

90210

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April 20, 2008

ACT ONE

EXT. SANTA MONICA BOULEVARD - TWILIGHT

TIGHT on a KANSAS license plate. WIDEN TO REVEAL an older minivan that's been driven hard for last two days passing the iconic BEVERLY HILLS SIGN.

INT. MINIVAN - MOVING - TWILIGHT

HARRY MILLS (40, fun dad, but tough when he needs to be) is driving with his wife CELIA MILLS (40, athletic, naturally-pretty) and their teenage children, ANNIE (16, pretty, level-headed, smart) and DIXON MILLS (African-American, 16, handsome, a leader).

HARRY

How cool is this? Palm trees, Star Maps, Rodeo Drive...

DIXON

It's going to suck.

CELIA

How about a new word Dixon? Like "this blows" because you've been saying this sucks for the past 1800 miles.

HARRY

Guys. This is where we're at. Look, your mother and I gave up a lot for this move too.

ANNIE

Really? Did you give up a boyfriend and the lead in a school play?

HARRY

As a matter of fact I did. His name was Joshua and the play was "Fiddler on the Roof."

The kids start to laugh.

DIXON

Such a dork.

HARRY

Look, we had no idea Grandma was going to get into trouble again.

(MORE)

HARRY (CONT'D)

She's too old to be drinking and falling without any of us around to help.

CELIA

So let's just make the best of it, okay?

DIXON

As I said. It's going to--

CELIA

Dixon!

ANNIE

Suck.

The U-Haul turns up Rexford into the Beverly Hills flats.

EXT. TABITHA MILLS HOME, BEVERLY HILLS FLATS - EVENING

The Mills family climbs out of the minivan. They stretch and begin gathering on the lawn.

DIXON

(to Annie)

Did I tell you I saw one of Grandma's old movies last week on Showtime? Full frontal. Yikes.

ANGLE ON Harry and Celia.

HARRY

Can I just say that you're handling this move awfully well for someone who's never left the state of Kansas.

CELIA

I think it's going to be fun. Come on, I'm 40, if I don't try something new, when will I? I was going to start working again, why not in LA?

HARRY

You're not just saying that to make me feel better?

CELIA

Not at all. I get to move in with my bitter, bossy alcoholic mother-in-law who still thinks she's a sex siren of the 1970's, what could be better than that?

HARRY

There's my girl.

The front door opens and TABITHA MILLS emerges with her tumbler and cigarette in hand. ANNIE lights up at seeing her.

ANNIE

Grandma!

TABITHA

Annie! Dixon.

Annie rushes up to Tabitha and embraces her. Dixon gives her a hug, they head inside. Harry approaches, frowns at the tumbler of copper liquid in her hand.

HARRY

What you got there, Mom?

Harry takes the glass from Tabitha's hand, gives it a sniff. Tabitha rolls her eyes.

TABITHA

You got me. I'm drinking iced tea before noon. Somebody get Betty Ford on the line.

HARRY

Sorry, I'm just trying to help.

TABITHA

You want to help? Go yell at the gardener for parking his crappy van in front of my house again.

CELIA

That's our van, Tabitha.

TABITHA

Well then park it around the corner so the neighbors won't notice.

INT. MINIVAN - THE NEXT DAY

HARRY is driving Annie and Dixon to school on their first day.

HARRY

Look, I know this isn't easy.
You're not just the new kids,
you're the new principal's kids.

ANNIE

A two-fer. Yay for us!

HARRY

And I'm sorry you're coming into
school a week after its already
started. That can be hard too but--

DIXON

Yeah, yeah. Okay, Stop the car.
Stop the car.

HARRY

What?

ANNIE

You just said it. We're the
principal's kids. We can't drive
into school with the principal!

DIXON

We'll walk from here.

HARRY

The lot is half a mile away, let me
at least get a little clo--

ANNIE

Stop it.

DIXON

Pull over.

ANNIE

Now. Dad. Please. We know what
we're doing

EXT. WEST BEVERLY HILLS HIGH SCHOOL - PARKING LOT

Annie and DIXON walk and stare in amazement at not only the
multitude of ESCALADES, PORSCHEs, etc., but the entire place
looks like Fashion Week in NYC.

DIXON

Oh my god. Have you ever seen so
many hot girls in your life?

ANNIE

This is how they dress for school?
It looks like the Oscars and
everyone is Gwyneth Paltrow.

DIXON

I'd do her. I'd do her. I'd do
her. Annie. We are definitely not
in Kansas anymore.

ANNIE

I'm 110 pounds and I'm going to be
the fat girl.

DIXON

At least you're not going to be the
"black guy."

ANNIE

Don't throw the race card at me.
Last year our school play was "A
Raisin in the Sun." I played a
tree.

DIXON

On the other hand that makes me
forbidden fruit.

ANNIE

I so should have gone to Banana
Republic!

DIXON

I'll find ya at lunch.

ANNIE

Yeah, great. I'll be the girl in
the potato sack practicing my lines
for "Hairspray."

Dixon heads across the lot while Annie continues on. Annie looks at the text she just received. It's from Jason. "Luv u. Miss u. J" She starts to answer when she hears a pulsating beat coming from an Escalade.

Annie looks over and makes eye contact with the hot guy in the driver's seat, ETHAN WARD (16, The kid tapped by the magic wand. Handsome, charming, etcetera,). Ethan gives her a flirty smile and Annie smiles back bashfully until a HEAD POPS UP into view from ETHAN'S LAP.

It is ADRIANNA, (16, hot without a hair out of place) but before she can see who Ethan is looking at, Annie ducks behind a car out of embarrassment.

Ethan taps Adrianna's head and she disappears again to go back to her business below the window line. Annie peaks to look again and Ethan gives her a smile and a wave.

INT. WEST BEVERLY HILLS HIGH SCHOOL - DAY

Harry Mills walks with KELLY TAYLOR (you know her, you love her), a teacher.

HARRY

So what year did you graduate?

KELLY TAYLOR

All I'll admit to is that I'm younger than you. So tell me, how weird is it being the principal at your old high school?

HARRY

Probably about as weird and stressful as you teaching at it.

KELLY TAYLOR

Nah, not even close. The last two principals both had heart attacks. Anyway, have a great first day.

INT. WEST BEVERLY HILLS HIGH SCHOOL AUDITORIUM - DAY

Rehearsals are underway for the fall musical, SPRING AWAKENING. On stage, girls in skimpy half-shirt dance-wear are watching as good-looking boys are performing the upbeat "The Bitch Of Living." They are very good. Annie approaches the stage to watch the performance, in shock at the talent level.

ANNIE

Hi. Excuse me. I'm Annie Mills. I'm new and--

MISS AUSTIN

Yes, yes. Welcome! Your father told me you were a theater nerd. That's awesome. He said you had a DVD of your show from last spring. I'd love to see what they do in Wichita.

WE HARD FLASH CUT TO:

ANNIE MILLS is singing "The Surrey with the Fringe on Top" from "Oklahoma!" in full costume. She is on stage with her Kansas boyfriend JASON playing the role of Curly.

ANNIE

Chicks and ducks and geese better
scurry/When I take you out in the
surrey/ When I take you out in the
surrey with the fringe on top!

BACK TO REAL TIME

Annie fumbles with her pack.

ANNIE (CONT'D)

You know, I can't find that DVD
right now but I love "Spring
Awakening"... Or what I saw of it
on YouTube and the Tonys.

DRAMA TEACHER

Well, unfortunately all of the
roles are filled. We audition
before school starts so we can hit
the ground running. But you should
definitely sign up for drama class.
It's fun and we definitely need
help with the scenery.

Annie sighs...

INT. WEST BEVERLY HILLS HIGH SCHOOL - ROOM 248 - DAY

Dixon enters. The class skews a bit "nerd." They glance up, eye
Dixon in his Kansas City Chiefs jersey. Definitely not a nerd.
They shoot furtive glances at each other. There's a bit of
whispering.

Dixon takes one of the many available seats away from the
others, but he's very aware of the consternation he's causing. A
TRACY Flick-Type, finally pipes up.

TRACY FLICK-TYPE

Uh... Are you in the right place?
Because this is *quiz bowl*.

MICHAEL CERA-TYPE

This is the quiz bowl *team*. We do
quizzes.

On Dixon, *so this is how it's gonna be.*

DIXON

This isn't bowling? Cuz that's why
I signed up. Easy "A."

TRACY FLICK-TYPE
No. We don't bowl.

MICHAEL CERA-TYPE
I can't believe he just said that.

The TARDY BELL RINGS and a NERD OF A TEACHER enters and closes the door. He also reacts when he sees Dixon.

QUIZ BOWL COACH
Uh, hello there, son. Are you sure you're in the right place? This is *quiz bowl*.

Dixon sighs.

TRACY FLICK-TYPE
I tried to tell him.

Suddenly, we hear standard NEWS INTRO MUSIC.

