looking at her, contemplative. Worried.

RACHEL

Morning...

DARCY

Should I marry Dex?

RACHEL

What?

DARCY

I don't know. Sometimes I just feel...
like we're not exactly right for each
other.

Rachel stares at her in disbelief. *Is this really
happening?*

RACHEL

I... I don't understand.

DARCY

Lately things have been... different. I
mean, a lot of it is me, for the past
year I've been obsessed with the wedding,
and making it perfect --

RACHEL

No. Don't blame yourself --

DARCY

But that's not even what I'm talking
about, really. I mean, even before...
when I first met Dex... I always knew we
were completely different people. Like
Paula Abdul and DJ Scat Cat different --

Rachel gives a small smile. Darcy continues.

DARCY (CONT'D)

He actually reminded me a little of you.
Not in a lesbo way or anything...But just
the way he always wants to do the right
thing. And the way he always puts other
people first.

Rachel smiles at Darcy, touched.

DARCY (CONT'D)

And I know what he saw in me. I mean,
besides how I look.

RACHEL

(automatically)

What?

(then, realizing)

I didn't mean it like that...

DARCY

(a beat, considering)

Keep this between us, obviously.

Rachel nods. Of course.

DARCY (CONT'D)

I never told you about Dex's mom. She gets...depressed. Like not leaving-the-bed-for-months depressed. Dex's dad stayed away, so it was mostly him, taking care of her...

Rachel reacts. Darcy misreads her look.

DARCY (CONT'D)

I never said anything because he's pretty private --

RACHEL

No, of course --

DARCY

Anyway, I think because of that... he likes the idea of being with someone like me. I don't let things get to me, you know? I never have. I don't know why... I just always assume everything will work out.

(shrugs, circumspect)

I guess because it always has. And I think Dex likes that about me. I make him feel... lighter, you know? And he makes me feel.. heavier somehow. In a good way. Does that make sense?

RACHEL

(meaning it)

It does.

Darcy looks at her, searching. Vulnerable.

DARCY

But is that enough? For a marriage?

With every fiber of her being, Rachel wants to shout: *No! Don't do it! Don't marry him!* But she chooses to be a friend instead.

RACHEL

If you love him... you should marry him.

EXT. WASHINGTON SQUARE PARK

Ethan and Rachel hold their still-wrapped sandwiches. Ethan is looking at her in disbelief.

ETHAN

You said what?

RACHEL

I have to be a good friend to her. I have to.

But Ethan's had enough.

ETHAN

That's bullshit.

(off Rachel)

You can't have it both ways, Rachel. You can't sleep with Darcy's fiancée and be a good friend to her. You're not being noble. You're being a coward.

Rachel reacts. This stings. Because it's true.

ETHAN (CONT'D)

Like it or not, one of you is going to get hurt here. End of story.

Rachel looks away. She knows Ethan's right but it's too hard to admit. He shakes his head.

ETHAN (CONT'D)

Whatever. Just send me a postcard in London. Let me know how it turns out.

Rachel looks at him, surprised.

RACHEL

You got in?

(off his nod)

When did you find out?

ETHAN

Couple days ago.

RACHEL

Why didn't you tell me?

ETHAN

You've had other things on your mind.

RACHEL

(guilty)

Yeah, but I'm never too busy for you. When do you leave?

ETHAN

September. I'm gonna head over in two weeks, scope out neighborhoods, find an apartment...

Suddenly, we hear music: *"If you're lost, you can look, and you will find me. Time after time..."* It's coming from Rachel's phone. As she fishes it out...

RACHEL

Sorry, hang on, Darcy must have changed my ring tone...

(answering)

Hello? Darcy, I can't understand you...
Calm down...I'm coming.

EXT. RACHEL'S APARTMENT BUILDING -- LATER

Rachel approaches her building. Darcy is sitting on the stoop. She's a wreck. Her eyes are red and puffy and she's eating from a bag of candy. Rachel looks at her, a knot in her stomach. *Is this it? Has Dex told her?*

Darcy looks up at Rachel. She looks devastated. Then:

DARCY

My engagement ring. It's gone.

INT. RACHEL'S STUDIO - AFTERNOON

A hysterical Darcy is shoveling gummy worms into her mouth. She's got black mascara tracks down her cheeks and red-rimmed eyes. She's crying, talking, and eating all at once...

