

Good Will Hunting

an original script  
by Matt Damon and Ben Affleck

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FADE IN:

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

1 \*

CUT TO:

\*

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

2 \*

The bar is dirty, more than a little run down. If there is ever a cook on duty, he's not here now. As we pan across several empty tables, we can almost smell the odor of last night's beer and crushed pretzels on the floor.

CHUCKIE

Oh my God, I got the most fucked up thing I been meanin' to tell you.

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

ALL

Oh Jesus. Here we go.

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

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

CHUCKIE

You guys know my cousin Mikey Sullivan?

ALL

Yeah.

CHUCKIE

Well you know how he loves animals right? Anyway, last week he's drivin' home...

(laughs)

ALL

What? Come on!

\*

\*

CHUCKIE

(trying not to laugh)

I'm sorry, 'cause you know Mikey, the fuckin guy loves animals, and this is the last person you'd want this to happen to.

(CONTINUED)

2 (CONTINUED)

2

WILL

Chuckie, what the fuck happened?

CHUCKIE

Okay. He's drivin along and this fuckin' cat jumps in front of his car, and so he hits this cat--

Chuckie is really laughing now.

MORGAN

--That isn't funny--

CHUCKIE

--and he's like "shit! Motherfucker!" And he looks in his rearview and sees this cat-- I'm sorry--

BILLY

Fuckin' Chuckie!

CHUCKIE

So he sees this cat tryin to make it across the street and it's not lookin' so good.

WILL

It's walkin' pretty slow at this point.

MORGAN

You guys are fuckin' sick.

CHUCKIE

So Mikey's like "Fuck, I gotta put this thing out of its misery"--So he gets a hammer--

WILL/MORGAN/BILLY

OH!

CHUCKIE

--out of his tool box, and starts chasin' the cat and starts whackin' it with the hammer. You know, tryin' to put the thing out of it's misery.

MORGAN

Jesus.

(CONTINUED)

2 (CONTINUED) (2)

2

CHUCKIE

And all the time he's apologizin' to  
the cat, goin' "I'm sorry." BANG,  
"I'm sorry." BANG!

BILLY

Like it can understand.

CHUCKIE

--And this Samoan guy comes runnin'  
out of his house and he's like "What  
the fuck are you doing to my cat?!"  
Mikey's like "I'm sorry"--BANG--"I hit  
your cat with my truck, and I'm just  
trying to put it out of it's misery"--  
BANG! And the cat dies. So Mikey's  
like "Why don't you come look at the  
front of my truck." 'Cause the other  
guy's all fuckin flipped out about-

WILL

Watching his cat get brained.

Morgan gives Will a look, but Will only smiles.

CHUCKIE

Yeah, so he's like "Check the front of  
my truck, I can prove I hit it 'cause  
there's probably some blood or  
something"-

WILL

--or a tail--

MORGAN

WILL!

CHUCKIE

And so they go around to the front of  
his truck...and there's another cat on  
the grille.

WILL/MORGAN/BILLY

No! Ugh!

CHUCKIE

Is that unbelievable? He brained an  
innocent cat!

3 BLACKOUT:

3

The opening credits roll over a series of shots of the city  
and the real people who live and work there, going about their  
daily lives. \*

We see a panoramic view of South Boston. \*

(CONTINUED)

3 (CONTINUED)

3

Will sits in his apartment, walls completely bare. A bed, a small night table and an empty wastebasket adorn the room. A stack of twenty or so LIBRARY BOOKS sit by his bed. He is flipping through a book at about a page a second.

Chuckie stands on the porch to Will's house. His Cadillac idles by the curb. Will comes out and they get in the car.

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

CUT TO:

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

4

The classroom is packed with graduate students and TOM. PROFESSOR LAMBEAU (52) is at the lectern. The chalkboard behind him is covered with theorems.

LAMBEAU

Please finish McKinley by next month. Many of you probably had this as undergraduates in real analysis. It won't hurt to brush up. I am also putting an advanced fourier system on the main hallway chalkboard--

Everyone groans.

LAMBEAU (CONT'D)

I'm hoping that one of you might prove it by the end of the semester. The first person to do so will not only be in my good graces, but go on to fame and fortune by having their accomplishment recorded and their name printed in the auspicious "M.I.T. Tech."

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

LAMBEAU (CONT'D)

Former winners include Nobel Laureates, world-renowned astro-physicists, Field's Medal winners and lowly M.I.T. professors.

More laughs.

LAMBEAU (CONT'D)

Okay. That is all.

A smattering of applause. Students pack their bags.

CUT TO:

\*

5 INT. FUNLAND -- LATER

5

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

CHUCKIE

Will!

Another pitch, inside.

CHUCKIE (CONT'D)

You're gonna get charged!

WILL

You think I'm afraid of you, you big fuck? You're crowdin' the plate.

Will guns another one, way inside.

CHUCKIE

Stop brushin' me back!

WILL

Stop crowdin' the plate!

Chuckie laughs and steps back.

CHUCKIE

Casey's bouncin' at a bar up Harvard. We should go up there sometime.

WILL

What are we gonna do up there?

CHUCKIE

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

(stepping back in)

You'd Prob'ly fit right in.

WILL

Fuck you.

Will fires a pitch at Chuckie's head. Chuckie dives to avoid being hit. He gets up and whips his batting helmet at Will. \*

CUT TO: \*

6 EXT. SOUTH BOSTON ROOFTOP -- EARLY AFTERNOON

6

SEAN McGUIRE (52) sits, FORMALLY DRESSED, on the roof of his apartment building in a beat-up lawn chair. Well-built and fairly muscular, he stares blankly out over the city.

(CONTINUED)

6 (CONTINUED)

6

On his lap rests an open INVITATION that reads "M.I.T. CLASS OF '67 REUNION".

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

CUT TO:

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

7

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

STUDENT

Excuse me, Professor Lambeau?

LAMBEAU

Yes.

STUDENT

I'm in your applied theories class. We're all down at the Math and Science building.

LAMBEAU

It's Saturday.

STUDENT

I know. We just couldn't wait 'till Monday to find out.

LAMBEAU

Find out what?

STUDENT

Who proved the theorem.

CUT TO: \*

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

8

In the bleachers of the visiting section we find our boys, drinking and smoking cigarettes. Will pops open a beer. The boys have been here for a while and it shows.

Billy sees something that catches his interest.

BILLY

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

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

(CONTINUED)

8 (CONTINUED)

8

MORGAN

Yah, that is a nice ass.

CHUCKIE

You could put a pool in that backyard.

BILLY

Who's she talkin' to?

MORGAN

That fuckin' guinea, Will knows him.

WILL

Yah, Bobby Champa. He used to beat the shit outta me in Kindergarten.

BILLY

He's a pretty big kid.

WILL

Yah, he's the same size now as he was in Kindergarten.

MORGAN

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

CHUCKIE

What Morgan, you're not gonna go talk to her?

MORGAN

Fuck her.

The boys get up and walk down the bleachers.

WILL

I could go for a Whopper.

MORGAN

(nonchalant)

Let's hit "Kelly's".

CHUCKIE

Morgan, I'm not goin' to "Kelly's Roast Beef" just cause you like the take-out girl. It's fifteen minutes out of our way.

MORGAN

What else we gonna do we can't spare fifteen minutes?

CHUCKIE

All right Morgan, fine. I'll tell you why we're not goin' to "Kelly's".

(MORE)

(CONTINUED)



8 (CONTINUED) (2)

CHUCKIE (CONT'D)

It's because the take-out bitch is a fuckin' idiot. I'm sorry you like her but she's dumb as a post and she has never got our order right, never once.

MORGAN

She's not stupid.

WILL

She's sharp as a marble.

CHUCKIE

We're not goin'.

(beat)

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

CUT TO:

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

Lambeau, still in his reunion formal-wear, strides down the hallway, carrying some papers. A group of students have gathered by the chalkboard. They part like the red sea as he approaches the board. Using the papers in hand, he checks the proof. Satisfied, he turns to the class.

LAMBEAU

This is correct? Who did this?

Dead silence. Lambeau turns to an INDIAN STUDENT.

LAMBEAU (CONT'D)

Nemesh?

Nemesh shakes his head in awe.

NEMESH

No way.

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

LAMBEAU

Well, whoever You are, I'm sure you'll find this one challenging enough to merit coming forward with your identity. That is, if you can do it.

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

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

MORGAN

Double Burger.

(CONTINUED)

10 (CONTINUED)

10

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

MORGAN (CONT'D)

(Same tone)

Double Burger.

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

MORGAN (CONT'D)

I, I had a Kelly's Double Burger.

CHUCKIE

Would you shut the fuck up! I know what you ordered, I was there!

MORGAN

So why don't you give me my sandwich?

CHUCKIE

What do you mean "your sandwich"? I bought it.

MORGAN

(sarcastic)

Yah, all right...

CHUCKIE

How much money you got?

MORGAN

I told you, I just got change.

CHUCKIE

Well give me your fuckin' change and we'll put your fuckin' sandwich on lay-away.

MORGAN

Why you gotta be an asshole Chuckie?

CHUCKIE

I think you should establish a good line of credit.

Laughter, Chuckie goes back to searching through the bag.

CHUCKIE (CONT'D)

Oh motherfucker...

WILL

She didn't do it again did she?

CHUCKIE

Jesus Christ. Not even close.

MORGAN

Did she get my Double Burger?

(CONTINUED)

10 (CONTINUED) (2)

10

CHUCKIE  
NO SHE DIDN'T GET YOUR DOUBLE BURGER!!  
IT'S ALL FUCKIN' FLYIN' FISH FILET!!

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

WILL  
Jesus, that's really bad, did anyone  
even order a Flyin' Fish?

CHUCKIE  
No, and we got four of 'em.

BILLY  
You gotta be kiddin' me. Why do we  
even go to her?

CHUCKIE  
Cause fuckin' Morgan's got a crush on  
her, we always go there and when we  
get to the window he never says a  
fuckin' word to her, he never even  
gets out of the car, and she never  
gets our order right cause she's the  
goddamn MISSING LINK!

WILL  
Well, she out did herself today...

MORGAN  
I don't got a crush on her.

Push in on Will who sees something O.S.

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

CHUCKIE  
What do we got?

WILL  
I don't know yet.

WILL'S P.O.V.: The woman says something to Bobby. He says  
something back. By the look on her face, it was something  
unpleasant.

MORGAN  
Come on, Will...

CHUCKIE  
Shut up.

(CONTINUED)

10 (CONTINUED) (3)

10

MORGAN

No, why didn't you fight him at the park if you wanted to? I'm not goin' now, I'm eatin' my snack.

WILL

(smiles)

So don't go.

Will is out the door, jogging toward Bobby Champa. Billy gets out, following Will with a look of casual indifference.

CHUCKIE

Morgan, Let's go.

MORGAN

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

Leaving the car, Chuckie opens his door to follow.

CHUCKIE

(spins in his seat)

You're goin'. And if you're not out there in two fuckin' seconds, when I'm done with them you're next!

And with that, Chuckie is out the door.

CUT TO:

11 EXT. SIDEWALK -- CONTINUOUS

11

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

WILL

(smiling, good naturedly)

Hey, Bobby Champa! I went to Kindergarten with you right? Sister Margaret's class...

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

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

12

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

As soon as Will hits Bobby, his friends CONVERGE ON WILL. Billy JUMPS IN and wrestles one guy to the ground. The two exchange messy punches on the sidewalk.

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

(CONTINUED)

12 (CONTINUED)

12

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

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

Chuckie turns to see Will still outnumbered. It's all Will can do to stay standing as Morgan DROP KICKS one of Champa's boys from the hood of a car.

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

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

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

ANGLE ON WILL: SAVAGE, UGLY, VICIOUS AND VIOLENT

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

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

13 EXT. SIDEWALK (FULL SPEED) -- CONTINUOUS

13

A crowd of onlookers have gathered. Chuckie addresses them.

CHUCKIE

Hey, thanks for comin' out.

WILL

Yeah, you're all invited over to Morgan's house for a complementary fish sandwich.

The Police slam Will onto the hood of a car.

WILL (CONT'D)

(to Police)

Hey, I know it's not a French cruller, but it's free.

The cop holding Will SLAMS his face into the hood, another cop uses his baton to press Will's face into the car. The look of rage returns to Will's eye.

WILL (CONT'D)

Get the fuck off me!

(CONTINUED)

18 (CONTINUED)

18

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

LAMBEAU (CONT'D)

However, my colleagues and I have conferred. There is a problem on the board, right now, that took us two years to prove. So let this be said; the gauntlet has been thrown down. But the faculty have answered the challenge and answered with vigor.

CUT TO: \*

19 OMITTED

19

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

20

Lambeau comes out of his office with Tom and locks the door. As he turns to walk down the hallway, he stops. A faint TICKING SOUND can be heard. He turns and walks down the hall. \*

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

LAMBEAU

Excuse me!

Will looks up, immediately starts to shuffle off.

WILL

Oh, I'm sorry.

LAMBEAU

What are you doing?

WILL

(walking away)

I'm sorry.

Lambeau follows Will down the hall.

LAMBEAU

What's your name?

(beat)

Don't you walk away from me. This is people's work, you can't graffiti here.

WILL

Hey fuck you.

(CONTINUED)

20 (CONTINUED)

20

LAMBEAU  
 (flustered)  
 Well... I'll be speaking to your  
 supervisor.

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

LAMBEAU (CONT'D)  
 My God.

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

CUT TO:

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

\*

21

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

MORGAN  
 What happened?  
 (beat)  
 You got fired, huh?

WILL  
 Yeah, Morgan. I got fired.

MORGAN  
 (starts laughing)  
 How fuckin' retarded do you have to be  
 to get shit-canned from that job? How  
 hard is it to push a fuckin' broom?

CHUCKIE  
 You got fired from pushin' a broom,  
 you little bitch.

MORGAN  
 Yah, that was different. Management  
 was restructurin'--

BILLY  
 --Yah, restructurin' the number of  
 retards they had workin' for them.

MORGAN  
 Fuck you, you fat fuck.

BILLY  
 Least I work for a livin'.  
 (to Will)  
 Why'd you get fired?

(CONTINUED)

21 (CONTINUED)

21

WILL  
Management was restructurin'.

Laughter.

CHUCKIE  
My uncle can probably get you on my  
demo team.

MORGAN  
What the fuck? I just asked you for a  
job yesterday!

CHUCKIE  
I told you "no" yesterday!

After two students flash their ID' s to the doorman (CASEY)  
our boys file past him.

ALL  
(one after another)  
What's up Case.

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

CASEY  
ID?

22 INT. BOW AND ARROW -- CONTINUOUS

22

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

CHUCKIE  
So this is a Harvard bar, huh? I  
thought there'd be equations and shit  
on the wall.

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

23

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

CHUCKIE  
Hey, how's it goin'?

LYDIA  
Fine.

SKYLAR  
Okay.

(CONTINUED)



23 (CONTINUED)

23

CHUCKIE

So, you ladies ah, go to school here?

LYDIA

Yes.

CHUCKIE

Yeah, cause I think I had a class with you.

At this point, several interested parties materialize. Morgan Billy and Will try, as inconspicuously as possible, to situate themselves within listening distance. A rather large student in a HARVARD LACROSSE sweatshirt, CLARK (22) notices Chuckie. He walks over to Skylar and Lydia, nobly hovering over them as protector. This gets Will, Morgan and Billy's attention.

SKYLAR

What class?

CHUCKIE

Ah, history I think.

SKYLAR

Oh...

CHUCKIE

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

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

CLARK

What class did you say that was?

CHUCKIE

History.

CLARK

How'd you like that course?

CHUCKIE

Good, it was all right.

CLARK

History? Just "history?" It must have been a survey course then.

Chuckie nods. Clark notices Chuckie's clothes. Will and Billy exchange a look and move subtly closer.

CLARK (CONT'D)

Pretty broad. "History of the World"?

CHUCKIE

Hey, come on pal we're in classes all day.

