

"ANDREA"

Written by:
Jim Boston

1312 N. 48th Ave., #324
Omaha, NE 68132
402 556-3340
Huskercyclone@netzero.net
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FADE IN:

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

This World War 2-era house has been redesigned into a duplex; several cars cram its driveway.

Clear skies rule on this September Monday.

INT. ANDREA'S LIVING ROOM - DAY

This albeit good-sized living room looks cramped: Lots of furniture...including several bookcases of reading material.

Despite the TV being ON, roommates CAROLE NEUMANN (21, quiet) and MARTHA LOUISE GUIDRY (18, outspoken) sit on a couch and type away on their laptops.

MARTHA LOUISE

God, Carole, that was a hell of a line they had for registration!

Carole grins.

MARTHA LOUISE (CONT'D)

If I see another line like that one, I'm gonna go back home to San Diego and transfer to Alliant International University.

CAROLE

They're not so bad, Martha Lou. Just give yourself a few--

They HEAR the door open.

The result reveals Martha Louise's and Carole's roommate, ANDREA MCKEOWN (20, squeaky voice, spirited)...who totes textbooks, her laptop, and a copy each of the "Los Angeles Times" and the "Long Beach Press-Telegram."

Andrea plops herself into a lounge chair.

ANDREA

You guys, this has gotta be it. This has gotta be the year I get some teaching experience.

MARTHA LOUISE

Good luck, Andrea. If you'd've been smart, you'd've gotten into business administration...like me.

Andrea grabs the classified section of her copy of the "Los Angeles Times" and reads it.

She grimaces.

MARTHA LOUISE (CONT'D)

If you were in business, you'd be in line for the big money when you got out...assuming they've still got jobs when you get out.

(closing her laptop)

You wouldn't have to settle for...teaching.

ANDREA

Martha Louise, you're too much of a cynic to be my guidance counselor.

Carole chuckles at Andrea's remark while Martha Louise gestures as if she's about to hit Andrea.

CAROLE

Just what do you see in teaching music, Andrea?

Andrea tosses the "Times" aside; she opens up the "Press-Telegram" and heads for its classified section.

CAROLE (CONT'D)

With your talent, I think you'd make more of a mark as a performer.

Martha Louise turns to Andrea.

MARTHA LOUISE

You'd've made more of a mark if you'd kept playing softball...I mean, anybody that can strike out twenty-two batters--

ANDREA

Satisfaction.

Andrea tosses the Long Beach newspaper aside.

ANDREA (CONT'D)

Wish I could find some satisfaction in the classifieds.

EXT. BROTMAN HALL AT CAL STATE UNIVERSITY, LONG BEACH - DAY

A STEADY STREAM OF STUDENTS files into Long Beach State's modern-looking administration building...the one with a triple fountain in front.

Andrea (backpack and all) joins that steady stream.

MAIN TITLES APPEAR OVER ACTION.

INT. BROTMAN HALL FIRST FLOOR HALLWAY - DAY

Andrea checks a bulletin board in her search for work for budding music teachers.

No dice.

INT. BROTMAN HALL CAREER DEVELOPMENT CENTER (ROOM 250) - DAY

Now she looks through another bulletin board to check for interviews school districts in California and surrounding states might conduct for potential music instructors.

Nothing.

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

Andrea heads for the house.

INT. ANDREA'S LIVING ROOM - DAY

Carole and Martha Louise sit on the couch, where they eat popcorn and watch TV.

Andrea takes off her backpack, pulls out her laptop and a copy of today's "Los Angeles Times," and joins her roommates on the couch.

MARTHA LOUISE

Carole and I chipped in and bought
you...

Martha Louise picks another copy of today's "Times" up off a coffee table.

MARTHA LOUISE (CONT'D)

A paper. It was Carole's idea.

CAROLE

Yeah. We wanted to make--

ANDREA
 (unfolding her own paper)
 Nah. That's all right.

Andrea goes right to the classifieds.

ANDREA (CONT'D)
 I mean, when not even going online
 can help...

The "Personals" section catches her fancy.

The ad she looks at reads: "MARY NELLE'S...213 463-9999."
 Below that, in smaller letters: "MARYNELLES.COM."

As she reads the other personal ads, Andrea's eyes sparkle.
 Her roommates catch the look.

CAROLE
 That paper's really paying off.

MARTHA LOUISE
 Yeah. You find something, Andrea?

Andrea points to the ad that touts Mary Nelle's.

MARTHA LOUISE (CONT'D)
 What in the world's a massage
 parlor got to do with a teaching
 job?

ANDREA
 If I can't get into the teaching
 profession the conventional way,
 I'm gonna do it through the back
 door.

MARTHA LOUISE
 You can say that again.

ANDREA
 It's simple. I'm gonna work with
 prostitutes...teach 'em one other
 profession, give 'em something to
 fall back on.

Carole looks puzzled...Martha Louise looks cynical.

ANDREA (CONT'D)
 Guys, it's a way to get 'em out of
 the world's oldest profession.
 Instead of selling their bodies,
 they can sell their talents.

Carole nods...but Martha Louise shakes her head "no."

MARTHA LOUISE

What do you think they're selling now?

ANDREA

You know what I mean...musical talents.

CAROLE

(to Andrea)

It all sounds well and good, and commendable, but that's a big risk, taking on people who've, well, already been--

MARTHA LOUISE

Andrea, take my advice: You'd be better off training a school of piranha.

Andrea stares her roommates down.

INT. ANDREA'S BEDROOM - DAY

The alarm clock RINGS and awakens Andrea in the process.

She bats at the clock until she finds (and pushes in) the alarm switch.

Pajama-clad Andrea sleepily rises out of bed in a somewhat-cluttered room that features posters of Haim and Shohei Ohtani in prominent places. She finds a note below the lamp on a night table.

The note reads: "ANDREA...DON'T DO IT!!"

Andrea wads the note.

ANDREA

It had to be Martha Louise.

Andrea leaves the bedroom and tosses the note behind her.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - ANDREA'S SUV - DAY

A 2010 Dodge Durango heads toward the Sunset Strip...where the sport utility vehicle barely fits in with the flow of traffic heading west.

INT. ANDREA'S SUV - DAY

Andrea, in a cute, powder-blue dress, drives. She listens to THE RADIO, which blares out an oldies station that plays a 1980s hit by Chicago.

ANDREA

It's too bad those guys put their horns away on their hit singles.

She looks out the window and sees how traffic stands still.

ANDREA (CONT'D)

That was their sound.

Andrea goes for her SUV's horn, but doesn't honk it. Instead, she goes to her purse and pulls out a small piece of paper listing the massage parlor's address...and nods in approval.

She puts the note back in her purse...but hears O.S. HONKING.

EXT. MARY NELLE'S - DAY

This is a two-story one-time mansion from the 1920s.

Andrea and her Durango drive up and park. As she gets out of the vehicle, she flashes that "what the hell did I get myself into?" look.

She takes a slow walk around the building; once she looks satisfied that this is indeed Mary Nelle's, Andrea goes right to the front entrance.

Andrea rings the doorbell...and finds that WHAT COMES OUT isn't your Typical Doorbell Sound.

The door opens, and...

INT. MARY NELLE'S LOBBY - DAY

...reveals MARY NELLE KATHLEEN COURTNEY O'REILLY (26, outgoing; sexy), who wears a pantsuit.

Mary Nelle straightens up her hairdo as she looks at Andrea.

MARY NELLE

Please...come on in...what can I do for you?

Andrea saunters into the massage parlor.

ANDREA

Thanks...I saw your ad in the personals section of the want ads, and I was wondering...if you were looking for a few good women...in this case, one good woman.

Mary Nelle's mouth flies open.

ANDREA (CONT'D)

In college sports, they'd call me a walk-on.

Mary Nelle still looks bewildered.

MARY NELLE

We usually don't find girls like this, but...

ANDREA

Are you one of the girls?

MARY NELLE

(shaking her head "no")
Tell you what: Come up to my office.

Andrea follows Mary Nelle up a flight of stairs and looks around at the rather large lobby.

ANDREA

You must pay a humongous rent in order to stay here.

MARY NELLE

Well, not quite. I live here, too.

INT. MARY NELLE'S OFFICE - DAY

Rather spacious...and it features several tall plants and a small refrigerator.

Mary Nelle goes over to the plush chair behind her desk and sits down.

MARY NELLE

Have a seat, uh--

ANDREA

Andrea McKeown.

Andrea sits down on an equally plush chair on the other side of the desk.

ANDREA (CONT'D)

You're...you're not Mary Nelle, are you?

MARY NELLE

I sure am.

Mary Nelle and Andrea shake hands.

MARY NELLE (CONT'D)

Please forgive my lack of consideration.

Andrea nods while the twosome break the handshake.

Mary Nelle goes over to the refrigerator, opens it, and grabs a pair of bowls and a couple of oranges.

MARY NELLE (CONT'D)

Andrea, would you like an orange?

ANDREA

Why not?

Mary Nelle closes the fridge; she puts an orange in a bowl and hands the full bowl to Andrea, who takes the full bowl.

MARY NELLE

My real name's Mary Nelle Kathleen Courtney O'Reilly...but everybody calls me Mary Nelle.

Both peel their oranges and eat them.

MARY NELLE (CONT'D)

You seem like such a nice young woman. How come you want to work for us?

Andrea rests her chin on her hands for a few seconds.

ANDREA

Well...it's the money. I'm going to Long Beach State, and I promised my folks I'd pay my own way.

Mary Nelle nods.

ANDREA (CONT'D)

My pa...he died eleven years ago...told me one day: "Andrea, if you want something badly enough in life...you'll get it.

(MORE)

ANDREA (CONT'D)

But you've gotta rely on your own resources." That's all I'm trying to do.

Now Mary Nelle stares into space for a few seconds.

ANDREA (CONT'D)

You ever get any college students?

Mary Nelle shakes her head "no" and grins.

MARY NELLE

Tell you what...

Mary Nelle leafs through a stack of papers on her desk, but stops in midsearch to wipe her hands on a napkin.

MARY NELLE (CONT'D)

We've had some girls come in here trying to get money to go to college, but we've never had any college students trying to get into the life...

Almost at the bottom of the stack, Mary Nelle pulls out an application form. Then she attaches the application form to a clipboard and hands the loaded clipboard (and a pen) to Andrea, who sets down her orange bowl.

MARY NELLE (CONT'D)

Don't let anybody say we're not an equal opportunity employer.

Andrea fills out the form; halfway through the task, she catches a sideways glance at Mary Nelle's hands.

ANDREA

(whispering)

Look at those fingers...she could have no trouble playing twelfths on the piano.

MARY NELLE

Huh?

ANDREA

Just wishing everything works out well.

Mary Nelle smiles and goes back to her orange.

INT. MARY NELLE'S MASSAGE ROOM #1 - DAY

This is actually one of several bedrooms in the old mansion. This one has sparse furnishings and the color scheme is...well, a bit gaudy.

ANDREA

Mary Nelle, you've got some interesting...tastes.

MARY NELLE

Actually, they're not so much mine as Charlotte Littlejohn's.

ANDREA

Who's Charlotte Littlejohn?

MARY NELLE

She was a silent screen star of the 1920s.

Mary Nelle removes her suit coat.

MARY NELLE (CONT'D)

She built this mansion after her first movie...one of those where they tie her up on the railroad tracks.

(taking off her blouse)

And then she gets saved by a tall man in an even taller hat.

As Mary Nelle goes topless, Andrea looks on in amazement.

MARY NELLE (CONT'D)

Anyway, Charlotte Littlejohn liked flashy, gaudy colors.

(takes off her bra!)

Why, she had a Stutz Bearcat that was painted chartreuse.

ANDREA

Stop!

Mary Nelle grins.

ANDREA (CONT'D)

Shouldn't I be practicing on a man for my test massage?

Mary Nelle goes over to a bed and is now on her stomach.

MARY NELLE
Business isn't too good this time
of day.

Andrea doesn't budge.

MARY NELLE (CONT'D)
Oh, Andrea, it's all right. Give me
a massage.

Andrea shrugs and saunters over to Mary Nelle.

MARY NELLE (CONT'D)
You pretend I'm a customer and
we're both checking each other out.

Now Andrea rubs on Mary Nelle...but:

MARY NELLE (CONT'D)
You'll find some creams, oils, and
lotions on the table.

ANDREA
Right.

Andrea goes over to a table next to the bed and grabs a
bottle of lotion. She rubs some lotion on Mary Nelle's back.

MARY NELLE
Andrea, do you have any questions?

ANDREA
Not right now.

MARY NELLE
First of all, let me tell you that
we charge eighty-nine dollars for a
massage, but if a client wants
something extra, it's a hundred
nineteen.

ANDREA
A blow job.

Mary Nelle turns around and looks at Andrea in surprise.

ANDREA (CONT'D)
Don't worry, Mary Nelle. I went on
YouTube and found that TV-movie
about "My Mother's Secret Life." It
had Loni Anderson in it.

Mary Nelle goes back to her prone position.

MARY NELLE
 Andrea, why don't you tell me a
 little bit...

Andrea applies some more lotion and rubs Mary Nelle harder.

MARY NELLE (CONT'D)
About yourself.

ANDREA
 Well, I was born and raised in the
 San Fernando Valley.

MARY NELLE
 You, too?

ANDREA
 Right. Did you go to San Fernando
 High?

MARY NELLE
 No. I went to a Catholic high
 school--

ANDREA
 The one in West Hills.

Enthusiastic Andrea rubs like a trainer for an NFL team.

ANDREA (CONT'D)
 We used to play 'em in softball.
 They hadn't won a CIF title since
 2007.

MARY NELLE
 Yeah. Since then, we'd led the CIF
 in Hail Marys...sounds like you
 really like sports.

ANDREA
 Yep. Lettered in softball all four
 years, played basketball for two
 years. Ran track for three years,
 too.

Mary Nelle tries to nod.

ANDREA (CONT'D)
 But it's harder for me to be able
 to pursue a career in sports than
 it is for, say, my cousin Scott.

Andrea rubs harder.

ANDREA (CONT'D)
I'm glad I love music. I'm gonna
make that my career. Be a teacher.

MARY NELLE
Oh, that's great.
(gets seated)
What all do you play?

ANDREA
Well, I play the guitar, piano,
organ, banjo, and, to a certain
extent, the drums.

Mary Nelle now lies on her back.

ANDREA (CONT'D)
Piano, mostly.
(looking at Mary Nelle)
You want me to rub your stomach,
too?

MARY NELLE
A lot of the clients we get like
stomachrubs.

ANDREA
Okay.

Andrea squeezes some more lotion out of the bottle and rubs
the lotion on Mary Nelle's stomach.

MARY NELLE
I think I'll try something
different on my stomach.

An embarrassed Andrea rubs the lotion on her hands and arms
and goes back to the table, where she picks up a jar of cream
and holds it up for Mary Nelle to see.

ANDREA
This all right?

MARY NELLE
Yeah.

Andrea opens the jar and rubs some of its contents on Mary
Nelle's stomach.

MARY NELLE (CONT'D)
Have you ever had a regular job?

ANDREA

Two of 'em: All during high school, this girl who lived next door from me and I were a duo. We played over at Crazy's Pizza Parlor on San Fernando Boulevard.

Mary Nelle grins.

ANDREA (CONT'D)

She played the banjo and I played the piano...we were a ragtime duo.

MARY NELLE

All the pizza you could eat?

ANDREA

Nope. All the beer we could drink. We had to pay for the pizza.

Again, Andrea rubs harder on Mary Nelle...and it tickles.

ANDREA (CONT'D)

My partner did all the drinking.

Andrea eases up on the massage.

ANDREA (CONT'D)

Since last year, I've had a part-time job at the El Segundo Music Hall. Old Town Music Hall. I'm helping this man keep the pipe organ they've got there in shape.

Andrea eases up a bit more on her rubdown.

ANDREA (CONT'D)

It's an old Wurlitzer they used to have in a movie theater. I got a roaring case of goosebumps playing it for the first time.

MARY NELLE

You like any other kinds of music besides ragtime?

ANDREA

All kinds...but my favorites are fusion and Sixties-Seventies R&B.

Andrea misses a spot...and Mary Nelle points to it. (Andrea quickly covers the missed spot.)

MARY NELLE

I like rock...but I'm more the listener type...you sure you don't have any questions?

ANDREA

Come to think of it, yes, I do. If I get the job, am I gonna feel out of place...since I don't drink, let alone do other drugs besides alcohol?

MARY NELLE

No way.

A big smile forms on Andrea's face.

MARY NELLE (CONT'D)

In fact, none of my girls do dope or anything like that...or drink. Anybody acts like they haven't got all their marbles, they get the pink slip.

A grin forms on Mary Nelle's facade.

MARY NELLE (CONT'D)

We've got a girl here who chews tobacco and smokes cigars...she wants to break into the movies and be a stuntperson.

Andrea chuckles herself.