DARCY

What am I going to do?

RACHEL

Where'd you see it last?

DARCY

(ignoring question)

Maybe this is a sign. That we shouldn't be together.

(vulnerable)

Things have been so awful lately, Ray. I haven't wanted to say anything, but it's been really bad.

Rachel reacts, feeling incredibly guilty.

DARCY (CONT'D)

Sometimes... sometimes I just wish I were more like you. You don't screw up the way I screw up.

RACHEL
(hating herself)
That's not true.

DARCY
It is. You have your head on straight.
That's what my mom always used to say to
me. "Why can't you be more like Rachel,
that girl has her head on straight."

Rachel can't stand seeing her friend like this. So, she
makes a decision. A beat, then, screwing her courage:

RACHEL
I don't. Look, Darcy, I have to tell
you something. Something really hard to--

DARCY
(quietly)
I cheated, Rachel.

RACHEL
What?!

DARCY
Don't judge me --

RACHEL
(reeling)
I'm not, I'm sorry, I... who with?

DARCY
This guy at work.

RACHEL
(suddenly worried)
Did you use a condom?

DARCY
Of course!

RACHEL
Good. Okay.

RACHEL (CONT'D)
(then, hoping)
Are you...in love with him?

DARCY
No. Of course not. I just freaked out a
little. Marriage is scary! Anyway, I
took off my ring, because I felt too
guilty wearing it while I had sex with
someone else...

(MORE)

DARCY (CONT'D)
 (eats some jelly beans)
 When I got home, I realized I forgot it.
 So... I called him, and I went over
 there... and the place was totally clean.
 The housekeeper was there. And she
 clearly took it.

RACHEL
 You don't know that.

Rachel's phone rings. She looks around for it...

DARCY
 Ugh, you're such a Dudley-Do Right. Of
 course she took it. It's gone!
 (off Rachel looking)
 Let the machine pick it up.
 (re: housekeeper)
 Anyway, I called her and I told her I'd
 give her a big reward, but she kept
 saying "I no see no ring."

Rachel can't find the phone. *Where is it?*

DARCY (CONT'D)
 The woman isn't crazy. She knows that
 two carats is worth about twenty million
 dirty toilets.

The machine picks up: "Hi, this is Rachel, I can't get
 to the --" Just in time, Rachel finds the phone and
 picks it up.

DARCY (CONT'D)		RACHEL
Don't pick up the phone,	Hello?	
I'm talking --		

We INTERCUT with:

EXT. NEW YOUR STREET - SAME TIME

Dex is holding a brown bag.

DEX
 Hey. I picked us up dinner.

RACHEL		DARCY
Can I call you back?	Who is it?	

RACHEL
 Marcus.

DARCY
Really? Give it to me --

RACHEL
(into phone)
Darcy's here, I'll call you back.

She hangs up the phone, then turns to Darcy.

RACHEL (CONT'D)
He had to go.

Darcy looks at Rachel, a suspicious look on her face.

DARCY
So... things are going well? You like him?

RACHEL
Marcus? Yeah. I do. He's a good guy actually.

DARCY
(contemplative)
Yeah. He is.
(then)
Ray, you have to help me. What the hell am I going to tell Dex about the ring?

Rachel looks at her friend. *Should she help her lie?*

RACHEL
I guess you could say... you lost it at the gym.

INT. DEX AND DARCY'S BATHROOM - LATER THAT NIGHT

Dex is sitting on the (closed) toilet, fully clothed. The shower is running. He's on the phone.

DEX
I guess you heard, she lost her ring at the gym.

INT. RACHEL'S STUDIO - LATER THAT NIGHT

Rachel talks while going through her mail...

RACHEL
Was it insured?

DEX

Yeah.

(then)

Sorry I couldn't see you tonight.

As Dex continues to talk, Rachel sees it. The white envelope. The calligraphy. "*Rachel White and Guest.*" Slowly, she opens it. And stares at the wedding invitation. His wedding invitation. "*You are cordially invited to celebrate the nuptuals...*" Rachel stares at it as Dex's voice drowns out...

