

A HIT TOO FAR

Written by

Paul Thomas Condon

While cranking out a string of popular hits during the 1960s, Composer Burt Bacharach tackles the hardest project of his musical career - the making of the 1968 Broadway production of *Promises, Promises*.

Containing the following songs from the Bacharach-David catalog,  
each comprising of approximately 3 minutes of film:

Make It Easy on Yourself  
Don't Make Me Over  
Wishin' and Hopin'  
Walk on By  
You'll Think of Someone  
Upstairs  
Whoever You Are  
Trains and Boats and Planes  
Turkey Lurkey Time  
Knowing When To Leave  
I'll Never Fall in Love Again  
Gotta Get a Girl  
Be True To Yourself  
Blue on Blue  
I Just Don't Know What to Do with Myself  
The Look of Love  
This Guy's in Love With You  
Anyone Who Had a Heart  
To Wait For Love and  
Promises, Promises

121 Meadow Road  
Syracuse, New York 13219  
(315) 415-6511  
paulcondon1957@yahoo.com

EXT. GEORGE WASHINGTON BRIDGE, ENTERING MANHATTAN - MORNING

A youthful 22-year-old Black woman named Dionne is seen passing through a toll booth at the George Washington Bridge, heading into Manhattan. As she drives along the lower level, reaching midway across the bridge, a new release by fellow singer Jerry Butler comes on the radio. Turning up the volume while trying to stay in her lane, she soon realizes that Butler's new song *Make It Easy on Yourself* is the same one Dionne demoed for her employers, Burt Bacharach and Hal David, only months ago.

Hoping to be the first to release this sure hit on her upcoming debut album, she becomes irate, suddenly swerving out of her lane to the angry blasts of honking New Yorkers now drowning out this song broadcasting from her dashboard.

DIONNE  
Con job! Those two conned me.

I/E. BRILL BUILDING, NEAR TIMES SQUARE - MOMENTS LATER

Now, scrapping her original travel plans, a determined Dionne heads Downtown to the Brill Building to confront her bosses. She soon arrives at Broadway and 49th Street, finds a parking space for her '56 Buick near Times Square, walks five blocks up a crowded Broadway, and quickly darts into the fabled 11-story building.

Getting off the elevator on the 7th floor, Dionne walks through a labyrinth of hallways, stopping at an open door to a small room, complete with an upright piano, a writing desk, and a slew of marked-up music scores.

DIONNE  
Where's Hal?

BURT  
He's sharpening pencils down the hall.

DIONNE  
They better be plenty sharp because I'm going to have a battle with you two. How could you give *Make It Easy on Yourself* to Jerry without telling me? I had to find out the hard way, on the radio.

BURT  
Hal's in charge of contracts, we should wait. He should be right back. Have a seat, Dionne.

Burt starts to fumble with a melody on the piano, while Dionne sits, pensive as a tigress. Minutes pass until Hal appears at the door, finding someone seated in his writing chair.

HAL

Dionne! Funny finding you here.  
What's up?

BURT

She's very upset. I'd be careful  
with your words.

HAL

Upset...?

Dionne remains seated behind Hal's desk, arms tightly folded, head bent down.

BURT

I told you giving that song to  
Jerry Butler would cause a stir.  
She just heard it on her car radio  
while driving over here.

DIONNE

All the way from East Orange, no  
less!

HAL

Now, Dionne, Jerry is much older  
than you. He has a mature, manly  
voice. A certain luster. Surely you  
can appreciate...

DIONNE

Appreciate? The demo we laid down  
was excellent, and you both know  
it. You said it yourselves.

Burt continues to stare at the score spread across the front of the piano, slightly hunched.

I was certain after we called it a  
wrap that you guys would let me  
include that song in my upcoming  
album. For all I've done for you!  
Debut LPs are so important, you  
guys know that.

HAL

We'll make it up to you somehow.

Now pointing her finger directly at Hal.

DIONNE

Don't con me, man. Don't make me over again, or you'll regret it. I'll go back to the conservatory in Connecticut. You'll be left with my sister, Dee Dee, and I don't need to remind you two how tough she is to work with.

HAL

We'll lend you as many songs as we can for your album, give you an exclusive advanced single, hire you for more demo sessions, and, uh, um, run promotional material for your upcoming debut.

DIONNE

Promises.

HAL

Promises!

DIONNE

We'll see about that...!  
Accept me for what I am, guys.  
Accept me for the things that I do!  
I'll keep my end of the bargain,  
you know that. And I mean bargain!

Burt finally turns to Dionne and flashes his boyish smile.

HAL

Trust us. You're young! You can have a long career with us. We need you. No one, and I mean no one, compares to what you bring to a studio session. Please stay. Don't go back to Connecticut. Stay.

Dionne slowly rises from Hal's desk, adjusts her skirt, swings her pocketbook across her shoulder, nods, and leaves.

INT. HAL'S HOUSE, MASPETH, QUEENS - EVENING

Hal, now home in Maspeth, Queens, is seated at his dining room table, looking over the notes he wrote after Burt's and his encounter with Dionne that morning. Circling certain phrases she used, he begins to compose lyrics for a new song, especially for her.

## INT. BELL SOUND STUDIOS, MANHATTAN - AFTERNOON

Two months later, a sound engineer is unlocking the door to the recording booth at Bell Sound Studios in Manhattan. Looking out over a darkened control board through soundproof glass, Dionne is seen reading over newly written sheet music presented to her by Hal. Burt is seated at the piano with his back to the glass.

Dionne looks over at Hal, then back to the music, placing both hands over her mouth, completely overcome. Before working on her new song *Don't Make Me Over*, musicians and sound technicians soon arrive in the studio to lay down a track for *Wishin' and Hopin'*.

## INT. DIONNE'S FAMILY HOUSE, EAST ORANGE, NJ - MORNING

A few months later, Dionne is lying in bed with a pillow over her head, upstairs in her family's home in East Orange, NJ. She soon reaches across the bed covers and turns on the radio. Eventually rising, Dionne goes into the bathroom across the hall. Soon, while brushing her teeth, she hears her promotional single *Don't Make Me Over* come on the radio. Dropping her toothbrush, Dionne rushes back into her bedroom, turns up the volume, and sinks back into bed.

Taking in every measure of her song, carefully listening to every phrase, a broad smile soon sweeps over her face. At its conclusion, the WABC disc jockey declares:

DISC JOCKEY  
How about that? Young Dionne  
Warwick with her first single *Don't  
Make Me Over...*

Suddenly realizing that her last name is either misspelled or mispronounced, she throws her pillow across the room, shouting.

DIONNE  
HAL!

## INT. DEMPSEY'S RESTAURANT, MANHATTAN - DAY

Burt and Hal are seated in a booth having lunch at Dempsey's Restaurant in early 1967. A tall, well-dressed man named David Merrick suddenly greets the writing duo and slides in next to Hal.

DAVID  
Thanks for meeting me here, guys.  
Have you ordered yet?

BURT

Yeah. It's a pleasure to meet you,  
Mr. Merrick.

HAL

Same. Congrats on Hello Dolly! Nice  
run. What's it been? Three years?

DAVID

Something like that. A few dames  
ago, anyway.

Looking around for a waiter.

I'm looking for a composer and  
lyricist for a new show I'm putting  
together.

A waiter soon arrives.

Ah...I'll have the blue plate and a  
cup of coffee, black. Thank you.  
Neil Simon is already writing the  
book, and he suggested I reach out  
to you two.

BURT

David, let's be clear, Hal and I  
don't know anything about composing  
a Broadway musical. Hal, we've  
discussed this, you wanna...

HAL

Sure. Once upon a time, musicals,  
as you know, were individual  
popular songs thrown together with  
a few full-stage feature dance  
numbers. But today, that's all  
gone. It's all about storybook  
shows these days. I wrote  
individual song lyrics on any  
number of ideas and circumstances,  
not a string of them based on a  
single story.

DAVID

Yes, I agree, but you two also  
wrote amazing Academy Award-  
nominated theme songs, summarizing  
entire feature-length movies! The  
song Alfie alone still brings tears  
to my eyes. My God, that's a great  
song.

BURT  
Thanks, David. I see where you're going.

DAVID  
And, The Look of Love, now that's what I'm shooting for! Dusty Springfield! Wow, what a powerhouse recording.

HAL  
(enticed)  
Ok, David, we're flattered, make your pitch.

The waiter arrives with Burt and Hal's orders. David's blue plate special and coffee aren't far behind.

DAVID  
It's an unnamed musical for the stage based on Billy Wilder's 1960 Academy Award-winning picture, The Apartment.

BURT  
Wait a minute! I gotta follow in the shoes of Adolph Deutsch? Oh, great!

DAVID  
Come on, Burt. Your music is just as outstanding. Besides, Deutsch didn't write the theme to The Apartment; Charles Williams did nearly 20 years ago. In England, no less!

BURT  
I feel better, but I don't know...

DAVID  
What's not to like: a young, bewildered woman in love with a married man, a wannabe cub employee itching for promotion, an apartment he rents out for hanky-panky. Office girls, office executives, a Christmas party...!  
Oh, sorry, guys. I'm Jewish too, you know.

Turning up the volume of his pitch.

It's a breakout idea, you have to admit. Modern, upbeat, entirely Nineteen Sixties.

HAL  
I like it!

Looking across the table at Burt.

Hey David, can you get me Wilder's script and Simon's book. And, oh, the film, I need the film.

DAVID  
No problem. So, do we have a deal?

HAL  
Burt? I say yes.

BURT  
When do you plan on debuting this musical? I'll need extra time since I'll be composing the score in Los Angeles to be with Angie and our daughter, Nikki. I'm flying back out there tomorrow morning.

DAVID  
December '68. But let's see how it goes, fellas. This could really advance your careers. I admire your songs very much!

HAL  
I'm sold.

BURT  
Me too! I already have some ideas up here.

Tapping the side of his temple.

DAVID  
We're agreed, then.

Raising his coffee cup in acknowledgement.  
My lawyers will be in touch. I'll get those materials to you, Hal, along with the film. Burt, do you want them too?

BURT  
Yeah, that would be great...  
(smiling)

David stands, throws a fifty-dollar bill on the table, shakes hands with his new writing duo, and escorts them out of Dempsey's Restaurant.

INT. BURT'S HOME, HOLLYWOOD, CALIFORNIA - AFTERNOON

Burt is back in Los Angeles, standing behind a Yellow Taxi cab outside his Hollywood home, waiting for the cabbie to remove his luggage from the trunk. With both bags now in hand, Burt strides up the front steps as his wife Angie greets him at the door.

ANGIE  
Welcome home, honey.

Two Portuguese Water Dogs soon arrive to playfully greet Burt.

How was the flight? More importantly, how was your meeting with Merrick? Here, let me take a bag.

Burt passes through the foyer, into the living room.

BURT  
He was great, very gracious. Not the monster I expected! Cool guy, very persuasive.

ANGIE  
I'll bet he was! Did you explain the situation here?

BURT  
Yeah. Not a problem, Angie. I don't think he cares, as long as the score comes together with Hal. It'll work. Hal can read me the lyrics over the phone or send them to me by mail, and I'll, you know, get to work.

ANGIE  
Thank God! I can't imagine you gone so long, leaving me here alone with Nikki...  
Burt, go into the piano room, she's playing on the floor. I put everything up, so Nikki can't disturb your stuff.

Burt turns to head out of the room to see Nikki.  
Hold on!

Now pausing, biting her lower lip.

Honey, I need to prepare you. Nikki is regressing exactly as the doctors predicted.

BURT

Such as...

Angie sits down, sighing.

ANGIE

Such as, I don't know, moving erratically, ah, emitting strange sounds, exhibiting tic-like outbursts. All are symptomatic of early Asperger's.

BURT

But Nikki's only two.

ANGIE

All the same, it's happening. Go on in, she'll be so happy to see you!