MARY NELLE (CONT'D)

You ought to meet her. She's something else.

ANDREA

How'd you get set up in a place like this? Southern California Edison must get rich off you.

MARY NELLE

Believe it or not, I bought this house for five hundred dollars...provided I got it fixed up. They had a program where new homeowners could do that.

Andrea's mouth flies open.

ANDREA

I thought they just did that in
Watts and East LA.

Mary Nelle goes back into a sitting position.

MARY NELLE

As far as I'm concerned, it's
citywide...anyway, the house had
fallen into real disrepair when I
decided to move in seven years
ago...and that's unusual,
especially for a mansion.

ANDREA

How'd this one get in such bad
shape?

MARY NELLE

Well, Charlotte Littlejohn went
bankrupt a few years after the film
companies went to talking
pictures...she couldn't find work
at the studios.

Mary Nelle stands up in front of the bed.

MARY NELLE (CONT'D)

She lost everything...including
this mansion. She didn't leave a
will, but whoever had it last
didn't do a thing...if anything. At
least he left the walls alone.

Andrea nods.

MARY NELLE (CONT'D)

Charlotte Littlejohn died in 1981.
By then, she'd been reduced to
eating dog food.

(shaking her head "no")

Reportedly, a bad can of Ken-L
Ration did her in.

The two women stare in space for a moment.

ANDREA

Can I rub you down anywhere else?

MARY NELLE

No. That's okay.

ANDREA

How many people you get in here a day?

MARY NELLE

A typical night for a girl is, oh, eight clients. We've got seven girls right now, so, that's fifty-six a night.

Mary Nelle shrugs.

MARY NELLE (CONT'D)

But it's enough to pay the bills and everything. And I close off most of the fifty-four rooms in here.

ANDREA

Will I have to go out on the street?

MARY NELLE

You don't have to if you don't want to. A lot of the girls do, though...they can't get it out of their blood.

Mary Nelle sticks her bra back on.

MARY NELLE (CONT'D)

But you'll find we've got a really laid-back place.

ANDREA

What kind of clients do you get?

MARY NELLE

All kinds...but mainly waitstaff, carhops, all the types you usually find trying to break into Hollywood.

Mary Nelle puts her blouse back on.

ANDREA

How do you get your clients?

MARY NELLE

Cab drivers...word of mouth.

Mary Nelle puts her suit coat back on. Andrea screws the lid back on the jar of cream and sets the jar back on the table.

ANDREA

How'd I do?

MARY NELLE

Well, my body...feels like a whole other body.

(gesturing)

Tell you what: Let me call you tomorrow and decide. How's that?

Andrea strokes her chin for a second or two.

ANDREA

Uh...fine.

INT. ANDREA'S LIVING ROOM - DAY

Andrea's on the couch; headphones on, she listens to a Kool and the Gang album that BLARES OUT from her laptop on a nearby coffee table. She writes in a loose-leaf notebook on the same coffee table.

While Andrea scribbles and listens, the phone (also on the coffee table) RINGS...several times. But she doesn't answer.

Martha Louise comes down the stairs and into the living room...and yanks Andrea's headphones off and puts the phone's receiver to Andrea's ear.

Andrea looks surprised.

ANDREA

(into phone)

Hello...

Martha Louise goes back up the stairs.

ANDREA (CONT'D)

Hi, Mary Nelle. How's it going?...Same here...You have?...What? Tonight?...Will do! See you then!

Andrea shows an ever-widening smile.

ANDREA (CONT'D)

Bye!

Once she hangs up, Andrea stands up and yells in delight.

That yell brings Martha Louise back into the room...this time, with Carole (textbook in hand) in a jog down the stairs, not far behind Martha Louise.

MARTHA LOUISE
 Look, Andrea, I've got a pop quiz--

Carole nods.

ANDREA
 I've got a pop quiz, too...I'm
 working on it...so I can spring it
 on my new...fellow workers...

Carole and Martha Louise stand, frozen.

ANDREA (CONT'D)
 I start tonight!

As Andrea's roommates stand frozen, Martha Louise's face shows high concern.

EXT. MARY NELLE'S - NIGHT

Most of the lights burn on, for the moment, in this mansion-turned-massage parlor.

INT. MARY NELLE'S LOBBY - NIGHT

Andrea (in a low-cut dress) walks into the lobby when Mary Nelle (in a Hawaiian shirt and shorts) greets her.

MARY NELLE
 (shaking Andrea's hand)
 Welcome to Mary Nelle's, Andrea.

SIX OTHER EMPLOYEES sit on two couches, while A SEVENTH stands. All seven women wear various outfits.

SIDNICE STEVENSON (18, Black, playfully sarcastic), FRANCES LANGFORD (26, White, straightlaced), and HILDEGARDE JACKSON (19, Black, New York-born, an eager beaver) all sit, left to right, at one couch.

ANDREA
 Glad to be here, Mary Nelle.

MARY NELLE
 Andrea, meet Sidnice. She calls herself "Niocy." To her left are Frances and Hildegarde. Hildegarde's nickname's "Jinx."

Sidnice, Frances, and Hildegarde trade AD LIBBED greetings with Andrea.

So do the three on the other couch: TINA LOUISE "T.L." THOMPSON (28, Black, businesslike), PATIENCE WADSWORTH LONGFELLOW (23, White, Kentucky-born, likes to play counselor), and JOCELYNNE NETTLETON (23, White, tough gal).

Jocelynne chews a wad of tobacco.

MARY NELLE (CONT'D)

On the other couch are T.L.,
Patience...her folks call her
"Stretch..." and
Jocelynne..."Jocey" for
short...she's the one who chews
tobacco and smokes cigars.

Andrea nods.

MARY NELLE (CONT'D)

And standing over there is
Alfreda...or "Al."

ALFREDA MONTGOMERY (19, Black, rebellious) walks over to the new employee.

ALFREDA

So you gonna be workin' for us,
huh?

Andrea looks some kind of excited.

JOCELYNNE

By the way, Andrea, those are our
real names, so we ain't got nothing
to hide.

Andrea nods and turns to Mary Nelle.

ANDREA

Mary Nelle...don't you have some
kind of...dress code?

MARY NELLE

No dress code here.
(to the other prostitutes)
This is Andrea's first night as a
working girl, so...I want us all to
make her feel welcome here. Okay?

Most of the other hookers nod...but only Patience and Hildegard show any real enthusiasm.

LATER

Andrea's now the only hooker in the room; she sits at a couch when RON HUGHES (30s, Black) walks into the lobby.

ANDREA

Ron...Ron Hughes? What are you doing here?

RON

That's what I was gonna ask you...Andrea.

ANDREA

C'mon up and we'll both get some answers.

Ron follows Andrea upstairs.

INT. MARY NELLE'S MASSAGE ROOM #1 - NIGHT

Ron's now topless and Andrea's still in her low-cut dress.

RON

(reclining on the bed)

What's a nice girl like you doing in a...place like this?

Andrea grins.

RON (CONT'D)

Especially after you put my Pacific Palisades High School team in the record books by striking out...twenty-two of my girls four years ago. In one game!

ANDREA

Yeah...but I walked five...and walked in a run. What kinda cream would you like?

RON

Anything's cool.

(on his stomach)

You are going to school, aren't you? Or is this it?

Andrea grabs the same jar of cream from the audition; she opens the jar and spreads some cream on Ron's back.

ANDREA

I'm going to Long Beach State. I need the money in order to keep going there.

Ron's so startled he jumps up.

ANDREA (CONT'D)

College'll clean you out faster than a good laxative.

RON

Girl, you could've had UCLA or Oklahoma or Florida or USC paying your way for four years...one at a time, of course.

ANDREA

(puts Ron back on stomach)
Wouldn't have had anyplace else to go with my curveball after college. So, I decided to take music...besides, I like Long Beach State's curriculum.

Ron rises back up.

RON

Your old school might want you back as a coach. Remember? San Fernando High? They haven't been the same since you graduated--

Andrea pushes Ron back down and continues to rub his back.

ANDREA

I think I'd do better teaching the other girls here music...in fact, that's why I'm here. To get teaching experience I can use when I get out. Wanna turn over, Coach?

A reluctant Ron turns over on his back.

RON

If your backrub's anything like your curveball, you're gonna be All-City here.

Andrea grabs some oil and rubs Ron's stomach with it.

ANDREA

This fine?

Ron nods.

ANDREA (CONT'D)
You come here often?

RON
Yeah. I know Alfreda. Wish she'd
stayed out for basketball at
Crenshaw. Couldn't take direction.
(studying Andrea)
If your old coach ever finds out
what you're doing now, he's gonna
flip.

Andrea rubs Ron's stomach harder.

RON (CONT'D)
Andrea, I still think you threw a K-
Y ball.

Andrea rubs Ron's stomach even harder.

INT. ANDREA'S LIVING ROOM - NIGHT

THE TV'S ON...Carole and Martha Louise (both in their
sleepwear) occupy the couch alongside Andrea, who still wears
her low-cut dress. She receives Martha Louise's stares while
Carole sleeps.

MARTHA LOUISE
Anybody flunk yet? Why aren't you
covered up with bruises, welts,
and, uh--

Carole wakes up.

ANDREA
Martha Louise, before you teach
'em, you've got to get to know 'em!

CAROLE
Why don't you two hit the sack?

Carole herself goes back to sleep...right there on the couch.

EXT. CSULB UNIVERSITY LIBRARY - DAY

STUDENTS read books or go online underneath a series of
umbrella tents that line the front entrance to this
attractive, modern building.

INT. GROUP STUDY AREA ON LIBRARY'S THIRD FLOOR - DAY

With music textbooks and books about musical instruments by her side, Andrea types into her laptop.

Andrea's questions include: "DID YOU GET ANY INSTRUMENTAL INSTRUCTION IN ELEMENTARY SCHOOL?" "IF YOU WANTED TO PLAY A BAND INSTRUMENT, WHICH ONE WOULD YOU PREFER? WHY?"

Andrea struggles with a few queries.

EXT. MARY NELLE'S - NIGHT

Briefcase in hand, Andrea sprints toward the front entrance. This time, she's in jeans and a T-shirt.

INT. MARY NELLE'S LOBBY - NIGHT

When Andrea arrives at the lobby, she finds Frances and Patience...seated on one of the couches.

PATIENCE

Ah knew college was tough, Andrea, but Ah never realized they'd give you that heavy a load to tote.

ANDREA

Well...yeah.

FRANCES

I thought of going to college, but my husband'll never hear of it.

ANDREA

Your...what?

FRANCES

He's a plumber. Keith Langford..."Plumber to the Stars."

Andrea looks even more disarmed.

FRANCES (CONT'D)

And I think our three-year-old son might get upset if I made a latchkey kid out of him.

ANDREA

Three-year-old son?

PATIENCE

So, Andrea, whatcha thank of the life?

ANDREA

Well, it's very interesting...so far. I've heard so much about it, all the arguments for and against it, read up on it, but being in it...

Jocelynne enters the room; she carries Sidnice...who sports a black eye.

Andrea, Patience, and Frances look shaken up.

ANDREA (CONT'D)

(to Sidnice)

Looks like you and he got into it.

SIDNICE

No, you dummy, me and...

(looks at Jocelynne)

Jocelynne here got into it.

(looks at briefcase)

Andrea, this ain't no college.

Jocelynne plops Sidnice down on the other couch.

JOCELYNNE

(to Sidnice)

I'll deal with you later!

SIDNICE

Speak for yourself!

(to Andrea)

You better tell us what's in the briefcase.

ANDREA

Well, I wanted to wait 'til...everybody got here.

PATIENCE

The rest of 'em's on the stroll...'cept for Mary Nelle.

Andrea looks confused.

PATIENCE (CONT'D)

"Stroll" means "street."

JOCELYNNE

Look, girl, we don't have no secrets here. You better tell us what's in that briefcase...or else you'll get a black eye, too.

Andrea just stares at Jocelynn.

INT. MARY NELLE'S DINING ROOM - NIGHT

Andrea, Sidnice, Patience, Jocelynn, and Frances sit at a long table in this large, opulent space; T.L., Hildegarde, Alfreda, and Mary Nelle come into the room and put themselves in the remaining seats at the table.

ANDREA
 (opening her briefcase)
 I know you've been wondering what's
 in this briefcase. So now, I'll let
 you see for yourselves.

Andrea takes out eight copies of her music questionnaire and passes them to each hooker and to Mary Nelle.

ANDREA (CONT'D)
 It's just a little questionnaire--

SIDNICE
 I know what they are.

ANDREA
 Now that you know what it is,
 Niccy, take all the time you want
 and fill it out.

ALFREDA
 Do we have to?

JOCELYNNE, SIDNICE
 (but not in unison)
 Yeah?

ANDREA
 I just thought you might like
 to...better yourselves.

ALFREDA
 Easy for you to say.

Andrea shrugs.

LATER

All those involved in the filling out of the questionnaire pass their sheets to Andrea.

They're all filled out but...Alfreda's.

ANDREA

Alfreda, I'd be cool with it if
you'd just fill this out.

(hands sheet back)

You can do it if you try.

A reluctant Alfreda takes her sheet back and fills it out,
top to bottom.

Hildegarde, T.L., Patience, Jocelyne, Frances, and Sidnice
leave the room.

Mary Nelle looks worried.

MARY NELLE

Andrea...I thought the
questionnaire was very nice. A good
idea, seeing how I'm a fan of self-
improvement, especially in my own
life.

Alfreda leaves the room.

MARY NELLE (CONT'D)

I'm just worried about how the
other girls'll take it.

ANDREA

So am I, but I'm just wondering
where they're gonna be in their
lives when they get, say, forty.
I...I'd just like to see 'em have
something to fall back on.

Andrea shrugs.

ANDREA (CONT'D)

Just thought music would be a good
thing.

Mary Nelle nods.

ANDREA (CONT'D)

I mean, a person's body can only go
so far in life.

MONTAGE SEQUENCE

INT. MARY NELLE'S MASSAGE ROOM #1 - NIGHT

Andrea rubs on A CLIENT about her age...but flashes a
surprised look due to his AD LIBBED request (a blow job).

INT. ANDREA'S KITCHEN - DAY

Andrea reads the questionnaires...and looks satisfied with the results.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - NIGHT

Alfreda and Frances take Andrea out on the Strip to show her how it's done.

INT. ANDREA'S BEDROOM - DAY

Andrea fingers a stack of twenty-and-fifty-and-one-hundred-dollar bills in glee.

Carole and Martha Louise stand behind Andrea...and Carole passes out in shock!

INT. GROUP STUDY AREA ON LIBRARY'S THIRD FLOOR - DAY

Andrea reads some music education books...and writes notes into her loose-leaf notebook.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - NIGHT

On her own, Andrea talks to ANOTHER MAN (an older one) in order to drum up some business. (It works!)

INT. MARY NELLE'S BASEMENT - DAY

Andrea inspects this sparsely-furnished basement.

Down the stairs and into the room comes Mary Nelle...who comes up with a bewildered look when she sees Andrea.

END MONTAGE

EXT. JAM TODAY, LONG BEACH, CA - DAY

It's a music store not far from the Long Beach State campus.

INT. JAM TODAY SALESFLOOR - DAY

Andrea looks around a well-stocked salesfloor dominated by guitars, basses, amps, keyboards, and drum sets...with some horns and woodwinds thrown in for good measure.

A rust-colored drum set catches Andrea's eye.

She goes over to the set and tests it out...and a clerk named ESTRELITA GONZALEZ (30s) walks over to Andrea.

ESTRELITA
Something I can help you with?

ANDREA
Sure. I'm interested in buying some
band instruments...or at least
renting to own.

ESTRELITA
What did you have in mind?

Out of her pants pocket, Andrea whips out a list of wants and hands it to Estrelita, who takes the list.

ESTRELITA (CONT'D)
(reading the list)
Not only drums, but also a bass, a
pair of electric guitars, a set of
mikes, two amps, a tenor trombone,
a trumpet, a baritone saxophone, an
alto saxophone, and a tenor sax.

Estrelita eyeballs Andrea.

ESTRELITA (CONT'D)
You're gonna need to hold up the
largest bank in Long Beach to pay
for all this.

ANDREA
That's okay, Estrelita. Just put me
on the installment plan.

ESTRELITA
You're still gonna need some heavy
bread, ma'am.

ANDREA
(opening up her purse)
This bread's so heavy it'll break
the Richter Scale.

Andrea pulls out a cashier's check.

ANDREA (CONT'D)
Eight thousand dollars.

Estrelita takes the cashier's check, looks at it,
and...passes out!

ANDREA (CONT'D)
Every bit of that money's clean...

Andrea notices Estrelita, who's prone on the floor.

EXT. WE DON'T FORGET, LOS ANGELES, CA - DAY

This sprawling antiques shop is close to downtown LA; it features a pink-painted facade and handpainted, 1890s-influenced sign, which says: "WE DON'T FORGET."