INT. BEATIFUL CATHEDRAL -- RACHEL'S FANTASY

Dex and Darcy's wedding. Darcy looks resplendent. She gazes at Dex as she says the vows Rachel wrote.

DARCY

I feel so lucky, Dex, when I open the door and see you standing there. And I only hope I can make you as happy as you make me.

We WIDEN to reveal Rachel, in her bridesmaid's dress, holding Darcy's bouquet, looking at Dex. Crying...

INT. RACHEL'S STUDIO - THE PRESENT

Rachel is crying, silently.

DEX

Rachel?

RACHEL

Huh?

DEX

Is everything okay?

RACHEL

(staring at invite)

Yeah. Great.

EXT. HAMPTONS SUMMER RENTAL - BACKYARD - DAY

Dex, Darcy, Ethan, Claire and Marcus are gathered. Rachel carries a cake over to them. On the cake is written: "BON VOYAGE ETHAN!" Rachel carefully avoids looking at Dex and Darcy. Ethan notices. Rachel puts the cake down on the table, then picks up her glass of wine. She raises her glass.

RACHEL

To Ethan. I hope you hate London and
come home quickly!

Laughter as the rest echo "Cheers" and clink glasses.
Ethan hugs Rachel.

ETHAN

(sotto)

Thank you for coming. I know it's hard.

RACHEL

I would never miss your going away party.

Rachel smiles at him as they separate. Meanwhile, we
become aware of HYSTERICAL CRYING. Claire is weeping.

CLAIRE

Ethan! I'm just gonna miss you so much.

She throws her arms around him, sobbing. Ethan reacts...

EXT. HAMPTONS SUMMER RENTAL - BACKYARD - THE NEXT DAY

Claire (still red-eyed and weepy) Darcy, and Rachel are
sitting on lounge chairs, enjoying the sun. Ethan and
Marcus are on the badminton court, lazily hitting the
bird back and fourth. Dex enters the backyard from the
house, carrying a pitcher of ice tea.

DEX

You guys want to play doubles?

MARCUS

Hell to the yes! Me and the E-man are
gonna kick your ass, right buddy?

ETHAN

That depends.

(with innuendo)

Do you think you'll be able to decide on
a partner, Dexter?

Dex looks at Ethan, surprised. He picks up the
undercurrent of accusation in his voice. Rachel hears
it as well and shoots Ethan a look. *Lay off.* But Ethan
doesn't relent.

ETHAN (CONT'D)

Well? Who is it going to be?

Dex turns to Rachel, Darcy, and Claire, trying to keep
his voice light.

DEX

Any of you want to play?

CLAIRE

Pass.

ETHAN

Looks like it's between Darcy and Rachel.

Rachel looks like she wants to die. Dex is now staring daggers at Ethan. Ethan stares right back.

ETHAN (CONT'D)

Well? You gonna be able to pick, Dex?

Thankfully, an oblivious Darcy ends the standoff.

DARCY

Want me to play with you, Hun?

INT. HAMPTONS SUMMER RENTAL - BACKYARD - LATER THAT NIGHT

A cut-throat game is now underway: Dex and Darcy against Marcus and Ethan. But the real game is clearly between Dex and Ethan. We see a series of points -- Dex and Ethan smack the bird at one another with all their might. Point! Ethan and Marcus. Ethan pumps his fist. Dex looks furious. Marcus gives a good-natured laugh as he tosses the bird to Ethan for his next serve.

MARCUS

(ala Howard Cosell)

And the mood is tense here in East Hampton as both sides strive for the championship.

ETHAN

Nine-eight.

He serves. Dex smacks the bird. Ethan crosses in front of Marcus, sending the ball back at Darcy. She squeals.

DEX

It's going out! It's going out!

The bird sails past Darcy landing... right on the edge of the line.

DEX (CONT'D)

Out!

ETHAN

Bullshit. The line is good. That's match!

DEX

It wasn't on the goddamn line --

ETHAN

I saw it --

Rachel watches as the argument escalates. She tries to mitigate it.

RACHEL

Why don't you have a do-over?

ETHAN

There are no do-overs.

DEX

It was out --

ETHAN

Fine, Dex. If you want to cheat your way through life, I'm not gonna stop you.

Rachel reacts, closing her eyes. Dex looks apoplectic. He turns to Rachel, ice in his eyes. Then, to Ethan:

DEX

Whatever. You win. I'm gonna shower.

