

"MILDRED PIERCE"

)))

Screenplay

by

Ronald MacDougall

From the Novel

by

James Cain

Producer: Jerry Wald

Director: Mike Curtiz

"MILDRED PIERCE"

REV. FINAL
PART I
12/5/44

Received from Stenographic Dept.

1 SCRIPT

REV. FINAL
PART I
12/5/44

Title " MILDRED PIERCE "

Signed _____

"MILDRED FIERCE"

CAST OF MAIN CHARACTERS

- MILDRED PIERCE About 30. An attractive woman of considerable strength and purpose.
- WALLY FAY About 35. Successful real estate salesman type. A good spender and the type who always lands on his feet.
- VEDA PIERCE Mildred Pierce's daughter. 13 at the start of the picture - grows to be 18. Mature for her age, extremely beautiful but completely selfish and heartless.
- BERT PIERCE Mildred's husband. Around 36. An easy going man, the natural salesman type, who should have been born with money because he is unable to adjust himself to hard work.
- MONTE BERAGON About 35. A Pasadena polo playing socialite. Not much money but old California stock -- accepted everywhere. Handsome and charming.
- INSPECTOR PETERSON An intelligent-looking man. He has a pleasant smile and an easy going manner. It is only when we see a good deal of him that we realize his eyes never smile. They are sleepy-looking, half covered by lids and are as cold as ice.
- CLARA WHITLEY About 35. A good egg - generous and shrewd. Likes to drink and live high, but not enough money to do it well.
- KAY PIERCE Another daughter of Mildred. 11 years old. A tomboy.
- IDA Headwaitress in a small restaurant. Angular and plain, but good-hearted. Around 38.
- MAGGIE BIEDERHOF Is about 35 years old and is rather voluptuous in a faded kind of way. She is somewhat inclined toward weight and has done unbelievable things to her hair. But she is immensely good-natured and easy going.

Gift of Mrs. David M. Weisbart - 8/15/61



(CONTINUED)

CAST OF MAIN CHARACTERS (CONT.)

- MR. CHRIS A Greek. Owner of the restaurant. Emotional, voluble, will never be anything but a small restaurant owner.
- MRS. FORRESTER A Beverly Hills society woman. Very wealthy and a snob. She is about 45
- MR. WILLIAMS The Forrester family lawyer. Distinguished-looking, gray-haired man of about 50.
- TED FORRESTER A 19-year old boy. Sensitive - well brought up. A very nice kid.
- MIRIAM ELLIS Singer and part owner of the Hawaii Cafe. A flashy, blonde chorus girl type. Common, but fundamentally good-hearted.
- LOTTIE Mildred's maid. About 30, not too smart.

In addition to these main characters, there are waitresses in the restaurant, customers of the restaurant, Pasadena society people, etc.

The action takes place in Southern California, around Los Angeles, from 1939 to the present time.

FADE IN

1. EXT. BERAGON BEACH HOUSE NIGHT

The house is lit by the headlights of a car parked in front. We hear the SOUND of the car starter. Then there is the flat report of a gun... followed by a fusillade of five shots in deliberate tempo.

The headlights of the car flick off.

2. INT. BERAGON BEACH HOUSE

at the foot of the spiral staircase. The scene is lit from above. A man comes down the stairs, clutching at his stomach with one hand and hanging onto the railing with the other. He attempts to hold himself rigid, but slowly begins to double over as he reaches the bottom of the staircase.

He stumbles against some furniture at the entrance to the living room, then goes down.

3. CLOSEUP MAN

His eyes glitter with a highlight as he lies with his cheek against the deep carpet, and one arm outstretched. He hears a SOUND off scene, and his eyes roll in that direction.

MAN:

(whisper)

Mildred...

The fingers of his outstretched hand clutch into the pile of the rug, and the highlight disappears from his still open eye. He is dead.

DISSOLVE TO:

4. HIGH SHOT CITY PIER AT SANTA MONICA MOONLIGHT
(WIDE ANGLE)

In the b.g. at the breakwater are numerous fishing boats, afloat. Others are up on jacks, pulled ashore for the winter, underneath a large sign reading: "Santa Monica Pier".

Where the pier meets the boardwalk are several cafes, hot dog stands and so on. Most of them are boarded up.

(CONTINUED)

4 (Cont.)

One or two of them are evidently open, however, and doing a desultory trade. In the b.g. we HEAR the SOUND of a piano slowly being beaten to death by a pianist and a singer who is also torturing "It Had To Be You". An occasional raucous laugh completes the dingy atmosphere.

The CAMERA MOVES IN on the entrance to the pier, which is obscured by a gritty cloud of sand blown in by the vagrant wind.

5. CLOSE SHOT DETAIL OF PIER FLOOR

which is made of planks set diagonally, and with spaces between each plank. Dirty papers, discarded Dixie cups are seen.

The sand leaves a light deposit of grit, virgin and smooth, which after a moment is marked by the passing footsteps of a woman. The CAMERA HOLDS on the woman's feet as she walks away down the pier, and then PANS UP and watches her as she becomes FULL FIGURE in the distance.

6. PAN SHOT THE WOMAN

as she passes beneath the occasional lights set along the pier, being illuminated harshly for an instant, and then disappearing into the shadows between the lights, and then again being illuminated as she walks down the long pier toward the end and the ocean in the b.g. As she disappears in the distance, another figure comes INTO SCENE. It is a policeman. He stands for an instant, looking down the pier, swings his club once, then tucks it under his arm and starts down the pier after her.

DISSOLVE TO:

7. CLOSE SHOT MILDRED PIERCE

her face whipped by the wind and stung by the particles of sand. She is crying.

8. FULL SHOT MILDRED

who is gripping the iron railing of the pier, staring down into the water fixedly. Her knuckles are white

(CONTINUED)

8 (Cont.)

against the blackness of the iron, and her body is rigid and still.

She is standing half-illuminated by one of the lights along the end of the pier.

9. SHOT (OVER MILDRED'S SHOULDER)

to show the sea beneath.

10. CLOSE SHOT WATER

It heaves and billows greyly in the moonlight. Wind whips away the edges of each wave, forming froth in the hollows. It looks cold and evil.

11. SUCCESSION OF ANGLE SHOTS MILDRED AND SEA

CUT in rhythm that gradually increases tempo with SOUND and MUSIC. When it reaches peak -

12. LONG SHOT MILDRED (SHOOTING PAST POLICEMAN)

who is standing a little way down the pier, watching her. He reaches out and raps solidly on the iron railing with his nightstick.

13. MED. CLOSE ON MILDRED

INCLUDING her hands gripped on the railing. The impact of the policeman's club down the line stings her hands, and she reacts violently. Then she looks in his direction, sees him, and relaxes into a dull apathy which persists as he approaches her. The SOUND and MUSIC subside to normalcy.

14. FULL SHOT MILDRED AND POLICEMAN

as he walks INTO SCENE. Mildred doesn't look at him as he comes in close, and leans back against the rail to get a good look at her.

POLICEMAN:
What's on your mind?

(CONTINUED)

14 (Cont.)

Mildred doesn't answer - just stares.

POLICEMAN:

(continuing - he reaches out with his nightstick and pokes down her coat collar so he can see her face better)

You know what I think? I think maybe you had an idea of taking a swim. That's what I think.

MILDRED:

(apathetically)

Leave me alone...

POLICEMAN:

If you was to take a swim, I'd have to take a swim. Is that fair? Just because you feel like bumping yourself off, I should get pneumonia?
(patiently)

Never thought about that, did you?

Mildred turns away and shakes her head mutely.

POLICEMAN:

Okay. Think about it. Go on now - beat it. Go home. Before we both jump in.

Mildred turns, gives him a long searching look, and then without a word, wipes the tears from her cheeks with the heel of each hand, and then walks back down the pier the way she came, from light to light. The policeman stands and watches her.

DISSOLVE TO:

15. FULL SHOT PIER ENTRANCE

as Mildred exits from the pier, and turns left (away from direction of Beragon House). The CAMERA PANS her to Hawaiian Cafe. As she starts to pass it we hear the SOUND of a piano slowly being played and a tired singer going through some popular song. An occasional raucous laugh rings out.

16. LONG SHOT WALLY FAY (SEEN THRU WINDOW OF HAWAIIAN CAFE).

WALLY FAY is a charming man. He is handsome in a dis-solute, athletic way, and is extremely likeable, even when making love. At the moment, Wally is at a slot machine near the window of the Hawaiian Cafe. He has a drink in one hand and is playing the machine with the other.

17. ANGLE SHOT MILDRED

as she passes the dingy window of the cafe. Wally looks up casually, down again and then quickly up. He recognizes Mildred. Seen through the glasse, he taps on it insistently to catch Mildred's attention.

She looks at him, etops, and stands there undecidedly. Wally is making signals for her to come in, to which she pays no attention. Finally he goes to the door of the cafe, and comes out.

18. EXT. HAWAIIAN CAFE MILDRED AND WALLY

The headlights of passing cars illuminate them briefly now and again.

WALLY:

(taking her by the arm)
Hey, Mildred - what are you doing down on this pigeon perch? Slumming?

MILDRED:

(dazedly)
What?

WALLY:

You sick or something?

MILDRED:

(shaking her head)
I don't think so.

Looking at her keenly, Wally sees that something is disturbing her. He takes her by the hand as one would a child.

WALLY:

Well - long as you're feeling weak, come on in and have a drink on the house. For free!

(CONTINUED)

18 (Cont.)

As he leads her to the door of the Hawaiian Cafe -- and as the door opens and closes behind them, the tired pianist heard earlier, again makes her presence known. Then, as the door closes, cutting off the SOUND, the headlights of a passing car reflect from the glass into the CAMERA.

DISSOLVE TO:

19. CLOSE SHOT. TWO EMPTY GLASSES ON TABLE NIGHT

The female singer is now attacking another song. A waiter's hand enters with a tray bearing two fresh drinks. The hand sets the two fresh drinks on the sloppy table, takes up the two empty glasses and withdraws. Wally's voice is HEARD OVER SCENE.

WALLY'S VOICE:

Hope you're not sore about this afternoon. It was strictly business, ses.... it might just as easy have been you selling me out. You can't expect....

The SOUND of a match being struck, CAMERA PULLS BACK to a TWO SHOT. Wally lights a cigarette and stares at Mildred who is sitting motionless looking at him.

WALLY:

(continuing)

What are you looking at me like that for?

MILDRED:

You can talk yourself out of anything, can't you, Wally? You're good at that.

WALLY:

(shrugs)

In my business I have to be. Only right now I'd rather talk myself into something....

(he leans toward her)

know what I mean, Mildred?

MILDRED:

Still trying....

WALLY:

It's a habit. I've been trying once a week since we were kids...

(CONTINUED)

19 (Cont.)

MILDRED:

Twice a week.

WALLY:

Okay, twice. Anyhow, I'm still drawing blanks...

Mildred has been twiddling with her drink. Suddenly she throws it down her throat. Wally watches her curiously...

WALLY:

You never used to drink it straight like that.

MILDRED:

(grimly)

I've learned how these last few months. I've learned a lot of things.

WALLY:

Like for instance?

MILDRED:

Like for instance that's rotten liquor.

(levelly)

There's better stuff to drink at the beach house, Wally....

For an instant Wally doesn't get the tacit invitation. Then he gets to his feet.

WALLY:

(smoothly)

I like good stuff...maybe this is my lucky day.

MILDRED:

(as she starts toward door)

Maybe...

The CAMERA FOLLOWS them toward the door. As the door opens the headlights of a passing car reflect on it.

DISSOLVE TO:

20. LONG SHOT (SHOOTING PAST BERAGON HOUSE) AUTOMOBILE NIGHT

as it turns the curve in the beach road that winds past the house, the headlights flare INTO CAMERA, completing the DISSOLVE, and illuminating the house.

1/25/45
8.

Changes
"MILDRED PIERCE"

21. INT. BERAGON HOUSE FOYER

At first it is lit only by the moonlight streaming through the naked windows. We see the shadowy forms of furniture and sense the largeness of the room and the house.

Then the headlights of a car shine through the windows and pass around the room, coming to rest on a blank wall.

We HEAR the SOUND of the car, which is cut off after a second. Then the headlights flick off, followed by the distant SOUND of a car door opening and closing, the low murmur of voices, a key in the lock, and then the front door opens, revealing:

22. FULL SHOT MILDRED AND WALLY (SHOOTING FROM INTERIOR)

at the doorway, outlined in moonlight.

MILDRED:

Come in.

They enter the house.

23. FULL SHOT INT. FOYER

24.

as Mildred switches on a light by the door. They cross to the stairway.

WALLY:

(who seems a little nervous)

Uh-- what about your husband? Ho
getting broad-minded all of a sudden?

He starts up the staircase. She corrects him. They start down.

MILDRED:

Monte isn't here.

25. FULL SHOT (SHOOTING UP SPIRAL STAIRCASE)

MILDRED:

(continuing)

Besides - you can talk your way out
of anything...

(CONTINUED)

25 (Cont.)

WALLY:

(shrugs)

I got by.

(puzzled)

But you keep saying that.

MILDRED:

Do I?

They reach the door of the den and enter.

MILDRED:

Will you make a drink or shall I?

WALLY:

Let me see if I remember how.

26. FULL SHOT INT. BAR AND DEN

as Mildred and Wally enter. She switches on the lights which also illuminate the back bar. Opposite the bar, is the entrance to another room.

Wally goes to the bar and starts mixing two drinks. Occasionally he looks at Mildred with a puzzled air.

MILDRED:

You don't seem very happy to be here, Wally.

WALLY:

(from the bar)

Oh, I'm happy enough. Believe me - inside my heart is singing.

He grins at her as he crosses with the drinks.

MILDRED:

(shaking her head)

Pretty corny, Wally.

WALLY:

(sitting down in opposite easy chair)

I'm a corny guy. But smart. I wonder about things. For instance -

(he looks at her levelly)

I wonder why you brought me here. All of a sudden, voom! Husband away. Quiet room. Soft lights.

(he pauses)

Opportunity. Why?

(CONTINUED)

MILDRED:

(poking at the ice in
her glass with a fore-
finger)

Maybe I find you irresistible.

WALLY:

(he looks at her carefully)

You make me shiver, Mildred. You always
have.

MILDRED:

(murmuring)

You make love so nicely, Wally.

(mimicking his tone)

You always have.

WALLY:

All my life when I've wanted some-
thing, I've gone after it, Mildred...
and I get it. Maybe it takes me a
little time here and there. Okay,
but I get what I want.

MILDRED:

That must be nice.

WALLY:

Yeah. It is.

She looks at him calmly, and he at her. Then he slowly
and confidently leans forward and kisses her mouth. She
deliberately knocks the drink off the coffee table to
the floor. They break apart as Mildred looks at the
floor. Wally glances at her narrowly.

WALLY:

What's the score?

MILDRED:

(softly)

I feel a little sticky. Maybe I'd
better change my dress.

(she smiles)

WALLY:

(mollified and grinning
widely)

Yeah. Sure, Mildred. That's a good
idea.

MILDRED:

(going toward the other room)

I'll only be a minute.

(CONTINUED)

26 (Cont.1)

WALLY:
(going to the bar)
Leave the door open...
(he looks at her in the
mirror)
...we can talk.

Mildred goes into the bedroom.

MILDRED'S VOICE:
(from the bedroom -
over scene and muffled)
All right. I like to hear you talk.

WALLY:
(grinning)
So do I. There's something about
the sound of my own voice that fas-
cinates me.
(he drinks heavily)
Anyhow, I'm glad you're not sore at
me, Mildred. I can't help myself.
With me being smart is a disease.
Know what I mean?

27. CLOSE ON BEDROOM DOOR

as it closes softly. The latch clicks.

28. CLOSE ON WALLY

He looks up expectantly.

WALLY:
(picking up the two
drinks)
Hey - say something. This one-way
conversation is boring me.
(he crosses to the door)
Hey - your drink is getting cold.

There is no answer. Looking puzzled and a little
annoyed, Wally tries the door. It is locked. Wally
sets the drinks down.

WALLY:
Listen, Mildred...don't play games.
I'm a nice guy up to a certain point.

No answer. Wally begins pounding on the door.

1/25/45
12.& 13.

29. INT. BEDROOM

The lights are out. One of the windows is open, the curtains blowing into the room. Framed in the window, as CAMERA MOVES IN to it, we see a distant figure running along the beach.

WALLY'S VOICE:

(over scene)

Hey - what's the matter with you?

30. FULL SHOT FOYER

As Wally comes tearing out of the den and up the stairs. He bumps into some of the furniture on the way, which doesn't improve his disposition.

31. SERIES OF SHOTS

Wally searching the rooms of the house for Mildred. The only light is moonlight and the occasional headlights of passing cars which flicker briefly around the walls. He keeps up a steady monologue of muttered vituperation...

WALLY:

What kind of a business is this... nobody gives me the needle. Nobody! Mildred! Mildred!

32. FULL SHOT LIVING ROOM ENTRANCE

As Wally passes. He trips over the cord of the lamp in the recess, causing it to fall. For the first time its rays shine into the living room along the floor. With a muffled exclamation Wally leans down to pick it up. Then he freezes cold, looking at something.

33 & 34 Omitted

35. FULL SHOT WALLY AND BODY

the dead body of Monte Beragon is outlined by the lamp-light. Wally is petrified.

WALLY:

Monte?

He goes to the body, then sees a gun lying on the floor. He backs away slowly, whistling soundlessly.

36. CLOSE ON WALLY

He is perspiring heavily and his face twitches nervously as he looks desperately around the room, wondering what to do. He starts toward the telephone.

37. CLOSE ON PHONE

With Wally's hand coming into SCENE, reaching for it. Suddenly it rings harshly!

38. CLOSE ON WALLY

as he jerks his hand away from the vicinity of phone and starts backing away. The SOUND of phone continues OVER SCENE.

39. OMITTED

40. ANOTHER ANGLE WALLY

&

41.

as he tries the front door. It won't open. It's locked. He looks around desperately. For an instant he is in silhouette as the headlights of a car shine through the graceful

(CONTINUED)

40. (Cont.)

& bay window off the foyer. Then he kicks out
41. the window frame, and then starts climbing
through.

42. INT. SQUAD CAR

S H O T

which contains two burly policemen. The
headlights of their cars are those that il-
luminated Wally as he went through the window.
One of the policemen is tense.

MARKEY:

Hay - you see that?

JONES, the policeman driving, slams on the
brakes. The car squeals to a stop, slowing
around.

JONES:

Saa what?

MARKEY:

Hit that house with the light.
I thought I saw --

Jones obediently switches on his searchlight
and flicks it against the house. We see the
running figure of Wally. Markey is half way
out of the car.

(CONTINUED)

42 (Cont.)

MARKEY:

There he is!
 (shouting)
 Stop you!
 (then to Jones)
 Run him down!

43. FOLLOW SHOT ON WALLY

SHOOTING PAST Markey, who is on the running board. The squad car chases over the sand after Wally who is lit up in the glaring spotlight.

44. SIDE ANGLE SHOT MARKEY

as he unholsters an automatic and fires.

45. FOLLOW SHOT ON WALLY

a fountain of sand is kicked up ahead of him by the bullet. He stops immediately, shaking and trembling, and turns to face the policeman.

46. FULL SHOT WALLY

In the b.g. we hear the SOUND of the car doors slamming, and then the two policemen come into scene.

Jones' hands travel over Wally in a quick frisk.

JONES:

No gun.

MARKEY:

(to Wally)
 What's your hurry, pal?
 (to Jones)

Better take a look in the house and see what's going on. This guy came through that front window like he was shot out of a cannon.

Jones grunts and starts away out of scene.

(CONTINUED)

Changes
"MILDRED PIERCE"

12/7/44
16A.

46 (Cont.)

Markey half helps, half pushes Wally down the beam of light toward the car. Wally's arm is bleeding.

WALLY:

(bitterly)

I'm so smart it's a disease.
Oh Brother.

Wally sits on the running board of the car. Markey turns the searchlight down so it shines on Wally, then sees the cut on his arm.

MARKEY:

Got that going through the window, huh?

WALLY:

Naw - I cut myself shaving.

Markey reaches into the car for a first aid kit.

46A. TWO SHOT WALLY AND MARKEY

as the policeman prepares a bandage. He looks Wally over carefully.

MARKEY:

What were you doing in that house, pal? Picking up some souvenirs, maybe?

WALLY:

(sour)

No, Pal. Nothing petty. This is a big night in your life. Lots of excitement.

(he pauses)

There's a stiff in there.

MARKEY:

(freezes for a second)

And I suppose you were just running down to the station to report it, huh?

(Jones enters - to Jones)

He says there's a dead guy in the house.

JONES:

(calmly)

You never saw a deader.

Markey and Jones look at Wally solemnly for an instant. Then Markey starts around to the other side of the car.

12/7/44
17.

47 . CLOSE ON MARKEY

as he opens car door on the right and reaches in to pick up his radio microphone. He switches it on.

MARKEY:

Car 92 to KQVB... 93 calling
K.Q.V.B...

DISSOLVE TO:

48. PAN SHOT PASSENGER BUS NIGHT

marked "Pasadena." It comes in and stops at a corner opposite the CAMERA, then goes on out of scene, revealing Mildred who has just got off. She starts across street TOWARD CAMERA.

49. CLOSE SHOT DOOR TO MANSION

Mildred's shadow falls across the door. CAMERA DOLLIES CLOSE on her hands as she fits the key in the door.

50. INT. PASADENA HOUSE (FOYER SIDE ANGLE)

as Mildred enters wearily. She is just taking off her gloves as Veda comes running into scene.

VEDA PIERCE is eightaen or nineteen years old at this point. Her poise is such however, that sha seems older. Normally sha is a remarkably self-confident girl, very much intereeted in herself. At the moment however, Vada is not poised. Sha is very much upset, as she clutchea at her mother.

VEDA:

Mother! Where have you bean? What's happened? They won't tell me anything.

MILDRED:

Who won't tell you anything? Who is "they"?

Without turning Veda nods her head, over her shoulder. Mildred looks up and her face is suddenly gaunt.

51. ANOTHER ANGLE (OVER MILDRED'S SHOULDER)

Standing in the doorway of the living room beyond, are two detectives. Both wear topcoats, and are carrying their hats in their hands. The taller of the two is evidently the boss. He does all the talking.

DETECTIVE:

Mrs. Beragon? We're from haadquarters.

52. CLOSE ON MILDRED (WITH VEDA)

as they look at each other, then back to detectives.

DETECTIVE'S VOICE:

(over scene)

The Inspector would like you to come down and talk a little with him..... if it's convenient.

VEDA:

(turning to face
detectives)

Why? What's the matter?

53. CLOSE ON DETECTIVES

DETECTIVE:

(awkwardly)

Sorry, young lady. We only ask
questions. Besides -

(he looks at his partner,
who shifts uneasily from
foot to foot)

- we don't rightly know what the trouble
is.

(soothingly)

Probably just something about the cer -
or something.

54. TWO SHOT MILDRED AND VEDA

Veda is almost shielding her mother.

VEDA:

(savagely)

At this time of night?

Mildred turns Veda around to face her.

MILDRED:

It's all right, dear. Whatever it is,
I'll take care of it. And don't think
about it. Please. Go to bed.

Reluctantly Veda relaxes, and starts toward the stair-
way, looking back at her mother.

55. FULL SHOT (FOYER)

Mildred turns to the detectives. The three of them
start toward the door.

56. DOLLY SHOT GROUP

DETECTIVE:

(he looks up the stairs)

I couldn't say nothing in front of
the girl...

MILDRED:

(in a low voice)

What's the matter?

(CONTINUED)

DETECTIVE:
 (twisting his hat)
 Mr. Beragon - your husband - he's
 been murdered.

Silently, with no expression, and on leaden feet,
 Mildred turns and walks toward the front door, the
 detectives following.

DISSOLVE TO:

57. CLOSE SHOT (WIDE ANGLE) NIGHT

of the sign out into the stone over the doorway of the
 Los Angeles Police Department. The CAMERA PANS DOWN
 to reveal Mildred Pierce, flanked by the two detectives,
 just entering the building.

DISSOLVE TO:

58. TRAVELING SHOT LONG CORRIDOR

as the three walk along. On one side are tall windows,
 through which we catch an occasional glimpse of the
 night sky outside.

In the center of the corridor opposite the windows, is
 a bank of elevators. A scrubbing woman is cleaning the
 marble floors.