Burt enters his piano room, finding Nikki darting swiftly in different directions. He approaches her, gently seizing Nikki by the shoulders, gives her a deep hug, and slowly pulls her down with him to the plush white rug on the floor. Burt then proceeds to prop himself up on one elbow as Nikki and he lie beside each other. They share a quiet moment as they have done so many times before. Burt begins to sing softly. A strange tranquility comes over the two.

Suddenly discontented, Nikki springs from the floor and begins exhibiting the same bizarre behavior that Angie braced Burt for only moments ago.

INT. SHUBERT THEATER GENERAL OFFICES, MANHATTAN - MORNING

It's mid-September 1968, two months before the Boston premiere of Producer David Merrick's new musical.

Today is a New York read-through of Neil Simon's recently completed script. Leads Jerry Orbach, 33, and Jill O'Hara, 20, are standing around a large conference table inside the Shubert Theater's general offices, together with Director Robert Moore; Stage Director and Choreographer Michael Bennet; and members of the remaining cast having lines. Jerry and Jill soon engage each other prior to this read-through.

JERRY

Hi Jill, Jerry Orbach.

They shake hands.

It's great to finally meet you! I saw you in George M in May. I gotta tell yeah, your rendition of the song Billie was an absolute powerhouse performance. David Merrick certainly knew who to call for this show.

JILL

Thanks, Mr. Orbach. Tell that to my mother!

JERRY

Please...it's Jerry, and what does your mother have to do with it?

Looking at her feet, suddenly subdued.

JILL

Everything! She's a well-known theatrical teacher with a studio in the Village. Edith O'Hara is her name. Look her up! She thinks I'm moving way too fast for my own good. My back-to-back leads in Hair and George M have got her all in knots. Now, another lead in this show! I'm sorry, I, I shouldn't be going on like this...

JERRY

Oh, that's ok.

Looking down at her tiny frame.

Anyways, it's probably due to your age. This is a tough business, you know. You're so young. Not that I agree with your mother!

Shaking his forefinger back and forth.

What are you, like 24?

JILL

I'm 20, like my character Fran.

JERRY

Well, I'm into my thirties, honey. Ten years in the business, and I'm just getting my first lead. You should consider yourself...

MICHAEL  
Ok, everyone. People. People!  
Please take your seats.

JERRY  
...fortunate!

Now heading to the table and pulling out a chair for Jill.  
We should sit together. Here, allow  
me.

JILL  
Oh, thank you, Jerry!

MICHAEL  
We'll be striking the musical  
portions of the script today. Ok,  
here we go. Page 4.  
ACT ONE Scene 1, OPENING SCENE 1 -  
ADDING MACHINE, CHUCK BAXTER at his  
desk working at adding machine. He  
looks up and spots audience. CHUCK

Reading from his script, Jerry speaks in character.

JERRY  
The main problem with working as a  
hundred and twelve dollar a week  
accountant in a 72-story insurance  
company...

INT. NEIL SIMON'S WRITING STUDIO, UPTOWN MANHATTAN - MORNING

Burt is back in New York, leaving wife Angie and daughter Nikki behind in Los Angeles. Finding a more suitable practice space in Neil Simon's writing studio, he meticulously finetunes his score on a Steinway B piano furnished by the production. Hal and Neil are in the room making their own alterations to their respective texts.

Burt, distracted by the solitude inside the room, suddenly breaks into an instrumental version of the song *Promises, Promises*, soon to become the signature title song of David Merrick's show. Hal and Neil continue their work, oblivious of the composition's rhythmic genius.

INT. A&R RECORDING, 7TH AVENUE AND 52ND STREET, MIDTOWN  
MANHATTAN - MORNING

Dionne enters A&R Recording, located in the former Columbia Records building on 7th Avenue and 52nd Street, in Midtown Manhattan. Inside, she joins Burt and Hal to learn the title song for *Promises, Promises*.

HAL

Dionne! Come in. Can I help you  
with your things?

Dionne hands her purse, a small bag, and a Thermos to Hal before taking off her jacket.

DIONNE

I'll keep the Thermos, Hal. Oh, hi  
Burt!

BURT

Dionne. How are you?

DIONNE

I'm good. We meet again!

BURT

Yes. Thanks for doing this. I know  
you're super busy...

DIONNE

That's what friends are for!  
(smiling)

BURT

Yeah.

Dionne comes over to the piano, sets down her Thermos, and grabs a music stand.

Here's a copy of *Promises, Promises*, which will be the title song for a David Merrick musical that Hal, myself, and Neil Simon recently completed. Hal, you wanna set the scene?

HAL

This song takes place near the end of the show. The main character, Chuck, has had it with his boss's continued demands for the use of his apartment...

DIONNE  
I saw the movie, so I'm aware of  
the story, Hal.

HAL  
Great. Then, let me bring you up to speed. In Neil's script, like in the movie, Chuck has absolutely had it with his boss using his apartment to bed Chuck's love interest, Fran Kubelik. His boss now dangles over his head the promotion Chuck received, along with the private office, the executive washroom, and the executive dining room, trapping him in an untenable situation. So, what does Chuck do? He tells his boss to shove it and walks out of Consolidated Life a free man. My lyrics to the song you're about to learn bring Chuck's liberation to the forefront, story-wise.

Burt and Hal share a private laugh. Hal again addresses Dionne.

Like my line at the end of the song reads, Oh, Promises, Promises, my kind of promises can lead to joy and hope and love. Yes, love!

DIONNE  
Got yeah. It looks great! Thank you, Hal, for setting the scene.  
Are you ready, Burt?

BURT  
Yeah...

Dionne proceeds to drape the latest handwritten score across her music stand. She now turns to Hal.

DIONNE  
Can you give us an hour alone?

BURT  
Or, two, at least...!

HAL  
Oh. Sure thing.

Hal grabs his blazer, leaves the studio, and walks down 52nd Street to get some breakfast.

BURT

Ok. I think the way we need to go about this.

DIONNE

Wait, I gotta get my glasses.

Dionne walks over to the table and opens her purse. She now returns to her score.

Sorry, the notes are so squiggly!

BURT

I know. Sorry.

DIONNE

This is a sight read, Burt.

Looking over her glasses.

Give me a minute to hum the first page to myself.

Studying the score more closely.

Woe, this is brisk. Con fuoco!

BURT

Excuse me?

DIONNE

You have the marking 'With Fire' at the top of the page. Con fuoco.  
With Fire!

BURT

Right.

(blandly)

DIONNE

(frustrated)

It's Italian, Burt. Didn't they teach you anything at McGill? I came close to graduating from the Hartt Conservatory, remember?

BURT

Why, Dionne, you've changed!

DIONNE

You bet your ass, I have! Eleven hit albums can change a person.

BURT  
 (smiling)  
 So can millions of dollars!

DIONNE  
 That too!  
 (grinning back)  
 Ok, on to the score... So, this  
 goes from three-four to two-four to  
 four-four on the very first line.  
 Anything else I should know?

Removing her diamond horn-rimmed glasses.

BURT  
 Not really.  
 (grinning)

DIONNE  
 Ok, then. Do you think you could  
 sing it through a couple of times,  
 while playing? You've probably done  
 it a hundred times, right?

BURT  
 Right... Ok, here goes!

Dionne moves closer to Burt's piano, then stops him.

DIONNE  
 Wait, allow me to come over there  
 and sit next to you on the bench,  
 so I can hear you more clearly.  
 Just like in the old days!

Burt pats the space next to him on the bench.  
 Thanks. I learn better from you  
 this way.

Gently sitting down.

BURT  
 Here goes!

Burt plays this complex piece several times, while singing along, as requested by his star singer. Dionne eventually leaves the bench and returns to her music stand.

A photo montage of this study session now appears on screen. Burt at the piano, cueing the syncopation with his lanky frame, and Dionne, repeatedly marking up the score with a pencil drawn from her trademark beehive doo.

TRANSITION

## INT. 7TH ANNUAL GRAMMY AWARDS, BEVERLY HILTON HOTEL, LOS ANGELES, CALIFORNIA - EVENING

## DIONNE

The date is April 13, 1965. The nominees at the 7th Annual Grammy Awards held at the Beverly Hilton in Los Angeles for Best Rhythm and Blues Recording, among others in this strong field, are Sam Cooke for his song *Good Times*, The Supremes for the incomparable *Baby Love*, Nancy Wilson for *How Glad I am*, and me for *Walk on By*. It's my very first Grammy nomination!

## ANNOUNCER

And the Grammy goes to... Nancy Wilson for *How Glad I Am*.

Applause.

## INT. 10TH ANNUAL GRAMMY AWARDS, SHRINE AUDITORIUM, LOS ANGELES, CALIFORNIA - EVENING

## DIONNE

Three lengthy years later, at the 10th Annual Grammy Awards inside the opulent, Moorish Revival-style Shrine Auditorium in Los Angeles, I was happy at last to be nominated in a category that best suits my genre, Best Contemporary Female Solo Vocal Performance! I've finally made it. No longer stuck in the R&B crowd, my fellow nominees are, among others, Petula Clark for *Don't Sleep on the Subway*, Bobby Gentry for the haunting *Ode to Billy Joe*, me for *I Say a Little Prayer*, and upcoming and fellow Black performing artist, Aretha Franklin, for her rendition of *A Natural Woman*.

## ANNOUNCER

And the Grammy goes to... Bobby Gentry for *Ode to Billy Joe*.

Applause.

DIONNE

Ugh! I really wanted this one. I Say a Little Prayer is such a great, great song. What a shame. When he wrote the lyrics for it a few years back, Hal had a young woman in mind who prays fervently throughout each verse for the safety of her boyfriend, serving in Vietnam.

I'll get my Grammy, alright. You can bet on it! It's only a matter of time, and the right kinda song, in the right kind of style...

TRANSITION

INT. A&R RECORDING, 7TH AVENUE AND 52ND STREET, MIDTOWN  
MANHATTAN - LATER

BURT

I think we've got it, Dionne. With an hour to spare!

Dionne smiles, nodding in agreement, while taking a sip from her Thermos cup.

DIONNE

Thanks, Burt.

BURT

Is Phil out there?  
(yelling)

Phil?

PHIL

I'm back here! Hold on...

Sound Engineer Phil Ramone steps out of a storage room and enters the studio.

What do you need, Burt?

BURT

Can you mic up Dionne?

PHIL

Sure. You want to roll some tape?

BURT

Not now. Maybe later this week. I want to surprise Hal!

DIONNE

Burt!

(dismissively)

BURT

Come on, you've got this thing! You  
know you do!

DIONNE

Well, alright...

BURT

And one more request-

Dionne now stares at the studio floor.

DIONNE

Shoot.

BURT

Do you think you can give the song  
a little more Shirley Bassey?

DIONNE

Another contralto.

BURT

What?

DIONNE

Shirley's a contralto, like me! So,  
I'll give you a little more,  
Dionne, thank you very much!

(miffed)

Tell you what, Burt, I'll give you  
everything I've got if you put a  
little more John Barry into your  
piano playing!

BURT

Well, alright!

(laughing)

An hour passes, during which time they complete three more run-throughs of this piece. Burt is pleased with Dionne's more robust approach to this song. Neil appears at the studio door moments later.

Have a seat, Hal... You're not  
going to believe this!  
(admiringly)

Burt begins the piano introduction to *Promises, Promises*. Dionne flawlessly executes this complicated piece, taking a few vocal liberties of her own. With the song now over, Hal stands up and wildly begins to cheer, beaming at Dionne.

HAL  
 Wow! Simply amazing.  
 (overcome)  
 Ok, when do we start laying down  
 track?

Heading to the sound booth.

