Good Will Hunting (1997)

by Matt Damon and Ben Affleck

FADE IN:

EXT. SOUTH BOSTON ST. PATRICK'S DAY PARADE -- DAY

CUT TO:

INT. L STREET BAR & GRILLE, SOUTH BOSTON -- EVENING

The bar is dirty, more than a little run down. If there is

ever a cook on duty, he's not here now. As we pan across

several empty tables, we can almost smell the odor of last

nights beer and crushed pretzels on the floor.

 CHUCKIE

 Oh my God, I got the most fucked up

 thing I been meanin' to tell you.

As the camera rises, we find FOUR YOUNG MEN seated around a table near the back of the bar.

 ALL

 Oh Jesus. Here we go.

The guy holding court is CHUCKIE SULLIVAN, 20, and the largest of the bunch. He is loud, boisterous, a born entertainer. Next to him is WILL HUNTING, 20, handsome and confident, a soft-spoken leader. On Will's right sits BILLY MCBRIDE, 22, heavy, quiet, someone you definitely wouldn't want to tangle with. Finally there is MORGAN O'MALLY, 19, smaller than the other guys. Wiry and anxious, Morgan listens to Chuckie's horror stories with eager disgust.

All four boys speak with thick Boston accents. This is a rough, working class Irish neighborhood and these boys are its product.

 CHUCKIE

 You guys know my cousin Mikey Sullivan?

 ALL

 Yeah.

 CHUCKIE

 Well you know how he loves animals

 right? Anyway, last week he's drivin' home...

 (laughs)

 ALL

 What? Come on!

 CHUCKIE

 (trying not to laugh)

 I'm sorry, 'cause you know Mikey, the

 fuckin guy loves animals, and this is

 the last person you'd want this to happen to.

 WILL

 Chuckie, what the fuck happened?

 CHUCKIE

 Okay. He's driving along and this

 fuckin' cat jumps in front of his car,

 and so he hits this cat--

Chuckie is really laughing now.

 MORGAN

 --That isn't funny--

 CHUCKIE

 --and he's like "shit! Motherfucker!"

 And he looks in his rearview and

 sees this cat-- I'm sorry--

 BILLY

 Fuckin' Chuckie!

 CHUCKIE

 So he sees this cat tryin to make it

 across the street and it's not lookin' so good.

 WILL

 It's walkin' pretty slow at this point.

 MORGAN

 You guys are fuckin' sick.

 CHUCKIE

 So Mikey's like "Fuck, I gotta put

 this thing out of its misery"--So he

 gets a hammer--

 WILL/MORGAN/BILLY

 OH!

 CHUCKIE

 --out of his tool box, and starts

 chasin' the cat and starts whackin' it

 with the hammer. You know, tryin' to

 put the thing out of its misery.

 MORGAN

 Jesus.

 CHUCKIE

 And all the time he's apologizin' to

 the cat, goin' "I'm sorry." BANG,

 "I'm sorry." BANG!

 BILLY

 Like it can understand.

 CHUCKIE

 And this Samoan guy comes runnin'

 out of his house and he's like "What

 the fuck are you doing to my cat?!"

 Mikey's like "I'm sorry"--BANG--" I hit

 your cat with my truck, and I'm just

 trying to put it out of it's misery"--

 BANG! And the cat dies. So Mikey's

 like "Why don't you come look at the

 front of the truck." 'Cause the other

 guy's all fuckin flipped out about--

 WILL

 Watching his cat get brained.

Morgan gives Will a look, but Will only smiles.

 CHUCKIE

 Yeah, so he's like "Check the front of

 my truck, I can prove I hit it 'cause

 there's probably some blood or something"--

 WILL

 --or a tail--

 MORGAN

 WILL!

 CHUCKIE

 And so they go around to the front of

 his truck...and there's another cat on

 the grille.

 WILL/MORGAN/BILLY

 No! Ugh!

 CHUCKIE

 Is that unbelievable? He brained an

 innocent cat!

BLACKOUT:

The opening credits roll over a series of shots of the city

and the real people who live and work there, going about their daily lives.

We see a panoramic view of South Boston.

Will sits in his apartment, walls completely bare. A bed, a

small night table and an empty basket adorn the room. A

stack of twenty or so LIBRARY BOOKS sit by his bed. He is

flipping through a book at about a page a second.

Chuckie stands on the porch to Will's house. His Caddilac

idles by the curb. Will comes out and they get in the car.

We travel across crowded public housing and onto downtown. Finally, we gaze across the river and onto the great cement- domed buildings that make up the M.I.T. campus.

 CUT TO:

INT. M.I.T. CLASSROOM -- DAY

The classroom is packed with graduate students and TOM.

PROFESSOR LAMBEAU (52) is at the lectern. The chalkboard behind him is covered with theorems.

 LAMBEAU

 Please finish McKinley by next month.

 Many of you probably had this as

 undergraduates in real analysis. It

 won't hurt to brush up. I am also

 putting an advanced fourier system on the

 main hallway chalkboard--

Everyone groans.

 LAMBEAU (cont'd)

 I'm hoping that one of you might prove

 it by the end of the semester. The

 first person to do so will not only be

 in my good graces, but go on to fame

 and fortune by having their

 accomplishment recorded and their name

 printed in the auspicious "M.I.T. Tech."

Prof. Lambeau holds up a thin publication entitled "M.I.T.

Tech." Everyone laughs.

 LAMBEAU (cont'd)

 Former winners include Nobel Laureates,

 world renowned astro-physicists, Field's

 Medal winners and lowly M.I.T.

 professors.

More laughs.

 LAMBEAU (cont'd)

 Okay. That is all.

A smattering of applause. Students pack their bags.

 CUT TO:

INT. FUNLAND -- LATER

The place is a monster indoor funpark. Will, Chuckie, Morgan, and Billy are in adjoining batting cages. Will has disabled the pitching machine in his and pitches to Chuckie. The boys have been drinking. Will throws one to Chuckie, high and tight. Several empty beer cans sit by the cage.

 CHUCKIE

 Will!

Another pitch, inside.

 CHUCKIE (cont'd)

 You're gonna get charged!

 WILL

 You think I'm afraid of you, you big

 fuck? You're crowdin' the plate.

Will guns another one, way inside.

 CHUCKIE

 Stop brushin' me back!

 WILL

 Stop crowdin the plate!

Chuckie laughs and steps back.

 CHUCKIE

 Casey's bouncin' at a bar up Harvard.

 We should go there sometime.

 WILL

 What are we gonna do up there?

 CHUCKIE

 I don't know, we'll fuck up some smart kids.

 (stepping back in)

 You'd prob'ly fit right in.

 WILL

 Fuck you.

Will fires a pitch at Chuckie's head. Chuckie dives to avoid

being hit. He gets up and whips his batting helmet at Will.

 CUT TO:

EXT. SOUTH BOSTON ROOFTOP -- EARLY AFTERNOON

SEAN McGUIRE (52) sits, FORMALLY DRESSED, on the roof of his

apartment building in a beat-up lawn chair. Well-built and

fairly muscular, he stares blankly out over the city.

On his lap rests an open invitation that reads "M.I.T. CLASS

OF '67 REUNION."

While the morning is quiet and Sean sits serenely, there is a look about his that tells us he has faced hard times. This is a man who fought his way through life. On his lonely stare we:

 CUT TO:

EXT. M.I.T. CAMPUS LAWN -- DAY

A thirty year REUNION PARTY has taken over the lawn. A well dressed throng mill about underneath a large banner that reads "WELCOME BACK CLASS OF '72." We find Professor Lambeau standing with a drink in his hand, surveying the crowd. He is interrupted by an approaching STUDENT.

 STUDENT

 Excuse me, Professor Lambeau?

 LAMBEAU

 Yes.

 STUDENT

 I'm in your applied theories class.

 We're all down at the Math and Science

 building.

 LAMBEAU

 It's Saturday.

 STUDENT

 I know. We just couldn't wait 'till

 Monday to find out.

 LAMBEAU

 Find out what?

 STUDENT

 Who proved the theorem.

EXT. TOM FOLEY PARK, S. BOSTON -- AFTERNOON

In the bleachers of the visiting section we find our boys,

drinking and smoking cigarettes. Will pops open a beer. The boys have been here a while and it shows.

Billy sees something that catches his interest.

 BILLY

 Who's that? She's got a nice ass.

Their P.O.V. reveals a girl in stretch pants talking to a beefy looking ITALIAN GUY (BOBBY CHAMPA)

 MORGAN

 Yah, that is a nice ass.

 CHUCKIE

 You could put a pool in that backyard.

 BILLY

 Who's she talking to?

 MORGAN

 That fuckin' guinea, Will knows him.

 WILL

 Yah, Bobby Champa. He used to beat

 the shit outta' me in Kindergarten.

 BILLY

 He's a pretty big kid.

 WILL

 Yah, he's the same size now as he was

 in Kindergarten.

 MORGAN

 Fuck this, let's get something to eat...

 CHUCKIE

 What Morgan, you're not gonna go talk

 to her?

 MORGAN

 Fuck her.

The boys get up and walk down the bleachers.

 WILL

 I could go for a Whopper.

 MORGAN

 (nonchalant)

 Let's hit "Kelly's."

 CHUCKIE

 Morgan, I'm not goin' to "Kelly's Roast

 Beef" just cause you like the take-out

 girl. It's fifteen minutes out of our way.

 MORGAN

 What else we gonna do we can't spare

 fifteen minutes?

 CHUCKIE

 All right Morgan, fine. I'll tell you

 why we're not going to "Kelly's."

 It's because the take-out bitch is a

 fuckin' idiot. I'm sorry you like her

 but she's dumb as a post and she has

 never got our order right, never once.

 MORGAN

 She's not stupid.

 WILL

 She's sharp as a marble.

 CHUCKIE

 We're not goin'.

 (beat)

 I don't even like "Kelly's."

 CUT TO:

INT. M.I.T. HALLWAY -- LATER

Lambeau, still in his reunion formal-wear, strides down the

hallway, carrying some papers. A group of students have

gathered by the chalkboard. They part like the red sea as he approaches the board. Using the papers in hand, he checks the proof. Satisfied, he turns to the class.

 LAMBEAU

 This is correct? Who did this?

Dead silence. Lambeau turns to an INDIAN STUDENT.

 LAMBEAU (cont'd)

 Nemesh?

Nemesh shakes his head in awe.

 NEMESH

 No way.

Lambeau erases the proof and starts putting up a new one.

 LAMBEAU

 Well, whoever You are, I'm sure you'll

 find this one challenging enough to

 merit coming forward with your identity.

 That is, if you can do it.

INT. CHUCKIE'S CAR, DRIVING IN SOUTH BOSTON -- CONTINUOUS

The street is crowded as our boys drive down Broadway. They move slowly through heavy traffic, windows down. Chuckie sorts through a large "KELLY'S ROAST BEEF" BAG as he drives.

 MORGAN

 Double Burger.

Will holds the wheel for Chuckie as he looks through the bag.

 MORGAN (cont'd)

 (same tone)

 Double Burger.

Chuckie gets out fries for himself, hands Will his fries.

 MORGAN (cont'd)

 I, I had a Kelly's Double Burger.

 CHUCKIE

 Would you shut the fuck up! I know

 what you ordered, I was there!

 MORGAN

 So why don't you give me my sandwhich?

 CHUCKIE

 What do you mean "your sandwhich?" I

 bought it.

 MORGAN

 (sarcastic)

 Yah, all right...

 CHUCKIE

 How much money you got?

 MORGAN

 I told you, I just got change.

 CHUCKIE

 Well give me your fuckin' change and

 we'll put your fuckin' sandwhich on

 lay-away.

 MORGAN

 Why you gotta be an asshole Chuckie?

 CHUCKIE

 I think you should establish a good

 line of credit.

Laughter, Chuckie goes back searching through the bag.

 CHUCKIE (cont'd)

 Oh motherfucker...

 WILL

 She didn't do it again did she?

 CHUCKIE

 Jesus Christ. Not even close.

 MORGAN

 Did she get my Double Burger?

 CHUCKIE

 NO SHE DIDN'T GET YOUR DOUBLE BURGER!!

 IT'S ALL FUCKIN' FLYIN' FISH FILET!!

Chuckie whips a FISH SANDWHICH back to Morgan, then to Billy.

 WILL

 Jesus, that's really bad, did anyone

 even order a Flyin' Fish?

 CHUCKIE

 No, and we got four of 'em.

 BILLY

 You gotta' be kiddin' me. Why do we

 even go to her?

 CHUCKIE

 Cause fuckin' Morgan's got a crush on

 her, we always go there and when we

 get to the window he never says a

 fuckin' word to her, he never even

 gets out of the car, and she never

 gets our order right cause she's the

 goddamn MISSING LINK!

 WILL

 Well, she out did herself today...

 MORGAN

 I don't got a crush on her.

Push in on Will who sees something O.S.

Will's P.O.V. reveals BOBBY CHAMPA and his friends walking down the street. One of them casually lobs a bottle into a wire garbage can. It SHATTERS and some of the glass hits a FEMALE PASSERBY who, although unhurt, is upset.

 CHUCKIE

 What do we got?

 WILL

 I don't know yet.

Will's P.O.V.: The woman says something to Bobby. He says

something back. By the look on her face, it was something

unpleasant.

 MORGAN

 Come on, Will...

 CHUCKIE

 Shut up.

 MORGAN

 No, why didn't you fight him at the

 park if you wanted to? I'm not goin'

 now, I'm eatin' my snack.

 WILL

 (smiles)

 So don't go.

Will is out of the door, jogging toward Bobby Champa. Billy gets

out, following Will with a look of casual indifference.

 CHUCKIE

 Morgan, Let's go.

 MORGAN

 I'm serious Chuckie, I ain't goin'.

Leaving the car, Chuckie opens his door to follow.

 CHUCKIE

 (spins in his seat)

 You're goin'. And if you're not out

 there in two fuckin' seconds, when I'm

 done with them you're next!

And with that, Chuckie is out the door.

 CUT TO:

EXT. SIDEWALK --CONTINUOUS

Will comes jogging up towards BOBBY CHAMPA, calling out from across the street,

 WILL

 (smiling, good naturedly)

 Hey, Bobby Champa! I went to

 Kindergarten with you right? Sister

 Margaret's class...

Bobby is bewildered by this strange interruption and unsure of Will's intentions. Just when it looks as though Bobby might remember him, Will DRILLS HIM with a sucker-punch which begins the

FIGHT SEQUENCE: 40 FRAMES OVER M. GAYE'S "LET'S GET IT ON."

Will's momentum and respectable strength serve to knock the hapless Champa out cold.

As soon as Will hits Bobby, his friends CONVERGE ON WILL.

Billy JUMPS IN and wrestles one guy to the ground. The two exchange messy punches on the sidewalk.

Will is in trouble, back pedaling, dodging punches, trying to avoid being overrun.

When Will goes for one guy, another has an open shot and he HAMMERS WILL with a right hand to the head.

Will is staggered and bleary, as a second guy winds up for a shot he is BLIND SIDED by Chuckie who hits the kid like he was a tackling sled, lifting him off the ground.

Chuckie turns to see Will still outnumbered. It's all Will

can do to stay standing as Morgan DROP KICKS one of Champa's boys from the hood of a car.

Contrary to what we might think, Morgan is actually quite a fighter. He peppers the kid with a flurry of blows.

The fight is messy, ugly and chaotic. Most punches are thrown wildly and miss, heads are banged against concrete, someone throws a bottle.

In the end, it's our guys who are left standing, while Bobby's friends stagger off. Chuckie and Morgan turn to see Will, standing over the unconscious Bobby Champa, still POUNDING him.

ANGLE ON WILL: SAVAGE, UGLY, VICIOUS, AND VIOLENT

Whatever demons must be raging inside Will, he is taking them out on Bobby Champa. He pummels the helpless, unconscious Champa, fury in his eyes. Chuckie and Billy pull Will away.

The POLICE finally arrive on the scene and having only witnessed Will's vicious attack on Champa, they grab him.

EXT. SIDEWALK (FULL SPEED) -- CONTINUOUS

A crowd of onlookers have gathered.

Chuckie addresses them.

 CHUCKIE

 Hey, thanks for comin' out.

 WILL

 Yeah, you're all invited over to

 Morgan's house for a complementary

 fish sandwhich.

The Police slam Will into the hood of a car.

 WILL (cont'd)

 (to Police)

 Hey, I know it's not a French cruller,

 but it's free.

The cop holding Will SLAMS his [Will's] face into the hood, another cop

uses a baton to press Will's face into the car. The look of

rage returns to Will's eye.

 WILL (cont'd)

 Get the fuck off me!

Will resists. Another cop comes over. Will KICKS HIM IN THE KNEE, dropping the cop. Momentarily freed, Will engages in a fracas with three cops. More converge on Will, who -- though he struggles -- takes a beating.

 CUT TO:

EXT. SEAN'S ROOF -- NIGHT

Sean sits, exactly as we first saw him, except his tie is now

loose and an empty bottle of BUSHMILLS is at his side. He

stares out over the City. A MATRONLY LANDLADY comes out of a doorway on the roof.

 LANDLADY

 Sean?

Sean doesn't answer.

 LANDLADY (cont'd)

 Sean? You okay?

 SEAN

 Yeah.

A beat.

 LANDLADY

 It's getting cold.

After a moment, she retreats back down the stairs. Sean doesn't move.

DISSOLVE:

EXT. CHARLES RIVER, ESTABLISHING SHOT -- MORNING

The morning sun reflects brilliantly off the river.

 CUT TO:

EXT. COURTHOUSE -- NEXT MORNING

Will emerges from the courthouse. Chuckie is waiting for him in the Cadillac with two cups of DUNKIN' DOUGHNUTS coffee. He hands one of them to Will. This feels routine.

 CHUCKIE

 When's the arraignment?

 WILL

 Next week.

Chuckie pulls away.

 CUT TO:

EXT. M.I.T. CAMPUS, ESTABLISHING SHOT -- MORNING

Students walk to class, carrying bags. More than any other,

students seem to be heading into one PARTICULAR CLASSROOM.

INT. M.I.T. CLASSROOM -- MORNING

The classroom is even more crowded than last we saw it.

Tom takes notes as Lambeau plays along with the excited

environment with mock pomposity and good humor.

 LAMBEAU

 Is it my imagination, or has my class

 grown considerably?

Laughter.