Also opposite the windows, on either side of the ele-
 vators are rows of offices with glass paneled doors,
 and various corridors leading off the main hall.

The three people stop at one of the doors.

59. FULL FRONT SHOT MILDRED AND OTHERS

The room is numbered "209" on the stippled glass. On
 the wall beside the door is painted in gold and black
 letters "Criminal Investigations Division". Under the
 sign is a stylized hand pointing a peremptory finger
 at the doorknob. Mildred goes in the open door, fol-
 lowed by the tall detective.

60. INT. ANTEROOM CRIMINAL INVESTIGATIONS DIVISION

This is a small cubbyhole of a reception office, with
 one or two hard-backed chairs. The anteroom is formed
 by stippled glass-paned partitions. There is a door at
 the right as you enter, and a bank teller type wicket
 on the left.

(CONTINUED)

60 (Cont.)

A man wearing a hat appears at the wicket in answer to a knock by the detective.

ED:
(the man with the hat)
Hi-yah, Joe. What you got?

JOE:
(indicating Mildred)
This is Mrs. Pierce...I mean Beragon.

ED:
Which is it... Pierce or Beragon...
Make up yer mind.

MILDRED:
Mildred Pierce Beragon.

ED:
Okay. Wheel her in.

There is the SOUND of a door buzzer and the detective opens the door of the anteroom and gestures Mildred in. She enters.

61. FULL SHOT INT. LARGE ROOM

as Mildred enters. Ed, the detective motions her to a seat underneath a clock on the wall.

ED:
Sit over there.
(into inter-office phone)
Mrs. Beragon just came in.

INTER-OFFICE VOICE:
Tell her we'll be right with her.

ED:
(to Mildred)
Guess you heard that.
(she nods)

The door at the end of the room opens, and IDA comes in, escorted by a matron. Mildred rises in reaction...

ED:
(to matron)
Go right in.

MILDRED:
Ida...
(Ida reacts)

ED:
No talking...

Ida goes toward Peterson's office, looking back at Mildred worriedly. Peterson's door opens, and Wally comes out, escorted by Markey, the policeman.

ED:
(as Wally goes by)
We'll dust off your old room... the
one with the view.

(CONTINUED)

61 (Cont.)

WALLY:
(grimly)
Hah-hah. Big joke.
(he sees Mildred and stops)
You ---

MILDRED:
Wally, I --

ED:
No talking...

Wally is taken to the door marked "Fingerprint Section" and goes out. Mildred sits down slowly. The CAMERA PANS UP to the clock, which ticks loudly. The time is one-thirty-five.

DISSOLVE TO:

62. CLOSE ON CLOCK

which now reads one-fifty-five. The CAMERA PANS DOWN to Mildred, who is getting more and more nervous. We hear the SOUND of the clock, and the monotonous squeaking of Ed's chair as he rocks back and forth, in the b.g. He's occupied in trying to roll a cigarette. The door of the anteroom opens and a reporter comes wandering in.

REPORTER:
What's the good word?

ED:
(who never looks at him)
My feet hurt, that's the good word.

REPORTER:
You got me crying. How about a nice juicy item for the morning edition?
(he's poking into things on Ed's desk - looking at Mildred)
What's she in for?

ED:
(still working on his cigarette)
Parking gun under her seat in the movies.
Scram.

The reporter wanders out the way he came. Ed finally gives up on the cigarette and throws it away, settling for a snipe from the ashtray. The door in back opens, and BERT PIERCE comes in, under escort.

63. MED. CLOSE ON MILDRED

as she reacts to Bert's entrance. This shakes her greatly - more than the others.

(CONTINUED)

63 (Cont.)

MILDRED:

Bert --

Bert and the detective pass between Mildred and the
CAMERA.

DETECTIVE:

(to Mildred)

No talking...

Bert and the detective go on to Peterson's office.

64. ANOTHER ANGLE MILDRED AND ED

ED:

(to Mildred)

You know that guy?

MILDRED:

(tonelessly)

Yes. We were married once.

We HEAR the SOUND of the clock, and then again the
monotonous squeaking of Ed's chair.

DISSOLVE TO:

65. CLOSE ON CLOCK (BOOM SHOT)

THRU

75. which now reads 2:25. The CAMERA BOOMS DOWN and BACK
for a FULL SHOT of the room, which seems like a funnel
leading to Peterson's door.

Ed is still rocking. Mildred is still sitting.

Then suddenly with a harsh abruptness that makes Mildred
jump, a buzzer SOUNDS.

Ed looks at Mildred.

ED:

They want you now.

(Mildred gets up and

starts for door slowly)

Now you can talk.

Mildred goes to Peterson's door, squares her shoulders,
then enters. The door closes behind her.

76. FULL SHOT INT. INSPECTOR'S OFFICE

which is fairly large and rather cold looking. The desk beneath the high windows is cluttered with souvenirs.

PETERSON:

Won't you sit down, Mrs. Beragon...
(indicating chair
close to desk)

Mildred sits down. Peterson sits on a corner of his desk and continues pleasantly, his manner half embarrassed.

PETERSON:

Uh - sorry about your husband. It must be a shock to you.

(Mildred nods - he
laughs apologetically)

I'm afraid I don't quite know how to begin. The fact of the matter is, Mrs. Beragon, that --

(he gets up and walks
around his desk)

we don't need you.

(he sits down in his
chair)

Mildred is totally unprepared for this, and doesn't quite understand.

MILDRED:

You don't need me?

PETERSON:

(gesturing helplessly)

I don't know how to apologize for bringing you down here for nothing... but you understand -- we had to be sure.

77. CLOSEUP PETERSON

He is half smiling pleasantly, but his eyes are cold and calculating as he looks at Mildred.

PETERSON:

Now we're sure.

1/25/45
28, 29, 30.

78. CLOSE ON MILDRED

MILDRED:

(tonelessly)

You're not going to ask me questions?
I thought you'd ask me questions.

79. TWO SHOT FAVORING PETERSON

as he gets up from his desk chair and comes around in front again.

PETERSON:

I know, Mrs. Beragon. Everybody thinks detectives do nothing but ask questions - but, detectives got a soul same as anybody. Cigarette?

(he extends a case from the desk. Mildred shakes her head)

Go ahead. Won't hurt you.

(she takes one)

Why heck, Mrs. Beragon -

(he lights his cigarette)

being a detective is like - like making an automobile. You just take all the pieces and put 'em together one by one, and first thing you know you got an automobile --

(he pauses)

or a murderer.

He goes around his desk again and sits down.

PETERSON:

And we got him. You're in the clear, Mrs. Beragon. The case is on ice. You can go now.

Mildred gets to her feet. She is indacisive for an instant. Then,

MILDRED:

Could you - would you tell me who - who -

PETERSON:

Who did it? Sure. You're entitled to know.

He rings a buzzer.

SCENES 80 THRU 83 OMITTED.

Changes
"MILDRED PIERCE"

2/21/45
31.

84. FULL SHOT PETERSON'S OFFICE

as Peterson leans back in his chair, watching Mildred for her reaction. Mildred stands, looking at the door. Bert Pierce comes in, followed by a detective.

PETERSON:

He did it, Mrs. Beragon. Your first husband.

MILDRED:

Not Bert -- no!
(to Peterson, desperately)
He didn't do it.

PETERSON:

Ask him.

Mildred faces Bert. He looks at her, saying nothing. Then his eyes drop.

PETERSON:

(to Mildred, cheerfully)
He did it all right.

MILDRED:

(to Bert)
No, Bert! I won't let you do this!
(to Peterson, savagely)
What about Wally Fay? How do you know he didn't do it?

PETERSON:

Fay had no motive. This guy --
(indicating Bert)
did. You see, Mrs. Beragon, we start out with nothing. Just a corpse...if you'll pardon the expression. Okay. We look at the corpse...and we say why? What was the reason? And when we find the reason, we find the guy that made the corpse.

(pointing with his thumb)

In this case - him.

Peterson makes a motion of dismissal. Bert is taken out with a last long look at Mildred. She turns to the inspector.

MILDRED:

(desperately)
I tell you Bert didn't do it! I know he didn't.

(CONTINUED)

84 (Cont.)

PETERSON:

Do you?

(produces a gun
from his drawer)

The murder was committed with this.
Know who it belongs to?

MILNERED:

I - I don't know.

PETERSON:

We do. It belongs to Pierce. That's
fact number one. Fact number two...
he doesn't deny killing Beragon. He
seemed to think it was a good idea.
(he leans back)

And if there's one thing we know from
experience, Mrs. Beragon, it's that an
innocent man always denies the crime...
loud and often.

(he shrugs)

Pierce doesn't. Do you blame us for
feeling fairly confident that he's the
guy that put four shots out of six into
Beragon?

MILNERED:

He didn't. He couldn't. He's too
kind...and gentle...

(CONTINUED)

84 (Cont.)

PETERSON:

Okay. He's kind and gentle. He's wonderful.

(a pause)

If he's so wonderful, Mrs. Beragon... why did you divorce him?

MILDRED:

I was wrong. It's taken me four years to find that out. Now I know - I was wrong.

PETERSON:

(leaning back)

Let's see...four years ago, Bert was in the real estate business, wasn't he?

MILDRED:

Yes... He and Wally Fay were partners. For a long time they made good money. They built a lot of houses. Then suddenly people stopped buying. The boom was over.

DISSOLVE TO:

86. FULL SHOT EXT. REAL ESTATE OFFICE SHOT

THRU

87. Bert is outside as the mailman approaches.

MILDRED'S VOICE:

(OVER SCENE)

And then one day Bert and Wally split up. Wally was in. Bert was out. But I didn't know that. Bert didn't tell me when he came home that day.

BERT:

(to mailman)

Got a change of address card?

MAILMAN:

Sure.

DISSOLVE TO:

88. PAN SHOT BERT SHOT

approaching the Pierce home.

(CONTINUED)

88 (Cont.)

MILDRED'S VOICE:

This is where we lived. 114 Cor-
valis Street.....

89. INT. PIERCE HOME KITCHEN

Mildred is putting the icing on a magnificent birthday
cake. This is a vastly different Mildred from the one
we are now accustomed to. At this point she looks
harrid and not too well kept.

MILDRED'S VOICE:

(continuing OVER)

I was always in the kitchen. I felt
as though I'd been born in a kitchen
and lived there all my life, except
for the few hours it took to get
married.

Bert comes in the kitchen door. The screen door
slams behind him.

MILDRED:

(not looking)

That you, Bert?

BERT:

(sullenly)

Yeah. Who else?

MILDRED:

(looking up - pleasantly)

I thought it might be Mrs. Whitley
calling for her cake.

(she indicates)

BERT:

(irritated)

Well, it isn't.

Bert goes on through the kitchen.

90. INT. LIVING ROOM

The CAMERA HOLDS on an upright piano. On top of the
piano is a hand-tinted enlargement of a snapshot of
Veda and Kay.

Bert comes in, takes off his coat, loosens his collar
and flops down on the sofa with a newspaper.

(CONTINUED)

90 (Cont.)

MILDRED'S VOICE:

(OVER SCENE)

This was the kind of life I had. I hated it. Not because of myself. But because of my children - Kay and Veda.

Mildred appears at the door of the kitchen, wiping her hands on her apron.

MILDRED:

I pressed your other pants. I thought maybe you'd want to see McClary about that salesman's job.

BERT:

(sour - not looking up)

It might be nice if you left me alone for five minutes, Mildred. When the time comes, I'll get a job.

SOUND of doorbell ringing COMES OVER.

91. FULL SHOT LIVING ROOM

as Mildred hurries through to answer the front door. Bert pays no apparent attention aside from a flick of the eyes.

92. EXT. PIERCE HOME AT FRONT DOOR

with a neatly uniformed delivery man carrying an oblong dress box. The door opens, revealing Mildred.

MILDRED:

Yes?

DELIVERY MAN:

Package from I. Langlin.
(he extends it together
with the receipt pad)

Mildred scribbles her initials and then closes the door.

93. INT. PIERCE HOME FOYER (SHOOTING AWAY FROM DOOR)

as Mildred turns, looking over the package.

(CONTINUED)

93 (Cont.)

BERT'S VOICE:

(coming OVER)

What's that?

Mildred looks up guiltily.

94. FULL SHOT FOYER

Bert is standing at the doorway that leads to the living room looking heavily at Mildred.

MILDRED:

A dress. For Veda.

BERT:

(heavily)

I thought so. Where'd you get the money?

Mildred starts toward the stairs. She gets up a few steps.

MILDRED:

It was my money! I earned it.

BERT:

That's right. Throw it up at me.

MILDRED:

I don't say half as much as most women would say with nothing but bills staring them in the face.

She continues on up the stairs.

95. FULL SHOT TOP OF STAIRS

as Mildred comes up and goes into the children's bedroom at the head of the stairs. Bert continues, from downstairs.

96. INT. CHILDREN'S BEDROOM

as Mildred comes in and proceeds to unpack the dress from its box of tissue paper, on the bed. This room, in odd contrast to the rest of the house, is pleasant and well furnished. Obviously Mildred has lavished money and loving care on her children's sleeping quarters. She hangs the dress up on the back of a closet door.

(CONTINUED)

"MILDRED PIERCE"

96 (Cont.)

BERT'S VOICE:

(OVER scene from downstairs)

Go ahead. Keep it up. Maybe you wouldn't have so many bills if you didn't try to bring up those kids like their old man was a millionaire. No wonder they're so fresh -- and stuck up. That Veda! I tell you, I'm so fed up with the way she high-hats me, one of these days I'm going to cut loose and really clip her one

97. STAIRWAY PIERCE HOME (SHOOTING UP AT MILDRED)
(MOVING SHOT)

as she comes out of the bedroom and starts down. At Bert's line "I'm going to let her have one" which comes OVER SCENE, Mildred freezes on the staircase.

MILDRED:

(in a deadly tone)

If you ever touch Veda

Mildred's vehemence stops Bert cold.

98. INT. LIVING ROOM

Mildred comes in, followed by Bert, who is watching her closely as she crosses over to the fireplace. She is cold with fury and pays no attention to him. After a second's silence, he begins again.

BERT:

(watching Mildred's back)

The trouble is, you're trying to buy love from those kids -- and it won't work. I'm no bargain, but I make enough to get by. But no, that isn't good enough. Veda has to have a piano and lessons and fancy outfits so she can sit up on a platform smirking her way through a piece any five-year-old could play ...

MILDRED:

(hotly)

Veda has talent! You can ask the neighbors!

(CONTINUED)

98 (Cont.)

BERT:

Yeah? She plays the piano like I shoot pool. And Kay. A nice normal kid that just wants to skip rope and play baseball. But she's got to take ballet lessons! She's going to be a ballet dancer so you can feel proud of yourself.

MILDRED:

All right, what of it? Why shouldn't I want them to amount to something. I tell you I'd do anything for those kids, do you understand? Anything!

BERT:

(quiet)

Yeah? You can't do their crying for them, Mildred.

MILDRED:

I'll do that too! They'll never cry if I can help it.

BERT:

(shaking his head)

There's something wrong, Mildred. I -- I don't know what. I'm not smart that way. But I know it isn't natural....

The phone rings suddenly and she picks it up.

MILDRED:

(into phone)

Yes?...yes, he is...who's calling?
(she smiles scornfully
as she extends the phone
to Bert)

It's for you. Mrs. Biederhof.

Bert takes the phone reluctantly.

BERT:

(into phone - evasively)

Yeah, Maggie? I - I can't talk to you now. I've told you not to --

(he listens)

I can't talk to you now. Later ... later, I said!

He hangs up the phone with a bang. Mildred sniffs at him.

(CONTINUED)

98 (Cont.1)

MILDRED:

So the noble Mr. Pierce can't talk right now. He's too busy telling his wife that what's wrong with their married life is the way she treats the children.....

BERT:

Maggie means nothing to me - you know that.

MILDRED:

I wish I could believe it.
(sweetly)

You'd better run right down there and apologize...she won't play gin rummy with you anymore. It is gin rummy, isn't it?

She walks into the kitchen, Bert following.

BERT:

(blustering)

Now look, Mildred...don't go too far. One of these days I'll call your bluff.

MILDRED:

You're not calling me...I'm calling you! You might as well know right now...once and for all...the children come first in this house. I'm determined to do the best I can for them. If I can't do it with you, I'll do it without you.

BERT:

(livid with anger)

Ah, now we get down to the point... you're just looking for an excuse to heave me out on my ear, is that it?

MILDRED:

I never said --

BERT:

I'm fed up. Let's see you get along without me for a while.
(he starts out)

When you want me you know where to find me.

MILDRED:

(deadly calm)

If you go down to that woman's house again, you're not coming back here!

(CONTINUED)

98 (Cont.1)

MILDRED.

So the noble Mr. Pierce can't talk right now. He's too busy telling his wife that what's wrong with their married life is the way she treats the children.....

BERT:

Maggie has nothing to do with the children.

MILDRED:

No, and she won't either.
(sweetly)

You'd better run right down there and apologize...she won't play gin rummy with you anymore. It is gin rummy, isn't it?

She walks into the kitchen, Bert following.

BERT:

(blustering)

Now look, Mildred...don't go too far. One of these days I'll call your bluff.

MILDRED:

You're not calling me...I'm calling you! You might as well know right now...once and for all...the children come first in this house. I'm determined to do the best I can for them. If I can't do it with you, I'll do it without you.

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(livid with anger)

Ah, now we get down to the point... you're just looking for an excuse to heave me out on my ear, is that it?

MILDRED:

I never said --

BERT:

I'm fed up. Let's see you get along without me for a while.

(he starts out)

When you want me you know where to find me.

MILDRED:

(deadly calm)

If you go down to that woman's house again, you're not coming back here!

(CONTINUED)

98 (Cont.2)

BERT:
(between his teeth)
I go where I want to go.

MILDRED:
(very quietly)
Then pack up, Bert.

BERT:
(after a long glance)
Okay, I will.

He starts out of the room, then suddenly stops.

BERT:
The kids aren't home yet, eh?

MILDRED:
(a low voice)
No - not yet.

BERT:
I - uh ... I don't want you to
tell them I said goodbye or
anything like that. You can
just say --

MILDRED:
I'll take care of it.

BERT:
Okay, then. I'll leave it to you.

They look at each other for a long instant, each waiting for the other to speak. Neither will give in.

BERT:
Goodbye, Mildred.

MILDRED:
(in a dull voice)
Go on, Bert. There's nothing more
to say. Just ... go on ...

She doesn't look at him as he goes out through the kitchen door, just stands there quietly, her head down. The CAMERA MOVES IN on Mildred. The tears are streaming down her face now.

DISSOLVE TO:

98a. EXT. PIERCE HOME

A slick looking convertible slides to a stop near the front of the house. VEDA PIERCE is fourteen, going on fifteen, at this point. She is carrying her music and wearing a sloppy-joe sweater, and run-down, flat-heeled shoes that have reached the advanced stages of decrepitude so highly prized by highschool girls.

In the car is a young high school kid.

VEDA:
(stepping out of car)
Thanks for the lift.

BOY:
(grandly)
It was a pleasure.

99. FOLLOW SHOT

As Veda leaves the car and starts toward the house, Bert drives through the driveway out into the street and away.

100. CLOSE SHOT VEDA

puzzled, she looks at her father's car as it goes by.

101. FOLLOW SHOT

as she crosses the street catty-corner and approaches a vacant lot down the street from the Pierce home. Some kids are playing softball in the lot and making plenty of noise about it. Veda is disgusted at the sight in a very lady-like way.

102. FULL SHOT SOFTBALL GAME

Playing center field, with her back to CAMERA, is a very determined young lady wearing boy's overalls, and with her pigtailed tucked up out of the way. In common with the rest of the players in the field she is shouting advice to the pitcher, and imprecations to the batter.

(CONTINUED)

99. EXT. PIERCE HOME AUTOMOBILE

parked by the curb, just as the car door slams behind Bert. He jams his foot on the starter and goes off with a jump. Veda is just going toward the house and stops.

100. CLOSE SHOT VEDA

puzzled, Veda looks at her father's car as it goes by.

VEDA is fourteen, going on fifteen, at this point. She is carrying her music and wearing a sloppy-joe sweater, and run-down, flat-heeled shoes that have reached the advanced state of decrepitude so highly prized by highschool girls.

101. FOLLOW SHOT

as she crosses the street catty-corner and approaches a vacant lot down the street from the Pierce home. Some kids are playing softball in the lot and making plenty of noise about it. Veda is disgusted at the sight in a very lady-like way.

102. FULL SHOT SOFTBALL GAME

Playing center field, with her back to CAMERA, is a very determined young lady wearing boy's overalls, and with her pigtails tucked up out of the way. In common with the rest of the players in the field she is shouting advice to the pitcher, and imprecations to the batter.

(CONTINUED)

102 (Cont.)

KAY:

(smacking her glove)

Aw right -- aw right -- here's an
easy out.(the batter in
b.g. fans)At's a way...the big eye...come on
you lily...hit 'at ball!

The batter in b.g. obliges with a long popfly to center. Kay backs up for the catch, makes it and heaves the ball back into the game.

Veda comes into scene and seizes her sister firmly by the nearest protuberance.

KAY:

(indignant)

Hey - what's eating you?

VEDA:

You're coming home with me!

KAY:

Awww --

(she heaves down her glove)

Kay accompanies her sister off the field.

103. FOLLOW SHOT VEDA AND KAY

as they walk along the walk on their way home. Kay alternately walks forward and then backward, being very careful not to step on any cracks in the sidewalk, no matter what the effort costs.

VEDA:

Look at your clothes. Honest, Kay, I think you oughta take a little more pride in the way you look. You act like -- like a peasant!

KAY:

Aw pretzels... Whadda I care?

VEDA:

(primly)

You'll care some day, Miss Smarty.
Wait 'til you get interested in boys.

KAY:

Aaah! I got over that when I was eight.

Walking backward, she turns sharply into the Pierce drive. Veda follows her.

DISSOLVE TO:

104. INT. PIERCE KITCHEN

Still crying a little, Mildred is just finishing writing "Happy Birthday, Eddie" on the cake. She wipes her eyes hurriedly as the screen door slams and the children come in.

KAY:
(giving her
a kiss)
'lo, ma.

MILDRED:
Hello, darling.

VEDA:
Good afternoon, mother.

Mildred gives Veda a peck on the cheek, as Kay becomes interested in the cake bowl.

MILDRED:
(peeling Kay away
from the bowl)
How did your lessons go today, Veda?

VEDA:
I'm learning a new piece. "Valse
Brilliante". That means - brilliant
waltz.

MILDRED:
(drily)
Does it, really?

VEDA:
I saw father go out.

MILDRED:
(in an immediate
attempt to fore-
stall questions)
Did you? Er - why don't you play
your new piece for me, Veda? I'd
certainly like to hear it.

VEDA:
(bored)
Oh, all right.

She walks into the living room.

MILDRED:
(to Kay)
Kay, just look at your clothes.

(CONTINUED)

104 (Cont.)

KAY:

(bored)

I know - I know - I should have
been a boy.

105. INT. LIVING ROOM

Veda is playing her piece at the piano as Mildred comes from the kitchen to listen. Veda is more interested in her mother than the piano during the following.

VEDA:

(as she plays)

Father had a suitcase with him.

MILDRED:

Did he?

(still that effort)

That's a lovely piece...

VEDA:

Where was he going, mother?

MILDRED:

I - I don't know.

Kay has been taking an increasing interest in the conversation. Veda stops playing.

KAY:

How long will he be gone?

MILDRED:

It's hard to say.

(to Veda)

Don't stop, darling...

VEDA:

(disregarding her)

Is he coming back?

MILDRED:

(taking a stand)

You might as well know... both of
you. Your father and I have de-
cided to separate.

For an instant nothing is said. Kay and Veda look at each other.

KAY:

Is he mad at us?

(CONTINUED)

105 (Cont.)

Veda starts playing again.

MILDRED:

It has nothing to do with you,
honey.... It just couldn't be
helped.

(she looks directly
at Veda)

I can't tell you about it now...
someday I will, but not now.

Kay watches her mother and Veda with interest.

VEDA:

If you mean Mrs. Biederhof, mother,
I must say my sympathy is all with
you. I think she's distinctly middle-
class.

MILDRED:

Please, Veda... it wasn't Mrs. Bieder-
hof... it was just little things...
but mostly about your dress...

Veda's entire attitude changes abruptly. Instead of
bored impatience, her eyes shine with excitement.