(MORE)

(CONTINUED)

23 (CONTINUED) (2)

23

CHUCKIE (CONT'D)

That's one thing about Harvard never  
seizes to amaze me, everybodys talkin'  
about school all the time.

CLARK

Hey, I'm the last guy to want to talk  
about school at the bar. But as long  
as you're here I want to "seize" the  
opportunity to ask you a question.

Billy shifts his beer into his left hand. Will and Morgan see  
this. Morgan rolls his eyes as if to say "not again..."

CLARK (CONT'D)

Oh, I'm sure you covered it in your  
history class.

Clark looks to see if the girls are impressed. They are not.  
When Clark looks back to Chuckie, Skylar turns to Lydia and  
rolls her eyes. They laugh. Will sees this and smiles.

CHUCKIE

To tell you the truth, I wasn't there  
much. The class was rather elementary.

CLARK

Elementary? Oh, I don't doubt that it  
was. I remember the class, it was  
just between recess and lunch.

Will and Billy come forward, stand behind Chuckie.

CHUCKIE

All right, are we gonna have a problem?

CLARK

There's no problem. I was just hoping  
you could give me some insight into  
the evolution of the market economy in  
the early colonies. My contention is  
that prior to the Revolutionary War  
the economic modalities especially of  
the southern colonies could most aptly  
be characterized as agrarian pre  
capitalist and...

Will, who at this point has migrated to Chuckie's side and is  
completely fed-up, includes himself in the conversation.

WILL

Of course that's your contention.  
You're a first year grad student.

(MORE)

(CONTINUED)

23 (CONTINUED) (3)

23

WILL (CONT'D)

You just finished reading some Marxian historian, Pete Garrison prob'ly, and so naturally that's what you believe until next month when you get to James Lemon and get convinced that Virginia and Pennsylvania were strongly entrepreneurial and capitalist back in 1740. That'll last until sometime in your second year, then you'll be in here regurgitating Gordon Wood about the pre-Revolutionary utopia and the capital-forming effects of military mobilization.

CLARK

(taken aback)

Well, as a matter of fact, I won't, because Wood drastically underestimates the impact of--

WILL

--"Wood drastically underestimates the impact of social distinctions predicated upon wealth, especially inherited wealth..." You got that from "Work in Essex County", page 421, right? Do you have any thoughts of your own on the subject or were you just gonna plagiarize the whole book for me?

Clark is stunned.

WILL (CONT'D)

Look, don't try to pass yourself off as some kind of an intellect at the expense of my friend just to impress these girls.

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

WILL (CONT'D)

The sad thing is, in about 50 years you might start doin' some thinkin' on your own and by then you'll realize there are only two certainties in life.

CLARK

Yeah? What're those?

WILL

One, don't do that. Two-- you dropped a hundred and fifty grand on an education you coulda picked up for a dollar fifty in late charges at the Public Library.

(CONTINUED)

23 (CONTINUED) (4)

23

Will catches Skylar's eye.

CLARK

But I will have a degree, and you'll be serving my kids fries at a drive through on our way to a skiing trip.

WILL

(smiles)

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

(beat)

And if you got a problem with that, I guess we can step outside and deal with it that way.

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

WILL (CONT'D)

If you change you're mind, I'll be over by the bar.

He turns and walks away. Chuckie follows, throwing Clark a look. Morgan turns to a nearby girl.

MORGAN

My boy's wicked smart.

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

24

Will sits with Morgan at the bar watching with some amusement as Chuckie and Billy play bar basketball game where the players shoot miniature balls at a small basket. In the B.G. Occasionally we hear Chuckie shouting "Larry!" When he scores. Skylar emerges from the crowd and approaches Will.

SKYLAR

You suck.

WILL

What?

SKYLAR

I've been sitting over there for forty-five minutes waiting for you to come talk to me. But I'm just tired now and I have to go home and I wasn't going to keep sitting there waiting for you.

WILL

I'm Will.

SKYLAR

Skylar. And by the way.  
(MORE)

(CONTINUED)

24 (CONTINUED)

24

SKYLAR (CONT'D)

That guy over there is a real dick and  
I just wanted you to know he didn't  
come with us.

WILL

I kind of got that impression.

SKYLAR

Well, look, I have to go. Gotta get  
up early and waste some more money on  
my overpriced education.

WILL

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

SKYLAR

Here's my number.

Skylar produces a folded piece of paper and offers it to Will.

SKYLAR (CONT'D)

Maybe we could go out for coffee  
sometime?

WILL

Great, or maybe we could go somewhere  
and just eat a bunch of caramels.

SKYLAR

What?

WILL

When you think about it, it's just as  
arbitrary as drinking coffee.

SKYLAR

(laughs)  
Okay, sounds good.

She turns.

WILL

Five minutes.

SKYLAR

What?

WILL

I was tryin' to be smooth.  
(indicates clock)  
But at twelve-fifteen I was gonna come  
over there and talk to you.

SKYLAR

See, its my life story.  
(MORE)

(CONTINUED)

24 (CONTINUED) (2)

24

SKYLAR (CONT'D)

Five more minutes and I would have got  
to hear your best pick-up line.

WILL

The caramel thing is my pick-up line.

A beat.

SKYLAR

Glad I came over.

CUT TO:

25 EXT. BOW AND ARROW -- LATER

25

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

MORGAN

There goes that fuckin' Barney right now, with his fuckin' "skiin' trip". We should'a kicked that dude's ass.

WILL

Hold up.

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

WILL (CONT'D)

Hey!

Clark turns toward Will.

WILL (CONT'D)

DO YOU LIKE APPLES?

Clark doesn't get it.

WILL (CONT'D)

DO YOU LIKE APPLES?!

CLARK

Yeah?

Will SLAMS SKYLAR'S PHONE NUMBER against the glass.

WILL

WELL I GOT HER NUMBER! HOW DO YA LIKE THEM APPLES?!!

(CONTINUED)

25 (CONTINUED) 25  
 Will's boys erupt into laughter. Angle on Clark, deflated. \*

26 EXT. STREET -- NIGHT 26  
 The boys make their way home, piled into Chuckie's car, laughing\* together.

26A EXT. CHARLES STREET BRIDGE -- DAWN 26  
 Shot of car crossing over the Charles St. Bridge, overtaking a \*

26B EXT. CHARLESTOWN BACKROAD -- DAWN 26  
 Traveling through narrow back roads in Charlestown, passing \*

26C EXT. WILL'S APARTMENT -- DAY 26  
 Arriving at Will's house, and dropping him off. \*

DISSOLVE TO: \*

27 INT. M.I.T. BUILDING AND GROUNDS GARAGE -- DAY 27  
 Lambeau walks into a small garage facility. The area stores lawn machinery and various tools. An older man, TERRY (58) sits behind the desk reading the BOSTON HERALD sports page. Lambeau has obviously never been here before. He takes in the surroundings, somewhat uncomfortable. Gets dirty.

LAMBEAU  
 Excuse me. Is this the buildings and grounds office?

TERRY  
 Yeah, can I help you?

LAMBEAU  
 I'm trying to find the name of a student who works here.

TERRY  
 No students work for me. \*

LAMBEAU  
 Could you just check, because the young man who works in my building--

TERRY  
 Which one's your building?

LAMBEAU  
 Building two.

Terry checks a list behind his desk. Looks up.

(CONTINUED)

27 (CONTINUED)

27

TERRY

Well, if something was stolen, I should know about it.

(CONTINUED)



27 (CONTINUED) (2)

27

LAMBEAU

No, no. Nothing like that. I just need his name.

TERRY

I can't give you his name unless you have a complaint.

LAMBEAU

Please, I'm a professor here and it's very important.

TERRY

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

Terry takes a beat. Holding all the cards.

TERRY (CONT'D)

Look, he got this job through his P.O. so you can call him.

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

28 INT. COURTROOM -- DAY

28

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

WILL

There is a lengthy legal precedent, Your Honor, going back to 1789, whereby a defendant may claim self-defense against an agent of the government, where the act is shown to be a defense against tyranny, a defense of liberty--

The Judge interrupts to address the prosecutor.

JUDGE MALONE

Mr. Simmons, Officer McNeely who signed the complaint isn't in my courtroom. Why is that?

PROSECUTOR

He's in the hospital with a broken knee, your Honor. But I have depositions from the other officers.

WILL

Henry Ward Beecher proclaimed, in his *Proverbs From Plymouth Pulpit* back in  
(MORE)

(CONTINUED)

28 (CONTINUED)

28

WILL (CONT'D)

1887, that "Every American citizen is by birth, a sworn officer of the state. Every man is a policeman." As for the other officers, even William Congreve said; "he that first cries out 'stop thief' is 'oft he that has stolen the treasure."

PROSECUTOR

Your Honor--

Will cranks it up.

WILL

(to Prosecutor)

I am afforded the right to speak in my own defense by our constitution, Sir. The same document which guarantees my right to liberty. "Liberty," in case you've forgotten, is "the soul's right to breathe, and when it cannot take a long breath laws are girded too tight. Without liberty, man is a syncope."

(beat, to Judge)

Ibid. Your Honor.

PROSECUTOR

Man is a what?

WILL

Julius Caesar proclaimed-- Though he be wounded--"Magna..."

The Judge interrupts.

JUDGE MALONE

Son,

(a beat)

My turn.

The Judge opens Will's CASE HISTORY.

JUDGE MALONE (CONT'D)

(reading)

June, '93, assault, Sept. '93  
assault... Grand theft auto February,  
'94

A beat, the Judge takes particular notice.

JUDGE MALONE (CONT'D)

Where, apparently, you defended yourself and had the case thrown out by citing "free property rights of horse and carriage" from 1798...

(CONTINUED)

28 (CONTINUED) (2)

28

Lambeau has to smile, impressed. The Judge shakes his head.

JUDGE MALONE (CONT'D)

March, '94 public drunkenness, public  
nudity, assault. 10/94 mayhem.  
November '94, assault. Jan. '95  
impersonating a police officer, mayhem,  
theft, resisting-- overturned--

The Judge takes a beat. Gives Will a look.

JUDGE MALONE (CONT'D)

You're in my courtroom, now and I am  
aware of your priors.

(beat)

I'm also aware that you're an orphan.  
You've been through several foster  
homes. The state removed you from  
three because of serious physical abuse.

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

JUDGE MALONE (CONT'D)

Another Judge might care. You hit a  
cop, you go in.

(beat)

Motion to dismiss denied.

The Bailiff goes to remove Will from the courtroom.

JUDGE MALONE (CONT'D)

Keep workin' on your arguments, son.  
A word of advice for trial; speak  
English.

As Will is removed from the courtroom, Lambeau approaches Judge  
Malone who is stepping down from the bench.

LAMBEAU

Excuse me, your Honor.

(offers hand)

Gerald Lambeau.

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

LAMBEAU (CONT'D)

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

(beat)

Combinatorial Mathematics.

The Judge offers only a blank look.

JUDGE MALONE

Oh. Pleased to meet you.

(CONTINUED)

28 (CONTINUED) (3)

28

LAMBEAU  
Do you have a minute?

CUT TO: \*

29 INT. MIDDLESEX COUNTY JAIL, HOLDING AREA -- SAME

29

A GUARD walks Will down a hallway toward a group of phones.

GUARD  
One call, to an attorney.  
(beat)  
One.

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

WILL  
How many?

Will picks up the phone, dials.

WILL (CONT'D)  
Hey, Skylar?

29A INT. SKYLAR'S DORM -- DAY

29A

SKYLAR  
Yeah?

WILL  
It's Will, the really funny good looking  
guy you met at the bar?

SKYLAR  
I'm sorry, I don't recall meeting anyone  
who fits that description.

WILL  
Okay, you got me. It's the ugly,  
obnoxious, toothless loser who got  
drunk and wouldn't leave you alone all  
night.

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

WILL  
Yeah, I figured maybe sometime this  
week we could go to a cafe and have  
some caramels.

SKYLAR  
Sounds good, where are you now?

(CONTINUED)



30 INT. MIDDLESEX COUNTY JAIL, INTERROGATION ROOM -- LATER 30  
 Professor Lambeau sits, waiting. Will is brought in, shackled,  
 by the guard.

LAMBEAU  
 Hello. Gerald Lambeau, M.I.T.

WILL  
 Fuck do you want?

LAMBEAU  
 I've spoken with the judge and he's  
 agreed to release you under my  
 supervision.

WILL  
 (suspicious)  
 Really? of the brightest men in his  
 field.  
 LAMBEAU  
 (beat)  
 I'm sure it'll be better than jail.

WILL  
 What're those?

CUT TO:

31 INT. FUNLAND -- DAY 31  
 LAMBEAU  
 Will and Chuckie want to meet up with a few wisecracking police. Billy and  
 Morgan prefer to use it for their own version of "Wrestlemania".  
 As Will and Chuckie approach, Billy is on top of a bloodied  
 Morgan and has him in the widely considered Cobra Clutch. Will and Chuckie  
 watch for a beat. Billy tightens his grip.

BILLY  
 Submit, bitch! Submit! Submit!

MORGAN  
 (being strangled)  
 Suck my cock.

BILLY  
 Oh Morgan!

Chuckie turns to Will, conspiratorially as they wait for the  
 fight to finish.

CHUCKIE  
 What'd you get? You get leniency?

WILL  
 Probation, counselin', few days a week.

CHUCKIE  
 You're fuckin' good.

Will smiles.

(CONTINUED)

30 (CONTINUED)

30

WILL

If I agree to this, I walk right now?

LAMBEAU

That's right.

WILL

I'll do the work. I'm not gonna meet with a therapist.

LAMBEAU

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

(beat)

I've already spoken to one therapist, his name is Henry Lipkin and he's a friend of mine. He's also published four books and is widely considered to be one of the brightest men in his field.

(beat)

I'm sure it'll be better than spending the next six months in jail.

CUT TO:

\*

31 INT. FUNLAND -- DAY

31

Will and Chuckie walk up to an enclosed trampoline. Billy and Morgan prefer to use it for their own version of "Wrestlemania". As Will and Chuckie approach, Billy is on top of a bloodied Morgan and has him in the "Cobra Clutch". Will and Chuckie watch for a beat. Billy tightens his grip.

BILLY

Submit, bitch! Submit! Submit!

MORGAN

(being strangled)

Suck my cock.

BILLY

Oh Morgan!

Chuckie turns to Will, conspiratorially as they wait for the fight to finish.

CHUCKIE

What'd you get? You get leniency?

WILL

Probation, counselin' few days a week.

CHUCKIE

You're fuckin' good.

Will smiles.

(CONTINUED)

31 (CONTINUED)

31

CHUCKIE (CONT'D)

Just submit, Morgan. He's got you in the Cobra Clutch.

MORGAN

(to Chuckie)

Fuck your mother too!

32 INT. WILL'S APARTMENT -- NIGHT

32

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

33 INT. PSYCHOLOGISTS OFFICE -- CONTINUOUS

33

Will sits in a well decorated Psychologist's office. Across from Will sits the same PSYCHOLOGIST, HENRY LIPKIN (40), from the book. They are in mid-session.

WILL

That's why I love stock-car racin'.  
That Dale Ernhart's real good.

PSYCHOLOGIST

Now you know Will, and I know, what you need to be doing. You have a gift.

WILL

I could work the pit maybe, but I could never drive like Dale Ernhart--

PSYCHOLOGIST

--You have a quality-- something you were born with, that you have no control over- and you are, in a sense, hiding that by becoming a janitor. And I'm not saying that's wrong. I'm friends with the Janitor that works in my building. He's been to my house for dinner. As a matter of fact I did some free consultation for "Mike"-- that's not his real name. That's in my book.

WILL

Yeah, I read your book. "Mike" had the same problems as "Chad" the stockbroker.

PSYCHOLOGIST

Yes.

(MORF)

(CONTINUED)



PSYCHOLOGIST (CONT'D)

The pressures you feel, and again, I am neither labeling nor judging them, are keeping you from fulfilling your potential -- you're in a rut. So stop the Tom Foolery-- the Shenanigan's, Will.

WILL

You're right. I know.