EXT. OUTSIDE AN APARTMENT BUILDING ON WEST 13TH STREET,  
 GREENWICH VILLAGE - AFTERNOON

Shortly after rehearsals begin in Manhattan, Jill agrees to meet her mother during a rare early-afternoon break. Its purpose: to scout out a possible property for a repertory theater and acting studio that Edith O'Hara wants to open, on her own, in Greenwich Village. Today's tour finds them at 50 West 13th Street. It's raining lightly as Jill approaches the address, only to find her mother already waiting for her in front of the three-story, 250-year-old building.

EDITH  
 The caretaker is supposed to meet  
 us here at 2 o'clock.

Looking at her watch.

He must be running late. I'm  
 excited to look at this building,  
 it's very historic, you know!

JILL  
 Mom, most everything in Manhattan  
 is historic! Have you been here  
 long?

EDITH  
 No, I got here about ten minutes  
 ago. Without an umbrella, I might  
 add.

JILL  
 Me too!

Jill and Edith leave the street level and walk down four narrow concrete steps to the front door. It begins raining harder.

Great! Mom, I'd better not catch a cold!

EDITH

Sorry, Jill. Let's give him a few more minutes. Remember what I always taught you and your sister: the more you worry about catching a cold, the more likely you are to get one!

JILL

I remember, Mom...  
(sarcastically)

Rain begins to stream down their heads and drip off their noses.

EDITH

By the way, Jill, how's your new show going?

JILL

Oh, it's going well...

Suddenly reminded of her mother's fierce opposition to the trajectory of Jill's professional career.

We had a company read-through earlier this week. Neil did a great job on the script.

EDITH

Simon?

JILL

Excuse me?

EDITH

Neil Simon?

JILL

Yes, Mom, Neil Simon!

(sighing)

This show is gonna be big. It's a David Merrick production! Anyway, I met Jerry Orbach.

EDITH

Oh! Did I tell you I saw him last year in The Fantasticks? He was wonderful! So handsome!

Jill rolls her eyes.

JILL

He's already married, Mom!

The caretaker now opens the door from the inside of the building, letting them into the lobby.

EDITH

Hi! I'm Edith O'Hara, this is my daughter Jill... And you are?

CARETAKER

Victor, the building supervisor. I'm sorry, you're here to look at the basement?

EDITH

Yes, the theater suite.

They all walk carefully down a steep set of wooden stairs.  
How is the music?

JILL

Well, ah, I haven't seen much of it yet! We're blocking a scene tonight that includes a duet between Jerry and me. I'm sure we'll be skipping the song tonight and do it tomorrow, since I haven't even learned it! I can't wait to sing a song in the show by myself, mid-stage, single spotlight!

EDITH

You'll get your song, Jill. Your musical writing team is top-drawer.

JILL

It certainly is, Mom. Jerry's big number will soon be hitting the airwaves. It's terrific!

Edith rolls her eyes.

EDITH

Jill, I don't believe I'll ever hear it on the airwaves. I only listen to FM, remember? What's it called?

JILL

Promises, Promises. It's been recorded by well-known singing artist Dionne Warwick. The piece is very complex. In fact, Jerry said he gasped for air the first time he heard it.

The song *Walk On By* is heard playing through the half-opened door of a janitor's closet in the basement.

EDITH  
What's he like?

JILL  
Who, Burt?

EDITH  
No, Jerry! Jerry Orbach.

JILL  
Oh, him! He's...ah, nice, and very impressed with my singing voice, if I still have one after today!  
(flustered)  
Still, I don't know, somehow I feel intimidated by him.

EDITH  
For heaven's sake, why?

CARETAKER  
Are you ladies ready to tour the theater?

Victor unlocks the door.

EDITH  
Thank you, Victor.

JILL  
Well, he's twelve years older than I am, for starters! A head taller, to be sure. And, like he explained to me, he struggled for twelve long years before finally landing his first Broadway show, and, ah...

Turning away from her mother and walking down the aisle to the apron of the stage, Jill turns around to face the seats.

Like he said, here I am starring in my third Broadway show in one year, at twenty, no less!

EDITH  
Well, he's right in pointing that out! We've discussed this many, many times, Jill!

JILL  
Listen to me, Mom.

EDITH

No! You listen to me! I've tried every way I know to explain it to you, but still, you won't listen! I even mentioned it to Blanche Stone the other day in the check-out line over at Shop-Rite. She studied with Strasberg, you know.

JILL

Jerry studied with Strasberg!

EDITH

Exactly! Anyways, Blanche reminded me that Broadway actors and actresses need to perform the standards like State Fair, Carousel, and Kiss Me, Kate, first, then gradually move their way up to more challenging parts, like Oklahoma, South Pacific, and Show Boat! She insightfully said that opera singers follow the same progression! Handel before Verdi, Jill! Your young voice simply isn't ready for power-packed singing roles.

JILL

Mom, I simply won't listen to this any longer!

Racing up the aisle to the theater door. I'm out! I must be back at the Shubert! The humongous, acoustically pleasing, elegant, and prestigious Shubert!

Edith and Victor are left standing in a drab, damp basement theater. A place that will, one day, become a cockpit full of aspiring actors.

INT. OUTSIDE JERRY'S APARTMENT, MULBERRY STREET, LOWER MANHATTAN - EVENING

Soon after receiving their musical scores, Jerry and Jill are amazed at the complexity of many of the show's solo numbers. Swiftly shifting time signatures, rapid syncopation, brisk tempos, and atonal progressions are just a few of the perilous demands imposed on the two lead actors.

Jerry, perplexed by the lack of breath marks in his song *Promises, Promises*, wonders whether the piece is even singable.

In order to ease his concern, Burt lends Jerry a demo tape of the song *Promises, Promises*, that was recently recorded by Dionne. After listening to the recording for the first time, Jerry realizes the song's potential as a show-stopper for his character, CC Baxter, as well as for him as a performer.

From the sidewalk on the corner of Mulberry and Grand, in Lower Manhattan, the camera focuses in on Jerry's second-floor walkup apartment. There, through a floor-length window, Jerry is seen confidently dancing soft-shoe to the music of his big number, *Promises, Promises*, while his son, Anthony, looks on.

INT. SHUBERT THEATER STAGE, MANHATTAN - THE NEXT DAY

Jill (FRAN) and Jerry (CHUCK), and an actress playing the NURSE are positioned on stage exactly as blocked the night before. A line prompter and the rehearsal pianist are also present below, in the orchestra pit. Jill and Jerry fully rehearsed their duet at the end of Act 1, Scene 3, earlier that morning and are ready to sing *You'll Think of Someone* on stage for the first time. With scripts still in hand, they are, at this point, midway through the scene. Additional actors, having already delivered their lines and exited the stage, now sit along the front row seats of the Shubert Theater in case they are called back for yet another run-through.

Fran enters Consolidated Life doctor's office.

JILL  
Excuse me, is the Doctor in?

Chuck stands to greet Fran.

JERRY  
Oh, Miss Kubelik, hello.

JILL  
Oh, hello, er -

JERRY  
Frank... er, Chuck. Chuck Baxter.

MICHAEL  
Hold up! I know how we blocked this scene last night, but could you two shift your chairs more to center stage?

(MORE)

MICHAEL (CONT'D)  
Still stage right, but a little  
more towards the center. I'm  
thinking, Jerry, that since you're  
addressing the audience a few times  
during this scene, it would be  
better if you were more centered.  
Can someone please make note of  
that when setting the stage for One-  
Three! Ok, Jill, proceed...

JILL

Yes, I know. How are you?  
Oh, the same old problem. Can't  
eat, can't sleep, just thinking  
about you, dreaming about you,  
hoping you'll call me.

Jerry suddenly notices David Merrick sitting ten rows deep in  
the middle of the theater. Now energized, he turns to the  
audience as directed in the script.

JERRY

I'm sorry, I won't do that again.

Turning to address Fran.  
And how are you?

JILL

Oh, just a mild case of the  
hiccups.

The scene proceeds, picking up towards the end, just before  
the duet.

JERRY

I read that emotional stress can  
sometimes cause hiccups. Are your  
emotions by any chance distressed?  
I don't mean to pry.

JILL

I don't think so.

They both turn the page of their script. Jerry turns to  
address the audience.

JERRY

I think so. There was talk she was  
involved with some man but it's  
over now... Don't say anything.

Now addressing Jill.

Listen, I'm not a doctor or anything, but why don't you try taking your mind off whatever it is that's distressing you.

JILL

How?

JERRY

Well, try thinking about someone else - get involved with a new interest.

Shifting back to the audience.

Me, me! Please let it be me.

PROMPTER

Stop! Jerry, you said, try thinking about someone else. Just to be clear, the line is try thinking about something else.

JERRY

Oh. Sorry. I'm thinking about the upcoming song, I guess!

Laughter is heard among the other actors seated in the theater.

PROMPTER

Once again, Jerry.

JERRY

Sure thing. Well, try thinking about something else - get involved with a new interest.

Shifting back to the audience.

Me, me! Please let it be me.

More laughter erupts from the front row seats.

JILL

Like what?

JERRY

Like me! I mean, take a person like me. I have lots of interests...uh...walking...uh...browsing.. Don't you have any hobbies?

JILL

I don't like doing anything alone.

JERRY

Oh, well, I am sure there are lots  
of interesting people who'd be  
interested in doing things with  
you... for example...

The rehearsal pianist begins his four-measure introduction. While seated together, slightly stage right, Jill and Jerry perform their duet *You'll Think of Someone*.

Clapping begins among the other actors at the conclusion of the song. Jerry and Jill smile at each other during the applause, relieved. A theater door suddenly closes in the back, echoing loudly throughout the Shubert's cavernous space.

The NURSE comes out of office door.

NURSE

Baxter? Mr. Sheldrake in Personnel  
wants to see you right away.

The scene suddenly ends.

MICHAEL

Alright, folks, let's run it one  
more time!

The actors in the front row now file out into the center aisle and hop back on stage.

INT. SHUBERT THEATER STAGE, MANHATTAN - LATER

Young Buffalo native Michael Bennet has a dual role on the production staff, that of Stage Director and Choreographer. While finishing most of the blocking for Act One, Scene Ten, with Jerry, Jill, Dobitch, and Company, outside the Nineteenth Floor elevator of fictional Consolidated Life, Michael begins putting the cast through the steps to *Turkey Lurkey Time*. But before doing so, he gathers the dancers together to sit in a semicircle on the floor. Now, standing on stage in front of the performers, he begins.

MICHAEL

People, this number is going to be  
entirely Nineteen-Sixties! Every  
movement must scream Sixties!  
Forget about any shows you've been  
in before depicting an earlier era,  
*Turkey Lurkey Time* is going to be  
something out of Laugh-In. A  
regular club a-go-go!

Laughing is heard among members of the Company, now looking at each other with eager excitement.

No holds barred, a real-life party,  
which, in keeping with the script,  
it actually is, Christmas-wise!

Laughter from the company echoes in the theater.

This is the effect I'm looking for.  
Donna, please come up here.

A tall brunette in tights slowly rises, stretches, and takes her place next to Michael.

You all know Donna McKechnie. Now, Donna is going to demonstrate five moves this afternoon that will dominate this dance number, while I describe key aspects of each movement to make the scene work. Remain seated, for now, and pay close attention to these body movements. Study them! It's important that you get them right.

Donna, assuming a dancer's position, readies herself.

First movement. Both arms raised high over your head, swaying left to right to the beat of the music, with elbows slightly bent, facing the audience. Now, with each sway, whether fast or slow, be sure to thrust your hip in the opposite direction of the sway. Donna.

Donna simulates Michael's movements five times. Then, repeats them over again.

Any questions?

Scanning the Company closely.

Are you sure, now? Ok then, next movement.

Neil is sitting next to Robert in one of the middle rows of the theater, watching the rehearsal.

NEIL

I told you, Robert, hiring Michael was a really great move. Ha, ha, no pun intended!

ROBERT

None taken, Neil!

NEIL

This song and dance number may be the very show-stopper we need to end Act One.