And with that, he heads inside. Rachel looks at Ethan. *Why would he do that?*

INT. TALKHOUSE - LATER THAT NIGHT

Dex is at the bar paying for a beer. Rachel approaches.

RACHEL

Dex, I'm sorry about --

He turns around, angrily. His eyes flashing.

DEX

Why the hell did you tell him?

RACHEL

I didn't. He guessed and I needed someone to talk to...

DEX

Then talk to someone else, someone who doesn't know us!

And all of a sudden, Rachel snaps. *How dare he?* After all she's been through... *how dare he?* She looks at him. Then, quietly:

RACHEL

Fuck you.

Dex is taken aback; he clearly wasn't expecting that. Rachel hurries outside. He follows...

EXT. TALKHOUSE

Rachel emerges from the bar, Dex on her heels.

DEX

Rachel, wait --

RACHEL

(spinning around)

You're engaged. I got your invitation in the mail. And you're mad at me for telling my friend?

(with venom)

Fuck. You.

She starts walking away. Dex watches her go.

EXT. HAMPTON'S STREET -- MOMENTS LATER

Rachel is walking; her blood is boiling. Suddenly, it starts raining. *Great!* As she keeps walking, she remembers:

EXT. NYU CAMPUS -- NIGHT (FLASHBACK)

Dex holds his overcoat up over Rachel's head and they run through the rain, laughing...

EXT. HAMPTON'S STREET -- THE PRESENT

Suddenly, Rachel stops walking. She turns and starts back towards the Talkhouse. A beat, and then she starts running...

EXT. THE TALKHOUSE -- MOMENTS LATER

Dex is sitting on the curb, in the rain. He stands when he sees Rachel hurrying towards him. She looks at him, stronger than we've seen her.

RACHEL

Cancel the wedding, Dex. Break up with Darcy. I want to be with you. I love you.

(then, with power)

Choose me.

And there it is. She's said it. He looks at her. A beat. When he opens his mouth, about to speak...

RACHEL (CONT'D)

Don't. Just don't talk to me again until you've made a decision.

She looks him straight in the eye. A beat, then Rachel turns and walks away, her head held high. Off Dex, watching her walk away...

INT. CAR - LATER THAT NIGHT

Rain pelts the car. Dex drives; Darcy chats animatedly. But we, and Dex, can't hear what she's saying. PUSH IN: on Dexter... trying to figure out what the hell to do.

INT. RACHEL'S STUDIO - THE NEXT NIGHT

Rachel is folding laundry, CNN on in the background. Her buzzer sounds. She goes to the door and presses "talk."

RACHEL

Hello?

Dex's voice crackles through the intercom.

DEX (O.S.)

It's me. Can I come up?

Rachel presses "enter," buzzing Dex into the building. Her heart starts racing. She turns off the television, smooths her hair, tries to relax.

A BZZZZ at the door. One last breath. Rachel steadies herself, goes to answer it. She opens the door to find Dex, standing there -- his face, full of love.

DEX (CONT'D)

I told her.

Rachel looks at him. Stunned. Overwhelmed.

INT. NAIL SALON - SAME TIME

Darcy having a manicure/pedicure.

DARCY

How can you go away this close to my wedding? The last RSVP's just came in, I need your help with the seating charts--

INT. JFK AIRPORT - TICKETING AREA -- DAYS LATER

Rachel lugs her bag, while talking on the phone.

RACHEL

I need some space, Darcy. End of story.

DARCY

Is it because of Marcus? Because he's not interested?

RACHEL

(spotting someone)

Yeah, maybe. Listen Darce, I have to go. I get back on the twenty-fourth, okay? I'll see you then.

Not waiting for a reply, Rachel hangs up. She smiles, wearily and we WIDEN to reveal at Ethan, standing in line with her.

ETHAN

Thanks for coming with me. The thought of finding a place on my own --

RACHEL

Ethan. Stop. We both know you're doing me a favor.

ETHAN

Tomato-Tomahto...

Rachel smiles, grateful for her friend.

RACHEL

Look at you. Getting an English accent already.

INT. AIRPLANE - NIGHT

Rachel (sitting next to Ethan) looks out the window, watching New York grow smaller and smaller...