PSYCHOLOGIST

Will, you're not getting off that easy.

WILL

No, but, I mean you know...I do other things. That no one knows about.

PSYCHOLOGIST

Like what, Will?

WILL

I go places, I interact.

PSYCHOLOGIST

What places?

WILL

Certain, clubs.

(beat)

Like, Paradise. It's not bad.

Will gives the Psychologist a furtive look.

WILL (CONT'D)

It's just that feeling when you can take your shirt off and really dance.

(beat)

When the music owns you. Do you understand?

PSYCHOLOGIST

I might understand that.

WILL

Do you find it hard to hide the fact that you're gay?

PSYCHOLOGIST

What?

WILL

C'mon, I read your book. I talked to you. It's just something I know to be true.

(CONTINUED)

33 (CONTINUED) (2)

33

PSYCHOLOGIST  
That's very presumptuous

WILL  
Buddy, two seconds ago you were ready  
to give me a jump.

PSYCHOLOGIST  
(a little laugh)  
Well, I'm sorry to disappoint you, but  
I'm married and I have two children.

WILL  
I'm sure you do. You probably got a  
real nice house, nice car -- your book's  
a best seller.

PSYCHOLOGIST  
You're getting defensive, Will.

WILL  
Look, man. I don't care if you're  
putting from the rough. There are  
solid arguments that some of the  
greatest people in history were gay;  
Alexander the Great, Caesar,  
Shakespeare, Oscar Wilde, Napoleon,  
Gertrude Stein, not to mention Danny  
Terrio, not many straight men can dance  
like that.

PSYCHOLOGIST  
Who is 'Danny Terrio?'

WILL  
If you wanna hit "Ramrod", take your  
shot. Take some pride in it. You go  
to church? So fuckin' what, God loves  
you. I mean, Christ. A guy as well  
known as you? By the time you put  
your disguise on and skulk out of the  
house Sunday nights you prob'ly look  
like 'Inspector Cluseau'

The Psychologist calmly packs his things.

PSYCHOLOGIST  
Well, I can see this is pointless...

WILL  
You're getting defensive... Henry.  
And hey, Chief-- tell the wife, at  
least. Christ, set her free.

The shrink gets up and walks out.

(CONTINUED)

33 (CONTINUED) (3)

33

WILL (CONT'D)  
Fuckin' hypocrite...

34 INT. HALLWAY -- CONTINUOUS

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

LAMBEAU

Henry?

The Psychologist keeps walking.

PSYCHOLOGIST

No. You know what, Gerry? This is why I don't do pro-bono anymore. It's not worth it to me.

LAMBEAU

What happened?

PSYCHOLOGIST

I don't have the time. I'm going on national television this week.

LAMBEAU

Wait a minute, Henry...

He is out the door. Lambeau looks to Tom.

CUT TO:

35 INT. LAMBEAU'S OFFICE -- DAY

Will is in Lambeau's office. Lambeau is at the board, working on a diagram as Tom takes notes. Will seems disinterested.

LAMBEAU

This rectangle is subdivided into rectangles. One edge of an inner rectangle is an integer. Can you prove that one edge of the larger rectangle is an integer?

WILL

Of course.

LAMBEAU

Okay. How?

WILL

It's an integer proof.

Lambeau smiles.

WILL (CONT'D)

What? Hey, look buddy my time's almost up. You want me to sit here for an hour and write it out?

(CONTINUED)

35 (CONTINUED)

35

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

WILL (CONT'D) \*

Look, I'll give you the key steps to \*  
it but I'm not gonna do the whole thing. \*

Lambeau keeps smiling. \*

LAMBEAU \*

That would be a monumental waste of \*  
time, wouldn't it, Will? \*

WILL \*

I think so. \*

LAMBEAU \*

I happen to know so. \*

Lambeau rises and goes to the board. \*

LAMBEAU (CONT'D) \*

You're thinking too hard. What if I \*  
did this? \*

He draws a vertical line through the diagram. \*

LAMBEAU (CONT'D) \*

Now, what if I do this? \*

He draws a horizontal line through the diagram. He hands Will \*  
the chalk. \*

LAMBEAU (CONT'D) \*

Have you ever played checkers? \*

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

WILL \*

You color-code it. Half-red, half- \*  
black. If that's an integer-- \*

Lambeau steps in, writing with him. \*

LAMBEAU \*

What's that? \*

WILL \*

Half-red, half-black-- \*

LAMBEAU \*

--that?-- \*

WILL \*

--Half-red, half-black-- \*

(CONTINUED)

35 (CONTINUED) (2)

35

LAMBEAU

--That edge!

WILL

An integer.

The two stop. They are silent for a moment. Like two gunfighters after a duel, they put down the chalk.

LAMBEAU

(checks his watch)

It would appear we got that proof in under the wire after all. It's not how hard you look at things, young man, it's the way you look at them. If you take aim before you fire, you will find the most difficult problems become, quite literally, child's play.

Will gets his coat.

LAMBEAU (CONT'D)

Will, you've managed to offend four of my colleagues so much that they refused to come back. You're meeting with the leading hypnotist in the country next week and Tom and I plan to sit in on the sessions, so I expect you to behave appropriately.

CUT TO:

36 INT. LAMBEAU'S OFFICE -- DAY

36

Will sits in a chair across from Lambeau and the HYPNOTIST. Lambeau's assistant, TOM (33) takes notes. The Hypnotist makes small talk with Lambeau, who checks his watch.

LAMBEAU

Shall we start the, uh...

WILL

Yeah, when do I get my hypnosis. You guys been talkin' for twenty minutes.

HYPNOTIST

Yes, Will. We'll get to that.  
(MORE)

(CONTINUED)

36 (CONTINUED)

36

HYPNOTIST (CONT'D)

But first, why don't you go to sleep  
for me.

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

HYPNOTIST (CONT'D)

Would you mind standing on one leg?

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

TIME CUT TO:

37 INT. LAMBEAU'S OFFICE -- LATER

37

Will is reclining, eyes closed, in a trance-like state. The  
mood is more serious now.

HYPNOTIST

Okay, you're in your bed, Will. Now  
how old are you?

WILL

Seven.

HYPNOTIST

And what do you see?

WILL

Somethin's in my room.

HYPNOTIST

What is it?

WILL

It's like a small figure, hoverin'  
over me. Gettin' closer.

Will flinches.

HYPNOTIST

You're in a safe place, Will.

WILL

It's touching me.

Lambeau makes a sound. The Hypnotist shushes him with his  
finger. Tom returns to his note-taking. \*

HYPNOTIST

Where is it touching you?

WILL

Down there.

(indicating genitals)

And I'm nervous.

(CONTINUED)

37 (CONTINUED)

37

HYPNOTIST

You don't have to be nervous, Will.

Lambeau and the Therapist trade looks. This is working.

WILL

'Cause I'm not ready..

(calming)

But the figure tells me everything's gonna be all right. 'Cause the figure's a Libra too. And we start dancin' and it's beautiful--

Will breaks into song at full volume.

WILL (CONT'D)

"SKY ROCKETS IN FLIGHT!"

LAMBEAU

(getting up)

Oh, Jesus.

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

LAMBEAU (CONT'D)

Wait a minute, Barry.

HYPNOTIST

I have better ways to spend my time.

He is gone. Will stops singing, laughs.

LAMBEAU

Oh, for God's sake, Will.

WILL

Oh, come on! You're not pinnin' this one on me. He left, I wanted to talk to him for another twenty minutes. I was havin' fun.

LAMBEAU

I told you to cooperate with these people.

WILL

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

Will gets up and adopts a hypnotic persona in front of Lambeau.

WILL (CONT'D)

(spooky voice)

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

(CONTINUED)



37 (CONTINUED) (2)

37

LAMBEAU

Get out, Will.

WILL

Okay... Don't forget to get another therapist for next week.

LAMBEAU

That's enough.

Will is out the door. Lambeau turns to Tom.

TOM

I called Mel Weintraub this morning, to check availability.

LAMBEAU

What's the point?

TOM

What do you want to do?

LAMBEAU

There is somebody...

TOM

Who is he?

LAMBEAU

He was my roommate in college.

38 INT. BUNKER HILL CAMPUS -- DAY

This is SEAN MAGUIRE'S "Dying and Bereavement" class. Emblazoned on the door is "room 101" While the lecture hall could hold sixty students, there are less than fifteen here today.

Sean Maguire, lectures to the class in a resigned tone. Tired of teaching, tired of life, he finds himself resigned to the tedium of teaching core classes to an indifferent student body.

SEAN

Establishing trust is the most important component in making breakthroughs with a patient. Why?

A beat.

SEAN (CONT'D)

Maureen?

MAUREEN'S only response is an empty stare.

SEAN (CONT'D)

Keep up the good work, Maureen. Vinnie?

(CONTINUED)

38 (CONTINUED)

38

VINNIE looks up.

VINNIE

Because trust is an important thing.

SEAN

Don't bullshit me, Vinnie. Didn't your brother give you the notes? Okay. If a patient doesn't trust you then they won't feel safe enough to be honest with you--then there's no point to them being in therapy. It's like saying -- "Fine, come here and don't tell me a thing but go home feeling like you're doing something about your problems-- and give me my fifty bucks before you leave will ya'!"

He looks around the room for approval. No one is listening.

SEAN (CONT'D)

If you don't help them trust you-- then there's no way you'll ever get them to sleep with you. And that should be the goal of any good therapist. Insecure women, you know...nail 'em when they're vulnerable, that's always been my motto.

The students look up, somewhat stunned.

SEAN (CONT'D)

See, I got Vinnie's attention.

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

SEAN (CONT'D)

Gerry.

LAMBEAU

Sean.

SEAN

(to class)

Well, it seems we're in the presence of greatness. Professor Gerald Lambeau is a Field's medal winner. Combinatorial Mathematics. 1986.

The students stare blankly.

LAMBEAU

Hello.

(CONTINUED)

38 (CONTINUED) (2)

38

SEAN

The Field's Medal is the nobel prize  
for math.

(Beat)

But its only given out every four years.

A beat.

SEAN (CONT'D)

Okay, that's all for today. Try and  
get through Fernald by Monday.

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

LAMBEAU

Good to see you.

SEAN

Good to see you.

LAMBEAU

Is there someplace we can talk?

CUT TO:

39 EXT. HARVARD SQUARE -- NIGHT

39

Will and Skylar on their first date. They watch a street  
MAGICIAN doing tricks with a rabbit. The guy's tricks are  
pretty good, but his on-stage persona could use some work. He  
is incessantly repeating the phrase "this is the rabbit the  
rabbit really does the tricks." Will gives Skylar a look and  
they move on.

CUT TO:

40 INT. TOY STORE -- LATER

40

Will and Skylar walk into the small shop.

SKYLAR

I don't know, it was just kind of the  
boring suburban thing. Private school,  
Harvard, and now Med. School.

(Beat)

I actually figured out that at the end  
of it, my brain will be worth a quarter  
of a million dollars. I shouldn't  
have told you that...

WILL

I bet your parents were happy to pay.

(CONTINUED)

SKYLAR  
was happy to pay. I inherited money.

WILL  
Harvard gettin' all that money?

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

WILL  
you just want to use me and go?

SKYLAR  
Well, I'm gonna experiment on you for  
anatomy class, then go.

WILL  
that case, fine.  
(beat)  
Want to see my magic trick?

SKYLAR  
re.

(CONTINUED)

40 (CONTINUED) (2)

40

Will, pulls out a bulging HANDBFUL OF CARAMELS.

WILL

Now, I'm gonna make all these caramels disappear.

SKYLAR

Okay...

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

WILL

It works better when I have my rabbit.

CUT TO: \*

41 INT. LOCKOBER RESTAURANT -- NIGHT

41

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

LAMBEAU

I didn't see you at the reunion.

SEAN

I've been busy.

LAMBEAU

You were missed.

(beat)

How long has it been since we've seen each other?

SEAN

Since Nancy died. \*

LAMBEAU

I'm sorry, that damn conference-- \*

SEAN

I got your card.

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

42

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

SKYLAR

Have you ever seen 'Annie Hall'? \*

(CONTINUED)

42 (CONTINUED)

42

WILL  
No.

SKYLAR  
Well, there's this part of the movie that's about how there's always this tension on a first date where both people are thinking about what's going to happen with the whole 'good night kiss' thing.

Will smiles.

WILL  
I really don't 'date' that much.

SKYLAR  
(laughs)  
You know what I mean. I know you've at least thought about it.

WILL  
No I haven't...

SKYLAR  
Yes you have. You were thinking you were gonna get a good night kiss.

WILL  
(mock protest)  
No I wasn't...

SKYLAR  
Yes you were.

WILL  
I was kinda hopin' to get "good night laid" but... I'll take a kiss.

She laughs.

SKYLAR  
Oh, you will?

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

SKYLAR  
Then why don't we just get it out of the way.

He looks at her.

WILL  
Now?

Both of them have cheeseburger in their mouths.

(CONTINUED)

42 (CONTINUED) (2)

42

SKYLAR

Yeah.

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

SKYLAR (CONT'D)

That had to be the worst good night  
kiss...

Will laughs.

WILL

Hey, look lady, I'm just here for the  
free food.

She smiles.

SKYLAR

Free?

WILL

Hey, I spent all my money on those  
caramels.

She laughs.

CUT TO:

\*

43 INT. LOCKOBER RESTAURANT -- SAME

43

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

SEAN

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

LAMBEAU

This kid's special, Sean. I've never  
seen anything like him.

SEAN

Not much free time, Gerry.

LAMBEAU

Have you ever heard of a man named  
Ramanujan?

Sean nods his head.

\*

SEAN

Yeah.

\*

LAMBEAU

He was alive over a hundred years ago.  
He was Indian. Dots, not feathers...

(CONTINUED)

43 (CONTINUED)

Sean finishes the joke. Lambeau chuckles.

LAMBEAU (CONT'D)

So this Ramanujan lived in a tiny hut in India. No formal education, no access to other works. But he came across an old math book and from this basic text he was able to extrapolate theories that had baffled mathematicians for years.

SEAN

And he mailed it to Hardy--

LAMBEAU

--That's right, Sean. He mailed it to a Professor at Cambridge who immediately recognized the brilliance in his work and brought Ramanujan to England.

SEAN

Where he contracted pneumonia and died at a young age--

LAMBEAU

They worked together for the remainder of their lives, producing some of the most exciting math theory ever done. Ramanujan's genius was unparalleled, Sean. This boy is like that. But he's very defensive and I need someone who can get through to him.

SEAN

Why me?

LAMBEAU

I need someone with your kind of background.

SEAN

My kind of background?

LAMBEAU

You're from the same neighborhood. South Boston.

SEAN

He's from Southie? How many people did you try before you came to me?

LAMBEAU

(looks squarely at Sean)  
Five.

Sean gives a slight knowing smile.

(CONTINUED)



43 (CONTINUED) (2)

43

SEAN

Who? Barry, Henry, Rick...

Lambeau nods.

SEAN (CONT'D)

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

LAMBEAU

Just meet with the boy once a week.

(CONTINUED)

43 (CONTINUED) (3)

43

SEAN

Can we do it at my office?

LAMBEAU

That would be fine.

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

LAMBEAU (CONT'D)

Sean, please.

SEAN

I got it.

LAMBEAU

It's on the college.

Sean relents.

CUT TO: \*

44 EXT. BUNKER HILL CAMPUS -- MORNING

44

Establishing shot of the red-brick campus. Planes land at nearby Logan airport. Will walks up the steps. \*

CUT TO: \*

45 INT. SEAN'S OFFICE--DAY

45

Sean's office is comfortable. Books are stacked against the wall. There is a PAINTING on the wall behind Sean. Sean is seated behind a desk. Lambeau sits in a chair in the back of the room, next to Tom. A long beat passes, they wait.

LAMBEAU

Any vulnerability he senses, he'll exploit.

SEAN

I'll be okay.

LAMBEAU

It's a poker game with this young man. Don't let him see what you've got.

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

LAMBEAU (CONT'D)

Hello, Will. Any trouble finding this place?

