



# “Pilot”

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ACT ONE

FADE IN:

1 INT. DOCTOR'S OFFICE - DAY (D1) 1

CLOSE ON:

DOCTOR PAUL HUDSON. White lab coat, bow tie, gravitas. He starts to say something, then sighs and looks down. We see that he is sitting across from a woman in her late sixties: PEARL FOXTON, self-possessed, well put-together, a force of nature. Doctor Hudson gathers himself, takes a deep breath and tries again, this time uttering ONE WORD:

Cancer. DOCTOR HUDSON

Cancer? PEARL

Cancer. DOCTOR HUDSON

*Cancer cancer?* PEARL

*Cancer cancer.* DOCTOR HUDSON

Cancer. PEARL

Cancer. DOCTOR HUDSON

Fucking cancer. PEARL

CUT TO:

A2 EXT. NEW YORK STREET - DAY (D2) A2

BILLY FOXTON walks down the street, talking on his phone.

Toenail fungus? BILLY

INTERCUT WITH:

2 INT. RADIO STUDIO SET - DAY (D2) 2

Tiki Barber is on the other end of the line.

TIKI BARBER

That's right.

BILLY

Come on, Tiki. I got you a million dollar deal for a memoir. I don't think the first two chapters should be about your battle with toenail fungus.

TIKI BARBER

It was disfiguring. I couldn't wear open-toed shoes in the summer. I really think I could help a lot of people deal with the shame.

BILLY

You absolutely could, and it's a noble cause. I just think you might want to focus more on, you know, the stuff that made you famous.

TIKI BARBER

Maybe you're right. See, this is why I should always listen to you.

BILLY

Thank you. Alright, I've got to run. I'm meeting my mom for lunch.

Billy stops by a HOT DOG CART and holds up two fingers to the VENDOR.

TIKI BARBER

Tell me she's not making you go to Chez Provence again.

BILLY

She's not making me, I like it there.

TIKI BARBER

Really? So you're not stuffing yourself with hot dogs before you go, like you usually do?

BILLY

No.

VENDOR

(loud)

You want grilled onions on these?

Billy holds the phone to his chest to muffle it and gives the guy a "You're killing me here" look.

TIKI BARBER

Dude, you've got to stand up to Pearl for once. Tell her you want to go someplace else.

BILLY

You're right. I should tell her that. You know what? I will.

3

INT. CHEZ PROVENCE - DAY (D2)

3

An empty chair. Billy, slightly out of breath, sits down. An ATTRACTIVE WAITRESS hands him a menu.

WAITRESS

Welcome to Chez Provence.

We widen to see that Pearl is seated across from him, and that the restaurant is a riot of Provencal patterns.

PEARL

I was starting to worry you were standing me up.

BILLY

Sorry, I got held up with a client.

He notices a small mustard stain on his tie, and surreptitiously scrubs it off.

WAITRESS

May I bring you a drink, Madame?

PEARL

*Oui. Je voudrais un verre de vin blanc.*

WAITRESS

*Un Sancerre ou un Chenin Blanc...?*

PEARL

*Un Sancerre serait parfait.*

WAITRESS

*Bien sur. And for you, sir?*

BILLY

I'll have une Arnold Palmer,  
please.

The Waitress walks away.

PEARL

So, tell me, how is that brilliant  
grandson of mine?

BILLY

He's great. As is his twin sister,  
your granddaughter. Do you think  
you could try not to play favorites  
with my kids the way you did with  
me and Olivia?

PEARL

Don't be ridiculous. I have always  
loved you two equally. It's just  
that you were always perfect and  
she was always a pain in my ass.  
Still is. Living out in that  
godforsaken hick town, birthing  
goats, listening to her hayseed  
boyfriend play "Dueling Banjos"...

BILLY

Come on, Kurt's not so bad.

PEARL

He's a walking bag of mulch. I've  
got an ottoman with more personality.

BILLY

You know Olivia, she likes extremes.  
She was a Goth, and then she climbed  
the corporate ladder, and now she's  
all "Little House on the New Jersey  
Prairie". Kurt's just part of this  
"slow living" phase.

PEARL

Slow living doesn't mean living  
with someone slow. I told her  
that.