ROBERT

Hmm. It needs it! Hey, I just got a call from Merrick. Any idea what it's about?

NEIL

I haven't got a clue, there, Robert...

The four additional dance moves created by Michael for *Turkey Lurkey Time* are now photo-shot in the film, studio-style, featuring various members of the Company. These shots, slowly developing in movement, are suddenly freeze-framed.

MICHAEL

Second Movement. Head pivot, left to right, while snapping fingers. Hair, tossing with each pulsation. Third Movement. Arms crossed tightly, resting atop the head, grooving with a big smile, eyeballs looking up. Fourth Movement. Forward swimming motion, with feet marking time, in dance mode. And, Fifth Movement. Long walking strides, leaning forward, with arms swinging in time, hands out straight.

All five dance moves, among others, are systematically incorporated into the choreography for *Turkey Lurkey Time*, which now plays full length on the screen.

EXT. BACK STAGE DELI, ROCKEFELLER CENTER, MIDTOWN MANHATTAN - AFTERNOON

A frustrated Jill now seeks Jerry's advice concerning her mother, Edith. They are soon seen standing in line at the Back Stage Delicatessen, near Rockefeller Center in Midtown Manhattan.

JERRY

It's not like it should come as a surprise about your mother. You said it yourself, she thinks your voice isn't ready for powerhouse singing roles.

JILL

I know... It's just that getting my first real lead has got me second-guessing myself. Maybe my mother's right!

Turning to Jerry.

JERRY

Like I told you before...

Moving up in line.

COUNTERMAN

What'll you have?

JERRY

I'll have the pastrami on rye with sauerkraut, and a pickle. What comes with that?

COUNTERMAN

Potato salad or Knish...

JERRY

I'll have the Knish and, oh, a Coke. And the lady will have-

Turning to Jill.

JILL

Oh, I'll have egg salad on white, with lettuce.

COUNTERMAN

And your side?

JILL

My side?

(unsure)

JERRY

Potato salad or Knish.

JILL

Oh, forgive me! I'll have the potato salad, please. And a 7-Up.

COUNTERMAN

We only carry Sprite, honey!

JILL

Ok, then a Sprite.

By now, the lunch line is becoming impatient. Some are muttering to themselves and shuffling their feet.

COUNTERMAN  
That will be \$3.88.

JILL  
Ah, I'm sorry, we're not together!

Pointing to her co-lead.

COUNTERMAN  
Oh, well, I just assumed.

JILL  
Well, you assumed wrong!  
(emphatically)

Commotion now erupts from the lunch line. Jerry quickly moves in to quell the ruckus.

JERRY  
Here's four dollars, she can settle up with me later. Oh, and this order is to GO!

Later, while sitting on the sparsely occupied steps of Saint Patrick's Cathedral, Jerry and Jill eat their lunches.

JILL  
You rushed us out of that place so fast, we forgot to get napkins.

JERRY  
I got this!

Jerry gets up and walks over to a nearby hot dog cart to grab some napkins and forks. He soon returns.

Here you go. Napkins and forks.

JILL  
Forks... I can't eat my potato salad without a fork!  
(grinning)  
Do you need a fork for your niche?

JERRY  
It's knish, not niche! And no, I don't need a fork to eat it. Ever hear of hand pie...? Anyways, how's your sandwich?

JILL

It's very good. Say, we need to go back to that place real soon!

Drawing a sideways stare from Jerry.

JERRY

Now, about your mother...

JILL

Oh, her!

Looking down at the granite steps.

JERRY

I'm sure she means well. She's only looking out for yeah. Besides, you've already got the lead, why not make the most of it?

JILL

Right!

JERRY

And David Merrick, after seeing you in other shows, picked you. He's been around the block. He knows what's what.

JILL

Yeah! Robert, on the other hand... I'm not so sure he likes me for the part.

Taking another bite of her egg sandwich.

JERRY

Yeah, we're just a couple of hayseeds from Pennsylvania. We're not even from here!

JILL

That's right, where in Pennsylvania are you from again?

JERRY

Scranton Wilkes-Barre, for a time. We moved around a lot.

JILL

Not me.

Poking at her potato salad.

Old borin' Warren.

(MORE)

JILL (CONT'D)  
It's near Erie, on the western edge  
of the state, which is equally  
dismal! My mother was good to us,  
though. Dad, well, hmm, he was  
mostly out of the picture.

JERRY  
Sorry to hear that...

JILL  
Oh, don't be. My mom did everything  
with my sister, brother, and me.  
She ran acting and singing classes,  
directed us at the Warren Youth  
Playhouse, and gave us voice  
lessons at home.

JERRY  
So that's who taught you to sing?  
Your mother!  
(perplexed)

JILL  
For the most part, yes...  
(somberly)

JERRY  
Hey, did I tell you that my father  
was in Vaudeville?

JILL  
Why, no.

JERRY  
And my mother was a radio singer!  
Pop was Jewish, and Mom was Polish-  
Lithuanian.

Shrugging his shoulders and laughing.

JILL  
Well, I'm Irish through and  
through, I guess? Anyways, we  
should be going...

JERRY  
Hold on a second! I've been  
thinking about your predicament,  
Jill. My professor at Northwestern  
once said that voice teachers, who  
have their own children as  
students, are always the last to  
fully realize their talent. Funny,  
huh?

JILL  
Yeah... Yeah! Gee, thanks, Jerry.  
That helps. That helps a lot!

Jill sits alone, momentarily, with her thoughts. They soon stand, as Jerry looks at his watch.

JERRY  
You run along back to the Shubert.  
I gotta pick up some flowers. It's  
Marta's and my tenth wedding  
anniversary.  
(smiling)  
I have two love trophies to prove  
it, ages eight and one!

JILL  
Wow! Do I ever feel young...

Jerry and Jill walk down the steps of Saint Patrick's Cathedral onto a busy Fifth Avenue.

INT. SHUBERT THEATER STAGE, MANHATTAN - LATER

Blocking is completed for Act One, Scene Six, on the soon-to-be-completed set of Lum Ding's Chinese Restaurant. Before the run through, Jill hops off the stage, walks over to Jerry, and whispers in his ear. She is soon back on stage.

ROBERT  
I want to see the scene once more  
from page thirty-seven, at  
Sheldrake's line, Fran, I missed  
you.

SHELDRAKE  
Fran, I missed you.

JILL  
And there it is.

SHELDRAKE  
I was going to call you one night  
last week. I started dialing your  
number, then hung up.

JILL  
It must have been Tuesday, the  
phone didn't ring all night. Can I  
have a cigarette?

Looks at her, then pulls out a pack.

SHELDRAKE  
First time I ever saw you smoke.

JILL  
I was saving it as a surprise. It's  
my new image. Joan Crawford, older  
but wiser.

SHELDRAKE  
(smiling)  
It needs work. You've got the  
filter at the wrong end.

JILL  
Yeah, well, in case you haven't  
noticed, I'm as nervous as hell  
about seeing you again.

SHELDRAKE  
(Lighting her cigarette)  
I've noticed. I like it. You look  
great, Fran.

After a few flicks, Sheldrake's cigarette lighter refuses to  
light.

ROBERT  
Stop. Props, please! Will someone  
get him a lighter that actually  
works? This can't happen during a  
live performance, people! Unless  
the audience needs a good laugh!

Merriment now breaks out.  
Also, while we're stopped,  
(pausing)  
could Fran and Sheldrake make this  
scene more dramatic, with a sort  
of...cutting undercurrent?

The camera fades, then begins to roll again later during the  
dialogue.

SHELDRAKE  
Fran, I want you back. I don't want  
to go another day without you.

JILL  
You've already arranged that.  
Hostess in the Executive Dining  
Room. I've gone from "I love you,  
Fran" to "How are the scallops  
today" in two short months.

SHELDRAKE  
If you really believe that, Fran,  
get up and walk out that door right  
now. I swear, I'll never bother you  
again... Otherwise, sit there and  
be quiet and listen to me. Because  
I have something to tell you.

JILL  
(Shrugs)  
Go ahead and tell me. I'm just  
smoking and drinking.

SHELDRAKE  
Damn it, I can't talk here. Can't  
we go someplace?

JILL  
No. I have a date at nine.

SHELDRAKE  
Oh? Important?

JILL  
Not very. But I'm going anyway.

The Waiter approaches. Fran takes out her compact and fixes  
her face.

WAITER  
You like to order dinner now?

JILL  
No. No dinner.

SHELDRAKE  
Bring us two more drinks.

JILL  
No more drinks either.

WAITER  
Very good. That's no dinner and no  
more drinks.

He leaves. Fran fixes her hair in the compact's mirror.

SHELDRAKE  
I see you still use my birthday  
present.

JILL  
Don't I get to keep it?

SHELDRAKE

(smiling)

...You've got that same petulant look on your face. Had it that first night in Atlantic City.

JILL

Stop it, Jeff... Hey, could I have another cigarette? I don't know what to do with my hands.

SHELDRAKE

(Gets up)

I'll get a pack. I have to make a call anyway.

JILL

Do you need change? It's twenty cents to White Plains.

Sheldrake looks at her. There's no point in answering that. Music starts. He walks off. Fran sits there alone. She picks the compact up from the table and looks at herself.

You know what you would do now if you were smart, don't you?

Jill O'Hara now delivers her first solo in the show, *Knowing When to Leave*. Twenty-five-year-old rehearsal pianist and soon-to-be pit orchestra director, Harold Wheeler, accompanies her, thundering away on the piano in sync with the song's modern, contemporary pulse.

So mesmerizing is Jill's performance that one of the drummers roaming backstage soon jumps into the trap-set seat, just at the right time, midway through this spectacular composition.

At the same moment, Edith O'Hara is seen sitting in the back row of the Shubert Theater next to Jerry, with eyebrows raised and both hands over her mouth. Further down the aisle, an equally dazzled Robert is now completely sold on young Jill's enormous talent. With the song complete, Jill, now seated in the half-constructed set of Lum Ding's Chinese Restaurant, soon returns to her shy, insecure self.

INT. SHUBERT THEATER LIGHTING BOOTH, MANHATTAN - MOMENTS LATER

Finding a minute to get back to David, Robert is seen entering the Shubert's lighting booth to place his call. He is now seated at the control board, peering at the rehearsal activity currently taking place on stage. David's phone rings and is now picked up.

ROBERT

David!

DAVID

Robert.

ROBERT

You wanted to talk with me?

DAVID

Wait a minute.

David covers the receiver and dismisses his assistant.

Yeah, Robert, you still there...?

ROBERT

I'm here. What's up?

DAVID

It's Neil, that's what's up!

ROBERT

I was just sitting with him. He said he has no idea why you want to speak with me.

DAVID

He did?

(chuckling)

Neil approached me the other day, very upset. He said Jerry's not right for the show! When asked why, Neil told me that Jerry comes off as sullen and unlikable in his role.

ROBERT

Wait a minute, what?

DAVID

Yeah, Neil went on and on, trashing Jerry, and was so panicked that I almost contacted a replacement actor he suggested, who is on location in China.

ROBERT

This can't be happening, David!

DAVID

Hold on, now. Before pulling the trigger, I thought I'd make an appearance the next day at rehearsal.

(MORE)

DAVID (CONT'D)  
I gotta tell you, Robert, the Jerry  
Orbach I observed was charming,  
witty, vibrant, and thoroughly  
entertaining.

ROBERT  
I could have saved you a lot of  
effort!

DAVID  
I know, I know...

ROBERT  
I simply cannot have people going  
around my back like this. I don't  
care if it is Neil Simon. It's  
unprofessional, David. You know  
that!

DAVID  
Granted, it is. Jerry and Jill are  
simply perfect together. I heard  
their duet You'll Think of Someone.  
Now, that's great writing! Burt and  
Hal, I mean!

David looks at his wristwatch.  
Don't give it another thought. I'll  
handle Neil.