EST. SHOTS -- LONDON.

EXT. TOWER BRIDGE -- LONDON - SUNSET

Rachel and Ethan are walking across the famous bridge.
Ethan holds a newspaper -- covered with Red X's.

ETHAN

Okay, I think I've got the London
translations down. "Smart, charming one-
bedroom" means "Shitty hole-in-the-wall
with hundred year-old plumbing."

He looks up. Rachel is staring out at London, lost in
thought.

ETHAN (CONT'D)

You okay, Ray?

RACHEL

Oh. Yeah. I'm good.

ETHAN

Translation... you want to die?

RACHEL

No, of course not.

(then, admitting)

I'd just like to slip into a coma for the
next twenty years.

ETHAN

(beat, then)

You should have told him Darcy was
cheating.

RACHEL

I couldn't do that to her. She told me
as a friend.

He shakes his head.

ETHAN

You're so much better to her than she is
to you.

RACHEL

You always say that. But it's not true,
Ethan. Darcy might be a lot of things...
but she's always been devoted to me. I
mean, giving up her spot at Notre Dame --

ETHAN

What are you talking about? Darcy didn't get into Notre Dame.

(off her look)

You really believed that?

RACHEL

She told me --

ETHAN

Did you see the acceptance letter?

RACHEL

Well, no, but --

ETHAN

Did you see all her other acceptance letters?

RACHEL

Yeah, but... I just thought... you know, she didn't want to rub it in.

(off Ethan's look)

If she didn't get in, why would she --

ETHAN

To keep you down. To build herself up. Darcy's always been jealous of you...

Rachel looks at him, disbelieving; Ethan shakes his head and looks at her, emotional.

ETHAN (CONT'D)

And you're the only one who can't see why.

Rachel takes this in. A beat. Then, vulnerable:

RACHEL

Well, it doesn't matter. I didn't want to get Dex by default. I want to be someone's first choice, you know?

Ethan looks at her, deciding whether or not to say something. Then, quietly:

ETHAN

You are.

RACHEL

What?

ETHAN

Someone's first choice.

He's looking at her. And suddenly, she realizes...

RACHEL

Ethan...

He reaches out, smooths back her hair. Tenderly.

RACHEL (CONT'D)

You never said anything --

ETHAN

(wryly)

Well, you know how that goes.

(then, seriously)

We're friends. And you loved someone else.

She looks at him. *Wishing things were different.* A beat as he absorbs her silence, getting it.

ETHAN (CONT'D)

And you still love someone else...

RACHEL

I'm sorry....

ETHAN

(nods, then)

Had to try. Before making the leap across the pond.

A beat. Rachel's eyes tear up. Then:

ETHAN (CONT'D)

I knew I should have gone for Claire...

And suddenly, they are laughing...

EXT. RACHEL'S BUILDING - DAY

A cab pulls up and Rachel gets out, dragging her suitcase. She starts towards her building and then stops short. Because Dex is sitting on her stoop. Rachel stares as Dex stands up.

DEX

I e-mailed Ethan, he gave me your flight info.

RACHEL

Well, he's in a lot of trouble.

Rachel attempts to walk past Dex, fumbling for the key to the front door of the apartment.

DEX

Rachel...

RACHEL

(eyes flashing)

What do you want?

DEX

I just called the wedding off. I'm not getting married.

INT. RACHEL'S STUDIO - MINUTES LATER

Rachel is looking at Dex in disbelief.

DEX

This whole time... with you gone... I was going crazy. I missed you so much. And... I can't imagine never being with you again.

She stares at him, afraid to believe. Then, reflexively:

RACHEL

What about Darcy? What did you say?

DEX

That I wasn't in love with her. She asked if there was someone else, I said no --

RACHEL

Is she okay?

DEX

She's upset. But mostly about the wedding. And what people are going to think.

(then)

Rachel, tell me it's not too late.

Rachel looks at him. And then, they are kissing. It becomes increasingly heated -- they've missed each other. They move to her bed, clothes are shed quickly...

BZZZZZZZZZZZZ... It's the apartment doorbell. BZZZZZZZZZZ. Dex and Rachel exchange a look.

RACHEL

(calling)

Hello?

DARCY (O.S.)
Rachel! It's me.