BILLY

And how did that go over?

PEARL

She hasn't spoken to me since.  
Anyway, how are things in the world  
of literature?

BILLY

Great. I sold a manuscript for seven figures this week.

PEARL

Really? Was it the new Jonathan Franzen?

BILLY

What? No. I don't represent Jonathan Franzen.

PEARL

I've told you you should pursue him. Who could say no to you? Even as a newborn, you were exceptional. Such a strong latch.

BILLY

Not sure he's basing his business decisions on my suckling abilities.

PEARL

Only an hour old, it was incredible.  
(then)  
And how is Sara?

BILLY

Well, we've actually... hit a bit of a rough patch lately. She says she needs to "figure out who she is". And evidently, in order to do that, she wants a... trial separation.

PEARL

Oh, thank God!

BILLY

What?

PEARL

I've dreamed of this day! She's not good enough for you. If your skin had cleared up sooner, you would never have settled for her.

BILLY

I didn't say we're getting divorced. It's just a trial separation.

PEARL

Those always end in divorce.

BILLY

Not always!

PEARL

This is fantastic. You could have anyone.

Pearl addresses the Waitress, who has returned with drinks.

PEARL (CONT'D)

You would date my son, wouldn't you? He's smart, he's handsome, he's about to sign Jonathan Franzen--

The Waitress smiles awkwardly, and retreats.

BILLY

Mom! Stop! I shouldn't have said anything--

PEARL

I know just who to set you up with. There's a darling woman I met at Curves. Nadia. She's a landscape architect--

BILLY

No! You're not setting me up with anyone. I'm still married. You need to slow down.

PEARL

I can't. I've got to get you and everyone else in this family straightened out and I don't have a lot of time to do it.

BILLY

What are you talking about?

PEARL

I have cancer. I'll be dead in six months.

She takes a sip of her wine.

PEARL (CONT'D)

Oh, this is very nice.

FADE OUT.

END OF ACT ONE

ACT TWO

FADE IN:

4 INT. CHEZ PROVENCE - CONTINUOUS (D2)

4

Pearl and Billy are as we left them.

BILLY

I don't understand. You've been in remission from the breast cancer for years.

PEARL

It came back. In my liver this time. Little diamond-shaped mass on the CAT scan. It actually would have been quite pretty, if it wasn't a sign of my impending death.

BILLY

I just can't believe this...

PEARL

Look, there's no point in dwelling on it.

BILLY

You told me one minute ago! I can't have one minute of dwelling? How are you so calm about this?

PEARL

I'm just not going to waste time on self-pity. I've had a great life. I've been everywhere I wanted to go, I've had kids and grandkids and two great husbands. Well, your father was great. Len's a B plus.

BILLY

Oh God, how's Len taking this?

PEARL

He's such an eternal optimist. It's always irritated me. He's in complete denial. And every time I try to talk to him about who he should marry after I'm dead, he finds a way to change the subject.



BILLY

Why would you talk to him about that?

PEARL

Because Janet Gottshalk is just waiting to pounce. The second she hears I'm sick she'll start picking out a sexy outfit to wear to the wake. And I'll be damned if I'll have her move in and redecorate my house with her tacky leopard-print throw pillows.

BILLY

This is really what you're worrying about?

PEARL

Yes. If it happens, I'm counting on you and your sister to stop her. Olivia's boyfriend must have a crossbow or a... musket.

BILLY

Have you told Olivia about this yet?

PEARL

No, as I said, she's not speaking to me. If only there were some handsome and skilled negotiator who could broker the peace between us.

BILLY

(sighs)

I guess I could drive out there and tell her the news.

PEARL

See, this is why you were always my favorite. Not that I had a favorite. While you're there, see if you can get her to come over to my house for dinner this weekend. I want to spend as much time together as a family as possible while I can.

Before Billy can respond, the Waitress returns to take their order.

PEARL (CONT'D)

Now let's order. You'll probably want something light after those hot dogs.

Billy starts to deny it, but realizes it's futile.

A5 EXT. RURAL ROAD/OLIVIA'S HOUSE - DAY (D3) A5

Billy drives down a woodsy road, talking on speaker.