ROBERT  
Please do that. Thanks David!

DAVID  
It's nothing. Gotta run Uptown now.  
Bye.

ROBERT  
So long, boss.

Robert returns to his seat next to Neil.

NEIL  
Did you find out what's eating  
Merrick?

ROBERT  
I haven't got a clue, there, Neil!

EXT. ORBACH APARTMENT BUILDING ROOFTOP, CORNER OF MULBERRY AND GRAND, LOWER MANHATTAN - EVENING

With their two boys sound asleep downstairs, Jerry and his wife, Marta, celebrate their tenth wedding anniversary on the rooftop of their lower-Manhattan apartment building. Seated at a parquet TV table, they dragged along with them, they dine on Chinese takeout from up the street, and a large bottle of Champagne. Gracing the table are the flowers Jerry purchased earlier today.

JERRY

We should do this every anniversary... How's your egg roll?

Marta politely covers her mouth while nibbling away.

MARTA

But, Jerry, how long do you plan on staying here?

JERRY

(embarrassed)

The way this show is picking up publicity, hopefully not very long...

MARTA

Pass the wontons. Then I gotta go back downstairs to check on the boys.

JERRY

They're fine...

MARTA

All the same.

JERRY

Alright, but then we officially toast our tenth anniversary. It's symbolized by tin, you know...

MARTA

As in tinhorn? I'll be right back.

Getting up from their makeshift table before giving him a peck on the cheek. Marta soon returns.

Oh, Jerry, rooftops always remind me of Cuauhtémoc, where I grew up.

JERRY

Cuauhtémoc... Cluck, cluck, cluck, cluck.

Flapping his arms, mockingly, while laughing.

MARTA  
It's a borough of Mexico City, like  
the Bronx, you moron!

Throwing her chopsticks at him.

JERRY  
Alright, alright. Sorry... Now,  
where were we?

MARTA  
You were about to propose a toast.

JERRY  
Ah, yes...

Pouring his wife some Champagne before raising his glass.  
To my beautiful wife on our tenth  
anniversary. I remember our wedding  
like it was yesterday.

MARTA  
I'll bet you do. You really raised  
the roof at our reception that  
night!  
(feigning disdain)

JERRY  
Hey! I was strutting my stuff!

Jerry gets up from the table and prances around the rooftop.

MARTA  
Not too close to the edge. You'll  
wind up on Mulberry Street.  
(laughing vivaciously)

Her husband sits back down.

JERRY  
Let's eat this chow mein before it  
gets cold.

Draining his glass and pouring another.

MARTA  
Take it easy on the bubbly, the  
night is young! Speaking of young,  
how's that co-lead of yours faring?  
Did I ever tell you that we  
auditioned together for George M?

JERRY  
You're kidding...?

Opening up the carton of chow mein and scooping out some for his wife, before dumping the remainder on his plate.

MARTA  
Oh, this is good...! Yeah! After hearing Jill, I thought, what's the use!  
(sarcastically)

JERRY  
She does have a set of lungs on her.

MARTA  
I'll say! I'm told she's what, twenty?

JERRY  
Yes, can you believe it?

MARTA  
Let's see, and you're...

JERRY  
I'm...ten years happily married!

Taking another guzzle, while Marta's distinctive laugh soars high into the crisp night air.

But, you're right, you're right, the age difference is challenging, at least for me, anyway.  
(garrulously)

MARTA  
Uh, what about her? She's got to be intimidated by you, Jerry. I know I was; when we first met as cast members in the production of Three Penny Opera.

JERRY  
Oh, for sure, for sure. In fact, she readily admits it!

Pausing to make a point.

But, you've got to admit, equally uncomfortable for me!

Leaning forward while jabbing his thumb into his chest.

When they cast the movie The Music Man, Robert Preston ran up against the same predicament. He was close to fifteen years older than Shirley Jones. But that was film. On stage, makeup can do wonders, as you know!  
(snickering)

MARTA  
Ah, yes, good old grease paint!

Jerry suddenly becomes more sullen.

JERRY  
It's not so much the difference in our ages; it's how someone so incredibly young, so inexperienced, made it to the top so effortlessly.

Finishing his glass.

MARTA  
It's incredible how mercurial her career has been.

JERRY  
It's been very different where *my* career is concerned, I can tell you that. Me, with an IQ of 163!  
(defensively)  
I did everything right! Summer stock in Illinois. Attended Northwestern University, majoring in Drama. Moved to New York and studied at the Actor's Studio. Then, off-Broadway shows, one after the other. It took me over ten years for my first big break. It took Jill, what, ten days after arriving here! I'd like to think I'm an accomplished song and dance man...

MARTA  
And handsome...! Tell me, is it true you were Mae West's personal driver while in summer stock?

Raising her glass and grinning.

JERRY  
Very funny. Yes, it's true!

Hanging his head.

Look, I'm no Valentino, I'll grant you that, but I consider myself good-looking.

Narrowing his eyes at Marta.

You watch, once this show's over, Jill's career will skyrocket. It'll be movie roles and television specials in Hollywood for her, and there I'll be, Broadway Jerry!

Stopping to consider.

Hey, New York already has a Broadway Joe, why not a Broadway Jerry! I think I'll keep that name.

MARTA

Hopefully, it sticks. It's not a bad gig, you know. Besides, leading roles on Broadway can pay big money.

Jerry gets up to stretch.

JERRY  
A brand new Buick...

MARTA

A home in Levittown, with parks, pools, and schools!

Plopping back down in his chair.

JERRY  
I know. I need to take better stock of my life. God, maybe I'm having a mid-life crisis!

MARTA

Now you're sounding like something out of a Neil Simon play.

JERRY  
Honey, I'm already in a Neil Simon play!

MARTA

And we need to thank our lucky stars for that, Broadway Jerry...

Reaching across the table to his awaiting hands.

JERRY

I need a nightcap! Come on, I'll  
carry you to the bridal suite.

MARTA

But quietly! We don't want to wake  
up the kids.

(suddenly aroused)

INT. SHUBERT THEATER GENERAL OFFICES, MANHATTAN - MORNING

Burt begins to include various solo and ensemble singers in his orchestra rehearsals. After a series of takes, he realizes that the sound he imagined while composing the score back in Los Angeles doesn't in any way correspond to the acoustics found in an open-theater setting.

In a desperate attempt to reclaim the very sound he needs for the show, Burt reaches out with David's consent to his West Coast sound engineer, Phil Ramone, urging him to come to New York to join the production of *Promises, Promises*, and help resolve this perplexing problem.

Frustrated and at his wits' end, Burt goes into one of the Shubert's general offices and calls A&M Studios in Los Angeles, located just south of Sunset Boulevard.

STUDIO MANAGER  
A&M Studios?

BURT  
I'm looking for Phil.

STUDIO MANAGER  
Hold on, I'll get him. He's in a  
sound booth.

Burt waits for Phil to come to the phone.

PHIL  
Hello?

BURT  
Phil, this is Burt...

PHIL  
What's happening, Burt?

BURT  
You name it, it's happening!

Burt begins to draw on someone's desk blotter.

Trying to get the same sound we laid down in LA for my Promises, Promises compositions is nearly impossible in the cavernous Shubert Theater. Man, this joint is ancient!

PHIL  
Ha, ha, ha...

BURT  
It's almost like I want to contain the sound. Channel it somehow, you know?

PHIL  
I do! Why do you think motion pictures are so much easier to produce than live performances? They're in controlled environments.

BURT  
Exactly.

Continuing to doodle.

PHIL  
Hey, I had a guy approach me last year who wanted to have his string quartet recorded at the Hollywood Bowl.

BURT  
A live concert?

PHIL  
That would've been easy, Burt. No, he wanted me to record his group right there at the Bowl. No audience, he just wanted to say that his quartet was recorded at the legendary venue.

BURT  
No kidding. So, what did you do?

PHIL  
We brought a mini studio to the Hollywood Bowl, that's what we did!  
(slyly)

BURT  
What!

PHIL

Yeah. I trucked in four large sheets of thick plexiglass, masked them together, utilized the high boom mics above the stage, and set a microphone in the cubicle with the quartet. The high-fidelity mic was from West Berlin and sat in a sort of elastic web to cut down on vibrations. It's called a Neumann U 87 FET.

BURT

Wow! Can we do something like that here?

Standing up.

PHIL

Why not! You've got a considerable budget, don't you?

BURT

Well, sure. But, how would it work for a sizable pit orchestra?

PHIL

Ok, Burt, close your eyes while I describe what I'm envisioning off the top of my head. Ready?

BURT

Go ahead.

Burt covers the receiver while a theater worker walks by.

PHIL

The TV show, The Hollywood Squares, tipped on its face, then formed into a semicircle, with each section of the orchestra playing into a single microphone. I then take the live feed from the mics, along with the booms already hanging above the stage, and send them through a mother board, mixing it to your exact specifications.

BURT

I'm liking it!

PHIL

Think of it this way. If you can't bring the theater into the studio, why not bring the studio into the theater?

BURT

Right.

Looking at his watch.

When can you be here?

PHIL

How about tonight?

BURT

Uh...sure! I'll get my Producer's staff to arrange your travel. I'll let you know about the particulars later.

PHIL

I have a place to stay in New York, remember?

BURT

Right. But we'll be moving to Boston soon.

PHIL

Got yeah. And, Burt, I'll bring some of my mics with me. They're too expensive for your production to acquire, I'm sure!

BURT

Thanks, Phil! Say hi to Ann for me! You're a genius...

PHIL

Likewise!

Burt sits down and leans back in the desk chair, sporting his trademark grin.

INT. KENNEDY INTERNATIONAL AIRPORT, JAMAICA, QUEENS - THE NEXT DAY

The next day, Phil is seen briskly walking through a crowded terminal in Kennedy Airport, where he passes a colorful TWA poster featuring Dionne, containing the advertising pitch *Do You Know the Way to San Jose?*

SEQUENCE

INT. WARDROBE DEPARTMENT, LOS ANGELES CONVENTION CENTER, LOS ANGELES, CALIFORNIA - LATER

It's March 1969. Dionne receives a note from an assistant producer to report to the wardrobe department backstage. Arriving there hours before her performance, she finds the door ajar.

DIONNE  
Hello! Anybody in there?

MARIION  
(hollering)  
Just a minute! I'll be right out.

Dionne walks over to a clothes rack, admiring the elaborate outfits while running her hand over the colorful fabrics.

Oh, there you are.  
(laughing)  
I've been waiting for you, honey!

DIONNE  
Well, here I am.  
(grinning)

Dionne observes a slender, middle-aged Black woman with a nylon measuring tape draped over her shoulder and a pincushion in tow. They now take each other by the hand.

MARIION  
My name is Marion Mitchell. I'll be  
your wardrobe specialist today.  
Look at me. Now turn around.

Observing Dionne's petite shape.  
You must be so excited! It isn't  
every day you get to perform in  
front of the whole country...

DIONNE  
Thank God for the music. What else  
would I do out there? It's not like  
I'm Shirley Chisholm...

MARIION  
Right, right!

They both laugh.  
Funny you should mention her name.  
We were classmates at Girls' High  
School in Bedford-Stuyvesant.  
(MORE)

MARION (CONT'D)  
Her name back then was Shirley St. Hill. After graduation, I attended the Fashion Institute in Manhattan. After working for many Broadway productions, as well as the Ice Capades, I came out west with my husband and children, and we've been here ever since.  
My Rodney is a lighting technician over at Paramount Studios.  
Together, we do all right for ourselves... Speaking of doing alright.

Sizing Dionne up.

Girl... Can I call you girl?

DIONNE  
Go right ahead, my mother does it all the time.

MARION  
Girl, how old are you? Wait a minute, let me guess. Twenty-seven!

DIONNE  
Twenty-eight.  
(laughing)  
I'll be twenty-nine in December...

MARION  
And, I'd say you wear a size 7.