INT. WE DON'T FORGET SALESFLOOR - DAY

Most of the merchandise here consists of furniture and memorabilia...but several 1890s-1920s upright pianos dominate one corner of the salesfloor.

Andrea tries out one of those pianos...but quits when she finds that several keys don't work.

She goes over to another piano...but because quite a few keys in the neighborhood of middle C stick, Andrea rejects it.

A third old-fashioned upright catches Andrea's fancy; she plays scales on it and finds it's badly out of tune.

Andrea walks over to a fourth old upright...one where most of the white keys are yellow (and the remaining white keys lack their tops).

But Andrea plays scales on it.

Result: DORIS HOISINGTON (50s), the owner of We Don't Forget, walks over to the upright Andrea plays.

DORIS

Andrea, you know the rules: Do not play the pianos here.

ANDREA

I know, Doris.
(no longer playing)
But I think I want this one.

Doris eyeballs those rotten keys on the piano Andrea likes.

DORIS

Are you sure you want this piano with...all those ugly keys?

ANDREA

All the keys work.

Andrea pounds out a rag.

Doris shudders.

DORIS
I hope you've brought a case of
Band-Aids.

Halfway through the piece:

ANDREA
I'll take it!

Doris shudders some more.

ANDREA (CONT'D)
The keys look awful, it sounds like
it was underwater for fifty years,
it looks like it hasn't been
polished since Ronald Reagan
arrived in Hollywood.

A SMALL CROWD OF CUSTOMERS gathers around that ugly piano.
And the shoppers like what they hear.

ANDREA (CONT'D)
And it's got the regulation key dip
preferred by piano teachers.

A still-shocked Doris nods.

LATER

Andrea takes a seat at a post-World War 2 model electric
organ (it's got a full pedalboard, too).

DORIS
I hope you don't plan on giving a
concert on that thing, Andrea. It
makes the most ungodly noise in the
world...what's worse, it drives
customers away!

But Andrea pulls out stops.

ANDREA
In a few minutes, I'm gonna take
this organ off your hands.

Andrea's selection: Johann Sebastian Bach's "Joy."

Almost immediately, that small crowd of onlookers gravitates
to the organ. With each note, the group adds MORE PEOPLE.

TWO SUCH CUSTOMERS (both 60s) look pleased.

CUSTOMER #1
That girl's really putting on a
show.

Doris overhears the conversation.

CUSTOMER #2
(to Customer #1)
Yeah...I vaguely remember the song
she's playing. Isn't that the one
by Apollo 100 from back in the
Seventies?

That makes Doris shudder.

CUSTOMER #1
Apollo 100...that's funny. I used
to smoke those way back in the day.

Andrea ends "Joy" and sends the onlookers applauding.

DORIS
I hope you have a way to get these
two purchases of yours home,
Andrea.

The crowd still applauds!

ANDREA
I've got a U-Haul...just get me
some...

Andrea reaches into her purse and...pulls out two thousand
dollars!

ANDREA (CONT'D)
Help in hauling it in.

Doris' mouth flies open.

EXT. WE DON'T FORGET LOADING DOCK - DAY

Andrea and FRANK MONROE (20s; wears overalls) stand at the U-
Haul truck.

Truck open at the back and parked as close to the dock as
possible, Frank and Andrea move the piano with the ugly keys
(it's now on a dolly) inside the truck.

FRANK
You sure you don't want any help
with this heavy stuff, Andy?

ANDREA
 Not really, Frank. And besides,
 I've been lifting weights ever
 since I tried out for the softball
 team in high school.

Andrea catches her breath.

ANDREA (CONT'D)
 What's more, you guys don't have
 any more available help at the
 moment...other than your grandma.

Andrea and Frank go out and put the organ inside the
 truck...and it's not as easy.

FRANK
 (heading for the store)
 I'll be right back with another
 dolly.

ANDREA
 Make sure it's metal...not flesh.

Frank laughs.

FRANK
 I think you've hung around here so
 often, you've inherited my mom's
 sense of humor.

Andrea shows a slight grin.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - U-HAUL TRUCK - DAY

The truck motors down the street at a smart pace.

INT. U-HAUL TRUCK - DAY

Andrea drives; Frank and his mother, Doris, ride.

DORIS
 (to Andrea)
 You never did tell us where you're
 hauling your little orchestra.

ANDREA
 It's a little surprise.

FRANK
 Don't we get a...little hint?

ANDREA
Well, it's just a fifty-four-room
mansion right here on Sunset
Boulevard.

As the trio approach Mary Nelle's, Doris and Frank look on
with suspicion.

DORIS
Andrea, do you realize we're
heading in the direction of the
Strip?

ANDREA
Right!

EXT. MARY NELLE'S - DAY

The U-Haul moves up the gateless driveway and into Mary
Nelle's parking lot.

Andrea, Doris, and Frank climb out of the truck; the latter
two look at the mansion-turned-massage parlor as Andrea goes
to the back of the truck to unlock it.

FRANK
You sure this is the place?

ANDREA
Trust me.

DORIS
(turning to Andrea)
If this is your idea of a joke,
then I don't--

FRANK
Mom--

ANDREA
Don't worry, you two. It's on the
up-and-up.

INT. MARY NELLE'S BASEMENT - DAY

Fortunately for Frank and Andrea, a door here leads outside.

All the horns, guitars, mikes, amps, and a pink Fender bass
rest here, in place, in the basement.

Andrea and Frank move the drum set into the basement.

After the last piece of the drum kit is moved in:

ANDREA
Time for the big-ticket items.

DORIS
You're not a middleman...I mean
middleperson...are you?

ANDREA
No, but I'm about to give music
lessons.

Andrea motions Frank into joining her at the truck...where
they strain to get the organ off there and into the basement.

ANDREA (CONT'D)
Wanna help us, Doris?

DORIS
Do you offer hernia insurance?

FRANK
Mom, even you've got to admit it's
easier getting this stuff moved
from a loading dock...well, it's
not as easy getting it in here as
it was getting it in the truck.

A reluctant Doris lends Andrea and Frank a hand in heaving
the organ off the truck and inside Mary Nelle's.

They manage to get it inside the building.

The three of them catch their breaths.

ANDREA
(heading for the truck)
Now to get the piano.

Doris pretends to have an aching back.

FRANK
Mom--

Doris and her son go to the truck; with less difficulty than
with the organ, they and Andrea get the 1890s-1920s upright
moved into the basement.

Mary Nelle saunters down the stairs and into the
basement...and looks around.

MARY NELLE
What in the world...

Andrea, Doris, and Frank move the piano into a corner.

ANDREA
Done! Thanks a lot.

The three of them catch their breaths again.

Mary Nelle walks to the organ, fondles some keys, walks to the piano, and turns to the three-member moving crew.

ANDREA (CONT'D)
Hi, Mary Nelle.

A bewildered Mary Nelle shakes her head sideways.

MARY NELLE
You really went out on a spending spree.

ANDREA
(nodding)
Want you to meet the mother-and-son team that sold me that piano and that organ.
(to Doris and Frank)
Doris Hoisington and Frank Monroe, meet Mary Nelle O'Reilly.

Doris, Frank, and Mary Nelle exchange AD LIBBED salutations.

DORIS
(to Mary Nelle)
Frank and I were just leaving.

Doris grabs Frank's arm; they go through the basement door.

FRANK
Nice to meet you, Mary Nelle!
(to Doris)
How're we gonna get home?

Doris gives Frank a dirty look...until Frank produces a cell phone from one of his pockets.

A still-bewildered Mary Nelle turns to Andrea.

MARY NELLE
Now I see why you needed the money...and I see why you gave us that questionnaire.

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

A noisy, souped-up car screeches by the house.

INT. ANDREA'S KITCHEN - DAY

Andrea goes over those questionnaires once more; this time, Carole and Martha Louise watch her.

CAROLE

How's that survey coming, Andrea?

ANDREA

Well, I've got the instruments. I just need to match the players to 'em. Only two of 'em, Patience and T.L., have had any band experience...

Martha Louise looks surprised.

ANDREA (CONT'D)

They played in high school. T.L., Mary Nelle, and Sidnice took piano lessons, and Jocelyne messed around with her family's old pump organ back home in Tea, South Dakota.

Andrea gazes toward Martha Louise and Carole.

ANDREA (CONT'D)

Any suggestions?

MARTHA LOUISE

Would Trump ask Biden for advice on how to run the country?

Andrea tries to stifle a chuckle.

CAROLE

What music you think they'll get into?

ANDREA

If everything works according to plan, I'm gonna turn us into a jazz-rock band...you two ever heard of BS&T and Chicago?

MARTHA LOUISE

That's all you've been playing these days.

ANDREA

Well, I think they forgot something when they put their sound together back in the Sixties: They owe practically nothing to the early R&B pioneers...

Martha Louise pretends to look bored.

ANDREA (CONT'D)

Like Johnny Otis or Louis Jordan, who both worked from a big-band format early in their careers.

CAROLE

Shows you what I know, Andy.

ANDREA

And I think they're just as responsible for developing rock and roll as Elvis and Chuck Berry and Bill Haley and Fats Domino and Buddy Holly and Ruth Brown.

Andrea goes to the refrigerator and pulls out three bottles of pop/water/tea/thirst quencher.

ANDREA (CONT'D)

(sets bottles on a table)
Only it wasn't called rock and roll yet.

Andrea gestures her roommates into grabbing a bottle each. All three women open their bottles and sip away.

ANDREA (CONT'D)

That's it: A jazz-rock-R&B-funk kinda fusion! That's what I'd like to see us do...I still don't know who's going to play what.

MARTHA LOUISE

Keep your thinking cap on, maestro. You'll get it.

Andrea nods at Martha Louise.

INT. MARY NELLE'S BASEMENT - NIGHT

The instruments still rest there...but now, eight chairs and eight music stands have been added.

Andrea sits on a piano bench, while her eight fellow employees (including Sidnice, whose black eye heals) sit in those chairs.

Andrea holds a baseball cap.

SIDNICE

Andrea, you trying to start a music store?

ANDREA

Not quite. Remember those questionnaires I had you fill out?

Andrea's colleagues nod.

T.L.

That questionnaire sure brought back a lot of memories...I'm glad I'm not the only music freak in here.

ANDREA

You're definitely not alone, T.L.
 (to all)
 Well, here's the next logical step.
 (getting up)
 In my hand is a baseball cap which contains eight slips of paper...standing for eight musical instruments.

Most of the hookers look confused.

JOCELYNNE

I get it. We're playing pin-the-tail-on-the-guitar.

HILDEGARDE

Jocelynne, don't you think you should listen first...then decide if this is what you'd like to do?

Jocelynne stares in anger at Hildegarde.

ANDREA

I want you to pass this cap around and pull out one slip of paper. The slip you pull out represents the instrument you're gonna learn to play.

Jocelynne takes out a package of chewing tobacco...and puts a wad of the stuff in her mouth.

ANDREA (CONT'D)

Eventually, I'd like to turn us into a jazz-rock band...a cross between Chicago and, say, Kool and the Gang, really.

Patience, Hildegarde, and T.L. look excited as Andrea starts the cap with Mary Nelle, who takes out a slip of paper.

Mary Nelle's slip of paper is marked "BASS."

Sidnice selects next, and picks the one marked "KEYBOARDS."

Frances takes the cap...and looks bewildered.

FRANCES

Andrea, you should've washed this baseball cap before you brought it here.

While the room fills with laughter, Frances pulls out the slip of paper that says "TRUMPET."

Frances looks even more bewildered now.

Alfreda takes the cap next. She just passes it along to Jocelynne, who reluctantly selects "ALTO SAX."

Next, it's T.L., whose piece of paper reads "TROMBONE."

Hildegarde takes her turn; her slip of paper says "TENOR SAX."

Patience picks. Her card: "DRUMS."

Patience walks over to Alfreda and hands the cap to her.

PATIENCE

Alfreda, you gotta SEE-lect a card.

ALFREDA

Won't do me no good. It's only one left.

PATIENCE

Suit yourse'f.

Alfreda yanks the cap out of Patience's grip and finally picks the last piece of paper...labeled "GUITAR." Patience sits back down.

ANDREA
 Good. All the slips of paper made
 it around...who got the guitar
 card?

Alfreda just raises her hand.

ANDREA (CONT'D)
 (nodding)
 Good. Now who got the bass card?

MARY NELLE
 Me!

ANDREA
 All right. Drums?

PATIENCE
 Ah did.

ANDREA
 Who's gonna be our keyboard player?

SIDNICE
 Me.

ANDREA
 Who's on trumpet?

FRANCES
 I am.

ANDREA
 Okay. How about tenor sax?

HILDEGARDE
 That's mine, Andrea.

ANDREA
 Alto?

Jocelynne raises her hand in the utmost of boredom.

ANDREA (CONT'D)
 T.L., you got the trombone card.

Alfreda gives Andrea that cap back while Hildegarde gives a
 look of concern to a still-concerned Frances.

FRANCES
 Women ain't supposed to blow a
 horn!

PATIENCE

Frances, that's gotta come as a big surprise to all the horn players in Beyonce's backup band, the Suga Mamas. And how about Bria--

FRANCES

Patience...

PATIENCE

Ah mean, don't you remember when the Suga Mamas played durin' the Super Bowl 47 halftime show?

ANDREA

Frances, I've got that on a DVD.

Andrea receives shocked looks from a few of the hookers.

ANDREA (CONT'D)

And the game, too! Great game!

Several employees' heads nod.

ANDREA (CONT'D)

Any questions?

T.L.

I don't know if it's appropriate, but I'd like to request a change.

Andrea nods.

T.L. (CONT'D)

I already play drums, and I'd like to trade with the girl who has the piece of paper marked "Drums."

PATIENCE

That's me, T.L. See, Ah already play trombone...

T.L. and Patience trade slips of paper.

PATIENCE (CONT'D)

Only Ah haven't picked up a trombone since Ah graduated from high school five years ago.

ANDREA

Come to think of it, Patience, you did write that down. Same for you, T.L.

(MORE)

ANDREA (CONT'D)

(to the others)

Anyone else?

No one else in the room speaks up.

HILDEGARDE

What would you say if I skipped the stroll and started getting used to this tenor sax tonight?

Hildegarde gains surprised looks from some other prostitutes.

EXT. LANGFORDS' HOUSE - DAY

This is a not-so-modest brick house south of Hollywood and Beverly Hills.

INT. LANGFORDS' KITCHEN - DAY

As her son MYRON LANGFORD (3) sits at the table, Frances practices scales on her trumpet when her husband, KEITH (20s, Mississippi-born) walks into the kitchen in his work uniform.

KEITH

So that's what the noise has been all day.

Frances stops the music; she nods at Keith.

FRANCES

I just started taking up the trumpet. One of the girls at work thinks I can play this thing.

KEITH

(sits at kitchen table)

And all this time Ah thought it was little ol' Myron cryin'.

While Myron shakes his head "no," Keith eyeballs Frances' horn before he looks at Frances herself.

KEITH (CONT'D)

Franny, what you're doin' is alraht, takin' up a horn and all...but just don't go to bed with that trumpet by your side.

Frances looks surprised.

INT. MARY NELLE'S BASEMENT - DAY

A seated Mary Nelle slowly goes over the four strings on her Fender bass. As she tugs each string, she recites the note that goes with it.

INT. BEDROOM IN HILDEGARDE'S APARTMENT - DAY

Laptop in front of her, Hildegarde watches an online tutorial about saxophones and toots each note. She puts a small piece of masking tape on every other key to keep track.

INT. MARY NELLE'S BASEMENT - DAY

Andrea and Sidnice both sit at the organ.

ANDREA

Sidnice, have you ever played organ before?

SIDNICE

Almost...they were gonna have me play at church back home in Las Vegas, but that's a church where even the kids stab you in the back.

Sidnice rests her hands on one of the organ's manuals.

SIDNICE (CONT'D)

So...I gave it up 'cause I didn't want the other kids getting on my case and hating on me.

ANDREA

Don't worry. Nobody'll stab you in the back here.

SIDNICE

You do remember Jocelyne, don't you?

Andrea smiles a bit.

ANDREA

Since the piano lessons you had when you were little gave you a head start, let me hear you play the C scale, the D scale, the E scale, and so on.

SIDNICE

Do I get my choice of keyboards?

ANDREA
Yeah...only on an organ, they're
called manuals.

Sidnice works the lower manual...but no sound comes out.

ANDREA (CONT'D)
You're gonna need some stops.

Andrea pulls out several stops on the lower manual...and
Sidnice plays scales.

ANDREA (CONT'D)
That sounds pretty good!

SIDNICE
You really oughta know it's been
seven years since I last touched a
keyboard...or manual.

ANDREA
Well, it still sounds darn good.

Sidnice finishes her scales.

SIDNICE
Andrea, I've got a question for
you: Why are you doing all this?

ANDREA
You want to be walking the streets
at sixty?