WILL

No.

(CONTINUED)

45 (CONTINUED)

45

LAMBEAU

Will, this is Sean Maguire. Sean,  
Will Hunting.

Sean and Will nod. An awkward moment as the four men stand.

LAMBEAU (CONT'D)

Well, let's get started.

WILL

Yeah, let's let the healing begin.

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

SEAN

Would you excuse us?

LAMBEAU

Tom.

SEAN

You too, Gerry.

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

SEAN (CONT'D)

Hello, Will. I'm Sean Maguire.

A smile crosses Will's face as he walks to his chair and sits. He lights a cigarette. Sean continues to watch him. Finally--

SEAN (CONT'D)

Where are you from in Southie?

WILL

Did you buy all these books retail, or do you send away for like a "shrink kit" that comes with all these volumes included?

SEAN

Have you read all these books, Will?

WILL

Probably not.

SEAN

(indicating a shelf)  
How 'bout the ones on that shelf?

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

(CONTINUED)

45 (CONTINUED) (2)

45

WILL  
Yeah, I read those.

(CONTINUED)

45 (CONTINUED) (3)

45

SEAN

What did you think?

WILL

I'm not here for a fuckin' book report. They're your books, why don't you read 'em.

SEAN

I did.

WILL

That must have taken you a long time.

SEAN

Yeah, it did take me a long time.

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

WILL

(looking at a book)  
"A History Of The United States, Volume I". If you want to read a real history book, read Howard Zinn's "A People's History Of The United States". That book will knock you on your ass.

SEAN

How about Noam Chomsky's 'Manufacturing Consent?'

WILL

You people baffle me. You spend all this money on beautiful, fancy books-- and they're the wrong fuckin' books.

SEAN

You think so?

WILL

Whatever blows your hair back.

Will returns to his chair. Pause.

SEAN

(indicating cigarette)  
Guy your age shouldn't smoke so much. Stunt your growth.

WILL

You're right. It really gets in the way of my jazzercizing.

(CONTINUED)

45 (CONTINUED) (4)

45

Sean does not seem at all affected by Will's attitude. He remains behind the big desk with almost a half smile on his face. Will is aware of Sean's confidence.

(CONTINUED)

45 (CONTINUED) (5)

45

WILL (CONT'D)  
Do you lift?

SEAN  
Yes, I do.

WILL  
Nautilus?

SEAN  
Free weights.

WILL  
Oh yeah? Me too. What do you bench?

SEAN  
285.

WILL  
Oh.

Will gets up again and moves around his chair to Sean's painting. It is a picture of an old sailboat in a tremendous storm--by no means a masterpiece. Will studies it.

WILL (CONT'D)  
You paint this?

SEAN  
Yeah. Do you paint?

WILL  
No.

SEAN  
Crayons?

WILL  
This is a real piece of shit.

SEAN  
Tell me what you really think.

WILL  
Poor color composition, lousy use of space. But that shit doesn't really concern me.

SEAN  
What does?

WILL  
The color her, see how dark it is?  
It's interesting.

SEAN  
What is?

(CONTINUED)

45 (CONTINUED) (6)

45

WILL

I think you're one step away from  
cutting your ear off.

SEAN

Oh, "Starry Night" time, huh?

WILL

You ever hear the saying, "any port in  
a storm"?

SEAN

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

WILL

--Well, maybe that means you.

SEAN

Maybe what mea--

WILL

Maybe you were in the middle of a storm,  
a big fuckin' storm-- the waves were  
crashing over the bow, the Goddamned

(MORE)

(CONTINUED)



45 (CONTINUED) (7)

45

WILL (CONT'D)

mast was about to snap, and you were cryin' for the harbor. So you did what you had to, to get out. Maybe you became a psychologist.

SEAN

Maybe you should be a patient and sit down.

WILL (CONT'D)

Maybe you married the wrong woman.

SEAN

Watch your mouth.

WILL

That's it isn't it? You married the wrong woman. She leave you? Was she bangin' someone else?

Sean is walking slowly towards Will.

WILL (CONT'D)

How are the seas now, D--

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

SEAN

If you ever disrespect my wife again...I will end you.

WILL

Time's up.

CUT TO:

46 INT. HALLWAY -- CONTINUOUS

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

WILL

At ease, gentleman.

CUT TO:

47 INT. SEAN'S OFFICE -- DAY

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

(CONTINUED)

47 (CONTINUED)

47

LAMBEAU

Five minutes, Sean. Are you okay?

A pause, Sean is staring at his painting.

LAMBEAU (CONT'D)

I'll understand if you don't want to meet with him again.

SEAN

Thursday, four o'clock. Make sure the kid is here.

CUT TO: \*

48 EXT. WONDERLAND RACETRACK -- DAY

48

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

SKYLAR

So you grew up around here?

WILL

Not far from here, South Boston.

(CONTINUED)

48 (CONTINUED)

48

SKYLAR

How was that?

WILL

Pretty boring, I guess.

She smiles.

SKYLAR

I bet you have a great family.

WILL

You know, nothing special.

SKYLAR

You have a lot of brothers and sisters?

WILL

Do I have a lot of brothers and sisters?

SKYLAR

Yeah.

WILL

Well, Irish Catholic. What do you think?

SKYLAR

How many?

WILL

You wouldn't believe me if I told you.

SKYLAR

What, five?

Will shakes his head.

SKYLAR (CONT'D)

Seven?

Will shakes his head. Smiles.

SKYLAR (CONT'D)

Come on.

WILL

I have twelve big brothers.

SKYLAR

Not a chance.

WILL

Yup, you're lookin' at lucky thirteen.

SKYLAR

Bullshit.

(CONTINUED)

48 (CONTINUED) (2)

48

WILL

I swear to God.

SKYLAR

Your house must have been a zoo.

WILL

It was great. There was always someone to play with, give you advice.

SKYLAR

Do you know all their names?

WILL

'Course I do, they're my brothers.

SKYLAR

Well. . .

WILL

Marky, Ricky, Danny, Terry, Mikey, Davey, Timmy, Tommy, Joey, Robby, Johnny, and Brian.

SKYLAR

(laughing)

Do you keep in touch with them?

WILL

All the time. We all live in Southie. I live with three of 'em now.

Skylar smiles.

SKYLAR

I want to meet them.

WILL

We'll do that.

CUT TO: \*

49 INT. SEAN'S APARTMENT -- NIGHT

49

As we pan across Sean's small apartment, we find it strewn with dirty clothes and the sink full of dishes. Although, if it weren't for all the clutter, the place would feel pretty bare. A framed SPORTS ILLUSTRATED cover featuring a screaming Larry Bird and entitled "CELTIC PRIDE" hangs on the wall. Sean sits at the table next to another nearly empty bottle of BUSHMILL'S IRISH WHISKEY. He is deep in thought.

CUT TO: \*

50 INT. SEAN'S OFFICE -- DAY

50

Will strolls into the office. Sean is waiting there behind his desk. He seems different. More calm. Will and Sean stare at each other for a long moment.

WILL

You again. How's the paintin' coming?

Sean stands up.

SEAN

Come with me.

CUT TO:

★

51 EXT. BOSTON COMMON -- MINUTES LATER

51

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

WILL

So what's with this place? You have a Swan fetish? Is this something you'd like to talk about?

SEAN

I was thinking about what you said to me the other day, about my painting. I stayed up half the night thinking about it and then something occurred to me and I fell into a deep peaceful sleep and haven't thought about you since. You know what occurred to me?

WILL

No.

SEAN

You're just a boy. You don't have the faintest idea what you're talking about.

WILL

Why thank you.

SEAN

You've never been out of Boston.

WILL

No.

SEAN

So if I asked you about art you could give me the skinny on every art book ever written... Michelangelo?

(MORE)

(CONTINUED)

51 (CONTINUED)

51

SEAN (CONT'D)

You know a lot about him I bet. Life's work, criticisms, political aspirations. But you couldn't tell me what it smells like in the Sistine Chapel. You've never stood there and looked up at that beautiful ceiling. And if I asked you about women I'm sure you could give me a syllabus of your personal favorites, and maybe you've been laid a few times too. But you couldn't tell me how it feels to wake up next to a woman and be truly happy. If I asked you about war you could refer me to a bevy of fictional and non-fictional material, but you've never been in one. You've never held your best friend's head in your lap and watched him draw his last breath, looking to you for help. And if I asked you about love I'd get a sonnet, but you've never looked at a woman and been truly vulnerable. Known that someone could kill you with a look. That someone could rescue you from your grief. That God had put an angel on earth just for you. And you wouldn't know how it felt to be her angel. To have the love to be there for her forever. Through anything, through cancer. You wouldn't know about sleeping sitting up in a hospital room for two months holding her hand and not leaving because the doctors could see in your eyes that the term "visiting hours" didn't apply to you. And you wouldn't know about real loss, because that only occurs when you lose something you love more than yourself, and you've never dared to love anything that much. I look at you and I don't see an intelligent confident man, I don't see a peer, and I don't see my equal. I see a boy. Nobody could possibly understand you, right Will? Yet you presume to know so much about me because of a painting you saw. You must know everything about me. You're an orphan right?

Will nods quietly.

(CONTINUED)

51 (CONTINUED) (2)

51

SEAN (CONT'D)

Do you think I would presume to know the first thing about who you are because I read "Oliver Twist"? And I don't buy the argument that you don't want to be here, because I think you like all the attention you're getting. Personally, I don't care. There's nothing you can tell me that I can't read somewhere else. Unless we talk about your life. But you won't do that. Maybe you're afraid of what you might say.

Sean stands,

SEAN (CONT'D)

It's up to you.

And walks away.

CUT TO: \*

52 INT. CONSTRUCTION SITE -- DAY

52

Will and Chuckie doing demo at the site. They throw cinderblocks out a window into a pile. They are filthy.

CUT TO: \*

53 EXT. SOUTH BOSTON STREET -- NIGHT

53

Rain pounds South Boston. Chuckie sits with the Cadillac idling, humming to the radio. Morgan and Billy sit in the back, sharing a case of beer. Will is at a pay phone.

53A INT. SKYLAR'S ROOM -- NIGHT

53A

SKYLAR

Hello?

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

CHUCKIE

Who'd you call?

WILL

No one. I didn't have the number.

MORGAN

What are you, retarded? You went all the way out there in the rain and you didn't have the number?

WILL

No, it was your mother's 900 number. I just ran out of quarters.

(CONTINUED)

53A (CONTINUED)

53A

Laughter. Chuckie pulls away from the curb.

(CONTINUED)



53A (CONTINUED) (2)

53A

MORGAN

Why don't we get off mothers, I just  
got off yours.

There is a long moment of silence in response to Morgan's  
attempt at levity. Then laughter.

BILLY

You're a pretty funny guy. Here, have  
a nickel.

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

MORGAN

Keep fuckin' with me. Watch what  
happens.

BILLY

All right, then.

MORGAN

Watch what happens.

CUT TO:

54 INT. SEAN'S OFFICE -- DAY

Will sits across from Sean completely silent and takes out a  
pack of cigarettes.

SEAN

No smoking.

Will puts the cigarettes away. Sean stares at Will and  
occasionally at the clock. Sean continues to check the clock  
on the wall. It is the only clock in the room and it is BEHIND  
Will. Their hour is almost up.

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

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

55 INT. HALLWAY -- LATER

Lambeau and Sean walk down the hallway after the session.

LAMBEAU

What do you mean "he didn't talk"?  
You sat there for an hour?

SEAN

No, he just sat there and counted the  
seconds until the session was over.  
It was pretty impressive, actually.

(CONTINUED)

55 (CONTINUED)

55

LAMBEAU

Why would he do that?

SEAN

To show me he doesn't have to talk to  
me if he doesn't want to.

(CONTINUED)

55 (CONTINUED) (2)

55

LAMBEAU

Oh, what is this? Some kind of staring contest between two kids from the "old neighborhood"?

SEAN

I wont talk first.

56 EXT. WILL'S APARTMENT -- EVENING

56

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

\*  
\*

DISSOLVE TO:

57 EXT. WILL'S APARTMENT -- MORNING

57

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

\*  
\*

CUT TO:

58 EXT. CONSTRUCTION SITE -- DAY

58

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

\*

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

59

The bar is a bit more crowded than usual. Will and Chuckie walk back to their table, carrying beers. They pass a table of GIRLS, local regulars getting just as bombed as the guys. These girls are a little overdone. Too much make-up, too much hairspray and too much body for such tight outfits. One of the girls, KRISTYN, smiles at Will who seems subdued.

KRISTYN

Hi, Will.

WILL

How you doin', Krystyn?

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

CHUCKIE

I didn't get on Cathy last night.

WILL

Why not?

CHUCKIE

I don't know.

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

CHUCKIE (CONT'D)

Cathy! Why didn't you give me none of your twat last night?

(CONTINUED)

59 (CONTINUED)

59

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

(CONTINUED)

59 (CONTINUED) (2)

59

CATHY

Fuck you and your Irish curse, Chuckie!

CHUCKIE

She's missin' teeth, Will.

Will nods, not really into it tonight.

CHUCKIE (CONT'D)

Plus, it's like, five to two Morgan ends up marryin' her. There's only so many times you can bang your friend's future wife...

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

WILL

I'm takin' off.

ALL

We're goin' late night.

WILL

I'm tired.

CUT TO: \*

59A INT. LAMBEAU'S OFFICE -- DAY

59

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

CUT TO: \*

60 INT. SEAN'S OFFICE -- DAY

60

Will and Sean sit in silence. A long moment passes. Sean casually reclines in his chair, disinterested. Will restlessly looks around the room and then back to Sean. An odd half smile crosses Sean's face. After a moment:

WILL

You know, I was on this plane once. And I'm sittin' there and the Captain comes on and is like "we'll be cruising at 35,000 feet", and does his thing, then he puts the mike down but forgets to turn it off. Then he says "man, all I want right now is a blow-job and a cup of coffee." So the stewardess goes runnin' up towards the cock-pit to tell him the mike's still on, and this guy in the back of the plane goes "don't forget the coffee!"

(CONTINUED)

60 (CONTINUED)

60

SEAN

(smiles)

You've never been on a plane.

WILL

I know, but the joke's better if I  
tell it in the first person.

A beat.

(CONTINUED)

60 (CONTINUED)

60

WILL (CONT'D)

I have been laid you know.

Sean smiles.

SEAN

Yeah? You got a lady now?

WILL

Yeah, I went on a date last week.

SEAN

How'd it go?

WILL

Fine.

SEAN

Well, are you going out again?

WILL

I don't know.

SEAN

Why not?

WILL

Haven't called her.

SEAN

Jesus Christ, you are an amateur.

WILL

I know what I'm doing. She's different from the other girls I met. We have a really good time. She's smart, beautiful, fun...

SEAN

So Christ, call her up.

WILL

Why? So I can realize she's not so smart. That she's boring. You don't get it. Right now she's perfect, I don't want to ruin that.

SEAN

And right now you're perfect too. Maybe you don't want to ruin that.

Will says nothing.

SEAN (CONT'D)

Well I think that's a great philosophy Will, that way you can go through you're  
(MORE)

(CONTINUED)

60 (CONTINUED) (3)

60

SEAN (CONT'D)

entire life without ever having to really know anybody.

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

SEAN (CONT'D)

My wife used to turn the alarm clock off in her sleep. I was late for work all the time because in the middle of the night she'd roll over and turn the damn thing off. Eventually I got a second clock and put it under my side of the bed, but it got to where she was gettin' to that one too. She was afraid of the dark, so the closet light was on all night. Thing kept me up half the night. Eventually I'd fall asleep, out of sheer exhaustion and not wake up when I was supposed to cause she'd have already gotten to my alarms.

Will smiles, Sean takes a beat.