DIONNE  
Yes!

MARION  
I read in the New York Times last year that your wardrobe takes up three houses.

DIONNE  
I confess!

Raising her hands above her head.

MARION  
And that you wear a wide range of labels.

DIONNE  
I do, and I don't have far to go to buy them.

(MORE)

DIONNE (CONT'D)

Fifth Avenue is a short drive over the GW Bridge from Jersey. So, my collection consists of Valentino, Galanos, Chanel, let's see, Oscar de la Renta, Chester Weinberg, Cardin, Sarmi, um, Saint Laurent, Dior, Geoffrey Beene, and...Louis Feraud.

(proudly)

MARION

Is that all?

(smiling)

DIONNE

For now...

MARION

Tell me about yourself. I prefer to know a little bit about who I'm fitting.

DIONNE

I see... Well, for starters, my first name is Marie, and I grew up in East Orange, New Jersey. I graduated from high school in '59 and went on to Hartt College of Music, on scholarship, in Connecticut, majoring in Music Education.

During the same time, I began working ad hoc for Burt Bacharach and Hal David in Manhattan, recording demos. I was, ah, eventually hired by them and signed by Scepter Records, who produced my debut album in 1963.

MARION

And never looked back...

DIONNE

It hasn't been that easy!

MARION

Lord knows, being Black in the industry is never easy! You know, I was so proud the day I purchased your LP, Presenting Dionne Warwick. Now, that was a great album. Those white fellas can write!

DIONNE  
They certainly can...

Looking at the wall clock.

MARION  
Keep your wagon hitched to those  
two, Miss Warwick. They've got it!  
I wish I had them in my corner when  
I was young. I could've performed  
their songs all day long...

DIONNE  
Ah, you were a singer!

MARION  
Um, hmm. Damn strait!  
(giggling)  
I was good. Lena Horne heard me  
once at the Society Cafe in  
Greenwich Village, and wanted to  
hire me as a replacement when she  
was out. Oh, honey, she's so  
beautiful and talented.

Studying Dionne's reaction.

Not that you aren't dear. She is  
more of a jazz singer. Stormy  
Weather, you know.

DIONNE  
Oh, I love that song. It was  
written by Harold Arlen, the same  
composer who wrote Over the Rainbow  
five years later. Now that's a  
standard, if there ever was one.

MARION  
You certainly know a lot about  
it...

DIONNE  
Indeed! I studied Over the Rainbow  
while attending music school. A  
professor, who was a classically  
trained soprano, explained to me  
that in order to attack the first  
two notes, the C Octave, the word  
somewhere must be pronounced some-  
who-ere. Try it!

Marion straightens up and proceeds to sing.

MARION  
Some-who-ere over the rainbow...  
Hey, that was easy.

DIONNE  
Right! And the bridge. Masterfully composed, with the music and lyrics blending so perfectly.

Marion walks over and closes the door.

MARION  
(singing)  
Someday I'll wish upon a star  
And wake up where the clouds are far behind me.  
Where troubles melt like lemon drops  
Away above the chimney tops.  
That's where you'll find me!

DIONNE  
Beautiful...

Beginning to applaud.  
Hey, you ought to join me on stage tonight!

MARION  
What, and drive the producers batty? No, thank you, I'll remain back here, just the same.

DIONNE  
Funny, you going from Over the Rainbow to me singing a silly song like Do You Know the Way to San Jose.  
(soberly)

Dionne becomes fidgety.

MARION  
Come on, I have some selections hanging back here that I think you'll be interested in.

They soon arrive in front of three feature gowns.

DIONNE  
I'm kind of drawn to this one.

MARION  
Excellent choice! Simonetta of  
Paris. Gold brocade two-piece gown,  
inlaid with cream muslin.

Removing the dress from the rack by its hanger.  
Go ahead, feel the material.

DIONNE  
Hmm.

MARION  
This next one is a sleeveless  
yellow chiffon gown with rouleau  
straps and a Petersham waist stay.  
Because of its lightweight  
material, the stay keeps the dress  
in place while the performer sways  
and also reduces the stress on  
seams and closures.

DIONNE  
I know a little something about  
stress.  
(smirking)

Now, feeling the translucent material.

MARION  
Finally, a white embroidered Chintz  
floor-length gown with a standing  
collar and marabou feather  
gauntlets.

Dionne walks back over to the gold brocade gown.  
You're taken by that one, aren't  
you?

DIONNE  
I am!

MARION  
If I may, this Chintz gown here,

Pointing to the gown in front of her.  
has shimmering material that will  
show up nicely on television and  
set off your high cheekbones and  
smooth black skin, not to mention  
those teeth!

DIONNE

I don't know... I guess the feathers are a bit out of character for me.

MARION

What if I told you, Miss Dionne Warwick, that you're paving the way for many, many Black Grammy recipients to come! So, you see, it's vital that you set an example. Those feathers you seem to have such an aversion to actually come from the Marabou stork, native to Africa, of all places.

Inviting Dionne to join her in front of this obvious choice. Care to try it on?

DIONNE

Sure, Marion...

A wary Dionne surrenders to the wishes of this experienced, sensible, professional Black woman.

INT. 11TH ANNUAL GRAMMY AWARDS, LOS ANGELES CONVENTION CENTER, LOS ANGELES, CALIFORNIA - LATER

DIONNE

You wouldn't believe the backstory to Do You Know the Way to San Jose, so here goes! The song was recorded at Bell Sound Studios in New York, the last track I ever laid down there. Anyways, there was space available on my album *Dionne Warwick in the Valley of the Dolls*, and somebody suggested that we tuck this song into the lineup, and we did. Well, what do you know, it earned me my first Grammy Award! During an earlier presentation of this honor, where I thanked Burt and Hal, my family, friends, producers, and the Grammys, Burt, that night, gave me the most wonderful introduction imaginable, before I sang this song live in front of millions of television viewers.

The scene shifts to a tanned and handsome Burt Bacharach, dressed in a formal Tuxedo, prominently perched on a raised platform, high above the Grammy stage. An announcer is immediately heard off-camera.

ANNOUNCER

Ladies and gentlemen, Mr. Burt Bacharach.

BURT

It seems that everyone this year wrote songs about places. There was Harper Valley, Wichita, Galveston, Houston, Phoenix. Next year it's probably going to be something else. They've already started with Hair. I'm afraid we're going to hear songs like nose, chin, and maybe even a new hit called left elbow. And when people ask how far they're really going to go, all my musician friends will probably answer, just take it from the top, baby.

As a composer, I realize the importance of performance. We write the words and the notes, but the artist gives them life. I've been very fortunate to have a number of my compositions brought to life by our next Grammy Award winner.

Now, when she's going to record one of your songs, it really makes you feel like you've bet on a sure thing. She has a voice and a style, and a warmth that gives any song a very special meaning.

Here's the winner of the Best Contemporary Pop Female Vocal Award, singing one of my favorites, Do You Know the Way to San Jose, Miss Dionne Warwick.

Sing your little heart out, honey!

**SEQUENCE ENDED**

INT. SHUBERT THEATER STAGE, MANHATTAN - DAY

A week after his arrival, Phil directs a construction team to erect a series of four-foot plexiglass partitions separating the pit orchestra musicians, including strings, brass, reeds, and rhythm.

He soon places a microphone inside each partition to mix the sound live, studio-style, on a control board set up near the apron wall. Together with mics already in place, slightly above the proscenium arch to amplify the performers on stage, this novel, never-before-attempted sound for musical theater is born.

With wiring now firmly in place, Burt and Phil try out certain songs in the show. Meanwhile, young, newly appointed Musical Director, Harold Wheeler, takes up the conductor's baton for the first time. Jerry is selected first to take the stage and sing the Act 1 song *Upstairs*. Following him, Jill is asked to sing *Whoever You Are*. All the while, Phil sits at an illuminated soundboard in the darkened theater, meticulously fine-tuning every dial. For his part, an impetuous Burt sprints up the theater aisle, stands motionless in the back for a few minutes, then quickly scales the lobby stairs to the mezzanine and balcony.

Finally, Michael calls the Company up on stage for a performance of *Turkey Lurkey Time*. Phil soon turns around, only to find Burt sitting ten rows up in the orchestra seats, sporting his trademark grin.

PHIL

Better?

BURT

Yeah.

Slowly moving his head up and down.

Yeah!

(smiling broadly)

INT. COLONIAL THEATRE, BOSTON, MASSACHUSETTS - AFTERNOON

Two weeks pass. The Company, now settled in Boston's Colonial Theatre, soon begins dress rehearsals including lighting, makeup, wardrobe, and clear, crisp, mixed, professional sound.

INT. BURT'S HOTEL ROOM, BOSTON - EVENING

With a long day now behind him, Burt calls Angie, just as he has every night since coming East. It's 6:30 pm in Los Angeles.

ANGIE

Hello, honey!

BURT

Wait a minute.

He holds the telephone in one hand while heading towards the television set to turn down the volume.

Ok, babe, I'm back. I had to turn down the TV set.

ANGIE

How did it go today?

BURT

(exhaling)

Oh, apparently Merrick attended a dress rehearsal this week and fumed to Robert that he doesn't want people walking out of his show, saying it sounded like a recording. Man, Phil's done such a great job improving the sound of the show. Hey, there's no going back now! I'm standing my ground. Besides, the singers absolutely love it!

Now lying back down on the bed, holding the receiver in the crook of his neck.

ANGIE

Merrick is such a control monger. Wait a second, Burt... Nikki, don't touch that!

BURT

Hi, Nikki.

(whispering to himself)

Neil's going to have to talk Merrick down, that's all there is to it! I'm calling him later tonight to make sure he really follows through with it. It's too important not to address head-on!

ANGIE

How was the weather there today?

BURT

Drizzly.

Rubbing his temples.

How about there?

ANGIE

Oh, fine. Burt, a stone hit my windshield this morning. It left a big pockmark!

BURT  
How'd that happen?

Turning onto his side.

ANGIE  
I was behind a huge dump truck. He must have had a load of something.

BURT  
Babe, I told you before, never get behind one of those trucks. You needed to change lanes.

ANGIE  
(laughing)  
Do I have to remind you? This is Los Angeles, Burt!

Looking around for Nikki.  
Hang on...

Locating her in the other room.  
Sorry, I'm back!

BURT  
That's ok.

ANGIE  
Hey, when are you going to Washington?

BURT  
In November. Why?

Now, turning his head to look at the clock radio.

ANGIE  
Ah, I want to see you. Nikki wants to see you. We both can't wait to see you! And Washington is far easier to fly into than Boston. Nikki will be so excited to see her father. She seems to be holding her own, Burt, not getting any better, but not getting any worse. Maybe, just maybe, your reuniting with Nikki will somehow pacify her. One can only hope...

The song *Trains and Boats and Planes* begins to play on the living room Hi-Fi.

BURT

Sure thing. Ah, yes! I'll check with David's secretary tomorrow to see where they're putting us up, and let you know.

Suddenly sitting up.

Wait a minute... Yeah! You can stay in my room. Oh, and Nikki too.  
(smiling)

ANGIE

That'll be great, Burt! Let's shoot for me flying in on a Thursday.

Turning to her desk calendar.

Say, the fourteenth?

BURT

That's fine. I'll be busy, though.

ANGIE

No problem. Maybe I'll get a babysitter and do lunch with Jackie!

Flashing her star smile, while Burt remains noticeably silent.

BURT

It's all set then. And Angie...

ANGIE

Yes, darling.

BURT

I promise you this much: after the show's twelfth Broadway performance, we'll get together in Palm Springs, play tennis, and forget about this whole thing.

ANGIE

First things first...

BURT

Right.

A long pause ensues.

No, I really mean it this time!

ANGIE

Oh, and Burt, the trash compactor  
is broken again. This is the third  
time!

BURT

Some things never change.

Shaking his head.

Gotta run now! Good-night...