BILLY

So Babe, I just think, considering what's going on with my Mom, we should put a pin in this whole separation thing.

INTERCUT WITH:

B5 INT. SARA'S APARTMENT - DAY (D3) B5

SARA is in an unfurnished apartment, on her phone.

SARA

Look, I feel bad about Pearl, but this is really important to me.

BILLY

So, you're really going to get your own apartment?

SARA

I'm just thinking about it.

She turns, and we reveal a REALTOR in the apartment with her. Sara mouths to her, "I'll take it".

BILLY

Okay, but--  
(the line gets crackly)  
Ah, I'm gonna lose the signal because I'm getting close to my sister's stupid--  
(he loses the connection)  
Dammit.

5 EXT. OLIVIA'S HOUSE - DAY (D3) 5

Billy pulls up at a cute little farmhouse. Some chickens and pygmy goats roam around. OLIVIA is holding some firewood in a log carrier.

OLIVIA

Hey, Doofus. What are you doing out here?

BILLY

I heard there was a barn that needed raising.

OLIVIA

There is. And we need someone to repeatedly hit their thumb with a hammer and then complain about the cell phone reception.

BILLY

I'm your man.

They hug affectionately.

OLIVIA

Kurt will be excited to see you.  
(calling off)  
Hey Kurt! My brother's here.

KURT ambles around from the side of the house, holding a shovel. He's tall and ruggedly handsome. He speaks in a laconic, uninflected manner. Olivia heads inside, leaving them alone. Billy brings his energy level up to try and counter Kurt's lack of affect.

KURT

Hey.

BILLY

Oh, hey Kurt! How's it going?

KURT

Good.

BILLY

How's the lumber business? Is this a busy time of year?

KURT

Yeah.

BILLY

That's awesome. Glad to hear it. You, uh, doing some digging there?

KURT

Yeah.

BILLY  
(at a loss)  
Okay. This was great!

6 INT. OLIVIA'S HOUSE - DAY (D3)

6

Billy enters Olivia's totally analog home. No electronics in sight. Cast iron pans, hand-cranked coffee grinder, a loom, etc. Olivia is stacking firewood.

BILLY  
Listen, Liv, I've got to talk to you. It's about Mom.

OLIVIA  
I should have known she sent you out here.

BILLY  
She didn't send me. She doesn't tell me what to do. She... drops hints, and I pick up on them. Anyway, it's serious. She went to her oncologist and her cancer's back. It's in her liver and it's... well, it's terminal.

OLIVIA  
(seemingly concerned)  
Cancer?

Billy nods, gravely.

OLIVIA (CONT'D)  
Wow, this is a new low. She's playing the cancer card? Just to get me to talk to her?

BILLY  
It's not a card. It's real. I spoke to her doctor. She has about six months. A year max.

OLIVIA  
Six months? But... she's too bossy to die.

BILLY  
I don't think that's a thing.

OLIVIA  
Wow. I guess this means I really have to invite her to my wedding now.

BILLY

Your wedding? You and Kurt are...?

OLIVIA

Yeah, he proposed to me a couple days ago. Made this whole flowery speech. It was so romantic.

BILLY

Really? I mean, that's great. So, so great. You have to tell Mom.

OLIVIA

Why? Am I supposed to make nice just because she's dying?

BILLY

Yes. That's exactly what you're supposed to do. Look, she wants all of us to come to dinner at her house this weekend. It'll be nice. You can tell her the news then.

OLIVIA

Alright, fine. I guess I can do that. And it'll be good to see Sara and the kids.

BILLY

Well, it'll just be the kids. Things are kind of rocky with Sara and me right now.

OLIVIA

Oh no. Stay for lunch, you can tell me all about it.

She takes a small hatchet off a peg on the wall.

OLIVIA (CONT'D)

(testing the blade)

Chicken okay?

Billy smiles weakly.

7 EXT. PEARL AND LEN'S HOUSE - NIGHT (N4) 7

An establishing shot of Pearl and Len's large colonial house on a pleasant, leafy street in suburban New Jersey.

8 INT. PEARL AND LEN'S HOUSE - DINING ROOM - NIGHT (N4) 8

The dining table has a Provencal patterned tablecloth like the one at Chez Provence.