VEDA:

My dress? It came!

She stops playing the piano and clatters out of the
living room with Kay whooping along after her. Mildred
is left alone. She starts to call after them, then
changes her mind. Wearily, she starts taking off her
apron.

106. INT. GIRLS' BEDROOM

Veda has been removing what few clothes she wears, with-
in reasonable limits, and now starts to put on the
dress. Kay is lying on her stomach on one of the beds,
watching critically.

VEDA:

(her voice muffled
by the dress as it
goes over her head)

It's awful cheap material... I can
tell by the smell.

KAY:

Whadda yuh expect? Want it inlaid
with gold?

(CONTINUED)

106 (Cont.)

VEDA:

(emerging)

It seems to me if you're buying
anything it should be the best.

(she fusses with
the dress)

This is definitely not the best.

KAY:

Aw, stop, you're breaking my heart.

107. FULL SHOT STAIRWAY

as Mildred comes to the top, an expectant smile on
her face as she goes toward the children's bedroom.
The door is open.

108. FULL SHOT INT. BEDROOM

Veda is furious. She sniffs as she flips at the
ruffles scornfully.

VEDA:

It's impossible. Utterly, utterly
impossible.

109. FULL SHOT MILDRED

at head of stairs. The smile is frozen on her
face and it gradually disappears as she overhears
the conversation in the bedroom.

VEDA'S VOICE:

(continuing; overscene)

Look at it! Ruffles! I wouldn't
be seen dead in this rag.

Mildred slowly leans against the wall, her eyes closed.

DISSOLVE TO:

110. OMITTED

111. FULL SHOT BERT'S DEN NIGHT

Mildred is seated at a desk, figuring intently. The desk is spread with budget books, a bank book, and various legal-looking documents such as insurance policies, mortgage deeds, etc. As CAMERA MOVES IN:

MILDRED'S VOICE:

It didn't take me long that night to figure out that I was broke... dead broke. And with Bert gone, it looked as though I'd stay that way.

112. CLOSE SHOT MILDRED

as she finishes adding up the figures, and subtracting her debts. Then she stops wearily, and starts putting away the books and papers into various drawers of the battered desk.

MILDRED'S VOICE:

It was a warm night. I remember that. And far away you could hear somebody playing the radio. But I felt all alone... cold and lonely... For the first time in my life I was lonely...

The CAMERA MOVES IN CLOSE on desk top, as Mildred fingers various articles there. First a pipe, half filled with tobacco; then a wooden ashtray with "Welcome to Niagara Falls" burned into the wood; then in one of the drawers as she puts away a ledger she finds a limp and forgotten bow-tie of the elastic variety.

(CONTINUED)

112 (Cont.)

MILDRED'S VOICE:

(continuing over)

- and there was so much to remind me of Bert... and how things used to be with us... and what great hopes we had...

Then, as she puts some insurance policies in the center drawer, her hand brushes against a gun. Almost furtively her hand returns to it and clasps the grip. She starts to lift it out. There is the sudden sharp SOUND of the DOORBELL RINGING.

113. FULL SHOT MILDRED

as she drops the gun into the drawer, closes it sharply and twists the key. The DOORBELL RINGS AGAIN.

114. FULL SHOT DOORWAY PIERCE HOME NIGHT

We cannot see the face of the man at the door; just his bulk. The door opens. We see Mildred inside, through the screen.

VOICE:

Hi-yah, Mildred.

MILDRED:

Hello, Wally.

115. INT. PIERCE HOME FOYER

Without awaiting an invitation, Wally pushes the screen door open, revealing himself, four years younger than we have seen him and a little thinner looking. He is wearing a straw hat, fountain pens and pencil in his handkerchief pocket.

116. TWO SHOT WALLY AND MILDRED

WALLY:

Bert around?

MILDRED:

(coldly)

Not right now, he isn't.

(CONTINUED)

116 (Cont.)

WALLY:

Okay... I'll see him Monday. There's a little trouble over a mortgage. I thought maybe he could help us out. Ask him to drop over, will you?

MILDRED:

If it's important you'd better look him up yourself. He's -- he's not living here anymore.

WALLY:

You mean you busted up?

MILDRED:

Something like that.

WALLY:

For good?

MILDRED:

As far as I know.

Wally starts into the living room. Mildred follows, amazed.

WALLY:

Well, if you don't know, I don't know who does know.

117. INT. LIVING ROOM

as Wally comes in, looks around, making himself completely at home and throwing his straw hat on a chair.

WALLY:

You here all alone?

MILDRED:

No, I have the children.

WALLY:

(shrugs)

I never did mind being around you, Mildred.

MILDRED:

You certainly kept it to yourself.

WALLY:

Me - I'm conscientious.

(he flops on couch)

Not too much ice in that drink you're about to make for me.

(CONTINUED)

117 (Cont.)

MILDRED:
 (eyeing Wally,
 sarcastically)
 Are you moving in?

WALLY:
 (grinning)
 Maybe. Anyhow I'm not going to cry my
 eyes out because you and Bert are split
 up. I like the idea.
 (he looks her over carefully.
 Mildred feels a little self-
 conscious about it)
 It makes me feel good.

MILDRED:
 I wish it made me feel good.

She walks toward the kitchen. Wally gets off couch and follows her.

118. INT. PIERCE KITCHEN

Mildred gets a half-filled bottle of liquor out of the kitchen cabinet. Wally gets two glasses from another cabinet.

WALLY:
 I've always been a little soft
 in the head as far as you're
 concerned.

MILDRED:
 (drily)
 You surprise me.

WALLY:
 (continuing)
 This is on the level. Bert's gone.
 Okay. The way I figure it, maybe
 there's a chance for me now.

MILDRED:
 Quit kidding an old married woman
 like me.

She hands the bottle to Wally, who starts to pour himself a stiff drink. Mildred goes to the refrigerator for ice.

WALLY:
 I thought maybe you'd have a weak
 moment one of these days.

(CONTINUED)

118 (Cont.)

MILDRED:
If I do, I'll send you a telegram...
collect.

WALLY:
(pouring)
Say when.

MILDRED:
None for me. I'm not used to it.

WALLY:
You've got to get educated, Mildred, You've
just joined the biggest army on earth...
the great American institution that never
geta mentioned on the Fourth of July...a
grass widow with two kids to support.

As he tosses down the drink, Mildred starts to leave the
room. As she passes Wally, he catches a tie-string of
her robe and gives it a pull.

MILDRED:
Why don't you make an effort to grow up,
Wally.

She goes into the living room. He follows.

119. INT. LIVING ROOM

WALLY:
Why don't you forget about Bert?

MILDRED:
Maybe I don't want to.

WALLY:
You'll be lonely, Mildred. You're not
the kind of a woman who can get along
by herself.

MILDRED:
I can try.

He takes her by the shoulders. She decidee to stop
things right now.

MILDRED:
Wally, you should be kept on a leash.
Can't you be friendly?

WALLY:
(grinning)
I am being friendly.

(CONTINUED)

119 (Cont.)

MILDRED:

(fending him
off)I mean it. Friendship is much
more lasting than love.

WALLY:

Yeah, but it isn't as enter-
taining.He pulls her close to him, and kisses her. She pulls
away from him calmly but annoyed.

MILDRED:

Cut it out, Wally. You make
me feel like Little Red Riding
Hood.

WALLY:

(laughing)

Oh, I get it. I'm the Big
Bad Wolf.(he is still
holding her)You've got me all wrong.
I'm a romantic guy but I'm
not a wolf.

MILDRED:

I know you romantic guys. One
crack about the beautiful moon
and you're off to the races!

WALLY:

(trying to put
his arm around
her)Is there anything wrong
in that?

MILDRED:

You'd better go now, Wally.

WALLY:

No dice, huh? I'm sorry,
Mildred. You know I wouldn't
pull any cheap tricks on you.
You know that-----

MILDRED:

Good night, Wally.
(she hands
him his hat)

(CONTINUED)

119 (Cont.1)

WALLY:

You don't want to see me at
all?

MILDRED:

(opening the
door)

I lost my youthful curiosity
years ago. I said goodnight,
Wally.

WALLY:

(going to
the door)

Okay. Okay. Round one goes
to Mildred Pierce.

MILDRED:

There won't be any round two.

WALLY:

We live in hope. I don't give
up so easy.

Mildred closes the door after him.

120. FULL SHOT FOYER

as Mildred comes to the door, and locks it. Then
she goes back to the living room. The CAMERA PANS
to:

121. FULL SHOT LIVING ROOM (SHOOTING THROUGH DOORWAY)

as Mildred switches off the light, and then comes
back to foyer and starts upstairs, the CAMERA PAN-
NING with her.

122. FULL SHOT MILDRED (SHOOTING DOWN FROM TOP OF
STAIRS)

as Mildred comes up to the top, where the CAMERA
PANS her to the door of the children's room.
Softly, she opens the door.

123. INT. CHILDREN'S BEDROOM

At first it is completely dark, then a streak of light appears as the door is slowly opened. By the light, we see Veda's eyes, wide-open in the dark. She's in bed. As the ray of light widens she turns her head toward the door.

124. INT. CHILDREN'S BEDROOM (ANOTHER ANGLE)

as Mildred comes in, leaving the door open.

MILDRED:

(whispering)

Awake, Veda?

VEDA:

Yes, mother.

Veda reaches up and switches on the dim light between the twin beds. Ray is in the other one, fast asleep. Tears are glistening on her lashes.

MILDRED:

(as the light goes on)

You'll wake up Kay.

VEDA:

No. She's tired out. She cried herself to sleep.

MILDRED:

(pain in her voice)

Oh. I'm sorry. Was it about father?

VEDA:

Yes. Is he going to marry Mrs. Beiderhof?

MILDRED:

I - I don't know. I think you should be asleep.

VEDA:

I've been thinking.

MILDRED:

What about?

VEDA:

I heard you and Wally talking.

(CONTINUED)

124 (Cont.)

MILDRED:

You listened?

VEDA:

I was awake.

MILDRED:

Well -

VEDA:

(slyly)

You could marry him if you wanted to?

MILDRED:

I'm not in love with him.

VEDA:

But, if you married him maybe we could have a maid and a limousine... and maybe a new house. I don't like this house, mother.

MILDRED:

Neither do I. But that's no reason to marry a man I'm not in love with.

VEDA:

Why not?

MILDRED:

(levelly)

Does a new house mean that much to you, Veda? You'd trade me for it?

VEDA:

(instantly and falsely contrite)

I didn't mean it, mother. I don't care what we have...as long as we're together.

She flings her arms around Mildred and hugs her. Mildred softens, and noticing it, Veda goes on slyly.

VEDA:

It's just that there are so many things I - we should have, and haven't got.

MILDRED:

(tenderly)

I know, darling. I know. I want you to have nice things. And you will. Wait and see, I'll get you everything. Anything you want. I promise. Now go to sleep.

(CONTINUED)

124 (Cont.1)

VEDA:

How?

MILDRED:

I don't know. But I will. I
promise. Now go to sleep.

VEDA:

(snuggling down)

All right, mother.

Mildred stands up and looks at her tenderly, then
leans down and kisses her cheek.

MILDRED:

I love you, Veda.

VEDA:

(impatient)

I love you, mother. Really I do.
But let's not be sticky about it.

This hurts Mildred, but she takes it calmly.

MILDRED:

All right, darling. Good night.

VEDA:

Good night, mother.

As Mildred goes

DISSOLVE TO:

125, 126 & 127, OMITTED

128. INT. MILDRED'S BEDROOM

NIGHT

The CAMERA MOVES IN CLOSE as Mildred stares into space.

MILDRED'S VOICE:

I was sick and frightened... Over and over again in my mind as I laid awake that night I was saying to myself - "I've got to get a job. I've got to get a job."

DISSOLVE TO:

129. MONTAGE (SERIES OF QUICK DISSOLVES)

OVER the following, we HEAR Mildred's voice and different interviewers' voices.

(CONTINUED)

129 (Cont.)

a. EXT. SEARS ROEBUCK STORE, as Mildred goes in.

MILDRED'S VOICE:

(over MONTAGE)

It wasn't as easy as I thought. I walked my legs off...until my shoes were so thin I could count the cracks in the pavement through them.

DISSOLVE TO:

b. MILDRED AT WICKET The man shakes his head.

MILDRED'S VOICE:

And always, everywhere I went, I heard the same thing --

MAN'S VOICE:

Sorry - we need someone with experience.

DISSOLVE TO:

c. EXT. SHOE STORE - as Mildred goes in.

WOMAN'S VOICE:

Sorry - need experience.

DISSOLVE TO:

d. EXT. DEPARTMENT STORE - Mildred goes in, past sign marked "PERSONNEL OFFICE".

e. CLOSE SHOT INT. DEPARTMENT STORE PERSONNEL OFFICE

PERSONNEL MANAGER:

How can I give you a job if you have no experience?

MILDRED:

How can I get experience if I don't get a job?

DISSOLVE TO:

130. FOLLOW SHOT MILDRED WALKING ALONG BUSINESS STREET

She is apathetic and tired, too tired even to protest when people bump into her as frequently happens.

MILDRED'S VOICE:

(OVER SCENE)

I was too tired, too sick at heart, to take the long trip back home without at least a cup of tea...

DISSOLVE TO:

12/6/44
60.

131. INT. RESTAURANT (SHOOTING THROUGH WINDOW)

as Mildred comes along, looks at menu tacked onto window, then starts into restaurant. The CAMERA PANS her in, to where she is met by the hostess, IDA. The CAMERA DOLLIES with Mildred and Ida to a nearby table, where Ida hands Mildred a menu, and stands waiting for her order. A waitress passes, then another. Still another comes by with several orders balanced neatly on her arm. Then, O.S. we HEAR the SOUND of a resounding slap.

WAITRESS' VOICE:

(COMING OVER)

I caught you, you dirty little crook!

ANOTHER WAITRESS' VOICE:

Don't do that again!

Mildred turns around in surprise. Ida hurries away.

132. TWO WAITRESSES (HER ANGLE)

They are standing near a table, glaring at each other. Other patrons in the b.g. stare curiously.

FIRST WAITRESS:

I caught you red-handed, this time.
Give it back.

SECOND WAITRESS:

Go chase yourself. I didn't take
your rotten tip. I got tips of my
own.

Ida walks hurriedly up to the girls.

IDA:

What's the trouble?

FIRST WAITRESS:

She's been doin' it right along --
stealin' tips. I seen her once
but this time I caught her and --

IDA:

(low and tense)

Go into the kitchen. I said --
go into the kitchen.

The two girls glare -- then flounce sullenly out of the SHOT.

(CONTINUED)

132 (Cont.)

Ida is trying to restore order without any apparent success. Then the manager comes flying out of the kitchen. CHRIS MAKADOULIS is a rotund little Greek who dramatizee himself excessively.

CHRIS:

Ida. What gives?

IDA:

(indicating)

The rose of the Golden West has been lifting tips again.

First Waitrese and Second Waitress are coming with tray arguing. In the b.g. we see Ida trying to quiet them down.

FIRST WAITRESS:

She stole ten cents off table eighteen, and just now she stole fifteen out of a forty cent tip.

SECOND WAITRESS:

I did not.

CHRIS:

(closing his eyes in patient resignation)

Please, girls, please.

FIRST WAITRESS:

(to second)

You're a fourteen carat liar. Do you mean to tell me that I didn't....

SECOND WAITRESS:

Don't you call me a....

CHRIS:

(indignantly)

This is not the boxing matches! You both go. You are fired!

(screaming at one of the girls who starts to show signs of saying something)

Please don't make me for to lose my temper. Out! Out! Out!

His hat has become awry. He straightens it, as the second waitress flounces toward the kitchen with an insolent shrug. With the air of an impresario, Chris claps his hands and waves the other girls back to work, then turns and addresses the patrons.

(CONTINUED)

132 (Cont.,1)

CHRIS:

(very gracefully)

Please - I am most sorry that this should happen. If I had the time I would have a nervous breakdown I think. I would cut my t'roat from these business...only I would get behind in my work.

He starts back for the kitchen, as the patrons somewhat amused go back to their eating. Chris encourages them, as he walks to the kitchen.

CHRIS:

(to various patrons)

Please...eat. Be hoppy. Fill your stomachs and take pleasure.

As he goes through the swinging door of the kitchen, we hear him address a final appeal in the direction of heaven. The doors close behind him. Ida goes back to Mildred's table.

133. CLOSE SHOT MILDRED AND IDA

IDA:
 (shaking her head)
 Short handed already, and this has
 to happen. Let's see...you wanted
 tea --

She turns to go. Mildred stops her.

MILDRED:
 Wait - you need help? You've got
 a job open?

IDA:
 Yeah - why?

MILDRED:
 (getting to her feet)
 I'll work. I want a job.

Somewhat surprised, Ida can only motion toward the
 kitchen.

IDA:
 Follow me.

As they walk along -

IDA:
 Did you ever work in a restaurant
 before?

MILDRED:
 No.

DISSOLVE TO:

134. INT. LOCKER ROOM OF KITCHEN HELP

Ida brings out some uniforms. Mildred stands undecided.

IDA:
 (noticing this)
 What size do you wear?

MILDRED:
 Fourteen.

Ida selects a uniform while Mildred slips off her dress.
 Ida remembers something, grabs up a bill of fare and
 hands it to Mildred, who tries to look at it, remove her
 dress, and put on the uniform at the same time. Ida
 talks constantly.

(CONTINUED)

135 (Cont.)

CASHIER:

You gotta account for every check, see?
Don't make no mistakes or it'll be de-
ducted against you. You gotta pay for
it, see?

Wearily, Mildred nods.

QUICK DISSOLVE:

(e) MILDRED CLEANING TABLE

putting empty glasses and dishes on tray.

MILDRED'S VOICE:

I learned the restaurant business.

QUICK DISSOLVE:

(f) STACK OF DISHES

balancing on Mildred's arm.

MILDRED'S VOICE:

I learned it the hard way. In three
weeks I was a good waitress...

QUICK DISSOLVE:

(g) MILDRED'S LEGS

MILDRED'S VOICE:

In six weeks I felt as though I'd
worked in a restaurant all my life...

QUICK DISSOLVE:

(h) MILDRED CARRYING TRAY OF DIRTY DISHES

into kitchen.

MILDRED'S VOICE:

...and in three months I was one of
the best waitresses in the place...

135a. INT. KITCHEN (AT DOORS)

as Mildred enters and goes to the garbage bin, where
she throws away a piece of pie. Chris comes into scene.

(CONTINUED)

135a (Cont.)

CHRIS:
Whatsa matter this pie? Alla time
you girls throw away pie.

MILDRED:
The customer wouldn't eat it.

CHRIS:
Why not he wouldn't eat it?

IDA'S VOICE:
(over scene)
Because he's got good sense, that's
why.

135b. KITCHEN ANOTHER ANGLE, MILDRED, CHRIS AND IDA

CHRIS:
(to Ida, deadly calm)
You say my pies steenk?

IDA:
Did you ever eat one, maestro?

CHRIS:
Don't changing the subject.

IDA:
(reaching for a
piece of pie)
Here - take a bite - take a big bite.
And then I'll phone for a stomach
pump.

Chris looks at her, trapped. He looks around. Every-
one is watching. He has to go through with it. He
blusters.

CHRIS:
(preparing to eat)
It's a good pie. I make him myself.
I am great chef. Once I work for
Rector.

(he gulps a piece
and goes on)
And I make pies like you never tasted -
(he stops and then
says mournfully)
-- it steenks.

MILDRED:
It's the crust that does it, Mr. Chris.

(CONTINUED)

135b (Cont.)

CHRIS:
(belligerent)
What you know from pies?

IDA:
She's a good cook.

CHRIS:
Hokay. You make pies for me. Thirty-
five cents I pay you.
(he walks back to
carving counter)
If they no good - I no pay.

MILDRED:
(as she heads back
into restaurant)
They'll be good.

135c. TWO SHOT IDA AND CHRIS

CHRIS:
(mournful)
Ida. Why you make me eat dot pie?
You embarrass me.
(he shakes his head
dolefully)
Some day I cut my t'roat from this
business.

Obligingly, Ida hands him a large carving knife, and
then leaves.

DISSOLVE TO:

136. CLOSE ON SHELF

which is covered with pies.

MILDRED'S VOICE:
(over scene)
...three months later I was baking
six dozen pies a week for Chris. I
was so busy I had to hire a woman
to help me...

The CAMERA PULLS BACK SLOWLY to reveal kitchen.
Every available bit of space is covered with pies.
The only clear space is at the -

(CONTINUED)

136 (Cont.)

kitchen table in one corner, where Mildred, floury and disheveled is figuring something on paper. LOTTIE, helping in the kitchen, is about thirty, not too smart.

LOTTIE:

You need me any more, Mrs. Pierce?"

MILDRED:

Not tonight, Lottie. What time is it?

LOTTIE:

(shaking her head)

Three o'clock again. I don't know how you stand it, Mrs. Pierce, honest I don't. I sleep all day, but you go and work in that restaurant just like you been sleeping all night - only you ain't.

MILDRED:

(smiling)

It keeps me thin...

(indicating bankbook)

...and this fat.

DISSOLVE TO:

137. INSERT (MONTAGE DEPT.)

Savings Account Book on the Glendale Saving and Trust Co. The name is Mildred Pierce. The entries, which are for small sums, total four hundred dollars.

MILDRED'S VOICE:

I was doing all right. I was doing fine. I was able to send Kay to dancing school and Veda to a fine music teacher in Pasadena. Only one thing worried me...

DISSOLVE TO:

138. INT. PIERCE KITCHEN

DAY

Mildred has just entered, carrying the usual armful of grocery bags. SOUND of Veda PRACTISING ON PIANO OFF.

MILDRED'S VOICE:

(COMING OVER)

...that someday Veda would come walking into the restaurant. I was afraid she'd find out I was a waitress...that I took tips, and was glad to get them.

(CONTINUED)

138 (Cont.)

Rows of empty pie tins are scattered along a table, mixing bowls, etc. Lottie is stirring a bowl of batter. She wears one of Mildred's waitress uniforms. Mildred stops, looking at the uniform, surprised. Lottie turns.

MILDRED:

Where did you get that uniform?

LOTTIE:

Miss Veda gave it to me. She makes me wear it, in case I have to answer the doorbell --

MILDRED:

Miss Veda.

LOTTIE:

She makes me call her that.

Mildred sets the bags on the table, turns and exits.

139. INT. LIVING ROOM

Veda is at the piano and Kay is going through some dancing gyrations. The children do not stop as Mildred enters. Kay has a heavy coating of lipstick and mascara on and is trying to pretend that she is a very glamorous young lady.

MILDRED:

(coming into
the room)

Kay! What have you got on?

VEDA:

It's just some lipstick, Mother.

MILDRED:

Lottie, please take Kay upstairs and wash that goo off her face. Give her a good scrubbing.

Lottie takes the reluctant Kay by the hand and starts upstairs with her.

KAY:

Aww... my face don't need washing.
I washed it this morning.

Veda goes back to her piano playing. Mildred comes over to her.

MILDRED:

Veda!

VEDA:

(stops playing - bored)
Yes, Mother? What is it?

(CONTINUED)

MILDRED:
Where did you find that uniform you gave to Lottie?

VEDA:
I was looking for a handkerchief --

MILDRED:
In my closet?

VEDA:
I looked everywhere else, and --

MILDRED:
All your handkerchiefs are in your own top drawer where they always are. What were you doing snooping around in my closet?

VEDA:
Really, mother, it seems to me you're making quite a fuss about something which doesn't matter. If you bought the uniform for Lottie -- and I certainly can't imagine who else you could have bought it for -- then why shouldn't she wear it?

Her casual air of unconcern is just a trifle overdone. She gives herself away by the nervous gestures of her hands, from the piano to her hair, and back to the piano. Mildred seizes her by the shoulders and yanks her around.

MILDRED:
You've been snooping around ever since I got this job, trying to find out what it is. Well, now you know! You know, don't you?

VEDA:
(insolent)
Know what?
(a pause)
Know what, mother.

MILDRED:
(in a low voice)
You know that's my uniform.

VEDA:
(a bad pretense)
Your uniform?

MILDRED:
Yes. I'm waiting table in a Glendale restaurant. And you know it, now.

(CONTINUED)

139 (Cont.1)

VEDA:
 (throwing up her hands)
 My mother -- a common waitress!

MILDRED:
 Yes. So you and your sister can eat
 and have a place to sleep, and a few
 clothes on your backs.