NAVID
Can we settle the who's-supposed-to-be-where thing after the news? I produced this package.

This is NAVID SHIRAZI. In this nerd universe, he is king.

ANGLE ON THE TV mounted in the room. Impressive (by high school standards) graphics fly across the screen.

ANGLE ON THE TALKING HEAD ON-SCREEN.

HANNAH (ON TV)
Good morning. I'm Hannah Zuckerman-Vasquez, and this is your Blaze morning report for Thursday, September fourth. Today's top story, West Beverly today welcomes a new principal.

INT. WEST BEVERLY HILLS HIGH SCHOOL - CLASSROOM - DAY

We are now with Annie in her class watching the monitor. The teacher, RYAN MATTHEWS (25, cool, sarcastic, think Ryan Gosling) turns the TV off.

RYAN MATTHEWS
Alright, so obviously let's give a warm West Beverly welcome to our newest student, Annie Mills.

There is a smattering of applause.

RYAN MATTHEWS (CONT'D)

Come on. You guys can do better
than that.

The class claps louder. They love their teacher. GEORGE EVANS,
lacrosse rich boy and general asshole coughs out...

GEORGE EVANS

Narc.

RYAN MATTHEWS

Good job, George. Now there's
another girl who will never go out
with you.

The class laughs at George. ANNIE appreciates the rescue.

RYAN MATTHEWS (CONT'D)

And who knows? Maybe you're the
narc trying to pin it on someone
else.

The class chants "Narc" at George.

RYAN MATTHEWS (CONT'D)

Anyway, since Annie is coming in
after the first week, I thought we
would help her get acclimated by
assigning her a friend. A Beverly
Buddy if you will.

At that moment, NAOMI BENNETT, (16, West Beverly Hills High
icon) enters. She's dressed to the nines and loves an entrance.

RYAN MATTHEWS (CONT'D)

Whoa. What a surprise. Hi Naomi.
Glad you could join us because I
think you would be a great Beverly
Buddy for Annie.

NAOMI

Is that one of those Special Ed
kids again? If so. Not interested.
That kid broke my purse.

RYAN MATTHEWS

I warned you about keeping
chocolate in there. Look you're
the queen of the school and you can
show Annie the ropes, maybe even
invite her to that big birthday
bash of yours this weekend so she
can make some friends.

Naomi glares at Mr. Matthews.

RYAN MATTHEWS (CONT'D)

Oh and how's that paper coming along?

NAOMI

Oh I'm all over it.

The class laughs.

INT. WEST BEVERLY HILLS HIGH SCHOOL - HALLWAY

Naomi walks up to Annie.

NAOMI

Look, I'm sure you're really nice and all that, but you can find your way around without me.

ANNIE

Totally, I don't need a Beverly Buddy.

NAOMI

And the party, that's not going to happen either. No offense, I just don't know you.

ANNIE

Of course. That was just the teacher trying to be nice.

NAOMI

That was the teacher being a dick. He hates me, he's trying to pile work onto me when he knows I have my party this week. But my mom and dad are going to get his ass fired. My mom used to date the new principal in high school before she dumped him for my dad.

ANNIE

Your mom dated the new principal?

NAOMI

Oh yeah. Total dork.

Naomi exits around the corner and Annie sees the SIGN UP SHEET for SPRING AWAKENING stagehands. She moves to sign up.

ETHAN (O.C.)

That's not going to be an easy "A"
ya know...Adrianna will make you
her slave.

Annie turns around and sees Ethan. She blushes.

ANNIE

Oh, I... Just--

ETHAN

I'm Ethan.

ANNIE

Annie. Who's Adrianna?

ETHAN

I think you know her. Adrianna,
she's going to help out with the
play.

Adrianna comes over to Ethan and gives Annie the once over.
Annie realizes that Adrianna doesn't recognize her from the
parking lot fellatio.

ANNIE

I wanted to audition but I guess I
moved here too late. So next
Spring--

ADRIANNA

Who's your agent?

ANNIE

Agent? Um. I don't have--

ADRIANNA

How embarrassing. Anyway, maybe one
of the 818's will cover you if you
drop some weight. Of course it
will be hard to get noticed in the
chorus.

ANNIE

(friendly)

Well then I guess I'll have to be
one of the leads.

ADRIANNA

Hey, good luck with that.

Naomi spies Ethan and rushes over. She gives him a long kiss.
Annie starts putting it all together.

NAOMI

Where have you been? I was late
for homeroom looking for you.

ETHAN

Just getting my lacrosse stick
waxed. Got tryouts later.

NAOMI

Well, don't get so focused on your
stupid lacrosse that you forget
about me.

Naomi leans in to kiss Adrianna.

NAOMI (CONT'D)

How was rehearsal?

ADRIANNA

I was like ten minutes late and
Miss Austin made this BFD about it.

ETHAN

Annie, this is Naomi. My
girlfriend.

NAOMI

We've met. And Ethan and I are
practically engaged. So look and
admire, but don't touch or I will
have you killed.

Annie steals a quick look at Adrianna who has looked away.
Ethan caught Annie looking.

ETHAN

It's good to be loved, huh, Annie?

The bell rings. Everyone goes off to class, the halls empty,
leaving Annie alone. A teacher comes up to her.

TEACHER

Are you lost?

ANNIE

Completely.

END OF ACT ONE

ACT TWO

INT. WEST BEVERLY HILLS HIGH SCHOOL - PRINCIPAL'S OFFICE - DAY

Two polished forty-something's wearing ten grand in casual wear sit in office chairs. This is MR. AND MRS. BENNETT, Naomi's parents.

CHARLES BENNETT

--I know it's been a while since we went here, Harry, but I seem to recall the teachers' job was to *enable* the kids, not *obstruct* them--

Harry sits beside Kelly Taylor and Ryan Matthews.

HARRY

Mr. Matthews wasn't obstructing Naomi, Charlie. He's making sure she does her assignment like all--

CHARLES BENNETT

--can I finish? And it's Charles, now. We're not kids anymore. For this young punk to threaten Naomi with an incomplete and for her advisor Ms. Taylor to back him is absurd. It's one paper, it can't wait until next week? She has an important function--

RYAN MATTHEWS

Oh come on, it's a birthday party for a spoiled little-

HARRY

Mr. Matthews, I got it.

TRACY BENNETT

Do you see what we're dealing with, Harry?

HARRY

I see that she hasn't done the assignment. What am I missing here? Just write the paper.

CHARLES BENNETT

So you're going to go along with this giving Naomi an incomplete?

HARRY

Let's be clear. Naomi already *has* an incomplete. This project was due a week ago and she failed to turn it in. Mr. Matthews rightly insisted she complete it. Aren't those the facts, Ms. Taylor?

KELLY TAYLOR

Yes. We agreed she could still get a grade *if* she turned it in by Friday. If not, then her grade goes from an "I" to an "F" and she can kiss Yale good-bye.

Harry gives a steady look. Mr. Bennett glares back, stands.

CHARLES BENNETT

You should have stayed in Kansas, Harry. I'm calling the superintendent and you'll be the ones kissing your tiny little jobs good-bye.

Mr. Bennett exits. Tracy Bennett takes her time standing.

TRACY BENNETT

Ironic, isn't it, Harry? If things happened differently, we could have been talking about *our* kid.

Kelly and Ryan exchange an "oh shit" look. Mrs. Bennett exits.

RYAN MATTHEWS

Whoa. That sounded interesting.

HARRY

Little advice, Mr. Matthews. I hear you're a good teacher, but you're a tad casual with your mouth. This isn't your Facebook page so show some respect for others.

RYAN MATTHEWS

Sorry, I was just-- thanks for backing me. See ya around.

Ryan exits.

KELLY TAYLOR

He is a little mouthy, but the kids love him, he grades surprisingly hard, and they really learn.

An awkward beat.

HARRY

Mrs. Bennett and I went out for a
bit back in high school.

KELLY TAYLOR

Yeah, no shit.

A beat, then they both laugh.

INT. WEST BEVERLY HILLS HIGH SCHOOL - HALLWAY - DAY

Dixon heads through the halls, late. Still some straggling
clumps of fashionable Bev Hills kids. Dixon glances from his
schedule to a passing younger kid.

DIXON

Hey. The secondary gym?

YOUNGER KID

Uh. I'm a freshman.

Dixon shakes his head. *Great.* Then, a girl's voice.

VOICE (O.S.)

One floor up.

Dixon turns, sees the source of the info. A DARK-HAIRED BEAUTY
who takes his breath away.

DARK-HAIRED BEAUTY

(playfully smart-assed)

That's why it's called the
secondary. Second floor. They're
clever like that. You're cute,
though. Run with that...

Dixon gapes at Dark-Haired Beauty. The two girls she's walking
with titter. Dark-Haired Beauty shoots one more smouldering look
back over her shoulder at Dixon, and then she's gone.