ANGIE

Nite, Burt. Love you.

Angie slowly places the receiver back into its cradle, softly bites her lower lip, and readies herself to face another long night alone with Nikki.

INT. CAST HOTEL BALLROOM, BOSTON - EVENING

A Wrap Party is held in Boston on Saturday, October 5th. After more than a few well-deserved libations, the cast, led by Jerry and Michael, breaks into *Turkey Lurkey Time*, as the riotous evening fades into the early morning light.

INT. COLONIAL THEATRE, BOSTON, MASSACHUSETTS - MORNING

Following just two performances of the show's Boston run, a flushed Neil is seen leaving David's office the next day. Walking down the hallway leading toward a backstage door, he stops, only to bend over and grasp his knees. After a few minutes, he straightens up and, with renewed determination, opens the door.

NEIL

Where's Robert? Get me Robert!

INT. COLONIAL THEATRE LOBBY, BOSTON, MASSACHUSETTS - LATER

Neil is waiting inside the theater lobby, nervously checking his watch. Robert soon appears under the marquee, as Neil slowly presses a front door push bar, letting him in. Neil immediately leads Robert into a darkened corner of the lobby and whispers into his ear.

ROBERT

What?

Looking around the lobby.  
Are you serious?

INT. COLONIAL THEATRE OFFICE SUITE, BOSTON, MASSACHUSETTS -  
MOMENTS LATER

The scene shifts to the Colonial Theatre's upstairs office, where a visibly exhausted Burt is slouched over the piano, while Hal reaches for another cigarette. Neil and Robert enter the suite, disclosing important news.

BURT

What?

HAL

What?

ROBERT

You heard it right! I just found out fifteen minutes ago! Neil, you were there with Merrick; tell them what he said.

NEIL

I tried to talk some sense into-

Burt suddenly delivers a deep, sustained hack.

BURT

This incessant cold!

(hoarsely)

I'm sorry, Neil...go ahead.

NEIL

I tried to talk some sense into David, but he's made a command decision, and that's final. He wants to take out Wouldn't That Be a Stroke of Luck and replace it with a hit song from the Bacharach-David catalog. His aim, Merrick said, is to give CC Baxter one last chance to make a move on Fran at the end of the show. And guys, get this,

Wildly gesturing with his arms before sitting down next to Burt on the piano bench.

he wants it by tomorrow night's show!

Hal sits at his desk, visibly perplexed.

HAL

(standing up)

What time is it?

ROBERT  
It's 1:30. The cast starts make-up  
in four hours!

HAL  
Thank God he didn't want it  
tonight!

NEIL  
Tell me about it! I have to write a  
whole new scene. All you two have  
to do is...

Closely looking at Burt and slowing down his speech.  
snag a song that you've already  
written and fit it into the scene.  
My God, Burt, you look and sound  
awful!

Darting his eyes Hal's way.

HAL  
Tell me about it!

Soon after that evening's performance, forty-year-old Burt Bacharach is rushed to Boston's Massachusetts General Hospital with a serious case of pneumonia.

#### INTERMISSION

INT. MASSACHUSETTS GENERAL HOSPITAL, BOSTON - THE NEXT DAY

An intravenous drip is seen traveling through a series of clear tubing into the forearm of an ailing Burt Bacharach. The overhead solution is dripping in precise four-four time, while a high fever continues to rage throughout Burt's body. Nevertheless, he continues to be covered by heavy hospital blankets.

Angie is now seen on the phone in Los Angeles, with Nikki on her hip.

ANGIE  
Room 821, please...

The phone rings in Burt's hospital room, and rings and rings and rings. A delirious Burt is now observed sleeping soundly. For the time being, Angie forsakes any attempt to reach her ailing husband.

Ok, Nik, off to bed.

INT. COLONIAL THEATRE OFFICE SUITE, BOSTON, MASSACHUSETTS - EVENING

The scene returns to an empty Colonial Theatre. With the evening's performance over, Michael gently knocks on Burt and Hal's upstairs office suite. It's 11:15 pm.

MICHAEL  
Hal! Hal, are you in here?

HAL  
I'm here, Michael.

Emerging from an inner office with a legal pad in hand.  
What do yeah need, Michael?

MICHAEL  
We're wondering if you have a list  
of your songs with you somewhere?

HAL  
We?

MICHAEL  
Uh...Robert, Harold, Jerry, Jill,  
and I.

HAL  
What about it?

MICHAEL  
Robert thought we'd go through some  
of your and Burt's music to help  
you arrive at a suitable song to  
replace *Wouldn't That Be a Stroke*.  
You must have some sort of list.

HAL  
List?  
(laughing)  
Michael, Burt never goes anywhere  
without his sheet music! He likes  
to play our songs during breaks to  
help inspire him, you know, and  
while he knows every note by heart,  
he likes to sing the words too,  
which he doesn't always know! So,  
he always keeps his sheet music  
close by.

MICHAEL  
Do you think Burt would mind if we  
borrowed it for the evening?

HAL

Not at all. Besides, it's my  
property too!

MICHAEL

Right! Do you know where he keeps  
it? The sheet music, that is...

HAL

Sure thing.

Pointing to the piano.

It's under his bench. Help  
yourself. But, for heaven's sake,  
don't lose anything!

MICHAEL

Sure thing.

Gathering up the sheet music into an organized pile.

Thanks, there, Hal!

HAL

Don't mention it... And let me know  
what you come up with.

He returns to his back office with a pencil lodged behind his  
ear.

Michael hurries down the office stairs, up the center aisle,  
and attempts to greet Robert, Jerry, Jill, and pianist Harold  
on stage, before tripping on a floor pulley, sending the  
sheet music skidding across the floor. The quintet  
immediately helps gather up the precious pieces of music to  
begin the long night.

INT. COLONIAL THEATRE, BOSTON, MASSACHUSETTS - MOMENTS LATER

Just as the all-night session is getting underway, an usher  
in the front of the theater opens a lobby door to accept a  
delivery. The usher soon hands the parcel over to its  
addressee, seated on stage.

ROBERT

Thank you.

Looking up to acknowledge the usher while opening the  
package.

Ok, people, listen up! This is the  
scene rewrite replacing Stroke of  
Luck. Uh...

Pausing to look over the contents.

Great! Neil stuck in some extra copies. Let's read through this new scene to help find the song we're looking for. It's only a page and a half.

Passing out copies to Jerry, Jill, Michael, and Harold.

MICHAEL

FRAN in bed, CHUCK helping her into his bathrobe.

(smiling)

Ooh la la. Nice! Go ahead, Jerry...

JERRY

Listen, I don't want to seem gloomy, but what are you going to tell your family? About what happened?

JILL

I thought I'd just tell my father. He's hard of hearing... My brother's a problem. He's six feet six with a Polish temper.

JERRY

(starting to make bed)  
Well, if you need a character reference, I'm your man.

JILL

(looking at guitar on table)

Is this your guitar?

JERRY

I bought it second hand three months ago, in another futile attempt to become the life of the party.

JILL

(picks it up)  
Would you play something for me?

JERRY

In about two weeks. The blisters on my fingers haven't healed yet... Luncheon will be served as soon as I finish my housework.

JILL  
(at sofa with guitar)  
Tell me, how come someone like you  
isn't married?

JERRY  
Oh. Well, there was a girl I wanted  
to ask back home. Bertha Gosseman.  
I was so crazy about her I even  
thought her name was pretty.

JILL  
What happened?

JERRY  
She married Albert Mangassarian, my  
best friend. On their wedding day I  
tried to kill myself.

JILL  
You?

JERRY  
I was going to hang myself in the  
attic. My kid sister saved me.

JILL  
She cut you down?

JERRY  
No, she wanted to watch, I got  
embarrassed.

JILL  
Well. I guess there's a lesson in  
there we've both learned.

JERRY  
What's that?...

ROBERT  
Alright! I like it. Everybody got  
that?

Looking about, ending with Harold.  
Alright, Harold, you're the  
jukebox. Where should we start?

HAROLD  
I like to start simple, then move  
up from there.

Harold begins to explore the stack next to him. Each of the eight songs ultimately selected by the group, after being performed by Jerry or Jill, takes up approximately three minutes of film footage.

Let's see, Only Love Can Break a Heart, Close to You, uh...Walk On By, Trains and Boats and Planes. Hey, how about this one? Gotta Get a Girl.

Harold begins to play the introduction.

JERRY  
Hey, I remember this one! Frankie Avalon.

Jerry proceeds to sing the song.

HAROLD  
(shouting)  
1961!

JILL  
That's very close to the setting of this show.

Jerry and Harold finish the song.

ROBERT  
I'm liking that two by two thing.  
Yeah! Put that in the good pile.

Harold places the sheet music to this song on top of the upright piano and turns to the stack next to him for another selection.

HAROLD  
You'll Never Get to Heaven, The Man Who Shot Liberty Valance, I Say a Little Prayer. Hmm, great song!  
Nah, it's sung by a female. Let's see, Don't Go Breaking My Heart, What's New Pussy Cat?. Hey, how about this?

Holding the music up over his head.  
Be True to Yourself.

MICHAEL  
Bobby Vee!

Harold begins to play.

JERRY  
I know this one, too!

Midway through this selection, Jerry dramatically gets down on one knee in front of a seated Jill. The song soon ends, and laughter is heard.

MICHAEL  
I say, good pile! Robert?

ROBERT  
(nodding)  
Harold, you're on a roll. What else have you got?

HAROLD  
(smiling)  
Oh, oh, I gotta play this one!

He begins playing *Blue on Blue*.  
I can see why Burt carries this one around!

JERRY  
I got-

Jill holds out her hand, stopping Jerry.

JILL  
No, no, no. Save your voice. Allow me. I sing this in the Village at Cafe Bohemia on Barrow Street.

Jerry looks at Jill.

ROBERT  
Go ahead, Jill. Harold from the top, please.

Jill kneels in front of Jerry and delivers an emotional rendition.

Cut! Love it. Pile, please. There's that two-by-two thing again. Hey, I think we're establishing a theme here...

MICHAEL  
(laughing)  
We should give Hal a call, maybe he can explain!

JILL  
He's probably asleep! What time is it, anyway?

JERRY  
2:15.  
(yawning)

INT. HAL DAVID'S HOUSE, MASPETH, QUEENS - NIGHT

The scene shifts to Hal's house in Maspeth, Queens, where he's writing on a legal pad in his overstuffed club chair, sipping a glass of Cuddy Sark scotch.

INT. COLONIAL THEATRE, BOSTON, MASSACHUSETTS - MOMENTS LATER

Meanwhile, back at the Colonial Theater, Harold places *Blue on Blue* on top of the piano, then turns to leaf through the remaining stack next to him.

HAROLD  
Alright, uh, ok... Do You Know the  
Way to San Jose, There's Always  
Something There to Remind Me,  
Alfie. God, that's a great song!  
Don't Make Me Over, Promises,  
Promises...  
(laughing)  
Ha, ha, how did this get in here?  
The ink isn't even dry yet!

Looking sideways at the next piece.

MICHAEL  
What do you have, Harold?

Harold looks over his glasses, sporting a wide grin.

HAROLD  
I got this one, guys!

He leans back on the piano bench and offers up this Bacharach-David hit. Twenty-five-year-old Harold Wheeler now delivers a heart-wrenching performance of *Make It Easy on Yourself*, ala Jerry Butler. Harold soon concludes the song.

Pile!

ROBERT  
Agreed. Ok, that's four! We just  
need four more, call it a night,  
and present all eight to Merrick in  
the morning.

JERRY  
(chuckling)  
Ha, ha!  
(MORE)

JERRY (CONT'D)  
Merrick in the morning, sounds like  
we got another hit here!

Laughter is heard in the empty, dimly lit theater. Robert now gets up to stretch.

ROBERT  
Company break! Fifteen minutes.  
Then, right back here on stage.