SEAN (CONT'D)

My wife's been dead two years, Will. And when I think about her, those are the things I think about most. Little idiosyncrasies that only I knew about. Those made her my wife. And she had the goods on me too. Little things I do out of habit. People call these things imperfections Will. It's just who we are. And we get to choose who we're going to let into our own weird little worlds. You're not perfect. And let me save you the suspense, this girl you met isn't either. The question is, whether or not you're perfect for each other. You can know everything in the world, but the only way you're findin' that one out is by giving it a shot. You sure won't get the answer from an old fucker like me. And even if I did know, I wouldn't tell you.

Will smiles. A beat.

WILL

Why not? You told me every other fuckin' thing. You talk more than any shrink I ever met.

Sean laughs.

(CONTINUED)



60 (CONTINUED) (4)

60

SEAN

I teach this shit, I didn't say I knew how to do it.

WILL

You ever think about gettin' remarried?

SEAN

My wife's dead.

WILL

Hence, the word remarried.

SEAN

My wife's dead.

WILL

Well I think that's a wonderful philosophy, Sean. That way you can go through the rest of your life without having to really know anyone.

A beat. Sean smiles.

SEAN

Time's up.

CUT TO: \*

60A EXT. SKYLAR'S DORM -- AFTERNOON

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

CUT TO: \*

61 INT. SKYLAR'S DORM -- AFTERNOON

The door to Skylar's dorm is partially open. Will stands outside while Skylar remains on the threshold. 61

SKYLAR

Where have you been?

WILL

I'm sorry, I been real busy.

SKYLAR

You were busy? You know, I really was waiting for you to call me. \*

WILL

Sorry. I'm sorry. Give me another crack at it. Let me take you out. \*

(CONTINUED)

61 (CONTINUED)

61

SKYLAR

You should have called. I have an "e-  
Chem" lab due tomorrow and it's  
impossible.

(beat)

It's not an excuse dummy. I want to  
go out with you. But look:

She holds up her Lab. Will glances at it.

(CONTINUED)

61 (CONTINUED) (2)

61

SKYLAR (CONT'D)  
 Tomorrow?

WILL  
 Promise?

SKYLAR  
 If you bring the caramels.

Will smiles.

CUT TO: \*

62 EXT. HARVARD SQUARE -- LATER

62

Will sits in an outdoor cafe, thinking. After a beat, he leans over to two students working at a nearby table, borrows a pen and paper and starts writing.

CUT TO: \*

62A EXT. SKYLAR'S DORM -- DAY

62A

Will is a solitary figure strolling across the lawn. He stops at Skylar's dorm and knocks on the door.

CUT TO: \*

63 INT. SKYLAR'S DORM -- DAY

63

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

WILL  
 I couldn't wait till tomorrow.

SKYLAR  
 How the hell did you do that?

WILL  
 Didn't your mother ever tell you not to look a gift horse in the mouth?

SKYLAR  
 I'm supposed to understand this. \*

WILL  
 You're not going in to surgery tomorrow are you?

SKYLAR  
 No.

WILL  
 Then let's go have some fun.

With a smile, she relents.

64 INT. SEAN'S OFFICE -- DAY  
Sean and Will in session.

64

(CONTINUED)

64 (CONTINUED)

64

SEAN

Really? How'd the date go?

WILL

Do you still counsel veterans?

(beat)

I read your book last night.

SEAN

No, I don't.

WILL

Why not?

SEAN

I gave that up when my wife got sick.

WILL

Is that why you didn't write anything else?

SEAN

(smiles)

I didn't write anything else 'cause nobody, including most of my colleagues bothered to read the first one.

WILL

Well, I've read your colleagues. Your book was good, Sean.

(beat)

All those guys were in your platoon?

SEAN

Yeah.

WILL

What happened to that guy from Kentucky?

SEAN

Lon? He got married. He has a kid. I kind of lost touch with him after Nancy got sick.

WILL

Do you ever wonder what your life would be like if you never met your wife?

SEAN

What? Do I wonder if I'd be better off if I never met my wife?

Will starts to clarify his question.

(CONTINUED)

64 (CONTINUED) (2)

64

SEAN (CONT'D)

No, that's okay. It's an important question. 'Cause you'll have your bad times, which wake you up to the good stuff you weren't paying attention to. And you can fail, as long as you're trying hard. But there's nothing worse than regret.

WILL

You don't regret meetin' your wife?

SEAN

Why? Because of the pain I feel now? I have regrets Will, but I don't regret a single day I spent her.

WILL

When did you know she was the one?

SEAN

October 21, 1975. Game six of the World Series. Biggest game in Red Sox history. Me and my friends slept out on the sidewalk all night to get tickets. We were sitting in a bar waiting for the game to start and in walks this girl. What a game that was. Tie game in the bottom of the tenth inning, in steps Carlton Fisk, hits a long fly ball down the left field line. Thirty five thousand fans on their feet, screamin' at the ball to stay fair. Fisk is runnin' up the baseline, wavin' at the ball like a madman. It hits the foul pole, home run. Thirty-five thousand people, went crazy. And I wasn't one of them.

WILL

Where were you?

SEAN

I was havin' a drink with my future wife.

WILL

You missed Pudge Fisk's home run to have a drink with a woman you had never met?

SEAN

That's right.

(CONTINUED)

64 (CONTINUED) (3)

64

WILL

So wait a minute. The Red Sox haven't won a world series since nineteen eighteen, you slept out for tickets, game's gonna start in twenty minutes, in walks a girl you never seen before and you give your ticket away?

SEAN

You should have seen this girl. She lit up the room.

WILL

I don't care if Helen of Troy walked into that bar! That's game six of the World Series!

Sean smiles.

WILL (CONT'D)

And what kind of friends are these? They let you get away with that?

SEAN

I just slid my ticket across the table and said "sorry fellas, I gotta go see about a girl."

WILL

"I gotta go see about a girl"? What did they say?

SEAN

They could see that I meant it.

WILL

You're kiddin' me.

SEAN

No Will, I'm not kiddin' you. If I had gone to see that game I'd be in here talkin' about a girl I saw at a bar twenty years ago. And how I always regretted not goin' over there and talkin' to her. I don't regret the eighteen years we were married. I don't regret givin' up counseling for six years when she got sick. I don't regret being by her side for the last two years when things got real bad. And I sure as Hell don't regret missing that damn game.

A beat. Will is impressed.

(CONTINUED)

64 (CONTINUED) (4)

WILL-

Would have been nice to catch that  
game though.

SEAN

(breaking)

Well hell, I didn't know Pudge was  
gonna hit the home run.

They laugh. TIME DISSOLVE TO:

65 INT. LAMBEAU'S OFFICE -- DAY

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

LAMBEAU

Alexander, I know your theory. The  
boy is updating, he's strategy  
stealing...

PEKEC

With a Ramses graph on the binary tree--

LAMBEAU

--But what he's doing, he's attaching  
an edge to the adjacent vertex. He  
can always failsafe to either side--

PEKEC

--Maker can. This is not new, Gerry!

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

PEKEC (CONT'D)

--but I can always garbage out  
(writes frantically)

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

LAMBEAU

No, there's a limit.

PEKEC

The limit is not found!  
(turns to Will)

The limit is not found.

WILL

But I can always go to the other side.

PEKEC

There is no proof--

(CONTINUED)



65 (CONTINUED)

65

Lambeau can no longer contain himself.

LAMBEAU

--Maker builds 'K' to the 'N.' N is  
three to the K times--

PEKEC

--But--

WILL

Look, I wrote it down.

They turn to Will who places his proof on the projector. The  
image is cast over their faces. It reads:

As Pekec reads and the realization dawns on him:

WILL (CONT'D)

It's just simpler this way.

Lambeau turns with satisfaction to an understanding Pekec.

LAMBEAU

Alexander, your theory is changed.

CUT TO:

66 INT. SKYLAR'S ROOM -- NIGHT

66

Will and Skylar in her room, post coital. They are wrapped in  
a sheet. Will is absent-mindedly playing the memory game SIMON.  
The pattern grows increasingly complex. After a beat

SKYLAR

Why do we always stay here?

WILL

'Cause it's nicer than my place.

SKYLAR

I've never seen your place.

WILL

Exactly.

SKYLAR

What about your friends? Or your  
brothers? When do I get to meet them?

WILL

They don't come over here that much.

SKYLAR

I think I can make it to South Boston.

WILL

Aah, it's kind of a hike.

(CONTINUED)

66 (CONTINUED)

66

SKYLAR

Is it me you're hiding from them or  
the other way around?

WILL

All right, all right. We'll go.

SKYLAR

When?

WILL

Sometime. I don't know. Next week.

SKYLAR

What if I said I wouldn't sleep with  
you again until you let me meet your  
friends.

WILL

I'd say...

(reaches for phone)

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

She laughs. Stops him.

SKYLAR

You men are shameful. If you're not  
thinking of your weiner then you're  
acting on it's behalf,

WILL

Then on behalf of my weiner, I'd like  
to ask for an advance.

CUT TO:

67 INT. "L STREET BAR &amp; GRILLE" -- LATER

67

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

MORGAN

Will, I can't believe you brought Skylar  
here when we're all wrecked. What's  
she gonna think about us?

WILL

Yeah, Morgan. It's a real rarity that  
we'd be out drinkin'.

BILLY

I've been shit faced for like two weeks.

(CONTINUED)

67 (CONTINUED)

67

MORGAN

Oh great, tell her that! Now she really thinks we're problem drinkers!

CHUCKIE

Two weeks? That's nothin'. My Uncle, Marty? Will knows him. That guy fuckin' drinks like you've never seen!

(MORE)

(CONTINUED)

67 (CONTINUED) (2)

67

CHUCKIE (CONT'D)

One night he was drivin' back to his house on I-93-- Statie pulls him over.

ALL

Oh shit.

CHUCKIE

Guy's tryin' to walk the line--but he can't even fuckin' stand up, and so my uncle's gonna spend a night in jail. Just then there's this fuckin' BOOM like 50 yards down the road. Some guy's car hit a tree.

MORGAN

Some other guy?

CHUCKIE

Yeah, he was probably drunker than my Uncle, who fuckin' knows? So the cop goes "Stay here" And he goes runnin' down the highway to deal with the other crash. So, my Uncle Marty's standin' on the side of the road for a little while, and he's so fuckin' lit, that he forgets what he's waitin' for. So he goes, "Fuck it." He gets in his car and drives home.

MORGAN

Holy shit.

CHUCKIE

So in the morning, there's a knock on the door it's the Statie. So my Uncle's like, "Is there a problem?" And Statie's like "I pulled you over and you took off." And my Uncle's like "I never seen you before in my life, I been home all night with my kids." And Statie's like "Let me get in your garage!" So he's like "all right, fine." He takes around the garage and opens the door --and the Statie's cruiser is in my Uncle's garage.

ALL

No Way! You're kiddin'!

CHUCKIE

No, he was so hammered that he drove the police cruiser home. Fuckin' lights and everything!

(CONTINUED)

67 (CONTINUED) (2)

67

MORGAN

Did you're Uncle get arrested?

CHUCKIE

The fuckin' Trooper was so embarrassed he didn't do anything. The fuckin' guy had been drivin around in my Uncle's car all night lookin' for the house!

Everyone is laughing. Skylar speaks above the din.

SKYLAR

There was this Irish guy, walking down the beach one day. him

She has everyone's attention. Will is nervous.

SKYLAR (CONT'D)

And he came across a bottle, and this Genie pops out. The genie turned to the Irishman and says-- "You've released me from my prison, so I'll grant you three wishes." The Irish guy thinks for a minute and says "What I really want is a pint of Guinness that never empties." And--POOF! A bottle appears. He slams it down, and-- lo and behold-- it fills back up again.

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

SKYLAR (CONT'D)

Well, the Irish guy can't believe it. He drinks it again, and again-- BOOM! It fills back up. So, while the Irish guy is marveling at his good fortune. The Genie is getting impatient, because it's hot and he wants to get on with his freedom. He says "Let's go, you have two more wishes." The Irish guy slams his drink again, it fills back up, he's still amazed. The Genie can't take it anymore. He says "Buddy, I'm boiling out here. What are you're other two wishes?"

(beat)

The Irish guy looks at his drink, looks at the Genie and says... "I guess I'll have two more of these."

The gang erupts with laughter.

CHUCKIE

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

(CONTINUED)

67 (CONTINUED) (4)

67

MORGAN

I'm Irish.

Chuckie, Will look at Morgan, baffled.

68 EXT. L STREET BAR & GRILLE -- LATER

68

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

CHUCKIE

I'm glad you came by, changed my opinion of Harvard people.

SKYLAR

See ya Chuckie. I had fun.

Chuckie heads toward Will to say goodnight.

WILL

I don't know what the fuck you're doin'. You're givin' us a ride.

CHUCKIE

What do I look like, Al Cowlins?

(seriously)

You want to take my car, drop her off?

WILL

I was countin' on it.

MORGAN

Chuck, let's go.

CHUCKIE

You're walkin' bitch, Will's takin' the car.

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

WILL

Thanks, Chuck.

CHUCKIE

Don't get too slap-happy, you're takin' me home first. \*

WILL

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

CHUCKIE

Just 'cause you don't have to sleep in the one room palace, don't start thinkin' you're bad.

(CONTINUED)

68 (CONTINUED)

68

SKYLAR

(to Will)

I thought you said you'd show me your place.

WILL

Not tonight.

CHUCKIE

Yeah, not tonight. Not any other night. He knows, once you see that shit-hole he's gettin' dropped like a bad habit.

SKYLAR

I wanted to meet your brothers...

Chuckie gives Will a curious look.

WILL

They're all sleepin' now.  
(a beat, to Chuckie)  
Let me get those keys.

CUT TO:

69 INT. FACULTY CLUB -- NIGHT

69

A cocktail party is underway. Professors mingle with representatives from high tech companies. Lambeau stands holding a drink and surrounded by several RECRUITERS. Apparently he's the star of the show.

RECRUITER #1

What I want to know, Gerry, is when we get to meet this wonder-boy.

LAMBEAU

We're still working together, the boy's a little rough.

RECRUITER #2

We've got our share of eccentric geniuses at Tri-tech. We know how to deal with that.

RECRUITER #3

I think we all do.

Laughter.

RECRUITER #1

If you're not exaggerating, Gerry--

LAMBEAU

Was I exaggerating in nineteen eighty-four when I told you I'd win the field's medal within two years?

(CONTINUED)

69 (CONTINUED)

69

More laughter.

RECRUITER #1

In that case the boy could run shipping for us, routing--

RECRUITER #2

You say he doesn't have a diploma, but we'll--

RECRUITER #1

I don't need to see a driver's license. I can think of three departments right now that he could head up for us.

LAMBEAU

At ease, gentlemen. We're looking carefully at all our options.

RECRUITER #3

All right, Gerry. Close to the vest.  
(gives him his card)  
Good luck with these vultures.

He walks off.

CUT TO:

70 INT. TIMMY'S TAP -- DAY

70

Timmy's Tap is a local watering hole, not unlike the L Street. Sean is at the bar, telling a joke to TIMMY (45) the owner of the place, and several other REGULARS.

SEAN

So she goes runnin' up the aisle and I figure "fuck it" and I yell out "don't forget the coffee!"

The men erupt in laughter. MARTY, one of the regulars pipes up.

MARTY

Bullshit! You didn't say that!

Timmy and Sean exchange a look.

TIMMY

Jesus Christ, Marty. It's a joke.

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

SEAN

Gerry! Any trouble finding the place?

LAMBEAU

Not at all.

(CONTINUED)



70 (CONTINUED)

70

SEAN

Timmy this is Gerry, an old friend of mine. We went to college together.

TIMMY

Good to meet you.

LAMBEAU

Pleasure to meet you.

SEAN

Could we get a couple of sandwiches?

(beat, smiles)

Put it on my tab.

Sean heads towards a table.

TIMMY

You ever plan on payin' your tab?

SEAN

(pulls out lottery ticket)

I got the winning number right here.

TIMMY

What's the jackpot?

SEAN

Twelve million.

TIMMY

I don't think that'll cover it.

Lambeau follows. They sit.

LAMBEAU

You're here quite a bit, then.

SEAN

I live right around the corner.

LAMBEAU

You moved?