LEN is putting place settings down on the table. Pearl follows after him, minutely adjusting everything he does. Len can sense that she's anxious.

LEN

Pearl, relax, it's just a dinner.

PEARL

I haven't had both my kids over in a long time. I want everything to be perfect.

LEN

And it will be. If you go easy on Olivia.

(off Pearl's look)

Which of course you'll do. I'm sure it's going to be wonderful.

PEARL

Coming from you, that means absolutely nothing.

LEN

Hey, M.I.T. has an alumni trip to the Galapagos next July. I'm going to sign us up.

PEARL

Sounds great. You can bring my corpse. Maybe give it a bareback ride on a giant tortoise.

LEN

Will you stop talking like that?

PEARL

I'll tell you, even dead I would be better company than Janet Gottshalk.

LEN

I'm not marrying Janet Gottshalk. I don't want to be married to anyone but you.

PEARL

I know you don't, but you're going to have to be. You're a brilliant man, but you have the self-reliance of a toddler. Don't worry, I'll find you someone good. Someone from my Breast Cancer Survivors Group...

LEN

Pearl, there are medical breakthroughs all the time. You have to think positive.

PEARL

I will murder you if you say that again, I'm positive about that.

There is a knock at the door.

PEARL (CONT'D)

They're here. For God's sake, fix that knife.

She heads off to answer the door. Len looks at the knife in question but can't find anything wrong about it.

9 INT. PEARL AND LEN'S HOUSE - ENTRYWAY - NIGHT (N4) 9

Pearl opens the door. Billy, QUINN and HENRY (both 8) are there.

HENRY/QUINN

Grammy!

They give her big hugs. While she fusses over them, Billy gives Len a handshake/hug.

BILLY

How are you hanging in, Len?

LEN

I'm super-duper.

BILLY

No, I mean with what's going on with...

(indicates Pearl)

...you know.

LEN

Pearl? Oh, she's going to be fine.

The kids break free of Pearl and head for Len.

HENRY/QUINN

Papa Len!

They give him a big hug, too. Billy looks at him, "Wow, that is some serious denial." Pearl gushes over Henry.

PEARL

I swear, you are looking more and more like your father all the time.

(to Quinn, less affectionately)

And you, like your mother.

(then)

Wait, Grammy's got presents.

She hands them two wrapped packages. Henry opens his first. It's a vintage boxed set of *The Chronicles of Narnia*.

PEARL (CONT'D)

They were your father's. I saved them all these years just for you.

HENRY

(inordinately excited)

Cool! I know what I'm doing on the ride home!

He fist pumps to the idea of himself reading in the back of his dad's car. Quinn opens her present. It's a picture book with a \$3.99 Costco sticker still on it.

QUINN

*Fancy Nancy*. Thanks, Grammy. I'll read this just as soon as I finish *The Lord of the Rings*.

Billy is annoyed, but stifles it. Henry sees Olivia and Kurt heading up the front steps.

HENRY

Hey, Aunt Olivia and that farmer guy are here.

BILLY

His name is Kurt, Henry.

Pearl stands in the doorway to greet them.

PEARL

Oh, it's so wonderful to see you, honey. Now make sure to really use the welcome mat. Last time you were here, I had to scrub some sort of dung off the Turkish rug.

It's Olivia's turn to stifle her anger. She over-zealously scrapes her shoes on the mat, then comes in and hugs Pearl.

OLIVIA

Hi, Mom.



PEARL  
Hi, dear. And hello, Kurt.

KURT  
Pearl.

PEARL  
You know, I just read an article in  
The New Yorker about how the Asian  
Beetle has spread to the New Jersey  
forest. Is that affecting your  
lumber business at all?

KURT  
Nope.

She catches Billy's eye, points to a colorful ottoman nearby.

PEARL  
More personality.

10 INT. PEARL AND LEN'S HOUSE - DINING ROOM - NIGHT (N4) 10

Everyone is at the dinner table.

PEARL  
Well, *bon appetit*.  
(to Kurt)  
That's French for "enjoy your  
meal."

Olivia reacts.

PEARL (CONT'D)  
Oh, shoot, I just realized I forgot  
the butter for the rolls.