EXT. PALMS TOWNHOMES - DAY

These are a series of condos within driving distance of
UCLA...well-kept, very attractive.

INT. BASEMENT IN T.L.'S CONDO - DAY

Patience and T.L. jam out on trombone and drums,
respectively; they play to a Herbie Hancock album (or CD) ON
THE STEREO.

Both T.L. and Patience show a carload of talent.

When the song they play to ENDS, T.L. and Patience rest.

T.L.
Patience, I don't know about you,
but I can't wait 'til the rest of
them get to where they can learn
some tunes.

(MORE)

T.L. (CONT'D)

(crashes cymbal)

I'm chafing.

PATIENCE

Ah know, T.L., but just give this thang time. It'll work out...Jocey and Al, though, Ah'm not shore about. But Ah know it'll work out.

INT. MARY NELLE'S BASEMENT - DAY

Andrea practices...but it's at that old piano this time; she finishes "The Missouri Waltz." (The hammers stand exposed.)

Mary Nelle walks into the room before Andrea finishes polishing off the piece.

MARY NELLE

Oh, Andrea, that's very beautiful.
(looking at the keyboard)
How can you make such music on those ugly, rotten keys? You must have enough splinters in your fingers to build a hope chest.

ANDREA

Well, it's just like my old softball coach told me one day after practice.

Andrea leans on the piano.

ANDREA (CONT'D)

He said: "Andrea, if you're gonna be a superstar in sports, you gotta learn how to play with pain."
(with a shrug)
I guess the same thing applies in music.

Mary Nelle chuckles.

ANDREA (CONT'D)

How's it going on bass?

MARY NELLE

Pretty good. I'm getting the hang of it.

Andrea's face shows a wide smile.

MARY NELLE (CONT'D)

Let me hear you play something else.

ANDREA

Okay.

Andrea treats Mary Nelle to a ragtime version of a recent rock song.

Mary Nelle looks surprised.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - NIGHT

Alfreda inches down Sunset Boulevard as she totes a small amp and a full guitar case.

A 2019 Lexus sedan stops alongside her. Alfreda leans toward the car, whose left front window lowers.

ALFREDA

You wanna kick that trunk open first?

The trunk pops open, Alfreda puts her amp and the guitar case inside it, and slams the trunk shut. She climbs into the car.

INT. LEXUS SEDAN - NIGHT

Alfreda's in the back seat; up front, ROWLAND "ROCK" RYCKMAN (21, White, hyper) drives and fellow pimp CALVIN "DUKE" FOREMAN (23, Black, laid-back) rides.

ALFREDA

Rock, what happened to your Cadillac?

ROCK

Al, I just got tired of driving 'em.

While Rock likes to wear flashy suits, Duke prefers to wear casual clothes.

DUKE

Rock just got tired of General Motors recalling those cars of his.

ROCK

(to Alfreda)

What was it you was carrying out of Mary Nelle's?

ALFREDA

A guitar and an amp.

ROCK

Gonna sell 'em, huh? I know a good fence--

ALFREDA

Nope. This new chick wants me to learn to play the thing. Thinks it'll give me somethin' to do, keep me occupied when I'm not workin'...maybe even make me a good livin'.

ROCK

WHAT??

ALFREDA

Yeah, that's right...believe it or not, you might know her. Her name's Andrea. But I call her "Squeaky." She's got this little, squeaky voice.

Duke and Rock look confused for the moment.

DUKE

Oh, yeah. I know who you mean, Al. She goes to Long Beach State...I hear she plays a mean piano.

ALFREDA

At least Mary Nelle thinks so. Squeaky's trying to turn us all out...in reverse. Tryin' to turn us into another version of Kool and the Gang. She's even got some of 'em hip to it!

It's bad news to Rock...and it shows on his face.

ROCK

Duke, we get...we're gettin' stranger and stranger girls every day.

Duke eyeballs Rock.

ROCK (CONT'D)

Al...you think this chick knows "We Are Family?"

INT. MARY NELLE'S BASEMENT - NIGHT

Mary Nelle and her charges sit...everybody but Andrea on chairs. (Andrea herself reclines on the piano bench.)

ANDREA

Okay...let's hear what you've learned. Who wants to go first?

T.L. and Patience raise their hands...but:

ANDREA (CONT'D)

Nah...wanna save you two for later. Want somebody who's had less experience than you go first.

HILDEGARDE

Andrea, I'll go first.

Andrea nods; Hildegarde stands up, tenor sax in hand...and, with quite a bit of ease, plays scales, goes into a few riffs, and sits back down.

T.L. and Andrea look pleasantly surprised; Patience claps...until Jocelyne stares her down.

ANDREA

Very good! Who wants to go next?

Sidnice walks over to the space taken up by the organ and the piano. Andrea jumps up off the bench.

SIDNICE

Do I get a choice?

ANDREA

Whatever instrument you like.

Sidnice goes to the piano and bats out the C, D, E, F, G, A, and B scales...starting from middle C and going up and down the keyboard.

JOCELYNNE

Showoff!

ANDREA

That's not true, Jocelyne! Sidnice just retained her lessons well.

SIDNICE

(to Jocelyne)

Yeah! Let's see you try that.

(to Andrea)

(MORE)

SIDNICE (CONT'D)

Wanna see what I've been doing with
the organ pedals?

ANDREA

Sure.

Sidnice moves over to the organ, turns it on, depresses some stop tabs...and launches into an exercise where she uses her heels to play naturals and her toes for sharps and flats. (She goes from the lowest C to the highest G.)

ANDREA (CONT'D)

Well, all right! Next?

Nobody volunteers...until Frances, trumpet in hand, toots scales in her methodical way.

But she struggles with high C.

ANDREA (CONT'D)

Frances, that wasn't bad. But just remember: Don't be too shy with that trumpet. Your technique's fine, but...it's just a matter of you getting more acquainted with your horn.

Hildegarde and Mary Nelle offer AD LIBBED encouragement to a nodding Frances.

ANDREA (CONT'D)

Who's up next?

Mary Nelle stands up, calmly plugs in her bass, and comes up with some chords.

Andrea and Patience (to say nothing of T.L.) look impressed.

LATER

T.L. puts on quite a clinic on that rust-colored drum kit. When she's done, the result even moves Alfreda and Jocelyne to applause.

ANDREA

Way to go, T.L.!
(gesturing)
Alfreda and Jocelyne...which one
of you wants to go next?

JOCELYNNE

Didn't do the work.

ALFREDA

Me, neither. And besides, you ever stop to think how Rock and Duke feel about all this?

ANDREA

They'll love it!

ALFREDA

Wanna bet?

ANDREA

Looks like you two'll be staying aboard with me.

Andrea sits at the organ and turns her back to the keys.

ANDREA (CONT'D)

I'd really love to see you two get to know your instruments. You'll never know how good you can be 'til you try.

MARY NELLE

This I've got to hear.

Jocelynne and Alfreda use gestures to shake Andrea and Mary Nelle off.

ANDREA

I think all of you...as a group...are coming along fine...and, I think now, we can start learning some songs. First thing you should do is listen to records and watch videos.

Andrea gets up off the organ and stands up.

ANDREA (CONT'D)

Anybody got any music by Kool and the Gang?

T.L., Patience, and Hildegarde nod.

ANDREA (CONT'D)

Blood, Sweat, and Tears?

Mary Nelle raises her hand.

ANDREA (CONT'D)

Con Funk Shun? Tower of Power?

Hildegarde, T.L., and Patience raise their hands. Andrea walks around.

ANDREA (CONT'D)
Chicago?

Mary Nelle, Patience, and T.L. shake their heads "yes."

ANDREA (CONT'D)
James Brown did some stuff we might be able to use. Anybody got any music by him?

T.L. and Alfreda raise their hands.

ANDREA (CONT'D)
That's great! Now how about Beyonce's album with the Suga Mamas?

All of Andrea's students raise their hands.

ANDREA (CONT'D)
That's great! Can anybody think of other artists with jazz-rock or even Forties R&B overtones...like Louis Jordan and His Tympany Five?

Andrea's students look confused.

ANDREA (CONT'D)
His best work was in the Forties.

T.L.
If you need some funk, Earth, Wind, and Fire are good. And Johnny "Guitar" Watson. And the Blackbyrds.

SIDNICE
T.L., quit losing us.

Some of the prostitutes crack up with laughter.

ANDREA
But really, listen to all those groups...so you can hear what they and their instruments sound like.

Andrea sits down at the piano again and faces her students.

ANDREA (CONT'D)

With them, and those books I gave you and those flash drives I gave you, you can get to know your instruments. Learn all you can about what you're playing.

Andrea catches her breath.

ANDREA (CONT'D)

By the way, I'll be cribbing, too.

ALFREDA

'Bout time you got hip to our thing, Andy!

ANDREA

Nope. Not that kind of cribbing. This cribbing is taking songs off the radio or off the Internet and writing the music down...or records or CDs.

Most of the young women stare Alfreda down.

MONTAGE SEQUENCE

INT. MARY NELLE'S BASEMENT - NIGHT

Andrea gives Jocelyne, whose mouth is full of chewing tobacco, her first alto sax lesson.

But first, Andrea produces a large, empty can...and gestures Jocelyne into spitting the tobacco into the can.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - NIGHT

Frances and Andrea go on the stroll...but Frances notices a college textbook in Andrea's hands.

INT. MARY NELLE'S BASEMENT - DAY

Andrea teaches a reluctant Alfreda to play the guitar. (Both their guitars share the same amp.)

EXT. BOB COLE CONSERVATORY OF MUSIC AT CSULB - NIGHT

This is actually a pyramid linked by a pavilion and a plaza...and it buzzes with activity all day and night.

INT. TECH/PIANO LAB AT BOB COLE CONSERVATORY - NIGHT

Sidnice watches Andrea do her own rehearsing. Andrea slips up here, and Sidnice cheerfully points it out.

Andrea blushes as a result.

INT. MARY NELLE'S MASSAGE ROOM #1 - NIGHT

BOOMBOX playing low, Andrea rubs down A CLIENT...and it's not long before Andrea pretends that client's a piano.

INT. ANDREA'S LIVING ROOM - NIGHT

Andrea falls asleep on the couch, book over her face.

END MONTAGE

INT. MARY NELLE'S LOBBY - NIGHT

Mary Nelle and her gang of eight, all seductively dressed, sit on couches or lounge chairs.

HILDEGARDE

Hey, Andrea, you've never told us what you're gonna play.

ANDREA

Well, I'm going to shuttle between keyboards and guitar.

Rock enters the lobby; he feigns great difficulty in choosing his date.

ANDREA (CONT'D)

I think I can handle the responsibility...hi, Rock.

Rock still looks around for his date.

JOCELYNNE

Why don't you choose all of us, Rocky, baby?

ROCK

Nah...I'm gonna pick Andrea.

Andrea looks surprised.

ROCK (CONT'D)

Besides, she seems more interesting than all the rest of you...put together.

Andrea and Rock head out the door.

ROCK (CONT'D)
 Hey, why don't we go to the
 watering hole?

ANDREA
 Thanks...but no thanks. I don't
 drink.

Rock looks shocked.

ANDREA (CONT'D)
 I know a better place.

Rock and Andrea head in the opposite direction.

INT. MARY NELLE'S MASSAGE ROOM #1 - NIGHT

Rock takes off his suit coat and his shirt.

ANDREA
 You've got to be tired tonight.

Rock nods; he lies on his stomach on the bed as Andrea grabs
 a jar of cream.

ROCK
 Did you know I'm your business
 manager?

ANDREA
 (rubbing Rock)
 Not...really.

ROCK
 You do now.

Andrea rubs Rock quite vigorously.

ROCK (CONT'D)
 You wanna let up a bit? This ain't
 the LA Rams...or the LA Chargers!

Andrea lets up a bit.

ROCK (CONT'D)
 I hear you're quite a musician.

ANDREA
 Well, that's what they tell me.

ROCK
 And I hear you've been teaching my
 family. My girls...and Duke's.

ANDREA

Most of 'em are enjoying it, too.
You'd be surprised how much talent
they've got. Just a matter of--

Rock gets up and grabs Andrea's arms.

ROCK

Got news for you, baby: School days
are over!

Andrea's mouth flies open as she breaks Rock's grip.

ANDREA

Yeah? Well, I've got news for you!
Look here--

ROCK

You gotta make up your mind...you
gonna be in the life or not?

ANDREA

Well, you can't be in the life all
your life!

ROCK

Well, in the life you don't have to
pay income tax like...Kendrick
Lamar has to!

ANDREA

You ever take a look at the other
girls lately? When they're out
there, bet you most of them are
burned out--

ROCK

Look, baby: Quit tryin' to be the,
uh, Laura Ingalls Wilder of the
Twenty-First Century and get into
this thing! You got that?

Rock puts his shirt and suit coat back on and storms out of
the room.

Just before he reaches the door, Andrea yells at him.

ANDREA

HEY! YOU OWE ME EIGHTY-NINE BUCKS
FOR THE MASSAGE!

EXT. MARY NELLE'S - NIGHT

Sunset Boulevard experiences unusual quiet.

INT. MARY NELLE'S BASEMENT - NIGHT

The chairs still rest there, but Andrea and her students (instruments by their side) don't sit in them.

ANDREA

Man, we're all so far ahead of
schedule it's scary.

Some of the students-of-sorts clap.

ANDREA (CONT'D)

And because of that, I thought we
should start rehearsing together.

Some of those students AD LIB their glee.

One of those students, Sidnice, has another reason to cheer:
Her black eye has completely healed.

SIDNICE

You mean I gotta work with
(pointing at Jocelyne)
Amazon Annie here?

ANDREA

If you think that's bad, Niicy,
think of the Who. They got in all
sorts of fights...but still managed
to play together.

Andrea walks over to the piano.

ANDREA (CONT'D)

Thought we'd try some standard
blues, since that's the most basic
song form we'll be working with.
Don't worry...we'll get more
complex as we go along.

T.L. and Patience look relieved.

ANDREA (CONT'D)

(getting seated at piano)
Here's a little example of the
standard blues form.

Andrea plays the first twenty-four bars of "Night Train."

Most of the women pay close attention, too.

At the end of the demonstration:

ANDREA (CONT'D)
 Okay...that's a twelve-bar blues.
 Anybody recognize the song I was
 playing?

T.L.
 That's easy. "Night Train." Jimmy
 Forest recorded it in 1952.

ANDREA
 That's right.

JOCELYNNE
 (to T.L.)
 Of course it's easy for
 you...you've been musical ever
 since you were knee high to your
 bass drum.

Some of the prostitutes (including T.L.) laugh.

ANDREA
 Well, let's give somebody else a
 chance. Can anybody else tell me
 other songs that use the twelve-bar
 blues form...or anything like it?

Nobody answers right off.

ANDREA (CONT'D)
 You have been listening to those
 tunes we talked about, haven't you?

T.L.
 Well, Johnny "Guitar" Watson's "A
 Real Mother for Ya" and "Ain't That
 a Bitch" use the standard blues
 form in the chorus.

Andrea nods.

ANDREA
 Any...body else?

Still, nobody answers; Andrea smacks her own forehead.

MARY NELLE

I went online and downloaded all the Louis Jordan songs I could, and I found four that would work: "Buzz Me," "Early in the Mornin'," "Barnyard Boogie," and "Ain't Nobody Here but Us Chickens."

ANDREA

That's right, Mary Nelle! James Brown covered that last one and "Caldonia" and "Somebody Done Changed the Lock on My Door."

Andrea jumps up from the raggedy old upright.

ANDREA (CONT'D)

And he himself had some hits in the form. Right, Alfreda?

ALFREDA

Well, Andy, I ain't been--

ANDREA

You mean you're a James Brown fan, but you don't listen to his music?

ALFREDA

We can do "I've Got Money" and "How Long, Darling." And "Papa's Got a Brand New Bag."

ANDREA

Right! That's what I'm talking about when I say "Learn all you can about what you're playing."

Andrea goes to her briefcase and pulls out nine copies of a self-printed, not-so-thick book of sheet music.

ANDREA (CONT'D)

Speaking of learning...

She hands a copy to each of the would-be musicians...most of whom look at the music in surprise.

ANDREA (CONT'D)

We're gonna be learning all those songs we batted around in here a few minutes ago.

That air of surprise continues among Andrea's students.

ALFREDA

Hey, Andy...

ANDREA

Yes, Alfreda?

ALFREDA

I cain't read music.

JOCELYNNE

Join the club, Al.

Andrea smacks her own forehead.

LATER

Andrea hooks a guitar to an amp.

ANDREA

I think we oughta try the first one in the book, "Night Train." It's written the way James Brown recorded it in 1962.

Patience grabs a baritone sax, Sidnice goes to the piano, and Frances, Jocelyne, Hildegard, Mary Nelle, and Alfreda grab the instruments they're taught. Also, T.L. walks over to the drum set.

ANDREA (CONT'D)

Alfreda, there's only one guitar in this number.