SEAN

I been here a couple years.

There is an awkward moment.

SEAN (CONT'D)

You wanted to talk about Will?

LAMBEAU

Seems like it's going well.

SEAN

I think so.

(CONTINUED)

70 (CONTINUED) (2)

70

LAMBEAU

Well, have you talked to him at all  
about his future?

SEAN

We haven't really gotten into it.

LAMBEAU

Maybe you should. My phone's been  
ringing off the hook with job offers.

SEAN

Jobs doing what?

LAMBEAU

Cutting edge mathematics.  
(MORE)

(CONTINUED)

70 (CONTINUED) (3)

70

LAMBEAU (CONT'D)

Think tanks. The kind of place where  
a mind like Will's is given free rein.

SEAN

That's great, Gerry, that there's  
interest-- But I'm not sure he's ready  
for that.

LAMBEAU

Sean, I really don't think you  
understand--

SEAN

What don't I understand?

Timmy comes over with the sandwiches.

SEAN (CONT'D)

Thanks, Timmy.

LAMBEAU

Excuse me, Timmy. Could you help us?  
We're trying to settle a bet.

TIMMY

Uh-oh.

LAMBEAU

Have you ever heard of Jonas Salk?

TIMMY

Yeah, cured Polio.

LAMBEAU

You've heard of Albert Einstein?

Timmy smiles. Gives him a look.

LAMBEAU (CONT'D)

How about Gerald Lambeau? Ever heard  
of him?

TIMMY

No.

LAMBEAU

Okay thank you, Timmy.

TIMMY

So who won the bet.

LAMBEAU

I did.

A beat. Timmy leaves.

(CONTINUED)

70 (CONTINUED) (4)

70

LAMBEAU (CONT'D)

This isn't about me. I'm nothing compared to this young man.

(beat)

Sean, in 1905 there were hundreds of Professors who were renowned for their study of the universe. But it was a twenty-six year old Swiss Patent clerk, doing physics in his spare time, who changed the world, Sean. Can you imagine if Einstein had given that up? Or gotten drunk with his buddies in Vienna every night? All of us would have lost something. And I'm quite sure Timmy never would have heard of him.

SEAN

Isn't that a little dramatic, Gerry?

LAMBEAU

No, Sean. This boy has that gift. He just hasn't got the direction. We can give that to him.

A beat.

SEAN

He married his cousin.

LAMBEAU

Who?

SEAN

Einstein. Had two marriages, both train-wrecks. The guy never saw his kids, one of whom, I think, ended up in an asylum--

--possible Unabomber addition--

LAMBEAU

You see, Sean? That's exactly not the point. No one remembers that. They--

SEAN

I do.

LAMBEAU

Well, you're the only one.

Beat.

LAMBEAU (CONT'D)

This boy can make contributions to the world. We can help him do that.

(CONTINUED)

70 (CONTINUED) (5)

70

SEAN

Just... take it easy, Gerry.

LAMBEAU

Look, I don't know what else I can say. I'm not sitting at home every night, twisting my mustache and hatching a plan to ruin the boy's life. But it's important to start early. I was doing advanced mathematics at eighteen and it still took me twenty three years to do something worthy of a Field's medal.

SEAN

Maybe he doesn't care about that.

A beat.

LAMBEAU

Sean, this is important. And it's above personal rivalry--

SEAN

Now wait a minute, Gerry--

LAMBEAU

--No, no you hear me out, Sean. This young man is a true prodigy--

SEAN

--Personal rivalry? I'm not gettin' back at you.

LAMBEAU

Look, you took one road and I took another. That's fine.

SEAN

Is it Gerry? 'Cause I don't think it's fine with you. Give him time to figure out what he wants.

LAMBEAU

That's a wonderful theory, Sean. It worked wonders for you.

A beat. Lambeau gets up.

LAMBEAU (CONT'D)

Sean, I came here today out of courtesy. I wanted to keep you in the loop. As we speak the boy is in a meeting I set up for him over at Tri-tech.

CUT TO:

71 INT. TRI-TECH LABORATORIES, OFFICE -- SAME 71

Three well dressed TRI-TECH EXECUTIVES sit around a conference table, which is littered with promotional brochures. The executives exchange a confused look. One of them speaks.

EXECUTIVE #1

(tentative)

Well, Will, I'm not exactly sure what you mean, we've already offered you a position..

Cut to reveal: Chuckie sitting across from the executives, hair combed down, wearing his Sunday best.

CHUCKIE

Since this is obviously not my first time in such altercations, let me say this:

Chuckie rubs the tips of his fingers together, indicating "cash." The executives are baffled.

CHUCKIE (CONT'D)

Look, we can do this the easy way or the hard way.

The executives are completely blank.

CHUCKIE (CONT'D)

At the current time I am looking at a number of different fields from which to disseminate which offer is most pursuant aid to my benefit.

(a beat)

What do you want? What do I want? What does anybody want? Leniency.

EXECUTIVE #2

I'm not sure--

CHUCKIE

--These circumstances are mitigated. Right now. They're mitigated.

Chuckie puts his hands up, as if getting a vibe from the room.

EXECUTIVE #1

Okay...

Chuckie points to the third executive.

CHUCKIE

He knows what I'm talkin' about.

The third executive is baffled.

(CONTINUED)

71 (CONTINUED)

71

CHUCKIE (CONT'D)

A retainer. Nobody in this town works without a retainer. You think you can find someone who does, you have my blessin'. But I think we all know that person isn't goin' to represent you as well as I can.

EXECUTIVE #2

Will, Our offer starts you at eighty-four thousand a year, plus benefits.

CHUCKIE

Retainer...

EXECUTIVE #2

You want us to give you cash right now?

CHUCKIE

Allegedly, what I am saying is your situation will be concurrently improved if I had two hundred sheets in my pocket right now.

The executives exchange looks and go for their wallets.

EXECUTIVE #1

I don't think I... Larry?

EXECUTIVE #2

I have about seventy three...

EXECUTIVE #1

Will you take a check?

CHUCKIE

Come now...What do you think I am, a juvenile? You don't got any money on you right now. You think I'm gonna take a check?

EXECUTIVE #3

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

CHUCKIE

That's right, you know.

(turns to #1)

He knows.

Chuckie stands up and takes the money.

CHUCKIE (CONT'D)

(to exec #1)

You're suspect.

(MORE)

(CONTINUED)

71 (CONTINUED) (2)

71

## CHUCKIE (CONT'D)

I don't know what your reputation is, but after the shit you tried to pull today, you can bet I'll be looking into it. Any conversations you want to have with me heretofore, you can have with my attorney. Gentlemen, keep your ears to the grindstone.

CUT TO: \*

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

72

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

WILL

How's it goin'?

SKYLAR

Fine.

WILL

Want me to take a look?

SKYLAR

No.

WILL

C'mon, give me a peek and we'll go to the battin' cages. \*

SKYLAR

It's important that I learn this. \*

WILL

Why is that important to you? If I inherited all that money, the only thing important to me would be workin' on my swing.

SKYLAR

Clearly. \*

WILL

You're rich. What do you have to worry about? \*

SKYLAR

Rich? I have an inheritance. It's two hundred and fifty thousand dollars. \*

(MORE)

(CONTINUED)



SKYLAR (CONT'D)

That's exactly what it'll cost me, minus about five hundred bucks, to go all the way through med school. This is what I'm doing with that money. I could have done anything I wanted. I could have expanded my wardrobe, substantially.

WILL

Instead you're gonna bust you're ass for five years so you can be broke?

SKYLAR

No, so I can be a doctor.

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

SKYLAR (CONT'D)

All right, Mr. Nosey Parker. Let me ask you a question? Do have a photographic memory?

WILL

I guess. I don't know. How do you remember your phone number?

SKYLAR

Have you ever studied organic chemistry?

WILL

Some, a little.

SKYLAR

Just for fun?

WILL

I guess so.

SKYLAR

Nobody does organic chemistry for 'fun.' It's necessary. Especially someone like you.

WILL

Like, me?

SKYLAR

Yeah. Someone like you who divides his time, fairly evenly, between the batting cages and bars.

Will laughs.

(CONTINUED)

SKYLAR (CONT'D)

How did you do that? I can't...I mean,  
even the smartest people I know, and  
we do have a few at Harvard, have to  
study-- a lot. It's hard.

(beat)

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

WILL

Do you play the piano?

SKYLAR

Come on Will. I just want to know.

WILL

I'm tryin' to explain it to you. So  
you play the piano. When you look at  
the keys, you see music, you see Mozart.

(CONTINUED)

SKYLAR

I see "Hot Cross Buns", but okay.

WILL

Well all right, Beethoven. He looked at a piano and saw music. The fuckin' guy was deaf when he composed the ode to joy. They had to turn him around to take a bow 'cause he didn't hear the crowd goin' crazy behind him. Stone deaf. He saw all of that music in his head.

SKYLAR

So, do you play piano?

WILL

Not a lick. I look at a piano and I see black and white keys, three pedals and a box of wood. Beethoven, Mozart, they looked at it and it just made sense to them. They saw a piano and they could play. I couldn't paint you a picture, I probably can't hit the ball out of Fenway Park and I can't play the piano--

SKYLAR

--But you can do my O-Chem lab in under an hour, you can--

WILL

--When it came to stuff like that I could always just play.

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

SKYLAR

I can't believe it's taken me four \*  
years to meet you and I'm going to \*  
California in two months, Will. \*

(beat) \*

Have you ever been to California? I \*  
bet you'd like it. \*

Will freezes. A beat.

SKYLAR (CONT'D) \*

Maybe not. \*

CUT TO: \*

73 INT. CHUCKIE'S APARTMENT -- DAY

73

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

(CONTINUED)

73 (CONTINUED)

73

CHUCKIE

Get it, Ma!

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

CHUCKIE (CONT'D)

(surprised)

Hey.

SKYLAR

Hi.

CHUCKIE

How you doin'?

SKYLAR

Good.

An awkward beat.

CHUCKIE

How'd you know where to find me?

SKYLAR

(smiles)

You were the only Sullivan in the phone book.

Chuckie smiles.

SKYLAR (CONT'D)

Will and I dropped you off here, remember?

CHUCKIE

Oh, right.

SKYLAR

This is your house, right?

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

CHUCKIE'S MOM (O.S.)

Get in here, Chuckie!

CHUCKIE

(calling back)

Pipe down, Ma!

SKYLAR

I guess so.

CHUCKIE

What? No. This is my mother's house. I don't live with my mother. I just stop by, help out. I'm good like that.

(CONTINUED)

73 (CONTINUED) (2)

73

SKYLAR

Is this a bad time?

CHUCKIE

She'll live.

(beat)

If she starts yellin' again I might have to run in real quick and beat her with the stick again but...

SKYLAR

Okay.

CHUCKIE

Let's take a walk.

74 EXT. CHUCKIE'S STREET -- DAY

74

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

SKYLAR

See, now this doesn't feel right.

(beat)

When I made the decision to come over here it felt right. I had all these rationalizations... I just don't understand why Will never tells me anything, he won't let me get close to him, he tells me these weird lies--

CHUCKIE

You caught that, huh?

SKYLAR

I just wanted to find out what was going on...But now that I'm here it seems strange, doesn't it?

CHUCKIE

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

She laughs. A beat.

CHUCKIE (CONT'D)

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

SKYLAR

I don't care what his family's like or if he doesn't have any brothers, but he doesn't have to lie to me.

CHUCKIE

I really don't know what to say. Look, I lie to women all the time. That's just my way.

(MORE)

(CONTINUED)

74 (CONTINUED)

74

CHUCKIE (CONT'D)

(beat)

Last week Morgan brought these girls down from Roslindale. I told them I was a cosmonaut. They believed me. But Will's not usually like that--

MAN ON PORCH

Put some clothes on, Sullivan!

CHUCKIE

Take it easy father!

She laughs.

CHUCKIE (CONT'D)

All I can say is; I known Will a long time-- And I seen him with every girl he's ever been with. But I've never seen him like this before, ever with anyone, like how he is with you.

SKYLAR

Is that true?

CHUCKIE

Yeah. It is.

CUT TO: \*

75 INT. LAMBEAU'S OFFICE -- DAY 75

Tom and Will are sitting waiting for Lambeau. \*

TOM \*

!!! ! \*

WILL \*

!!! ! \*

Lambeau enters going over a thick proof Will has completed. \*

LAMBEAU \*

This is correct. I see you used Mclullen here-- \*

WILL \*

I don't know what its called. \*

LAMBEAU \*

--This can't be right  
(examining proof) \*

This is going to be very embarrassing. \*

Have you ever considered-- \*

WILL \*

I'm pretty sure it's right. \*

(CONTINUED)

75 (CONTINUED)

75

Will gets up to leave.

\*

(CONTINUED)



75 (CONTINUED) (2)

75

WILL (CONT'D)

(turning back)

Can I ask you a favor, can we do this at Sean's from now on? 'Cause I leave work to come here and the fuckin' commute is killin' me--

LAMBEAU

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

WILL

It's right.

(a beat, heading out)

Take it home with you.

LAMBEAU

Will, what happened at the Tri-tech meeting?

WILL

I couldn't go 'cause I had a date. So I sent my chief negotiator.

LAMBEAU

Will, on your own time, you can do what you like. When I set up a meeting, with my associates, and you don't show up it reflects poorly on me.

WILL

Then don't set up any more meetings.

LAMBEAU

I'll cancel every meeting right now. I'll give you a job myself. I just wanted you to see what was out there.

(CONTINUED)

WILL

--Maybe I don't want to spend my life sittin' around and explaining shit to people.

LAMBEAU

The least you can do is show me a little appreciation.

WILL

(indicates proof)

--You know how fuckin' easy this is to me? This is a joke!

(crumples proof)

And I'm sorry you can't do this. I really am. 'Cause if you could I wouldn't be forced to watch you fumble around and fuck it up.

LAMBEAU

Sure, then you'd have more time to sit around and get drunk. Think of how many fights you could have been in by now.

Will turns around revealing that he's lit the PROOF ON FIRE. Will drops it on the floor. Lambeau drops to his knees and puts it out. He looks up at Will.

LAMBEAU (CONT'D)

You're right, Will. I can't do that proof and you can. And when it comes to this there are only twenty people in the world that can tell the difference between you and me. But I'm one of them.

WILL

Well, I'm sorry.

LAMBEAU

So am I.

(beat)

Yes. That's right, Will. Most days I wish I never met you. Because then I could sleep at night. I wouldn't have to walk around with the knowledge that someone like you was out there. And I wouldn't have to watch you throw it all away.

Lambeau gathers his composure and calmly walks over to the wrinkled proof. He picks it up, smooths it out.

CUT TO:

76 INT. SKYLAR'S ROOM -- NIGHT

76

Will and Skylar lie in bed. Skylar watches Will sleep. She gets up and goes to the fridge. Returning to the bed:

\*  
\*

SKYLAR

Will? Are you awake?

(CONTINUED)

76 (CONTINUED)

76

WILL

No.

SKYLAR

Come with me to California.

WILL

What?

SKYLAR

I want you to come with me.

WILL

How do you know that?

SKYLAR

I know. I just do.

WILL

Yeah, but how do you know?

SKYLAR

I don't know. I just feel it.

WILL

And you're sure about that?

SKYLAR

Yeah. I'm sure.

WILL

'Cause that's a serious thing you're sayin'. I mean, we might be in California next week and you could find out somethin' about me that you don't like. And you might feel like "hey this is a big mistake."

(getting upset)

But you can't take it back, 'cause you know it's real serious and you can't take somethin' like that back. Now I'm in California, 'cause you asked me to come. But you don't really want me there. And I'm stuck in California with someone who doesn't really want me there and just wishes they had a take-back.

SKYLAR

"Take-back?" What is that? I don't want a take-back. I want you to come to California with me.

WILL

I can't go out to California.

(CONTINUED)

SKYLAR

Why not?

WILL

One, because I have a job here and two because I live here--

SKYLAR

(beat)

Look, Will if you're not in love with me, you can say that.