HENRY  
(a la Harry Potter)  
*Accio butter!* Just kidding, I'll  
go get it.

PEARL  
Thank you. Such a gentleman.

He exits, smiling and repeating his *Accio* joke.

QUINN  
Grammy, my napkin has a burn hole.

PEARL  
I know. You burned it playing with  
a candle the last time you were  
here, so you get it again.

Quinn looks to her dad. He shakes his head, "Let it go."

PEARL (CONT'D)

So Len and I just saw a wonderful exhibit at MoMa.

(to Kurt)

That's the Museum of Modern Art.

OLIVIA

Mom. You don't have to keep translating for Kurt.

PEARL

Well, I want him to be able to follow along.

OLIVIA

He's not a child--

Billy steps in, keeping the peace.

BILLY

The lamb's delicious, Mom.

PEARL

Oh, make sure you try it with the yogurt sauce.

BILLY

It's great the way it is. Everyone's enjoying it.

PEARL

But it's so much better with the sauce. You really have to have it with the sauce. It's barely worth eating without the sauce.

Billy starts to protest, but Len catches his eye. While drenching a piece of lamb in sauce, he gives Billy a look, "You're never going to win this one". Billy dips a piece of lamb in the sauce, takes a bite, and forced-smiles at Pearl.

BILLY

("amazed")

You know, I didn't think it could get any better.

Henry comes back from the kitchen holding two family photos. A face has been cut out of both of them.

HENRY

Why has Mom's face been cut out of these pictures?

BILLY

What? Let me see.

He looks and sees that Sara's face has been cut out. It's been done with an exacto knife and her hair is still visible. Billy is at a loss for how to explain this to the kids.

BILLY (CONT'D)

Um, it's because...

OLIVIA

Your Grandma's doing an arts and crafts project. She's going to make a collage of pictures of your Mommy's face and give it to her for her birthday.

HENRY

Oh, she'll love that.

QUINN

What? That doesn't make sense. Mom's birthday was two months ago.

OLIVIA

Oh well, I tried.

In a rare moment of perceptiveness, Len steps in.

LEN

You know what? Why don't you kids come into my office. I'll show you pictures on the computer of all the animals Grammy and I are going to see in the Galapagos.

The twins head off with Len. As soon as they are out of earshot, Billy turns angrily to Pearl.

BILLY

Why would you do that, Mom?

PEARL

Well, I like the pictures. I didn't want to get rid of them just because you're getting divorced.

BILLY

We're not getting divorced! It's a trial separation! What happens when we work things out?

PEARL

You're not going to work things out. She's cheating on you.

BILLY

What?! That's crazy! No, she's not!

PEARL

Women don't leave their husbands and children to "find themselves". They leave because they're having sex with someone else. Now can we please stop with the drama, it's like an O'Neill play.

(to Kurt)

Eugene O'Neill was an Irish-American dramatist, known for--

Olivia slams her silverware down, exasperated.

BILLY

Oh my God! You are-- Aargh!

PEARL

Do you have something to say?

BILLY

I do, but I can't!

PEARL

Why? Because I'm dying?

BILLY

Yes!

PEARL

Don't pussyfoot around me. I'm not dead yet. And I'm not going to spend the next six months being treated like some fragile flower. I've lost a husband and two great breasts without ever asking for an ounce of pity, and I'm certainly not going to start asking now. So if you've got something to say to me, say it.

BILLY

Fine! I've been on the receiving end of your unsolicited opinions my whole life. And I don't let them get to me. My back is worn smooth from letting things roll off it.

(MORE)

BILLY (CONT'D)

But when you start mutilating photos and accusing my wife of cheating, that is too far. This is my life and my family. Whatever's going on with me and Sara, you need to stay the hell out of it!

OLIVIA

Billy.

BILLY

What? Now suddenly you're protecting her? You're the one who wasn't going to invite her to your wedding!

PEARL

Her wedding?

OLIVIA

(to Billy, pissed)

Thanks for that.

(to Pearl)

Not exactly how I would have chosen for the news to come out but yes. Kurt and I are getting married and we actually would like you to be there.

PEARL

Oh, no no no. This is just supposed to be a phase. Like, when you were a Gothic.