 LAMBEAU (cont'd)

 I look around and see young people who

 are my students, young people who are

 not my students as well as some of my

 colleagues. And by no stretch of my

 imagination do I think you've all come

 to hear me lecture.

More laughter.

 LAMBEAU (cont'd)

 But rather to ascertain the identity

 of who our esteemed "The Tech" has

 come to call "The Mystery Math Magician."

He holds up the M.I.T. Tech featuring a silhouetted figure,

emblazoned with a large, white question mark. The headline reads "Mystery Math Magician strikes again."

 LAMBEAU (cont'd)

 Whoever you are, you've solved four of

 the most difficult theorems I've ever

 given a class. So without further

 ado, come forward silent rogue, and

 receive thy prize.

The class waits in breathless anticipation. A STUDENT shifts

his weight in his chair, making a noise.

 LAMBEAU (cont'd)

 Well, I'm sorry to disappoint my

 spectators, but it appears there will

 be no unmasking here today. I'm going

 to have to ask those of you not enrolled

 in the class to make your escape now

 or, for the next three hours be

 subjected to the mundities of eigenvectors.

People start to gather their things and go. Lambeau picks up a piece of chalk and starts writing on the board.

 LAMBEAU (cont'd)

 However, my colleagues and I have

 conferred. There is a problem on the

 board, right now, that took us two

 years to prove. So let this be said;

 the gauntlet has been thrown down.

 But the faculty have answered the

 challenge and answered with vigor.

 CUT TO:

19 OMITTED

INT. M.I.T. HALLWAY -- NIGHT

Lambeau comes out of his office with Tom and locks the door.

As he turns to walk down the hallway, he stops. A faint TICKING SOUND can be heard. He turns and walks down the hall.

Lambeau and Tom come around a corner. His P.O.V. reveals a figure in silhouette blazing through the proof on the chalkboard. There is a mop and a bucket beside him. As Lambeau draws closer, reveal that the figure is Will, in his janitor's uniform. There is a look of intense concentration in his eyes.

 LAMBEAU

 Excuse me!

Will looks up, immediately starts to shuffle off.

 WILL

 Oh, I'm sorry.

 LAMBEAU

 What're you doing?

 WILL

 (walking away)

 I'm sorry.

Lambeau follows Will down the hall.

 LAMBEAU

 What's your name?

 (beat)

 Don't you walk away from me. This is

 people's work, you can't graffiti here.

 WILL

 Hey fuck you.

 LAMBEAU

 (flustered)

 Well... I'll be speaking to your

 supervisor.

Will walks out. Lambeau goes to "fix" the proof, scanning the blackboard for whatever damage Will caused. He stops, scans the board again. Amazement registers on his face.

 LAMBEAU (cont'd)

 My God.

Down the hall, we hear the DOOR CLOSE. He turns to look for Will, who is gone.

 CUT TO:

EXT. BOW AND ARROW PUB, CAMBRIDGE -- THAT NIGHT

A crowded Harvard Bar. Will and our gang walk by a line of several Harvard students, waiting to be carded.

 MORGAN

 What happened?

 (beat)

 You got fired, huh?

 WILL

 Yeah, Morgan. I got fired.

 MORGAN

 (starts laughing)

 How fuckin' retarded do you have to be

 to get shit-canned from that job? How

 hard is it to push a fuckin' broom?

 CHUCKIE

 You got fired from pushing a broom,

 you little bitch.

 MORGAN

 Yah, that was different. Management

 was restructurin'--

 BILLY

 --Yah, restructurin' the amount of

 retards they had workin' for them.

 MORGAN

 Fuck you, you fat fuck.

 BILLY

 Least I work for a livin'.

 (to Will)

 Why'd you get fired?

 WILL

 Management was restructurin'.

Laughter.

 CHUCKIE

 My uncle can probably get you on my

 demo team.

 MORGAN

 What the fuck? I just asked you for a

 job yesterday!

 CHUCKIE

 I told you "no" yesterday!

After two students flash their ID's to the doorman (CASEY)

our boys file past him.

 ALL

 (one after another)

 What's up Case.

With an imperceptible nod, Casey waves our boys through. A fifth kid, a HARVARD STUDENT, tries to follow. He is stopped by Casey's massive, outstretched arm:

 CASEY

 ID?

INT. BOW AND ARROW -- CONTINUOUS

Chuckie is collecting money from the guys to buy a pitcher, all but Morgan cough up some crumpled dollars.

 CHUCKIE

 So, this is a Harvard bar, huh? I

 thought there'd be equations and shit

 on the wall.

INT. BACK SECTION, BOW AND ARROW -- MOMENTS LATER

Chuckie returns to a table where Will, Morgan and Billy have made themselves comfortable. He [Chuckie] spots two ATTRACTIVE YOUNG HARVARD WOMEN sitting together at the end of the bar. Chuckie struts his way toward the women and pulls up a chair. He flashes a smile and tries to submerge his thick Boston accent.

 CHUCKIE

 Hey, how's it goin'?

 LYDIA

 Fine.

 SKYLAR

 Okay.

 CHUCKIE

 So, you ladies ah, go to school here?

 LYDIA

 Yes.

 CHUCKIE

 Yeah, cause I think I had a class with

 you.

At this point, several interested parties materialize. Morgan

Billy and Will try, as inconspicuously as possible, to situate

themselves within listening distance. A rather large student

in a HARVARD LACROSSE sweatshirt, CLARK (22) notices Chuckie.

He [Clark] walks over to Skylar and Lydia, nobly hovering over them as protector. This gets Will, Morgan, and Billy's attention.

 SKYLAR

 What class?

 CHUCKIE

 Ah, history I think.

 SKYLAR

 Oh...

 CHUCKIE

 Yah, it's not a bad school...

At this point, Clark can't resist and steps in.

 CLARK

 What class did you say that was?

 CHUCKIE

 History.

 CLARK

 How'd you like that course?

 CHUCKIE

 Good, it was all right.

 CLARK

 History? Just "history?" It must

 have been a survey course then.

Chuckie nods. Clark notices Chuckie's clothes. Will and Billy

exchange a look and move subtly closer.

 CLARK (cont'd)

 Pretty broad. "History of the World?"

 CHUCKIE

 Hey, come on pal we're in classes all

 day. That's one thing about Harvard never

 seizes to amaze me, everybody's talkin'

 about school all the time.

 CLARK

 Hey, I'm the last guy to want to talk

 about school at the bar. But as long

 as you're here I want to "seize" the

 opportunity to ask you a question.

Billy shifts his beer into his left hand. Will and Morgan see

this. Morgan rolls his eyes as if to say "not again..."

 CLARK (cont'd)

 Oh, I'm sure you covered it in your

 history class.

Clark looks to see if the girls are impressed. They are not.

When Clark looks back to Chuckie, Skylar turns to Lydia and

rolls her [own] eyes. They laugh. Will sees this and smiles.

 CHUCKIE

 To tell you the truth, I wasn't there

 much. The class was rather elementary.

 CLARK

 Elementary? Oh, I don't doubt that it

 was. I remember the class, it was

 just between recess and lunch.

Will and Billy come forward, stand behind Chuckie.

 CHUCKIE

 All right, are we gonna have a problem?

 CLARK

 There's no problem. I was just hoping

 you could give me some insight into

 the evolution of the market economy in

 the early colonies. My contention is

 that prior to the Revolutionary War

 the economic modalities especially of

 the southern colonies could most aptly

 be characterized as agrarian pre-

 capitalist and...

Will, who at this point has migrated to Chuckie's side and is

completely fed-up, includes himself in the conversation.

 WILL

 Of course that's your contention.

 You're a first year grad student.

 You just finished some Marxian

 historian, Pete Garrison prob'ly, and

 so naturally that's what you believe

 until next month when you get to James

 Lemon and get convinced that Virginia

 and Pennsylvania were strongly

 entrepreneurial and capitalist back in

 1740. That'll last until sometime in

 your second year, then you'll be in

 here regurgitating Gordon Wood about

 the Pre-revolutionary utopia and the

 capital-forming effects of military

 mobilization.

 CLARK

 (taken aback)

 Well, as a matter of fact, I won't,

 because Wood drastically underestimates

 the impact of--

 WILL

 --"Wood drastically underestimates the

 impact of social distinctions predicated

 upon wealth, especially inheriated

 wealth..." You got that from "Work in

 Essex County," Page 421, right? Do

 you have any thoughts of your own on

 the subject or were you just gonna

 plagerize the whole book for me?

Clark is stunned.

 WILL(cont'd)

 Look, don't try to pass yourself off

 as some kind of an intellect at the

 expense of my friend just to impress

 these girls.

Clark is lost now, searching for a graceful exit, any exit.

 WILL (cont'd)

 The sad thing is, in about 50 years

 you might start doin' some thinkin' on

 your own and by then you'll realize

 there are only two certainties in life.

 CLARK

 Yeah? What're those?

 WILL

 One, don't do that. Two-- you dropped

 a hundred and fifty grand on an

 education you coulda' picked up for a

 dollar fifty in late charges at the

 Public Library.

Will catches Skylar's eye.

 CLARK

 But I will have a degree, and you'll

 be serving my kids fries at a drive

 through on our way to a skiing trip.

 WILL

 (smiles)

 Maybe. But at least I won't be a prick.

 (beat)

 And if you got a problem with that, I

 guess we can step outside and deal

 with it that way.

While Will is substantially smaller than Clark, he [Clark] decides not to take Will up on his [Will's] offer.

 WILL (cont'd)

 If you change your mind, I'll be

 over by the bar.

He turns and walks away. Chuckie follows, throwing Clark a

look. Morgan turns to a nearby girl.

 MORGAN

 My boy's wicked smart.

INT. BOW AND ARROW, AT THE BAR --LATER

Will sits with Morgan at the bar watching with some amusement as Chuckie and Billy play bar basketball game where the players shoot miniature balls at a small basket. In the B.G.

Occasionally we hear Chuckie shouting "Larry!" When he scores. Skylar emerges from the crowd and approaches Will.

 SKYLAR

 You suck.

 WILL

 What?

 SKYLAR

 I've been sitting over there for forty-

 five minutes waiting for you to come

 talk to me. But I'm just tired now

 and I have to go home and I wasn't

 going to keep sitting there waiting

 for you.

 WILL

 I'm Will.

 SKYLAR

 Skylar. And by the way.

 That guy over there is a real dick and

 I just wanted you to know he didn't

 come with us.

 WILL

 I kind of got that impression.

 SKYLAR

 Well, look, I have to go. Gotta' get

 up early and waste some more money on

 my overpriced education.

 WILL

 I didn't mean you. Listen, maybe...

 SKYLAR

 Here's my number.

Skylar produces a folded

piece of paper and offers it to Will.

 SKYLAR (cont'd)

 Maybe we could go out for coffee

 sometime?

 WILL

 Great, or maybe we could go somewhere

 and just eat a bunch of caramels.

 SKYLAR

 What?

 WILL

 When you think about it, it's just as

 arbitrary as drinking coffee.

 SKYLAR

 (laughs)

 Okay, sounds good.

She turns.

 WILL

 Five minutes.

 SKYLAR

 What?

 WILL

 I was trying to be smooth.

 (indicates clock)

 But at twelve-fifteen I was gonna come

 over there and talk to you.

 SKYLAR

 See, it's my life story.

 Five more minutes and I would have got

 to hear your best pick-up line.

 WILL

 The caramel thing is my pick-up line.

A beat.

 SKYLAR

 Glad I came over.

 CUT TO:

EXT. BOW AND ARROW -- LATER

Our boys are walking out of the bar teasing one another about their bar-ball exploits. Across the street is another bar with a glass front. Morgan spots Clark sitting by the window with some friends.

 MORGAN

 There goes that fuckin' Barney right

 now, with his fuckin' "skiin' trip."

 We should'a kicked that dude's ass.

 WILL

 Hold up.

Will crosses the street and approaches the plate glass window and stands across from Clark, separated only by the glass. He POUNDS THE GLASS to get Clark's attention.

 WILL (cont'd)

 Hey!

Clark turns toward Will.

 WILL (cont'd)

 DO YOU LIKE APPLES?

Clark doesn't get it.

 WILL (cont'd)

 DO YOU LIKE APPLES?!

 CLARK

 Yeah?

Will SLAMS SKYLAR'S PHONE NUMBER against the glass.

 WILL

 WELL I GOT HER NUMBER! HOW DO YA LIKE

 THEM APPLES?!!

Will's boys erupt into laughter. Angle on Clark, deflated.

EXT. STREET -- NIGHT

The boys make their way home,

piled into Chuckie's car, laughing together.

EXT. CHARLES STREET BRIDGE -- DAWN

Shot of car crossing over the Charles St. Bridge, overtaking a red-line train.

EXT. CHARLESTON BACKROAD -- DAWN

Travelling through narrow back roads in Charlestown, passing the Bunker Hill monument.

EXT. WILL'S APARTMENT -- DAY

Arriving at Will's house and dropping him off.

 DISSOLVE TO:

INT. M.I.T. BUILDING AND GROUNDS GARAGE -- DAY

Lambeau walks into a small garage facility. The area stores

lawn machinery and various tools. An older man, TERRY (58) sits behind the desk reading the BOSTON HERALD sports page.

Lambeau has obviously never been here before. He takes in the surroundings, somewhat uncomfortable. Gets dirty.

 LAMBEAU

 Excuse me. Is this the buildings and

 grounds office?

 TERRY

 Yeah, can I help you?

 LAMBEAU

 I'm trying to find the name of a student

 who works here.

 TERRY

 No students work for me.

 LAMBEAU

 Could you just check, because the young

 man who works in my building--

 TERRY

 Which one's your building?

 LAMBEAU

 Building two.

Terry checks a list behind his [own] desk. Looks up.

 TERRY

 Well, if something was stolen, I should

 know about it.

 LAMBEAU

 No, no. Nothing like that. I just

 need his name.

 TERRY

 I can't give you his name unless you

 have a complaint.

 LAMBEAU

 Please, I'm a professor here and it's

 very important.

 TERRY

 Well, he didn't show up for work today...

Terry takes a beat. Holding all the cards.

 TERRY (cont'd)

 Look, he got his job through his P.O.

 so you can call him.

Terry goes through a stack of paper on his desk. Takes out a card and hands it to Lambeau. Lambeau looks blankly at the card which reads: "PAROLE EMPLOYMENT PROGRAM."

INT. COURTROOM -- DAY

Will stands before JUDGE MALONE (40) being arraigned. It is fairly unceremoniuous, the coutroom nearly empty, save Will and the PROSECUTOR. Lambeau walks in from the back.

 WILL

 There is a lengthy legal precedent,

 Your Honor, going back to 1789, whereby

 a defendent may claim self-defense

 against an agent of the government

 where the act is shown to be a defense

 against tyranny, a defense of liberty--

The Judge interrupts to address the prosecutor.

 JUDGE MALONE

 Mr. Simmons, Officer McNeely who signed

 the complaint isn't in my courtroom.

 Why is that?

 PROSECUTOR

 He's in the hospital with a broken

 knee, Your Honor. But I have

 depositions from the other officers.

 WILL

 Henry Ward Beecher proclaimed, in his

 Proverbs From Plymouth Pulpit back in

 1887, that "Every American citizen is

 by birth, a sworn officer of the state.

 Every man is a policeman." As for the

 other officers, even William Congrave

 said; "he that first cries out 'stop

 thief' is 'oft he that has stolen the treasure."

 PROSECUTOR

 Your Honor--

Will cranks it up.

 WILL

 (to Prosecutor)

 I am afforded the right to speak in my

 own defense by our constitution, Sir.

 The same document which guarantees my

 right to liberty. "Liberty," in case

 you've forgotten, is "the soul's right

 to breathe, and when it cannot take a

 long breath laws are girded too tight.

 Without liberty, man is a syncope."

 (beat, to Judge)

 Ibid. Your Honor.

 PROSECUTOR

 Man is a what?

 WILL

 Julius Caesar proclaimed-- Though he

 be wounded--"Magna..."

The Judge interrupts.

 JUDGE MALONE

 Son,

 (a beat)

 My turn.

The Judge opens Will's CASE HISTORY.

 JUDGE MALONE (cont'd)

 (reading)

 June, '93, assault, Sept. '93

 assault...Grand theft auto February '94.

A beat, the Judge takes particular notice.

 JUDGE MALONE (cont'd)

 Where, appearantly, you defended yourself

 and had the case thrown out by citing

 "free property rights of horse and

 carriage" from 1798...

Lambeau has to smile, impressed.

The Judge shakes his head.

 JUDGE MALONE (cont'd)

 March, '94 public drunkenness, public

 nudity, assault. 10/94 mayhem.

 November '94, assault. Jan. '95

 impersonating a police officer, mayhem,

 theft, resisting-- overturned--

The Judge takes a beat. Gives Will a look.

 JUDGE MALONE (cont'd)

 You're in my courtroom, now and I am

 aware of your priors.

 (beat)

 I'm also aware that you're an orphan.

 You've been through several foster

 homes. The state removed you from

 three because of serious physical abuse.

The Judge holds a look to Will, who looks down.

 JUDGE MALONE (cont'd)

 Another Judge might care. You hit a

 cop, you go in.

 (beat)

 Motion to dismiss denied.

The Bailiff goes to remove Will from the courtroom.

 JUDGE MALONE (cont'd)

 Keep workin' on your arguments, son.

 A word of advice for trial; speak English.

As Will is removed from the courtroom, Lambeau approaches Judge

Malone who is stepping down from the bench.

 LAMBEAU

 Excuse me, your Honor.

 (offers hand)

 Gerald Lambeau.

An awkward beat. Lambeau waits for some sign of recognition.

 LAMBEAU (cont'd)

 I'm a professor at M.I.T.

 (beat)

 Combunatorial Mathematics.

The Judge offers only a blank look.

 JUDGE MALONE

 Oh. Pleased to meet you.

 LAMBEAU

 Do you have a minute?

 CUT TO:

INT. MIDDLESEX COUNTY JAIL, HOLDING AREA -- SAME

A GUARD walks Will down a

hallway toward a group of phones.

 GUARD

 One call, to an attorney.

 (beat)

 One.

The Guard gives Will a hard look for a beat. Then leaves.

 WILL

 How many?

Will picks up the phone, dials.

 WILL (cont'd)

 Hey, Skylar?

INT. SKYLAR'S DORM -- DAY

 SKYLAR

 Yeah?