VEDA:
 I'm really not surprised. You've
 never spoken of your people -- who
 you came from -- so perhaps it's
 natural---- Maybe that's why father --

Mildred suddenly lashes out and slaps Veda across the
 face. Veda jumps up...nursing her cheek. Her eyes are
 frozen. There is an instant of silence. Veda clenches
 her teeth, and lets out not as much as a whisper. It
 is Mildred who breaks. She begins to cry.

VEDA:
 My mother. A waitress.

MILDRED:
 I'm sorry I did that. I'd have
 rather cut my hand off. I never
 would have taken the job if I hadn't
 wanted to keep us all together. And
 besides, I wanted to learn the busi-
 ness the best way possible --

VEDA:
 What kind of business?

MILDRED:
 Why - the restaurant business. I'm
 planning to open a place of my own.
 (Veda perks up
 at this)
 There's money in a restaurant, if it's
 run right, and --

VEDA:
 You mean -- you mean we'll be rich?

MILDRED:
 People have gotten rich that way.

VEDA:
 Oh, mother -- I'm sorry I talked that
 way to you. I've been horrible... all
 this time you've been working so hard
 just for me -- and Kay... and I've been
 so horrid. I just didn't realize.
 Please forgive me? Please.

(CONTINUED)

139 (Cont.2)

MILDRED:

I'm sorry, too, that I slapped you so hard.

VEDA:

That's all right, mother. I deserved it. I'll just try to forget about it.

MILDRED:

It's all right. You've got pride, Veda. Never give that up no matter what I say. I wish I had your pride.

VEDA:

I can't help it, mother. It's just how I feel.

MILDRED:

From now on things are going to get better for us. We'll have what we want. And all because of you. Every good thing that happens is because of you.

VEDA:

Oh, you darling. I love you. Truly I do.

MILDRED:

(hugging her tenderly)

Thanks, darling. Now, finish your practicing. I've got some work to do.

140. INT. KITCHEN

O.S. we hear Veda banging out very loud, a popular piece which no music teacher gave her for practice or anything else. It sounds triumphant, poorly played, mostly noise. Mildred stands for a moment, still holding her head bowed a little, her face grave, sad.

As the DISSOLVE BEGINS we hear Mildred's voice OVER.

MILDRED'S VOICE:

I didn't know what to do next, but suddenly it hit me like a bolt of lightning...

DISSOLVE TO:

141. INT. REAL ESTATE OFFICE

with a fairly successful air. The walls are covered with land tracts, maps, etc. Wally Fay is at the desk, phoning as Mildred comes in. He doesn't look up.

WALLY:

(gesturing toward the chair)

Right with you...hello, Max. I want sixty across the board on Paperboy in the seventh. Okay.

(he hangs up phone)

Now what can I do you for? Mildred!

Mildred smiles at him as he comes around his desk to greet her.

MILDRED:

Hello, Wally. It's nice to see you again.

WALLY:

Well - well - using your gams all day hasn't hurt 'em any.

MILDRED:

(smiling)

This is all business, Wally.

WALLY:

You keep on saying no to me and one of these days I'm gonna start thinking you're stubborn.

Mildred opens a briefcase she is carrying. It is filled with papers.

WALLY:

What's all this?

MILDRED:

(looking at him directly)

Wally - I'm going to open a restaurant.

WALLY:

(curious)

You are?

MILDRED:

(firmly)

And you're going to help me.

WALLY:

(same tone)

I am? I mean - am I?

(CONTINUED)

141 (Cont.)

MILDRED:

(more firmly)

Yes.

WALLY:

I guess I am. What's the score?

MILDRED:

I've found the location I want. It's an old house that hasn't been lived in for years from the look of it. It's right on a busy intersection, which means a good drive-in trade. I clocked an average of fifteen hundred cars an hour...that's excellent, Wally. And there isn't another restaurant within five miles.

WALLY:

(impressed)

You sound like you know what you're doing.

MILDRED:

(getting to her feet and
pacing in excitement)

I do, Wally. I figured it all out. I've studied the business. The big thing is to avoid waste and cut down the overhead. I'll serve a one course dinner...chicken. Nothing but chicken. That way there isn't any waste. The left-overs go into soup and gravy and sandwiches...

WALLY:

It listens good.

MILDRED:

I need your help in getting this place. You know what the angles are -- I don't. I want that house. Get it for me, Wally.

WALLY:

Who owns it?

(he goes to his desk)

MILDRED:

I don't know. But there's a For Sale sign on it, and the address is 35904 Glen Oaks Boulevard.

Wally takes out his real estate directory, and starts thumbing through it.

142. INSERT REAL ESTATE DIRECTORY

which is a looseleaf folder containing brokers listings, and pictures of the property involved.

WALLY'S VOICE:

(over scene)

Glen Oaks Boulevard....35904. Ah,
here we are.

He stops at a picture of the Beragon White Elephant we saw earlier.

143. FULL SHOT WALLY

as he turns to the back of the listing for information. Mildred comes into scene.

WALLY:

(reading)

Listed at ten thousand....will take eight, maybe less. Anxious to move property.

(he looks at Mildred significantly)

Owned by Beragon Estate.

(he consults credit book)

Beragon - Beragon Manor - Beragon Estate.

(reacting)

Well - well, whaddyuh know.

144. CLOSE ON MILDRED

who is tense with anxiety.

MILDRED:

What is it, Wally?

145. FULL SHOT WALLY AND MILDRED

as Wally closes the book, leans back in his chair comfortably with a broad grin on his face, and starts dialing a number on the telephone.

MILDRED:

Tell me!

(CONTINUED)

145 (Cont.)

WALLY:

(after he dials)

The Beragons already lost two pieces of property for back taxes. It sounds like they're broke. Now watch Wally go to work---

(into phone)

Hello? Mr. Beragon, please.

(his voice drips honey and good fellowship)

How do you do, sir. This is Wallace Fay, of Fay Real Estate. Yes sir. I've been looking forward to the pleasure of calling you for quite some time. It's about your property on Glen Oaks Boulevard...I believe I've succeeded in interesting a client of mine in the possibility of a purchase.

(he grins and winks at Mildred as he listens)

I thought possibly you might like to talk business...

(he holds out the receiver toward Mildred, laughing soundlessly. The voice on the other end is excited)

Well, - how about this afternoon? Good. We'll come right down. Fay is the name. 'Bye.

(he hangs up the receiver)

MILDRED:

Well...?

WALLY:

He's sweating blood already. Let's go.

He grabs his hat and starts out. Mildred scoops up her papers and follows.

DISSOLVE TO:

146. EXT. HIGHWAY BY BERAGON HOUSE

as an automobile turns out of CAMERA and INTO the parking space by the Beragon Beach House, revealing it. Behind it we see the ocean.

147. EXT. BERAGON BEACH HOUSE ENTRANCE

as Mildred and Wally ring the bell. A houseboy comes and opens the door. They enter.

DISSOLVE TO:

148. FULL SHOT ENTRANCE TO BAR

As Mildred and Wally, preceded by the houseboy, come down the spiral staircase. The CAMERA PANS to Monte Beragon, who is standing at the wide windows, looking out at the ocean. His back is to the CAMERA.

HOUSEBOY'S VOICE:

(OVER SCENE)

Mr. Fay, please.

Monte turns.

149. GROUP SHOT (ANOTHER ANGLE)

as Monte greets Wally, and is introduced to Mildred. Monte looks at Mildred with an appreciative air.

MILDRED:

(acknowledging introduction)

How do you do, Mr. Beragon.

MONTE:

(smiling and indicating chairs)

Sit down, please. Drink?

WALLY:

(grinning as he sits)

I'm trapped. You've talked me into it.

Monte goes to the bar to mix drinks. He selects glasses and dips some ice cubes from a bowl full, and drops them into the glasses.

DISSOLVE TO:

150. CLOSE ON NEARLY EMPTY ICE BOWL

The CAMERA PANS to Mildred, who is looking out the window (ocean in b.g. PROCESS), her BACK to the CAMERA.

(CONTINUED)

150 (Cont.)

MONTE'S VOICE:

(OVER SCENE)

As I understand it, Mr. Fay, Mrs. Pierce wants to buy the house but doesn't want to pay for it.

151. FULL SHOT BAR

Wally and Monte are sitting on the sofa in foreground. Mildred in B.G.

WALLY:

That's about it, Mr. Beragon. Mrs. Pierce will need a little time to get started. Once the restaurant is a success she'll be in a position to buy the property outright.

MONTE:

I see.

(he looks at Mildred)

That's a rather unusual proposition. How long would you need, Mrs. Pierce?

152. CLOSE ON MILDRED

MILDRED:

(turning)

One year, Mr. Beragon.

MONTE:

You think you can make ten thousand clear?

MILDRED:

(shrugs)

If the place is successful, it'll be very successful. If it isn't you'll have your property back in better condition than it is now.

She turns back to the window, trying to hide her eagerness.

153. GROUP SHOT WALLY, MONTE AND MILDRED IN B.G.

WALLY:

Well, what do you say, Mr. Beragon? It's a gamble, but you can't lose much.

(CONTINUED)

153 (Cont.)

MONTE:

(thoughtful)

I like to gamble, Mr. Fay. But I have to be sure of the odds.

(he shakes his head)

And the odds are against me. No - I don't think I'm interested.

Mildred turns swiftly.

MILDRED:

Please, Mr. Beragon...listen to me!

She comes toward them swiftly.

MILDRED:

This is a gamble for me too...I'm putting every cent I have into this place, and I haven't much...believe me. I can't afford to lose any more than you. I've got all the information -- exactly what it will cost -- and how much I can expect to make. I know I can do it! I know!

For an instant Monte is thoughtful. He looks at Wally and then back at Mildred. Then he reaches a decision.

MONTE:

Very well. It's a deal.

He gets to his feet. Mildred is smiling happily as they shake hands on it. Monte turns to Wally who is grinning with self satisfaction.

WALLY:

I'll draw up the papers tonight...uh...there's one more thing. We'll need a pre-dated transfer of ownership if that's all right with you.

MONTE:

(puzzled)

You want the transfer immediately?

WALLY:

Yes. We'll give you a note to cover the purchase, and you give us the deed. Very simple.

MONTE:

(shrugs)

You take care of the details.

(turns to Mildred)

Well, Mrs. Pierce, how does it feel to be the owner of a white elephant?

154. CLOSE ON MILDRED

Her eyes are brimming with happiness. She takes a deep breath.

MILDRED:

It feels fine. It feels wonderful.

DISSOLVE TO:

155. INT: CAR (PROCESS) ROOSEVELT HIGHWAY

as they drive off.

WALLY:

Nice guy...

MILDRED:

Very. Good looking, too.

WALLY:

I didn't notice...I was too busy conning him out of that deed to the property.

MILDRED:

What about it?

WALLY:

It'll come in mighty handy when you go to the wholesale houses and ask for credit. They don't hear so good unless you can wave a property deed in front of their pretty blue eyes.

MILDRED:

Oh - I never thought of that.

WALLY:

Leave the angles to your Uncle Wally. Now - there's one more thing that has to be taken care of.

MILDRED:

What's that?

(something occurs to her)

I don't feel romantic this afternoon.

WALLY:

Nothing like that. It's kind of serious, though...about Bert...

(CONTINUED)

SCENES 156 THRU 160 OMITTED.

161. MILDRED AND WALLY (ANOTHER ANGLE) (FAVORING MILDRED)

MILDRED:
(suspiciously)
What's on your mind?

WALLY:
You won't like this, Mildred. But
you've got to get a divorce -- that
is, if you want to open this restaurant.

MILDRED:
What has that got to do with it?

WALLY:
California has a community property
law. Half of whatever Bert owns be-
longs to you...

MILDRED:
(scornful)
What's half of nothing?

WALLY:
It works both ways. Half of anything
you own belongs to Bert. You open a
restaurant, and voom - every one of
Bert's creditors will be hanging
around with his hand out, saying
"gimme".

MILDRED:
Is a divorce the only answer?

WALLY:
Yeah - why?

MILDRED:
He won't do it.

WALLY:
If he gets tough, you spring that
Biederhof woman on him and he's got
to give way.

MILDRED:
But there's nothing between them.

WALLY:
We can make it look as though there
was. You don't ask him -- you tell
him.

(CONTINUED)

161 (Cont.)

MILDRED:

But it takes a year to get a divorce
in California, doesn't it?

WALLY:

You getting cold feet?

MILDRED:

No, but if it's no use, why do it?

WALLY:

It takes a year before your decree
becomes final. But as soon as it's
entered, the creditors can't touch
you, and your worries are over.

Mildred is suddenly grim. This is a big decision to
make.

MILDRED:

I'll be seeing him next week - he's
coming over to take the kids to Arrow-
head for the weekend. Maybe I'll ask
him then. I'll think about it.

WALLY:

There's nothing to think about -- no
divorce, no restaurant. It's like
that.

MILDRED:

(stubbornly)
I'll think about it.

Wally shrugs. They drive on in silence.

DISSOLVE TO:

12/6/44
81.

162. INT. LIVING ROOM GLENDALE HOUSE

Bert is seated on the couch. Mildred places the tray of drinks on the coffee table.

Kay comes to the top of the stairs and yells down.

KAY:

Mother, Veda wants to know where
her new bathing suit is.
(see Bert)

Hello, Pa. We'll be right down.
I'm all ready.

MILDRED:

It's in the lower drawer of her
dresser.

Kay goes into the bedroom.

163. INT. GIRLS' BEDROOM

as Kay comes in, goes towards the dresser and takes out a package. Kay coughs from time to time. She has a cold. Veda tries the new bathing suit to her body, just to take one final look.

VEDA:

I wonder if there are many boys up at Arrowhead?

KAY:

If there are, they'll find you. Don't worry.

164. CLOSE SHOT BERT

He is seated on a chair in the living room of the Glendale house. He looks pained and bewildered.

MILDRED:

Don't you see that it isn't a question of proving anything to a court. It's whether they let me have the property or they don't. And if I don't get a divorce, they won't.

BERT:

Any way you look at it, it's unpleasant.

MILDRED:

I'm sorry, but it's unpleasant for me, too. Don't you think I hate this just as much as you do? But it's got to be for the children's sake. I have to think of their future.

BERT:

Of Veda, you mean.

MILDRED:

All right, of Veda.

BERT:

What about Kay?

MILDRED:

Kay doesn't need thinking about so much.

(CONTINUED)

164 (Cont.)

BERT:

Kay is twice the girl Veda is and always will be. She thinks you're wonderful.

MILDRED:

Maybe that's why I keep trying to please Veda.

BERT:

You'll always get kicked around, Mildred.

MILDRED:

Well, you ought to know. But I've made up my mind. I want a divorce.

BERT:

(getting angry)
I heard you the first time.

MILDRED:

And what's more, I'm going to get one.

BERT:

Not unless I say the word.

MILDRED:

Bert, listen. I put everything I've got into this new restaurant. I've been working with the painters, carpenters and electricians. Everything is starting to take shape suddenly. I've worked hard and long. I'm going to get this divorce.

BERT:

You think I'm going to be a nice guy and smack you in the face in front of witnesses so you can say in court that the defendant caused you great physical and mental anguish.

(he shakes his head)

No, Mildred, no divorce.

MILDRED:

I'm going to file papers.

BERT:

File away. I'll fight you all the way down the line. You and Wally Fay. And what's more --

He stops and turns toward the door as he hears the children clattering down the stairs.

165. FULL SHOT LIVING ROOM

as the children arrive at the doorway, carrying their suitcases.

BERT:
 (forced cheer-
 fulness)
 Well, that was quiet. Ready to go?

KAY:
 (running to
 Mildred)
 'Bye, ma.

MILDRED:
 (kissing her)
 'Bye, honey. Have a good time.
 Be careful swimming - that water's
 awful cold.

Veda comes over and kisses Mildred distantly.

VEDA:
 Goodbye, mother.
 (they kiss)

Bert herds the children toward the door.

BERT:
 All right, let's go.

Mildred closes the door, cutting off scene, and leans her back to it. The CAMERA MOVES IN to show the tears in her eyes.

DISSOLVE TO:

PART II TO FOLLOW

166. LONG SHOT EXT: RESTAURANT DAY

The CAMERA MOVES IN establishing the parking space, decorations, etc. The ground is covered with the debris of construction; saw horses, paint pails, etc. Two men are hoisting Mildred's sign up into position. The CAMERA MOVES in on a window of the restaurant which is being washed from the inside.

167. INT. RESTAURANT

where Mildred is washing the window from the top of a step ladder. Her legs are pleasingly evident.

MONTE'S VOICE:

(casual -- over scene)

It's moments like this that make you glad nylons are out for the duration.

168. TWO SHOT MILDRED AND MONTE

Mildred turns, slightly startled.

MILDRED:

Well, if it isn't our silent partner.

MONTE:

I decided I've been silent long enough. I've come to check up on my investment.

MILDRED:

(gesturing with pride)

How do you like it?

MONTE:

(who is definitely not looking at the restaurant)

Delightful.

Mildred realizes that his interest is not confined to the restaurant, and starts down the ladder.

MILDRED:

Are you sure you're here to check up on your investment?

MONTE:

Oh, absolutely.

(CONTINUED)

168 (Cont.)

MILDRED:

This is going to be the counter.
(she shapes it with
her hands)

And over there will be ten booths.
They can take care of four people
to a booth -- that's forty people.

MONTE:

(murmuring)

Ingenious. Why don't you take the
rest of the day off?

MILDRED:

I'd love to, but I'm awfully busy.

CAMERA DOLLIES with them as they walk.

MILDRED:

Now -- in here is the bar.

MONTE:

A bar -- that'll be a novelty.
(meaningly)

I've got a bar in my beach house.
Why don't you come down and see my
ocean?

MILDRED:

I've seen one. If you've seen one
ocean, you've seen them all, I always
say.

They are now at the entrance to the bar. Mildred
points to it with a wave of the hand.

MILDRED:

The way I figure it - why should
they come to my place to eat and
go someplace else to drink.

(CONTINUED)

.168 (Cont.1)

MONTE:

(agreeably)
Very logical. Now, what about
my ocean? It's getting colder.
Let's take a swim before the sun
goes down.

MILDRED:

I wish I could go, but I've got
too much work to do.

MONTE:

(persuasively)
Come on.

MILDRED:

You better look out, I might
say yes.

MONTE:

You know what might be a highly
original thing for you to do?
Just say yes right away like that.

Mildred is indecisive for an instant.

MILDRED:

(hesitantly)
I really shouldn't.

MONTE:

As you get older you'll find the
only things you regret are the
things you didn't do.

MILDRED:

I hope you're right.

MONTE:

I've got an errand to do and you
probably want to comb your hair or
something... Suppose I pick you up
at the corner of Colorado Blvd. and
Brand...

(looking at his watch)
in half an hour?

MILDRED:

(smiling)
All right.

DISSOLVE TO:

169. INT. MONTE'S BEACH HOME BEDROOM ADJOINING BAR
CLOSE SHOT BEDROOM CLOSET

filled with women's beach robes and bathing suits.
Mildred's hands are running over them. CAMERA PULLS
BACK to include her whole figure which is reflected
in the long mirror in the closet door behind her.

170. ANGLE SHOT (MILDRED IN F.G.)

MILDRED:
(as she leafs through
the bathing suits)
Are you hoarding bathing suits?

MONTE:
(from off scene)
They belong to my sisters.

MILDRED:
(mentally counting
the suits)
There's nothing like having a big
family.

MONTE:
Yell if you need help with the zipper.

MILDRED:
I won't.

(CONTINUED)

169. INT. MONTE'S BEACH HOME BEDROOM ADJOINING BAR
CLOSE SHOT BEDROOM CLOSET

filled with women's beach robes and bathing suits.
Mildred's hands are running over them. CAMERA PULLS BACK
to include her whole figure which is reflected in the
long mirror in the closet door behind her.

170. ANGLE SHOT (MILDRED IN F.G.)

MILDRED:

(as she leafs through
the bathing suits)

Are you hoarding bathing suits?

MONTE:

(from off scene)

They belong to my sisters.

MILDRED:

(mentally counting
the suits)

There's nothing like having a big
family.

MONTE'S VOICE:

(he laughs - off scene)

Find one that fits?

MILDRED:

They all fit...but much too quickly.
Haven't you something suitable for a
grass widder? Something dignified
and - matronly.

Monte appears in the mirror of the dressing room door.
He is looking in from the next room, and is in shorts
and a teddy cloth sports jacket.

MONTE:

Are you kidding?

MILDRED:

You can't wipe out the past with
just a wave of the hand. It shows.

MONTE:

On you it looks good. I'll be out
on the sundeck, mixing drinks.
Yell if you need help with the zipper.

MILDRED:

I won't.

(CONTINUED)

170 (Cont.)

Monte disappears from the mirror, as Mildred selects a suit.

MONTE'S VOICE:

(calling from o.s.)

How do you want your drink?

Mildred holds the swim suit against herself.

MILDRED:

Harmless.

She starts to disrobe.

DISSOLVE TO:

171. SUN DECK OF BEACH HOUSE (SHOOTING TOWARD HOUSE)
CLOSE SHOT COCKTAIL SHAKER

being shaken vigorously by Monte's hands. Hands tip it up and pour liquor into two glasses, on portable bar.

As Monte picks up the two glasses CAMERA PULLS BACK. House door in b.g. opens and Mildred comes out twirling a bathing cap. Over her shoulders she has a voluminous man's silk dressing gown, tied around her waist with cord. Her face lights up as she sees the ocean.

172. ANOTHER ANGLE (SHOOTING TOWARD OCEAN)

as Mildred walks to glass window and looks out, almost unconscious of Monte.

MILDRED:

(turning)

I like your ocean.

MONTE:

(extending glass)

I borrowed it from the Navy especially for you.

She walks over to the portable bar.

MILDRED:

You certainly have a wonderful view.

MONTE:

(his eyes on her)

I wouldn't say that.

(CONTINUED)

172 (Cont.)

MILDRED:
 (laughs and looks
 around curiously)
 Do you live here all year round?

MONTE:
 (lightly)
 No. We have the old family mansion
 in Pasadena, complete with iron deer,
 a ghost, and a greenhouse with no
 flowers in it. I come down here in
 the spring.

MILDRED:
 It must be lovely here.

MONTE:
 (shrugs)
 But lonely.

He crosses with the drinks. /

MONTE:
 (continuing)
 You know, Mildred...in the spring a
 young man's fancy lightly turns to
 what he's been thinking all winter.

MILDRED:
 (dryly)
 It's a good thing California winters
 are so short.

He grins and hands her the drink. As she drinks, the
 robe falls back to reveal her bathing suit, and more
 important, what's in it. Monte's eyebrows reach for
 the sky. Mildred looks at him calmly.

MILDRED:
 No whistle?

MONTE:
 I'd need a police siren.

Under pretext of taking off the robe, he tries to put
 his arms around her. Deftly she slips out of the robe
 and his grasp, and starts for the steps leading down to
 the water.

MONTE:
 Hey - where are you going?

MILDRED:
 (looking back)
 Swimming - isn't that why we're here?

(CONTINUED)

172 (Cont.1)

MONTE:

(glumly)
I guess it is.

173. LONG SHOT STEPS FROM SUN DECK

As Mildred comes down. On the edge of the sun deck we see Monte preparing to take off his robe. The CAMERA PANS Mildred to the water's edge. Monte comes PAST CAMERA to join her.

174. LONG SHOT MILDRED

She runs out into the water and dives in flatly. Monte follows. The CAMERA HOLDS ON the water, flickering in the sunlight.

DISSOLVE TO:

175. INT. BERAGON BEACH HOUSE LIVING ROOM

as Monte puts a stack of records on the record player. He is wearing slacks and a sweater and a sports jacket.

At the fireplace, before a glowing fire, Mildred is drying her hair.

Monte gets the music started, then fixes a drink for himself from a decanter. Silently he invites Mildred to join him. She shakes her head.

MILDRED:

You drink too much.

MONTE:

(shrugs)
I do too much of everything.
(grins)
I'm spoiled.

MILDRED:

Too many sisters.
(she looks at
her clothes)
They all seem to be my size.

(CONTINUED)

175 (Cont.)

MONTE:

(as he comes over
and sits in a wing
chair by the fire)

Yes. I like them in your size.

(lifts his glass)

To - brotherly love.

He grins at her and drinks. Mildred smiles at him.