WILL

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

SKYLAR

Then what are you afraid of?

WILL

What do you mean "what am I afraid of?"

SKYLAR

Why won't you come with me? What are you so scared of?

WILL

What am I so scared of?

SKYLAR

Well what aren't you scared of? You live in your safe little world where nobody challenges you and you're scared shitless to do anything else--

WILL

--Don't tell me about my world. You're the one that's afraid. You just want to have your little fling with the guy from the other side of town and marry--

SKYLAR

Is that what you think--

WILL

--some prick from Stanford that your parents will approve of. Then you'll sit around with the rest of the upper crust kids and talk about how you went slummin' too.

SKYLAR

I inherited that money when I was thirteen, when my father died.

(CONTINUED)

76 (CONTINUED) (3)

76

WILL

At least you have a mother.

SKYLAR

Fuck you! You think I want this?

(MORE)

(CONTINUED)

SKYLAR (CONT'D)

That money's a burden to me. Every day I wake up and I wish I could give that back. I'd give everything I have back to spend one more day with my father. But that's life. And I deal with it. So don't put that shit on me. You're the one that's afraid.

WILL

What the fuck am I afraid of?!

SKYLAR

You're afraid of me. You're afraid that I won't love you back. And guess what? I'm afraid too. But at least I have the balls to give it a shot. At least I'm honest with you.

WILL

I'm not honest?

SKYLAR

What, about your twelve brothers?

WILL

Oh, is that what this is about? You want to hear that I don't really have any brothers? That I'm a fuckin' orphan? Is that what you want to hear?

SKYLAR

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

WILL

No, you don't want to hear that.

SKYLAR

Yes, I do, Will.

WILL

You don't want to hear that I got cigarettes put out on me when I was a little kid. That this isn't surgery

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

WILL (CONT'D)

You don't want to hear that. Don't tell me you want to hear that shit!!

SKYLAR

Yes I do. Did you ever think that maybe I could help you? That maybe that's the point, that we're a team?

(CONTINUED)

76 (CONTINUED) (5)

76

WILL

What, you want to come in here and save me? Is that what you want to do? Do I have a sign that says "save me" on my back?

SKYLAR

I don't want to "save" you. I just want to be with you. I love you. I love you!

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

WILL

Don't bullshit me! Don't you fuckin' bullshit me!

SKYLAR

(standing up to him)

You know what I want to hear? I want to hear that you don't love me. If you tell me that, then I'll leave you alone. I won't ask any questions and I won't be in your life.

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

WILL

I don't love you.

He walks out.

CUT TO:

76A EXT. SKYLAR'S DORM -- NIGHT

76?

Will leaves pulling on his clothes.

CUT TO:

77 INT. NATIONAL SECURITY AGENCY, OFFICE -- DAY

77

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

WILL

So why do you think I should work for the National Security Agency?

DYTRESS

Well, you'd be working on the cutting edge. You'd be exposed to the kind of technology you couldn't see anywhere else because we've classified it. Super String theory, Chaos Math, Advanced algorithms--

(CONTINUED)



77 (CONTINUED)

77

WILL  
Codebreaking.

(CONTINUED)

77 (CONTINUED)

77

DYTRESS

That's one aspect of what we do.

WILL

Come on, that's what you do. You handle more than eighty percent of the intelligence workload. You're seven times the size of the C.I.A.

DYTRESS

That's exactly right Will. So the question as I see it, isn't "why should you work for N.S.A.", it's "why shouldn't you?"

WILL

Why shouldn't I work for the National Security Agency? That's a tough one.

Will bites his tongue, trying to make this work.

CUT TO:

\*

78 INT. CHUCKIE'S HOUSE -- DAY

78

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

CHUCKIE

Morgan, if you're watchin' pornos in my mom's room again I'm gonna give you a fuckin' beatin'!

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

MORGAN

(innocently)

What's up guys?

CHUCKIE

Why don't you beat off at your house?

MORGAN

I don't have a VCR at my house.

Will pays no attention to this exchange.

CUT TO:

\*

79 EXT. SOUTH BOSTON PAY PHONE -- DAY

79

Will is on pay phone talking to Skylar.

(CONTINUED)

79 (CONTINUED)

79

WILL

I just wanted to call before you left.

(beat)

I'm takin' all these job interviews.  
So I won't just be a construction  
worker.

79A INT. SKYLAR'S DORM -- DAY

79

SKYLAR

I never cared about that.

An awkward beat.

WILL

Yeah.

SKYLAR

I love you, Will.

(pause)

No take-backs.

Will says nothing.

SKYLAR (CONT'D)

Will?

A beat.

WILL

Take care.

SKYLAR

Goodbye.

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

CUT TO:

\*

80 INT. SEAN'S OFFICE -- DAY

80

Lambeau is scribbling away at work. Tom is taking notes.  
Will is tapping his fingers, waiting for him to finish.

\*

LAMBEAU

I can... I'm almost there.

CUT TO:

\*

81 INT. LOGAN AIRPORT TERMINAL -- SAME

81

Skylar stands at the gate, carry-ons in hand. Her flight is  
boarding. She looks for Will over the crowd.

CUT TO:

82 INT. SEAN'S OFFICE -- SAME

81

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

LAMBEAU

What are you smiling at?

WILL

It's a Carleton Fisk baseball card.

Will can see that Lambeau wants more.

WILL (CONT'D)

Pudge Fisk. You follow baseball?

LAMBEAU

No.

CUT TO: \*

83 INT. LOGAN AIRPORT TERMINAL -- SAME

83

The final boarding call is announced and the last passenger boards. After a beat, Skylar turns and gets on the plane.

CUT BACK TO:

84 INT. SEAN'S OFFICE -- SAME

84

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

WILL

Oh, well, it's just somethin' Sean told me. It's a long story.

A beat.

WILL (CONT'D)

You all set?

LAMBEAU

I've got the first part. The rest I can do at home.

Will gets up.

LAMBEAU (CONT'D)

Will, the N.S.A. has been calling me just about every hour. They're very excited about how the meeting went.

Lambeau is excited. Will clearly is not.

(CONTINUED)

84 (CONTINUED)

84

WILL

Yeah.

CUT TO: \*

85 INT. SEAN'S OFFICE -- NIGHT

85

Will sits across from Sean.

SEAN

So you might be working for Uncle Sam.

WILL

I don't know.

SEAN

Gerry says the meeting went well. \*

WILL

I guess. \*

SEAN

What did you think? \*

WILL

What did I think? \*

A beat. Will has obviously been stewing on this.

WILL (CONT'D)

Say I'm working at N.S.A. Somebody puts a code on my desk, something nobody else can break. So I take a shot at it and maybe I break it. And I'm real happy with myself, 'cause I did my job well. But maybe that code was the location of some rebel army in North Africa or the Middle East. Once they have that location, they bomb the village where the rebels were hiding and fifteen hundred people I never had a problem with get killed.

(rapid fire)

Now the politicians are sayin' "send in the Marines to secure the area" 'cause they don't give a shit. It won't be their kid over there, gettin' shot. Just like it wasn't them when their number got called, 'cause they were pullin' a tour in the National Guard. It'll be some guy from Southie takin' shrapnel in the ass. And he comes home to find that the plant he used to work at got exported to the country he just got back from.

(MORE)

(CONTINUED)

85 (CONTINUED)

85

WILL (CONT'D)

And the guy who put the shrapnel in his ass got his old job, 'cause he'll work for fifteen cents a day and no bathroom breaks.

(MORE)

(CONTINUED)

85 (CONTINUED)

8

WILL (CONT'D)

Meanwhile my buddy from Southie realizes the only reason he was over there was so we could install a government that would sell us oil at a good price. And of course the oil companies used the skirmish to scare up oil prices so they could turn a quick buck. A cute, little ancillary benefit for them but it ain't helping my buddy at two-fifty a gallon. And naturally they're takin' their sweet time bringin' the oil back and maybe even took the liberty of hiring an alcoholic skipper who likes to drink seven and sevens and play slalom with the icebergs and it ain't too long 'til he hits one, spills the oil, and kills all the sea-life in the North Atlantic. So my buddy's out of work and he can't afford to drive so he's got to walk to the job interviews which sucks 'cause the shrapnel in his ass is givin' him chronic hemorrhoids. And meanwhile he's starvin' cause every time he tries to get a bite to eat the only blue plate special they're servin' is North Atlantic scrod with Quaker State.

A beat.

WILL (CONT'D)

So what'd I think? I'm holdin' out for somethin' better. I figure I'll eliminate the middle man. Why not just shoot my buddy, take his job and give it to his sworn enemy, hike up gas prices, bomb a village, club a baby seal, hit the hash pipe and join the National Guard? Christ, I could be elected President.

SEAN

Do you think you're alone?

WILL

What?

SEAN

Do you have a soul-mate?

WILL

Define that.

(CONTINUED)

85 (CONTINUED) (2)

85

SEAN

Someone who challenges you in every way. Who takes you places, opens things up for you. A soul-mate.

WILL

Yeah.

Sean waits.

WILL (CONT'D)

Shakespeare, Nietzsche, Frost, O'Connor, Chaucer, Pope, Kant--

SEAN

They're all dead.

WILL

Not to me, they're not.

SEAN

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

WILL

Not without a heater and some serious smelling salts, no...

SEAN

That's what I'm saying, Will. You'll never have that kind of relationship in a world where you're afraid to take the first step because all you're seeing are the negative things that might happen ten miles down the road.

WILL

Oh, what? You're goin' to take the professors side on this?

SEAN

Don't give me your line of shit.

WILL

I didn't want the job.

SEAN

It's not about that job. I'm not saying you should work for the government. But, you could do anything you want. And there are people who work their whole lives layin' brick so their kids have a chance at the kind of opportunity you have. What do you want to do?

WILL

I didn't ask for this.

(CONTINUED)



85 (CONTINUED) (3)

8

SEAN

Nobody gets what they ask for, Will.  
That's a cop-out.

WILL

Why is it a cop-out? I don't see  
anythin' wrong with layin' b. ick, that's  
somebody's home I'm buildin'. Or fixin'  
somebody's car, somebody's gonna get  
to work the next day 'cause of me.  
There's honor in that.

SEAN

You're right, Will. Any man who takes  
a forty minute train ride so those  
college kids can come in in the morning  
and their floors will be clean and  
their trash cans will be empty is an  
honorable man.

A beat. Will says nothing.

SEAN (CONT'D)

And when they get drunk and puke in  
the sink, they don't have to see it  
the next morning because of you. That's  
real work, Will. And there is honor  
in that. Which I'm sure is why you  
took the job.

A beat.

SEAN (CONT'D)

I just want to know why you decided to  
sneak around at night, writing on  
chalkboards and lying about it.

(beat)

'Cause there's no honor in that.

Will is silent.

SEAN (CONT'D)

Something you want to say?

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

SEAN (CONT'D)

Why don't you come back when you have  
an answer for me.

WILL

What?

SEAN

If you won't answer my questions, you're  
wasting my time.

(CONTINUED)

85 (CONTINUED) (5)

85

WILL

What?

Will loses it, slams the door shut.

WILL (CONT'D)

Fuck you!

Sean has finally gotten to Will.

WILL (CONT'D)

Who the fuck are you to lecture me  
about life? You fuckin' burnout!  
Where's your 'soul-mate'?!

Sean lets this play out. Possible 'shepard' change. \*

WILL (CONT'D)

Dead! She dies and you just cash in  
your chips. That's a fuckin' cop-out!

SEAN

I been there. I played my hand.

WILL

That's right. And you fuckin' lost!  
And some people would have the sack to  
lose a big hand like that and still  
come back and ante up again!

SEAN

Look at me. What do you want to do?

A beat. Will looks up.

SEAN (CONT'D)

You and your bullshit. You got an  
answer for everybody. But I asked you  
a straight question and you can't give  
me a straight answer. Because you  
don't know.

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

CUT TO: \*

86 INT. MAGGIORE BUILDER'S CONSTRUCTION SITE-- DAY

86

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

CUT TO: \*

87 INT. SEAN'S OFFICE -- DAY

87

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

LAMBEAU

What I mean, Sean, is that I'm sitting  
in your office and the boy isn't here.

(beat)

Well, it's ten past three.

(beat)

An hour and ten minutes late.

(beat)

Well, if he doesn't show up and I have  
to file a report saying he wasn't here  
and he goes back to jail, it won't be  
on my conscience, Sean.

(beat)

Fine.

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

TOM

What should I do?

LAMBEAU

The boy was here. He came in, sat  
down and we worked together.

\*  
\*

A blank look.

LAMBEAU (CONT'D)

He came in, sat down and we worked  
together.

TOM

Okay.

Tom understands, begins filling out the form.

CUT TO:

88 EXT. HANRAHAN'S PACKAGE STORE -- LATER

88

Will walks out carrying a brown bag. He is filthy, having  
just knocked off work.

CUT TO:

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

89

Chuckie is sitting on the hood of his Cadillac, watching Will  
across the street. Chuckie is covered in grime as well. Will  
starts walking towards Chuckie. As he draws closer, he heaves  
a can of Budweiser a good thirty yards, to Chuckie who handles  
it routinely.

(CONTINUED)

89 (CONTINUED)

89

Will takes a seat next to Chuckie and they crack open their beers. Other workers file out of the site. They drink.

CHUCKIE

How's the woman?

WILL

Gone.

CHUCKIE

What?

WILL

She went to medical school in California.

CHUCKIE

Sorry, brother.

(beat)

I don't know what to tell ya. You know all the girls I been with. You been with 'em too, except for Cheryl McGovern which was a big mistake on your part brother...

WILL

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

CHUCKIE

Some shows are worth the price of admission, partner.

This gets a small laugh from Will.

CHUCKIE (CONT'D)

My fuckin' back is killin' me.

A passing SHEET METAL WORKER overhears this.

SHEET METAL WORKER

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

WILL

Fuck you.

CHUCKIE

Suck my crank. Fuckin' sheet metal pussy.

(beat)

So, when are you done with those meetin's?

(CONTINUED)

89 (CONTINUED) (2)

89

WILL

Week after I'm twenty-one.

CHUCKIE

Are they hookin' you up with a job?

WILL

Yeah, sit in a room and do long division for the next fifty years.

CHUCKIE

Yah, but it's better than this shit. At least you'd make some nice bank.:

WILL

Yeah, be a fuckin' lab rat.

CHUCKIE

It's a way outta here.

WILL

What do I want a way outta here for? I want to live here for the rest of my life. I want to be your next door neighbor. I want to take our kids to little league together up Foley Field.

CHUCKIE

Look, you're my best friend, so don't take this the wrong way, but in 20 years, if you're livin' next door to me, comin' over, watching the fuckin' Patriots' game and still workin' construction, I'll fuckin' kill you. And that's not a threat, that's a fact. I'll fuckin' kill you.

WILL

Chuckie, what are you talkin'...

CHUCKIE

Listen, you got somethin' that none of us have.

WILL

Why is it always this? I owe it to myself? What if I don't want to?

CHUCKIE

Fuck you. You owe it to me. Tomorrow I'm gonna wake up and I'll be fifty and I'll still be doin' this. And that's all right 'cause I'm gonna make a run at it.

(MORE)

(CONTINUED)

89 (CONTINUED) (3)

89

CHUCKIE (CONT'D)

But you, you're sittin' on a winning lottery ticket and you're too much of a pussy to cash it in. And that's bullshit 'cause I'd do anything to have what you got! And so would any of these guys. It'd be a fuckin' insult to us if you're still here in twenty years.

WILL

You don't know that.

CHUCKIE

Let me tell you what I do know. Every day I come by to pick you up, and we go out drinkin' or whatever and we have a few laughs. But you know what the best part of my day is? The ten seconds before I knock on the door 'cause I let myself think I might get there, and you'd be gone. I'd knock on the door and you wouldn't be there. You just left.

A beat.

CHUCKIE (CONT'D)

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

CUT TO:

90 INT. SEAN'S OFFICE -- DAY

90

Lambeau stands across from Sean, seething.