 WILL

 It's Will, the really funny good looking

 guy you met at the bar?

 SKYLAR

 I'm sorry, I don't recall meeting anyone

 who fits that description.

 WILL

 Okay, you got me. It's the ugly,

 obnoxious, toothless loser who got

 drunk and wouldn't leave you alone all

 night.

 SKYLAR

 Oh Will! I was wondering when you'd call.

 WILL

 Yeah, I figured maybe sometime this

 week we could go to a cafe and have

 some caramels.

 SKYLAR

 Sounds good, where are you now?

 WILL

 You aren't, by any chance, Pre-law?

 Are you?

 CUT TO:

INT. MIDDLESEX COUNTY JAIL, INTERROGATION ROOM -- LATER

Professor Lambeau sits, waiting. Will is brought in, shackled,

by the guard.

 LAMBEAU

 Hello. Gerald Lambeau, M.I.T.

 WILL

 Fuck do you want?

 LAMBEAU

 I've spoken with the judge and he's

 agreed to release you under my

 supervision.

 WILL

 (suspicious)

 Really?

 LAMBEAU

 (beat)

 Yes. Under two conditions.

 WILL

 What're those?

 LAMBEAU

 That you meet with me twice a week--

[This portion poorly Xeroxed, but Lambeau explains

the need to meet with a therapist as the second

condition]

 WILL

 If I agree to this, I walk right now?

 LAMBEAU

 That's right.

 WILL

 I'll do the work. I'm not going to meet

 with a therapist.

 LAMBEAU

 Now, it won't be as bad as it sounds, Will.

 (beat)

 I've already spoken to one therapist,

 his name is Henry Lipkin and he's a

 friend of mine. He's also published

 four books and is widely considered to

 be one of the brightest men in his field.

 (beat)

 I'm sure it'll be better than spending

 the next six months in jail.

 CUT TO:

INT. FUNLAND -- DAY

Will and Chuckie walk up to an enclosed trampoline. Billy and Morgan prefer to use it for their own version of "Wrestlemania."

As Will and Chuckie approach, Billy is on top of a bloodied

Morgan and has him in the "Cobra Clutch." Will and Chuckie watch for a beat. Billy tightens his grip.

 BILLY

 Submit, bitch! Submit! Submit!

 MORGAN

 (being strangled)

 Suck my cock!

 BILLY

 Oh, Morgan!

Chuckie turns to Will, conspiratorially as they wait for the

fight to finish.

 CHUCKIE

 What'd you get? You get leniency?

 WILL

 Probation, counselin', few days a week.

 CHUCKIE

 You're fuckin' good.

Will Smiles.

 CHUCKIE (cont'd)

 Just submit, Morgan. He's got you

 in the Cobra Clutch.

 MORGAN

 (to Chuckie)

 Fuck your mother too!

INT. WILL'S APARTMENT -- NIGHT

Will sits alone in his one room apartment, reading. A closer

look reveals he is reading a self-help PSYCHOLOGY BOOK. Will is flipping through the book at about a page per second. He shakes his head and smiles. Upon finishing the book, he throws it in a nearby WASTEBASKET. Push in on the back of the book where a SMILING PSYCHOLOGIST is pictured.

INT. PSYCHOLOGIST'S OFFICE -- CONTINUOUS

Will sits in a well decorated Psychologist's Office. Across

from Will sits the same PSYCHOLOGIST, HENRY LIPKIN (40), from

the book. They are in mid-session.

 WILL

 That's why I love stock-car racin'.

 That Dale Ernhart's real good.

 PSYCHOLOGIST

 Now you know Will, and I know, what

 you need to be doing. You have a gift.

 WILL

 I could work the pit maybe, but I could

 never drive like Dale Ernhart--

 PSYCHOLOGIST

 --you have a quality-- something you

 were born with, that you have no control

 over- and you are, in a sense, hiding

 that by becoming a janitor. And I'm

 not saying that's wrong. I'm friends

 with the janitor that works in my

 building. He's been to my house for

 dinner. As a matter of fact I did

 some free consultation for "Mike" --

 that's not his real name. That's in

 my book.

 WILL

 Yeah, I read your book. "Mike" had the

 same problems as "Chad" the stockbroker.

 PSYCHOLOGIST

 Yes. The pressures you feel, and again, I

 am neither labeling nor judging them,

 are keeping you from fulfilling your

 potential -- you're in a rut. So stop

 the Tom Foolery -- the Shenanigan's, Will.

 WILL

 You're right. I know.

 PSYCHOLOGIST

 Will, your not getting off that easy.

 WILL

 No, but, I mean you know...I do other

 things. That no one knows about.

 PSYCHOLOGIST

 Like what, Will?

 WILL

 I go places, I interact.

 PSYCHOLOGIST

 What places?

 WILL

 Certain, clubs.

 (beat)

 Like, Paradise. It's not bad.

Will gives the Psychologist a furtive look.

 WILL (cont'd)

 It's just that feeling when you can

 take your shirt off and really dance.

 (beat)

 When the music owns you. Do you

 understand?

 PSYCHOLOGIST

 I might understand that.

 WILL

 Do you find it hard to hide the fact

 that you're gay?

 PSYCHOLOGIST

 What?

 WILL

 C'mon, I read your book. I talked to

 you. It's just something I know to be

 true.

 PSYCHOLOGIST

 That's very presumptuous.

 WILL

 Buddy, two seconds ago you were

 ready to give me a jump.

 PSYCHOLOGIST

 (a little laugh)

 Well, I'm sorry to disappoint you, but

 I'm married and I have two children.

 WILL

 I'm sure you do. You probably got a

 real nice house, nice car -- your book's

 a best seller.

 PSYCHOLOGIST

 You're getting defensive, Will.

 WILL

 Look, man. I don't care if you're

 putting from the rough. There are

 solid arguments that some of the

 greatest people in history were gay;

 Alexander the Great, Caeser,

 Shakespeare, Oscar Wilde, Napoleon,

 Gertrude Stein, not to mention Danny

 Terrio, not many straight men can dance

 like that.

 PSYCHOLOGIST

 Who is "Danny Terrio?"

 WILL

 If you wanna hit "Ramrod," take your

 shot. Take some pride in it. You go

 to church? So fuckin' what, God loves

 you. I mean, Christ. A guy as well

 known as you? By the time you put

 your disguise on and skulk out of the

 house Sunday nights you probably look

 like "Inspector Cluseau."

The Psychologist calmly packs his things.

 PSYCHOLOGIST

 Well, I can see this is pointless...

 WILL

 You're getting defensive...Henry.

 And hey, cheif--tell the wife, at

 least. Christ, set her free.

The shrink gets up and walks out.

 WILL (cont'd)

 Fuckin' hypocrite...

INT. HALLWAY -- CONTINUOUS

The Psychologist comes walking out, much to the surprise of Lambeau and Tom who have been waiting in the lobby.

 LAMBEAU

 Henry?

The Psychologist keeps walking.

 PSYCHOLOGIST

 No. You know what, Gerry? This is

 why I don't do pro-bono anymore. It's

 not worth it to me.

 LAMBEAU

 What happened?

 PSYCHOLOGIST

 I don't have the time. I'm going on

 national television this week.

 LAMBEAU

 Wait a minute, Henry...

He [Henry] is out the door. Lambeau looks to Tom.

 CUT TO:

INT. LAMBEAU'S OFFICE -- DAY

Will is in Lambeau's office. Lambeau is at the board, working

on a diagram as Tom takes notes. Will seems disinterested.

 LAMBEAU

 This rectangle is subdivided into

 rectangles. One edge of an inner

 rectangle is an integer. Can you prove

 that one edge of the larger rectangle

 is an integer?

 WILL

 Of course.

 LAMBEAU

 Okay. How?

 WILL

 It's an integer proof.

Lambeau smiles.

 WILL (cont'd)

 What? Hey, look buddy my time's almost

 up. You want me to sit here for an

 hour and write it out?

Lambeau says nothing. Will gets up and goes to the board.

 WILL (cont'd)

 Look, I'll give you the key steps to

 it but I'm not gonna do the whole thing.

Lambeau keeps smiling.

 LAMBEAU

 That would be a monumental waste of

 time, wouldn't it, Will?

 WILL

 I think so.

 LAMBEAU

 I happen to know so.

Lambeau rises and goes to the board.

 LAMBEAU (cont'd)

 You're thinking too hard. What if I

 did this?

He draws a vertical line through the diagram.

 LAMBEAU (cont'd)

 Now, what if I do this?

He draws a horizontal line through the diagram.

He hands Will the chalk.

 LAMBEAU (cont'd)

 Have you ever played checkers?

Will realizes what Lambeau is getting at. In a flash he starts drawing lines through the diagram, energized.

 WILL

 You color-code it. Half-red, half-

 black. If that's an integer--

Lambeau steps in, writing with him [Will].

 LAMBEAU

 What's that?

 WILL

 Half-red, half-black--

 LAMBEAU

 --that?--

 WILL

 --Half-red, half-black--

 LAMBEAU

 --That edge!

 WILL

 An integer.

The two stop. They are silent for a moment. Like two

gunfighters after a duel, they put down the chalk.

 LAMBEAU

 (checks his watch)

 It would appear we got that proof in

 under the wire after all. It's not

 how hard you look at things, young

 man, it's the way you look at them.

 If you take aim before you fire, you

 will find the most difficult problems

 become, quite literally, child's play.

Will gets his coat.

 LAMBEAU (cont'd)

 Will, you've managed to offend four of

 my colleagues so much that they refused

 to come back. You're meeting with the

 leading hypnotist in the country next

 week and Tom and I plan to sit in on

 the sessions, so I expect you to behave

 appropriately.

 CUT TO:

INT. LAMBEAU'S OFFICE -- DAY

Will sits in a chair across from Lambeau and the HYPNOTIST.

Lambeau's assistant, TOM (33) takes notes. The Hypnotist makes small talk with Lambeau, who checks his watch.

 LAMBEAU

 Shall we start the, uh...

 WILL

 Yeah, when do I get my hypnosis? You

 guys been talkin' for twenty minutes.

 HYPNOTIST

 Yes, Will. We'll get to that.

 But first, why don't you go to sleep

 for me.

He SNAPS HIS FINGERS and instantly Will's head goes BACK and his EYES CLOSE. The Hypnotist gives Lambeau a look.

 HYPNOTIST (cont'd)

 Would you mind standing on one leg?

Will gets up and stands on one leg. Lambeau is impressed.

 TIME CUT TO:

INT. LAMBEAU'S OFFICE -- LATER

Will is reclining, eyes closed, in a trance-like state. The

mood is more serious now.

 HYPNOTIST

 Okay, you're in your bed, Will. Now

 how old are you?

 WILL

 Seven.

 HYPNOTIST

 And what do you see?

 WILL

 Somethin's in my room.

 HYPNOTIST

 What is it?

 WILL

 It's like a small figure, hoverin'

 over me. Gettin' closer.

Will flinches.

 HYPNOTIST

 You're in a safe place, Will.

 WILL

 It's touching me.

Lambeau makes a sound. The Hypnotist shushes him [Lambeau] with his [Hypnotist's]

finger. Tom returns to his note-taking.

 HYPNOTIST

 Where is it touching you?

 WILL

 Down there.

 (indicating genitals)

 And I'm nervous.

 HYPNOTIST

 You don't have to be nervous, Will.

Lambeau and the Therapist trade looks. This is working.

 WILL

 'Cause I'm not ready.

 (calming)

 But the figure tells me everything's

 gonna be all right. 'Cause the figure's

 a Libra too. And we start dancin' and

 it's beautiful--

Will breaks into song at full volume.

 WILL (cont'd)

 "SKY ROCKETS IN FLIGHT!"

 LAMBEAU

 (getting up)

 Oh Jesus.

The Hypnotist gets up and starts heading towards the door. Will is still singing from "Sky Rockets."

 LAMBEAU (cont'd)

 Wait a minute, Barry.

 HYPNOTIST

 I have better ways to spend my time.

He is gone. Will stops singing, laughs.

 LAMBEAU

 Oh, for God's sake, Will.

 WILL

 Oh, come on! You're not pinnin' this

 one on me. He left, I wanted to talk

 to him for another twenty minutes.

 I was havin' fun.

 LAMBEAU

 I told you to cooperate with these people.

 WILL

 C'mon, that guy was a fuckin' piece of work.

Will gets up and adopts a hypnotic

persona in front of Lambeau.

 WILL (cont'd)

 (spooky voice)

 Look into my eyes. I don't need therapy.

 LAMBEAU

 Get out, Will.

 WILL

 Okay...don't forget to get another

 therapist for next week.

 LAMBEAU

 That's enough.

Will is out the door. Lambeau turns to Tom.

 TOM

 I called Mel Weintraub this morning,

 to check for availability.

 LAMBEAU

 What's the point?

 TOM

 What do you want to do?

 LAMBEAU

 There is somebody...

 TOM

 Who is he?

 LAMBEAU

 He was my roommate in college.

INT. BUNKER HILL CAMPUS -- DAY

This is SEAN MAGUIRE'S "Dying and Bereavement" class.

Emblazoned on the door is "room 101." While the lecture hall could hold sixty students, there are less than fifteen here today.

Sean Maguire lectures to the class in a resigned tone. Tired

of teaching, tired of life, he finds himself resigned to the

tedium of teaching core classes to an indifferent student body.

 SEAN

 Establishing trust is the most important

 component in making breakthroughs with

 a patient. Why?

A beat.

 SEAN (cont'd)

 Maureen?

MAUREEN'S only response is an empty stare.

 SEAN (cont'd)

 Keep up the good work, Maureen. Vinnie?

VINNIE looks up.

 VINNIE

 Because trust is an important thing.

 SEAN

 Don't bullshit me, Vinnie. Didn't

 your brother give you the notes? Okay.

 If a patient doesn't trust you then

 they won't feel safe enough to be

 honest with you--then there's no point to

 them being in therapy. It's like saying --

 "Fine, come here and don't tell me a

 thing but go home feeling like you're

 doing something about your problems--

 and give me my fifty bucks before you

 leave will ya'!"

He looks around the room for approval.

No one is listening.

 SEAN (cont'd)

 If you don't help them trust you --

 then there's no way you'll ever get

 them to sleep with you. And that should

 be the goal of any good therapist.

 Insecure women, you know...nail 'em

 when they're vulnerable, that's always

 been my motto.

The students look up, somewhat stunned.

 SEAN (cont'd)

 See, I got Vinnie's attention.

Laughter. Sean starts to resume his lecture, when he notices LAMBEAU standing in the back of the room. There is an awkward moment.

 SEAN (cont'd)

 Gerry.

 LAMBEAU

 Sean.

 SEAN

 (to class)

 Well, it seems we're in the presence

 of greatness. Professor Gerald Lambeau

 is a Field's Medal winner.

 Combunatorial Mathematics. 1986.

The students stare blankly.

 LAMBEAU

 Hello.

 SEAN

 The Field's Medal is the Nobel Prize

 for math.

 (beat)

 But it's only given out every four years.

A beat.

 SEAN (cont'd)

 Okay, that's all for today. Try and

 get through Fernald by Monday.

The class starts to pack up and file out. Lambeau approaches Sean who steps down from the lecturn.

 LAMBEAU

 Good to see you.

 SEAN

 Good to see you.

 LAMBEAU

 Is there someplace we can talk?

 CUT TO:

EXT. HARVARD SQUARE -- NIGHT

Will and Skylar on their first date. They watch a street

MAGICIAN doing tricks with a rabbit. The guy's tricks are

pretty good, but his on-stage persona could use some work. He is incessantly repeating the phrase "this is the rabbit, the rabbit really does the tricks." Will gives Skylar a look and they move on.

 CUT TO:

INT. TOY STORE -- LATER

Will and Skylar walk into the small shop.

 SKYLAR

 I don't know, it was just kind of the

 boring suburban thing. Private school,

 Harvard, and now Med. School.

 (Beat)

 I actually figured out that at the end

 of it, my brain will be worth a quarter

 of a million dollars. I shouldn't

 have told you that...

 WILL

 I bet your parents were happy to pay.

 SKYLAR

 I was happy to pay. I inherited the money.

 WILL

 Is Harvard gettin' all that money?

 SKYLAR

 Stanford. I'm leaving in June after I graduate.

 WILL

 So you just want to use me and go?

 SKYLAR

 Well, I'm gonna experiment on you for

 my anatomy class, then go.

 WILL

 In that case, fine.

 (beat)

 Want to see my magic trick?

 SKYLAR

 Sure.

Will, pulls out a bulging HANDFUL OF CARAMELS.

 WILL

 Now, I'm gonna make all these caramels

 disappear.

 SKYLAR

 Okay...

Will goes into all manner of hocus-pocus theatrics. Then shakes his hand wildly. The trick doesn't pan out and the caramels go flying all over the store. Skylar laughs.

 WILL

 It works better when I have my rabbit.

 CUT TO:

INT. LOCKOBER RESTAURANT -- NIGHT

Lambeau and Sean share a table at this exclusive restaurant. Sean seems slightly out of place in his wrinkled sport coat.

 LAMBEAU

 I didn't see you at the reunion.

 SEAN

 I've been busy.

 LAMBEAU

 You were missed.

 (beat)

 How long has it been since we've seen

 each other?

 SEAN

 Since Nancy died.

 LAMBEAU

 I'm sorry, that damn conference--

 SEAN

 I got your card.

INT. HARVARD SQ. DINER: "THE TASTY" -- NIGHT

A FRY COOK hands Will and Skylar a pair of CHEESEBURGERS.

 SKYLAR

 Have you ever seen Annie Hall?

 WILL

 No.

 SKYLAR

 Well, there's this part of the movie

 that's about how there's always this

 tension on a first date where both

 people are thinking about what's going

 to happen with the whole 'good night

 kiss' thing.

Will smiles.

 WILL

 I really don't 'date' that much.

 SKYLAR

 (laughs)

 You know what I mean. I know you've

 at least thought about it.

 WILL

 No I haven't...

 SKYLAR

 Yes you have. You were thinking you

 were gonna get a good night kiss.

 WILL

 (mock protest)

 No I wasn't...

 SKYLAR

 Yes you were.

 WILL

 I was kinda' hopin' to get a "good night

 laid" but...I'll take a kiss.

She laughs.

 SKYLAR

 Oh, you will?

 WILL

 No...I was hoping to get a kiss.