INT. WEST BEVERLY HILLS HIGH SCHOOL - DRAMA CLASS - DAY

ANNIE is on the floor painting some scenery when a hand-painted
Converse shoe steps on her notebook indicating a band sticker...

SILVER (O.S.)

What's this?

Annie looks up. She's being addressed by SILVER. Dark hair. Pretty. Aggressively "different." Annie can't figure out why she she's pissed off.

ANNIE

A "Future Clouds and Radar"
sticker.

SILVER

Impossible. They have like eight
fans in the whole world. Where'd
you get it, new kid?

ANNIE

Brandon Flowers put one of their
songs on his celebrity playlist, so
I checked 'em out.

A very slight smile now comes over Silver's face.

SILVER

Nice. Exactly how I found them.

Silver plunks down her belongings and drops down next to her.

SILVER

I'm Silver.

ANNIE

I'm Annie.

SILVER

I know. It's all over the news.

ANNIE

Silver?

SILVER

Just Silver. Look princess, I
wasn't planning on making you feel
welcome here but then I saw the
sticker. So where have you been all
my life?

ANNIE

Preparing for this moment..?

SILVER

Wow. The principal's daughter is
funny too. What a shocker.

ANNIE

Thank you and nice to meet you too.

SILVER

Oh, you'll learn to dig me. I'm totally benevolent.

Annie and Silver crack up.

ANNIE

Yay! A friend.

A nice moment until a hand drops on Annie's shoulder. She looks up, discovers Naomi.

NAOMI

I need to borrow you. Now.

ANNIE

Yeah. Okay.

SILVER

Hey Naomi. If you need help practicing turning Wheel of Fortune letters, I can totally carve out some time.

Naomi waves bye-bye over her shoulder as she leads Annie away.

ANNIE

What are you borrowing me for?

NAOMI

Actually, I'm saving you. She's not good for the rep, she's way too weird. And I felt bad about this morning, kind of bugging out on you and stuff, but I was all peri-oidal when I couldn't find Ethan but I'm back now so, hi.

ANNIE

So are you and Adrianna good friends?

NAOMI

Best. Is this because she was a bitch to you? She just gets all psycho when she's doing a show. A lot of pressure and has to, like, double up on the Ritalin.

They've arrived in the back corner. Two other hot girls slump in chairs. They're supposed to be working on scenery but that's not going to happen.

NAOMI (CONT'D)

Anyway, if you're really into the acting thing you should talk to Lindsay. She booked a Numbers and a CSI.

ANNIE

Oh. Wow. I'm Annie. Are you in the play?

LINDSAY

No. I don't do little plays.

NAOMI

Oh, and if you want to get an easy "A" in drama, undo a button and drop how much you love Portia De Rossi, 'cause Miss Austin's a big lesbo.

Naomi sits, pats the next chair. Annie looks around. Sits.

ANGLE ON SILVER watching as Annie sits with the "it" girls.

EXT. LACROSSE PRACTICE FIELD

Dixon is standing in his newly-issued WBHHS gym attire in a long line of boys. Navid is standing beside him. Some P.E. teachers are handing out crappy lacrosse equipment to the assembled masses. Across the way, the varsity lacrosse team, lead by their coach, Ryan Matthews, and Ethan Ward.

NAVID

Oh man, this sucks. I got killed last year.

DIXON

What?

NAVID

Lacrosse tryouts. Mr. Matthews uses his off period to try and find practice players AKA raw meat to be pounded by the thugs. It's like a Nazi experiment. And I can say that because I'm a Jew.

DIXON

Who's the best player?

NAVID

Ethan Ward. The one with the spotlight shinning out of his ass.

INT. WEST BEVERLY HILLS HIGH SCHOOL - CLASSROOM

Adrianna is at her station in chemistry lab when the Michael Cera type from Quiz Bowl walks up to her.

MICHAEL CERA-TYPE

I accidentally grabbed your book...
by accident.

ADRIANNA

Yeah. I guess I got yours too.

They switch books and the Michael Cera kid goes back to his lab station. Adrianna puts the book beneath the desk so nobody can see and opens it. There is a cut out hole in the middle of the book containing a bag of several pills. Seconal, Halcion, Xanax, you name it, it's there. There is also a note that reads "\$600. Tomorrow".

She looks over at the Michael Cera kid and gives him a nod. There is fear in her eyes, but after she places the book in her backpack she returns to her studied indifference.

EXT. LACROSSE PRACTICE FIELD

Practice is underway and as promised, Ethan and the team take no prisoners. They run over the smaller opponents left and right and play with speed and intimidation. Ethan runs over Navid and then scores a goal.

RYAN MATTHEWS

Good job, E. Alright, nothing
there, next ten.

Dixon and others trot out to the field. Ethan starts with the ball and does a fancy pass to another player, GEORGE EVANS, but it is intercepted by Dixon. He takes off running towards the goal. There is a moment of stunned silence as this has NEVER happened before in gym. After a beat, the varsity team gives chase but Dixon is too good and weaves in and out of the players and fires a shot for a score.

NAVID

SPARTA!!!!

Navid leads the other hapless gym nerds in the chant "Ow eww. Ow eww. Ow eww" from the movie "300." George is not happy. Ethan is intrigued. Ryan is impressed.

RYAN MATTHEWS

Looks like the principal's kid's
got some game.

DIXON

I started as an Attacker on my club team back in Wichita.

RYAN MATTHEWS

Well, put on a black shirt and let's see how you do in the big show. Evans, play on the gym team and guard him tight.

George Evans stews.

A MONTAGE: Dixon is playing great, in fact, he and Ethan have an amazing chemistry. Great passes, great moves, reading each other's minds, trading high fives, it's like they've played together for years. And George Evans getting frustrated because he can't guard Dixon. After another goal, Dixon reaches down to tie his shoe.

ETHAN

Dude, I think you've made the team.

DIXON

Man. Nice moves.

RYAN MATTHEWS

Yo, you guys can makeout later, wind sprints at the other end.

Ethan takes off running, but turns around to see where Dixon is, and as he looks back everyone else is watching the other way.

George slashes Dixon HARD across the back of the legs. Dixon acting on instinct immediately slashes back. Of course that is the only thing the coaches see. Dixon and George jump on each other and start fighting. The coaches run in to separate them.

INT. WEST BEVERLY HILLS HIGH SCHOOL - CAFETERIA - DAY

Annie sits amongst the swans with her tray. Naomi hands her two invitations which, at first glance, look like mini movie posters for La Dolce Vita.

NAOMI

Oh and let me give you these. Two invites to my not-so-sweet 16 party. It's Friday night. It'll be the best night of your life. I promise. What do you say?

ANNIE

I'd love to.

NAOMI

Great. We'll obviously have to get you some new clothes though. Because if this is what you wore on day one I'd hate to see day two.

ANNIE

I'm not a real clothes horse.

NAOMI

That'll change. You can take something from my closet.

ANNIE

Really?

NAOMI

Of course. Oh and I almost forgot. Ya know I googled you and you're like honor roll girl and top of your class and all that.

ANNIE

Well, when your dad's a principal--

NAOMI

Anyway, since I'm so crazed this week and since we're friends now you could write my lit paper for Mr. Matthews class.

ANNIE

Uh--

NAOMI

And I need it before Friday. And since you didn't tell me your dad was the new principal, I know you're good at keeping secrets.

ANNIE

I don't think I can do this.

NAOMI

Of course you can. It's easy. I can make your life amazing or a living hell. Not so hard, right?

END OF ACT TWO

ACT THREE

EXT. TABITHA MILLS HOME, BEVERLY HILLS FLATS - NIGHT

INT. TABITHA MILLS HOME, BEVERLY HILLS FLATS - NIGHT

The Mills family and Tabitha are gathered around the table having dinner.

CELIA

A fight? You got in a fight on your first day?

TABITHA

Did you kick his ass?

HARRY

Mom.

TABITHA

What? That wasn't the first thing you thought of when you heard he was in a fight? Then maybe that's why he lost.

DIXON

I didn't lose.

TABITHA

Never worry about being fair. Just grab on to his jewels and twist them like a garbage bag.

HARRY

Okay, Mom. And for what it's worth, I heard he got in some good shots.

CELIA

That's not the point.

HARRY

No, it's not the point at all. I'm just saying--

TABITHA

Well I think I'm going to let you kids hash this out alone. I'm going to call Dan Tana's for some take out...not that your KFC wasn't to die for.

Tabitha exits.

DIXON

He slashed me and I retaliated.

HARRY

You know the retaliator always gets caught. You have to control your temper.

DIXON

I know, but I didn't start it. And that Ethan dude, he was looking right at us. He knows, but he wouldn't say anything.

ANNIE

I'm not surprised. I don't trust Ethan Ward at all.

CELIA

You know him?

ANNIE

Sort of. He's just kinda sleazy, you know? Like everyone worships him but I don't think he's a very good person.