OLIVIA

A Goth, and what do you mean? This isn't a phase, this is my life. I'm in love with him.

PEARL

With him? Come on, you need to hold a knife under his nose just to check if he's breathing. You can't possibly marry him.

Kurt gnaws on a lamb bone, in his own world.

BILLY

See, this is what I'm talking about! That's it--

OLIVIA

Oh my God! Why did I think I could talk to you? You know what--

BILLY

I'm leaving!  
(calling upstairs)  
Kids!

OLIVIA

Come on, Kurt.

Kurt, expressionless, slowly folds his napkin neatly and puts it on the table. He gives Pearl a little nod, then gets up and heads out the door with Olivia. Meanwhile, the kids come downstairs, looking confused as Billy ushers them outside. Just before Billy exits, he turns back to his mom.

BILLY

Oh and one more thing. The lamb  
was better without the sauce!

Billy exits.

PEARL

Now, that is just objectively not  
true.

Len comes down the stairs.

LEN

Where did everybody go?

We linger on Pearl, alone at the table.

FADE OUT.

END OF ACT TWO

ACT THREE

FADE IN:

11 EXT. CRAFT FAIR - THE NEXT DAY (D5)

11

Pearl is strolling through a craft fair with the other members of her Breast Cancer Survivors Group. JOY is worldly-wise and the one most able to hold her own with Pearl. ARLENE is sarcastic and glass-half-empty. DEEDEE is sweet but gullible and often the butt of the group's jokes.

ARLENE

You really said that right in front of Kurt?

PEARL

In my defense, it's very easy to forget he's there.

JOY

Well, if your goal was to make peace with Olivia, sounds like it was a roaring success.

PEARL

You should be ashamed of yourself, mocking a dying woman. Speaking of which, there's a little favor I need your help with.

JOY/ARLENE/DEEDEE

Of course. / Anything you need. / We're here for you.

PEARL

After I die... I need one of you to marry Len.

This causes the group to stop walking.

JOY/ARLENE/DEEDEE

Ooh, I don't think so. / Did I say "anything"? / Can't help you there.

PEARL

Come on, he's a catch. He's got money. He does pretty much whatever you tell him to. He's great at calculating the tip.

ARLENE

This is a morbid conversation, even for a Cancer Survivors' Group.

PEARL

Look, you're the only people standing between him and Janet Gottshalk. And if there are no volunteers, I'll just have to designate someone. Joy, you've got the job.

JOY

What?

DEEDEE

Wait, what's wrong with me and Arlene?

ARLENE

Well, I'm obviously married.

PEARL

That's not why. The way Todd eats, you'll be single soon enough. But Len likes to travel, and with your hip, I don't think you could handle the long haul flights. And DeeDee. You're best in small doses.

DeeDee tears up.

PEARL (CONT'D)

Really, tears? Over that?

DEEDEE

No, it's just... who's going to say things like this after you're gone?

PEARL

Don't go all sappy on me now. Joy, congratulations, you're the future Mrs. Len Stillman. His sexual needs are manageable, but you will have to watch an excruciating amount of *Nova*.

JOY

Pearl, honey. I know you feel the clock ticking, but you can't just go around telling everyone what to do. Whether it's me, or your kids.

This really registers for Pearl.

PEARL

I just... need to know that everyone's going to be okay.

(MORE)



PEARL (CONT'D)

But, you're right, maybe I'm going about it all wrong.

DEEDEE

Yeah, maybe you should just let things work themselves out.

PEARL

DeeDee, please. No, I just need to be a bit more...

(wheels turning)

strategic. This was helpful, ladies, thank you.

She walks off.

JOY

Why do I feel nervous for her kids right now?

ARLENE

I feel nervous for you.

12	OMITTED	12
13	OMITTED	13
14	INT. OLIVIA'S HOUSE - DAY (D5)	14

Through the kitchen window, Olivia sees Pearl's Camry pull up. Pearl gets out of the car and, unaware she's being watched, looks around with obvious distaste. She shoos away a chicken with her foot as if it were carrying a disease, then comes inside. Olivia stands with arms folded.