 SKYLAR

 Then why don't we just get it out of

 the way.

He looks at her.

 WILL

 Now?

Both of them have cheeseburger in their mouths.

 SKYLAR

 Yeah.

They kiss, mouths full of burger. It's nice. A beat.

 SKYLAR (cont'd)

 That had to be the worst good night

 kiss...

Will laughs.

 WILL

 Hey, look lady, I'm just here for the

 free food.

She smiles.

 SKYLAR

 Free?

 WILL

 Hey, I spent all my money on those

 caramels.

She laughs.

 CUT TO:

INT. LOCKOBER RESTAURANT -- SAME

Lambeau and Sean, having finished their meal. Lambeau has been pitching Sean.

 SEAN

 I've been busy, Gerry. I got a full schedule.

 LAMBEAU

 This kid's special, Sean. I've never

 seen anything like him.

 SEAN

 Not much free time, Gerry.

 LAMBEAU

 Have you ever heard of a man named

 Ramanujan?

Sean nods his head.

 SEAN

 Yeah.

 LAMBEAU

 He was alive over a hundred years ago.

 He was Indian. Dots, not feathers...

Sean finishes the joke. Lambeau chuckles.

 LAMBEAU (cont'd)

 So this Ramanujan lived in a tiny hut

 in India. No formal education, no

 access to other works. But he came

 across an old math book and from this

 basic text he was able to extrapolate

 theories that had baffled mathematicians

 for years.

 SEAN

 And he mailed it to Hardy--

 LAMBEAU

 --That's right, Sean. He mailed it to

 a professor at Cambridge who immediately

 recognized the brilliance in his work

 and brought Ramanujan to England.

 SEAN

 Where he contracted pneumonia and died

 at a young age--

 LAMBEAU

 They worked together for the remainder

 of their lives, producing some of the

 most exciting math theory ever done.

 Ramanujan's genius was unparalleled,

 Sean. This boy is like that. But

 he's very defensive and I need someone

 who can get through to him.

 SEAN

 Why me?

 LAMBEAU

 I need someone with your kind of

 background.

 SEAN

 My kind of background?

 LAMBEAU

 You're from the same neighborhood.

 South Boston.

 SEAN

 He's from Southie? How many people

 did you try before you came to me?

 LAMBEAU

 (looks squarely at Sean)

 Five.

Sean gives a slight, knowing smile.

 SEAN

 Who? Barry, Henry, Rick...

Lambeau nods.

 SEAN

 Not Rick? You didn't send him to Rick?

 LAMBEAU

 Just meet with the boy once a week.

 SEAN

 Can we do it at my office?

 LAMBEAU

 That would be fine.

The waiter comes with the CHECK. Each man reaches for it.

 LAMBEAU (cont'd)

 Sean, please.

 SEAN

 I got it.

 LAMBEAU

 It's on the college.

Sean relents.

 CUT TO:

EXT. BUNKER HILL CAMPUS -- MORNING

Establishing shot of the red-brick campus. Planes land at

nearby Logan airport. Will walks up the steps.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Sean's office is comfortable. Books are stacked against the

wall. There is a PAINTING on the wall behind Sean. Sean is

seated behind a desk. Lambeau sits in a chair in the back of

the room, next to Tom. A long beat passes, they wait.

 LAMBEAU

 Any vulnerability he senses, he'll

 exploit.

 SEAN

 I'll be okay.

 LAMBEAU

 It's a poker game with this young man.

 Don't let him see what you've got.

Sean nods. Will walks in. Everyone stands to greet Will.

 LAMBEAU (cont'd)

 Hello, Will. Any trouble finding the

 place?

 WILL

 No.

 LAMBEAU

 Will, this is Sean Maguire. Sean,

 Will Hunting.

Sean and Will nod.

An awkward moment as the four men stand.

 LAMBEAU (cont'd)

 Well, let's get started.

 WILL

 Yeah, let's let the healing begin.

Lambeau is slightly embarrassed. Sean smiles at Will's joke.

 SEAN

 Would you excuse us?

 LAMBEAU

 Tom.

 SEAN

 You too, Gerry.

Lambeau looks at Sean, surprised. Sean's stare is unwavering. After an awkward moment, Lambeau goes, leaving Sean and Will alone. Will doesn't look at Sean for more than a second. He seems more interested in the room. There is a long silence as Sean watches Will.

 SEAN (cont'd)

 Hello, Will. I'm Sean Maguire.

A smile crosses Will's face as he walks to his chair and sits.

He lights a cigarette. Sean continues to watch him. Finally--

 SEAN (cont'd)

 Where are you from in Southie?

 WILL

 Did you buy all these books retail, or

 do you send away for like a "shrink

 kit" that comes with all these volumes

 included?

 SEAN

 Have you read all these books, Will?

 WILL

 Probably not.

 SEAN

 (indicating a shelf)

 How about the ones on that shelf?

Will's eyes flicker up to the shelf for an instant.

 WILL

 Yeah, I read those.

 SEAN

 What did you think?

 WILL

 I'm not here for a fuckin' book report.

 They're your books, why don't you read 'em?

 SEAN

 I did.

 WILL

 That must have taken you a long time.

 SEAN

 Yeah, it did take me a long time.

Sean says this with pride. His determined stare and confident manner catch Will a bit off guard. Will rises from his chair and goes to the shelf.

 WILL

 (looking at book)

 "A History of the United States, Volume

 I." If you want to read a real history

 book, read Howard Zinn's "A People's

 History of the United States." That

 book will knock you on your ass.

 SEAN

 How about Noam Chomsky's "Manufacturing

 Consent?"

 WILL

 You people baffle me. You spend all

 this money on beautiful, fancy books--

 and they're the wrong fuckin' books.

 SEAN

 You think so?

 WILL

 Whatever blows your hair back.

Will returns to his chair. Pause.

 SEAN

 (indicating cigarette)

 Guy your age shouldn't smoke so much.

 Stunt your growth.

 WILL

 You're right. It really gets in the

 way of my jazzercizing.

Sean does not seem at all affected by Will's attitude. He

remains behind the big desk with almost half a smile on his face. Will is aware of Sean's confidence.

 WILL (cont'd)

 Do you lift?

 SEAN

 Yes, I do.

 WILL

 Nautilus?

 SEAN

 Free weights.

 WILL

 Oh yeah? Me too. What do you bench?

 SEAN

 285.

 WILL

 Oh.

Will gets up again and moves around his chair to Sean's

painting. It is a picture of an old sailboat in a tremendous

storm--by no means a masterpiece. Will studies it.

 WILL (cont'd)

 You paint this?

 SEAN

 Yeah. Do you paint?

 WILL

 No.

 SEAN

 Crayons?

 WILL

 This is a real piece of shit.

 SEAN

 Tell me what you really think.

 WILL

 Poor color composition, lousy use of

 space. But that shit doesn't really

 concern me.

 SEAN

 What does?

 WILL

 The color here, see how dark it is?

 It's interesting.

 SEAN

 What is?

 WILL

 I think you're one step away from

 cutting your ear off.

 SEAN

 Oh, "Starry Night" time, huh?

 WILL

 You ever heard the saying, "any port in

 a storm?"

 SEAN

 Sure, how 'bout "still waters run deep"--

 WILL

 --Well, maybe that means you.

 SEAN

 Maybe what mea--

 WILL

 Maybe you were in the middle of a storm,

 a big fuckin' storm-- the waves were

 crashing over the bow, the Goddamned

 mast was about to snap, and you were

 crying for the harbor. So you did

 what you had to do, to get out. Maybe

 you became a psychologist.

 SEAN

 Maybe you should be a patient and sit

 down.

 WILL

 Maybe you married the wrong woman.

 SEAN

 Watch your mouth.

 WILL

 That's it isn't it? You married the

 wrong woman. She leave you? Was she

 bangin' someone else?

Sean is walking slowly towards Will.

 WILL (cont'd)

 How are the seas now, D--

In a flash, Sean has Will by the throat. Will is helpless.

 SEAN

 If you ever disrespect my wife again...I

 will end you.

 WILL

 Time's up.

 CUT TO:

INT. HALLWAY -- CONTINUOUS

Will walks out of Sean's office past Lambeau and Tom who are sitting in the hallway.

 WILL

 At ease, gentlemen.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Sean stands behind his desk in his office, still very much on edge. Lambeau walks in.

 LAMBEAU

 Five minutes, Sean. Are you okay?

A pause, Sean is staring at his painting.

 LAMBEAU (cont'd)

 I'll understand if you don't want to

 meet with him again.

 SEAN

 Thursday, four o'clock. Make sure the

 kid is here.

 CUT TO:

EXT. WONDERLAND RACETRACK -- DAY

Will and Skylar sit in the stands watching the dogs run. They ad lib teasing one another about England, Ireland, and America.

 SKYLAR

 You grew up around here?

 WILL

 Not far from here, South Boston.

 SKYLAR

 How was that?

 WILL

 Pretty boring, I guess.

She smiles.

 SKYLAR

 I bet you have a great family.

 WILL

 You know, nothing special.

 SKYLAR

 You have a lot of brothers and sisters?

 WILL

 Do I have a lot of brothers and sisters?

 SKYLAR

 Yeah.

 WILL

 Well, Irish Catholic. What do you think?

 SKYLAR

 How many?

 WILL

 You wouldn't believe me if I told you.

 SKYLAR

 What, five?

Will shakes his head.

 SKYLAR (cont'd)

 Seven?

Will shakes his head. Smiles.

 SKYLAR (cont'd)

 Come on.

 WILL

 I have twelve big brothers.

 SKYLAR

 Not a chance.

 WILL

 Yup, you're lookin' at lucky thirteen.

 SKYLAR

 Bullshit.

 WILL

 I swear to God.

 SKYLAR

 Your house must have been a zoo.

 WILL

 It was great. There was always someone

 to play with, give you advice.

 SKYLAR

 Do you know all their names?

 WILL

 'Course I do, they're my brothers.

 SKYLAR

 Well...

 WILL

 Marky, Ricky, Danny, Terry, Mikey,

 Davey, Timmy, Tommy, Joey, Robby,

 Johnny, and Brian.

 SKYLAR

 (laughing)

 Do you keep in touch with them?

 WILL

 All the time. We all live in Southie.

 I live with three of them now.

Skylar smiles.

 SKYLAR

 I want to meet them.

 WILL

 We'll do that.

 CUT TO:

INT. SEAN'S APARTMENT -- NIGHT

As we pan across Sean's small apartment, we find it strewn

with dirty clothes and the sink full of dishes. Although, if

it weren't for the clutter, the place would feel pretty

bare. A framed SPORTS ILLUSTRATED cover featuring a screaming Larry Bird and entitled "CELTIC PRIDE" hangs on the wall. Sean sits at the table next to another nearly empty bottle of BUSHMILL'S IRISH WHISKEY. He is deep in thought.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Will strolls into the office. Sean is waiting there behind

his desk. He seems different. More calm. Will and Sean stare at each other for a long moment.

 WILL

 You again. How the paintin' coming?

Sean stands up.

 SEAN

 Come with me.

 CUT TO:

EXT. BOSTON COMMON -- MINUTES LATER

Sean and Will sit in the bleachers at the mostly empty park. They look out over a small pond, in which a group of schoolchildren on a field trip ride the famous Swan Boats.

 WILL

 So what's with this place? You have a

 swan fetish? Is this something you'd

 like to talk about?

 SEAN

 I was thinking about what you said to

 me the other day, about my painting.

 I stayed up half the night thinking

 about it and then something occured

 to me and I fell into a deep peaceful

 sleep and haven't thought about you

 since. You know what occurred to me?

 WILL

 No.

 SEAN

 You're just a boy. You don't have the

 faintest idea what you're talking about.

 WILL

 Why thank you.

 SEAN

 You've never been out of Boston.

 WILL

 No.

 SEAN

 So if I asked you about art you could

 give me the skinny on every art book

 ever written...Michelangelo?

 You know a lot about him I bet. Life's

 work, criticisms, political aspirations.

 But you couldn't tell me what it smells

 like in the Sistine Chapel. You've

 never stood there and looked up at

 that beautiful ceiling. And if I asked

 you about women I'm sure you could

 give me a syllabus of your personal

 favorites, and maybe you've been laid

 a few times too. But you couldn't

 tell me how it feels to wake up next

 to a woman and be truly happy. If I

 asked you about war you could refer me

 to a bevy of fictional and non-fictional

 material, but you've never been in

 one. You've never held your best

 friend's head in your lap and watched

 him draw his last breath, looking to

 you for help. And if I asked you about

 love I'd get a sonnet, but you've never

 looked at a woman and been truly

 vulnerable. Known that someone could

 kill you with a look. That someone

 could rescue you from grief.

 That God had put an angel on Earth

 just for you. And you wouldn't know

 how it felt to be her angel. To have

 the love be there for her forever.

 Through anything, through cancer. You

 wouldn't know about sleeping sitting

 up in a hospital room for two months

 holding her hand and not leaving because

 the doctors could see in your eyes

 that the term "visiting hours" didn't

 apply to you. And you wouldn't know

 about real loss, because that only

 occurs when you lose something you

 love more than yourself, and you've

 never dared to love anything that much.

 I look at you and I don't see an

 intelligent confident man, I don't see

 a peer, and I don't see my equal. I

 see a boy. Nobody could possibly

 understand you, right Will? Yet you

 presume to know so much about me because

 of a painting you saw. You must know

 everything about me. You're an orphan,

 right?

Will nods quietly.

 SEAN (cont'd)

 Do you think I would presume to know

 the first thing about who you are

 because I read "Oliver Twist?" And I

 don't buy the argument that you don't

 want to be here, because I think you

 like all the attention you're getting.

 Personally, I don't care. There's

 nothing you can tell me that I can't

 read somewhere else. Unless we talk

 about your life. But you won't do

 that. Maybe you're afraid of what

 you might say.

Sean stands,

 SEAN (cont'd)

 It's up to you.

And walks away.

 CUT TO:

INT. CONSTRUCTION SITE -- DAY

Will and Chuckie doing demo at the site. They throw

cinderblocks out a window into a pile. They are filthy.

 CUT TO:

EXT. SOUTH BOSTON STREET -- NIGHT

Rain pounds South Boston. Chuckie sits with the Cadillac

idling, humming to the radio. Morgan and Billy sit in the

back, sharing a case of beer. Will is at a pay phone.

INT. SKYLAR'S ROOM -- NIGHT

 SKYLAR

 Hello?

Will hangs up and runs back to the car, soaked.

 CHUCKIE

 Who'd you call?

 WILL

 No one. I didn't have the number.

 MORGAN

 What are you, retarded? You went all

 the way out there in the rain and you

 didn't have the number?

 WILL

 No, it was your mother's 900 number.

 I just ran out of quarters.

Laughter. Chuckie pulls away from the curb.

 MORGAN

 Why don't we get off mothers, I just

 got off yours.

There is a long moment of silence in response to Morgan's

attempt at levity. Then laughter.

 BILLY

 You're a pretty funny guy. Here, have

 a nickel.

Billy WHIPS his EMPTY BEER CAN off of Morgan's head.

 MORGAN

 Keep fuckin' with me. Watch what

 happens.

 BILLY

 All right, then.

 MORGAN

 Watch what happens.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Will sits across from Sean completely silent and takes out a

pack of cigarettes.

 SEAN

 No smoking.

Will puts the cigarettes away. Sean stares at Will and

occaisionally at the clock. Sean continues to check the clock on the wall. It is the only clock in the room and it is BEHIND Will. Their hour is almost up.

CLOSE ON: WILL'S EYES INTERCUT WITH THE CLOCK.

He is counting seconds. As the second hand crosses the twelve, Will stands up and walks out, leaving Sean alone.

INT. HALLWAY -- LATER

Lambeau and Sean walk down

the hallway after the session.

 LAMBEAU

 What do you mean "he didn't talk?"

 You sat there for an hour?

 SEAN

 No, he just sat there and counted the

 seconds until the session was over.

 It was pretty impressive, actually.

 LAMBEAU

 Why would he do that?

 SEAN

 To show me he doesn't have to talk to

 me if he doesn't want to.

 LAMBEAU

 Oh, what is this? Some kind of staring

 contest between two kids from the "old

 neighborhood?"

 SEAN

 I won't talk first.

EXT. WILL'S APARTMENT -- EVENING

Chuckie drops Will off at his apartment, watches him [Will] walk up the steps.

 DISSOLVE TO:

EXT. WILL'S APARTMENT -- MORNING

Chuckie pulls up to the curb and walks up the steps to Will's front door. After a beat, Will emerges. They get back in [the car].

 CUT TO:

EXT. CONSTRUCTION SITE -- DAY

Will and Chuckie at work. Chuckie shows Will how to be a man.

INT. L STREET BAR & GRILLE, SOUTH BOSTON -- NIGHT

The bar is a bit more crowded than usual. Will and Chuckie walk back to their table, carrying beers. They pass a table of GIRLS, local regulars getting just as bombed as the guys.

These girls are a little overdone. Too much make-up, too much hairspray, and too much body for such tight outfits. One of the girls, KRYSTYN, smiles at Will who seems subdued.

 KRYSTYN

 Hi, Will.

 WILL

 How you doin', Krystyn.

They pass the table of girls. Chuckie looks at one, ruefully.

 CHUCKIE

 I didn't get on Cathy last night.

 WILL

 Why not?

 CHUCKIE

 I don't know.

Chuckie turns back to one of the girls, calling out:

 CHUCKIE (cont'd)

 Cathy! Why didn't you give me none of

 your twat last night?

A girl at the table, CATHY, holds up her PINKY FINGER and smiles-- revealing a mouthful of MISSING TEETH.

 CATHY

 Fuck you and your Irish curse, Chuckie!

 CHUCKIE

 She's missin' teeth, Will.

Will nods, not really into it tonight.

 CHUCKIE (cont'd)

 Plus, it's like, five to two Morgan

 ends up marryin' her. There's only so

 many times you can bang your friend's

 future wife...

They get to the table. Will's heart just isn't in it.

 WILL

 I'm takin' off.

 ALL

 We're goin' late night.

 WILL

 I'm tired.

 CUT TO:

INT. LAMBEAU'S OFFICE -- DAY

Will and Lambeau work together at the board. They communicate non-verbally as they collaborate on a problem. After a particularly amusing series of numbers, they share a look and laugh.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Will and Sean sit in silence. A long moment passes. Sean

casually reclines in his chair, disinterested. Will restlessly

looks around the room and then back to Sean. An odd half smile crosses Sean's face. After a moment:

 WILL

 You know, I was on this plane once.