A disappointed-looking Alfreda sets her guitar on the floor.

ANDREA (CONT'D)

You should rest that guitar on a stand...I don't suppose you know the words, do you?

Alfreda gravitates to a guitar stand (she puts her guitar on it) and goes over to a microphone (it's on a stand, too).

ALFREDA

Know the words? Are you kiddin'?

ANDREA

All right...you're starting us out.

PATIENCE

Andrea...ain't that a little bit harsh?

ALFREDA
 (into her mike)
 ALL ABOARD...THE NIGHT TRAIN!

Led by T.L.'s drumming, Alfreda's disarmed cohorts launch into "Night Train."

After four bars that feature Andrea's guitar work, Alfreda sings:

ALFREDA (CONT'D)
Miami, Florida!/Atlanta,
Georgia!/Raleigh, North Carolina!

Even while Alfreda sings, Andrea's guitar playing and Mary Nelle's bass work leave their mark on the music.

After the twelfth bar, saxophonists Hildegarde, Jocelyne, and Patience take the lead (with trumpeter Frances not far behind) for twelve bars.

Alfreda, mike and its stand in her hands, moves around like a train. Plus, Sidnice's piano playing adds to the backbeat.

Frances and Hildegarde pair up for a musical exchange with Jocelyne and Patience for twelve bars...followed by an exchange between Hildegarde and Frances for four.

ANDREA
 Don't be shy with that horn,
 Franny!

It's Hildegarde and Frances vs. Patience and Jocelyne for eight bars.

Hildegarde now does a twelve-bar solo; here, Alfreda sets the mike stand on the floor, removes the mike from the stand, and moves next to Hildegarde. The two dance face to face.

All the while, the rhythm section's backbeat persists.

Hildegarde and Frances exchange riffs for four more bars...then, as before, trade with the team of Jocelyne and Patience for another eight.

All four horn players cook...including Frances.

The last eight bars before the vocal resumes, though, belong to Hildegarde and her tenor sax.

Alfreda spins around, does splits, pretends to lead the band...she's on fire! (All with the mike still in her hands!)

ALFREDA
*Miami, Florida!/Atlanta,
 Georgia!/Raleigh, North
 Carolina!/Washington, DC!*

Alfreda's got everybody but Sidnice and T.L. dancing.

ALFREDA (CONT'D)
*Oh, uh, Richmond, Virginia,
 too!/Baltimore,
 Maryland!/Philadelphia!/New York
 City...take Sidnice home!*

SIDNICE
 Wrong! Hildegarde's from New York!

ALFREDA
*Boston, Massachusetts!/And don't
 forget New Orleans, the home of the
 blues!/Oh yeah./Night Train!/Night
 Train!/Night Train!*

Patience, Jocelyne, Hildegarde, Frances, Alfreda, Andrea, and Mary Nelle move like a herky-jerky locomotive.

ALFREDA (CONT'D)
*Night Train, carry me home!/Night
 Train, carry me home!/Night Train,
 carry me home!/Night Train, carry
 me home!*

The band takes the riff to its conclusion, ending the song.

All nine women cheer themselves hoarse.

ANDREA
 (hugging Alfreda)
 We might have something, you guys!

Alfreda, mike in her hands, completes the hug.

MONTAGE SEQUENCE

INT. ANDREA'S LIVING ROOM - DAY

Andrea cribs off A ROCK/R&B TUNE playing on her laptop...and things get a bit more complex.

INT. MARY NELLE'S BASEMENT - DAY

Andrea, Jocelyne, and Alfreda sit at the organ, where Andrea shows the latter two how to read music.

It's an uphill climb.

INT. TECH/PIANO LAB AT BOB COLE CONSERVATORY - DAY

Andrea works on her schoolwork...in other words, she tackles a composition on the piano.

It isn't easy.

INT. MARY NELLE'S MASSAGE ROOM #1 - NIGHT

Ron Hughes is back for a backrub from Andrea; her backrub evolves into...the playing of scales!

Ron looks tickled!

INT. MARY NELLE'S BASEMENT - NIGHT

Andrea's got her fellow workers playing together...well, the overall results sound uneven.

END MONTAGE

INT. OFFICE AT BOB COLE CONSERVATORY OF MUSIC AT CSULB - DAY

Seated at his desk in this somewhat cluttered office, LEROY FOSTER (50s, Black, almost NFL-sized) uses his laptop to do some research.

He finds A KNOCK on the door.

LEROY

Come in!

Andrea comes in...in a pair of jeans and her old San Fernando High School softball jersey.

LEROY (CONT'D)

Have a seat, Andy. Tell me what's going down.

ANDREA

(getting seated)

Well, so far, things are looking up.

Leroy nods in delight.

ANDREA (CONT'D)

Mr. Foster, my worries about finding hands-on teaching experience before getting that diploma are all gone.

LEROY

Now that's jumpin' to it, Andy.
Whatcha got going?

ANDREA

Now I realize it's a very
unconventional solution, but a
solution just the same...I'm
teaching instrumental music to
prostitutes.

Leroy's look of delight withers away.

ANDREA (CONT'D)

In order to be convincing at it, I
had to become a prostitute.

LEROY

How come you're not all scarred up
yet?

ANDREA

Just being careful. And besides, if
the scars do form, they'll be on
the inside.

LEROY

Prostitutes. Hmph.

ANDREA

The thing is, I wanted to teach
them one other profession and give
'em something to fall back on...so
that they'll depend less on their
bodies to get them by and more on
their brains.

LEROY

Hmph.

ANDREA

By the way, things are looking up.
I'm keeping a daily progress
report, and in the two months since
I've started the project, the
women've gotten to where they can
pretty much play as a group.

LEROY
 (leaning back)
 Man, it's safer to get four guys
 runnin' the four-hundred-meter
 relay with a stick of dynamite for
 a baton!

Andrea gets off a mild chuckle.

LEROY (CONT'D)
 Lighted!

Andrea stifles her chuckle.

LEROY (CONT'D)
 On a burning dirt-and-cinder track!

ANDREA
 Well, it's working, and I'm looking
 to turn us into a jazz-rock band. I
 think it'll be great for them.

Now Andrea leans back in her seat.

ANDREA (CONT'D)
 Mr. Foster, what are the chances
 of...this counting toward my
 internship grade?

Leroy strokes his chin and leans forward in his chair.

LEROY
 Boy, this'll go over big at the
 departmental meeting...I can tell
 you right now they're gonna turn
 you down. I would, too.

Andrea nods.

MONTAGE SEQUENCE

INT. MARY NELLE'S BASEMENT - DAY

Andrea teaches Alfreda guitar chords.

EXT. WATTS COMMUNITY CENTER - DAY

Andrea talks to a grayhaired man, the center's SUPERVISOR,
 about playing a gig there. (He shakes his head "no.")

INT. MARY NELLE'S BASEMENT - NIGHT

Andrea's pleased with the way the hookers jam together.

INT. ANDREA'S LIVING ROOM - DAY

Mary Nelle, Jocelyne, Sidnice, Patience, T.L., Hildegarde, Alfreda, Andrea, and Frances listen to and analyze ALBUMS playing on Andrea's laptop.

Carole and Martha Louise watch.

EXT. CSULB UNIVERSITY STUDENT UNION - DAY

Andrea joins OTHER STUDENTS as they head toward a large, inviting, almost-open-air building in the center of the Long Beach State campus.

INT. STUDENT UNION LOBBY - BULLETIN BOARD - DAY

Andrea reads a notice that touts an upcoming event, Mayfest...and she looks excited.

INT. MARY NELLE'S BASEMENT - NIGHT

Hildegarde shows she's ready to tackle another instrument, so Andrea gives her...a trumpet.

Andrea and Hildegarde break into a hug.

END MONTAGE

INT. MARY NELLE'S FIRST FLOOR HALLWAY - NIGHT

Andrea walks toward Mary Nelle's office to the O.S. STRAINS of a rather halting version of "Londonderry Air" played on that raggedy old piano in the basement.

Andrea finds Mary Nelle's office closed; she starts toward...

INT. MARY NELLE'S LOBBY - NIGHT

Not a soul in sight.

Andrea goes downstairs (as the music STILL GOES SOMEWHAT STRONG)...

INT. MARY NELLE'S BASEMENT - NIGHT

...and once she arrives, Andrea looks quite surprised to see...Mary Nelle painstakingly playing that piano.

Andrea's also pleased.

ANDREA
How can you make such music on
those ugly, rotten keys?
(MORE)

ANDREA (CONT'D)

I bet you've got enough splinters
in your fingers to build a hope
chest.

MARY NELLE

Oh, Andrea...

ANDREA

Just teasing.
(leaning on piano)
Seriously, that sounds pretty good.
What made you want to go back to
the ivories?

MARY NELLE

I read where learning the piano
would help my bass playing.

Mary Nelle's now done with "Londonderry Air." (All right,
then, "Danny Boy.")

MARY NELLE (CONT'D)

Now I wish I'd never given up the
piano when I was twelve...only
because I'd lost interest in it.
(pointing to Andrea)
In fact, I'm thinking about taking
up the harmonica again.

Andrea nods.

ANDREA

I just can't get over you playing
down here.

Andrea now sits next to Mary Nelle.

ANDREA (CONT'D)

Believe me, you're gonna get better
with time. Ever thought about
singing?

MARY NELLE

I'd love to sing something like
this...but "Danny Boy" wasn't
written for an Irish-American
bass...like me.

Mary Nelle shrugs.

MARY NELLE (CONT'D)

And my voice could never do justice
to this song...would you like to
hear me play "Let Me Call You
Sweetheart?"

ANDREA

Call! Mary Nelle...did anyone call
here about...well, did anyone leave
any messages?

Mary Nelle plays "Let Me Call You Sweetheart;" on the first
bar, she gives Andrea a surprised look.

ANDREA (CONT'D)

About...a...possible gig?

MARY NELLE

Oh, Andrea...did you check your
brand-new cell phone?

Andrea pulls her cell phone from her pants pocket and checks
it for messages.

Mary Nelle has it easier with "Let Me Call You Sweetheart."

EXT. CSULB UNIVERSITY STUDENT UNION - DAY

Andrea walks, no books in her hands, toward the
building...and passes by Martha Louise and Carole.

Carole waves back...but Martha Louise just points at Andrea,
who steps ever closer to the building.

MARTHA LOUISE

She's gotta be sick today, Carole.
She's not carrying any books!

INT. THE BASEMENT AT CSULB UNIVERSITY STUDENT UNION - DAY

This is the student union's downstairs lounge...a space whose
decor features brown lounge chairs and green couches. The
floors are wooden, and a couple of big-screen TVs are ON.

Andrea meets KELLEN LEWIS (20s), who sits at one of those
couches. He types on his laptop or tablet.

ANDREA

Hi, Kellen. I heard you're the one
to see about Mayfest.

Kellen looks up from his device and eyeballs Andrea.

KELLEN

Yeah, Andy, I was wondering when you were gonna sign up for The Beach's first annual Mayfest. Have a seat.

ANDREA

(sitting next to Kellen)
Right now. I've got a band...we don't have a name yet...but all I need is an application form.

KELLEN

Ain't no big thing. We can do this online.

Andrea watches as Kellen turns to his device.

INT. MARY NELLE'S BASEMENT - DAY

Andrea's band, into a spirited rehearsal, cranks up "Open Up Wide," the opening cut on Chase's first album, from 1971.

Frances opens the tune with a wild fanfare; twenty-four seconds later, Hildegarde, on her own trumpet, joins her.

Four seconds later, the number winds into its basic, pulsating melody...when Mary Nelle (bass), Alfreda (guitar), Sidnice (conga drums), T.L. (drum set), Andrea (organ), Jocelyne (alto sax), and Patience (trombone) enter the song.

This controlled cacophony lasts forty-eight bars...before the music thins down to bass, guitar, and drums for sixteen.

With help from Jocelyne and Patience, Frances takes the first solo (sixteen bars), then the rest of the band joins in for eight.

Hildegarde gets the next solo. This one's even longer than Frances' turn: Hildegarde toots on for forty-eight impressive bars (after the sixteenth and the fortieth bars, the other women play under her for eight bars).

At the forty-eight-bar mark of Hildegarde's solo, Andrea's organ and Alfreda's guitar gradually rise up under that trumpet; all three are drowned out by the remaining horns for eight bars.

T.L.

Way to go, Jinx!

The music thins down to bass, guitar, drums, and Frances' trumpet.

Andrea comes in with a torrid ninety-six-bar organ solo.

Like the others, the horns break it up periodically. In the second half of her solo, Andrea gets downright funky.

T.L. digs it, too.

T.L. (CONT'D)

Blow, Andy!

That's exactly what Andrea does. As she winds her solo up, some of the other women join T.L. in AD LIBBING encouragement to Andrea.

After all the horns blow Andrea down, the whole band modulates into a wild, eight-bar ending that actually is two finishes...neither one in the same key!

The second (real) ending is a one-note blast.

They all whoop it up.

ANDREA

You people are really coming along!

Sidnice's expression changes.

SIDNICE

I don't know, Andrea. Playing these conga drums, I feel like that big ol' rust spot on my parents' beat-up 2000 Ford Taurus.

Some of the musical hookers chuckle.

ANDREA

Don't worry about it, Sidnice. Keep working at it, like you did with keyboards. It'll come with time.

(to the others)

By the way, I talked to--

HILDEGARDE

I like that one: "I feel like that big ol' rust spot on my parents' beat-up 2000 Ford Taurus."

Hildegarde, trumpet in hands, walks around.

HILDEGARDE (CONT'D)

(MORE)

Matter of fact, considering where we've been musically and where we are now, most of us not having had any music training before, some of us not having touched an instrument in years--

JOCELYNNE
Hildegarde, cut the lecture.

HILDEGARDE
Why don't we call ourselves the Rust Spots?

The other musicians stare at Hildegarde a moment.

ANDREA
I like that, Hildegarde.

T.L.
(to Andrea)
I imagine you would, having laid out heavy dough for a rust-colored drum set.

ANDREA
Anybody object to naming our band the Rust Spots?

ALFREDA
Might as well call us the Rust Spots. Sounds better than the name I'd've proposed.

MARY NELLE
What was the name you had in mind?

Alfreda just shakes her head "no."

ANDREA
Anyway, I talked to the Mayfest Committee at Long Beach State, and...I've been waiting two weeks to tell you...we make our debut four months from now...at Mayfest!

Andrea's colleagues look speechless; most look stunned.

MARY NELLE
We're on our way because of Andrea...I think we should let her know how we feel. Shouldn't we?

General agreement reigns in most of Mary Nelle's colleagues. Andrea, though, blushes.

MARY NELLE (CONT'D)

Let's hear it for Andrea!

Andrea receives congratulations (and a series of high fives) from Mary Nelle, Frances, Patience, Hildegard, Sidnice, T.L., Alfreda, and Jocelyne.

ANDREA

Aw, guys, it's as much you as it is me. We're all in this together...but thanks.

Andrea goes into her briefcase and pulls out nine copies of "Got to Get You into My Life" (Earth, Wind, and Fire's 1978 version of a 1966 Beatles tune)...

ANDREA (CONT'D)

By the way, I thought of a little opener for us...what do you think of "Got to Get You into My Life?"

...and passes them to the others while she saves one for herself.

The Rust Spots study the sheet music for a while.

EXT. SUNSET BOULEVARD, LOS ANGELES, CA - LEXUS SEDAN - DAY

Rock's car glides toward Mary Nelle's...or tries to, what with the traffic on Sunset.

INT. LEXUS SEDAN - DAY

Rock drives and Duke rides; the former accelerates.

DUKE

Man, you oughta slow down. We ain't going to a fire.

ROCK

Why?

DUKE

Look, Rock, relax. Mary Nelle might've had to step out...she might not be over there.

ROCK

Why not? She lives there, don't she?

INT. MARY NELLE'S BASEMENT - DAY

The Rust Spots finish studying their sheet music.

ANDREA
Anybody want to sing this one?

MARY NELLE
Andrea, in honor of this occasion,
we motion that you sing "Got to Get
You into My Life."

ANDREA
I can't sing worth beans.

PATIENCE
Wail, you don't know that, Andrea.
You'll never know what you can do
'til you try.

The other Spots continue to cajole Andrea into singing.

ANDREA
All right...you think you've got it
down?

Sidnice walks over to the piano, Hildegarde grabs her tenor sax, and Andrea grabs her own guitar. (The other six women remain at their respective instruments.)

HILDEGARDE
Do Barack and Michelle still love
each other?

ANDREA
(applauding)
All right!

With a cymbal crash from T.L. to start it off, the song adds an additional two bars' worth of horns, guitars, and drums. Bass comes in, as does piano.

In fact, the next five bars feature Sidnice's piano and Andrea's lead guitar.