Rachel and Dex look at one another. *Shit!* Dex immediately starts to gather his clothing...

RACHEL
(stalling)
Darcy! Hi. How'd you get in to the building?

DARCY
I came in with a delivery guy. Open up, I need to talk to you!

RACHEL
Hang on. I'm just changing.

As she throws on some clothes, she motions to her closet. Dex (in his boxers) heads in, holding his clothes. Rachel closes the door behind him. Then, she takes a breath... and opens the door. Darcy enters, agitated.

RACHEL (CONT'D)
(trying for casual)
Hey... you. How is --

DARCY
(somberly)
Rachel. I have something to tell you.
Something that's gonna shock you.
(with gravity)
I called off the wedding.

RACHEL
You... did?

DARCY
Well, it was mutual. I mean, technically Dex said it first, but I was thinking the same thing...

RACHEL
Oh. Wow... Are you... okay?

DARCY
I am. Because... there's more.
(then, solemnly)
And this is really hard for me. Because I don't want to hurt you.

RACHEL
(confused)
Me?

DARCY

Do you remember how I told you about losing my ring at my colleagues apartment?

RACHEL

Yeah...

Instinctively, Rachel glances at the closet.

DARCY

Well, I didn't hook up with a guy from work. It was someone else.

RACHEL

Who?

DARCY

Marcus.

RACHEL

(genuinely shocked)

Marcus?

DARCY

Your Marcus. Yes. And I'm so sorry, I know how much you liked him.

Rachel speaks a little loudly, partly for Dex's benefit.

RACHEL

You've been sleeping with Marcus?

DARCY

It started over the Fourth of July. We came back from the Talkhouse pretty loaded. And one thing led to another...Of course, we both felt terrible, because of Dex, and you... And we swore it would never happen again. Only, we couldn't stop. We have a very powerful connection, Rachel.

(then)

Do you hate me?

RACHEL

No...

DARCY

Good. Because I'm gonna need you now more than ever.

(gravely)

I'm late. So, I took a test...

RACHEL

You're pregnant?!

DARCY

Yes. It's Marcus's. Dex and I haven't had sex since before my last period.

RACHEL

(in shock)

Wow. I... Does Marcus know?

DARCY

Yeah. He's really excited. He's gonna be a great father. He's such a caring guy. One time he built this tiny little splint for a chipmunk that broke its leg...

(smiling)

We're gonna get married. And I'd like you to be my maid of honor. Again.

Rachel can only nod, in shocked disbelief. Darcy holds out her arms for a hug. Rachel, numb, hugs her.

DARCY (CONT'D)

We're gonna have to plan the whole wedding from scratch. Clearly, I can't wear the same dress. Plus, it won't be...

But she trails off, pulling away from Rachel, staring at something...

DARCY (CONT'D)

Why is Dexter's watch on your night stand?

Rachel follows her gaze... to Dexter's watch. Rachel scrambles for an explanation.

RACHEL

Oh. Um... it's not. I bought that watch in England. For Ethan. Forgot to give it to him.

But Darcy is now marching over to the night stand. She grabs the watch and turns it over...

DARCY

(reading inscription)

"All my love, Darcy."

(to Rachel)

What the fuck?

RACHEL

Darcy, I....

But Darcy's on a mission now. She looks around. Then, she marches into the bathroom. Rachel follows after her.

INT. RACHEL'S BATHROOM - CONTINUOUS

Darcy pulls the shower curtain aside. Nothing!

RACHEL

Please, Darcy...

Darcy storms past her, out of the bathroom...

INT. RACHEL'S STUDIO - MAIN ROOM - CONTINUOUS

Dex comes out of the closet, wearing his pants, buttoning his shirt. Darcy looks at him, fuming.

DARCY

You... liar!

DEX

You've got to be kidding me --

DARCY

You said there was no one else in the picture --

DEX

You and Marcus, huh? Having a baby. I guess congratulations are in order!

Darcy hurls the watch at Dex. He ducks.

DARCY

You have no right to say anything to me!
No right. You cheater!

Then she turns to Rachel, who is crying.

DARCY (CONT'D)

And you...

RACHEL

Darcy. Please...

DARCY

Please what? How could you?

RACHEL
I never wanted to hurt you--

DARCY
How could you?!