MILDRED:

Thank you, Mr. Beragon..

(savoring the sound of it)

Mr. Monte Beragon. It's a very unusual
name. Spanish?

MONTE:

Mostly. Maybe a little Italian thrown
in. But my mother's a real dyed in
the wool Yankee. That's why I'm such
a self-controlled, dignified young
fellow.

(he makes a face)

MILDRED:

(amused)

And just what do you do, Mr. Beragon?

MONTE:

Oh, I loaf...in a decorative and
highly charming manner...

MILDRED:

That's all?

MONTE:

(gently reproving)

With me, loafing is a science.

Mildred laughs, and throws her hair back. Monte is
appreciative.

MONTE:

(murmuring)

You're very beautiful, like that.

MILDRED:

(smiling)

I'll bet you say that to all your
sisters.

They both laugh.

176. CLOSE ON MONTE

MONTE:

(thoughtfully)

I'm not very impressionable, Mildred. I lost my awe of women at an early age. But ever since that day you first came here... I've thought of nothing else but what I'd say to you when we met again...

(he stops and shrugs)

And now I can't say anything. You take my breath away.

177. CLOSE ON MILDRED

MILDRED:

(softly)

Do I? I like you Monte. You make me feel - I don't know - warm... wanted. You make me feel beautiful.

178. TIGHT TWO SHOT

as Monte leans forward, holding out his hand.

MONTE:

Shall I tell your fortune?

MILDRED:

Can you?

MONTE:

(nodding)

We Beragons come from a long line of teacup readers.

She stretches out her hand. He takes it and rises, pulling her up with him.

179. FULL SHOT MONTE AND MILDRED (OUTLINED AGAINST THE FIRE)

MONTE:

(softly)

When I'm close to you like this... there's a sound in the air... like the beating of wings. Know what it is?

(CONTINUED)

179 (Cont.)

MILDRED:
(breathless)
What?

MONTE:
My heart. Beating. Like a schoolboy's.

MILDRED:
(softly)
Is it yours? I thought it was mine.

Leaning down, he kisses her. In the b.g. the record player picks this moment to get stuck on a record, playing a single phrase over and over again. Mildred tries to pull away from Monte.

MILDRED:
(her mouth against his)
The record ---

Again he kisses her. The SOUND of the record keeps on.

DISSOLVE TO:

180. INT. GLENDALE HOUSE LIVING ROOM (2 A.M.)
CLOSE SHOT. ASHTRAY

which is nearly full of snuffed-out cigarettes. As we watch, a man's hand presses down another.

The CAMERA PULLS BACK to reveal Bert, seated at the telephone. He is agitated and unshaven, has his hat on. Beside him on the desk (or table) is a box in which has been hastily stuffed a child's bathrobe, slippers, nightgown.

BERT:
(into phone)
I'll wait five more minutes.

As he speaks there is the SOUND of a car driving up and Bert looks out the window beside him.

181. EXT. GLENDALE HOUSE MONTE'S CAR AT CURB

Mildred is getting out and Monte seizes her hand and kisses the palm.

182. INT. LIVING ROOM GLENDALE HOUSE

as before.

(CONTINUED)

182 (Cont.)

BERT:
 (into phone)
 Never mind. She's here.

He slams up the receiver, grabs up the box, rushes out of the room and goes out the front door.

183. EXT. GLENDALE HOUSE FRONT WALK

Bert rushes down the walk to meet Mildred coming up, looking at the lights in the house.

BERT:
 Where have you been?

MILDRED:
 (a sudden fear)
 What're you doing here? What's the matter?

BERT:
 (distracted)
 I've been calling you all day, until I thought I'd go nuts. Nobody knew where you were -

MILDRED:
 (seizing him by the arms)
What's the matter, Bert?

BERT:
 It's Kay. She's sick.

Mildred glances toward the house as though Kay were at home, and makes a move to go up the steps to the house.

BERT:
 She's not here, Mildred. We came down from Arrow head eighty miles an hour and there wasn't any time---

MILDRED:
 Where is she?

BERT:
 Mrs. Biederhof's.

MILDRED:
 (stunned)
 Is it that bad?

(CONTINUED)

183 (Cont.)

BERT:
(miserably - nodding)
Bad enough. It's pneumonia.

Mildred's hand flies to her mouth as she gasps in dismay.

DISSOLVE TO:

184. CLOSE ON KAY

as she gasps for breath. Her face is nearly covered by an oxygen mask (or nose tubing) but we can see that her eyes are glazed and her complexion mottled and cyanotic.

The CAMERA PULLS BACK to a FULL SHOT of the room, which is filled with the harsh, rapid, and painful shallow breathing that comes with pneumonia.

A nurse is engaged in keeping Kay from ripping off the oxygen mask. DOCTOR GALE, a small and efficient man is taking Kay's pulse as he reads a thermometer.

185. OMITTED

186. CLOSE ON MILDRED

watching at doorway. Her face is lit by the glare of the light from the bedroom, and is sick with apprehension. CAMERA TRUCKS AND PANS until it is shooting over her shoulder.

Reflected in a mirror in the bedroom we see the doctor preparing a hypodermic by the bed. He leans over.

187. FULL SHOT (SHOOTING ACROSS BED AT DOORWAY)

where Mildred is. As the doctor leans over Kay's upper arm and plunges the hypodermic home, Mildred winces.

KAY:
(a thin wail)
Mamma!

(CONTINUED)

187 (Cont.)

Mildred involuntarily starts toward her. The Doctor waves her back. Mildred has to content herself with:

MILDRED:

Yes, darling - Mamma's here.

188. CLOSE ON KAY

Her stertorous breathing is fast and loud in the silence of the room. The SOUND of the hissing of the oxygen from the iron bottles beside the bed is steady and loud.

DISSOLVE TO:

189. CLOSE ON DOCTOR GALE

who has removed his coat. He is preparing another hypodermic. Kay's breathing is still faster and shallower. She is slowly drowning in her own secretions.

The CAMERA PULLS BACK to reveal Mildred, standing at the door as before. Her face is haggard and drawn. Suddenly her hand goes to her mouth, as there is a break in the SOUND of Kay's breathing. Working feverishly, the Doctor jams home the hypodermic. Mildred moves into the foot of the bed, her face in anguished suspense as she waits for the breathing to resume.

Then again we hear the SOUND of Kay's breathing. It is very irregular now. The child's face is cyanotic (blue) to an extreme. As he straightens up from administering the hypodermic, the doctor catches a questioning look from the nurse. He shakes his head, as he hands her the hypo to refill.

Again there is a pause in the SOUND of the breathing. Mildred cannot help an involuntary moan...then is quiet, listening. The doctor works feverishly, feeling for Kay's pulse. He gestures savagely for the hypodermic, then stops as Mildred touches him on the shoulder and shakes her head, without taking her eyes off Kay. There is no sound of breathing. The doctor relaxes visibly. It's over.

The nurse turns off the oxygen bottle and the hiss of air slowly dies away, leaving the room quiet. Very slowly and with a set face, Mildred walks to Kay...

(CONTINUED)

189 (Cont.)

reaches down and removes the mask, then kisses the dead little face, and with a trembling hand, smooths the rumpled hair from Kay's cheek.

Steadily, she turns and walks out of the room, her face rigid. The doctor follows her.

190. INT. LIVING ROOM. BIEDERHOF HOUSE

as Mildred comes out of the bedroom. The others in the room know from her face what's happened. Mrs. Biederhof wrings her hands, and tears come into her eyes. Bert slams his cigarette to the floor then stamps on it heavily and turns away. Veda cries softly. Mildred turns to the doctor, and looks at him blankly.

DOCTOR GALE:

I knew it was no use. But - we do everything we can. We can't give up.

MRS. BIEDERHOF:

(coming forward)

I hope it was all right to bring her here instead of the hospital, doctor... I thought it would save time.

DOCTOR GALE:

You did the right thing.

MILDRED:

(a dead and level tone)

Yes. Thank you. Thank you very much, Mrs. Biederhof.

MRS. BIEDERHOF:

I'll fix you a nice hot cup of tea.
(she exits)

DOCTOR GALE:

(as he rolls down his sleeves)

I'm sorry, Mildred. I brought her into this world. It seems hard that I was the one to....

(he shrugs)

I'm sorry.

MILDRED:

Yes. So am I.

(CONTINUED)

190 (Cont.)

Veda walks over and kneels down by her mother.

VEDA:

Mother --

191. TWO SHOT MILDRED AND VEDA

MILDRED:

(wearily closing her
eyes and leaning her
head against Veda's)

I'll never forget it...never as long
as I live. 'Mamma,' she said...
'Mamma.' And that's all. Then she
was dead.

Mildred breaks down at last, sobbing bitterly.

MILDRED:

I loved her... I loved her so. And
now she's gone. Oh, Veda! Veda.
You're all I have now.

Desperately she clasps Veda to her.

MILDRED:

(tears streaming
down her face)

Please, God...don't ever let anything
happen to Veda.

FADE OUT.

FADE IN

192. LONG SHOT NEON SIGN "MILDRED'S"

flashing on and off. The CAMERA MOVES in.

MILDRED'S VOICE:

(over scene)

After that, there was only one thing
on my mind...to open the restaurant
and make it successful...

193. FULL SHOT EXT. NEW RESTAURANT NIGHT

It is in full blast. The drive-in bar at one side is
drowded, and car hops are moving busily back and forth
among the parked cars. Cars are driving in and out
of the main restaurant parking space, and through the
windows we can see that the restaurant is crowded. It
is a cheerful scene of excitement and prosperity.

The CAMERA MOVES in on front door.

MILDRED'S VOICE:

(continuing over)

...and it was. For once luck was with
me...

194. INT. RESTAURANT AT DOOR

as Mildred ushers out a party of four. She is attract-
ively dressed, and carries menus, and a folded table
cloth.

MILDRED:

(to the party exiting)

Good night...thanks for coming...

They smile and murmur: "Delicious," "wonderful dinner,"
etc. Mildred smiles at them, then says to the party of
five:

MILDRED:

I have a table for you now...

She starts toward rear, as man, woman, and guests follow
her. The CAMERA MOVES with them.

WIFE:

I told you we should have come earlier....

(CONTINUED)

194 (Cont.)

MAN:

I didn't think the opening night...

MILDRED:

(over her shoulder)

Oh, we've been jammed ever since the doors opened...right here, please.

195. FULL SHOT BOOTH

Arline is just finishing clearing the table, as Mildred and the guests come up. Mildred hands the guests a menu each, as they sit down, then gives Arline the tablecloth, and takes the tray of dishes...

MILDRED:

I'll take these, Arline...

She starts for kitchen, as Arline spreads the clean tablecloth in a white billow. The CAMERA FOLLOWS Mildred to where Ida is presiding over the cash register.

196. TWO SHOT AT CASH REGISTER IDA AND MILDRED

MILDRED:

It looks like we're in, Ida.

IDA:

(shuffling a packet of bills lovingly)

That's what it says here.

(she riffles money)

Isn't that a lovely noise...

Mildred laughs, and goes on toward kitchen, the CAMERA FOLLOWING. She pauses at a table by the window where Wally and Veda are sitting.

197. FULL SHOT AT TABLE MILDRED, WALLY AND VEDA

Wally has just finished a drink and is in an expansive mood. Veda is very much dressed up.

VEDA:

(bubbling over)

Congratulations, Mother...it's wonderful!

WALLY:

(business-like)

How would you like to sell?

(CONTINUED)

197 (Cont.)

MILDRED:

(smiling)

No, thanks. I know a good thing
when I see it.

WALLY:

(grinning back at her)

So do I. And I see it.

The CAMERA PANS to -

198. FULL SHOT THROUGH FRONT WINDOW

as the headlights of a car which has just driven
in, suddenly dim. We SEE Monte behind the wheel,
illuminated by the restaurant lights. He sits
there, his attention caught by the scene within.
The CAMERA PANS BACK to:

199. GROUP SHOT MILDRED AND OTHERS

as Wally rises to join Mildred.

WALLY:

(to Veda...indicating)

Keep my seat warm...and get me another
drink. I want to talk to your mother a
second.

Mildred hands him the tray, which he takes reluctantly.

200. DOLLY SHOT MILDRED AND WALLY

as they go toward kitchen together, Wally carrying
the tray through the crowd with some difficulty.

WALLY:

Some mob, huh? Those postcards you
sent out certainly paid off. There's
nothing like direct advertising, I
always say....'scuse me, lady...

This last is to a matron whose hat he has just knocked
over her eye with the tray.

201. DOLLY SHOT (FEATURING MILDRED)

as she picks up two glasses from a table they're
passing, and adds them to Wally's burden.

MILDRED:

What did you want to talk to me about, Wally?

(CONTINUED)

201 (Cont.)

WALLY:

It's about Bert...
 (somebody walks between
 them)
 he's coming here tonight.

MILDRED:

(faintly apprehensive)
 He is?

WALLY:

Yeah. I talked to him last night...
 (somebody else walks
 between them)
 I talked to him, and he wants to see
 you...it's about the divorce, I think.

MILDRED:

(stopping)
 What about it?

WALLY:

(shrugging)
 You got me.

Mildred goes on again, thoughtfully. Wally starts
 after her, nearly knocking down a patron.

PATRON:

Watch where you're going, young
 man.

WALLY:

(politely)
 Excuse me for living.

He follows Mildred through the door into the kitchen.

DISSOLVE TO:

202. INT. KITCHEN

Lottie is dipping halves of chickens into oil and plunging them into frying kettle on the stove. Mrs. Whitley is just dumping a pan of rolls onto a wire rack. PANCHEO, a young Filipino boy, a piece of parsley tucked gaily over one ear, is washing dishes. Mildred is busily putting rolls on plates. Wally is helping himself to celery and radishes piled on glass dishes on the table.

MILDRED:

Never mind the dishes, Pancho...Wait
 on table.

(CONTINUED)

202 (Cont.)

PANCHO:

(pleased)

I am promotad?

MILDRED:

You ara.

(turning to Wally)

Give us a hand with the dishes,
Wally. We're swamped.Pancho slips off apron and hands it to a horrified
Wally.

WALLY:

Who - me? I'm an exaoutive.

MILDRED:

You're now Vice President in Charge
of dishes. Wash!Glumly, Wally takes the sprig of parsley from behind
Pancho's ear and puts it behind his own.

203. INT. RESTAURANT DOOR

Monte has just entered with a box of flowers. He steps
forward and flags Arline as she dashes by.

MONTE:

Will you see that Mrs. Pierce gets
these flowers? Just say they're from
an old gypsy fortune teller.Arline looks at him puzzled, then leaves, taking the
flowers.

204. INT. KITCHEN SLIDE

Wally is just taking a tray of dirty dishes and has
paused to look into restaurant.

WALLY:

(turning to Mildred)

What do you know. Beragon just came in.

MILDRED:

That's funny. He didn't say he was coming.

WALLY:

What do you mean he didn't say? You
been seeing him?

MILDRED:

(calmly)

Don't let those dishes pile up.

(CONTINUED)

204 (Cont.)

As she speaks, Arline comes in and tries to hand Mildred a box, but Mildred is busy dipping chicken.

ARLINE:

(with awe)

They're orchids, Mrs. Pierce.

MILDRED:

Put them in the ice box.

WALLY:

Orchids! Say, what is this?

(to Arline)

Who're they from?

ARLINE:

He said he was an old gypsy fortune teller.

MILDRED:

(smiling to herself)

Put them in the ice box.

They both look at her as she goes on dipping chickens.

205. INT. RESTAURANT ON VEDA

as she comes out of the bar, carefully balancing a drink. The CAMERA PANS her to the table where she and Wally have been sitting. Monte is sitting there. He looks up as she reaches the table and sets the drink down.

MONTE:

(rising)

I beg your pardon. I didn't know this table was taken.

VEDA:

(sitting down)

Oh, it's quite all right. We're so crowded tonight. Do sit down, Mr. Beragon. Please.

MONTE:

(amused - sitting down)

You know me?

VEDA:

(with a grand air)

Everyone knows the Montè Beragon. You play polo, go yachting, are an excellent hunter, and are seen with the most attractive debutantes in California. I read the society section.

(CONTINUED)

205 (Cont.1)

MONTE:

(pointing)

That line there - unmistakable.

Wally comee into SHOT.

WALLY:

Well - well, if it isn't Gypsy Beragon.

MONTE:

(grinning)

The very seme.

Wally sits down.

WALLY:

Hey, Beragon, what do you say? Looka like it was a good investment after all.

MONTE:

(pleasantly)

Anything you did to this white elephant would be an improvement.

WALLY:

Smile when you say that. By the way -- I've got another little business proposition that might interest you.

Waitress comes with cocktail Monte has evidently ordered and sets it in front of him.

MONTE:

(carelessly)

Some other time.

(raising gless)

Well, here's to success!

Wally reaches over, takee his drink which Veda etill has in front of her place and raises his gless. Veda looks at them for a second and then reises her glaes of water. Ae she drinks, her eyes are fixed on the palm of her hand.

DISSOLVE TO:

208. INT. KITCHEN

(HOURS LATER)

CLOSE SHOT TWO PLATES WITH VEGETABLES HANDS HOLDING FORK PUTTING FRIED CHICKEN ON EACH OF THEM

CAMERA PULLS BACK to show that it is Mildred holding plates and Lottie putting chickens on them.

(CONTINUED)

206 (Cont.)

LOTTIE:

That's the last of the chickens.
We just made out.

MILDRED:

(putting plates on table)
Now you and Clara sit down. You must
be starved.

CLARA:

Thanks, Mildred. My feet are killing
me.

MILDRED:

(starting for door)
I don't know whether I'm walking on
my feet, or my ankles.

207. INT. RESTAURANT

It is deserted, except for Ida totaling at register
and Pancho sweeping up. Mildred comes by the register.
SOUND of juke-box at bar.

MILDRED:

(to Ida)
You must be dead.

IDA:

(showing money)
If I am - bury me with this.
(busy)
I told you we should have had a
register that would ring up more
than \$300.

Mildred goes to side of door and snaps switch, and
exterior lights go off. Mildred goes to the bar,
CAMERA MOVING with her. Behind it, EDDIE, the bar-
tender, is cleaning up. Wally is sitting on stool
playing juke-box and Veda and Monte are dancing
nearby. They stop and come over.

MONTE:

(to Mildred)
Your daughter and I have been getting
acquainted.

VEDA:

(looking up at him adoringly)
Mr. Beragon promised to take me to
Santa Anita Race Track.

MONTE:

Only if your mother will come along.

(CONTINUED)

207 (Cont.)

MILDRED:

(politely)

I'd love to.

(turning to Wally)

Wally. Would you do me a favor and take Veda home?

VEDA:

Anyone would think I was a child.

MILDRED:

Well, you are. And it's way past your bedtime.

WALLY:

(aggrieved)

It isn't past my bedtime.

MILDRED:

Please, Wally.

WALLY:

(grumbling)

Okay. Okay. This has been a big night in my life. I come out looking for an evening of fun and laughter - and what do I get - dishpan hands and a date with a girl scout.

He takes Veda's hand.

VEDA:

(to Monte)

I'm very glad to have met you, Mr. Beragon. Thanks for everything.

(she bats her eyes at him)

I trust that we may meet again...very soon.

MONTE:

(amused)

Sure thing.

(CONTINUED)

207 (Cont.1)

WALLY:

(over his shoulder;
to Mildred as they
start for main door)

Many thanks for a divine evening, Mrs.
Pierce, and I trust that I shall see you
in the not too distant future.

(to Veda)

Come on, small fry.

They go. Monte opens his cigarette case, offers Mildred
one. She takes it.

MONTE:

(as he lights the cigarette)

That's a cute youngster of yours. I
thought you had two.

MILDRED:

(after a pause)

Kay died.

MONTE:

Oh -- I'm awfully sorry. You should
have let me know, Mildred, I am sorry.

MILDRED:

(voice trembles slightly)

Let's not talk about it.

Monte puts his hand on her shoulder comfortingly.

MONTE:

You've had tough breaks, but you're
on your way now. I think you're going
to make a go of this place.

MILDRED:

I hope so. -- Well, I'd better get busy.

She gets up quickly and goes to the bar. As she passes
end of bar, there is a flash from headlights of car
driving up outside.

208. EXT. PARKING SPACE

The man in the car sits behind the wheel looking in at
the scene and we see from the flare of the match with
which he lights his cigarette that it is Bert.

209. INT. BAR

as Mildred picks up a cloth and begins wiping off the
bar, and piling glasses on a tray.

(CONTINUED)

209 (Cont.)

MONTE:

(sitting himself on a
stool beside her)

Don't you ever do anything but work?

MILDRED:

(meaningly)

Somebody has to.

MONTE:

(softly, as he takes
her by the hand and
pulls her toward him)Not all the time -- there's a time for
work and a time for --

(he tries to kiss her)

MILDRED:

(low tone)

Monte, don't! Not here.

MONTE:

Why not? We're all alone. And I've
waited all evening - a lifetime.

He leans over and kissees her. The CAMERA PANS AWAY TO:

210. FULL SHOT AT DOOR BERT

He looks at them, then closes the door, deliberately
being noisy.

211. FULL SHOT (SHOOTING PAST MILDRED AND MONTE)

as they break apart, startled.

MILDRED:

Bert!

Bert comes forward. Mildred goes to meet him.

BERT:

(heavily)

I didn't mean to bust in like this...

MILDRED:

That's all right.

(to Monte)

This is my ex-husband.

(to Bert)

This is Mr. Beragon. Monty Beragon.

BERT:

(levelly)

I've heard a lot of things about you,
Mr. Beragon.

(CONTINUED)

211 (Cont.)

MONTE:

(lightly)
Nice things, I hope.

BERT:

(disregarding him)
If you don't mind...I'd like to
talk to Mildred.

Monte turns away and goes to the bar, his back turned
toward them.

MILDRED:

What is it, Bert?

BERT:

(fumbling for words -
he's completely miserable)
It'll only take a minute. It's --
it's --
(a rueful laugh)
Funny - it's hard to say. Harder
than I thought.

MILDRED:

(with quick sympathy,
as she reaches out
to touch his arm)

Bert--

BERT:

(avoiding her touch and
not looking at her)
It's about the divorce. You can
have it.
(then he goes on quickly,
looking at the floor)
When I walked out on you that time, I
told you to see if you could get along
without me. I didn't think you could.
When you asked me for the divorce--

MILDRED:

Bert. Please --

BERT:

I still didn't think you could make it
alone. Now I know better. You're
doing all right, Mildred. You're doing
fine.

(he smiles shyly at her
then looks down again)

You don't need me anymore.

(CONTINUED)

211 (Cont.1)

MILDRED:

(softly)

Bert - I never thought it would
end like this.

BERT:

(looking at her)

Neither did I. I'm sorry.

MILDRED:

So am I.

BERT:

(more briskly)

Well, anyhow - that's that. That's
what I came to say and now it's said.
I just want you to know I wish you
all the luck in the world.

MILDRED:

(her hand on his. This
time he doesn't avoid
it but puts his hand
over hers)

Thanks. Thanks a lot, Bert.

212. FULL SHOT ANOTHER ANGLE (TO INCLUDE MONTE AT THE BAR)

Monte has mixed some drinks. Now he walks over to
Mildred and Bert with them.

MONTE:

I think this calls for a drink --

He hands Mildred a drink and stands beside her as he
extends the other one toward Bert.

MONTE:

(pleasantly)

In the Baragon family, there's an
old Spanish proverb... "One man's
poison is another man's meat."

Bert looks at him for an instant, then all the misery in
him suddenly comes to the surface. Savagely, he knocks
the drink from Monte's hand.

213. CLOSE ON FLOOR

as the glass smashes there. The pieces slowly come to
rest.

DISSOLVE TO:

214. FULL SHOT INT. PETERSON'S OFFICE

The CAMERA MOVES in to a CLOSE SHOT of Mildred, who is staring ahead.

MILDRED:

I was in love with him. I knew it for the first time that night the restaurant opened. Now he's dead and it's over, and I'm not sorry.

She turns her head toward Inspector Peterson.

215. TWO SHOT PETERSON AND MILDRED

Peterson is sitting behind his desk doodling on a pad of paper as he listens to Mildred.

MILDRED:

He wasn't worth it.

PETERSON:

(who doesn't look up)

That may be. Whoever put the kill on him evidently agreed with you. But you still haven't given us one good reason why your first husband here -

(indicating)

..wasn't the murderer. In fact, Mrs. Beragon--

(he gets up and walks around his desk)

- you've given us a very good reason why Pierce did kill Beragon. Look at it our way.