Tabitha sticks her head back in.

TABITHA

Was it racially motivated?

CELIA

Tabitha, please.

DIXON

So what are the coaches going to do?

HARRY

Look. They clearly want you on the team. It will all be settled tomorrow.

CELIA

And Annie? Any fights on your end?

ANNIE

Nothing that interesting, but I can't be in the play. They already had auditions.

HARRY

But next Spring...

ANNIE

Yeah, well, I don't know about that. The musical is awesome, the kids are amazingly talented. But I am learning stuff backstage.

DIXON

And she got invited to the hottest party of the year. On her first day.

CELIA

That sounds like fun. Whose is it?

ANNIE

A girl named Naomi. Anyway, I've got some homework and have to iChat with Jason before he goes to bed. Time difference. So I have to excuse myself.

DIXON

Yeah, and I've got homework too.

The parents wave them off. The kids exit quickly.

CELIA

(with a big fake smile)

I'm loving this move, aren't you?

HARRY

Look, it wasn't a fight-fight. It was an altercation during a practice. They happen all the time.

CELIA

Happen all the time? When did you ever get in a fight in high school?

HARRY

I'll have you know I kicked Charlie Bennett's ass junior year.

CELIA

Was that the guy in the wheelchair?

HARRY

Oh I'll show you what I can do.

Harry starts tickling her and they start laughing, snuggling, kissing when Tabitha enters the room.

TABITHA

Oh good god.

They break apart quickly as Tabitha keeps moving.

INT. CLUB - NIGHT

A driving beat in a packed club. Ryan is having a drink at the bar when Naomi bellies up next to him.

RYAN MATTHEWS

How did you get in here?

NAOMI

Me? How did you? You're just a teacher. Didn't the cover charge eat up like a month's salary or something?

RYAN MATTHEWS

Maybe you should apply that caustic wit to your term paper that's due Friday.

NAOMI

Actually, I spent all afternoon and early evening working on it. I figured I was spending more time fighting it than it would take to actually do it.

RYAN MATTHEWS

That and your daddy couldn't get you out of it.

NAOMI

You know, you think you have power over me because you can make me do a stupid, little paper. But in the end, you're just a broke, struggling teacher who spends his nights all alone in a bar full of strangers.

The BARTENDER brings over a few beers and places them in front of Ryan. Ryan throws his cash on the bar.

RYAN MATTHEWS

Naomi. I may be poor, but I have lots of friends.

(MORE)

RYAN MATTHEWS (CONT'D)

Real friends who care about me
because of what we've been through
together. Not the fake kind where
it's about what you wear and how
much money you have. Because when
you're lying in bed at night
staring at the ceiling with nobody
watching, you know that you're as
empty as this glass.

(to Bartender)

She's underage. Don't serve her.

Naomi steams. Ryan heads over to his table of friends and
kisses a hot girl who is obviously his girlfriend. Naomi looks
at her reflection in the mirror. Just for a second, we see that
she suspects he is right.

INT. DIXON'S ROOM/BATHROOM

Dixon puts down his Algebra 2 book and enters the Jack & Jill
bathroom and checks himself out for a beat, then opens the door
that adjoins his room and Annie's and sees....

INT. ANNIE'S BEDROOM

Annie is having her iChat with Jason.

DIXON

Annie, let's get going on--

But she is topless.

DIXON (CONT'D)

Helloooooo.

ANNIE

Dixon. Out. Now.

DIXON

Nice seeing ya, Jason.

Dixon laughs as he exits and Annie has covered up.

EXT. LOS ANGELES STREET - NIGHT

Silver is cruising down the street like she doesn't have a care
in the world. This is a cool girl. She enters a building.

INT. SHELTER

Silver strolls up to the crowded desk area.

SILVER

You guys have room tonight?

SHELTER WORKER

Your mom is already here, Darling.
You guys are cool for the night.

SILVER

Mind if I borrow your Ethernet?

SHELTER WORKER

All yours.

INT. ANNIE'S BEDROOM

Annie is typing a mile a minute on her Powerbook as Dixon watches over her shoulder.

ANNIE

It was his idea. He said he missed me.

DIXON

Missed you or missed them.

ANNIE

Shut up. Let's just finish this.
I'm using my old paper on Gatsby
from last year but making it not as
literate so it sounds more like
Naomi.

DIXON

Yeah, she's not exactly a Rhodes
scholar. Oh, cut and paste that
part to the top and lose the
extensive ramblings of thematic
imagery.

ANNIE

Good idea. See? It's not that
hard when we do it together. And
it's only five pages, totally worth
it to get into that party.

DIXON

I've got to give it you, this takes
balls. Very impressed.

ANNIE

You're on the hook too, pal. And besides, it's more fear than guts because you know Naomi would ruin my life.

DIXON

You could ruin hers if she knew about Adrianna bobbing on Ethan.

ANNIE

Yeah, well I'm only focused on my own survival right now. I mean, Mom and Dad can talk all they want about doing the right thing and not caring what people think but I do care what people think. To them it's just a speech, but to me, it's my life. I'm the one who would be miserable. And besides, if they hadn't made us move here I wouldn't be doing this so it's just as much their fault as it is mine.

INT. TABITHA MILLS HOME - NIGHT

Harry and Celia are sitting on the couch watching a movie.

CELIA

I am not kidding you. \$800 for a pair of jeans. With holes.

HARRY

Don't shop on Robertson!!!

CELIA

Even if I could afford them who is dumb enough to pay that?

The doorbell rings.

HARRY

Who's dropping by after ten?

CELIA

Maybe your mother has taken Mickey Rooney as a lover.

Harry opens the door and it is Tracy Bennett -- wearing those \$800 jeans. With the holes. And she looks damn good in them. She holds a gift basket and she is just a little drunk.

TRACY BENNETT

Welcome wagon.

INT. ANNIE'S BEDROOM - NIGHT

Annie has on one of her Gap dresses and is not happy with the look. There is a knock at the door, Tabitha peaks in.

TABITHA

Annie, you're going to a ball not a barbecue.

ANNIE

I don't have any cool, sexy clothes, Grandma.

TABITHA

Please. Annie. How many times have I said it? We're theater people -- call me Tabitha.

ANNIE

Dad doesn't like that.

TABITHA

He wet his bed until he was six. I didn't like that either. Now how about these, Cinderella?

Tabitha pulls out a few garment bags from the hallway. Annie's eyes widen.

INT. TABITHA MILLS HOME

Tracy Bennett is sitting on the couch and she's the only one who doesn't find this scene awkward. It's past 10:30 now.

TRACY BENNETT

And then Harry... what were we, 17?

HARRY

Yeah, sure.

TRACY BENNETT

Harry tries to climb on the "H" in the Hollywood sign because he thinks it looks like a ladder. And the whole thing comes crashing down and he slides down on it for like fifty feet like a sled. Oh my god did we laugh, but he was lucky he wasn't killed.

HARRY

Well, that was a long time ago.
Can I call you a cab to get you
home?

TRACY BENNETT

I have a better idea. Why don't
you drive me home?

CELIA

Or even better, why don't I drive
you home and we can share stories
about Harry's penis?

A beat.

TRACY BENNETT

I have enough of my own, thank you.

And with that, Tracy Bennett exits.

CELIA

So should we turn off the lights or
stay up and wait for some more ex-
girlfriends to drop by?

HARRY

I'm sorry. That was pretty weird.

CELIA

Yeah. And I'm getting those jeans
tomorrow. They looked really good.

INT. ANNIE'S BEDROOM

Annie is wearing one of Tabitha's classic dresses and she looks
absolutely stunning. Harry and Celia poke their heads in.

CELIA

Wow. What's going on here?

ANNIE

Do you like it, Mom? It's for
Friday night.

CELIA

Absolutely. It's beautiful.

TABITHA

Look at her ass. You could crack
an egg on it.

(MORE)

TABITHA (CONT'D)

And I say that because when I was her age Ricardo Montalban literally cracked an egg on mine. I won't tell the rest of the story because I don't remember it.

HARRY

Isn't it a little too revealing?

TABITHA

Oh for god sakes, who are you? Jeddidah the Amish farmer? Why don't you go churn us some butter.

INT. HOT DANCE CLUB - NIGHT

This looks like the coolest place in the world. Hundreds of hot, gyrating bodies pack the floor. In the middle of the action is Naomi, Ethan, Adrianna and others from their pack.

ETHAN

The thing is, Dixon didn't start it. George did. He was pissed the guy was better. But George is all like, you have to do this man. Just say he slashed me first and jumped me and get him kicked off the team instead of me.

NAOMI

Did you know that Dixon guy is that new girl Annie's brother? I think he's adopted. I haven't seen the mom, but the dad doesn't strike me as having jungle fever.

ETHAN

Okay, back to my problem.

NAOMI

What problem? Just do it.