ALFREDA, ANDREA, MARY NELLE
 (into their mikes)
*Got to get you into my life, into
 my life./Got to get you into my
 life, into my life./Got to get you
 into my life, into my life./Got to
 get you into my life, into my
 life./Got to get you into my life,
 into my life.*

The horns "respond" to Alfreda's, Andrea's, and Mary Nelle's vocal "call."

After this, a five-bar lead-in (featuring Frances on trumpet) pushes the song into its basic melody. Andrea, Mary Nelle, and Alfreda sing doo-woppish lyrics for eight bars. Here, the horn players punctuate the singing.

ANDREA
*I was alone. I took a ride. Didn't
 know what I would find
 there.../Another road where maybe I
 could see another kind of sign
 there?*

ALFREDA, ANDREA, MARY NELLE
Ooh!

ANDREA
Then I suddenly see you.

ALFREDA, ANDREA, MARY NELLE
Ooh!

ANDREA
*Did I tell you that I need you
 every single day of my life?*

Horn players Frances, Hildegarde, Jocelyne, and Patience cut the vocal.

ANDREA (CONT'D)
*You didn't run. You didn't lie. You
 knew I want to hold you./And had
 you gone, you knew in time we'd
 meet again, for I had told you.*

Under the vocal in the first verse, Alfreda's choked-rhythm guitar and Sidnice's percussive piano stand out. But now, the horns make themselves known.

Rock and Duke enter the room.

Rock doesn't like what he sees; he unplugs amps, unhooks guitars and the bass from their amps...

MARY NELLE

Rock! Duke! What're you doing?

...and kicks the drum set apart.

Before Rock can do any further damage to the set, T.L. pushes him away.

T.L.

You realize how much that drum set cost?

Rock pushes T.L., but Andrea bearhugs him while Duke and the rest of the prostitutes watch in disbelief.

ANDREA

Rock, what do you think you're doing breaking up our rehearsal?

Rock breaks the stranglehold, pushes Andrea to the floor, and pulls the amps' wires apart...but Duke, Jocelyne, and Andrea team up to restrain him.

DUKE

That's enough, man!

ALFREDA

(stares angrily at Andrea)
Thanks a lot, Squeaky! Didn't I tell you this would happen?

Rock struggles to break this hold.

ROCK

This wouldn't've happened if you'd broken up the school!
(straining harder)
You better make up your mind about what you're into...the life...or the music!

Andrea tightens her grip on Rock.

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

A car speeds down the street in front of the house.

INT. ANDREA'S LIVING ROOM - DAY

Andrea sits on the couch, where she sprays a pain killer on her wound from yesterday's ruckus.

Martha Louise (she's erect) and Carole (she sits alongside Andrea) look on.

They see how Andrea doesn't look worried over Rock's tirade.

ANDREA

Well, the others voted to go ahead and keep rehearsing together...all except Alfreda.

MARTHA LOUISE

She's smart.

ANDREA

She didn't vote at all.

Andrea grabs a bandage and puts it on her wound.

ANDREA (CONT'D)

Only thing left to resolve now is where we're gonna rehearse.

If necessary, Andrea sprays that pain killer on a second wound of hers.

ANDREA (CONT'D)

'Cause if we go back to Mary Nelle's to do it, Rock's liable to play arsonist and burn the place to the ground.

Martha Louise grins slyly at Andrea.

MARTHA LOUISE

Good. Then you'll have to find a legitimate job. Besides, with the money he makes off of you, he could hire an arsonist.

Carole stares Martha Louise down.

ANDREA

You two got any suggestions?

MARTHA LOUISE

Yeah: Quit this stunt and wait for the opportunity to teach...better yet, why don't you--

CAROLE
Shut up, Martha Louise.

Carole and Andrea get up to trade high fives.

CAROLE (CONT'D)
Andrea, what about the music hall
in El Segundo? You've got a part-
time job there, keeping the organ
in shape.

ANDREA
Too small. And I only help the man
in charge of keeping the organ in
shape.

CAROLE
Maybe a theater would be your best
bet.

Carole sits herself back down on the couch.

ANDREA
Maybe we can get into TCL
(sits back down on couch)
Chinese...but I'd have to rearrange
my classes. And this year, it's too
late.

Martha Louise sits on Andrea's other side.

CAROLE
Well...isn't there someplace on
campus you and your band can tune
up for Mayfest?

ANDREA
Not unless I wanna interfere with
another university function.

MARTHA LOUISE
Andrea, you know what you oughta
do?

Martha Louise puts a hand on Andrea's shoulder while Andrea
herself shakes her head left and right.

MARTHA LOUISE (CONT'D)
Log onto dial-a-prayer.com.

Andrea takes Martha Louise's hand off her shoulder.

EXT. FRANKLIN AVENUE UMC, LOS ANGELES, CA - DAY

One of Hollywood's most prominent landmarks, this English Gothic structure from the Great Depression features a giant red ribbon on the church's bell tower.

INT. FRANKLIN AVENUE UMC SANCTUARY - DAY

With the exception of their upright with the rotten keys and their post-World War 2 electric organ, all the Rust Spots' instruments and equipment rest around the altar at the front of the sanctuary.

All the Rust Spots except Alfreda stand around the altar at the front of the sanctuary.

Most of them look uncomfortable here...especially Frances, who looks longingly at Andrea.

FRANCES

Is this the best you could do?

ANDREA

It was the only choice I had.

(to Mary Nelle)

Rock and Duke don't know we're here, do they?

MARY NELLE

The only way they could find out we'd been here would be if they went to work for the CIA.

ANDREA

(to Frances)

See what I mean?

Frances nods.

ANDREA (CONT'D)

Besides, Mom's on the budget and finance committee here.

SIDNICE

A logical extension of her longtime association with Santa Anita Park.

Some of the hookers-cum-musicians laugh...and Andrea's one of those who laugh.

ANDREA

Well, let's get started. Maybe we can work around Al.

Andrea moves behind the altar and sits at the church's five-manual, Depression-era pipe organ.

ANDREA (CONT'D)
 (turning organ on)
 You guys got "One Mint Julep" down?

The other Spots nod while Sidnice grabs a set of bongos.

Andrea selects her stops...as Frances looks on.

FRANCES
 Andrea, I don't think America's
 ready for a rock-and-roll pipe
 organ.

ANDREA
 Haven't you ever seen that video of
 Lady Gaga's live version of "Born
 This Way?" Halfway through it, she
 played a pipe organ.

Andrea fusses with the sound she wants from those pipes.

ANDREA (CONT'D)
 Okay...so the pipe organ was at
 Monster Hall in Sydney, Australia.

T.L.
 Frances, have you ever heard of
 Amina Claudine Myers'
 "Improvisation Suite for Chorus,
 Pipe Organ, and Percussion?"

Andrea's "fussing" sets off a mass tuning of instruments by the other Rust Spots.

SIDNICE
 T.L., you're losing us again.

Alfreda totes her own guitar as she strolls into the sanctuary at long last.

All the tuning stops.

ALFREDA
 I got lost finding the place.

Some Rust Spots laugh...but Andrea doesn't.

ANDREA

Alfreda Montgomery, I don't care if you ever play another note on that guitar again. I just want you to--

ALFREDA

Look, baby, you don't have to use that reverse psychology on me no more!

Everybody in the sanctuary turns to look at Alfreda.

ALFREDA (CONT'D)

I really did get lost!

Nobody laughs.

Andrea slowly nods.

ALFREDA (CONT'D)

What're we doing?

PATIENCE

We're doin' "One Mint Julep."

ANDREA

Al, I'm sorry.

Alfreda's nod is slow.

ANDREA (CONT'D)

Take a few minutes to tune up.

ALFREDA

I'm already tuned up, Andy.

A grinning Andrea just shrugs.

ANDREA

Okay, then, here we go!

The Rust Spots start "One Mint Julep" in the manner of Ray Charles' 1961 version.

That means eight bars of call-and-response music from the horn players (Frances on trumpet, Hildegard on tenor, Jocelyne on alto, and Patience on trombone; all four handle the "call") and Andrea ("responding" on organ).

Right from the start, and all through the song, the staccato rhythm of guitar, bass, drums, and bongos (Alfreda, Mary Nelle, T.L., and Sidnice, respectively) comes through.

Hildegarde and Jocelynn lead the song out of the intro for twelve bars...but Andrea's organ playing (which raises eyebrows among her colleagues) turns these twelve bars into more call-and-response.

For the next twelve bars, it's more call-and-response...but here, Frances and Patience do Andrea's job.

Andrea herself takes the lead with a seven-bar solo...which is ended by the band's one-bar shout:

ALL
AAAAAAH-HAH!!

The Rust Spots' leader comes back for four bars of organ, but for the next eight bars, her organ and the horns fight it out musically.

ALL BUT ANDREA
HEY!!

ANDREA
Just a little bit o' soul now!

Andrea gets into a thirty-one-bar solo in which the horns jump in and out at times.

She cooks during the final seven bars...until:

ALL
AAAAAAH-HAH!!!

Andrea gets the next four bars, but loses ground to the surging horns for the next eight.

A little organ signature, a one-note, four-second-long blast from all nine of the young women...The End.

Some Rust Spots look up; they pretend to ask for forgiveness.

Andrea chuckles as she waves them off.

EXT. CARRIE JACOBS BOND HOTEL - NIGHT

This turn-of-the-Twentieth-Century hotel is in Tinseltown's downtown area, close to the Convention Center.

INT. EMPTY BOTTLES LOUNGE AT CARRIE JACOBS BOND HOTEL - NIGHT

Leroy Foster and fellow Long Beach State professors HANK WATKINS (mid-50s, Black) and JANICE CHORPENNING (late 30s, White) relax in a Victorian atmosphere. All three (in suits and ties) nurse drinks and sit around one of several tables.

The place is half full of CUSTOMERS.

That Victorian atmosphere boasts an Internet Age twist: Some big-screen TVs along one wall show VARIOUS SPORTS EVENTS.

LEROY

One of my students came to me with an unusual request: She wants to get academic credit for teaching instrumental music to hookers.

JANICE

Well, that's a legitimate request.

Hank just nods.

LEROY

Yeah, but she's doubling as one of them.

Janice and Hank just stare at each other, then at Leroy.

JANICE

Oh, boy...

The three instructors look into space for a moment.

HANK

Janice, maybe they cut off the scholarship money or something.

LEROY

Ain't that, Hank.

Leroy receives funny looks from Hank and Janice.

JANICE

(to Leroy)

What do you mean ain't? After all the years you've spent in this country's educational system, you should know better than to say--

LEROY

That's right. Ain't like that at all.

(nodding sharply)

There. I said it.

Leroy receives another funny look from Janice.

LEROY (CONT'D)

It's Andrea McKeown. She's on a couple of scholarships already.

Rock enters the bar in another of his wild suits...and he chooses a table next to the teachers'.

JANICE

Yes...she's in my morning composition class...I must admit, Andrea shows a great deal of determination.

Janice looks up at one of the TVs while she takes a drink.

JANICE (CONT'D)

Tries anything to get the sound she wants. I've never had anyone so skillful at dissecting a melody.

Rock leans over to catch the conversation without being noticed...when tuxedo-clad barmaid MAKAYLA YAMAGUCHI (20s) approaches him.

MAKAYLA

Sir...is anything wrong?

ROCK

Nah...just felt like relaxing. Speaking of relaxing, think I'll have a pina colada.

MAKAYLA

Let me see your ID first.

Rock's mouth flies open...but he whips out his driver's license anyway. Makayla takes the license, looks at it, nods in approval, and hands the ID back to Rock...who tries to catch more of the teachers' conversation.

On her way out of the room, Makayla whips out a pad, writes Rock's order down, and nods.

HANK

Yeah. But what gets me, Leroy, is why prostitutes? Why not...senior citizens or something?

Leroy takes a sip of his drink.

LEROY

Out of desperation...she also said something about wanting to get prostitutes out of the world's oldest profession and into something where...they can use their brains instead of their bodies.

Rock wheels around and faces Hank, Janice, and Leroy.

ROCK

Yeah! I know her!

A stunned threesome eyeball Rock.

JANICE

(to Rock)

That's funny...I never see you around campus.

ROCK

My name's Rock. I'm Andrea's...business manager.

JANICE

Right...pimp.

Rock stares angrily at Janice.

HANK

Rock, I'm Hank Watkins, Andrea's organ professor. Sitting next to me are Janice Chorpenning, Andrea's composition professor, and Leroy Foster, Andy's advisor.

Rock shakes the professors' hands.

LEROY

Hey, Rock, no use you sittin' there alone. We've got one seat left. Might as well take it.

Rock puts himself in the empty seat.

ROCK

Sounds like you're all hung up on Andrea, too.

Makayla comes back in with that pina colada for Rock...but now, she does a doubletake.

MAKAYLA

Here's your pina...didn't you wanna
be alone?

Rock takes the pina colada and sips it.

ROCK

Are you kidding?

Makayla shrugs.

Rock hands Makayla a twenty-dollar bill before he turns to
Hank, Leroy, and Janice.

ROCK (CONT'D)

She's trying to take my family away
from me.

Hank joins Makayla in a doubletake.

INT. MARY NELLE'S MASSAGE ROOM #4 - NIGHT

Andrea works on DEAN MURRAY (50s), who lies on his stomach.
She goes easy on him.

DEAN

You wanna put more juice on it,
kid?

ANDREA

Thought you'd never ask.

Andrea rubs Dean harder.

ANDREA (CONT'D)

So...you're the oldest customer
here, huh?

DEAN

Yep. I know all the girls here.

ANDREA

How would you like some oil?

DEAN

Yeah. Anything's fine.

Andrea grabs a container of oil and pours the oil on Dean.
She rubs it on him...as hard as possible.

Dean loves it all.

DEAN (CONT'D)

You say you're an ex-softball pitcher?

ANDREA

That's right.

DEAN

Why ex?

ANDREA

Well, I didn't feel the opportunities were there for me in sports after college.

Dean's so surprised he turns around to look at Andrea.

ANDREA (CONT'D)

I did find an even better opportunity:

(pushing Dean down)

I'm teaching the girls here music...and we've formed a jazz-rock band called the Rust Spots.

Dean turns around again.

DEAN

You mean you'd rather strike up a band than strike out designated hitters?

Andrea nods as she pushes Dean down again and rubs his back.

ANDREA

Yeah. And it's fun...by the way...we make our debut May fourth...that's the afternoon of the first annual Mayfest.

DEAN

Yeah...I heard about that on TV. Some Long Beach State students decided to put this together after the City of Long Beach decided to shut down the Funk Fest in 2014.

ANDREA

Well, Dean, I'd like to invite you to the inaugural Mayfest. By the time we debut, we should have one heck of a show for you.

DEAN

Okay.

(getting up)

So, Andrea, how does an ex-jock like you get off being so musical?

ANDREA

Are you ready for this?

Dean nods.

ANDREA (CONT'D)

Well, I've got an aunt who played in a punk-rock band in the Seventies and Eighties. She taught me to play "Maple Leaf Rag" on the piano...

INT. EMPTY BOTTLES LOUNGE AT CARRIE JACOBS BOND HOTEL - NIGHT

Still seated together, Rock, Leroy, Janice, and Hank keep their conversation (and their drinks) alive.

ROCK

So, Janice, where do you get off diggin' the life?

Janice looks at Rock with a straight face.

JANICE

Well, when I was little, I watched that TV-movie where Loni Anderson played a...working girl. And I remember when Montel Williams and Jenny Jones had talk shows on TV...

Rock doesn't look impressed.

HANK

If Andrea can pull it off, it'll be really...interesting. If she can turn them into a competent unit.

Rock looks uneasy.

ROCK

What scares me is if these girls...hit it off and become the next, uh, Suga Mamas. Or at least get enough work.

HANK

Look, Rock, at least you'll be able to say: "I knew those girls back when they were getting started."

ROCK

Leroy...you ain't gonna go through with trying to get that credit toward her...internship, are you?

Leroy looks toward the wall of big-screen TVs a moment.

LEROY

Maybe...I just might bring it up at the department meeting.

Rock receives an amused look from Leroy.

LEROY (CONT'D)

It oughta arouse this eighty-year-old professor emeritus we have. He sleeps through all the meetings lately.

Janice and Hank stifle their own chuckles.

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

Rain invades Long Beach!

INT. ANDREA'S LIVING ROOM - DAY

Andrea, Carole, and Martha Louise sit and watch A VIDEO played back on their TV. (Not just any video; this one's of...the Rust Spots in a recent rehearsal.)

Andrea watches intently, Carole's pleasantly surprised at what she sees, and Martha Louise looks mortified.

CAROLE

Andrea...not bad!

ANDREA

Thanks...but if T.L. and Mary Nelle can tighten it up, well, we'll be on our way.

Andrea's eyes light up.

ANDREA (CONT'D)

Here's the part where Sidnice is singing "Does Anybody Really--"

MARTHA LOUISE
You mean there's more?

Andrea nods.

MARTHA LOUISE (CONT'D)
You should've shot a video of the
rain outside!