(he ticks off on his fingers)

One - Beragon was killed with Pierce's gun. Two - Pierce can't account for his movements at the time the murder was committed. Three -

(he leans toward her)

- he had a motive, Mrs. Beragon! You've just given it to us. Jealousy!

216. FULL SHOT PETERSON'S OFFICE

as the door opens and Ed comes in with some papers. Peterson breaks off what he's saying and looks up at Ed.

(CONTINUED)

216 (Cont.)

ED:

This report just came in from the
chemist...thought you'd want to see it.

Ed crosses and hands a sheaf of papers to the Inspector,
who glances carelessly at the report, then stiffens and
looks up keenly at Ed.

PETERSON:

He's sure?

ED:

(shrugging)

You know Charley. He don't like to
make mistakes.

Peterson glances swiftly at Mildred who seems apprehen-
sive, then picks up the pad from his desk and scribbles
something on it rapidly. He rips off the piece of paper
and shows it to Ed.

PETERSON:

Right away.

ED:

Okay.

Ed turns and goes out. Peterson crumples the piece of
paper and throws it into the wastebasket. Then he turns
to Mildred again. When he speaks his voice is soft and
predatory.

PETERSON:

Mrs. Beragon...we have some new
information here -

(he indicates report)

that puzzles us a little. For instance -
your business manager -

(he consults the report)

Ida Corwin. She tells us that you
called her at approximately eleven
forty-five in the evening and asked
where Mr. Beragon was. You seemed
quite upset, according to her statement.

MILDRED:

It -- it was a business matter.

PETERSON:

(smiling as though
convinced)

I see. There was nothing wrong when
you called?

MILDRED:

No.

(CONTINUED)

216 (Cont.1)

PETERSON:

(genially)

Mrs. Beragon...occasionally we run across a witness who won't tell us what we want to know except under pressure...like Wally Fay, for example. His story was a little thin, and my men have been "talking" to him... suddenly he remembers a rather interesting piece of information.

(suddenly sharp)

Why did you take him to the beach-house?

MILDRED:

I --

PETERSON:

(never allowing her to speak)

Did you know that Beragon was lying there dead in the house?

MILDRED:

No, I --

PETERSON:

Then you were at the beach house this evening. Why didn't you tell us before? And why did you run away from the house? Wasn't it because you knew Beragon was there - dead? And if you did know, why were you trying to pin the murder on Fay - why?

(then very gently)

I think you'd better tell us the truth now.

MILDRED:

(as though confirming what he already knows)

I did it. I killed him.

PETERSON:

(flatly)

Why? Your restaurant was a success... you were in love with Beragon...what happened to all that?

217. CLOSE ON MILDRED

as she gazes into the past.

MILDRED:

(a dull tone)

The restaurant was a greater success than I knew that night...the profits were enormous. In a few months I opened another place...at Laguna Beach...then I started a chain. In three years I had built five restaurants.

DISSOLVE TO:

218. QUICK MONTAGE

showing busy restaurants from various angles, interior and exterior. Prominently featured are the distinctive signs "Mildred's" and the busy cash registers. In the interior shots we generally see Mildred, watching and supervising. Ida is also prominent.

MILDRED'S VOICE:

(OVER SCENE)

Everywhere you went I had a restaurant
...they made money. Everything I touched
turned into money...and I needed it. I
needed it for Veda.

219. FULL SHOT MONTE

as he dismounts from polo pony, flushed with exertion and triumph. He goes toward the stands where he is congratulated by Veda...an expensively dressed Veda. A photographer rushes up and takes their picture...the same one we've seen before.

MILDRED'S VOICE:

(continuing over)

...she was becoming a young lady...
with expensive tastes.

220. FULL SHOT NIGHTCLUB (PEOPLE DANCING)

The CAMERA PANS UP from the floor to reveal a superbly gowned young lady with a beautiful figure. It's Veda, dancing with Ted Forrester.

MILDRED'S VOICE:

(continuing over)

She was beautiful and filled with
the lovely grace of youth. Veda
was growing up.

Veda smiles over Ted's shoulder, and waves to offscene. The CAMERA PANS to where she is waving, revealing Mildred and Monte at a table near the floor. Mildred smiles back at Veda. Monte is riddling with his glass. The CAMERA MOVES in on them.

221. TWO SHOT MILDRED AND MONTE

MILDRED:

(watching Veda)

That Ted Forrester is a nice looking
boy, isn't he? Veda likes him.

(CONTINUED)

221 (Cont.)

MONTE:

Who wouldn't? He's got a million dollars.

MILDRED:

What's the matter, Monte?

MONTE:

Oh - it's nothing.
(a forced laugh)
I've run out of jokes, that's all.

MILDRED:

(quietly insistent)
What is it, Monte? Tell me.

MONTE:

I - uh - I've had a little bad luck lately. I can't afford many more evenings like this.

MILDRED:

Do you need money?

MONTE:

(embarrassed)
No - no. It isn't that.

MILDRED:

I think you do.

Mildred holds her purse under the table and removes a sheaf of bills.

MONTE:

Don't do that. Please, Mildred.

223. CLOSE ON THEIR HEADS

as she presses the money on him.

MILDRED'S VOICE:

You've been very good to us, Monte.
Please - take it.

224. CLOSE ON MONTE

who is flushed and embarrassed. He looks this way and that surreptitiously to see if anyone has noticed.

MONTE:

Well - all right. If you say so.
I'll pay it back.

225. TWO SHOT MILDRED AND MONTE

as Mildred leans back and sips her drink.

MONTE:

I want it distinctly understood
that it's only a loan.

MILDRED:

Any way you want it. Long as we're
friends.

She smiles at him. He smiles back, most charmingly.

DISSOLVE TO:

226. CLOSE ON SHEAF OF BILLS

from various places in and around Hollywood. They are
being turned over one by one, by someone who gets
increasingly agitated by them.

MILDRED'S VOICE:

(over scene)

That's how it began. At first it
bothered Monte to take money from me.
Then it became a habit with him...

The CAMERA PULLS BACK to reveal Wally, who has been
turning over the bills in front of Mildred, who is
sitting behind her desk in the Beverly Hills restaurant.

WALLY:

(bitterly)

Total...fourteen hundred eighty
dollars and twenty-nine cents...
in six months. What's the big idea?

MILDRED:

We owe him a great deal.

WALLY:

The restaurant was paid off a year
ago. You don't owe him a cent.

(she starts to speak,

he stops her)

Now listen, Mildred. I agreed to
manage this business for you...so far
I've done all right. But keeping Monte
Beragon in monogrammed shirts isn't my
idea of business. Anyhow it isn't what
I've been working for, I'll tell you that.

(CONTINUED)

226 (Cont.)

MILDRED:

What have you been working for?

WALLY:

I had an idea you might change your mind about me...maybe I made a mistake.

MILDRED:

(a level tone)

You did, Wally.

~~WALLY:~~~~Okay, I helped you get these restaurants...maybe I can help you lose 'em.~~~~MILDRED:~~~~Threats, Wally?~~~~WALLY:~~~~You figure it out.~~~~MILDRED:~~~~I know what I'm doing.~~

WALLY:

You're making a mistake, Mildred. This guy Beragon is no good. He'll bleed you dry...

MILDRED:

(a level tone)

I happen to be in love with him.

WALLY:

(bitterly)

Okay. Now I know where I stand.

MILDRED:

That's right - now you know.

For an instant Wally looks at her, then turns and stalks out. The CAMERA PANS TO:

227. FULL SHOT AT DOOR

as Wally goes out, he passes Ida coming in with some papers. She looks at him curiously. The CAMERA PANS Ida over to Mildred's desk. Mildred is standing with her back to the room, looking out the window.

IDA:

(to Mildred)

Laughing Boy seems slightly burned at the edges. What's eating him?

(CONTINUED)

227 (Cont.)

MILDRED:

(turning)

A small green-eyed monster.

IDA:

Jealous? Doesn't sound like Wally.

(explaining)

No profit in it...and there is a guy
who loves a dollar.

She puts the papers she carries on the desk. With them is
a bunch of car keys.

MILDRED:

(still at the window)

What's that for?

IDA:

(drily)

A little eighteen hundred dollar
birthday present for Miss Veda.

MILDRED:

The car. It came.

IDA:

Yes. It's that shiny blue thing
a block and a half long....

She indicates the window that overlooks the parking space.
Mildred looks out.

228. LONG SHOT (SEEN THROUGH WINDOW) BUICK CONVERTIBLE

MILDRED'S VOICE:

(over scene)

Do you think she'll like it, Ida?

229. MED. CLOSE ON IDA

- at desk, as she dips fountain pen.

IDA:

If she doesn't she oughta have her
head examined for holes. Here -- you
have to sign this...in blood.

Mildred goes to the desk and starts signing receipt.
Ida is oddly nervous and hesitant. Mildred notices.

(CONTINUED)

229 (Cont.)

IDA:

Uh...look, Mildred. This is none
of my business...

MILDRED:

If it's about Monte, I agree with
you.

IDA:

It's about Veda. She's been borrowing
money.

MILDRED:

(this is a surprise)
From whom?

IDA:

Everybody that would give her any.
The waitresses mostly.

MILDRED:

Doesn't she pay them back?

IDA:

(shakes her head)
They've been afraid to say anything
...or turn her down. You know how it
is.

MILDRED:

(grimly)
Tell them to come to me, and I'll
see that they're paid back.
(she busies herself with
some papers, then slams the
palm of her hand down on them
angrily)

IDA:

I'm sorry. I had to tell you, Mildred.
I don't blame her so much...a couple of
times Monte was with her, and --

MILDRED:

Monte! Always Monte!

Through the glass windows behind Mildred's desk we have
seen a car pull into the parking space. Now Monte and
Veda come in through the side door. Mildred gathers
papers together.

VEDA:

(sweeping in)
Hello, Ida...hello, mother darling.
Working hard?

(CONTINUED)

229 (Cont. 1)

MILDRED:

(handing papers to Ida)
Hello, Veda...Monte. This won't
take much longer....

MONTE:

(sitting down in
an easy chair)
I hope not...if there's one thing I
can't stand it's watching people work --
(he shudders delicately)

IDA:

Your mother must have been frightened
by a callous....

Mildred gathers up the last of the papers, puts them
into a folder and gives them to Ida. Veda plunks
down on the corner of the desk and produces a cigarette
case.

MILDRED:

(to Ida)
I guess that's all.

Ida has checked the statements given to her by Mildred.

IDA:

One missing.
(then, to Veda)
You're sitting on the statement
from Laguna Beach...

Ida pries the papers out from under Veda, who isn't too
pleased....

VEDA:

(fishing for a cigarette)
That's what I like about you, Ida.
You're so informal...so delightfully
provincial...

IDA:

(sweet)
I like you too....

MILDRED:

t (to Veda who has just accepted
a light from Monte)
When did you start smoking?

VEDA:

(airily)
Just the other day. Ted Forrester
gave me this for my birthday --
(indicating case)

(CONTINUED)

229 (Cont. 2)

VEDA: (Cont.)

and after all, I couldn't hurt the poor boy by not using it. I mean, that would have been dreadfully recherche, n'est-ce pas?

MILDRED:

I suppose so -- Here - this is for your birthday too. I hope you like it...

She tosses the key ring to Veda, who doesn't understand at first. Then she gasps with delight.

VEDA:

Oh mother! A car! Where is it?

MILDRED:

Look out the window...

Veda walks quickly to the window. Mildred and Monte follow, CAMERA WITH THEM. Veda looks out and gasps, then turns and flings her arms around Mildred.

VEDA:

Oh, mother! You darling!

MONTE:

Hey - how about me, lady? I picked it out.

VEDA:

(her arms around him)

Oh, Monte...it's the nicest present I ever got. You're sweet...really you are.

Mildred is a trifle put out. Suddenly the present seems to have emanated from Monte. Veda takes Monte by the hand and drags him toward the French window.

VEDA:

Let's go for a drive...

MONTE:

(agreeably)

Nothing I'd like better...

MILDRED:

(her voice suddenly harsh)

Wait, Monte!

(then as they all look at her)

I - I want to talk to you.

(CONTINUED)

229 (Cont. 3)

MONTE:

Oh, all right.

(to Veda)

Run along, and dont your fenders.

VEDA:

(carelessly)

All right - sorry I can't stay
longer, but I have a date with Ted.
Bye now.

Veda waves an offhand kiss to Mildred, and exits through the window.

230. LONG SHOT (THROUGH WINDOW)

- as Veda runs to the car, and climbs in. She tries the wheel excitedly, then starts the car and drives off furiously, blaring her horn and waving.

CAMERA PULLS BACK from window, to REVEAL Mildred and Monte turning away. Monte is amused by Veda. Mildred's face is set. Ida is at the desk, with the papers. She starts for the door.

MONTE:

(to Ida)

Finished for the day?

IDA:

Yeah.

(as she prepares to exit)

Don't look now, junior...but you're
standing under a brick wall.

MONTE:

(puzzled)

I don't get it.

IDA:

You will.

She goes out. Monte shrugs in perplexity, then goes over to Mildred, puts his arms around her and tries to kiss her.

MILDRED:

(breaking away)

Don't.

MONTE:

What's the matter?

Mildred turns to face him.

(CONTINUED)

230 (Cont.)

MILDRED:

I want you to do me a favor, Monte...

MONTE:

Sure. What?

MILDRED:

Stay away from Veda.

MONTE:

Why? What's wrong with me? Have I suddenly sprouted two heads?

MILDRED:

I just don't want you to take her out so much, that's all.
 (Monte laughs)
 and it isn't funny.

MONTE:

(still amused)
 You're jealous. That's what it is.
 (seriously)
 Mildred - she's just a kid.

MILDRED:

(snapping)
 That's the point, Monte! She's only seventeen years old...and she's rotten spoiled.

MONTE:

(getting irritated)
 Don't blame that on me.

MILDRED:

I've worked long and hard, Monte... trying to give Veda the things I never had. I've done without a lot of things - including happiness sometimes - because I wanted her to have everything. And now I'm losing her. She's drifting away from me...she hardly talks to me anymore except to ask for money...or poke fun at me in French because I work for a living.

MONTE:

Oh, all kids are thoughtless at her age...

MILDRED:

I don't like it, Monte! And I blame it on the way she's been living.

(CONTINUED)

230 (Cont. 1)

MONTE:

(annoyed acceptance)
All right, all right...I won't
take her out anymore. How's that?

MILDRED:

That's fine.

MONTE:

But I'm warning you, Mildred...I
don't think you know Veda very well...
she's not like you...You'll never make
a waitress out of her.

MILDRED:

You look down on me because I work.
You always have. All right, I work.
I cook food and sell it. And I make a
profit on it...which I might point out
you're not too proud to share with me.

Monte looks at her, with hatred in his glance.

MONTE:

Yes. I take money from you, Mildred.
But I flatter myself that I give
value for value received...

MILDRED:

(a softer tone)

Monte - why can't you be different?
We could get married, and you could
manage the restaurants...

MONTE:

No thanks. I don't like kitchens...
or cocks...they smell of grease.

MILDRED:

(furious)

You don't mind the money though,
do you? I don't notice you shrinking
away from a fifty dollar bill because
it smells of grease...

MONTE:

Take it easy, Mildred...

MILDRED:

(whirling on him)

I won't! I've been in love with you for
a long time, Monte...but there's no point
in going on like this. You're interfering
with my life...and my business...and
worst of all, you're interfering with
my plans for Veda. I won't stand for it.

(CONTINUED)

230 (Cont. 2)

MONTE:

I always knew that someday we'd come to this particular moment in the scheme of things...

MILDRED:

Monte --

MONTE:

(almost sadly)

Nothing is free, Mildred. Not even what we do. Sooner or later the bill comes 'round, and it has to be paid. You want Veda, your business, and a nice quiet life...and the price of all that, is me.

(a pause)

You can go back to making pies now, Mildred. We're through.

For an instant Mildred is motionless. Then she goes to her desk, and fumbles in a drawer for her check book.

MILDRED:

(making out a check)

You've been very good to us, Monte... I know you've had expenses taking Veda out...I don't know how much we owe you, but --

(holding out the check)

if this isn't enough, let me know.

Monte takes the check, with a rueful grin. He doesn't even look at the amount, but folds it very carefully. Then he goes to the window.

MONTE:

(at the window)

I've always wondered how it felt to take a tip, Mildred.

(he waves check)

Thanks. Mark our account "paid in full".

He goes out. The CAMERA MOVES in on Mildred, whose eyes are brimming with tears as she watches Monte go to his car.

231. LONG SHOT (WHAT SHE SEES)

- as Monte goes to his car one of the parking attendants holds the door open for him. Monte hands him a tip... the check that Mildred just gave him. The attendant reacts as Monte drives away.

232. SIDE ANGLE MILDRED

as she puts her head down on her arms.

DISSOLVE TO:

233. PAN SHOT INT. HAWAIIAN CAFE

to show dance band on stand, and singer hard at work. The CAMERA PANS past dancers on the floor to a booth at one side which contains TED FORRESTER and Veda. Ted is mooning at Veda.

234. MED. CLOSE TED AND VEDA (IN BOOTH)

Ted is a clean-cut, very earnest young man whose idealistic nature is hardly a match for Veda's predatory instincts.

TED:

You do love me, don't you, Veda?

VEDA:

(watching the dancers)

Madly.

TED:

(aggrieved)

Well, you don't say it like you do.

VEDA:

(with a trace of irritation)

Oh, don't be tiresome, Ted...please. I can't bear it when you make noises like a wounded cow.

TED:

I'm sorry. I can't help it, I can't sleep nights thinking about you.

VEDA:

(a perfunctory pat on the cheek)

You're sweet. And I do love you, really I do.

Ted beams, dizzily as Veda looks up.

WALLY'S VOICE:

(offscene)

Well -- well -- this looks serious.

235. FULL SHOT BOOTH

- as Ted looks happily from Wally to Veda.

TED:

It is.

VEDA:

Yes. We finally made up our minds,
Wally.

WALLY:

(snaps his fingers at a
waiter and then starts to
sit down)

This calls for a celebration...

(to Ted)

Shove over, Romeo.

236. TWO SHOT TED AND WALLY

- as Wally sits beside him, Ted looks at him gratefully.

TED:

You've been swell to us, Mr. Fay.

WALLY:

Forget it, son. I like doing
things for other people. Don't I,
Veda?

237. GROUP SHOT THE THREE

- as Veda and Wally smile at each other in perfect
communion.

VEDA:

Oh, absolutely.

A waiter arrives with some champagne in a bucket. The
glasses are tucked under his arm.

WALLY:

Here we are...

(he looks annoyed by the
glasses, takes them from
waiter who shrugs and goes away)

You'd think we never served champagne
in my place...

Wally is struggling with the cork.

238. FULL SHOT BOOTH (INCLUDING PEOPLE AT A NEARBY TABLE)

- as Wally finally pops the cork, making a noise like a pistol shot. The people nearby jump nervously, then turn and stare.

239. THREE SHOT BOOTH

WALLY:

(finally)

No cause for alarm...

(indicates the bottle,
then pours)

Here, you kids, try this on for size.

Wally fills his own glass, then lifts it.

WALLY:

To...true love.

They drink. Over his glass Wally winks his off eye at Veda. Veda's eyes shift to Ted.

DISSOLVE TO:

240. INT. MILDRED'S OFFICE

CAMERA PANS with Mildred as she stalks back and forth, then PANS AWAY from her to MR. JONES, the accountant, a harmless little man who is sitting at the desk, patiently waiting for Mildred's attention. He coughs discreetly.

MR. JONES:

about the Laguna Beach statement,
Mrs. Pierce.

241. CLOSE ON MILDRED

- as she suddenly recollects herself.

MILDRED:

I'm sorry. I was thinking about something else. What about the Laguna Beach statement?

242. MED. CLOSE SHOT JONES

- as he consults his books, and adjusts his spectacles.

MR. JONES:

(pedantically)

The receipts of the establishment
at Laguna Beach have dropped roughly
seven percent during the last month...
nearly eight percent.

(shakes his head sadly)

Tsk, tsk.

243. FULL SHOT OFFICE

- as Ida comes in. Mildred looks at her.

IDA:

A Mrs. Forrester to see you. I
told her to wait on the patio.
(she indicates)

MILDRED:

She wants to see me? What about?

IDA:

Veda.

Mildred goes toward the patio. The accountant looks at
Ida with great annoyance and contempt.

MR. JONES:

(to Ida)

You always interrupt!

IDA:

(wolfishly)

It's because I want to be alone with
you...come here and let me bite you,
you darling boy.

Mr. Jones shrinks away, a little frightened at the prospect.

244. EXT. RESTAURANT PATIO

- as a tall, distinguished-looking lady rises to meet
Mildred. This is MRS. FORRESTER, Ted's mother. Mrs.
Forrester is glacially elegant and poised.

(CONTINUED)

244 (Cont.)

MRS. FORRESTER:

Mrs. Pierce?

(Mildred nods)

I'm Mrs. Forrester. Ted's mother.

MILDRED:

I'm very glad to know you.

MRS. FORRESTER:

And I've been looking forward so
 much to meeting you, Mrs. Pierce.
 I'm sure we're going to work out our
 little problem splendidly.

MILDRED:

(surprised)

What little problem?

MRS. FORRESTER:

Veda hasn't told you?

MILDRED:

Told me what?

MRS. FORRESTER:

Veda has somehow got the idea that --
 well, I understand it, of course.
 Any girl wants to get married. But
 Ted had no such thing in mind. I
 want that made clear.

MILDRED:

You mean - they're engaged? Veda
 and your son?

MRS. FORRESTER:

(her voice is becoming a little high and strident)

Yes...but I'm quite sure you'll agree
 with me, Mrs. Pierce, that any
 discussion of marriage between them
 would be most undesirable.

MILDRED:

(sharply and suspiciously)

Why should Veda want to marry your
 son, if he doesn't want to marry her?

MRS. FORRESTER:

(angrily)

I'm not a mind reader, Mrs. Pierce.
 But let me tell you one thing. If
 you, or that girl, or anybody employs
 any more tricks, trying to blackmail
 my boy into ----

(CONTINUED)

Changes
"MILDRED PIERCE"

1/25/45
134.

244 (Cont. 1)

MILDRED:
(exploding)
Trying to what?

MRS. FORRESTER:
(completely losing her
temper).
Understand me, Mrs. Pierce, I shall
prevent this marriage. I shall
prevent it in any way that I can!

MILDRED:
I don't think you need worry, Mrs.
Forrester...having you in my family
is a rather dismal prospect. I'll
talk to Veda.

Mildred turns her back, as mottled with rage, Mrs.
Forrester leaves. Mildred is looking extremely thoughtful

DISSOLVE TO:

245. EXT. GLENDALE HOUSE

- as Mildred arrives and goes up the walk looking very
businesslike and purposeful.

246. INT. LIVING ROOM GLENDALE HOUSE

- where Veda is talking to Wally, who is reclining at
ease behind his desk. Veda is standing.

WALLY:
(to Veda)
The next move is up to them. When
we got out that warrant for his
arrest, we showed that we meant business...

As she hears the SOUND of the door closing, Veda cuts
him off with an abrupt cautioning wave of the hand.
Veda selects a cigarette from her silver case, as Mildred
enters.

MILDRED:
I want to talk to you.

VEDA:
What about?

(CONTINUED)

1/25/45
135.

246 (Cont.)

MILDRED:
(meaningly)
Mrs. Forrester was in to see me
today.

VEDA:
Oh?

She exchanges a look with Wally.

MILDRED:
(directly to Wally)
This is private, Wally.

VEDA:
(calmly)
He knows about it.

MILDRED:
(amazed)
He knows that you and Ted want
to get married?

VEDA:
Want to get married?

247. CLOSE ON MILDRED

VEDA'S VOICE:
(OVER)
We are married. We were married
on my birthday.

248. GROUP SHOT MILDRED, VEDA AND WALLY

VEDA:
(continuing)
I'm sorry, but it's done.

WALLY:
(smoothly)
You see, Mildred, Veda has been
trying to spare you. She wanted to
make things easy for you, and she
asked me to help.

MILDRED:
(still looking at Veda
in stunned amazement)
Veda, why didn't you tell me?

(CONTINUED)

1/25/45
136.

248 (Cont.)