RACHEL
I'm sorry. I'm so sorry...

DARCY
(with venom)
I hate you. And I never want to see you
again. Ever.

And with that, Darcy storms out of the apartment,
slamming the door behind her. Rachel can't help it. She
starts crying. Dex goes to her, embraces her...

INT. RACHEL'S STUDIO - LATER THAT NIGHT

Rachel is sitting on the couch, looking at the pictures
we saw at the beginning of the movie -- pictures of her
and Darcy, growing up together. Dex enters with his
suitcase.

DEX
Got everything she didn't cut to pieces.

Rachel nods. He puts down the suitcase, then sits beside
Rachel and looks at the picture.

DEX (CONT'D)
You okay?

RACHEL
(looks at him, then)
All this time, I've been thinking about
how you had to make this big choice. I
guess I made one too.

DEX
Was it the right one?

RACHEL
It was the only one.

INT. 7B BAR -- A FEW DAYS LATER

Rachel and Dex are sitting in the booth that started it
all. This time, Rachel sits next to Dex. She looks at
him, contemplative.

RACHEL
How are you feeling? About everything?

DEX
Relieved. Completely... relieved.
(then)
How about you?

RACHEL
(honest, raw)
I already miss her.

He nods, expecting as much.

RACHEL (CONT'D)
All my memories... all my moments...
she's in them.

DEX
We'll just... make new ones.

RACHEL
I know. But still...

DEX
(understanding her pain)
I know.

A heavy moment. They sit in silence. And then, the sweet sound of a harmonica starts to build... *The screen door slams, Mary's dress waves...* Rachel smiles a little.

DEX (CONT'D)
Well... we have a song already, huh?

She nods. Then, she reaches into her purse and pulls out the pen Dex lent to her, all those years ago.

RACHEL
And... a pen.
(off his look)
You lent this to me in law school. I tried to throw it out so many times, but I kept taking it out of the trash.

He looks at it, smiling. Then:

DEX
A song and a pen. It's a start.

She leans into him. And off the two of them, in exactly the right place, with exactly the right person...

But still... it's bittersweet.

EST. SHOT -- NEW YORK, FIVE MONTHS LATER

There is snow on the ground, Christmas decorations festoon lampposts and store fronts.

EXT. NEW YORK STREET -- FIVE MONTHS LATER

A bundled up Rachel exits a dry-cleaner, holding up some of her sweaters and some of Dex's shirts. As she exits, she stops short... almost walking into Darcy (five months pregnant). There is no escape. The girls' eyes meet. Darcy's are hard, cold. Rachel gives her a small smile.

RACHEL

Hey.

Darcy just stares at her.

RACHEL (CONT'D)

You look good.

DARCY

I know. I'm one of those women that just carries in my belly.

(then, quietly)

I bought him that shirt.

RACHEL

Darcy. I'm really sorry --

DARCY

(spiteful)

You're "sorry" that you slept with my fiancée?

RACHEL

No. I'm sorry that I hurt you.

Darcy looks at her former best friend. Then:

DARCY

You were always jealous of me. You still are. Ever since Notre Dame.

Rachel looks at Darcy, knowing what she needs to hear.

RACHEL

You're right.

Involuntarily, Darcy gives a small smile. Then, she catches herself.

RACHEL (CONT'D)

Darcy.

(then, honestly)

I miss you. Every day.

Darcy looks at her; it's clear, she misses Rachel too. But she won't let herself admit it. A beat, then Darcy forces herself to turn and head down the street. Rachel watches her go. After a few steps, Darcy turns back and looks at Rachel. We see Rachel's P.O.V: Darcy MORPHS into the 5-year old girl who Rachel loved so much.

Young Darcy gives Rachel a wave. Rachel waves back. Then, Young Darcy turns and walks away, disappearing into the crowd...

SFX: Rachel's cell phone rings, jolting her from her reverie. We're back on Adult Rachel. She takes out the phone and glances at the caller I.D. -- "DEX." She smiles as she answers.

RACHEL (CONT'D)

Hey honey...

And then, Rachel heads down the street, walking away from Darcy. As she rounds the corner, she sees Dex. He holds out his hand. And she takes it. They're out in the open. At last. And we...

FADE TO BLACK.