ETHAN

Are you listening? He didn't do anything wrong. I would have hit George if he had done that to me.

NAOMI

Yeah, but nobody would do that to you. And you've been friends with George since you were twelve. You don't even know this other guy. You have to back George.

ETHAN

I hate being in the middle of this
crap. I just want it to go away.

NAOMI

So make it go away. But do me a
favor, don't say anything to the
coach about the black guy until
Annie-Get-Your-Gun hands over my
term paper. I need it tomorrow and
I don't want anything F-ing with
that.

ETHAN

I thought your parents took care of
that.

NAOMI

The only thing my parents take care
of is themselves.

A beat.

ETHAN

Anyway, Coach will kill me if I
stay here too late so I think I'm
going to go.

Naomi looks over and sees Ryan Matthews having a great time with
his friends. She is not going to be alone again. She hands her
purse to Adrianna.

NAOMI

Hold my purse, A.

Naomi then takes Ethan by the hand and exits the dance floor.

NAOMI

You can't go yet. I need you.
Now.

Naomi pushes past the line of women waiting for the single
bathroom and cuts off the woman about to go in and locks the
door.

INT. DANCE CLUB BATHROOM - NIGHT

Naomi pulls Ethan up against her body.

ETHAN

Did you take some E?

NAOMI

Just tell me you love me before
you're in me.

A beat.

ETHAN

I love you.

Naomi pulls up her skirt and they start to go at it.

INT. HOT DANCE CLUB

Adrianna has migrated to the dark corner of the club. She looks around, then takes out Naomi's wallet from the purse. She pulls out her ATM card, places it in her own purse, then puts Naomi's wallet back.

She returns to the crowd on the dance floor seemingly without a care in the world.

END OF ACT THREE

ACT FOUR

EXT. WEST BEVERLY HILLS HIGH SCHOOL - STUDENT PARKING LOT - DAY

Dixon and Annie shoulder their bags, head toward the school. As they pass by a CLASSIC OPEN-AIR BRONCO, one of the skaters hanging out in the back shouts out to them.

SKATER

Jethro! Ellie Mae! Mind if we come over later and skate in your cement pond?

The assembled skaters -- Silver's fan base -- all get a laugh out of that. Dixon pauses like he may have something to say about this, but Annie pulls him along and away from trouble.

DIXON

What was that about?

ANNIE

I have no idea. I just know that a second fight would probably not be the smartest thing to do.

As they walk, people are pointing and laughing at them. They are met by Navid.

NAVID

Morning Leonidis. It's all over school you kicked George Evans' ass. And hello, this must be Annie. I'm Navid.

ANNIE

Hi.

NAVID

Heard you swung an invite to La Dolce Vita. Care to take me as your date?

ANNIE

How did you--

NAVID

I hear everything.

DIXON

He's covering it for the Blaze so he probably sees the guest list.

NAVID

Way to cockblock, dude. Thank you.

ANNIE

So if you know everything what's with all the Jethro and Ellie Mae's?

NAVID

You don't know?

Dixon and Annie exchange a worried look.

INT. WEST BEVERLY HILLS HIGH SCHOOL CLASSROOM

Annie and Dixon watch a YouTube clip loading on Navid's Powerbook. Off the still photo, they see Silver.

ANNIE

That girl's in my drama class. Her name is Silver.

DIXON

She took my picture yesterday in the hallway with her cell.

NAVID

Don't they have YouTube in Kansas? The girl in the bikini has like 500,000 hits.

ON SCREEN - Bossa Nova music scores a slow pan up the length of Silver's body. As the shot lands, we're left with a framing not unlike BUNNY LEBOWSKI by the pool. Silver looks up from her laptop as though she's surprised.

SILVER (ON SCREEN)

So I guess it's that time again. What's up America?

(glancing at a laptop)

My inbox has gotten a real workout since last we chatted. So many life vexing questions to be answered by the girl in the bikini answering life's vexing questions--

NAVID

Let me forward to your part.

ANNIE

Our part?

NAVID

One of you must have done something
to piss her off.

SILVER (ON SCREEN)

I sure hope that satisfied you. Be
sure to watch my latest piece
coming up next.

Silver blows a "Dating Game" kiss goodbye. Then the next one
comes up...

ON SCREEN - We see the "Beverly Hillbillies" theme song being
acted out by collage stick puppets. Clearly the photos Silver
took of Annie, Dixon, and, apparently, Harry. It's cutting and
mean. And very public. Finally, Dixon hits "stop."

INT. WEST BEVERLY HILLS HIGH SCHOOL HALLWAY

Annie spots Silver at her locker. Silver notices Annie coming.
Looks away. But Annie walks straight for her. Silver glances up.
Self-conscious and awkward, preparing for some kind of face-off.
Instead, Annie is very genuine, in other words, herself.

ANNIE

Hey. Saw the Beverly Hillbillies
video. Funny stuff.

SILVER

Thanks.

ANNIE

I'm just not sure what I did to
make you so angry that you had to
do that.

SILVER

Gee I don't know, maybe dissing me
like I was a piece of garbage to go
sit with the Bratz dolls.

ANNIE

Okay, first of all. I didn't diss
you. Naomi pulled me away. I had
already met her before you, in fact
Mr. Matthews asked her to help me.
Second of all, it was my first day
and I don't know who to trust, who
to be friends with or what the
rules are around here. So if I
hurt your feelings by sitting with
someone you don't like I am sorry.

SILVER

It's not that I don't like her, I hate her. Naomi is the anit-Christ.

ANNIE

Yeah, well the anti-Christ didn't trash my family in front of half a million people. You did.

Annie exits. Off Silver reevaluating Annie...

INT. WEST BEVERLY HILLS HIGH SCHOOL HALLWAY - DAY

As he heads to class, Dixon catches sight of the DARK-HAIRED BEAUTY heading the other direction. Dixon breaks into a near-run, cuts through classrooms, around lockers, gets to the spot that allowed him to "cut her off at the pass."

Dixon pulls a copy of his schedule out of his bag, adopts a "lost" posture. A beat later, DARK-HAIRED BEAUTY lands in the spot. She eyes Dixon looking confused, she approaches.

DARK-HAIRED BEAUTY

Lost? ...Again?

DIXON

Oh, hey. It's directions girl.
(re: schedule)
This rotating schedule takes getting used to.

Dixon hands over the schedule. Dark-Haired Beauty smirks.

DARK-HAIRED BEAUTY

I see your trouble.
(indicating)
This is your Algebra 2 homework.

DIXON

Ohhhh, that's what all of those numbers and letters were. It's very confusing out here in California. Maybe you could help me acclimate.

DARK-HAIRED BEAUTY

Maybe. Are you gonna be at the Naomi Bennett Not-So-Sweet 16 party?

DIXON

Oh yeah.

DARK-HAIRED BEAUTY

Good. That's where I'm gonna be.

And with that, she's off. Dixon is reduced to putty. The Michael Cera type kid comes up to him.

MICHAEL CERA-TYPE

You're wanted in the principal's office.

DIXON

Oh thanks.

MICHAEL CERA-TYPE

And hey, if you need any weed, pills, blow, meth, just let me know.

DIXON

That's okay, I'm cool.

MICHAEL CERA-TYPE

What? Don't they do that stuff back in Kansas?

DIXON

Yeah, they do. I don't.

INT. WEST BEVERLY HILLS HIGH SCHOOL - CLASSROOM

Ryan Matthews is quizzing Naomi in front of the class about the paper that Naomi turned in.

RYAN MATTHEWS

And why did Gatsby wear the green ring?

NAOMI

It was the same color as the light at the end of Daisy's dock. It represented a far off goal.

RYAN MATTHEWS

Who was Myrtle?

NAOMI

Tom Buchanan's mistress. She was married to the gas station attendant. She was killed by Tom in a hit-and-run who blamed it on Gatsby which lead to him being shot.

RYAN MATTHEWS

Who said "They're a rotten crowd...
You're worth the whole damn bunch
put together"?

NAOMI

Nick Carraway. It was the last
time he saw Gatsby and he was
always glad that he said it. Any
other questions or do you want to
give me that "A" now?

INT. WEST BEVERLY HILLS HIGH SCHOOL - PRINCIPAL'S OFFICE

Dixon, Harry, Ethan, George and Ryan Matthews are in the office.

ETHAN

And then Dixon... Slashed George
and George just reacted like anyone
would have.

DIXON

That's a lie! He slashed me first.

HARRY

Dixon.

DIXON

He's lying, Dad.

GEORGE

No, he's not. You cheap-shotted
me.

HARRY

Ethan. If you're not telling the
truth--

ETHAN

(looking away)

I am.

RYAN MATTHEWS

District rules. There's a strict
no fighting policy. You're off the
team, Dixon.

DIXON

Dad?!

HARRY

My son didn't--

RYAN MATTHEWS
Can we speak outside?