VEDA:

I wanted to...so many times...but
you seemed so far away. I couldn't
somehow. I was afraid.

Mildred melts completely.

MILDRED:

Afraid? Of your own mother?

There are tears in Mildred's eyes as Veda comes to her.

VEDA:

Mother - I've been so miserable.
I made a mistake - and I didn't
know how to tell you...

MILDRED:

Don't you love this boy?

Veda shakes her head.

MILDRED:

I'm sorry for that - but maybe we
don't belong in such a family anyhow..

WALLY:

(quickly striking while
the iron is hot)

That's right. Veda doesn't love
this kid. She made a mistake. The
only thing we can do is settle the
case out of court. It's the only clean,
quick way of handling the situation.

VEDA:

Wally is right, mother.

For an instant Mildred is indecisive, then softened by
the realization of her daughter's situation, she gives
in completely.

MILDRED:

All right, Wally. Do what you
think best.

Again she puts her arms around Veda and holds her tender-
ly.

DISSOLVE TO:

249. INT. FORRESTER LIBRARY

At the desk is WILLIAMS, attorney for the Forresters.
Facing him is a group consisting of Wally, Veda, Bert
and Mildred. Sitting behind Williams is Mrs. Forrester
and her son Ted, who looks sheepish. (CONTINUED)

1/25/45
137.

249 (Cont.)

WILLIAMS:

(reading from a legal document)

"...and I hereby, of my own free will, renounce all right and title that I or my heirs and assignees may have to any monies or estate, real or otherwise, which will accrue or evolve to Theodore Ellison Forrester, in exchange for considerations of value received."

He looks up, taking off his thick, horn-rimmed spectacles.

WILLIAMS:

(to Ted and his mother)

Are you agreeable to this waiver?

Mrs. Forrester nods grim-lipped. Ted doesn't look very happy.

TED:

(timidly)

Please -- why can't we stay married?
I don't see why we ----

Mrs. Forrester nudges him heavily.

MRS. FORRESTER:

Theodore...you will be so good as to keep quiet.

TED:

(subsiding miserably)

Yes, mother.

WILLIAMS:

(to Wally and Veda)

I think we may assume that the waiver is acceptable. Will you sign here, please?

Veda makes a move. Wally restrains her.

WALLY:

(perfectly at ease)

Sure. Glad to. There's one little formality we should discuss first, however.

WILLIAMS:

What's that, Mr. Fay?

WALLY:

The financial settlement, Mr. Williams. My client would like ten thousand dollars.

(CONTINUED)

1/25/45
138.

249 (Cont. 1)

Mr. Williams looks at Mrs. Forrester, and gets his cue from her frown.

WILLIAMS:

I think I'm safe in observing that almost anyone would like ten thousand dollars, Mr. Fay. But --

WALLY:

But -- ?

WILLIAMS:

(smiling)

We see no necessity for a financial settlement of any kind.

WALLY:

(also smiling)

Don't you?

WILLIAMS:

(very pleasant)

No.

WALLY:

(also pleasant)

You will.

WILLIAMS:

I doubt it.

MILDRED:

(breaking in)

I don't understand all this...as far as I know, there's no need of a financial settlement. All we're interested in is...

VEDA:

(desperately)

Please, mother! I need the money. I'm going to have a baby.

WILLIAMS, MRS. FORRESTER & TED:

(in that order)

What?

MILDRED:

Veda --

Wally is smiling benignly on all concerned, particularly Mr. Williams.

WALLY:

So you see...ten thousand dollars is not unreasonable.

(CONTINUED)

249 (Cont. 2)

WILLIAMS:
(his pleasant manner gone)
This is moral blackmail, sir?

MRS. FORRESTER:
I won't pay it!

WALLY:
Yes, you will, Mrs. Forrester.
Ask your attorney.

Mrs. Forrester looks at Williams. He nods. She taps Ted and motions him out of the room, following him herself.

WALLY:
(to Williams)
Yes?

WILLIAMS:
Yes.

WALLY:
You can mail the check.

Wally takes the agreement drawn up, borrows Mr. Williams' desk pen and signs it, then tries to pocket the pen. Mr. Williams calls his attention to the fact that it isn't his, and Wally gives it back.

Mildred is comforting Veda.

DISSOLVE TO:

250. CLOSE SHOT CHECK IN VEDA'S HAND

It is a cashier's check made out to Veda Pierce Forrester, and is drawn on the Beverly Hills Guarantee and Trust Co., for \$10,000. The CAMERA PANS UP to Veda's face as she kisses the check.

VEDA:
(smiling to herself)
Well, that's that.

251. FULL SHOT LIVING ROOM GLENDALE HOUSE

Mildred is taking off her hat and removing her gloves at the piano.

MILDRED:
I'm sorry about that boy. He
seemed very nice.

(CONTINUED)

251 (Cont.)

VEDA:

(carelessly)

Oh, Ted's all right, really.

(she laughs softly)

Did you see the look on his face
when we told him he was going to
be a father?

MILDRED:

I wish you wouldn't joke about it,
Veda.

Suddenly Veda throws her head back and laughs harshly
and metallically, then she stops abruptly.

VEDA:

Mother, you're a scream. Really
you are. The next thing I know
you'll be knitting little garments.

MILDRED:

(hurt)

Why not?

VEDA:

(levelly)

If I were you, I'd save myself the
trouble.

MILDRED:

Now don't be silly, Veda...

Suddenly she stops talking and stares at Veda with
growing horror in her face. Veda stares back, her
eyes stony and a half smile on her face. Mildred wets her
lips before she speaks.

MILDRED:

You're not going to have a baby.

VEDA:

(shrugging)

At this stage it's a matter of
opinion. And in my opinion I'm
going to have a baby. I can always
be mistaken.

MILDRED:

(horrified - her voice
shaking)

How could you do such a thing?

(CONTINUED)

251 (Cont. 1)

VEDA:

(a slight shrug)
I got the money, didn't I? I'll
have to give Wally part of it to
keep him quiet, but there's enough
left for me.

MILDRED:

Money -- that's what you live for,
isn't it? You'll do anything for
money -- even blackmail.

VEDA:

(coldly)
Oh, grow up.

MILDRED:

(disregarding her)
I've never denied you anything...
anything that money could buy I've
given you. And it wasn't enough.
All right Veda...things are going
to be different now. You're going to
give that check back...

Veda calmly shakes her head, completely at ease.

VEDA:

No. I'm not going to give
back the check.
(savagely)
Why do you think I went to the
trouble of getting it? Why do
you think I want money so badly?

MILDRED:

Why?

Veda looks at her mother levelly and then slowly chooses
a cigarette for herself.

VEDA:

(with calm deliberation)
Are you sure you want to know?

Mildred nods as Veda lights her cigarette.

(CONTINUED)

251 (Cont. 2)

VEDA:

(with mounting intensity)

Then I'll tell you. With enough money I can get away from you...from you and your chickens and your pies and your kitchens and everything that smells of grease. I can get away from this shack with its cheap furniture, and away from this town and its dollar days, and its furniture factories, and its women that wear uniforms and its men that wear overalls. With money I can get away from every rotten, stinking thing that even reminds me of this place -- or you.

MILDRED:

(quietly)

Veda -- I think I'm seeing you as you are for the first time in my life. You're cheap and horrible.

VEDA:

(with venomous hatred)

You think now you've made a little money you can get a new hair-do and some expensive clothes and turn yourself into a lady, but you can't, because you'll never be anything but a common frump, whose father lived over a grocery store and whose mother took in washing. It makes me shrivel up to think you ever carried me.

Mildred has been perfectly still throughout this tirade. Now, with great deliberation, she walks forward a few steps and slaps Veda across the face. Veda strikes her back heavily. Disregarding Veda's kicking, biting fury, Mildred tears the check out of Veda's hands and then backs away tearing the check into shreds, with Veda clawing at her in a desperate effort to get it back.

They stand facing each other, both breathing hard. Veda is horrified by what her mother has done.

MILDRED:

(a low hoarse voice)

Get out, Veda. Get your things out of this house right now or I'll throw them into the street...and you with them. Get out before I kill you.

Veda hesitates...and then realizes that this time it's different from all other times. She turns on her heel and flounces out. Mildred stands perfectly still, her face set in fury.

FADE OUT.

"MILDRED PIERCE"

FADE IN

252. FULL SHOT EXT. BEVERLY HILLS RESTAURANT

SHOOTING TOWARD parking lot which is empty. A car drivss up, and stops. In the b.g. a gardner is working, the only sign of life.

MILDRED'S VOICE:

(OVER SCENE)

I went away for a while. I travelled.
But not far enough. Something kept
pulling me back...and finally I gave
in. I went home.

Mildred gets out of the car, and starts toward the restaurant. The CAMERA PANS to the door, where Lotty is polishing the brasswork.

MILDRED:

Good morning, Lottie.

Lottie looks up, her face lighting up with pleasurs.

LOTTIE:

Why, Miz Pierce! Oh my - this is a
day for rejoicing, it certainly is.
You'ves been away so long.

MILDRED:

(smiling at the
welcome)

I've been to Mexico.

LOTTIE:

(enchanted)

Is that a fact? It's sure nice to
have you back.

(shs opens the door
for Mildred)

MILDRED:

Thank you, Lottie.

(pausing)

I'm very glad to see you.

LOTTIE:

Likewise, Mrs. Pierce. This is a
happy day.

Mildred goes in.

2/5/45
143.

253. PAN SHOT MILDRED

- as she crosses the busy interior of the restaurant and goes toward the office door, and enters. The door is marked "Manager".

254. INT. OFFICE

with Ida sitting at the desk, working over menus. She gets up as Mildred enters.

IDA:

Well - well...long time no see.
How was Mexico?

MILDRED:

Nice. How is business?

IDA:

Wonderful.
(indicating)
Want your desk back?

MILDRED:

No, thanks. On you it looks good.

The two women smile at each other. Mildred takes out a cigarette and lights it. Her hand trembles. Ida notices, and Mildred sees that she does.

MILDRED:

(grimly)
Nothing like a good long rest, is there? Got a drink handy?

Ida goes to a celaret and pours a drink, and a water chaser:

IDA:

You never used to drink during the day.

MILDRED:

(shrugs)
I never used to drink at all. Here's
to those who taught me how.
(toasting)

Men!

She tosses off the drink. Ida watches her.

IDA:

That's the way it is, Mildred. It's a man's world. If you succeed, if you show signs of getting up in the world... then the knives come out. I never yet met a man who didn't have the instincts of a heel.
(a pause and then she shrugs)
I sometimes wish I could get along without 'em.

(CONTINUED)

2/5/45
144.

254 (Cont.)

MILDRED:

You've never been married, have you, Ida?

IDA:

When men are around me they suddenly get allergic to wedding rings.

(a rueful grimace)

I'm the Big Sister type. You know - good old Ida...you can talk with her man to man.

(reflective)

I'm getting very tired of men talking man to man with me. Think I'll have a drink myself.

She takes Mildred's glass, and goes and pours two more drinks.

MILDRED:

(a strained attempt at being casual)

Er - see anybody I know lately?

IDA:

(calmly)

You mean Veda. I wondered how long it'd take you to get around to that.

MILDRED:

Yes. I mean Veda.

(eagerly)

Have you seen her, Ida? Is she all right?

IDA:

(crossing with drinks)

Why don't you forget her?

MILDRED:

(miserable)

I can't. I've tried, but I can't.

IDA:

Well - try, try again. That's my motto!

She drinks her drink.

MILDRED:

(staring into space)

You don't know how it is, Ida. Being a mother. She's a part of me. Maybe she didn't turn out as well as I hoped she would when she was born...but she's my daughter. I can't forget that.

(CONTINUED)

254 (Cont. 1)

MILDRED: (Cont.)

I went away to try. I was all mixed up. I didn't know where I was or what I wanted. Now I know. Now I'm sure of one thing at least. I want my daughter back.

IDA:

(shrugs)

Personally, Veda has convinced me that alligators have the right idea.

(she drinks,
then explains)

They eat their young.

The phone rings. Ida picks it up.

IDA:

Yes? Who's calling? Who? Hang on.

(to Mildred)

It's Bert. How'd he know you were back?

MILDRED:

I left a message for him to call me here --
(she takes the phone)

Hello, Bert. I know you're busy... but I want to talk to you. Do you know where Veda is?

(a pause)

Why won't you tell me? ... All right. Eight o'clock. I'll be ready.

(she hangs up)

IDA:

He won't tell you where she is?

MILDRED:

He wants to have dinner with me tonight, and tell me then.

IDA:

Oh. How is he?

MILDRED:

(abstracted)

What -- Oh, he's fine. He's working now.

IDA:

You're kidding.

MILDRED:

No. He's got a job at Condor Aircraft.

(CONTINUED)

254 (Cont.3)

IDA:

Hmmm. The manpower shortage must be worse than we think.

DISSOLVE TO:

255. ANGLE SHOT HAWAIIAN CAFE MILDRED AND BERT

in one of the booths. The CAMERA MOVES IN on them. In the b.g. a mixed crowd is dancing to the music of a rather tired orchestra. We HEAR but do not see a vocalist singing with the band. She is just finishing the number.

MILDRED:

(to Bert - with distaste)

I never did like this place. And I don't see why you insisted on coming down here for dinner.

BERT:

(a nervous manner)

I'm sorry I did now. I thought it was a good idea at the time, but now I'm not so sure.

MILDRED:

I don't understand you, Bert. And I don't think you're being very kind. You promised to take me to Veda...

BERT:

(completely miserable)

I have, Mildred.
(without looking, he nods his head slightly)

With a puzzled frown, Mildred looks in the direction he indicated. Then her face stiffens with shock at what she sees.

256. DANCE STAND (FROM THEIR ANGLE)

The vocalist we have been hearing in the b.g. is Veda. She finishes her number and takes her bows. She is dressed in an extreme evening gown and looks much older than her years. Her manner is assured and deliberately provocative. She smiles at a sailor dancing, who whistles up at her. The sailor's partner drags him away. Veda starts off the stage.

257. CLOSE ON MILDRED

BERT'S VOICE:
I'm sorry I did it like this,
Mildred...but I didn't know how
to tell you.

Mildred gets to her feet and starts in the direction
taken by Veda.

258. TWO SHOT MILDRED AND BERT

- as Bert also rises.

BERT:
Take it easy, Mildred. You can't
do anything...Mildred!

Mildred doesn't even hear him. She goes away. Bert
sits down and tosses off his drink savagely.

258a. AT PASSAGEWAY LEADING TO DRESSING ROOMS

as a waiter gestures down the hall, evidently in
answer to a question from Mildred. She starts down
the hall. Wally comes into scene and stops her.

258b. TWO SHOT WALLY AND MILDRED

Wally catches Mildred by the arm.

WALLY:
Hey -- you been away so long
you've forgotten your business
partner?

MILDRED:
Hello, Wally.
(she tries to dis-
engage her arm)

WALLY:
(blocking her off
from the passage)
What's on your mind? You here
to see me?

MILDRED:
I'm going to take Veda home.

(CONTINUED)

2/17/45
147a.

258b (Cont.)

WALLY:

Yeah -- Does she know that?

MILDRED:

No. I wish you'd help me, Wally.

WALLY:

Not me. She's your daughter.
(Mildred starts by him.
He restrains her with a
light touch)

I've never been a father --
(he knocks on the
nearest wood)

but Veda has been working here for
a month now, and I think I know how
to handle her. Let me give you some
advice. If you want her to do anything...
knock her down first.

Mildred goes on down the passage. He shrugs and walks
away.

259. INT. DRESSING ROOM (ANGLE SHOT AT MIRROR)

where MIRIAM ELLIS, a flashy blonde, is touching up her
make-up. Veda is just finishing putting on a fresh pair
of stockings.

MIRIAM:

(looking at herself in
mirror, critically)

Maybe he's right --

VEDA:

(not paying much attention)

Who?

MIRIAM:

Wally. He says I look like who
done it and ran away!

VEDA:

How is your big romance with Wally
getting on?

MIRIAM:

(shrugs)

You know Wally. He proposed to me
last night...

(CONTINUED)

259 (Cont.)

MIRIAM: (Cont.)

(dabs at her lips, surveys
the result, then continues)
You know what he had the nerve to
say to me -- he says to me -- Hey,
you, let's get married or somethin'!

VEDA:

What did you say?

MIRIAM:

Let's get married or nothin', that's
what I said.

VEDA:

(with a bored air)
Then what did he say?

MIRIAM:

I'm tellin' you -- what could he say?
I mean he was floored. 'Are you kiddin',
he says. No, I says, and what's more...

Seen through the mirror, the door opens. Mildred
enters.

MIRIAM:

(to Mildred, by way of
the mirror)
You got the wrong place, lady. You
want....
(she gestures)

After one swift look at her mother, Veda goes right
on with her stockings.

VEDA:

(to Miriam, with complete
disinterest)
It's all right, Miriam -- she's my
mother.

MIRIAM:

Oh. No kidding! I didn't know you
had a mother.

VEDA:

Everybody has a mother.

Veda goes to a wardrobe for a smock, ignoring Mildred.

MIRIAM:

(abstracted - she's curious
about what gives here)
Oh sure -- I guess you're right.

VEDA:

(to Mildred)
This is Miriam Ellis, Mother -- She sings.
(CONTINUED)

259 (Cont. 1)

MIRIAM:
(modestly)
That's what they tell me anyhow,
Mrs. Pierces.

VEDA:
(seeing that this could
go on interminably)
What can I do for you, Mother?

MILDRED:
(hesitantly)
I'd -- I'd like to speak to you.

Putting on the smock, Veda goes back and sits down
and starts going over her make-up.

VEDA:
Go ahead.

MILDRED:
(looking at Miriam
and back to Veda)
I -- uh -- that is...

VEDA:
(to Miriam, calmly)
Why don't you go see if Wally
wants you?

MIRIAM:
(shaking her head)
He won't.
(then it dawns)
Oh -- pardon me, I'm sure.

Miriam gets up and hurries out, giving Mildred a final
curious glance. Mildred just stares at Veda.

VEDA:
(into the mirror)
Well?

MILDRED:
(putting her hands on
Veda's shoulders)
Veda, I want you to come home...

Veda avoids Mildred's touch.

MILDRED:
(continuing)
... you don't belong here. This
isn't your kind of life.

VEDA:
No? What is my kind of life, mother?

Veda goes back to her makeup job, again cool and
assured.

MILDRED:
I don't know...whatever makes you
happy, I guess. That's all I want
for you, Veda. Everything I've
ever done was to make you happy.

VEDA:
Do you think I was happy in Glendale,
mother?

MILDRED:
(meaningly)
Are you happy here, Veda?

VEDA:
(shrugs)
When I first came here I used to cry
occasionally. But I've gotten over
that.

MILDRED:
(bitterly)
I haven't.

VEDA:
(impatiently)
I'm sorry, Mother. I know I've made
you unhappy, but -
(she shrugs)

(CONTINUED)

259 (Cont.2)

MILDRED:

It isn't easy for me to beg like this,
Veda...but I want you to come home.

This angers Veda. She turns savagely.

VEDA:

No, mother! You must think I'm on
a string. Go away, Veda! Come back,
Veda!

(she shakes her head)

It isn't that easy.

(she gets up and takes
off her smock)

I'm free now. No one tells me what
to do, and what not to do. I do what
I think best. And I like it that way.

MILDRED:

(a pathetic attempt
at brightness)

I've had the house redecorated. And
all new furniture. Even a new piano,
Veda. You'd like it, I know.

VEDA:

(not unkindly)

You still don't understand, do you?
You think new curtains are enough to
make me happy.

(she goes to Mildred)

260. TWO SHOT VEDA AND MILDRED

VEDA:

No. I want more than that...I want
the kind of life that Monte taught me.
And you won't give it to me.

(she puts her arms
around Mildred, and
in a softer tone
continues:)

I'm sorry for all the trouble I
caused. But if I went home...it would
start all over again. You know that.
You know how I am. The way you want
to live isn't good enough for me.

MILDRED:

If I lived in a wonderful house, in
a beautiful district and knew all the
right people, you'd be willing enough
to come back.

(CONTINUED)

260 (Cont.)

VEDA:

(a slight shrug)

But you don't, do you, Mother?

The door opens and Miriam comes back in. Veda disregards her to primp her hair in the mirror.

MIRIAM:

(to Mildred)

Sorry to interrupt...but you can powder your nose just so long, then people begin to look at you funny.

(to Veda)

Anyhow, your number is coming up.

VEDA:

All right.

(she starts for the door)

Goodbye, mother.

MILDRED:

Wait - when can I see you again?

VEDA:

(at door)

Any time, Mother. Just come in the front door...and buy yourself a beer.

She goes out. Miriam is shocked by Veda's attitude.

MIRIAM:

What a thing to say to her mudder...
Why, I'd smack her face!

MILDRED:

No. I've got a better idea.

The CAMERA HOLDS on Mildred. She is smiling a little.

DISSOLVE TO:

261. EXT. PASADENA HOUSE

DAY

showing in detail its rather antique appearance. The lines of the house are basically good, but the obsession for rococo gee-gaws and facades of thirty years ago make the building rather repulsive. An iron deer is nibbling at the lawn, for instance. A car (Mildred's) is pulled up before the entrance, beside a large "FOR SALE" sign.

DISSOLVE TO:

262. INT. PASADENA HOUSE (DAY SHOT, BUT GLOOMY)

The interior is very much like the exterior, except that it's more dusty and less well lighted. Monte and Mildred are just coming down from upstairs...

MONTE:

Look - you can't be seriously thinking of buying this place.

MILDRED:

You're some salesman.

MONTE:

(he laughs self-consciously)

Well then - so much for upstairs. Pretty gloomy, isn't it? Not quite so bad down here.

They enter the sitting room, off the reception hall.

263. INT. SITTING ROOM

still with that dusty look, but somewhat less forbidding.

MONTE:

This used to be the sitting room. Still is. I do all my sitting here. Drink?

MILDRED:

Thanks.

Mildred looks about the room with a cold interest, as Monte mixes drinks. On a marble-topped table, there is a portable gas burner, together with a box of eggs, a half loaf of bread, a half filled bottle of milk, and a plate with the remnants of an egg on it. Mildred shakes her head a little, and looks at Monte. He smiles a trifle grimly.

MONTE:

The pride of the Beragons, as you see, is not exactly rolling in wealth. Say when.

(he pours)

MILDRED:

When. What happened to your orange groves?

MONTE:

(a bit rueful)

Sold for taxes. Like everything else.

(CONTINUED)

265 (Cont.)

MILDRED:

The beach house, too? That was beautiful.

MONTE:

No, not the beach house. I have an uncle with a little money. He won't let me sell the beach house.

(he grins)

He's hoping to foreclose on it instead.

MILDRED:

Mmmmmmm-sounds like a nice uncle.

Monte crosses with the drinks, and gives one to Mildred, then sits down, perfectly at ease.

MONTE:

Now - what do you want, Mildred?

MILDRED:

I don't understand.

MONTE:

Yes, you do. You don't really want to buy this -

(gesturing)

this antiquated tomb. You'd be out of your mind.

MILDRED:

Oh, I don't know. It's not such a bad house...a little remodeling would do wonders...take off some of the gingerbread and redecorate inside, and -

Monte is smiling at her, patiently waiting for her to get through. She stops, lamely.

MILDRED:

(wryly)

My businesslike air isn't fooling you much, is it?

MONTE:

(quietly)

No. I remember too well, Mildred. I remember how it was with us once. And so do you. It isn't something either of us can forget.

MILDRED:

(seeing an opening)

Monte - you haven't forgotten?

(CONTINUED)

263 (Cont.1)

MONTE:
 (to his drink)
 Not for an hour...
 (he shakes his head
 and then drinks)
 Even this -
 (indicating glass)
 doesn't help.

MILDRED:
 (softly)
 Then - you can do me a great kind-
 ness, Monte...

MONTE:
 If I can.

MILDRED:
 Ask me to marry you.

For an instant there is silence as Monte looks at Mildred. Then he sets his glass down carefully.

MONTE:
 Why?

MILDRED:
 (dryly)
 Your attitude isn't exactly enthusiastic.

MONTE:
 You went to considerable trouble to
 get rid of me once. Naturally I'm a
 little startled by your proposal
 of marriage -
 (a smile)
 this is so sudden, Mildred.

MILDRED:
 I have my own personal reason for
 wanting to marry you.

MONTE:
 A reason named Veda, I think.

MILDRED:
 Why should it be?