 And I'm sittin' there and the captain

 comes on and is like "we'll be cruising

 at 35,000 feet," and does his thing,

 then he puts the mike down but forgets

 to turn it off. Then he says "man,

 all I want right now is a blow-job and

 a cup of coffee." So the stewardess

 goes runnin' up towards the cock-pit

 to tell him the mike's still on, and

 this guy in the back of the plane goes

 "don't forget the coffee!"

 SEAN

 (smiles)

 You've never been on a plane.

 WILL

 I know, but the joke's better if I

 tell it in the first person.

A beat.

 WILL (cont'd)

 I have been laid you know.

Sean smiles.

 SEAN

 Yeah? You got a lady now?

 WILL

 Yeah, I went on a date last week.

 SEAN

 How'd it go?

 WILL

 Fine.

 SEAN

 Well, are you going out again?

 WILL

 I don't know.

 SEAN

 Why not?

 WILL

 Haven't called her.

 SEAN

 Jesus Christ, you are an amateur.

 WILL

 I know what I'm doing. She's different

 from the other girls I met. We have a

 really good time. She's smart,

 beautiful, fun...

 SEAN

 So Christ, call her up.

 WILL

 Why? So I can realize she's not so

 smart. That she's boring. You don't

 get it. Right now she's perfect, I

 don't want to ruin that.

 SEAN

 And right now you're perfect too.

 Maybe you don't want to ruin that.

Will says nothing.

 SEAN (cont'd)

 Well, I think that's a great philosophy

 Will, that way you can go through your

 entire life without ever having to

 really know anybody.

Sean looks directly at Will, who looks away. A beat.

 SEAN (cont'd)

 My wife used to turn the alarm clock

 off in her sleep. I was late for work

 all the time because in the middle of

 the night she'd roll over and turn the

 damn thing off. Eventually I got a

 second clock and put it under my side

 of the bed, but it got to where she was

 gettin' to that one too. She was

 afraid of the dark, so the closet light

 was on all night. Thing kept me up

 half the night. Eventually I'd fall

 asleep, out of sheer exhaustion and

 not wake up when I was supposed to

 cause she'd have already gotten to my

 alarms.

Will smiles, Sean takes a beat.

 SEAN (cont'd)

 My wife's been dead two years, Will.

 And when I think about her, those are

 the things I think about most. Little

 idiosyncrasies that only I knew about.

 Those made her my wife. And she had

 the goods on me too. Little things I

 do out of habit. People call these

 things imperfections Will. It's just

 who we are. And we get to choose who

 we're going to let into out weird

 little worlds. You're not perfect.

 And let me save you the suspense, this

 girl you met isn't either. The question

 is, whether or not you're perfect for

 each other. You can know everything

 in the world, but the only way you're

 findin' that one out is by giving it a

 shot. You sure won't get the answer

 from an old fucker like me. And even

 if I did know, I wouldn't tell you.

Will smiles. A beat.

 WILL

 Why not? You told me every other

 fuckin' thing. You talk more than any

 shrink I ever met.

Sean laughs.

 SEAN

 I teach this shit, I didn't say I knew

 how to do it.

 WILL

 You ever think about gettin' remarried?

 SEAN

 My wife's dead.

 WILL

 Hence, the word remarried.

 SEAN

 My wife's dead.

 WILL

 Well I think that's a wonderful

 philosophy, Sean. That way you can go

 through the rest of your life without

 having to really know anyone.

A beat. Sean smiles.

 SEAN

 Time's up.

 CUT TO:

EXT. SKYLAR'S DORM -- AFTERNOON

Will is waiting outside the door for someone to come out -- so he can go in.

INT. SKYLAR'S DORM -- AFTERNOON

The door to Skylar's dorm is partially open. Will stands

outside while Skylar remains on the threshold.

 SKYLAR

 Where have you been?

 WILL

 I'm sorry, I been real busy.

 SKYLAR

 You were busy? You know, I really was

 waiting for you to call me.

 WILL

 Sorry. I'm sorry. Give me another

 crack at it. Let me take you out.

 SKYLAR

 You should have called. I have an "O-

 chem" lab due tomorrow and it's

 impossible.

 (beat)

 It's not an excuse dummy. I want to

 go out with you. But look:

She holds up her Lab. Will glances at it.

 SKYLAR (cont'd)

 Tomorrow?

 WILL

 Promise?

 SKYLAR

 If you bring the caramels.

Will smiles.

 CUT TO:

EXT. HARVARD SQUARE -- LATER

Will sits in an outdoor cafe, thinking. After a beat, he leans

over to two students working at a nearby table, borrows a pen and paper and starts writing.

 CUT TO:

EXT. SKYLAR'S DORM -- DAY

Will is a solitary figure strolling across the lawn. He stops

at Skylar's dorm and knocks on the door.

 CUT TO:

INT. SKYLAR'S DORM -- DAY

She emarges. He hands her the paper he was working on. It is her O-chem lab.

 WILL

 I couldn't wait till tomorrow.

 SKYLAR

 How the hell did you do that?

 WILL

 Didn't your mother ever tell you not

 to look a gift horse n the mouth?

 SKYLAR

 I'm supposed to understand this.

 WILL

 You're not going into surgery tomorrow

 are you?

 SKYLAR

 No.

 WILL

 Then let's go have some fun.

With a smile, she relents.

INT. SEAN'S OFFICE -- DAY

Sean and Will in session.

 SEAN

 Really? How'd the date go?

 WILL

 Do you still counsel veterans?

 (beat)

 I read your book last night.

 SEAN

 No, I don't.

 WILL

 Why not?

 SEAN

 I gave that up when my wife got sick.

 WILL

 Is that why you didn't write anything else?

 SEAN

 (smiles)

 I didn't write anything else 'cause

 nobody, including most of my colleagues

 bothered to read the first one.

 WILL

 Well, I've read you colleagues. Your

 book was good, Sean.

 (beat)

 All those guys were in your platoon?

 SEAN

 Yeah.

 WILL

 What happened to that guy from Kentucky?

 SEAN

 Lon? He got married. He has a kid.

 I kind of lost touch with him after

 Nancy got sick.

 WILL

 Do you ever wonder what your life would

 be like if you never met your wife?

 SEAN

 What? Do I wonder if I'd be better

 off if I never met my wife?

Will starts to clarify his question.

 SEAN (cont'd)

 No, that's okay. It's an important

 question. 'Cause you'll have your bad

 times, which wake you up to the good

 stuff you weren't paying attention to.

 And you can fail, as long as you're

 trying hard. But there's nothing worse

 than regret.

 WILL

 You don't regret meetin' your wife?

 SEAN

 Why? Because of the pain I feel now?

 I have regrets Will, but I don't regret

 a singel day I spent with her.

 WILL

 When did you know she was the one?

 SEAN

 October 21, 1975. Game six of the

 World Series. Biggest game in Red Sox

 history, Me and my friends slept out

 on the sidewalk all night to get

 tickets. We were sitting in a bar

 waiting for the game to start and in

 walks this girl. What a game that

 was. Tie game in the bottom of the

 tenth inning, in steps Carlton Fisk,

 hit a long fly ball down the left

 field line. Thirty-five thousand fans

 on their feet, screamin' at the ball

 to stay fair. Fisk is runnin' up the

 baseline, wavin' at the ball like a

 madman. It hits the foul pole, home

 run. Thirty-five thousand people

 went crazy. And I wasn't one of them.

 WILL

 Where were you?

 SEAN

 I was havin' a drink with my future wife.

 WILL

 You missed Pudge Fisk's homerun to

 have a drink with a woman you had never

 met?

 SEAN

 That's right.

 WILL

 So wait a minute. The Red Sox haven't

 won a World Series since nineteen

 eighteen, you slept out for tickets,

 games gonna start in twenty minutes,

 in walks a girl you never seen before,

 and you give your ticket away?

 SEAN

 You should have seen this girl. She

 lit up the room.

 WILL

 I don't care if Helen of Troy walked

 into that bar! That's game six of the

 World Series!

Sean smiles.

 WILL (cont'd)

 And what kind of friends are these?

 They let you get away with that?

 SEAN

 I just slid my ticket across the table

 and said "sorry fellas, I gotta go see

 about a girl."

 WILL

 "I gotta go see about a girl"? What

 did they say?

 SEAN

 They could see that I meant it.

 WILL

 You're kiddin' me.

 SEAN

 No Will, I'm not kiddin' you. If I

 had gone to see that game I'd be in

 here talkin' abouta girl I saw at a

 bar twenty years ago. And how I always

 regretted not goin' over there and

 talkin' to her. I don't regret the

 eighteen years we were married. I

 don't regret givin' up couseling for

 six years when she got sick. I don't

 regret being by her side for the last

 two years when things got real bad.

 And I sure as Hell don't regret missing

 that damn game.

A beat. Will is impressed.

 WILL

 Would have been nice to catch that

 game though.

 SEAN

 (breaking)

 Well hell, I didn't know Pudge was

 gonna hit the home run.

They laugh.

 TIME DISSOLVE TO:

INT LAMBEAU'S OFFICE -- DAY

The office is more crowded than usual. TOM and THREE of

LAMBEAU'S COLLEAGUES including the esteemed ALEXANDER PEKEC are in the room. Will sits at a work-station which projects a proof of his [Will's] onto the chalkboard. Lambeau stands beside the projected image at the board arguing with Pekec, a foreign mathematician. The image is of a Ramses graph binary tree.

 LAMBEAU

 Alexander, I know your theory. The

 boy is updating, he's strategy

 stealing...

 PEKEC

 With a Ramses graph on the binary tree--

 LAMBEAU

 --But what he's doing, he's attaching

 an edge to the adjacent vertex. He

 can always failsafe to either side--

 PEKEC

 Maker can. This is not new, Gerry!

Pekec starts writing lines beside Will's proof on the board.

 PEKEC (cont'd)

 --but I can always garbage out

 (writes frantically)

 All the way to "N" to the minus one.

 LAMBEAU

 No, there's a limit.

 PEKEC

 The limit is not found!

 (turns to Will)

 The limit is not found.

 WILL

 But I can always go to the other side.

 PEKEC

 There is no proof--

Lambeau can no longer contain himself.

 LAMBEAU

 --Maker builds "K" to the "N." N is

 three to the K times--

 PEKEC

 --But--

 WILL

 Look, I wrote it down.

They turn to Will who places his proof on the projector. The

image is cast over their faces. It reads:

As Pekec reads and the realization dawns on him:

 WILL (cont'd)

 It's just simpler this way.

Lambeau turns with satisfaction to an understanding Pekec.

 LAMBEAU

 Alexander, your theory is changed.

 CUT TO:

INT. SKYLAR'S ROOM -- NIGHT

Will and Skylar in her room, post coital. They are wrapped in

a sheet. Will is absent-mindedly playing the memory game SIMON.

The pattern grows increasingly complex. After a beat:

 SKYLAR

 Why do we always stay here?

 WILL

 'Cause it's nicer than my place.

 SKYLAR

 I've never seen your place.

 WILL

 Exactly.

 SKYLAR

 What about your friends? Or your

 brothers? When do I get to meet them?

 WILL

 They don't come over here that much.

 SKYLAR

 I think I can make it to South Boston.

 WILL

 Aah, it's kind of a hike.

 SKYLAR

 Is it me you're hiding from them or

 the other way around?

 WILL

 All right, all right. We'll go.

 SKYLAR

 When?

 WILL

 Sometime. I don't know. Next week.

 SKYLAR

 What if I said I wouldn't sleep with

 you again until you let me meet your

 friends?

 WILL

 I'd say...

 (reaches for phone)

 It's only four in the mornin', they're prob'ly up.

She laughs. Stops him.

 SKYLAR

 You men are shameful. If you're not

 thinking of your weiner then you're

 acting on its behalf.

 WILL

 Then on behalf of my weiner, I'd like

 to ask for an advance.

 CUT TO:

INT. L STREET BAR & GRILLE -- LATER

Skylar and Will sit together along with Will's gang. The boys are considerably drunk, but it makes for good entertainment. Everyone here is having fun including Sylar.

 MORGAN

 Will, I can't believe you brought Skylar

 here when we're all wrecked. What's

 she gonna think about us?

 WILL

 Yeah, Morgan. It's a real rarity that

 we'd be out drinkin'.

 BILLY

 I've been shit faced for like two weeks.

 MORGAN

 Oh great, tell her that! Now she really

 thinks we're problem drinkers!

 CHUCKIE

 Two weeks? That's nothin'. My Uncle

 Marty? Will knows him. That guy

 fuckin' drinks like you've never seen!

 One night he was drivin' back to his

 house on I-93-- Statie pulls him over.

 ALL

 Oh shit.

 CHUCKIE

 Guy's tryin' to walk the line--but he

 can't even fuckin' stand up, and so my

 uncle's gonna spend a night in jail.

 Just then there's this fuckin' BOOM

 like fifty yards down the road. Some

 guy's car hit a tree.

 MORGAN

 Some other guy?

 CHUCKIE

 Yeah, he was probably drunker than my

 Uncle, who fuckin' knows? So the cop

 goes "Stay here" And he goes runnin'

 down the highway to deal with the other

 crash. So, my Uncle Marty's standin'

 on the side of the road for a little

 while, and he's so fuckin' lit, that

 he forgets what he's waitin' for. So

 he goes, "Fuck it." He gets in his

 car and drives home.

 MORGAN

 Holy shit.

 CHUCKIE

 So in the morning, there's a knock on

 the door it's the Statie. So my Uncle's

 like, "Is there a problem?" And the Statie's

 like "I pulled you over and you took

 off." And my Uncle's like "I never

 seen you before in my life, I been

 home all night with my kids." And

 Statie's like "Let me get in your

 garage!" So he's like "All right, fine."

 He takes around the garage and opens

 the door --and the Statie's cruiser is

 in my Uncle's garage.

 ALL

 No way! You're kiddin'!

 CHUCKIE

 No, he was so hammered that he drove

 the police cruiser home. Fuckin' lights

 and everything!

 MORGAN

 Did your Uncle get arrested?

 CHUCKIE

 The fuckin' Trooper was so embarrassed

 he didn't do anything. The fuckin'

 guy had been drivin' around in my Uncle's

 car all night lookin' for the house.

Everyone is laughing. Skylar speaks above the din.

 SKYLAR

 There was this Irish guy, walking down

 the beach one day.

She has everyone's attention. Will is nervous.

 SKYLAR (cont'd)

 And he comes across a bottle, and this

 Genie pops out. The genie turns to

 the Irishman and says-- "You've released

 me from my prison, so I'll grant you

 three wishes." The Irish guy thinks

 for a minute and says "What I really

 want is a pint of Guiness that never

 empties." And--POOF! A bottle appears.

 He slams it down, and-- lo and behold--

 it fills back up again.

C/U of Will. Hoping the joke pans out.

 SKYLAR (cont'd)

 Well, the Irish guy can't believe it.

 He drinks it again, and again-- BOOM!

 It fills back up. So, while the Irish

 guy is marveling at his good fortune,

 The Genie is getting impatient, because

 it's hot and he wants to get on with

 his freedom. He says "Let's go, you

 have two more wishes." The Irish guy

 slams his drink again, it fills back

 up, he's still amazed. The Genie can't

 take it anymore. He says "Buddy, I'm

 boiling out here. What are your

 other two wishes?"

 (beat)

 The Irish guy looks at his drink, looks

 at the Genie and says... "I guess

 I'll have two more of these."

The gang erupts with laughter.

 CHUCKIE

 It's a good thing no one's Irish here.

 MORGAN

 I'm Irish.

Chuckie, Will look at Morgan, baffled.

EXT. L STREET BAR & GRILLE -- LATER

Everyone is walking out, saying good-bye. Chuckie goes over to Will and Skylar.

 CHUCKIE

 I'm glad you came by, changed my opinion

 of Harvard people.

 SKYLAR

 See ya' Chuckie. I had fun.

Chuckie heads towards Will to say goodnight.

 WILL

 I don't know what the fuck you're doin'.

 You're givin' us a ride.

 CHUCKIE

 What do I look like, Al Cowlins?

 (seriously)

 You want to take my car, drop her off?

 WILL

 I was countin' on it.

 MORGAN

 Chuck, let's go.

 CHUCKIE

 You're walkin' bitch, Will's takin'

 the car.

Morgan mumbles something and staggers off. Billy follows with an indifferent shrug.

 WILL

 Thanks, Chuck.

 CHUCKIE

 Don't get too slap-happy, you're takin'

 me home first.

 WILL

 I don't know, Chuck. It's kinda outta

 the way.

 CHUCKIE

 Just 'cause you don't have to sleep in

 the one room palace, don't start

 thinkin' you're bad.

 SKYLAR

 (to Will)

 I thought you said you'd show me your

 place.

 WILL

 Not tonight.

 CHUCKIE

 Yeah, not tonight. Not any other night.

 He knows, once you see that shit-hole

 he's gettin' dropped like a bad habit.

 SKYLAR

 I wanted to meet your brothers...

Chuckie gives Will a curious look.

 WILL

 They're all sleepin' now.

 (a beat, to Chuckie)

 Let me get those keys.

 CUT TO:

INT. FACULTY CLUB -- NIGHT

A cocktail party is underway. Professors mingle with

representatives from high tech companies. Lambeau stands

holding a drink and surrounded by several RECRUITERS.

Apparently he's the star of the show.

 RECRUITER #1

 What I want to know, Gerry, is when we

 get to meet this wonder-boy.

 LAMBEAU

 We're still working together, the boy's

 a little rough.

 RECRUITER #2

 We've got our share of eccentric

 geniuses at Tri-tech. We know how to

 deal with that.

 RECRUITER #3

 I think we all do.

Laughter.

 RECRUITER #1

 If you're not exaggerating, Gerry--

 LAMBEAU

 Was I exaggerating in nineteen eighty-

 four when I told you I'd win the Field's

 medal within two years?

More laughter.

 RECRUITER #1

 In that case the boy could run shipping

 for us, routing--

 RECRUITER #2

 You say he doesn't have a diploma, but

 we'll--

 RECRUITER #1

 I don't need to see a driver's license.

 I can think of three departments right

 now that he could head up for us.

 LAMBEAU

 At ease, gentlemen. We're looking

 carefully at all our options.