INT. WEST BEVERLY HILLS HIGH SCHOOL - HALLWAY

Annie and Naomi are standing at her locker.

ANNIE
Okay, how did you memorize the
paper that fast?

NAOMI
I didn't. I knew the answers
because I've read the book like ten
times.

ANNIE
So you're like, smart? Then why
didn't you just do the paper?

NAOMI
I don't like being told to do
things.

ANNIE
Anyway, I have to go watch
rehearsals.

Annie starts to walk away, then turns back.

ANNIE (CONT'D)
Oh, and you're welcome.

As Annie exits one way and Naomi the other we see Dixon watching them. He waits a beat before they turn their respective corners, then he walks over to Naomi's locker and slips in a folded note.

INT. WEST BEVERLY HILLS HIGH SCHOOL

Ryan and Harry.

RYAN MATTHEWS
I know he's lying. I know it's
tough for you and your son. And I
could just kick George off. But I
need Ethan to come around on his
own. You know, that whole teaching
is more than just books stuff.

HARRY

Would you do that if it were your son?

RYAN MATTHEWS

Would you be objecting to this if he weren't your son? Greater good, right?

INT. WEST BEVERLY HILLS HIGH SCHOOL AUDITORIUM

The students are milling around on stage. Annie is working with Kelly Taylor of the costume department. A stagehand comes running in.

STAGE HAND

I can't find Adrianna anywhere and she's not answering her phone.

MISS AUSTIN

Okay, Julie, step in. We're blocking Mama Who--

STAGE HAND

Julie is sick. She's got mono and may be out for a week.

Annie is watching all of this very closely but is afraid to speak up. Silver, working on set decorations, notices.

SILVER

Miss Austin. I'll bet Annie knows the song. She could stand in for the blocking.

ANNIE

Oh, I--

MISS AUSTIN

This is the theater, honey. No place for modesty. It's a pretty simple step--

ANNIE

I know it. I've been watching.

Annie walks her place on the stage. Silver gives her the thumbs up. The guitar player starts with the opening of "Mama Who Bore Me" from the show and Annie begins to sing. She is nailing it. They are all blown away.

INT. WEST BEVERLY HILLS HIGH SCHOOL - PRINCIPAL'S OFFICE

Ryan, Kelly and Harry are talking. Harry is starting to peruse the paper.

RYAN MATTHEWS

You're going to start getting tired of me pretty fast with all this stuff we have, but I'm sorry, I don't believe she wrote it. She knew the answers. Maybe she memorized them, but that is not her work. It's too structured.

Harry reads while he listens. Then his heart drops.

KELLY TAYLOR

Do you think she got it online?

INT. WEST BEVERLY HILLS HIGH SCHOOL AUDITORIUM

We are now in the upbeat Reprise version of "Mama Who Bore Me" where the chorus has joined Annie in song and dance. As before, she's really good. And as it ends... they all applaud.

MISS AUSTIN

That was excellent, Annie.

ANNIE

Thank you.

Annie jumps for joy and runs off stage where she runs smack dab into her dad, Harry.

ANNIE (CONT'D)

Dad, did you see? I got to perform. It was soooooo much fun.

Harry holds up the term paper.

HARRY

We need to talk.

END OF ACT FOUR

ACT FIVE

INT. WEST BEVERLY HILLS HIGH SCHOOL - PRINCIPAL'S OUTER OFFICE

Annie and Naomi are sitting together outside of the office in the busy waiting area.

NAOMI

I can't believe you told your dad everything.

ANNIE

He figured it out, okay? I can't lie to him.

NAOMI

Oh, you are so full of it. You know you lie to your parents, you just don't have the guts to stick with it when you're caught.

ANNIE

Not telling is different than lying to their face, okay?

NAOMI

Do you know what that is going to do to my grades? It's going to make me take summer school and it's all your fault.

ANNIE

My fault? Who didn't write the paper because you don't like being told what to do? You sound like a spoiled brat.

NAOMI

Yeah, well you sound like a little bitch. And just to be clear, you are so disinvited from my birthday party.

ANNIE

Like I even care.

NAOMI

You should.

Harry opens his office door and walks into the waiting area.

HARRY

Naomi. Your mother will be here in
a few minutes and we'll talk then.
Annie, I'll deal with you at home.

INT. ROOM 248 - DAY

The quiz bowl team, lined up behind a long table, is peppered with questions from their Quiz Bowl Coach. We find Dixon, not in a good mood, sitting in his seat away from the action.

QUIZ BOWL COACH

Members of Rome's oldest and
richest families were called
patricians. The rest of Rome's
citizens were called..?

TRACY FLICK-TYPE

Plebeians.

QUIZ BOWL COACH

Who is the American Revolution
naval hero who served as an admiral
in the Russian navy?

NAVID

John Paul Jones.

QUIZ BOWL COACH

Name the William Faulkner novel
that opens with a tale told by
Benjy, an idiot.

No one on the quiz bowl team seems to know the answer. The Quiz Bowl Coach looks up, frustrated.

QUIZ BOWL COACH (CONT'D)

I suppose we can just cross our
fingers and pray we don't get
literature questions--

DIXON (O.S.)

The Sound and the Fury.

All eyes turn to Dixon who doesn't look up from his notebook. The coach rifles through his question cards, finds another literature query.

QUIZ BOWL COACH

Who wrote Portrait of the Artist as
a Young Dog?

More uncomfortable silence from the team. The coach turns back toward Dixon.

QUIZ BOWL COACH (CONT'D)

Mr. Mills?

DIXON

Dylan Thomas. That's right. The black guy is smart.

Navid smiles wryly. Tracy Flick-Type looks annoyed.

INT. WEST BEVERLY HILLS HIGH SCHOOL - PRINCIPAL'S OFFICE

Harry, Naomi and Tracy Bennett are in the office.

TRACY BENNETT

I spoke to my husband and we agreed that our daughter is not going to get a failing grade or be suspended.

HARRY

That's not your call, that's up to Naomi.

NAOMI

What do you mean?

HARRY

I mean, if you write a new paper, on a new subject. I won't fail or suspend you.

NAOMI

How long do I have?

HARRY

End of the day. Before I go home for dinner. And you write it in my office.

TRACY BENNETT

She can't do that. It's impossible. Her party is tonight, she needs to go to her fitting, get her hair blown out--

HARRY

This isn't a negotiation. You cheated, Naomi. You're getting a second chance. Take it.

(MORE)

HARRY (CONT'D)

Stop being the rich kid who has everything done for her.

TRACY BENNETT

Don't talk to my daughter like that.

HARRY

I'm just trying to get her to take responsibility for her life.

TRACY BENNETT

Oh you're a great one to talk about taking responsibility.

HARRY

Okay, you know what, you and I can talk about *that* later, I promise. But right now, this is about you, Naomi. Annie told me how you'd read the book, how you knew the answers, but you just didn't want to do the work. Well, it's time to do the work.

TRACY BENNETT

That's not enough time for her.

HARRY

Would you please let her decide? I've been doing this long enough to know when I see a smart kid. Pick a book, pick a subject and knock it out of the park. Show Mr. Matthews he's been wrong about you. I know you can do it.

TRACY BENNETT

He gets to grade it? There is no way I'm letting--

NAOMI

How long does the paper have to be?

TRACY BENNETT

Naomi--

NAOMI

Mom.

A beat. Just for this moment, the wall is down and she is a vulnerable kid.

NAOMI
I want to do this.

INT. WEST BEVERLY HILLS HIGH SCHOOL - HALLWAY

Dixon is walking with Navid.

NAVID
How could you not want to be on Quiz Bowl? It looks great on college applications, you get an extra study hall and there's a ton of out of town tournaments. I got laid on one last year.

DIXON
You got laid?

NAVID
Technically.

As they turn the corner, they run, literally, into Ethan.

ETHAN
Whoa, dude-- Oh...

Ethan is semi-speechless, not so much from fear but shame. Dixon glares at him, Navid is hoping for a fight.

ETHAN
I... don't know what to say.

Dixon just looks at him then turns and walks away. Navid follows. Ethan watches then walks the other way.

NAVID
Why didn't you kick his ass?

DIXON
Dude, I've only had like three fights since I was ten, okay? Don't worry, I've taken care of Ethan.

NAVID
What does that mean?

INT. WEST BEVERLY HILLS HIGH SCHOOL - HALLWAY

Annie is exiting the girls rest room when Miss Austin calls out to her.

MISS AUSTIN

Annie, there you are. I've been looking all over for you.

ANNIE

Oh, I didn't get a chance to finish that scenery because--

MISS AUSTIN

I don't care about that. I wanted to tell you that you're the new lead in "Spring Awakening." Adrianna said she "accidentally" overslept. Anyway, the part is all yours.

ANNIE

Thank you.

MISS AUSTIN

Have the lines and songs memorized by Monday. I'll see ya then.

Silver comes running up to Annie.