MONTE:
 The reason for anything you do is
 usually Veda.

(CONTINUED)

285 (Cont.2)

MILDRED:

Whether it is or not, what's your answer?

MONTE:

I can't afford you, Mildred. You've got money. I haven't. All I've got left is pride and a name...and I can't sell either.

MILDRED:

Why not?

MONTE:

(bitterly)

I'm not enjoying this, Mildred. It's different now, from the way it was that day at the beach-house...

MILDRED:

I haven't forgotten, Monte.

MONTE:

(going to her)

Neither have I. I want you to love me again as you did then...I need that more than anything else. I'm lost without-it. I told you that day I know you were the only woman in the world for me. I loved you then, Mildred...and I love you now.

MILDRED:

Then why -

MONTE:

(turning away)

I can't marry you, Mildred. I won't take tips from you the way I used to.

(a pause)

Of course, if I owned a share in your business -

(he stops)

MILDRED:

(slowly)

I see. I think I understand.

(ironic)

How much of a share does your pride require, Monte?

(CONTINUED)

263 (Cont.3)

MONTE:
 (going to her again)
 Don't put it like that, Mildred. You
 know it hurts me to do this...I'm doing
 it only because I have to -

MILDRED:
 (steadily)
 How much of a share?

MONTE:
 (after a pause)
 One third.

MILDRED:
 All right.
 (he tries to kiss her.
 She turns away)
 Sold. One Beragon.

DISSOLVE TO:

264. INSERT SOCIETY COLUMN

with a two-column head consisting of an informal
 portrait of Mildred and Monte at their wedding cer-
 emony. Monte is helping Mildred cut the cake. Under-
 neath is the first caption:

Business Woman and Beragon Heir Wed.

followed by the story:

One of Pasadena's most popular young men
 about town today married Mildred Pierce,
 well known owner of the cabin of restaur-
 ants that bear her name.

ETC.

MILDRED'S VOICE:
 (COMING OVER)
 Monte and I were married six months
 ago...just before Christmas....

DISSOLVE TO:

265. FULL SHOT FOYER

as Lottie crosses to the front door and opens it.
Bert is standing there. Lottie takes his hat.

LOTTIE:

Mr. Pierce - my, it's nice to see you.

BERT:

You too, Lottie. Is Mrs. Pierce --
Mrs. Beragon -- is she home?

LOTTIE:

(gesturing with a thumb)

In there.

(then remembering her new dignity)

I mean -- this way, please.

She ushers him toward the living room.

265A. FULL SHOT LIVING ROOM

as Lottie and Bert appear at the door.

LOTTIE:

(loudly)

Mr. Albert Pierce.

(then she breaks up
and giggles and goes away)

Mildred crosses to meet Bert.

MILDRED: (ruefully)

Poor Lottie is a little overwhelmed
by it all...it's good to see you, Bert.

BERT:

You too. Just thought I'd drive by
and say hello. Hope you don't mind?

MILDRED:

Of course not.

They sit on the davenport. Mildred offers him a
cigarette from a box on the table.

MILDRED:

You didn't come to the wedding.

BERT:

I read about it.

MILDRED: (chattering)

We didn't have any time for a honeymoon.
Monte's folks, I mean - family, were the
only people at the

(CONTINUED)

265 (Cont.)

MILDRED: (Cont.)
wedding. There was a sort of
reception afterwards. I met a
lot of his friends --

BERT:
(suddenly interrupting)
Mildred! I know I've got a lot of
nerve to ask you this --
(he pauses; she
listens nervously)
-- but -- do you really love this guy?

MILDRED:
(defiantly)
I married him, didn't I?

BERT:
That doesn't answer my question.

MILDRED:
(more calmly)
Monte's okay.

BERT:
(quietly)
That still doesn't answer me.
Are you in love with this guy?

MILDRED:
(turning away)
No, I don't exactly love him...

Bert's face glows a little, but he instantly hides it.

MILDRED:
... But we understand each other.
And then, I thought -- maybe if I
moved away from the other house,
and fixed this place up -- I thought
maybe -

BERT:
-- Veda would come back?

Mildred is on the defensive for a second, remembering
the old quarrels. Then she resigns herself to it and
nods.

BERT:
I thought that was why.

MILDRED:
(almost pleading)
I know you think I'm a fool, Bert,
but I can't help it. I'll do anything --

(CONTINUED)

265 (Cont.1)

MILDRED: (Cont.)
 anything -- to get her back. I couldn't
 leave her where she was - could I,
 Bert?

BERT:
 (rising - decidedly)
 No, I guess not. Anyhow, that's
 all I wanted to know.

MILDRED:
 (also rising)
 We'll always fight about her, won't
 we?

Bert's eyes are kind as he turns her around so that
 she faces the window.

BERT:
 (smiles gently)
 I brought you a wedding present.
 Look out the window.

Mildred looks a little bewildered, then crosses to the
 window and looks out.

266. DRIVE IN FRONT OF HOUSE (AS SEEN THROUGH WINDOW)

Veda is getting out of her coupe which is standing
 there.

267. MILDRED AND BERT

Mildred gasps -- turns to Bert in astonishment.

MILDRED:
 Bert! Did you ask her to come
 with you?

BERT:
 No, she called me up. She tried
 to pretend it was for something
 else but I got the truth out of
 her. She wanted to come home,
 Mildred.

MILDRED:
 (controlling her
 emotion with difficulty)
 Tell her to come in.

(CONTINUED)

267 (Cont.)

Bert leaves Mildred. She walks slowly away from the window, twisting and untwisting her hands. She reaches the mantelpiece, and leans against it -- holding herself in check.

268. FULL SHOT FRONT DOOR (SHOOTING PAST MILDRED)

as Bert opens it and reveals Veda standing on the threshold.

269. CLOSE ON MILDRED

as she sees her daughter.

MILDRED:
(almost inaudible)
Veda....

270. CLOSE ON VEDA

as she smiles tremulously.

VEDA:
Mother....

271. FULL SHOT VEDA, MILDRED, BERT

as Mildred and Veda go to each other.

272. TWO SHOT MILDRED AND VEDA

Mildred and Veda embrace, smiling at each other happily.

VEDA:
Oh mother... I wanted to come weeks ago... and when Christmas came I couldn't stay away --

MILDRED:
I'm glad, darling....

273. FULL SHOT (INCLUDING BERT)

who is beginning to feel like a fifth wheel. He smiles, starts to say something, and gets disregarded.

(CONTINUED)

273 (Cont.)

VEDA:

(to Mildred)

I'll change, Mother. I promise.
I'll never say mean things to you
again...

MILDRED:

I said mean things too... Oh, Veda...

Again they embrace, oblivious of Bert, who fumbles
around a little and then walks out, closing the door
behind him. Veda and Mildred break apart at the
SOUND of the door closing.

MILDRED:

(calling)

Bert!

(to Veda)

I forgot to thank him...

Mildred goes to the door and runs after Bert.

274. MED. CLOSE ON VEDA

as left alone, she takes out a cigarroto. A hand comes
into the shot, offering a light. THE CAMERA PULLS BACK
to reveal Monte, standing there and smiling.

MONTE:

Well, well... the prodigal returneth.
I'll arrange to have a fatted calf
for dinner...

Veda takes the light he offers, with a sidelong glance
at him.

275. WIDER ANGLE (AS MILDRED COMES BACK)

into the house. She smiles at Monte and Veda.

MILDRED:

Monte - Veda's come home! She's going
to stay with us!

VEDA:

(looking at Monte)

That is - if Monte doesn't mind.

MONTE:

(smiling a little)

I think it's wonderful. Just don't
call me father.

DISSOLVE TO:

Changes
"MILDRED PIERCE"

2/10/45
162.

FADE IN

276. CLOSE ON BIRTHDAY CAKE

with nineteen candles, and the inscription "HAPPY BIRTHDAY TO VEDA". We hear the muffled SOUNDS of the people standing around; giggles, comments, etc.

The CAMERA PULLS BACK to reveal Veda standing by the cake, as she puffs out her cheeks, and blows out the candles. There is an uproar of congratulations and Veda starts to cut the cake.

276a. MED. CLOSE (AT SIDEBOARD) (PARTY IN B.G.)

where Lottie is in executive control of the caterer's maids and butlers. Lottie is handing another maid several bottles of champagne from the sideboard.

LOTTIE:

Eloise, watch out how you pour that champagne. It's Veuve Cliquot 1927.

ELOISE:

Is that better than '28?

LOTTIE:

Definitely.

Lottie starts for living room, carrying a tray of canapes. The CAMERA TRUCKS and PANS with her. A phone in a recess begins to RING.

LOTTIE:

(answering the phone)

Beragon Residence...who shall I say is calling? Oh yes'm...yes, Miss Mildred,

She sets the phone down on the telephone table, and goes off. The CAMERA MOVES IN on the phone.

276b. MED. CLOSE ON MILDRED INT. BUSINESS OFFICE

who is lighting a cigarette as she waits for someone to answer. Her office is half-filled with smoke. We HEAR the SOUND of conversation in the b.g. Mildred looks in that direction.

(CONTINUED)

276b (Cont.)

JONES' VOICE:

...but it's not right, on such short notice --

LAWYER'S VOICE:

Business is business, Mr. Jones.
Business is business.

MILDRED:

(into phone)

Hello, Ida? This is Mildred. How is the party going?

276c. CLOSE ON IDA (AT THEPHONE)

IDA:

Veda just cut the cake...

276d. CLOSE ON MILDRED (AT THE PHONE)

MILDRED:

She didn't wait for me?

IDA'S VOICE:

(over phone)

She said you wouldn't mind...

MILDRED:

(wryly)

Well, I do...a little.

LAWYER'S VOICE:

Out of the question! Absolutely out of the question!

MILDRED:

(with a glance o.s.,
then into phone)

I just wanted you to know I'll be delayed a little longer, that's all.

277. CLOSE ON IDA (AT THE PHONE)

IDA:

Hey - what's going on, Mildred?

278. CLOSE ON MILDRED

IDA'S VOICE:

(over phone)

Are you in trouble?

(CONTINUED)

278 (Cont.)

MILDRED:

(hesitant)

I'll...I'll tell you later. Keep
the party going.

(she hangs up)

279. CLOSE ON IDA

as she hangs up the phone, looking worried. The CAMERA
PULLS BACK to reveal party in b.g. and Monte in f.g.,
with Veda.

MONTE:

Was that Mildred?

(Ida nods)

Where is she?

IDA:

At the office. Something's going
on...and I don't like it. I think
Mildred is having business trouble.

MONTE:

(smiling)

That can happen in the best of
families...

IDA:

(puzzled)

Don't look now but you've got canary
feathers all over you...

Monte grins at her.

VEDA:

(bored)

Business...making money...that's all
mother thinks about. Let's finish
this dance, Monte.

She starts toward the other room.

MONTE:

(to Ida, very
politely)

Beauty calls. Excuse me.

IDA:

A pleasure.

As Monte goes away, the CAMERA MOVES IN on Ida. She
looks at Monte, and then at the phone, puzzled and
worried.

DISSOLVE TO:

280. INT. MILDRED'S OFFICE

NIGHT

At the desk is Mr. Jones, the accountant we have seen before. His books are spread out all around him, and Mildred is watching over his shoulder. Sitting at one side, smoking nervously, is Wally Fay. Also in the room, is Wally's lawyer, complete with briefcase and papers.

LAWYER:

...I see no particular reason for going over this again. The situation is very clear. My clients demand an accounting. You must satisfy your creditors or show cause why control of Mildred's Inc., should not be taken away from you. If you resist, your creditors force you into bankruptcy. It's as simple as that.

Mildred looks at Mr. Jones.

MILDRED:

Can they do it?

JONES:

I'm sorry, Mrs. Beragon.

MILDRED:

(straightening up wearily)

So am I.

(to Wally)

Well, I've gone over everything. I haven't got a cent of ready cash in any of the restaurants.

281. CLOSE ON WALLY

- as he rises and snuffs out his cigarette. The lawyer prepares to leave, putting away papers, etc.,

WALLY:

(sincerely disturbed)

I wish it was different. I've been hoping you could scrape up enough money to get out of this mess.

(he shrugs)

Anyhow, you can still manage the business.

282. CLOSE ON MILDRED

MILDRED:

(bitterly)

Thanks...that's pretty nice of you. Stealing my business out from under me and then letting me run it for you.

283. TWO SHOT MILDRED AND WALLY

WALLY:

I'm not getting a bang out of doing this to you. I've no choice. You've been bleeding the business dry so you could live the way you have since Veda came home. You said that yourself.

MILDRED:

I know.

WALLY:

Okay. So you let a few bills go by. Then a few more. Until you're in real trouble. Now the creditors want your hide...and I can't hold them off. What did you expect? I'll bet that birthday party for Veda is costing you close to five thousand -

MILDRED:

Six.

WALLY:

Another month like this, and we'd all be out in the cold. As it is --

MILDRED:

Only I am. Isn't that it?

WALLY:

(picking up his hat)
I'm sorry. But it looks that way.

He goes toward the door, the lawyer preceding him out.
Wally turns to look at Mildred.

WALLY:

(continuing)
If Monte hadn't forced the situation, you'd be all right.

MILDRED:

(startled)
Monte? What's he got to do with this?

WALLY:

I thought you knew. This was his idea. He wants to sell his share of the business and I have to string along with him or I'm out too. Didn't you know?

Dazed, Mildred shakes her head. Wally's eyebrows go up, and again he goes to the door.

(CONTINUED)

283 (Cont.)

WALLY:
(at the door)
You married him. I didn't.

Wally goes out through the deserted restaurant.

284. TWO SHOT MILDRED AND JONES (MILDRED IN F. G.)

She is stunned by this startling news. Mr. Jones looks sympathetic, as he starts closing the books.

MR. JONES:
(as he prepares to leave)
I'm very sorry that this should happen...
and if I do say it as I shouldn't, I
think Mr. Beragon has acted badly...
(he starts out, and stops
to look back at Mildred)
...very badly indeed.
(shaking his head, he exits)

Mildred goes to the window, dazed by the news she has just heard. Then she turns and looks at her surroundings. She starts for the door of the restaurant.

284a. FULL SHOT RESTAURANT (LOW ANGLE) (LOW KEY LIGHTING)

SHOOTING across the breadth of the restaurant at Mildred in the door of her office. She looks small and defenseless. She paces the restaurant, smoking furiously. Then comes to a sudden decision, and goes back to her office.

284b. MED. CLOSE ON MILDRED

- as she finishes dialing a number on the phone.

MILDRED:
Ida...this is Mildred. I want to
speak with Monte, please...He left?
(a pause)
How long ago? I see.
(she hangs up slowly)

IDA'S VOICE:
(urgent and worried,
over phone)
Mildred - Mildred!
(her voice is cut off)

Mildred opens the drawers of her desk rapidly until she finds what she has been searching for...a gun. Without looking at it, she puts it into her purse, and then picks up her hat and coat from a nearby chair.

DISSOLVE TO:

Changes
"MILDRED PIERCE"

2/14/45
187.

285. INT. AUTOMOBILE (PROCESS) RAINY NIGHT
as Mildred drives furiously. The windshield wipers
slap-slap rhythmically.

DISSOLVE TO:

286. FULL SHOT EXT. BEACH HOUSE NIGHT

which is lit up by the headlights of Mildred's car as
it comes in to a stop. Mildred gets out and goes to
the door of the house.

287. MED. CLOSE (SHOOTING THROUGH OPEN DOOR) MILDRED

as she pauses in the doorway, takes the gun from her
purse and removes the safety. We HEAR the SOUND of
phonograph music, which is cut off - as is our sight
of Mildred - by the closing of the door.

DISSOLVE TO:

288. INT. INSPECTOR'S OFFICE CLOSE SHOT MILDRED NIGHT

She speaks precisely and with no sign of emotion.

MILDRED:

I went in the house, and Monte was
there alone... I killed him.

The CAMERA PULLS BACK revealing the Inspector's office.
The Inspector at his desk is silent for an instant,
watching Mildred. Then he speaks flatly.

PETERSON:

You're a liar, Mrs. Beragon.
(rings a buzzer on his
desk, then gets up)

We know you weren't alone in the house
with Beragon...

(flips chemist's report)

We have proof of that - and various
other things. For instance --

(SOUND of door
opening o.s.)

We know who was there with you...

(nods toward the
door, off)

(CONTINUED)

288 (Cont.)

Mildred slowly turns her head in that direction. The CAMERA PANS to the door.

Veda is standing there, with a detective, and a heavy-set police matron.

DETECTIVE:

We picked her up at the airport...
had to drag her off a plane headed
for Arizona.

(ruefully exhibiting
some scratches)

She didn't like it much.

He goes out.

289. GROUP SHOT

The Inspector looks at Veda levelly.

VEDA:

(elaborately casual)

I don't understand...

PETERSON:

You will. You see, we know all about
it. Your mother told us... Why don't
you tell us the rest?

(then viciously)

Why did you kill him!

VEDA:

(shocked - to Mildred)

You told?

MILDRED:

Veda -- I...

The Inspector restrains her.

VEDA:

(in fury and fear)

You promised not to tell! You promised!
You said you'd help me get away!

MILDRED:

(heartsick)

Veda -- don't say anymore!

PETERSON:

(a grim smile)

Too late, Mrs. Beragon. Now we know
the truth.

(CONTINUED)

289 (Cont.)

PETERSON: (Cont.)

(to Veda)

It was you.

(consults the report)

You left the party in Pasadena at approximately eleven-thirty...with Beragon.

(a pause)

You were at the beach house when your mother got there.

DISSOLVE TO:

290. BERAGON'S BEACH HOUSE CLOSE MILDRED'S FEET NIGHT

as she walks across the living room floor to the stairs.

PETERSON'S VOICE:

(over scene)

I don't think you heard her come in.
If you had, maybe things would have been different...

The CAMERA PANS with her feet and then HOLDS at the floor level, revealing Mildred as she goes down the stairwell.

291. INT. DEN FULL SHOT MONTE AND VEDA

with Veda FACING CAMERA. Monte's back is to us, but his face is visible in the mirror behind the couple. They kiss, then break apart, still embracing. Mildred appears in the mirror. Monte notices the sudden frozen rigidity of Veda, who is staring over his shoulder at Mildred. He looks up, sees Mildred in the mirror and then turns slowly.

292. GROUP SHOT

Mildred is staring at them. She is pointing the gun at Monte.

293. MONTE AND VEDA SHOOTING PAST MILDRED

as Monte walks in on Mildred.

(CONTINUED)

293 (Cont.)

MONTE:

(easily)
We didn't expect you, Mildred --
obviously.

(looking at gun)
Uh -- that's rather dangerous, isn't
it? I mean -- it might go off.

With a sudden quick movement he seizes her wrist with
his left hand and slaps the gun away with his right.
Then he releases her wrist.

MONTE:

(continuing - pleasantly)
I don't like having guns pointed at
me. I'm sorry if I hurt you.

MILDRED:

(her voice is dead)
How long --
(she swallows)
How long has this been going on?

VEDA:

Since I came home. And even before.
Monte and I have always understood
each other -- haven't we, Monte? Tell
her.

MONTE:

I guess we have, Veda.

VEDA:

(to her mother,
brazenly)
Monte and I are very much alike,
you see.

MILDRED:

Yes. Yes, I see.

VEDA:

I've got what I always wanted. Monte
is going to divorce you and marry me.
(Monte frowns suddenly)
And there's nothing you can do about
it.

MILDRED:

(quietly, as she
goes to door)
I guess not.

She goes out. Monte turns to Veda.

(CONTINUED)

293 (Cont.1)

MONTE:
Where did you get the idea that I'm
going to marry you?

VEDA:
Monte -- don't joke like that.

MONTE:
I'm not joking. If you have any
idea that I'm in love with you,
forget about it.
(he shrugs)
You're nice, Veda. Very pretty.
But actually you're not my type.
(he turns away)

VEDA:
(turns him back
savagely).
Don't joke, Monte! You're going to
marry me!

MONTE:
No, I'm not.
(scornfully)
How could you seriously think that
I'd marry a vicious brat like you?

He shakes his head and goes toward the stairway. Veda
stares after him, and then goes to where the gun is
lying on the floor, CAMERA WITH her.

DISSOLVE TO:

294. INT. MILDRED'S CAR

Mildred is trying to start the car. We hear the
SOUND of SHOTS, as in the opening. Mildred starts to
get out of the car.

295. FULL SHOT AT DOORWAY

as the door opens and Veda runs out. Mildred stops
her.

MILDRED:
What's the matter?

(CONTINUED)

295. (Cont.)

Holding onto Veda's wrist, Mildred pushes the girl aside so that we can see into the room. Monte's body is on the floor. Mildred goes in, preceding Veda and stands by the body. Veda closes the door, cutting off the scene.

295a. CLOSE ON MILDRED (BY BODY) VEDA IN B.G.

her back to the door.

VEDA:

He said horrible things to me -- didn't want me around anymore -- he told me to get out. Then he laughed at me -- he wouldn't stop laughing. I told him I'd kill him -- he said I didn't have guts enough.

(wildly)

I didn't mean to do it! I didn't mean it, I tell you. But the gun kept going off -- over and over again. And then he was lying there -- looking at me --

(she whispers)

-- just looking at me.

296. INT. BEACH HOUSE LIVING ROOM

Mildred is dazed by what her daughter has done.

MILDRED:

He's dead. Monte's dead. I can't get you out of this, Veda.

Mildred starts for the phone. Suddenly Veda realizes her situation. She clutches at her mother.

VEDA:

You've got to help me. Give me money to get away -- and time -- I've got to get away before they find him. Please...

Avoiding her daughter's touch, Mildred picks up the phone and dials.

VEDA:

(frightened)

What are you going to do?

(CONTINUED)

296 (Cont.)

MILDRED:
(into phone)
Give me the police department...

VEDA:
No! No, mother! Think what will
happen to me if they find me. Think
what will happen...

MILDRED:
I don't care anymore, Veda...

VEDA:
(beginning to cry
with terror)
Yes you do -- yes you do. You can't
let me down now -- it's as much your
fault as mine -- give me a chance.

PHONE VOICE:
(on filter - coming
OVER)
Santa Monica Police Department.
O'Grady speaking.

VEDA:
You've got to help me. Help me,
mother! Just this once -- I'll
change -- I promise I will. I'll
be different -- I'll be good. Just
give me another chance! It's your
fault I'm the way I am -- help me!

PHONE VOICE:
(with irritation)
Hello? Hello? Hello?

Slowly, Mildred hangs up the phone.

DISSOLVE TO:

297. CLOSE ON MILDRED

with the CAMERA PULLING BACK to reveal her in the
inspector's office.

MILDRED:
I thought maybe...in a way...it was
my fault. So I tried to help her.
I wanted to take the blame for it.

(CONTINUED)

PETERSON:

(shaking his head)

Not this time, Mrs. Beragon. This time your daughter pays for her own mistake...

He motions to the matron, who helps Veda up from the chair. Veda looks at her mother, turns away and goes out with the matron.

PETERSON:

You can go now. We'll call you when we want you.

(to Ed)

Let those others go too.

MILDRED:

(to Bert)

Take me home, Bert.

They go out together.

298. FULL SHOT SIDE CORRIDOR

as Mildred and Bert walk toward the main corridor, looking only at each other. The CAMERA PANS them past Wally and Ida just coming out of the other room, and then HOLDS on Wally and Ida.

Wally starts to call after Mildred, but sees that she doesn't notice him.

WALLY:

(to Ida)

You know something...I'm getting a little discouraged about her.

(indicating Mildred)

I'm beginning to think I haven't got a chance.

IDA:

(dryly)

You're just a pessimist.

WALLY:

(looking Ida over carefully)

Say - how about you cooking some breakfast for me?

IDA:

(as they start away)

O.K. I'll give you some scrambled eggs...but that's all. I hate to wrestle in the morning.



as they come into the main corridor. Sunlight is streaming through the windows. Mildred stops.

MILDRED:

What will happen to her?

BERT:

(shrugs)

She's very young. There was no premeditation. Judges think of these things.

(he shrugs again)

Maybe a few years. Why?

MILDRED:

I'm still her mother.

Mildred looks up at him and smiles a little. They go on out of scene PAST the CAMERA which HOLDS on the scrub-woman we saw earlier, who has just finished with her work for the night. She puts the brushes and rags into the pail, gets to her feet, and then walks away down the corridor.

FADE OUT.

THE END