INT. FRANKLIN AVENUE UMC SANCTUARY - DAY

Mary Nelle, Sidnice, Alfreda, T.L., Hildegarde, Jocelynnne, Frances, and Patience stand around Andrea, who sits at the sanctuary's grand piano.

Jocelynnne grins...and stares into space.

ANDREA
Jocelynnne, please...

PATIENCE
She's still in hog heaven over
whippin' her two-thousandth John.

A concerned Mary Nelle looks at Jocelynnne.

MARY NELLE
I told you to stop whipping our
clients--

JOCELYNNNE
Don't sweat it, Mary Nelle. It was
a house call.

Mary Nelle breathes a sigh of relief.

ANDREA
Anyway, you guys, with Mayfest less
than four months away, I think we
oughta start worrying about stage
presence...choreography.

SIDNICE
You're losing us, Andrea.

ANDREA
It's time to develop some dance
steps.

ALFREDA
Wait a minute, Andy. You didn't say
nothin' 'bout no--

FRANCES

It's easy, Al. Just think about the good time you had with your John last night.

ANDREA

Right, Frances!

Andrea comes up with a goodnatured laugh.

ANDREA (CONT'D)

Another thing to do between now and Mayfest is watch all the music videos you can...every time you see a band, watch how they dance.

HILDEGARDE

Do groups like Gladys Knight and the Pips and the Temptations count? Groups like that from back in the day?

ANDREA

You bet! Those old Motown singing groups had some fantastic moves. And if you wanna try Michael Jackson's moonwalk, go for it.

SIDNICE

You wouldn't subject a woman with two left feet like me to public humiliation, would you?

ANDREA

Well, if we don't show 'em a little more than music, somebody's gonna break out a frisbee and start an impromptu tournament right in the middle of Mayfest.

Andrea stands up and flashes a sly grin.

ANDREA (CONT'D)

In fact, we need to do some more work on "Does Anybody Really Know What Time It Is?"

Andrea sits back down and rests her hands on the piano's keys, Sidnice grabs a microphone, and the other Rust Spots go to their usual instruments.

ANDREA (CONT'D)

Wanna see how everybody moves on
this one.

(to Sidnice)

Your singing's full of conviction.
That's good. Let's see your moves
catch up with it.

With everybody ready, Andrea wallops out the song's minute-
and-thirteen-second-long opening.

Sidnice is antsy.

SIDNICE

Can't we start with the horns?

MONTAGE SEQUENCE

INT. BASEMENT AT T.L.'S CONDO, PALMS TOWNHOMES - DAY

Mary Nelle (who dances around with her bass) and T.L. work
toward a tighter drums-bass sound.

INT. ANDREA'S BEDROOM - DAY

Andrea looks at a mirror and crouches as if going to
bat...while playing her guitar. (It doesn't work.)

She does some high kicks...and finds success!

INT. LANGFORDS' BEDROOM - NIGHT

Frances, Keith, and Myron (all in their sleepwear) watch A
TALK SHOW on the bedroom TV. (Right now, A ROCK BAND plays.)

No dancing at all...and the Langfords look disappointed.

EXT. MARY NELLE'S - DAY

Carole whips out her cell phone (or a digital camera) to take
a photograph of the Rust Spots.

Everybody's all smiles!

INT. FRANKLIN AVENUE UMC SANCTUARY - DAY

Carole uses a camcorder to tape the Rust Spots...whose moves
look better than before.

END MONTAGE

EXT. WEST SIXTH STREET CHURCH - DAY

West Sixth Street Church is a famous Los Angeles landmark, too; this one's known for its domed structure that recalls the beginnings of the Space Age.

INT. WEST SIXTH STREET CHURCH SANCTUARY - DAY

The Spots have found a second rehearsal space; they finish up Louis Jordan's 1946 "Ain't Nobody Here but Us Chickens."

Sidnice is on grand piano, Andrea's on a four-manual theater pipe organ, Alfreda takes vocals and plays guitar, and Mary Nelle plays...an old-fashioned upright acoustic bass. And, of course, it's T.L. on drums.

ALFREDA

(into her mike)

Nobody but us chickens./Nobody but us chickens./I want you to leave me alone./OWWWW! Please leave me alone now./I need a little quiet./It ain't nobody here but us.

Alfreda turns to Mary Nelle.

ALFREDA (CONT'D)

Hey, Boss..what do you say?

MARY NELLE

(into her mike)

It's easy pickin's.

MARY NELLE, ALFREDA

There ain't nobody here but us chickens.

Frances, Hildegarde, Jocelyne, and Patience (on trumpet, tenor, alto, and trombone, respectively) blow out the last few bars of the song...which James Brown put on one of his 1964 albums, too.

ANDREA

Sounds all right. Except...

MARY NELLE

Don't worry, Andrea. I'll get used to playing this knockout bass yet.

ANDREA

No. That's fine. It's just that we should punch up the beat a bit.

Most of the musical prostitutes signal their agreement.

ANDREA (CONT'D)

By the way, guys, I thought I'd mention this now: Stagewear. Let's start thinking about not dressing up as if we were in the life...when we go on stage.

Andrea gets up from the organ and stretches.

ANDREA (CONT'D)

In fact, wear anything you want...so long as you don't look like you're in the--

HILDEGARDE

Don't worry, Andrea. We've got this.

EXT. ANDREA'S HOUSE, LONG BEACH, CA - DAY

A light wind shakes the neighborhood trees.

INT. ANDREA'S LIVING ROOM - DAY

Martha Louise and Carole finish off a bucket of fried chicken when Andrea strolls down the stairs and into the room...in a black derby hat, a black tuxedo, a yellow shirt, and a black bow tie. (She totes a full guitar case, too.)

Andrea's outfit features Long Beach State's (and San Fernando High School's) colors...a surprise to the chicken eaters.

CAROLE

Andrea...you look wonderful!

Andrea nods...and blushes.

MARTHA LOUISE

Yeah, but you don't look like a rock star. You look more like a...an impresario.

ANDREA

Well, I do feel like I'm introducing something, Martha Louise.

CAROLE

(to Andrea)

You sure you don't want any more chicken?

ANDREA

Nah. I'd better get over to Mary Nelle's and meet the rest of the band. Help 'em load up the instruments and head over to Whaley Park. That's where Mayfest is.

Andrea starts for the door.

ANDREA (CONT'D)

You sure you both don't wanna come over there?

MARTHA LOUISE

Nah, Andy. We'll wait for the album to come out.

Andrea opens the door and leaves the house as Carole turns to Martha Louise.

CAROLE

You can wait for the album if you want to, but I'm going over there.

Martha Louise mocks Carole.

EXT. MARY NELLE'S - DAY

A different U-Haul truck rests in back.

INT. MARY NELLE'S LOBBY - DAY

Andrea approaches the other eight Rust Spots, who sit on couches. They all wear various outfits that range from a granny gown to a man's three-piece suit to a tuxedo to the T-shirt-and-jeans look to a bikini.

The other Rust Spots don't look as fired up as Andrea.

ANDREA

You guys, we've gotta get over to Whaley Park in thirty-five minutes!

Nobody moves.

JOCELYNNE

Look, kid, I told you we don't have no secrets here! You turned around and played "I've Got a Secret" anyway!

ANDREA

Wait a minute--

Andrea looks around for support...and doesn't find any.

SIDNICE

You didn't tell us you were doing this for academic credit, so that it'd go on your internship grade.

ALFREDA

Yeah, Andy. Rock told us.

ANDREA

You guys, if I told you about doing this for academic credit, well, you wouldn't have gone along with--

T.L.

I feel like I've been used.

Hildegarde nods.

Patience and Mary Nelle stare glumly at Andrea.

MARY NELLE

We wish you would've come to us and told us you'd discussed it with your teachers.

Andrea's some kind of stunned.

FRANCES

I feel like an ingredient in an experimental recipe in cooking school...that just got an F.

HILDEGARDE

(to Andrea)

Would've been cool if you'd leveled with us.

Andrea looks around the room. She's still in shock.

Alfreda walks over to Andrea...and puts an arm around Andrea's shoulder.

ALFREDA

Looks like you're gonna have to throw down alone, Andy.

Andrea, in a huff, shakes loose from Alfreda.

EXT. WHALEY PARK, LONG BEACH, CA - DAY

Whaley Park is on the northwest edge of the Long Beach State campus; right now, it's full of PEOPLE OF ALL AGES...including many CSULB students.

They've turned the park from a beloved recreational spot into an outdoor concert venue.

Many attendees sit in folding chairs; others sit on the ground or stand up. (Some of the folks use camcorders or still cameras.)

The music they listen to comes from A REGGAE BAND about to end its set. What's more, the act uses a makeshift bandstand bordered by a row of trees and Whaley's parking lot.

In back of the stage, Andrea (still in her tuxedo and derby) waits for the reggae band to end its set. She works to get herself together and shake off the snub by her students at the massage parlor.

She looks chipper by the second.

The music's over, the O.S. APPLAUSE HEATS UP, and once it's done, Andrea takes the stage.

Once Andrea's on the stage, she's greeted with the SOUND of surprise from an audience expecting eight other musicians to follow her up there.

Andrea grabs a mike from its stand and addresses the crowd.

ANDREA

Any of you out there remember a young woman who played ragtime piano at Crazy's Pizza Parlor on San Fernando Boulevard when she was in high school...

Andrea walks around.

ANDREA (CONT'D)

When she wasn't pitching for San Fernando High School's softball team?

Many in the crowd clap.

ANDREA (CONT'D)

Well, you're looking right at her.

Andrea puts the mike back in its place and strolls over to an upright piano from the 1880-1929 period. She removes the music rack to expose the piano's hammers.

ANDREA (CONT'D)
 (into the piano's mike)
 I know you were expecting the Rust Spots, but...

Andrea sits down on the piano's bench.

ANDREA (CONT'D)
 For some strange reason...they didn't show up.

Dean strokes his chin as he watches Andrea.

Andrea, with an elaborate arpeggio, starts her set with a ragtime version of..."Misty!"

ANDREA (CONT'D)
 So, for the next forty-five minutes, well, you've got me...Andrea McKeown.

After about twenty-four bars of spirited playing, Andrea's got her pre-Mayfest enthusiasm back.

Even so...Hank, Janice, and Leroy look disappointed.

Kellen rises from his chair to pace the ground.

INT. MARY NELLE'S DINING ROOM - DAY

Andrea's students quietly eat lunch...but not for long: Patience pushes aside her plate.

PATIENCE
 You know something? Ah've been thankin'...

FRANCES
 When you start thinking, Patience, something somewhere is wrong.

PATIENCE
 Ah'd like to he'p Andrea th'ow down.

JOCELYNNE
 Well, you go ahead, Stretch.
 (taking a bite)
 Be a fool.

PATIENCE

Why don't y'all join me?

FRANCES

Patience, she didn't mean all that stuff about us using our brains instead of our bodies! She was just...just...

ALFREDA

Usin' us, Franny.

Patience rises from the dining table, walks over to a small table where her full trombone case rests, and grabs the case.

PATIENCE

Wail, Ah really thank she did mean all that! And the thang is, she was gittin' through to every last one o' you...at least 'til you let Rock git to you.

JOCELYNNE

When you get beat up on stage, fool, just remember--

PATIENCE

No, Jocey, you remember this: She even tried our lifestyle...tried to be one of us...just to git her message across!

MARY NELLE

Oh, Patience...

PATIENCE

Y'all know Andy's right! What good's it gonna do you to be in the life at age sixty?

(walks around table)

Or forty...or thirty?

(looking at Frances)

Which you'll be in four years!

SIDNICE

You ain't got no case, Patience, so sit down and--

PATIENCE

(turning to Sidnice)

What can you give after you've given it all away to a Rock or a Duke?

Some of the prostitutes jeer Patience.

FRANCES

Look, Andrea was a bit sneaky about the whole thing.

Jocelynne lights up a big cigar.

T.L.

Jocelynne, I'm trying to eat.

JOCELYNNE

Eat fast.

(to Patience)

Sure she was: The bit with the briefcase, sneaking the instruments in like it was "Mission: Impossible" or--

FRANCES

And she just didn't seem like a real working girl to me.

(looking around the room)

How about the rest of--

Patience stops her excursion and T.L. stops eating.

PATIENCE

Franny, why're you so concerned about somebody being sneaky?

Patience gestures toward Frances.

PATIENCE (CONT'D)

Ah remember you braggin' about how you got into the life to begin with...sneakily! And how you tail your folks you're a salesperson, not a...hooker!

Frances looks uneasy.

FRANCES

Wait a minute, Patience. That's--

Patience starts her walk around the table again.

PATIENCE

And Hildegarde...isn't it you that said you git by in the life with intelligence? Don't you also git by out of the life the same way?

HILDEGARDE
Well, yes, but--

PATIENCE
You play a great horn.

Hildegarde grins a little bit.

PATIENCE (CONT'D)
And you pick up thangs mighty
easily.

HILDEGARDE
At least...that's what Andrea says.

PATIENCE
And it's true! Why don'tcha wanna
show 'em how talented you are?

Hildegarde's stunned.

EXT. WHALEY PARK, LONG BEACH, CA - DAY

Andrea bangs out "Second Hand Rose."

In the middle of the song, she turns to a crowd that slowly
warms up to her music.

ANDREA
(into the piano mike)
Anybody feel like singing?

No takers.

Duke and Rock enter Whaley, join the crowd...and remain
erect, much to the dismay of SEVERAL LISTENERS.

LISTENER #1
DOWN IN FRONT!

Rock glowers at the irate listener as he reluctantly sits
down on the ground; Duke follows suit.

ROCK
Man, the cleaners'll never get
these grass stains outa this suit!

Rock's eyes focus on Andrea as she makes all that music on
that platform.

ROCK (CONT'D)
 (turning to Duke)
 Where's the band? And how come
 Andy's playing all them old tunes?

Duke just shrugs.

DUKE
 Would've been cool to hear 'em
 throw down.

Rock glowers at Duke...who warms up to Andrea's music.

ROCK
 Duke, them tunes are older than my
 two grandmas...combined!
 (looking at his pants)
 My thousand-dollar suit!

INT. MARY NELLE'S DINING ROOM - DAY

Patience continues to walk around the table.

SIDNICE
 (to Patience)
 All right! Stop the track meet!

Some of the prostitutes laugh, but Patience stares them down.

PATIENCE
 Jocey...you're always the one
 sayin' you're not in the life for
 keeps.

JOCELYNNE
 Right.

Jocelynne taps cigar ashes onto her plate.

JOCELYNNE (CONT'D)
 I'm saving my money to go to
 stuntperson school.

PATIENCE
 You could make a good livin' offa
 your horn. How do you know if you
 don't try?

JOCELYNNE
 Damn it, Patience...

PATIENCE

Mary Nelle, you're always talkin'
about self-improvement and how
you're a fan of it.

Patience goes over to Mary Nelle and puts a hand on the
latter's shoulder.

PATIENCE (CONT'D)

In fact, you always felt good when
you were playin' an instrument.

Mary Nelle looks flummoxed.

PATIENCE (CONT'D)

Ah've heard you downstairs playin'
the piano. You've even tole me
yourse'f that it made you feel like
a little kid ag'in.

MARY NELLE

Patience...

PATIENCE

You've got a purty touch, and that
tails me you care about what you're
playin'. Not only piano, but also
bass.

MARY NELLE

But I'm not Andrea.

PATIENCE

But you're good! What's so
different about now...when you've
got a chance to show 'em what
you've learned?

Mary Nelle's is a slow nod.

PATIENCE (CONT'D)

Speakin' of good...Alfreda, you're
the best sanger we've got! Bar
none! Ah mean, when you sang--

ALFREDA

Patience, don't go there.

PATIENCE

Suit yourse'f.
(walking toward T.L.)
(MORE)

PATIENCE (CONT'D)

T.L., Ah cain't git over you not wantin' to go...specially when you consider you're light years ahead of all the rest of us.

The other five hookers and Mary Nelle join Patience in eyeballing T.L.

PATIENCE (CONT'D)

And when you consider how you've always dreamed of bein' a professional drummer!

T.L. sits there, stunned.

PATIENCE (CONT'D)

You've forgotten about that, haven't you?

Patience starts toward the lobby.

PATIENCE (CONT'D)

Any of you willin' to come to your senses and come to Mayfest with me, Ah'll be outside by the U-Haul. In fact, Ah'm not gonna leave 'til you decide to th'ow down with Andy.

The other hookers and their boss stare at Patience.

PATIENCE (CONT'D)

Ah can take two mo' in the U-Haul. And Mary Nelle...you can take the others in your four-door pickup truck.

Patience sees seven confused faces as she leaves the room.

EXT. WHALEY PARK, LONG BEACH, CA - DAY

Andrea's music has changed to "Who Threw the Overalls in Mrs. Murphy's Chowder?"

She delivers the song on a 1970s-1980s electric organ (possibly a souped-up Yamaha or a Hammond B-3) next to that old upright piano.