SILVER

Did she just tell you? Did she? Because it's all over the school.

ANNIE

Yeah. Pretty cool. Thanks for getting me up there.

SILVER

Well, I'm not really good at mushy apology stuff, but I was an ass, I overreacted so I'm sorry I faced you and I took the video down and I thought it might show I'm not that bad if I helped you get in the play. So... friends?

ANNIE

Friends.

SILVER

So what's on the agenda? How are we celebrating you becoming the next Natalie Portman?

ANNIE

I was going to Naomi's Not-So-Sweet 16, but I was "soooooo dis-invited."

SILVER

Great. Because there's this party I think we should crash. Ask me which one.

ANNIE

Which one?

SILVER

Naomi Bennett's Not-So-Sweet 16.

Silver smiles her devilish grin.

EXT. WEST BEVERLY HILLS HIGH SCHOOL - PARKING LOT

Ethan, George and a few cronies are walking to their cars. Ethan is feeling really guilty.

GEORGE

You should have seen the look on his face. "He's lying, Dad."

The others laugh.

ETHAN

Just shut up.

GEORGE

Oh don't be such a puss. Who cares about that Obama.

ETHAN

You know, you can be a real dick.

GEORGE

What's your problem?

ETHAN

The next time somebody kicks your ass, fix it yourself.

Ethan gets into his SUV and drives off.

INT. WEST BEVERLY HILLS HIGH SCHOOL - CLASSROOM

Naomi drops her paper on Ryan Matthews's desk as he's preparing to leave. He picks it up and looks at the cover.

RYAN MATTHEWS

Edith Wharton. Pretty sophisticated for sixteen.

NAOMI

Sorry to kill the stereotype, but I'm not some dumb bimbo.

RYAN MATTHEWS

You know, if it were up to me, I would have given you the "F."

NAOMI

Oh I know you want to "F" me. But what grade are you giving me?

RYAN MATTHEWS

I'll read it tonight.

Ryan starts to exit.

RYAN MATTHEWS (CONT'D)

Anyway, have a good time making the world a better place with your party, Paris.

NAOMI

Why do you hate me so much?

RYAN MATTHEWS

Same reason as everybody else.

INT. HARRY'S CAR - EVENING

Harry and Annie are parked in Tabitha's driveway.

HARRY

I am too angry with you to talk about this right now. The only thing I will say is that you are grounded for a month.

ANNIE

But what about the play?

HARRY

The play you can do. But anything outside of school, like the party tonight? Forget it.

ANNIE

But everyone is going.

HARRY

Then you should have thought of that first.

INT. TABITHA MILLS HOME - NIGHT

Harry and Celia are reading the paper on the couch. We hear footsteps and music from Annie's room above.

CELIA

She's pacing up there like a panther in a cage. Do you really think it was fair to let Dixon go to the party after he got in a fight but ground Annie?

HARRY

So we should just let her cheat like that and not have any punishment?

CELIA

No, but it could have started tomorrow.

HARRY

Yeah, it could have. But I guess I feel like we have to be a little tougher out here.

CELIA

I guess I feel that you were easier on Naomi than your own daughter.

INT. ANNIE'S BEDROOM

Harry and Celia knock on the door, then enter.

HARRY

Sweetie. It's not even eight yet. You can still go to the party.

They find Tabitha pacing around the room and an open window.

HARRY (CONT'D)

Where is Annie?

TABITHA

Exactly where she's supposed to be.

END OF ACT FIVE

ACT SIX

INT. HONDA CIVIC - MOVING - NIGHT

Silver is driving, dressed in something that might make Gwen Stefani blush. Annie rides shotgun.

SILVER

Okay, one of those small world stories. The printer Naomi used to make her party invites? Same printer the theater department uses for programs and whatnot. Voila.

She whips out a stack of party invites.

SILVER (CONT'D)

I gave about fifty to these skaters from Fairfax High. This is all I have left.

She rolls down the window and screams at some pedestrians.

SILVER (CONT'D)

Party tonight! Free booze!

She flings them out into the street.

INT. NAVID'S CAR - NIGHT

Dixon and Navid cruise down Sunset Boulevard in all its glory.

DIXON

Thanks for letting me be your wingman tonight. I had to get into this party.

NAVID

You're not my wingman, you're my bitch. We're working. Of course once we get enough footage...

DIXON

Oh yeah. I need to hang with some of these hot babes, get my mind off the lacrosse fiasco.

NAVID

Why doesn't your dad just make them put you back on the team?

DIXON

He can't. He tried. District wouldn't let him so he's filing an appeal. But like I said, Ethan will get his.

NAVID

What did you do?

DIXON

We'll see.

NAVID

Okay so then answer me this, because I gotta ask: What's the deal with you being in a white family?

DIXON

They were my foster family from when I was like eight and then they adopted me when I was ten.

NAVID

So what about your real parents?

DIXON

They are my real parents.

And they drive up to...

EXT. BEVERLY HILLS HOTEL - ESTABLISHING

The hotel looking, gorgeous at night.

EXT. BEVERLY HILLS HOTEL - LAWN - NIGHT

MUSIC - Hip modern remix of Nino Rota 60's pop.

Dixon and Navid are shooting video. There's a damn HELICOPTER suspended from unseen wires, and hanging from the helicopter is a giant "La Dolce Vita" movie poster. But this one has Naomi assuming the pose of Anita Ekberg.

We HEAR A ROAR OF ENGINES and kids squealing.

We find hundreds of well-dressed, excited kids gathered for the grand entrance. Five classic Vespas motor up the sidewalk in front of the cheering guests. Naomi arrives last wearing the ANITA EKBERG dress.

FAKE PAPARAZZI in classic Italian suits begin snapping photos of the girls as they climb off the Vespas and stroll up the red carpet to the Crystal Ballroom waving to the guests.

Reveal that Dixon, Annie, Silver and Navid are all standing together. Dixon and Annie's jaws are on the floor.

NAVID
Just like back home?

DIXON
Back home we cruise from the Dairy Queen to the Wal-Mart parking lot. So, yeah, pretty much the same.

Annie gets a text message from Harry.

ANNIE
Uh oh. Dad knows.

Dixon's cell vibrates too.

DIXON
I just got one too. It says "Come home now." But at this point, how much more trouble can you get into?

ANNIE
You know what? I've been the good girl my entire life and I still got grounded. And I may never get out again, so the hell with it. I'm staying.

The foursome all holler their approval.

ANNIE (CONT'D)
But I'll text Mom I'm okay and that I'll be home around midnight.

DIXON
And I'll text her that you're with me the whole time so you're safe. Meet me back here at 11:30.

The girls head off. Dixon spots his girl, the Dark-Haired Beauty. He grabs Navid's shoulder, excitedly.

DIXON (CONT'D)
Who's that girl?

NAVID
Lauren Strange.
(off Dixon's look)
(MORE)

NAVID (CONT'D)

I swear that's her name. Rumor is she once... "talked" her way onto the Buckcherry tour bus--

DIXON

This place. There's like maybe four chicks like that in the entire midwest. Maybe.

INT. BEVERLY HILLS HOTEL HALLWAY - NIGHT

Annie and Silver approach the two girls working the door. There's a red velvet rope and a couple muscle-bound bouncers in sunglasses and suits keeping out the undesirables.

SILVER

So are we going to the ballroom at all or just hitting the room parties?

ANNIE

What's the difference?

SILVER

Room parties are where all the action is -- the sex, drugs, and mini-bar banditry.

ANNIE

Let's stick to the ballroom.

SILVER

I'm with ya. All the quality guy browsing happens in the ballroom.

ANNIE

Actually, I have a boyfriend. He's back in Wichita.

SILVER

Trust me, that ain't gonna last.

Silver hands over the invitations. The girl regards her suspiciously.

SILVER (CONT'D)

Move the rope, honey.

INT. BEVERLY HILLS HOTEL - CRYSTAL BALLROOM - NIGHT

TWO SHOT of Silver and Annie as they enter. What she sees takes Annie's breath away. Silver is unfazed.

REVEAL ANNIE'S POV - it's decadence everywhere she looks. Hyper-sexualized dancing. A recreation of the Trevi fountain in the center of the room. Hard-bodied bartenders in tight 1960s-style bathing trunks and bikini-clad bartendresses stand on tables and pour shot bottles straight into the open mouths of the party-goers.

SILVER

What did I tell you -- lame.

INT. TABITHA MILLS HOME

Harry is putting on his jacket to go out. Annie and Tabitha watch.

ANNIE

Okay, I get that you are angry, but don't make a scene. She has to go to school with these kids for the next two years.

HARRY

I won't. But she just can't sneak out when she's grounded, then totally disregard us ordering her home. I mean, I know I was maybe too tough before, but now? I'm right and you know it.

TABITHA

Woo hoo. Maybe they should throw you a parade.

Harry exits.

ANNIE

You really shouldn't interfere with the kids, Tabitha.