 RECRUITER #3

 All right, Gerry. Close to the vest.

 (gives him his card)

 Good luck with these vultures.

He walks off.

 CUT TO:

INT. TIMMY'S TAP -- DAY

Timmy's Tap is a local watering hole, not unlike the L Street Bar.

Sean is at the bar, telling a joke to TIMMY (45) the owner of the place, and several other REGULARS.

 SEAN

 So she goes runnin' up the aisle and I

 figure "fuck it" and I yell out "don't

 forget the coffee!

The men erupt in laughter.

MARTY, one of the regulars pipe up.

 MARTY

 Bullshit! You didn't say that!

Timmy and Sean exchange a look.

 TIMMY

 Jesus Christ, Marty. It's a joke.

Lambeau enters, a bit overdressed in his sport coat and tie.

 SEAN

 Gerry! Any trouble finding the place?

 LAMBEAU

 Not at all.

 SEAN

 Timmy this is Gerry, an old friend of

 mine. We went to college together.

 TIMMY

 Good to meet you.

 LAMBEAU

 Pleasure to meet you.

 SEAN

 Could we get a couple of sandwhiches?

 (beat, smiles)

 Put it on my tab.

Sean heads towards a table.

 TIMMY

 You ever plan on payin' your tab?

 SEAN

 (pulls out lottery ticket)

 I got the winning numbers right here.

 TIMMY

 What's the jackpot?

 SEAN

 Twelve million.

 TIMMY

 I don't think that'll cover it.

Lambeau follows [Sean]. They sit.

 LAMBEAU

 You're here quite a bit, then.

 SEAN

 I live right around the corner.

 LAMBEAU

 You moved?

 SEAN

 I been here a couple years.

There is an awkward moment.

 SEAN (cont'd)

 You wanted to talk about Will?

 LAMBEAU

 Seems like it's going well.

 SEAN

 I think so.

 LAMBEAU

 Well, have you talked to him at all

 about his future?

 SEAN

 We haven't really gotten into it.

 LAMBEAU

 Maybe you should. My phone's been

 ringing off the hook with job offers.

 SEAN

 Jobs doing what?

 LAMBEAU

 Cutting edge mathematics.

 Think tanks. The kind of place where

 a mind like Will's is given free reign.

 SEAN

 That's great, Gerry, that there's

 interest-- But I'm not sure he's ready

 for that.

 LAMBEAU

 Sean, I really don't think you

 understand--

 SEAN

 What don't I understand?

Timmy comes over with the sandwhiches.

 SEAN (cont'd)

 Thanks, Timmy.

 LAMBEAU

 Excuse me, Timmy. Could you help us?

 We're trying to settle a bet.

 TIMMY

 Uh-oh.

 LAMBEAU

 Have you heard of Jonas Salk?

 TIMMY

 Yeah, cured polio.

 LAMBEAU

 You've heard of Albert Einstein?

Timmy smiles. Gives him a look.

 LAMBEAU

 How about Gerald Lambeau? Ever heard

 of him?

 TIMMY

 No.

 LAMBEAU

 Okay thank you, Timmy.

 TIMMY

 So who won the bet?

 LAMBEAU

 I did.

A beat. Timmy leaves.

 LAMBEAU

 This isn't about me. I'm nothing

 compared to this young man.

 (beat)

 Sean, in 1905 there were hundreds of

 Professors who were renowned for their

 study of the universe. But it was a

 26-year-old Swiss Patent clerk,

 doing physics in his spare time, who

 changed the world, Sean. Can you

 imagine if Einstein had given that up?

 Or gotten drunk with his buddies in

 Vienna every night? All of us would

 have lost something. And I'm quite

 sure Timmy never would have heard of

 him.

 SEAN

 Isn't that a little dramatic, Gerry?

 LAMBEAU

 No, Sean. This boy has that gift. He

 just hasn't got the direction. We can

 give that to him.

A beat.

 SEAN

 He married his cousin.

 LAMBEAU

 Who?

 SEAN

 Einstein. Had two marriages, both

 train-wrecks. The guy never saw his

 kids, one of whom, I think, ended up

 in an asylum--

--possible Unabomber addition--

 LAMBEAU

 You see, Sean? That's exactly not the

 point. No one remembers that. They--

 SEAN

 I do.

 LAMBEAU

 Well, you're the only one.

Beat.

 LAMBEAU (cont'd)

 This boy can make contributions to the

 world. We can help him do that.

 SEAN

 Just...take it easy, Gerry.

 LAMBEAU

 Look, I don't know what else I can

 say. I'm not sitting at home every

 night, twisting my mustache and hatching

 a plan to ruin the boy's life. But

 it's important to start early. I was

 doing advanced mathematics at eighteen

 and it still took me twenty-three years

 to do something worthy of a Field's

 medal.

 SEAN

 Maybe he doesn't care about that.

A beat.

 LAMBEAU

 Sean, this is important. And it's

 above personal rivalry--

 SEAN

 Now wait a minute, Gerry--

 LAMBEAU

 --No, no you hear me out, Sean. This

 young man is a true prodigy--

 SEAN

 --Personal rivalry? I'm not getting

 back at you.

 LAMBEAU

 Look, you took one road and I took

 another. That's fine.

 SEAN

 Is it Gerry? 'Cause I don't think

 it's fine with you. Give him time to

 figure out what he wants.

 LAMBEAU

 That's a wonderful theory, Sean. It

 worked wonders for you.

A beat. Lambeau gets up.

 LAMBEAU (cont'd)

 Sean, I came here today out of courtesy.

 I wanted to keep you in the loop. As

 we speak the boy is in a meeting I set

 up for him over at Tri-tech.

 CUT TO:

INT. TRI-TECH LABORATORIES, OFFICE -- SAME

Three well dressed TRI-TECH EXECUTIVES sit around a conference

table, which is littered with promotional brochures. The

executives exchange a confused look. One of them speaks.

 EXECUTIVE

 (tentative)

 Well, Will, I'm not exactly sure what

 you mean, we've already offered you a

 position..

Cut to reveal: Chuckie sitting across from the executives,

hair combed down, wearing his Sunday best.

 CHUCKIE

 Since this is obviously not my first

 time in such altercations, let me say

 this:

Chuckie rubs the tips of his fingers together, indicating

"cash." The executives are baffled.

 CHUCKIE (cont'd)

 Look, we can do this the easy way or

 the hard way.

The executives are completely blank.

 CHUCKIE (cont'd)

 At the current time I am looking at a

 number of different fields from which

 to disseminate which offer is most

 pursuant aid to my benefit.

 (a beat)

 What do you want? What do I want?

 What does anybody want? Leniency.

 EXECUTIVE

 I'm not sure--

 CHUCKIE

 --These circumstances are mitigated.

 Right now. They're mitigated.

Chuckie puts his hands up,

as if getting a vibe from the room.

 EXECUTIVE

 Okay...

Chuckie points to the third executive.

 CHUCKIE

 He knows what I'm talking about.

The third executive is baffled.

 CHUCKIE (cont'd)

 A retainer. Nobody in this town works

 without a retainer. You think you can

 find someone who does, you have my

 blessin'. But I think we all know

 that person isn't going to represent

 you as well as I can.

 EXECUTIVE

 Will, our offer starts you at eighty-

 four thousand a year, plus benefits.

 CHUCKIE

 Retainer...

 EXECUTIVE

 You want us to give you cash right

 now?

 CHUCKIE

 Allegedly, what I am saying is your

 situation will be concurrently improved

 if I had two hundred sheets in my pocket

 right now.

The executives exchange looks and go for their wallets.

 EXECUTIVE

 I don't think I...Larry?

 EXECUTIVE

 I have about seventy-three...

 EXECUTIVE

 Will you take a check?

 CHUCKIE

 Come now...what do you think I am, a

 juvinile? You don't got any money on

 you right now. You think I'm gonna

 take a check?

 EXECUTIVE

 It's fine, John, I can cover the rest.

 CHUCKIE

 That's right, you know.

 (turns to #1)

 He knows.

Chuckie stands up and takes the money.

 CHUCKIE (cont'd)

 (to exec #1)

 You're suspect.

 I don't know what your reputation is,

 but after the shit you tried to pull

 today, you can bet I'll be looking

 into it. Any conversations you want

 to have with me heretofore, you can

 have with my attourney. Gentlemen,

 keep your ears to the grindstone.

 CUT TO:

EXT. AU BON PAIN COURTYARD, HARVARD SQUARE -- DAY

Will and Skylar sit in the open courtyard of this Harvard Square eatery. Skylar is working on another O-chem lab. Will sits across from her, slightly bored watching her work.

 WILL

 How's it goin'?

 SKYLAR

 Fine.

 WILL

 Want me to take a look?

 SKYLAR

 No.

 WILL

 C'mon, give me a peek and we'll go to

 the battin' cages.

 SKYLAR

 It's important that I learn this.

 WILL

 Why is it important to you? If I

 inherited all that money, the only

 thing important to me would be workin'

 on my swing.

 SKYLAR

 Clearly.

 WILL

 You're rich. What do you have to worry

 about?

 SKYLAR

 Rich? I have an inheritance. It's

 two handred and fifty thousand dollars.

 That's exactly what it'll cost me,

 minus about five hundred bucks, to go

 all the way through med school. This

 is what I'm doing with that money. I

 could have done anything I wanted. I

 could have expanded my wardrobe,

 substantially.

 WILL

 Instead you're going to bust your ass

 for five years so you can be broke?

 SKYLAR

 No, so I can be a doctor.

A beat. Will nods. She looks down, then up.

 SKYLAR

 All right, Mr. Nosey Parker. Let me

 ask you a question? Do you have a

 photographic memory?

 WILL

 I guess. I don't know. How do you

 remember your phone number?

 SKYLAR

 Have you ever studied Organic Chemistry?

 WILL

 Some, a little.

 SKYLAR

 Just for fun?

 WILL

 I guess so.

 SKYLAR

 Nobody does organic chemistry for "fun."

 It's unnecessary. Especially for someone

 like you.

 WILL

 Like me?

 SKYLAR

 Yeah. Someone like you who divides

 his time, fairly evenly, between the

 batting cages and bars.

Will laughs.

 SKYLAR (cont'd)

 How did you do that? I can't...I mean

 even the smartest people I know, and

 we do have a few at Harvard, have to

 study-- a lot. It's hard.

 (beat)

 Listen, Will, if you don't want to tell me--

 WILL

 Do you play the piano?

 SKYLAR

 Come one Will. I just want to know.

 WILL

 I'm trying to explain it to you. So

 you play the piano. When you look at

 the keys, you see music, you see Mozart.

 SKYLAR

 I see "Hot Cross Buns," but okay.

 WILL

 Well all right, Beethoven. He looked

 at a piano and saw music. The fuckin'

 guy was deaf when he composed the Ode

 to Joy. They had to turn him around

 to take a bow because he couldn't hear

 the crowd going crazy behind him.

 Stone deaf. He saw all of that

 music in his head.

 SKYLAR

 So, do you play the piano?

 WILL

 Not a lick. I look at a piano and I

 see black and white keys, three pedals

 and a box of wood. Beethoven, Mozart,

 they looked at it and it just made

 sense to them. They saw a piano and

 they could play. I couldn't paint you

 a picture, I probably can't hit the

 ball out of Fenway Park and I can't

 play the piano--

 SKYLAR

 --But you can do my O-chem lab in under

 an hour, you can--

 WILL

 --When it came to stuff like that I

 could always just play.

Skylar is awestruck with admiration for Will, the Robot-pimp. So much so that Skylar has to kiss him, then push him away.

 SKYLAR

 I can't believe it's taken me four

 years to meet you and I'm going to

 California in two months, Will.

 (beat)

 Have you ever been to California? I

 bet you'd like it.

Will freezes. A beat.

 SKYLAR (cont'd)

 Maybe not.

 CUT TO:

INT. CHUCKIE'S APARTMENT -- DAY

Chuckie sits on his couch, watching cartoons in his boxers and a tee-shirt, eating cereal. The doorbell rings. He sits.

 CHUCKIE

 Get it, ma!

She doesn't. He gets up. Opens door. It's Skylar.

 CHUCKIE (cont'd)

 (surprised)

 Hey.

 SKYLAR

 Hi.

 CHUCKIE

 How you doin'?

 SKYLAR

 Good.

An awkward beat.

 CHUCKIE

 How'd you know where to find me?

 SKYLAR

 (smiles)

 You were the only Sullivan in the phone

 book.

Chuckie smiles.

 SKYLAR (cont'd)

 Will and I dropped you off here,

 remember?

 CHUCKIE

 Oh, right.

 SKYLAR

 This is your house, right?

Chuckie nods and is about to respond when he is interrupted by a nagging shriek from his mom.

 CHUCKIE'S MOM (O.S.)

 Get in here, Chuckie!

 CHUCKIE

 (calling back)

 Pipe down, Ma!

 SKYLAR

 I guess so.

 CHUCKIE

 What? No. This is my mother's house.

 I don't live with my mother. I just

 stop by, help out. I'm good like that.

 SKYLAR

 Is this a bad time?

 CHUCKIE

 She'll live.

 (beat)

 If she starts yelling again I might

 have to run in real quick and beat her

 with the stick again but...

 SKYLAR

 Okay.

 CHUCKIE

 Let's take a walk.

EXT. CHUCKIE'S STREET -- DAY

Chuckie, still in his boxers walks with Skylar who is talking.

 SKYLAR

 See, now this doesn't feel right.

 (beat)

 When I made the decision to come over

 here it felt right. I had all these

 rationalizations... I just don't

 understand why Will never tells me

 anything, he won't let me get close to

 him, he tells me these weird lies--

 CHUCKIE

 You caught that, huh?

 SKYLAR

 I just wanted to find out what was

 going on...But now that I'm here it

 seems strange, doesn't it?

 CHUCKIE

 Well, I don't have no trousers on...

She laughs. A beat.

 CHUCKIE (cont'd)

 I know why you're here. Will don't

 talk much.

 SKYLAR

 I don't care what his family's like or

 if he doesn't have any brothers, but

 he doesn't have to lie to me.

 CHUCKIE

 I really don't know what to say. Look,

 I lie to women all the time. That's

 just my way.

 (beat)

 Last week Morgan brought these girls

 down from Roslindale. I told them I

 was a cosmonaut. They believed me.

 But Will's not usually like that--

 MAN ON PORCH

 Put some clothes on, Sullivan!

 CHUCKIE

 Take it easy father!

She laughs.

 CHUCKIE (cont'd)

 All I can say is; I known Will a long

 time-- And I seen him with every girl

 he's ever been with. But I've never

 seen him like this before, ever with

 anyone, like how he is with you.

 SKYLAR

 Is that true?

 CHUCKIE

 Yeah, it is.

 CUT TO:

INT. LAMBEAU'S OFFICE -- DAY

Tom and Will are sitting waiting for Lambeau.

 TOM

 !!! !

 WILL

 !!! !

Lambeau enters going over a thick proof Will has completed.

 LAMBEAU

 This is correct. I see you used

 Mclullen here--

 WILL

 I don't know what it's called.

 LAMBEAU

 --This can't be right.

 (examining proof)

 This is going to be very embarrassing.

 Have you ever considered--

 WILL

 I'm pretty sure it's right.

Will gets up to leave.

 WILL

 (turning back)

 Can I ask you a favor, can we do this

 at Sean's from now on? 'Cause I leave

 work to come here and the fuckin'

 commute is killin' me--

 LAMBEAU

 That's fine, but did you ever think--

 WILL

 It's right.

 (a beat, heading out)

 Take it home with you.

 LAMBEAU

 Will, what happened at the Tri-tech

 meeting?

 WILL

 I couldn't go 'cause I had a date. So

 I sent my cheif negotiator.

 LAMBEAU

 Will, on your own time, you can do

 what you like. When I set up a meeting,

 with my associates, and you don't show

 up it reflects poorly on me.

 WILL

 Then don't set up any more meetings.

 LAMBEAU

 I'll cancel every meeting right now.

 I'll give you a job myself. I just

 wanted you to see what was out there.

 WILL

 --Maybe I don't want to spend my life

 sittin' around and explaining shit to

 people.

 LAMBEAU

 The least you can do is show me a little

 appreciation.

 WILL

 (indicates proof)

 --You know how fuckin' easy this is to

 me? This is a joke!

 (crumples proof)

 And I'm sorry you can't do this. I

 really am. 'Cause if you could I

 wouldn't be forced to watch you fumble

 around and fuck it up.

 LAMBEAU

 Sure, then you'd have more time to sit

 around and get drunk. Think of how

 many fights you could have been in by

 now.

Will turns around reveling that he's lit the PROOF ON FIRE.

Will drops it on the floor. Lambeau drops to his knees and

puts it out. He looks up at Will.

 LAMBEAU (cont'd)

 You're right, Will. I can't do that

 proof and you can. And when it comes

 to this there are only twenty people

 in the world that can tell the

 difference between you and me. But

 I'm one of them.

 WILL

 Well, I'm sorry.

 LAMBEAU

 So am I.

 (beat)

 Yes. That's right, Will. Most days I

 wish I never met you. Because then I

 could sleep at night. I wouldn't have

 to walk around with the knowledge that

 someone like you was out there. And I

 wouldn't have to watch you throw it

 all away.

Lambeau gathers his composure and calmly walks over to the wrinkled proof. He picks it up, smooths it out. (My guess is this is a mistake since Lambeau is already at the burned proof at this time)

 CUT TO:

INT. SKYLAR'S ROOM -- NIGHT

Will and Skylar lie in bed. Skylar watches Will sleep. She

gets up and goes to the fridge. Returning to the bed:

 SKYLAR

 Will? Are you awake?

 WILL

 No.

 SKYLAR

 Come with me to California.

 WILL

 What?

 SKYLAR

 I want you to come with me.

 WILL

 How do you know that?

 SKYLAR

 I know. I just do.

 WILL

 Yeah, but how do you know?

 SKYLAR

 I don't know. I just feel it.

 WILL

 And you're sure about that?

 SKYLAR

 Yeah, I'm sure.

 WILL

 'Cause that's a serious thing you're

 sayin'. I mean, we might be in

 California next week and you could

 find out somethin' about me that you

 don't like. And you might feel like

 "hey this is a big mistake."