Andrea's got Whaley Park on a string.

Carole and Martha Louise sit in the crowd...and look stunned.

MARTHA LOUISE

She gave up the chance to be a sure
four-time All-American softball
pitcher...to put on a tuxedo and
play songs nobody remembers?

Carole stares at Martha Louise a moment.

CAROLE

You'd be surprised at all the
different versions of "Misty"
they've got on YouTube...I can't
wait 'til Grace VanderWaal's
version comes out.

Martha Louise shakes her head "no."

CAROLE (CONT'D)

(gazes toward bandstand)
All Andrea needs to round out the
look is a cane.

MARTHA LOUISE

When Rock gets through with her,
she's gonna need a cane.

Andrea finishes "Who Threw" with a flourish.

She gets a good round of O.S. APPLAUSE for her work, too.

ANDREA

(into a mike)
This used to be my favorite finale,
and I'd like to close with it this
time.

Andrea goes back to the old-fashioned piano and plays...a
Civil War medley.

Hank listens intently, Janice claps to the music, and Leroy
looks mortified as they hear "The Bonnie Blue Flag."

HANK

Leroy...just be glad it's free.

Carole's feet bounce along to the music, which now changes to
"Tramp! Tramp! Tramp!"

Martha Louise stares, openmouthed, at Carole, then at Andrea.

Andrea's now up to "Goober Peas."

She sees a 2010 Toyota four-door pickup and that U-Haul truck pull to stops in back of the stage.

Patience (she climbs out of the driver's seat), Jocelyne, and Alfreda come out of the U-Haul truck.

Mary Nelle (occupant of the driver's seat), Sidnice, T.L., Hildegarde, and Frances climb out of the pickup.

All eight unload the U-Haul of instruments, amps, and other gear.

Andrea steps the music up to an uptempo "Just Before the Battle." Next, it's "The Yellow Rose of Texas."

Around Andrea, her students set up amps, mikes, and instruments...to the strains of Andrea's closer, a rousing rendition of "Battle Cry of Freedom."

Next to the organ, Sidnice drags an electronic keyboard and the stand it's on.

Andrea jams on...but the crowd is sure surprised.

Sidnice stands by the electronic keyboard while the others get out their instruments.

Andrea ends her medley with a bang, looks up from the keys, and, seeing her fellow Rust Spots, sits there in the midst of the applause.

She's shocked.

Her colleagues are ready to play.

The audience continues to applaud.

SIDNICE

(to Andrea)

Whatcha staring at? Introduce us!

Andrea jumps up from the piano bench and waves at the still-applauding throng before she goes to a mike.

ANDREA

Ladies and gentlemen...we're the Rust Spots.

As the applause heats up, Andrea grabs her guitar and moves in between fellow guitarist Alfreda and bassist Mary Nelle.

Andrea's band starts out with "Got to Get You into My Life," which, as before, begins with a cymbal crash from T.L., then horns (Frances' trumpet, Hildegarde's tenor sax, Jocelynn's alto sax, and Patience's trombone), the guitars, and T.L.'s drums for two bars.

Bass and electronic keyboard come in; they lead to five bars featuring Sidnice and Andrea (the latter plays lead guitar).

ALFREDA, ANDREA, MARY NELLE
 (singing into their mikes)
*Got to get you into my life, into
 my life./Got to get you into my
 life, into my life./Got to get you
 into my life, into my life./Got to
 get you into my life, into my
 life./Got to get you into my life,
 into my life.*

Again, the horns "respond" to the vocal "calls," setting up the five-bar lead-in- Frances on trumpet and Alfreda, Andrea, and Mary Nelle "doo-wopping" it for eight bars.

ANDREA
*I was alone. I took a ride. Didn't
 know what I would find
 there.../Another road where maybe I
 could see another kind of sign
 there?*

At this point, Andrea's lead vocal isn't too strong.

ALFREDA, ANDREA, MARY NELLE
Ooh!

ANDREA
Then I suddenly see you.

ALFREDA, ANDREA, MARY NELLE
Ooh!

ANDREA
*Did I tell you that I need you
 every single day of my life?*

Frances, Jocelynn, Hildegarde, and Patience (with their horn work) cut the vocal.

Rock's so peeved he sprints toward the bandstand; immediately, Duke takes off after him.

All the Spots except T.L. try dance steps to their own music.

ANDREA (CONT'D)

*You didn't run. You didn't lie. You
knew I want to hold you./And had
you gone, you knew in time we'd
meet again, for I had told you.*

The crowd gets a taste of Alfreda's choked-rhythm guitar and Sidnice's percussive keyboard here...until the horns rise up.

ALFREDA, ANDREA, MARY NELLE

Ooh!

ANDREA

You were meant to be near me.

ALFREDA, ANDREA, MARY NELLE

Ooh!

ANDREA

*And I want you to hear me say we'll
be together every day.*

SIDNICE, MARY NELLE, ALFREDA

Got to get you into my life.

ANDREA

(on "INTO")

Got to get you into my life.

SIDNICE, MARY NELLE, ALFREDA

*Got to get you in, got to get you
into my life.*

ANDREA

(on "IN")

*Got to get you in, got to get you
into my life.*

SIDNICE, MARY NELLE, ALFREDA

Got to get you into my life.

ANDREA

*Got to get you in, got to get you
into my life.*

ALFREDA, ANDREA, MARY NELLE, SIDNICE

Got to get you into my life.

Andrea's singing gains strength.

Duke catches up to Rock and grabs him from behind.

ANDREA

Hey, yeah!

The horns maintain a flow on the refrain above; they give way to a mid-song solo that features Andrea's piercing lead guitar for eight bars.

ALFREDA, ANDREA, MARY NELLE

Ooh!

ANDREA

Then I suddenly see you.

ALFREDA, ANDREA, MARY NELLE

Ooh!

ANDREA

*Did I tell you that I need you
every single day of my life?*

SIDNICE, MARY NELLE, ALFREDA

Got to get you into my life.

The horns begin sixteen bars' worth of "responses" to the vocal "calls."

ANDREA

Got to get you into my life.

SIDNICE, MARY NELLE, ALFREDA

*Got to get you in, got to get you
into my life.*

ANDREA

My life.

SIDNICE, MARY NELLE, ALFREDA

Got to get you into my life.

ANDREA

Got to get you into my life, yeah.

ALFREDA, ANDREA, MARY NELLE, SIDNICE

Got to get you into my life.

From here on in, the horns maintain a rocking flow.

ALL BUT HORN PLAYERS

*Got to get you in, got to get you
in, got to get you in, got to get
you in, into my life./Got to get
you in, got to get you in, got to
get you in, got to get you in, into
my life./Got to get you into my
life.*

The Rust Spots steal a riff from the Beatles' original version to end the song.

In the crowd, Kellen breathes a sigh of relief (and Duke, who still holds on to Rock, manages to subdue him).

Duke smiles while everybody else around him and Rock applauds the band.

LATER

Andrea, back at that old-timey upright, beats out the one-minute-thirteen-second introduction to Chicago's "Does Anybody Really Know What Time It Is?"

The horn players move in (with bass and drums providing bottom) for a "second" intro. Piano takes back the lead for a little while; it and drums build to a "third" intro.

A ten-bar, trumpet-yoked passage leads into the vocal and delineates the song's basic beat.

Sidnice, microphone in hand, struts to the beat.

SIDNICE

(singing into her mike)

*As I was walking down the street
one day,/A woman came up to me and
asked me what the time was that was
on my watch. Yeah./I said:*

Alfreda starts her guitar playing when Sidnice sings.

ALFREDA, ANDREA, MARY NELLE

I don't--

SIDNICE

(on "DON'T")

*"Does anybody really know what time
it is?"*

ALFREDA, ANDREA, MARY NELLE

--care--

SIDNICE

"Does anybody really care?"

ALFREDA, ANDREA, MARY NELLE

--about time!

SIDNICE

"If so, I can't imagine why."

ALFREDA, ANDREA, MARY NELLE

No noooooo!

SIDNICE

"We've all got time enough to cry."

In each verse, the horns punctuate every first line and maintain a flow throughout the rest of each verse (as well as the refrain).

SIDNICE (CONT'D)

I was walking down the street one day./A gentleman, he looked at me and said his diamond watch had stopped cold dead.

Janice and Leroy look surprised...and Hank grooves!

Onstage, Sidnice struts her stuff.

SIDNICE (CONT'D)

And I said:

ALFREDA, ANDREA, MARY NELLE

I don't--

SIDNICE

"Does anybody really know what time it is?"

ALFREDA, ANDREA, MARY NELLE

--care--

SIDNICE

"Does anybody really care?"

ALFREDA, ANDREA, MARY NELLE

--about time!

SIDNICE

"If so, I can't imagine why."

ALFREDA, ANDREA, MARY NELLE

No noooooo!

SIDNICE

"We've all got time enough to cry." / And I was walking down the street one day, / Being pushed and shoved by people trying to beat the clock. Oh, ho, I just don't know, I just don't know, I don't know, whoa. / And I said, yes, I said:

ALFREDA, ANDREA, MARY NELLE

I don't--

SIDNICE

"Does anybody really know what time it is?"

ALFREDA, ANDREA, MARY NELLE

--care--

SIDNICE

"Does anybody really care?"

ALFREDA, ANDREA, MARY NELLE

--about time!

SIDNICE

"If so, I can't imagine why."

ALFREDA, ANDREA, MARY NELLE

No noooooo!

SIDNICE

"We've all got time enough to die!"

The horns cut the vocal, and now, all the Spots but Andrea and T.L. sway to their own music.

Sidnice continues to strut her stuff.

SIDNICE (CONT'D)

Everybody's working.

ALFREDA, ANDREA, MARY NELLE

I don't care--

SIDNICE

I don't care--

ALFREDA, ANDREA, MARY NELLE

--about time!

SIDNICE

--about time!

ALFREDA, ANDREA, MARY NELLE
No noooooo!

SIDNICE
I don't care.

As the song winds into an ending, Sidnice does a split that turns into the act of rolling over and playing dead when Patience blows out the last several notes.

Result: Some good applause from the crowd.

LATER

Keith and Myron are in the audience...and they look excited.

MYRON
 (points toward stage)
 Mommy!

KEITH
 That's right, Myron!

The Rust Spots change the music to "Ain't Nobody Here but Us Chickens," where Sidnice plays that old-fashioned upright piano; Andrea's on organ; Mary Nelle thumps that double bass; and T.L., Frances, Hildegarde, Jocelyne, Patience, and Alfreda play their usual instruments.

It starts with a horn-driven twelve-bar intro; eight bars in, Hildegarde's tenor sax leads Alfreda into the lead vocal.

ALFREDA
 (singing into her mike)
*One night, Farmer Brown was shakin'
 the air/And locked up the barnyard
 with the greatest of care./Down in
 the henhouse, something
 stirred/When he shouted: "Who's
 that?" And this is what he heard:*

Ron jumps out of his folding chair and dances!

ALFREDA (CONT'D)
*"There ain't nobody here but us
 chickens./There ain't nobody here
 at all./So calm yourself and stop
 that fuss./There ain't nobody here
 but us./We chickens tryin' to
 sleep,/And you butt in./And hobble,
 hobble, hobble, hobble, it's a
 sin."*

Frank and Doris, in their own folding chairs, tap their feet to the beat.

ALFREDA (CONT'D)

"There ain't nobody here but us chickens./There ain't nobody here at all./You stompin' around and shakin' the ground./You kickin' up an awful fuss./We chickens tryin' to sleep,/And you butt in./And hobble, hobble, hobble, hobble, it's a sin."

In this song, Alfreda plays a Motown-style lead guitar while Mary Nelle handles a walking bass pattern. The horns punctuate each sung line.

ALFREDA (CONT'D)

"Tomorrow is a busy day./We got things to do. We got eggs to lay,/Ground to dig, and worms to scratch."

The instrumentation thins to bass and drums for one line:

ALFREDA (CONT'D)

"It takes a lot of settin' gettin' chicks to hatch."

It's back to full band.

ALFREDA (CONT'D)

"There ain't nobody here but us chickens./There ain't nobody here at all./So stop yourself and calm yourself./There ain't nobody here but us./We chickens tryin' to sleep,/And you butt in./And hobble, hobble, hobble, hobble, it's a sin." Hey!

Hildegarde takes the song's instrumental solo, and Alfreda (guitar and all) launches into some wild, James Brown-like dancing.

Makayla and Estrelita jump out of their folding chairs to dance to the Rust Spots' groove.

Elsewhere in the crowd, Carole's on her feet; she tries to rouse a still-dumbfounded Martha Louise.

All around them, listeners go wild.

On the bandstand, Hildegarde switches to trumpet, and Mary Nelle twirls her bass fiddle.

ALFREDA (CONT'D)
"Tomorrow is a busy day./We got things to do. We got eggs to lay,/Ground to dig, and worms to scratch."

It's now back down to T.L. and Mary Nelle for instrumental support.

ALFREDA (CONT'D)
"It takes a lot of settin' gettin' chicks to hatch."

The other Rust Spots pick up the music.

ALFREDA (CONT'D)
"There ain't nobody here but us chickens./There ain't nobody here at all./So quiet yourself and stop that fuss./There ain't nobody here but us./Kindly point that gun the other way/And hobble, hobble, hobble, hobble, hit the hay."

Alfreda gets down to some more James Brown-like dancing.

ALFREDA (CONT'D)
"Nobody but us chickens./Nobody but us chickens./I want you to leave me alone./OWWWW! Please leave me alone now./I need a little quiet./There ain't nobody here but us."
 (to Mary Nelle)
 Hey, Boss...what do you say?

MARY NELLE
 (singing into her mike)
It's easy pickin's.

MARY NELLE, ALFREDA
There ain't nobody here but us chickens.

Horn players Frances, Hildegarde, Jocelyne, and Patience blow out the last few bars.

The crowd stands and applauds.

Once the cheering dies down, Leroy, Janice, and Hank walk over to the stage to meet the Rust Spots.

LEROY

Man, you really blew me away!

Leroy shakes as many of the Rust Spots' hands as possible.

LEROY (CONT'D)

Way to go!

Andrea nods and grins. She turns to her colleagues.

ANDREA

What...happened?

PATIENCE

Wail, Ah had to play counselor and remind 'em of what you were tryin' to do.

Hank and some other Spots engage in some AD LIBBED chatter...and Janice immediately joins in.

Rock and Duke make it to the bandstand (Duke still holds Rock); Andrea walks over to them.

Rock's in a bad state of shock.

ANDREA

Rock...there'll be other girls.

Duke nods.

ROCK

You were...actually throwin' down...and...gettin' down.
(shaking his head "no")
Well, I'll be a...

ANDREA

Well, we still need some polish to get really professional.

DUKE

Well, you guys sounded professional enough for me.

Andrea's grin widens into a smile.

ANDREA

Tell you what: Give us two years...and we won't need the life anymore.

Alfreda, Frances, and Mary Nelle join Andrea, Duke, and Rock. Andrea eyeballs Frances and Mary Nelle.

ANDREA (CONT'D)

What do you think of us quitting the life in two years and becoming a full-fledged, full-time--

MARY NELLE

Deal, Andrea.

ALFREDA

Deal, Rock?

DUKE

Yeah. And, like Andy said, "There'll be other girls."

Rock still looks stunned...but Mary Nelle gestures him into an answer.

DUKE (CONT'D)

Hey, if I can go along with it, you can, too. It's only fair.

Rock nods slowly, then vigorously.

Carole and Martha Louise make it to the stage; the former congratulates Andrea with a warm, warm hug.

CAROLE

You were fantastic!

Carole's hug makes Andrea blush.

Martha Louise still looks shocked.

LEROY

Andrea, you really put a lot of work into this thing. A lot of work.

FRANCES

You can say that again. She really put us through our paces!

(nodding at Andrea)

And we're all glad you did.

Andrea's smile grows bigger.

ANDREA

I had another source of motivation.

Several sets of eyes stare at Andrea.

ANDREA (CONT'D)
That girl who played banjo in our
ragtime duo.

MARY NELLE
You're pulling my leg.

ANDREA
She became a sex worker...and died
on her first day on the job.

Rock blows an imaginary bubble.

Mary Nelle, Hank, and Leroy nod at Andrea in understanding.

LEROY
I don't see why you shouldn't get
rewarded.

Carole and Andrea break their embrace...only to see Leroy
become the next to hug Andrea.

LEROY (CONT'D)
I'm gonna talk it over with the
department heads and see that you
get some kind of grade for this...

ANDREA
Wait a minute, Mr. Foster.
(looking at her bandmates)
Is it...all right with you guys?

The other eight Rust Spots look at each other a few seconds.

At last, Jocelynn comes over to Andrea and Leroy.

JOCELYNNE
(extends hand to Andrea)
You got it...Teacher.

FREEZE FRAME as Jocelynn and the other Rust Spots
congratulate Andrea.

FADE OUT.

THE END