TABITHA

Get used to it.

INT. BEVERLY HILLS HOTEL - CRYSTAL BALLROOM - NIGHT

Dixon and Navid stand by the bar.

NAVID

I'm gonna go pick up some B-roll.

DIXON

You do that.

Navid departs. Dixon scans the room with his eyes until he finds her -- Lauren Strange on the dance floor. She's dancing with another girl. If Dixon had been in Beverly Hills longer, he'd probably realize quickly that she's rolling hard on E.

Dixon isn't shy. He makes his way out to her.

DIXON

I made it.

LAUREN

It's you. It's really you.

Lauren surprises Dixon by throwing her arms around him and putting her tongue in his mouth. The kiss lasts seconds.

LAUREN (CONT'D)

Let's go upstairs.

DIXON

(what planet am I on?)

Cool.

ANOTHER PART OF THE BALLROOM

Annie and Silver are crossing, but they get separated. They are several feet away from each other when Silver runs into Adrianna and Annie into Naomi.

SILVER

Too bad about the play. But I figured if I poured a half bottle of Nyquil into your Coke, Annie would get her chance. Just kidding. Maybe.

Adrianna can't believe what she just heard as Silver walks away.

ANGLE on Annie and Naomi.

ANNIE

If you want us to leave--

NAOMI

That's a beautiful dress, Annie. You look great.

ANNIE

Thanks. So what did Mr. Matthews give you on your paper?

NAOMI

I don't know. He's grading it tonight.

Naomi walks away. She doesn't seem her normal snotty self.

INT. RYAN MATTHEWS APARTMENT

Ryan is reading Naomi's paper. He's marking it up when there is a knock at the door. He gets up and opens it. It's the Michael Cera-Type kid. They are both surprised.

RYAN MATTHEWS

Where's Tim?

MICHAEL CERA-TYPE

I don't know Tim. They just sent me.

RYAN MATTHEWS

Yeah, uh, look, you're not--

MICHAEL CERA-TYPE

I'm not going to say anything, Mr. Matthews. Bad for business.

He hands him a baggie of pills, Ryan hands him some money and shuts the door. His expression says "oh fuck."

INT. BEVERLY HILLS HOTEL

Harry enters the hotel lobby looking for Annie. He spies her as she comes out of the ballroom with Silver. They are laughing and having a great time in that silly way that only the young can. Harry smiles at seeing her so happy. And looking so beautiful.

EXT. BEVERLY HILLS HOTEL

Harry is on his cell to Celia as he exits.

HARRY

She doesn't have me tied around her finger. I just figured it's been a tough week, I forced the move on her, maybe I should cut her some slack.

He looks up and sees Tracy Bennett smoking on the steps and heading towards him.

HARRY

I'll be home soon. Love ya.

TRACY BENNETT
We need to talk.

INT. BEVERLY HILLS HOTEL - GUEST ROOM - NIGHT

A notorious room party. The smoky room is jammed with kids. Heavy-duty drinking going on everywhere the camera points. CAMERA EVENTUALLY FINDS DIXON. He's pressed up against a wall. Lauren is making out with him. She pulls away.

LAUREN
What's your name, again?

DIXON
Dixon.

LAUREN
How about we--

Lauren's phone vibrates. She reads the text message.

LAUREN (CONT'D)
I gotta go. My boyfriend finally got here. You want to meet him?

DIXON
No.

And with that, she is gone. Leaving Dixon confused but still happy.

EXT. BEVERLY HILLS HOTEL

Harry and Tracy are having it out in the parking lot.

TRACY BENNETT
Yes, I am still angry. And maybe if you had at least talked to me back then, taken more responsibility than just giving me 200 dollars and running back to college it wouldn't bother me so much. Would it have killed you to call me? Write a letter?

HARRY
I didn't know how to handle it, okay? We were broken up. I'm sorry, I freaked, but it was more than twenty years ago. And besides, I did ask about you afterwards.
(MORE)

HARRY (CONT'D)

You went off to Europe for the year.

TRACY BENNETT

I didn't go to Europe, Harry. And I didn't go to the clinic. I went away to have the baby. So he could be adopted. We have a son together.

Harry is in shock...

INT. BEVERLY HILLS HOTEL - CRYSTAL BALLROOM - NIGHT

Naomi is holding the microphone and addressing her guests in the background as Dixon strolls into the room looking for Navid. However, he is stopped by Ethan sitting on one of the chairs. Ethan is sporting a pretty good-sized black eye.

ETHAN

You're back on the team, Millsy.

DIXON

What? How?

ETHAN

How do you think? I told coach the truth.

DIXON

Really?

ETHAN

Of course some of the guys weren't too happy about it so we may be the only players on the team now.

DIXON

That's okay, man. That's all we need.

(beat)

Hey. Thanks for doing that.

ETHAN

Just pass me the ball, Dude.

They turn their attention to Naomi as she turns her attention to Ethan.

NAOMI

Lastly, I want to thank my boyfriend, Ethan. You have taught me so much, baby.

Random cheers. Ethan beams in his seat. Mouths "I love you."

NAOMI (CONT'D)

I guess the biggest lesson you
taught me is never trust a man with
your heart. Ever.

Ethan's eyes go wide. Suddenly you could hear a pin drop.

NAOMI (CONT'D)

Because recently I found out that
my boyfriend Ethan was getting BJ's
from my best friend, Adrianna.

Ethan looks suddenly helpless in his seat. Adrianna turns white. Navid is videotaping all of this. Ethan glares over at Annie, who looks back and shakes her head "No" violently and mouths "It wasn't me." He believes her, you just know she wouldn't.

ETHAN

Mills, when I find out who did this
I am going to mess them up bad.

DIXON

I don't blame you.

The crowd starts booing Ethan.

ETHAN

Let's get out of here.

Ethan exits, and pulled by force of personality, Dixon and Navid follow him. Navid whispers.

NAVID

You told her, didn't you?

DIXON

I don't know nothing.

EXT. BEVERLY HILLS HOTEL PARKING LOT

Annie and Silver are walking to the car.

ANNIE

Every time I think I have seen or
heard it all out here, something
tops it.

SILVER

Wait until you spend Halloween in
West Hollywood.

ANNIE

Do you want to come over to my house or go to yours?

SILVER

Yours. We got company, it's too crowded.

ANNIE

Okay, let's-- is that Naomi?

Annie stops when she notices Naomi sitting by a palm tree crying her eyes out.

SILVER

Oh god I hope so. I love seeing her miserable.

ANNIE

It's her birthday, Silver.

Annie heads over.

SILVER

I know. That's what makes it fun for me.

Annie stands next to Naomi.

ANNIE

Can we give you a ride somewhere?

INT. TABITHA MILLS HOME

Harry enters and finds Celia channel surfing on the couch. Tabitha is sound asleep and snoring like a lumberjack.

CELIA

She might have had a drop of Cutty Sark.

Harry hesitates for a beat, then...

HARRY

We need to talk.

EXT. SANTA MONICA BEACH

Underneath the Santa Monica pier. There are bonfires, surfboards standing in the sand, a full moon illuminating the water, scores of young people drinking and laughing, the coolest beach party ever... And Ethan is teaching Dixon how to surf. They are stripped down to their underwear and having a blast.

DIXON

I'm standing up. I'm standing.
Whoa.

He's knocked over by a wave. They drag their tired bodies onto the beach where Navid hands them Styrofoam containers.

ETHAN

You got pummeled, dude. Is that beer?

NAVID

7up. I'm president of Students
Against Drunk Driving.

ETHAN

Who are you?

As the guys chug their drinks, off in the near distance we see three women holding their shoes and walking in formal dresses to the beach party. It's Annie, Silver and Naomi.

ANNIE

Uh oh. Don't look, but Ethan is here.

NAOMI

I figured. That's why I told you to come here. Thanks for the ride, Annie. Thanks for being so nice.

Naomi jogs up ahead to Ethan who looks at her for a beat, holds out his hand and they go walking silently towards the pier until they disappear in the shadows.

SILVER

That is one messed up relationship.

ANNIE

Once again, you think you've seen it all...

SILVER

Speaking of potential relationships, what's the story on your brother there? Because he is looking good to me.

ANNIE

I think he'll do anything with a pulse.

SILVER

That's one thing I do have.

Dixon and Navid approach.

DIXON

It's 11:15. Think we should be heading home.

ANNIE

Yeah, I just wish I brought my bathing suit for a dip. I've still never been in the ocean.

SILVER

Honey, this ain't Podunk, Kansas. Take off the dress and swim in your underwear.

Silver takes off her dress and heads for the water.

ANNIE

Is this insane?

DIXON

This whole week's been insane, but when have we ever had this much fun?

Annie smiles and then pulls off her dress.

ANNIE

Alright. Welcome to California.

They run to the water and dive in the ocean as we crane out...

END OF SHOW