Looking over at Harold.

Great job, Harold, really. I'll be sure to let Burt and Merrick know.

HAROLD  
Thanks, Robert. We still have more work to do.

ROBERT  
Indeed... When we come back, I'd like you to begin selecting more dramatic pieces. I think you're on to something with Make It Easy on Yourself.

HAROLD  
You read my mind...

The five soon meet again on stage, as Jerry passes out bottles of Coca-Cola.

JERRY  
Here, these are on me...

Clinking glasses with the others.

ROBERT  
Thanks, Jerry.

Taking a generous swig.

Harold and I want to start selecting songs with a bit more bite. I think Harold was on to something with Make It Easy on Yourself.

The rest of the group nods in approval, while Harold continues his intrepid search.

HAROLD  
What the World Needs Now, I Smiled  
Yesterday, Baby It's You.

JERRY  
The Beatles!

HAROLD  
The Shirelles, too... Twenty Four  
Hours from Tulsa, Too Late to  
Worry, Wives and Lovers.

MICHAEL  
Too Late to Worry certainly fits!  
(laughter)  
Hold on. I think Harold's got  
something!

HAROLD  
Well, it's not exactly a dramatic,  
knock-down, drag-out song, but I  
think this would work, Robert.

ROBERT  
That's Ok. What do you have?

Harold begins playing *The Look of Love*. Jerry soon rises, turns his straight chair around, and sets it directly in front of a blushing Jill. While seated, he looks directly into her youthful eyes.

JERRY  
Let's see if we can make this work.  
Give me that intro again, Harold.

HAROLD  
Uh, Jerry, there isn't any intro!  
But, I kind of like that. It makes  
the song so much more, hmm,  
conversational. Don't you think?  
(astutely)

JERRY  
Right. A starting note, then,  
please!

Jerry sings this slow, sexy, powerfully moving song, which suddenly seems to everyone present to be the perfect overture by a desperate Chuck to woo an overly fragile Fran.

MICHAEL  
I'm sold on that song! Robert?

Robert nods.  
Ok, gang, three more. Harold?

HAROLD

You know, I'm liking these slow, driving, passionate Bacharach-David pieces. I'm going to throw this song out there off the top of my head... This Guy's in Love with You.

ROBERT

Let's hear it. Jerry?

Jerry succeeds with this equally compelling song, and *This Guy's in Love with You* now makes it to the top of the piano.

Nice runs, there, Harold! Ok, two more and we go home...

HAROLD

(murmuring)

In the Land of Make Believe, The Windows of the World...

Pausing to study the next piece.

Let Me Be Lonely, hmm!

Receiving less than encouraging shrugs from the others, he continues.

Who Is Gonna Love Me... Oh my God.

Yes! We gotta try this one!

MICHAEL

What have you got?

HAROLD

Anyone Who Had a Heart.

Jill raises her hand, motioning to herself.

JILL

I sang this song at an audition last year for a cabaret act at The Bitter End. I know it by heart!

ROBERT

Didn't Dusty Springfield sing her own rendition of this song?

MICHAEL

She sure did! Such power in her voice, yet subtle when she needs to be.

HAROLD

A recording studio's dream, for sure!

ROBERT  
But we have our own sensation right  
here with us. Go right ahead,  
Jill...

Getting up and walking to center stage, Jill straightens out her dress and, with shoulders thrown back and feet drawn apart, delivers a knockout performance at three o'clock in the morning. Robert and Michael look at each other in amazement as this twenty-year-old dynamo finishes the song.

Meanwhile, over at Massachusetts General, Burt is seen sitting up in bed, while a nurse checks his blood pressure. He looks over to the chalkboard on the wall containing his vital signs. Inside the temperature box, it reads a very normal 98.3.

MICHAEL  
Gang, it's on to number eight.  
Fantastic, Jill, fantastic!

Jerry leads the trio in applause, while Jill quietly takes her bow.

HAROLD  
Hey, for number eight, I'm going to turn the stack upside down.  
Ready...? Promise Her Anything!

JERRY  
Tom Jones?

ROBERT  
Alright, I think we're getting a little punchy. Harold, nice idea, but Merrick will never go for that song!

HAROLD  
Come on. Jerry could address the audience with the lyrics. Neil will love it, and it would be a big, big finish!

ROBERT  
I completely understand where you're coming from, I really do, but we're talking David Merrick here. What else do you have, Harold? Never mind... Hey!

Snapping his fingers.

I've had a song in my head all night that would really fit the scene. To Wait for Love. We need to add a song like this to the mix, just in case Merrick doesn't want to take any more risks with the audience.

This song was, if I recall correctly, recorded by Tony Orlando. It's catchy, scene-oriented, and straightforward, from the standpoint of one, love-sick and desperately lonely CC Baxter.

(suddenly animated)

Yes. Yes! Harold, is To Wait for Love in your inverted stack there?

Harold sifts through the stack and finds it. It's the second-to-last piece of sheet music.

HAROLD  
I'll have to sight-read this one.

Cleaning his thick glasses with a handkerchief.

MICHAEL  
Jerry, you up for this?

JERRY  
Never heard of it. Jill?

Jill shrugs her shoulders.

ROBERT  
Ok. Jerry and Jill, and you, too, Michael...you can sing!

MICHAEL  
(loudly)  
And dance!

ROBERT  
All of you, gather around behind Harold, and humor me, people.  
Please!

The camera fades, then finds Robert, Michael, Jill, and Jerry, standing in an arc behind Harold, looking over his shoulder at the sheet music, while sight-reading *To Wait for Love*. All but Robert are singing. As they cast their arms around each other, the following words are presented on screen.

## QUARTET

Dreams come true and if you  
 Get too far behind them  
 Someone else will find them  
 To wait for love is just  
 To waste your life away

The film now cuts to the bridge.

So press your lips  
 Against my lips  
 And thrill me with the  
 Warmth of your caress

Finishing the song and the long evening.

The time for love is late  
 So please don't wait  
 Together we can  
 Find happiness  
 Fall in love today...

With the Colonial Theatre lights finally shut off, a very tired Robert, Michael, Harold, Jerry, and Jill exit a backstage door and stream out into a dimly lit alleyway. They now go their separate ways, but not before Robert declares.

ROBERT  
 Eight-thirty A.M. sharp in David's office, people.

All five disappear into the dwindling night.

INT. COLONIAL THEATRE, BOSTON, MASSACHUSETTS - THE NEXT DAY

David Merrick is perched in his customary tenth-row orchestra seat, next to Robert, Michael, Neil, Harold, Hal, and Burt. For their part, Jerry and Jill have taken their places on stage for a secret song they have been rehearsing for the better part of three hours. It's Twelve-thirty in the afternoon.

ROBERT  
 (authoritatively)  
 Ok, this is a private session, and  
 all the doors have been locked.  
 Jill, can you pick up the scene  
 when Fran says, Tell me, how come  
 someone like you isn't married?  
 (louder)  
 Exactly as blocked, guys!

Jill begins the scene effortlessly.

JILL  
(at sofa with guitar)  
Tell me, how come someone like you  
isn't married?

Jerry, equally relaxed.

JERRY  
Oh. Well, there was a girl I wanted  
to ask back home. Bertha Gosseman.  
I was so crazy about her I even  
thought her name was pretty.

JILL  
What happened?

JERRY  
She married Albert Mangassarian, my  
best friend. On their wedding day I  
tried to kill myself.

JILL  
You?

JERRY  
I was going to hang myself in the  
attic. My kid sister saved me.

JILL  
She cut you down?

JERRY  
No, she wanted to watch, I got  
embarrassed.

JILL  
Well. I guess there's a lesson in  
there we've both learned.

JERRY  
What's that?...

An amplified acoustic guitar begins to play a simple  
introduction from the orchestra pit. He alone accompanies  
this song.

JILL  
(sings, fake playing the  
guitar)  
What do you get when you fall in  
love  
A guy with a pin to burst your  
bubble  
(MORE)

JILL (CONT'D)  
That's what you get for all your  
trouble  
I'll never fall in love again  
I'll never fall in love again  
What do you get when you kiss a guy  
You get enough germs to catch  
pneumonia  
Then when you do he'll never phone  
ya  
I'll never fall in love again  
I'll never fall in love again  
Don't tell me what it's all about  
Cause I've been there and I'm glad  
I'm out  
Out of those chains  
Those chains that bind you  
That is why I'm here to remind you  
What do you get when you fall in  
love  
You only get lies and pain and  
sorrow  
So for at least until tomorrow  
(with Jerry)  
Never fall in love again  
I'll never fall in love again

JERRY  
What do you get when you give your  
heart  
You get it all broken up and  
battered  
That's what you get - a heart  
that's shattered  
I'll never fall in love again  
I'll never fall in love again  
Don't tell me what it's all about  
Cause I've been there and I'm glad  
I'm out  
Out of those chains  
Those chains that bind you

JILL  
That is why I'm here to remind you  
(now with Jerry)  
What do you get when you fall in  
love  
You only get lies and pain and  
sorrow  
So for at least until tomorrow  
(Jill alone)  
I'll  
(now with Jerry)  
Never fall in love again

JERRY  
(Jerry alone)  
I'll  
(now with Jill)  
Never fall in love again

A gentle guitar vamp concludes this brand-new song, while Burt looks over at a beaming Hal. Robert addresses Jill and Jerry on stage.

ROBERT  
Fine job, guys! You, too, Mitch.

Acknowledging the guitarist. Standing up from her prop bench, Jill pays her own respects, this time to Burt and Hal, with tears streaming down her face.

JILL  
So simple. So beautiful...

JERRY  
Yeah, truly beautiful!

MICHAEL  
(pensively)  
Now, David, we also have eight additional songs for you to consider...

Robert puts up his hand to quiet Michael.

ROBERT  
I don't think those songs will be necessary, do you, David?

DAVID  
Absolutely not!

A door soon closes at the back of the theater. Leaning forward in his seat, David seeks out Hal and Burt, further down the row.

Great work, gentleman! Hey, where's Burt?

HAL  
He's going back to bed!

INT. BURT'S HOTEL ROOM, BOSTON, MASSACHUSETTS - MOMENTS LATER

Burt is seen lying face-down in his hotel bed, with the phone beside him left intentionally off the hook. A camera soon pans the room, stopping to focus on an oversized bouquet of flowers on the nightstand, with a card that reads,

Get Well Soon,

*Love, Angie & Nikki*

The screen rolls the following text to end the movie:

From October 7 - November 23, 1968, *Promises, Promises* previewed at the Colonial Theatre in Boston, and later at The National Theatre in Washington, DC, before making its Broadway premiere on December 1, 1968, at New York's Shubert Theatre, where it played an illustrious 1,281 performances.

Burt kept his promise and reunited with Angie and Nikki in Palm Springs after twelve performances of *Promises, Promises*. He was soon summoned back to New York by Producer David Merrick due to technical problems involving the orchestra musicians.

In 1969, *Promises, Promises* was nominated for eight Tony Awards, walking away with only two. Jerry Orbach, for Best Performance by an Actor in a Leading Role in a Musical, and Marian Mercer, for Best Performance by an Actress in a Featured Role in a Musical. Both actor-award categories.

The song *I'll Never Fall in Love Again*, became a smash single for Dionne in 1970, hitting No. 1 on Billboard's Adult Contemporary Chart. It would be the last time a song originating on Broadway reached the top spot on any Billboard chart.

Hal David died in 2012. He was 91.

Burt Bacharach passed away in 2023, at age 94.

Jerry Orbach died in 2004. He was 69.

Jill O'Hara lives in Manhattan, less than a mile walk from the Shubert Theater.

THE END

#### EPILOGUE:

On the evening of March 16, 1971, at the 13th Annual Grammy Awards in Los Angeles, Dionne won the Grammy for Best Contemporary Vocal Performance by a Female, with the song *I'll Never Fall in Love Again*.