LAMBEAU

This is a disaster! I brought you in here to help me with this boy, not to run him out--

SEAN

Now, wait a minute--

LAMBEAU

--And confuse him--

SEAN

--Gerry--

LAMBEAU

--And here I am, for the second week in a row, with my professional reputation at stake--

(CONTINUED)

SEAN

Hold on!

LAMBEAU

--Ready to falsify documents because you've given him license to walk away from this.

SEAN

I know what I'm doing and I know why I'm here!

LAMBEAU

Look Sean, I don't care if you have a rapport with the boy-- I don't care if you have a few laughs-- even at my expense! But don't you dare undermine what I'm trying to do here.

SEAN

'Undermine?'

LAMBEAU

He has a gift and with that gift comes responsibility. And you don't understand that he's at a fragile point--

SEAN

He is at a fragile point. He's got problems--

LAMBEAU

What problems does he have, Sean, that he is better off as a janitor or in jail or hanging around with--

SEAN

Why do you think he does that, Gerry?

LAMBEAU

He can handle the work, he can handle the pressure and he's obviously handled you.

SEAN

Why is he hiding? Why is he a janitor? Why doesn't he trust anybody? Because the first thing that happened to him was that he was abandoned by the people who were supposed to love him the most!

LAMBEAU

Oh, come on, Sean--

(CONTINUED)

90 (CONTINUED) (2)

90

SEAN

--And why does he hang out with his friends? Because any one of those kids would come in here and take a bat to your head if he asked them to. It's called loyalty!

LAMBEAU

Oh, that's nice--

SEAN

--And who do you think he's handling? He pushes people away before they have a chance to leave him. And for 20 years he's been alone because of that. And if you try to push him into this, it's going to be the same thing all over again. And I'm not going to let that happen to him!

LAMBEAU

Now don't do that. Don't you do that! Don't infect him with the idea that it's okay to quit. That's it okay to be a failure, because it's not okay! If you're angry at me for being successful, for being what you could have been--

SEAN

--I'm not angry at you--

LAMBEAU

--Yes you are, Sean. You resent me. And I'm not going to apologize for any success that I've had.

SEAN

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

LAMBEAU

Yes you do. You're angry at me for doing what you could have done. Ask yourself if you want Will to feel that way for the rest of his life, to feel like a failure.

SEAN

That's it. That's why I don't come to the goddamn reunions! Because I can't stand the look in your eye when you see me! You think I'm a failure! I know who I am. I'm proud of who I am. And all of you, you think I'm some kind of pity case!

(MORE)

(CONTINUED)



90 (CONTINUED) (3)

90

SEAN (CONT'D)

You with your sycophant students following you around. And your Goddamn Medal!

LAMBEAU

--Is that what this is about, Sean? The Field's medal? Do you want me to go home and get it for you? Then will you let the boy--

SEAN

--I don't want your trophy and I don't give a shit about it! 'Cause I knew you when!! You and Jack and Tom Sanders. I knew you when you were homesick and pimply-faced and didn't know what side of the bed to piss on!

LAMBEAU

That's right! You were smarter than us then and you're smarter than us now! So don't blame me for how your life turned out. It's not my fault.

SEAN

I don't blame you! It's not about that! It's about the boy! 'Cause he's a good kid! And I won't see this happen to him-- I won't see you make him feel like a failure too!

LAMBEAU

He won't be a failure!

SEAN

If you push him into something, if you ride him--

LAMBEAU

You're wrong, Sean. I'm where I am today because I was pushed. And because I learned to push myself!

SEAN

He's not you!

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

WILL

I can come back.

LAMBEAU

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

(CONTINUED)

90 (CONTINUED) (4)

90

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

WILL

Well, I'm here.

(beat)

So, is that my problem? I'm afraid of being abandoned? That was easy.

SEAN

Look, a lot of that stuff goes back a long way. And it's between me and him and it has nothing to do with you.

WILL

Do you want to talk about it?

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

WILL (CONT'D)

What's that?

SEAN

Oh, this is your file. I have to send it back to the Judge with my evaluation.

WILL

You're not gonna fail me are you?

Sean smiles.

WILL (CONT'D)

So what's it say?

SEAN

You want to read it?

WILL

No.

(beat)

Have you had any experience with that?

SEAN

Twenty years of counselling you see a lot of--

WILL

--No, have you had any experience with that?

SEAN

Yes.

WILL

(smiles)

It sure ain't good.

CUT TO: \*

91 INT. WILL'S CHILDHOOD APARTMENT -- FLASHBACK

91

From a child's P.O.V. we see a man, partially obscured by a doorframe. The man turns toward the P.O.V.

\*  
\*

CUT BACK TO:

\*

92 INT. SEAN'S OFFICE--DAY

92

SEAN

(after a pause)

My dad used to make us walk down to the park and collect the sticks he was going to beat us with. Actually the worst of the beatings were between me and my brother. We would practice on each other trying to find sticks that would break.

WILL

He used to just put a belt, a stick and a wrench on the kitchen table and say "choose."

CUT TO: \*

93 INT. WILL'S CHILDHOOD APARTMENT -- FLASHBACK

93

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

CUT BACK TO: \*

94 INT. SEAN'S OFFICE -- DAY

94

SEAN

Gotta go with the belt there...

WILL

I used to go with the wrench.

SEAN

The wrench, why?

WILL

Cause fuck him, that's why.

A long, quiet moment.

WILL (CONT'D)

Is that why me and Skylar broke up?

SEAN

I didn't know you had. Do you want to talk about that?

(beat)

I don't know a lot, Will. But let me tell you one thing. All this history, this shit...

(indicates file)

Look here, son.

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

(CONTINUED)

94 (CONTINUED)

94

SEAN (CONT'D)  
This is not your fault.

(CONTINUED)

94 (CONTINUED) (2)

94

WILL  
(nonchalant)  
Oh, I know.

SEAN  
It's not your fault.

WILL  
(smiles)  
I know.

SEAN  
It's not your fault.

WILL  
I know.

SEAN  
It's not your fault.

WILL  
(dead serious)  
I know.

SEAN  
It's not your fault.

WILL  
Don't fuck with me.

SEAN  
(comes around desk,  
sits in front of Will)  
It's not your fault.

WILL  
(tears start)  
I know.

SEAN  
It's not...

WILL  
(crying hard)  
I know, I know...

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

95 INT. RED LINE CAR -- DUSK

95

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

95A EXT. SOUTH BOSTON PARK -- DAY

957

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

\*  
\*  
\*

95B INT. WILL'S APARTMENT -- NIGHT 951  
Will at home. Not reading. Looks up at the ceiling. \*

95C EXT. TRI-TECH LABORATORIES -- DAY 950  
Will walks up to a nondescript building, he walks through the  
glass doors, into the lobby. \*

CUT TO: \*

96 INT. TRI-TECH LABORATORIES, RECEPTION -- CONTINUOUS 96  
Will walks into the lobby. A SECURITY GUARD looks up.

SECURITY GUARD  
Can I help you?

WILL  
Yeah, my name is Will Hunting. I'm  
here about a position.

SECURITY GUARD  
One moment.

The Guard reaches for the phone.

DISSOLVE TO BLACK.

FADL UP to the sound of laughter.

97 INT. "L STREET BAR & GRILLE" -- DAY 97  
Chuckie is again regaling Will and the guys at their table.

CHUCKIE  
Oh my God, I got the most fucked up  
thing I been meanin' to tell you.

MORGAN  
Save it for your mother, funny guy.  
We heard it before.

CHUCKIE  
Oh, Morgan.

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

WILL  
Sorry to miss this.

98 INT. L STREET -- SAME 98  
Will comes back from the bathroom.

(CONTINUED)



98 (CONTINUED)

98

WILL  
(to Chuckie)  
You and Morgan throw?

CHUCKIE  
No, I had to talk him down.

WILL  
Why didn't you yoke him?

CHUCKIE  
Little Morgan's got a lot a scrap,  
dude. I'd rather fight a big kid,  
they never fight, everyone's scared of  
'em. You know how many people try to  
whip Morgan's ass every week? Fuckin'  
kid won't back down.

MORGAN  
(from across the table)  
What'd you say about me?

CHUCKIE  
Shut the fuck up.

Billy walks in the door and gives Chuckie a look. Chuckie  
turns to Will.

CHUCKIE (CONT'D)  
(To Will)  
Hey, asshole. Happy birthday.

MORGAN  
You thought we forgot, didn't you? I  
know I'm gettin' my licks in.

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

99 EXT. L STREET -- CONTINUOUS

99

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

CHUCKIE  
Shut up, Morgan.  
(to Will)  
Here's your present.

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

WILL  
You're kiddin' me.

(CONTINUED)

99 (CONTINUED)

CHUCKIE

Yeah, I figured now that you got your big job over in Cambridge, you needed some way to get over there and I knew I wasn't gonna drive you every day...

Laughter.

CHUCKIE (CONT'D)

Morgan wanted to get you a "T" pass.

MORGAN

No I didn't...

Will approaches the car to take a closer look.

CHUCKIE

But, you're 21 now, so--

BILLY

--Yeah, now that you can drink legally, we thought the best thing to get you was a car.

More laughter. Will inspects the Nova.

WILL

You're kidlin' me.

(a beat)

This is the ugliest fuckin' car I ever seen in my life.

Laughter, a beat.

WILL (CONT'D)

(serious)

How the fuck did you guys do this?

CHUCKIE

Me and Bill scraped together the parts, worked on it. Morgan was out panhandlin' every day.

MORGAN

Fuck you, I did body work. Whose fuckin' router you think sanded out all that bondo?

CHUCKIE

Guy's been up my ass for two years about a fuckin' job. I had to let him help with the car.

WILL

So, you finally got a job Morgan?

(CONTINUED)

99 (CONTINUED) (2)

99

MORGAN

Had one, now I'm fucked again.

WILL

(to Chuckie)

So what do you got, a fuckin' Hyundai engine under there? Can I make it back to my house?

CHUCKIE

Fuck you. I re-built the engine myself. That thing could make it to Hawaii if you wanted it to.

Chuckie gives Will a look.

CHUCKIE (CONT'D)

Happy 21, Will.

CUT TO:

100 INT. SEAN'S OFFICE -- DAY

100

Will sits across from Sean.

SEAN

Which one did you take, Will?

WILL

Over at Tri-tech. One of the jobs Professor Lambeau set me up with. I haven't told him yet, 'but I talked to my new boss over there and he seemed like a nice guy.

SEAN

That's what you want?

WILL

Yeah, I think so.

SEAN

Good for you. Congratulations.

WILL

Thank you.

(a beat)

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

SEAN

We're done. You did your time. You're a free man.

A beat.

WILL

I just want you to know, Sean...

(CONTINUED)

100 (CONTINUED)

10

SEAN  
You're welcome, Will.

WILL  
I'll keep in touch.

SEAN  
I'm gonna travel a little bit, so I  
don't know where I'll be.

Will smiles.

SEAN (CONT'D)  
I just... figured it's time I put my  
money back on the table, see what kind  
of cards I get.

Will smiles. Sean hands him a piece of paper.

SEAN (CONT'D)  
I'll be checking in with my machine at  
the college. If you ever need anything,  
just call.

Sean smiles.

SEAN (CONT'D)  
Do what's in your heart, son. You'll  
be fine.

WILL  
Thank you, Sean.

They embrace.

SEAN  
No. Thank you.

WILL  
(re:embrace)  
Does this violate the patient/doctor  
relationship?

SEAN  
Only if you grab my ass.

They laugh.

WILL  
See ya.

SEAN  
Good luck.

Both men smile.

CUT TO: \*

101 INT. HALLWAY OUTSIDE SEAN'S OFFICE -- MOMENTS LATER

101

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

LAMBEAU  
(surprised)  
Will.

WILL  
Hey, how you doin'?

LAMBEAU  
You know, you're no longer required to  
come here.

WILL  
I was just sayin' goodbye to Sean

LAMBEAU  
(a beat)  
Sam called me. From Tri-tech. He  
says you start working for them next  
week.

Will nods.

LAMBEAU (CONT'D)  
Well, that's, I think that's terrific.  
Congratulations.

WILL  
Thank you.

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

WILL  
Bullshit.

They laugh.

LAMBEAU  
This job... Do it if it's what you  
really want.

WILL  
I appreciate that.

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

WILL (CONT'D)  
Hey, Gerry.

LAMBEAU  
Yes.

(CONTINUED)

101 (CONTINUED)

10:

WILL

Listen, I'll be nearby so, if you need some help, or you get stuck again, don't be afraid to give me a call.

LAMBEAU

(has to smile)

Thank you, Will. I'll do that.

Will smiles, turns and walks away.

102 INT. SEAN'S OFFICE -- DAY

10:

Sean is packing his office. Lambeau opens the door.

LAMBEAU

Hello, Sean.

SEAN

Come in.

LAMBEAU

Sean...

SEAN

(a beat)

Me too.

A moment.

LAMBEAU

So I hear you're taking some time.

SEAN

Yeah. Summer vacation. Thought I'd travel some. Maybe write a little bit.

LAMBEAU

Where're you going?

SEAN

I don't know. India maybe.

LAMBEAU

Why there?

SEAN

Never been.

Lambeau nods.

LAMBEAU

Do you know when you'll be back?

(CONTINUED)

102 (CONTINUED)

102

SEAN

Well,

(picks up a flyer from  
his desk)I got this mailer the other day. Class  
of Sixty five is having this event in  
six months.

LAMBEAU

I got one of those too.

SEAN

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

Lambeau smiles.

LAMBEAU

Sean...

A beat.

LAMBEAU (CONT'D)

The drinks at those things are free.

Sean smiles.

SEAN

Hell, I know that.

Both men laugh.

LAMBEAU

How about one now? \*

SEAN \*

Sounds good. \*

They start to walk out. \*

SEAN (CONT'D) \*

It's on you though, until eight o'clock  
tonight when I win my money. \*Sean pulls out his lottery ticket. They start out down the  
hall. \*

CUT TO: \*

102A INT. HALLWAY -- CONTINUOUS

102

On their backs as they walk down the hall. \*

LAMBEAU \*

Sean, do you have any idea what the  
odds are against winning the lottery? \*

(CONTINUED)

102A (CONTINUED)

102

SEAN

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

LAMBEAU

About thirty million to one.

SEAN

You're pretty quick with those numbers.  
How about the odds of me buying the  
first round?

LAMBEAU

About thirty million to one.

CUT TO:

103

103 EXT. BANK OF THE CHARLES RIVER -- AFTERNOON

Will sits alone, thinking. We hold on him for an extended  
beat until he gets up and walks away.

104

104 OMITTED

105

105 EXT. SEAN'S APARTMENT -- EARLY EVENING

Begin final sequence.

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

106

106 EXT. SEAN'S APARTMENT, STREET -- SAME

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



107 EXT. SOUTH BOSTON STREET -- SAME

Chuckie and the boys drive down the street in the Cadillac. Morgan and Billy ride in the back, leaving the shotgun seat open for Will.

108 EXT. SEAN'S APARTMENT -- SAME

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

109 EXT. WILL'S APARTMENT -- SAME

Chuckie pulls up in front of Will's house. He honks the horn, waits a beat, then gets out and heads toward the house.

110 EXT. SEAN'S APARTMENT -- SAME

Will drives away from Sean's house. Sean hears the car pull out and looks out the window. Sean sees Will's car pulling away. Curious, he investigates.

111 EXT. WILL'S APARTMENT -- SAME

Chuckie walks up Will's front steps.

112 EXT. SEAN'S APARTMENT -- SAME

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

113 EXT. WILL'S APARTMENT -- SAME

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

114 EXT. SEAN'S APARTMENT -- SAME

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

WILL

(in writing)

Sean-- If the Professor calls about that job, just tell him, "Sorry, I had to go see about a girl."

115 EXT. WILL'S APARTMENT -- SAME

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

116 EXT. SEAN'S APARTMENT -- SAME 1

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

117 EXT. MASSACHUSETTS TURNPIKE -- SUNSET 1

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

THE END