PEARL

Hi, honey. The place looks wonderful. Although it was quite a long drive, especially since I lost the NPR signal thirty minutes ago. Did you make that tapestry? It's beautiful. You're so talented with your hands. You get that from your father. That, and your tiny breasts.

OLIVIA

Mom, why are you here?

PEARL

Well, I'm here because... The fact is that... This is very difficult for me to say, but... I'm sorry.

OLIVIA

You're... sorry?

PEARL

Yes. What I said was hurtful and unkind. I think I just don't know Kurt the way you do. But I look forward to getting to know him better. As my son-in-law.

OLIVIA

What's your game here, Mom?

PEARL

There's no game. You know, Olivia, you and I, we're very much alike.

OLIVIA

Yeah, twinsies.

PEARL

I mean it. You're stubborn just like me. You stand your ground. I admire that about you. It's why you've always been my favorite.

Olivia can't believe what she's just heard.

PEARL (CONT'D)

Don't tell Billy.

OLIVIA

I don't know what to say.

PEARL

Say you'll let me help plan your wedding.

OLIVIA

Plan the--? Ooh, I don't think so. We're not going to have the kind of wedding you would approve of. We're not going to release white doves.

PEARL

Of course not. It would be too hard for Kurt to resist blasting them out of the sky.

(off Olivia's look)

I'm kidding. Don't be so serious.

She touches Olivia affectionately. Olivia smiles.

OLIVIA

This is nice. You should get cancer more often.

Pearl laughs. They enjoy this unexpected, but welcome truce.

OLIVIA (CONT'D)

So, what are you going to say to Billy?

PEARL

Oh, I've learned my lesson. I'm not going to say anything to Billy.

A15 OMITTED

A15

15 INT. SARA'S APARTMENT - DAY (D5)

15

The apartment is still mostly empty. Sara is unpacking some belongings. There is a knock at the door, she answers it and is shocked to find Pearl there.

PEARL

Hi, dear. May I come in?

SARA

Pearl? How did you get this address?

PEARL

That's not important.

She blows past her into the living room.

SARA

I haven't even given it to Billy yet.

There are paint swatches on the walls of the living room. Pearl examines them.

PEARL

Really getting settled in here, aren't you?

SARA

What do you want, Pearl?

PEARL

I assume Billy has told you about this pesky incurable cancer situation?

SARA

He has. I am so sorry.

PEARL

Don't be. I only bring it up to say that I'm on a bit of a deadline. Now I know you don't like to take my advice. If you did, you would have had the twins vaginally like I told you to. But, I want you to put my son out of his misery.

SARA

What are you talking about?

PEARL

I get it. You're keeping him on the hook, because you don't know what's going to happen with this man you're seeing--

SARA

I'm not seeing any--

PEARL

Please, let me finish. These men who go for married women aren't always the most reliable, and you're smart, you know that. But even if it does fall apart and you go back to Billy, it won't be the same. You'll have a secret that you can't share, and it will poison everything. It'll end up much worse than if you were just honest with him now.

SARA

(with less conviction)

But I'm not--

PEARL

I'm dying, Sara. But I'm okay with that, and you know why? Because my conscience is clear. When your time comes, believe me, you're going to want to be able to say the same thing.

Sara is quiet. Pearl has seen right through her and she knows it.

PEARL (CONT'D)

One more thing. When you tell Billy the truth, please don't mention we had this conversation. Oh, and if you could wait to tell him until tomorrow around noon, that would be helpful to me.

(on her way out, re: paint swatches)

None of these work.

She exits, leaving Sara alone with her conscience.

16

INT. PEARL AND LEN'S HOUSE - THE NEXT DAY (D6)

16

Olivia and Pearl are at the kitchen table, with a binder and wedding-planning paraphernalia.

PEARL

...I like the idea of having it in the woods, I do. I just think we should take steps to minimize the number of guests who contract Lyme Disease.

OLIVIA

Mom. Be honest. You'd rather I was marrying Travis, wouldn't you?

PEARL

What? Travis. God, I haven't thought about him in ages. What makes you say that?

OLIVIA

I don't know. I just feel like he was the only boyfriend I ever had who you approved of. You know, because he was a lawyer, and he went to Yale.