 (getting upset)

 But you can't take it back, 'cause you

 know it's real serious and you can't

 take somethin' like that back. Now

 I'm in California, 'cause you asked me

 to come. But you don't really want me

 there. And I'm stuck in California

 with someone who really doesn't want

 me there and just wishes they had a

 take-back.

 SKYLAR

 "Take-back?" What is that? I don't

 want a take-back. I want you to come

 to California with me.

 WILL

 I can't go out to California.

 SKYLAR

 Why not?

 WILL

 One, because I have a job here and two

 because I live here--

 SKYLAR

 (beat)

 Look, Will if you're not in love with

 me, you can say that.

 WILL

 I'm not sayin' I'm not in love with

 you.

 SKYLAR

 Then what are you afraid of?

 WILL

 What do you mean "What am I afraid

 of?"

 SKYLAR

 Why won't you come with me? What are

 you so scared of?

 WILL

 What am I scared of?

 SKYLAR

 Well, what aren't you scared of? You

 live in your safe little world where

 nobody challenges you and you're scared

 shitless to do anything else--

 WILL

 --Don't tell me about my world. You're

 the one that's afraid. You just want

 to have your little fling with the guy

 from the other side of town and marry--

 SKYLAR

 Is that what you think--

 WILL

 --some prick from Stanford that your

 parents will approve of. Then you'll

 sit around with the rest of the upper

 crust kids and talk about how you went

 slummin' too.

 SKYLAR

 I inherited that money when I was

 thirteen, when my father died.

 WILL

 At least you have a mother.

 SKYLAR

 Fuck you! You think I want this?

 That money's a burden to me. Every

 day I wake up and I wish I could give

 that back. I'd give everything I have

 back to spend one more day with my

 father. But that's life. And I deal

 with it. So don't put that shit on

 me. You're the one that's afraid.

 WILL

 What the fuck am I afraid of?!

 SKYLAR

 You're afraid of me. You're afraid

 that I won't love you back. And guess

 what? I'm afraid too. But at least I

 have the balls to it give it a shot. At

 least I'm honest with you.

 WILL

 I'm not honest?

 SKYLAR

 What about your twelve brothers?

 WILL

 Oh, is that what this is about? You

 want to hear that I don't really have

 any brothers? That I'm a fuckin'

 orphan? Is that what you want to hear?

 SKYLAR

 Yes, Will. I didn't even know that?

 WILL

 No, you don't want to hear that.

 SKYLAR

 Yes, I do, Will.

 WILL

 You don't want to hear that I got

 cigarettes put out on me when I was a

 little kid. That this isn't surgery

Will lifts his shirt, revealing a six inch SCAR on his torso.

 WILL (cont'd)

 You don't want to hear that. Don't

 tell me you want to hear that shit!!

 SKYLAR

 Yes I do. Did you ever think that

 maybe I could help you? That maybe

 that's the point, that we're a team?

 WILL

 What, you want to come in here and

 save me? Is that what you want to do?

 Do I have a sign that says "save me"

 on my back?

 SKYLAR

 I don't want to "save" you. I just

 want to be with you. I love you. I

 love you!

Will, full of self-loathing, raises his hand to strike her.

 WILL

 Don't bullshit me! Don't fuckin'

 bullshit me!

 SKYLAR

 (standing up to him)

 You know what I want to hear? I want

 to hear that you don't love me. If

 you tell me that, then I'll leave you

 alone. I won't ask any questions and

 I won't be in your life.

A beat. Will looks Skylar dead in the eye. Lowers his hand.

 WILL

 I don't love you.

He walks out.

 CUT TO:

EXT. SKYLAR'S DORM -- NIGHT

Will leaves pulling on his clothes.

 CUT TO:

INT. NATIONAL SECURITY AGENCY, OFFICE -- DAY

Will sits across from two N.S.A. AGENTS, OLIVER DYTRESS and ROBERT TAVANO. These guys ar smug, clean cut, gung-ho and looking sharp in twin navy blue suits.

 WILL

 So why do you think I should work for

 the National Security Agency?

 DYTRESS

 Well, you'd be working on the cutting

 edge. You'd be exposed to the kind of

 technology you couldn't see anywhere

 else because we've classified it.

 Super string theory, Chaos Math,

 Advanced algorithms--

 WILL

 Codebreaking.

 DYTRESS

 That's one aspect of what we do.

 WILL

 Come on, that's what you do. You handle

 more than eighty percent of the

 intelligence workload. You're seven

 times the size of the C.I.A.

 DYTRESS

 That's exactly right, Will. So the

 question as I see it isn't "why should

 you work for N.S.A." it's "why

 shouldn't you?"

 WILL

 Why shouldn't I work for the National

 Security Agency? That's a tough one.

Will bites his tongue, trying to make this work.

 CUT TO:

INT. CHUCKIE'S HOUSE -- DAY

Chuckie, Billy, and Will sit in the Sullivan kitchen. Billy

cracks open a beer and Chuckie reads the sports page. Both boys are smoking. Will drinks a beer, distractedly. We hear the faint music track and soft moans of a PORNO MOVIE emanating from a back room. After a beat, Chuckie looks up.

 CHUCKIE

 Morgan, if you're watchin' pornos in

 my mom's room again I'm gonna give you

 a fuckin' beatin'!

After a beat,

Morgan comes out of the back room, red-faced.

 MORGAN

 (innocently)

 What's up guys?

 CHUCKIE

 Why don't you beat off at your house?

 MORGAN

 I don't have a VCR at my house.

Will pays no attention to this exchange

 CUT TO:

EXT. SOUTH BOSTON PAY PHONE -- DAY

Will is on pay phone talking to Skylar.

 WILL

 I just wanted to call before you left.

 (beat)

 I'm takin' all these job interviews.

 So I won't just be a construction

 worker.

INT. SKYLAR'S DORM -- DAY

 SKYLAR

 I never cared about that.

An awkward beat.

 WILL

 Yeah.

 SKYLAR

 I love you, Will.

 (pause)

 No take-backs.

Will says nothing.

 SKYLAR (cont'd)

 Will?

A beat.

 WILL

 Take care.

 SKYLAR

 Goodbye.

Will hangs up. Hold on him for an agonizing beat.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Lambeau is scribbling away at work. Tom is taking notes.

Will is tapping his fingers, waiting for him to finish.

 LAMBEAU

 I can...I'm almost there.

 CUT TO:

INT. LOGAN AIRPORT TERMINAL -- SAME

Skylar stands at the gate, carry-ons in hand. Her flight is

boarding. She looks for Will over the crowd.

 CUT TO:

INT. SEAN'S OFFICE -- SAME

Will picks up a FRAME from Sean's desk. It is CARLTON FISK'S BASEBALL CARD. Will has to smile. Lambeau looks up.

 LAMBEAU

 What are you smiling at?

 WILL

 It's a Carlton Fisk baseball card.

Will can see that Lambeau wants more.

 WILL (cont'd)

 Pudge Fisk. You follow baseball?

 LAMBEAU

 No.

 CUT TO:

INT. LOGAN AIRPORT TERMINAL -- SAME

The final boarding call is announced and the last passenger

boards. After a beat, Skylar turns and gets on the plane.

 CUT BACK TO:

INT. SEAN'S OFFICE -- SAME

Will, holding the card, reflects for a beat and puts it down.

 WILL

 Oh, well, it's just somethin' Sean

 told me. It's a long story.

A beat.

 WILL (cont'd)

 You all set?

 LAMBEAU

 I've got the first part. The rest I

 can do at home.

Will gets up.

 LAMBEAU (cont'd)

 Will, the N.S.A. has been calling me

 just about every hour. They're very

 excited about how the meeting went.

Lambeau is excited. Will clearly is not.

 WILL

 Yeah.

 CUT TO:

INT. SEAN'S OFFICE -- NIGHT

Will sits across from Sean.

 SEAN

 So you might be working for Uncle Sam.

 WILL

 I don't know.

 SEAN

 Gerry says the meeting went well.

 WILL

 I guess.

 SEAN

 What did you think?

 WILL

 What did I think?

A beat. Will has obviously been stewing on this.

 WILL (cont'd)

 Say I'm working at N.S.A. Somebody

 puts a code on my desk, something nobody

 else can break. So I take a shot at

 it and maybe I break it. And I'm real

 happy with myself, 'cause I did my job

 well. But maybe that code was the

 location of some rebel army in North

 Africa or the Middle East. Once they

 have that location, they bomb the

 village where the rebels were hiding

 and fifteen hundred people I never had

 a problem with get killed.

 (rapid fire)

 Now the politicians are sayin' "send

 in the Marines to secure the area"

 'cause they don't give a shit. It

 won't be their kid over there, gettin'

 shot. Just like it wasn't them when

 their number got called, 'cause they

 were pullin' a tour in the National

 Guard. It'll be some guy from Southie

 takin' shrapnel in the ass. And he

 comes home to find that the plant he

 used to work at got exported to the

 country he just got back from.

 And the guy who put the shrapnel in

 his ass got his old job, 'cause he'll

 work for fifteen cents a day and no

 bathroom breaks.

 Meanwhile my buddy from Southie realizes

 the only reason he was over there was

 so we could install a government that

 would sell us oil at a good price.

 And of course the oil companies used

 the skirmish to scare up oil prices so

 they could turn a quick buck. A cute,

 little ancillary benefit for them but

 it ain't helping my buddy at two-fifty

 a gallon. And naturally they're takin'

 their sweet time bringin' the oil back

 and maybe even took the liberty of

 hiring an alcoholic skipper who likes

 to drink seven and sevens and play

 slalom with the icebergs and it ain't

 too long 'til he hits one, spills the

 oil, and kills all the sea-life in the

 North Atlantic. So my buddy's out of

 work and he can't afford to drive so

 he's got to walk to the job interviews

 which sucks 'cause the shrapnel in his

 ass is givin' him chronic hemorrhoids.

 And meanwhile he's starvin' 'cause every

 time he tries to get a bite to eat the

 only blue-plate special they're servin'

 is North Atlantic scrod with Quaker State.

A beat.

 WILL (cont'd)

 So what'd I think? I'm holdin' out

 for somethin' better. I figure I'll

 eliminate the middle man. Why not

 just shoot my buddy, take his job and

 give it to his sworn enemy, hike up

 gas prices, bomb a village, club a

 baby seal, hit the hash pipe and join

 the National Guard? Christ, I could

 be elected President.

 SEAN

 Do you think you're alone?

 WILL

 What?

 SEAN

 Do you have a soul-mate?

 WILL

 Define that.

 SEAN

 Someone who challenges you in every

 way. Who takes you places, opens things

 up for you. A soul-mate.

 WILL

 Yeah.

Sean waits.

 WILL (cont'd)

 Shakespeare, Neitzche, Frost, O'Connor,

 Chaucer, Pope, Kant--

 SEAN

 They're all dead.

 WILL

 Not to me, they're not.

 SEAN

 But you can't give back to them, Will.

 WILL

 Not without a heater and some serious

 smelling salts, no...

 SEAN

 That's what I'm saying, Will. You'll

 never have that kind of relationship

 in a world where you're afraid to take

 the first step because all you're seeing

 are the negative things that might

 happen ten miles down the road.

 WILL

 Oh, what? You're going to take the

 professor's side on this?

 SEAN

 Don't give me you line of shit.

 WILL

 I didn't want the job.

 SEAN

 It's not about that job. I'm not saying

 you should work for the government.

 But, you could do anything you want.

 And there are people who work their

 whole lives layin' brick so their kids

 have a chance at the kind of opportunity

 you have. What do you want to do?

 WILL

 I didn't ask for this.

 SEAN

 Nobody gets what they ask for, Will.

 That's a cop-out.

 WILL

 Why is it a cop-out? I don't see

 anythin' wrong with layin' brick, that's

 somebody's home I'm buildin'. Or fixin'

 somebody's car, somebody's gonna get

 to work the next day 'cause of me.

 There's honor in that.

 SEAN

 You're right, Will. Any man who takes

 a forty minute train ride so those

 college kids can come in in the morning

 and their floors will be clean and

 their trash cans will be empty is an

 honorable man.

A beat. Will says nothing.

 SEAN (cont'd)

 And when they get drunk and puke in

 the sink, they don't have to see it

 the next morning because of you. That's

 real work, Will. And there is honor

 in that. Which I'm sure is why you

 took the job.

A beat.

 SEAN (cont'd)

 I just want to know why you decided to

 sneak around at night, writing on

 chalkboards and lying about it.

 (beat)

 'Cause there's no honor in that.

Will is silent.

 SEAN (cont'd)

 Something you want to say?

Sean gets up, goes to the door and opens it.

 SEAN (cont'd)

 Why don't you come back when you have

 an answer for me.

 WILL

 What?

 SEAN

 If you won't answer my questions, you're

 wasting my time.

 WILL

 What?

Will loses it, slams the door shut.

 WILL (cont'd)

 Fuck you!

Sean has finally gotten to Will.

 WILL (cont'd)

 Who the fuck are you to lecture me

 about life? You fuckin' burnout!

 Where's your "soul-mate?!"

Sean lets this play out. Possible "shepard" change.

 WILL (cont'd)

 Dead! She dies and you just cash in

 your chips. That's a fuckin' cop-out!

 SEAN

 I been there. I played my hand.

 WILL

 That's right. And you fuckin' lost!

 And some people would have the sack to

 lose a big hand like that and still

 come back and ante up again!

 SEAN

 Look at me. What do you want to do?

A beat. Will looks up.

 SEAN (cont'd)

 You and your bullshit. You got an

 answer for everybody. But I asked you

 a straight question and you can't give

 me a straight answer. Because you

 don't know.

Sean goes to the door and opens it. Will walks out.

 CUT TO:

INT. MAGGIORE BUILDER'S CONSTRUCTION SITE -- DAY

Will and Chuckie take crowbars to a wall. This is what they

do for a living. As they routinely hammer away, Will becomes more involved in his battle with the wall. Plaster and lathing fly as Will vents his rage. Chuckie, noticing, stops working and takes a step back, watching Will. Will is oblivious.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Lambeau and Tom are in his office. Will is nowhere to be seen.

Lambeau is on the phone.

 LAMBEAU

 What I mean, Sean, is that I'm sitting

 in your office and the boy isn't here.

 (beat)

 Well, it's ten past three.

 (beat)

 An hour and ten minutes late.

 (beat)

 Well, if he doesn't show up and I have

 to file a report saying he wasn't here

 and he goes back to jail, i won't be

 on my conscience, Sean.

 (beat)

 Fine.

He hangs up. Tom picks up a FORM up off the desk.

 TOM

 What should I do?

 LAMBEAU

 The boy was here. He came in, sat

 down and we worked together.

A blank look.

 LAMBEAU (cont'd)

 He came in, sat down, and we worked

 together.

 TOM

 Okay.

Tom understands, begins filling out the form.

 CUT TO:

EXT. HANRAHAN'S PACKAGE STORE -- LATER

Will walks out carrying a brown bag. He is filthy, having

just knocked off work.

 CUT TO:

EXT. MAGGIORE BUILDER'S CONSTRUCTION SITE -- PARKING LOT

Chuckie is sitting on the hood of his Cadillac, watching Will

across the street. Chuckie is covered in grime as well. Will

starts walking towards Chuckie. As he draws closer, he heaves a can of Budweiser a good thirsty yards, to Chuckie who handles it routinely.

Will takes a seat next to Chuckie and they crack open their

beers. Other workers file out of the site. They drink.

 CHUCKIE

 How's the woman?

 WILL

 Gone.

 CHUCKIE

 What?

 WILL

 She went to Medical school in

 California.

 CHUCKIE

 Sorry, brother.

 (beat)

 I don't know what to tell ya. You

 know all the girls I been with. You

 been with 'em too, except for Cheryl

 McGovern which was a big mistake on

 your part brother...

 WILL

 Oh I'm sure, that's why only one of us

 has herpes.

 CHUCKIE

 Some shows are worth the price of

 admission, partner.

This gets a small laugh from Will.

 CHUCKIE (cont'd)

 My fuckin' back is killin' me.

A passing SHEET METAL WORKER overhears this.

 SHEET METAL WORKER

 That's why you should'a gone to college.

 WILL

 Fuck you.

 CHUCKIE

 Suck my crank. Fuckin' sheet metal

 pussy.

 (beat)

 So, when are you done with those

 meetin's?

 WILL

 Week after I'm twenty-one.

 CHUCKIE

 Are they hookin' you up with a job?

 WILL

 Yeah, sit in a room and do long division

 for the next fifty years.

 CHUCKIE

 Yah, but it's better than this shit.

 At least you'd make some nice bank.

 WILL

 Yeah, be a fuckin' lab rat.

 CHUCKIE

 It's a way outta here.

 WILL

 What do I want a way outta here for?

 I want to live here the rest of my

 life. I want to be your next door

 neighbor. I want to take out kids to

 little league together up Foley Field.

 CHUCKIE

 Look, you're my best friend, so don't

 take this the wrong way, but in 20

 years, if you're livin' next door to

 me, comin' over watchin' the fuckin'

 Patriots' games and still workin'

 construction, I'll fuckin' kill you.

 And that's not a threat, that's a fact.

 I'll fuckin' kill you.

 WILL

 Chuckie, what are you talkin'...

 CHUCKIE

 Listen, you got somethin' that none of

 us have.

 WILL

 Why is it always this? I owe it to

 myself? What if I don't want to?

 CHUCKIE

 Fuck you. You owe it to me. Tomorrow

 I'm gonna wake up and I'll be fifty

 and I'll still be doin' this. And

 that's all right 'cause I'm gonna make

 a run at it.

 But you, you're sittin' on a winning

 lottery ticket and you're too much of

 a pussy to cash it in. And that's

 bullshit 'cause I'd do anything to

 have what you got! And so would any

 of these guys. It'd be a fuckin' insult

 to us if you're still here in twenty

 years.

 WILL

 You don't know that.

 CHUCKIE

 Let me tell you what I do know. Every

 day I come by to pick you up, and we

 go out drinkin' or whatever and we

 have a few laughs. But you know what

 the best part of my day is? The ten

 seconds before I knock on the door

 'cause I let myself think I might get

 there, and you'd be gone. I'd knock

 on the door and you wouldn't be there.

 You just left.

A beat.

 CHUCKIE (cont'd)

 Now, I don't know much. But I know that.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Lambeau stands across from Sean, seething.