PEARL

Oh, Travis was a pompous ass. Whatever his shortcomings, Kurt is a much more genuine person. Now can I get back to talking you out of this woodland wedding idea?

SFX: front door opening.

BILLY (O.S.)

What did you say to her?

Billy enters, with a head of steam.

BILLY (CONT'D)

What did you say to her, Mom?

PEARL

(all innocence)

Say to whom?

BILLY

Sara. I know you said something, because she suddenly admitted that she's cheating on me.

OLIVIA

Whoa. Sara's cheating on you? And you're mad at Mom?

BILLY

Yes, because I specifically told her to stay out of it.

PEARL

Well, I couldn't do that. I couldn't let you keep living in denial. You're as bad as Len.

BILLY

I wasn't in denial. I was trying to make it work. I was thinking about the kids.

PEARL

So was I. That situation wasn't good for them. It was going to end anyway, I just... gave it a nudge.

BILLY

But why? Why couldn't you just leave it alone?

PEARL

Because I can't die not knowing that you're settled with someone worthy of you! I can't.

Billy sighs. He looks to Olivia, "Can you believe this?"

OLIVIA

(apologetically)

She's right.

BILLY

Of course she is! I finally stand up to her and she turns out to be right. It's so maddening.

PEARL

I know it is, honey, I know.

BILLY

What am I going to do now? I don't have Sara. And soon I won't have you...

(hard for him to say)

You know, when Dad died, I... I wished it was you. I did. He was my hero, and you were just my mom. I wish I could take those thoughts back. Because now, it's so hard to imagine--

He chokes up, unable to finish the thought. Pearl puts her arms around him.

PEARL

I know you're going to miss me, kiddo. I'm going to miss me, too.

She hugs him. Emotion plays over her face, but she doesn't give in to it. Olivia stands witness to this, feeling somewhat awkward. After a beat...

OLIVIA

And you'll still have me, Doofus.

This gets a small smile from Billy.

PEARL

And as for Sara, I'm certain you'll have no trouble moving on, once some time has passed.

A pretty woman enters from the backyard, holding a digital tape measure and a pad. This is NADIA.

NADIA

Um, Pearl, I'm finished taking measurements out here.

PEARL

Oh.

(to Billy and Olivia)

Excuse me for a moment.

Pearl goes over to pow-wow with Nadia. Billy looks at the wedding planning stuff.

BILLY

What's going on here?

OLIVIA

I don't know. I think Mom and I are... friends now?

Pearl brings Nadia over.

PEARL

So this is my son, Billy, who's in from Manhattan.

(smiles knowingly)

Billy, this is Nadia, the landscape architect I told you about.

BILLY

(through gritted teeth)

Not enough time, Mom. Not enough time.

Nadia looks confused.

PEARL

Don't be rude, honey. Now would you mind showing Nadia out?

BILLY

Fine.

(to Nadia, awkward)

It's the door you came in from.



Nadia smiles, and they head toward the front door, Billy throwing an "I can't believe you" look over his shoulder. Olivia looks at Pearl in amazement.

PEARL  
(all innocence)  
What?

OLIVIA  
You are shameless.

PEARL  
I'm sorry I don't know what you're talking about. Now come on, we have a wedding to plan.

FADE OUT.

END OF ACT THREE

TAG

FADE IN.

17 INT. LAWYER'S OFFICE - DAY (D7)

17

ANGLE ON Pearl, sitting in a well-appointed office.

PEARL

...and I have an estate attorney in New Jersey, but I worry she's not very good. Which is why I wanted to talk to you, Travis.

We reverse to see that she is talking to a handsome, African-American man in his late 30's. This is TRAVIS.

TRAVIS

I'd be happy to help. It's really nice to see you, Pearl, despite the circumstances.

PEARL

Thank you.

TRAVIS

So, how is Olivia?

PEARL

She's great. You know I'm sure she would love to see you. I mean, if your wife is okay with that. I assume you're married?

TRAVIS

I am.

A look of disappointment passes over Pearl's face.

TRAVIS (CONT'D)

Well, we're actually in the middle of a trial separation at the moment.

PEARL

(to herself)

I can work with that.

FADE OUT.

END OF SHOW