 LAMBEAU

 This is a disaster! I brought you in

 here to help me with this boy, not to

 run him out--

 SEAN

 Now wait a minute--

 LAMBEAU

 --And confuse him--

 SEAN

 --Gerry--

 LAMBEAU

 --And here I am for the second week

 in a row with my professional

 reputation at stake--

 SEAN

 Hold on!

 LAMBEAU

 --Ready to falsify documents because

 you've given him license to walk away

 from this.

 SEAN

 I know what I'm doing and I know why

 I'm here!

 LAMBEAU

 Look Sean, I don't care if you have a

 rapport with the boy-- I don't care

 if you have a few laughs-- even at my

 expense! But don't you dare undermine

 what I'm trying to do here.

 SEAN

 "Undermine?"

 LAMBEAU

 He has a gift and with that gift comes

 responsibility. And you don't

 understand that he's at a fragile point--

 SEAN

 He is at a fragile point. He's got

 problems--

 LAMBEAU

 What problems does he have, Sean,

 that he is better off as a janitor or

 in jail or hanging around with--

 SEAN

 Why do you think he does that, Gerry?

 LAMBEAU

 He can handle the work, he can handle

 the pressure and he's obviously handled

 you.

 SEAN

 Why is he hiding? Why is he a janitor?

 Why doesn't he trust anybody? Because

 the first thing that happened to him

 was that he was abandoned by the people

 who were supposed to love him the most!

 LAMBEAU

 Oh, come on, Sean--

 SEAN

 --And why does he hang out with his

 friends? Because any one of those

 kids would come in here and take a bat

 to your head if he asked them to.

 It's called loyalty!

 LAMBEAU

 Oh, that's nice--

 SEAN

 --And who do you think he's handling?

 He pushes people away before they have

 a chance to leave him. And for 20

 years he's been alone because of that.

 And if you try to push him into this,

 it's going to be the same thing all

 over again. And I'm not going to let

 that happen to him!

 LAMBEAU

 Now don't do that. Don't you do that!

 Don't infect him with the idea that

 it's okay to quit. That it's okay to

 be a failure, because it's not okay!

 If you're angry at me for being

 successful, for being what you could

 have been--

 SEAN

 --I'm not angry at you--

 LAMBEAU

 --Yes you are, Sean. You resent me.

 And I'm not going to apologize for any

 success that I've had.

 SEAN

 --I don't have any anger at you--

 LAMBEAU

 Yes you do. You're angry at me for

 doing what you could have done. Ask

 yourself if you want Will to feel that

 way for the rest of his life, to feel

 like a failure.

 SEAN

 That's it. That's why I don't come to

 the goddamn reunions! Becaue I can't

 stand the look in your eye when you

 see me! You think I'm a failure! I

 know who I am. I'm proud of who I am.

 And all of you, you think I'm some

 kind of pity case!

 You with your sycophant students

 following you around. And you Goddamn

 Medal!

 LAMBEAU

 --Is that what this is about, Sean?

 The Field's Medal? Do you want me to

 go home and get it for you? Then will

 you let the boy--

 SEAN

 --I don't want your trophy and I don't

 give a shit about it! 'Cause I knew

 you when!! You and Jack and Tom

 Sanders. I knew you when you were

 homesick and pimply-faced and didn't

 know what side of the bed to piss on!

 LAMBEAU

 That's right! You were smarter than

 us then and you're smarter than us

 now! So don't blame me for how your

 life turned out. It's not my fault.

 SEAN

 I don't blame you! It's not about

 that! It's about the boy! 'Cause

 he's a good kid! And I won't see this

 happen to him-- I won't see you make

 him feel like a failure too!

 LAMBEAU

 He won't be a failure!

 SEAN

 If you push him into something, if you

 ride him--

 LAMBEAU

 You're wrong, Sean. I'm where I am

 today because I was pushed. And because

 I learned to push myself!

 SEAN

 He's not you!

A beat. Lambeau turns, something catches his eye. Sean turns to look, IT'S WILL. He is standing in the doorway.

 WILL

 I can come back.

 LAMBEAU

 No, that's fine, Will. I was just

 leaving.

There is an awkward moment as Lambeau gets his coat and leaves.

 WILL

 Well, I'm here.

 (beat)

 So, is that my problem? I'm afraid of

 being abandoned? That was easy.

 SEAN

 Look, a lot of that stuff goes back a

 long way. And it's between me and him

 and it has nothing to do with you.

 WILL

 Do you want to talk about it?

Sean smiles. A beat. Will sees a FILE on Sean's desk.

 WILL (cont'd)

 What's that?

 SEAN

 Oh, this is your file. I have to send

 it back to the Judge with my evaluation.

 WILL

 You're not going to fail me are you?

Sean smiles.

 WILL (cont'd)

 So what's it say?

 SEAN

 You want to read it?

 WILL

 No.

 (beat)

 Have you had any experience with that?

 SEAN

 Twenty years of counselling you see a

 lot of--

 WILL

 --No, have you had any experience with

 that?

 SEAN

 Yes.

 WILL

 (smiles)

 It sure ain't good.

INT. WILL'S CHILDHOOD APARTMENT -- FLASHBACK

From a child's P.O.V. we see a man, partially obscured by a

doorframe. The man turns toward the P.O.V.

 CUT BACK TO:

INT. SEAN'S OFFICE -- DAY

 SEAN

 (after a pause)

 My dad used to make us walk down to

 the park and collect the sticks he was

 going to beat us with. Actually the

 worst of the beatings were between me

 and my brother. We would practice on

 each other trying to find sticks that

 would break.

 WILL

 He used to just put a belt, a stick

 and a wrench on the kitchen table and

 say "choose."

INT. WILL'S CHILDHOOD APARTMENT -- FLASHBACK

A large, calloused hand sets down a wrench next to a stick.

 CUT BACK TO:

INT. SEAN'S OFFICE -- DAY

 SEAN

 Gotta go with the belt there...

 WILL

 I used to go with the wrench.

 SEAN

 The wrench, why?

 WILL

 Cause fuck him, that's why.

A long quiet moment.

 WILL (cont'd)

 Is that why me and Skylar broke up?

 SEAN

 I didn't know you had. Do you want to

 talk about that?

 (beat)

 I don't know a lot, Will. But let me

 tell you one thing. All this history,

 this shit...

 (indicates file)

 Look here, son.

Will, who had been looking away, loos at Sean.

 SEAN (cont'd)

 This is not your fault.

 WILL

 (nonchalant)

 Oh, I know.

 SEAN

 It's not your fault.

 WILL

 (smiles)

 I know.

 SEAN

 It's not your fault.

 WILL

 I know.

 SEAN

 It's not your fault.

 WILL

 (dead serious)

 I know.

 SEAN

 It's not your fault.

 WILL

 Don't fuck with me.

 SEAN

 (comes around desk,

 sits in front of Will)

 It's not your fault.

 WILL

 (tears start)

 I know.

 SEAN

 It's not...

 WILL

 (crying hard)

 I know, I know...

Sean takes Will in his arms and holds him like a child. Will

sobs like a baby. After a moment, he wraps his arms around Sean and holds him, even tighter. We pull back from this image. Two lonely souls being father and son together.

INT. RED LINE CAR -- DUSK

Will rides the Red Line, above ground. He looks out over the landscape. Small back yards, laundry hangs from wire lines. Chainlink fences, overgrown with weeds.

EXT. SOUTH BOSTON PARK -- DAY

Will walking through South Boston. He cuts through a park. A senior citizen is spearing trach for the city.

INT. WILL'S APARTMENT -- NIGHT

Will at home. Not reading. Looks up at the ceiling.

EXT. TRI-TECH LABORATORIES -- DAY

Will walks up to a nondescript building, he walks through the glass doors, into the lobby.

 CUT TO:

INT. TRI-TECH LABORATORIES, RECEPTION -- CONTINUOUS

Will walks into the lobby. A SECURITY GUARD looks up.

 SECURITY GUARD

 Can I help you?

 WILL

 Yeah, my name is Will Hunting. I'm

 here about a position.

 SECURITY GUARD

 One moment.

The guard reaches for the phone.

DISSOLVE TO BLACK.

FADE UP to the sound of laughter.

INT. L STREET BAR & GRILLE -- DAY

Chuckie is again regaling Will and the guys at their table.

 CHUCKIE

 Oh my God, I got the most fucked up

 thing I been meanin' to tell you.

 MORGAN

 Save it for your mother, funny guy.

 We heard it before.

 CHUCKIE

 Oh, Morgan.

They both get up, in one another's face. This is a play fight. "You gonna start?" "You gonna pay my hospital bills?"

 WILL

 Sorry to miss this.

INT. L STREET -- SAME

Will comes back from the bathroom.

 WILL

 (to Chuckie)

 You and Morgan throw?

 CHUCKIE

 No, I had to talk him down.

 WILL

 Why didn't you yoke him?

 CHUCKIE

 Little Morgan's got a lot a scrap,

 dude. I'd rather fight a big kid,

 they never fight, everyone's scared of

 'em. You know how many people try to

 whip Morgan's ass every week? Fuckin'

 kid won't back down.

 MORGAN

 (from across the table)

 What'd you say about me?

 CHUCKIE

 Shut the fuck up.

Billy walks in the door and give Chuckie a look. Chuckie

turns to Will.

 CHUCKIE

 (To Will)

 Hey, asshole. Happy Birthday.

 MORGAN

 You thought we forgot, didn't you? I

 know I'm gettin' my licks in.

Laughter as the boys converge on Will. He goes willingly out

the door.

EXT. L STREET -- CONTINUOUS

As they come out the door, rather tha beating Will mercilessly, they stop. Morgan goes into his own, personal rendition of "Danny Boy." No one joins in.

 CHUCKIE

 Shut up, Morgan.

 (to Will)

 Here's your present.

Chuckie indicates an old CHEVY NOVA, parked illegally in front of the bar.

 WILL

 You're kiddin' me.

 CHUCKIE

 Yeah, I figured now that you got your

 big job over in Cambridge, you needed

 some way to get over there and I knew

 I wasn't gonna drive you every day...

Laughter.

 CHUCKIE (cont'd)

 Morgan wanted to get you a "T" pass.

 MORGAN

 No I didn't...

Will approaches the car to take a closer look.

 CHUCKIE

 But you're twenty-one now, so--

 BILLY

 --Yeah, now that you can drink legally,

 we thought the best thing to get you

 was a car.

More laughter. Will inspects the Nova.

 WILL

 You're kiddin' me.

 (a beat)

 This is the ugliest fuckin' car I ever

 seen in my life.

Laughter, a beat.

 WILL (cont'd)

 (serious)

 How the fuck did you guys do this?

 CHUCKIE

 Me and Bill scraped together the parts,

 worked on it. Morgan was out

 panhandlin' every day.

 MORGAN

 Fuck you, I did the body work. Whose

 fuckin' router you think sanded out

 all that bondo?

 CHUCKIE

 Guy's been up my ass for two years

 about a fuckin' job. I had to let him

 help with the car.

 WILL

 So, you finally got a job Morgan?

 MORGAN

 Had one, now I'm fucked again.

 WILL

 (to Chuckie)

 So what do you got, a fuckin' Hyundai

 engine under there? Can I make it

 back to my house?

 CHUCKIE

 Fuck you. I re-built the engine myself.

 That thing could make it to Hawaii if

 you wanted it to.

Chuckie gives Will a look.

 CHUCKIE (cont'd)

 Happy 21, Will.

 CUT TO:

INT. SEAN'S OFFICE -- DAY

Will sits across from Sean.

 SEAN

 Which one did you take, Will?

 WILL

 Over at Tri-tech. One of the jobs

 Professor Lambeau set me up with. I

 haven't told him yet, but I talked to

 my new boss over there and he seemed

 like a nice guy.

 SEAN

 That's what you want?

 WILL

 Yeah, I think so.

 SEAN

 Good for you. Congratulations.

 WILL

 Thanks you.

 (a beat)

 So, that's it? We're done?

 SEAN

 We're done. You did your time. You're

 a free man.

A beat.

 WILL

 I just want you to know, Sean...

 SEAN

 You're Welcome, Will.

 WILL

 I'll keep in touch.

 SEAN

 I'm gonna travel a little bit, so I

 don't know where I'll be.

Will smiles.

 SEAN (cont'd)

 I just... figured it's time I put my

 money back on the table, see what kind

 of cards I get.

Will smiles. Sean hands him a piece of paper.

 SEAN (cont'd)

 I'll be checking in with my machine at

 the college. If you ever need anything,

 just call.

Sean smiles.

 SEAN (cont'd)

 Do what's in your heart, son. You'll

 be fine.

 WILL

 Thanks you, Sean.

They embrace.

 SEAN

 No. Thank you.

 WILL

 (re: embrace)

 Does this violate the patient/doctor

 relationship?

 SEAN

 Only if you grab my ass.

They laugh.

 WILL

 See ya.

 SEAN

 Good luck.

Both men smile.

 CUT TO:

INT. HALLWAY OUTSIDE SEAN'S OFFICE - MOMENTS LATER

Will comes out of Sean's office and sees Lambeau walking up.

 LAMBEAU

 (surprised)

 Will.

 WILL

 Hey, how you doin'?

 LAMBEAU

 You know, you're no longer required to

 come here.

 WILL

 I was just sayin' goodbye to Sean.

 LAMBEAU

 (a beat)

 Sam called me. From Tri-tech. He

 says you start working for them next

 week.

Will nods.

 LAMBEAU (cont'd)

 Well, that's, I think that's terrific.

 Congratulations.

 WILL

 Thank you.

 LAMBEAU

 I just want you to know...It's been a

 pleasure.

 WILL

 Bullshit.

They laugh.

 LAMBEAU

 This job... Do it if it's what you

 really want.

 WILL

 I appreciate that.

A moment. Will starts to go, Lambeau watches him for a beat, Will turns back around.

 WILL (cont'd)

 Hey, Gerry.

 LAMBEAU

 Yes.

 WILL

 Listen, I'll be nearby so, if you need

 some help, or you get stuck again,

 don't be afraid to give me a call.

 LAMBEAU

 (has to smile)

 Thank you, Will. I'll do that.

Will smiles, turns and walks away.

INT. SEAN'S OFFICE -- DAY

Sean is packing his office. Lambeau opens the door.

 LAMBEAU

 Hello, Sean.

 SEAN

 Come in.

 LAMBEAU

 Sean...

 SEAN

 (a beat)

 Me too.

A moment.

 LAMBEAU

 So I hear you're taking some time.

 SEAN

 Yeah. Summer vacation. Thought I'd

 travel some. Maybe write a little

 bit.

 LAMBEAU

 Where're you going?

 SEAN

 I don't know. India maybe.

 LAMBEAU

 Why there?

 SEAN

 Never been.

Lambeau nods.

 LAMBEAU

 Do you know when you'll be back?

 SEAN

 (picks up a flyer from

 his desk)

 I got this mailer the other day. Class

 of Sixty-five is having this event in

 six months.

 LAMBEAU

 I got one of those too.

 SEAN

 You should come. I'll buy you a drink.

Lambeau smiles.

 LAMBEAU

 Sean...

A beat.

 LAMBEAU (cont'd)

 The drinks at those things are free.

Sean smiles.

 SEAN

 Hell, I know that.

Both men laugh.

 LAMBEAU

 How about one now?

 SEAN

 Sounds good.

They start to walk out.

 SEAN (cont'd)

 It's on you though, until eight o'clock

 tonight when I win my money.

Sean pulls out his lottery ticket. They start out down the

hall.

 CUT TO:

INT. HALLWAY -- CONTINUOUS

On their backs as they walk down the hall.

 LAMBEAU

 Sean, do you have any idea what the

 odds are against winning the lottery?

 SEAN

 I don't know... Gotta be at least four

 to one.

 LAMBEAU

 About thirty million to one.

 SEAN

 You're pretty quick with those numbers.

 How about the odds of me buying the

 first round?

 LAMBEAU

 About thirty million to one.

 CUT TO:

EXT. BANK OF THE CHARLES RIVER -- AFTERNOON

Will sits alone, thinking. We hold on him for an extended

beat until he gets up and walks away.

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EXT. SEAN'S APARTMENT -- EARLY EVENING

Begin final sequence.

A wide, establishing shot of Sean's apartment complex as the sun is setting. The lights are on in one unit. A tighter

shot reveals Sean, in his apartment, packing his belongings in cardboard boxes.

EXT. SEAN'S APARTMENT, STREET -- SAME

The camera cranes down from Sean's window and onto the street, where we pan to reveal Will, sitting in his car and looking up at Sean as he packs his things. Will's car is packed full of clothes and books.

EXT. SOUTH BOSTON STREET -- SAME

Chuckie and the boys drive down the street in the Cadillac.

Morgan and Billy ride in the back, leaving the shotgun seat

open for Will.

EXT. SEAN'S APARTMENT -- SAME

Will holds an envelope which he slips in Sean's mailbox. He puts the flag up and smiles as he looks up at Sean in his apartment who is still unaware that Will is there.

EXT. WILL'S APARTMENT -- SAME

Chuckie pulls up in front of Will's house. He honks the horn,

waits a beat, then gets out and heads toward the house.

EXT. SEAN'S APARTMENT -- SAME

Will drives away from Sean's house. Sean hears the car pull

out and looks out the window. Sean sees Will's car pulling

 away. Curious, he investigates.

EXT. WILL'S APARTMENT -- SAME

Chuckie walks up Will's front steps.

EXT. SEAN'S APARTMENT -- SAME

Sean walks out to the sidewalk and looks around. Seeing the mailbox flag has been raised, he walks over to it.

EXT. WILL'S APARTMENT -- SAME

Chuckie knocks on Will's front door. There is no answer. He waits a beat, looks in the window. An incredulous smile slowly starts to form.

EXT. SEAN'S APARTMENT -- SAME

Sean opens the card Will left for him. It reads:

 WILL

 (in writing)

 Sean-- If the Professor calls about

 that job, just tell him, "Sorry, I had

 to go see about a girl."

EXT. WILL'S APARTMENT -- SAME

Chuckie walks back towards his car unable to contain the broad smile. He knows Will is gone. He shrugs in explanation to the guys. Morgan takes Will's seat as they pull away from the curb.

EXT. SEAN'S APARTMENT -- SAME

We pan up from the letter to Sean. A broad smile comes over him. This is a look we haven't seen. Sean is truly happy.

EXT. MASSACHUSETTS TURNPIKE -- SUNSET

Will is on the road, driving away. As we pull back and credits roll, the car disappears into the horizon.

THE END