

The Boy Next Door
by
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EXT. EVANSTON, ILLINOIS - DAWN - AERIAL VIEW

A DEEP RAVINE slashes through a wooded area that stretches for miles behind picturesque homes.

Through the treetops, we glimpse a FEMALE RUNNER on a trail.

EXT. WOODS - TRAIL - DAWN

MUDDY RUNNING SHOES pound a dirt path. We travel up toned legs and a trim frame to A FACE -- classically beautiful but set hard with determination.

This is CLAIRE PETERSON, 39, though she could pass for years younger if she'd only lighten up a bit.

She speeds up as she approaches a FALLEN SYCAMORE that blocks her path. With the grace of a gazelle she leaps over the downed tree and lands in ...

A CLEARING

poised on the brink of the ravine. Quiet. Mossy. A sylvan paradise, complete with a TIRE SWING hanging from a tree.

Claire breathes heavily as she stretches against the fallen sycamore. Eventually, her gaze wanders to a WEATHERED CARVING on its trunk: "C.P. + G.P" encircled in a heart.

Her eyes darken.

Her watch BEEPS, pulling her back to the present. She hurries off toward a COLONIAL-STYLE HOME in the distance.

INT. PETERSON HOUSE - KITCHEN - MORNING

Claire, dressed in a prim skirt and blouse, bustles about clearing the breakfast table.

A NEWSCAST plays on a small TV, but Claire doesn't pay much attention to it.

NEWSCASTER (O.S.)
In Milwaukee, a jury has convicted a local plumber for the murder of his live-in girlfriend, Marissa Sheldon.

CLAIRE
(calling)
Kevin! Time to go!

A photo of a PRETTY BLONDE WOMAN fills the TV screen. Claire gives it a fleeting glance while filling her commuter mug.

NEWSCASTER
A beloved teacher at Bay View High, thirty-one year-old Sheldon was found bludgeoned to death in her apartment last spring --

Claire flicks off the TV.

CLAIRE
(calling)
Train's leaving, Kev!

Claire shoves a slice of burnt toast between her teeth, grabs her belongings, and goes out the door.

INT. PETERSON HOUSE - ADJOINING GARAGE - MORNING

Claire enters from the house, juggling her things. She pushes the GARAGE DOOR OPENER on the wall, but the massive wooden door doesn't budge. She pushes it again. Nothing.

CLAIRE
Oh, not today.

She sets her things down and lifts the door manually, struggling under its weight. But it immediately rolls back down, accompanied by a sprinkling of drywall.

CLAIRE
Damn it.

KEVIN PETERSON, 13, gangly, Elmer's glue complexion, emerges from the house lugging a backpack and a CELLO CASE. He surveys the scene and reaches for his cell phone.

KEVIN
We better call Dad.

CLAIRE
No! I've got it.

Claire wedges a ladder under the door.

INT. CLAIRE'S SUV - MORNING

With Kevin at her side, Claire checks her mirror and backs out. Instantly, they hear the sickening CRUNCH OF METAL.

INT. PETERSON HOUSE - GARAGE - DAY

Claire gets out of the SUV and grimaces at the MANGLED LUGGAGE RACK on top, the garage door too low by a matter of millimeters. Kevin gets out, his eyes wide.

KEVIN
Oh, man.

CLAIRE
Just get in the car.

EXT. WILKERSON PREPARATORY SCHOOL - MORNING

A majestic brick building atop a sprawling lawn. SUVs stream through the gated entry decorated with a "Welcome Back!" banner.

Claire's SUV pulls in, the luggage rack secured by a bungee cord and duct tape.

INT. CLAIRE'S SUV (MOVING) - DAY

Claire maneuvers through the parking lot where EXCITED TEENS greet each other after a long summer apart.

Kevin spots ALLIE CAMBRIDGE, 17, beauty pageant material, laughing with girlfriends. Claire notices his eyes following her as they drive past.

Claire starts to turn into a parking space when an acne-scarred tough-guy, JASON ZIMMER, 18, steps into her path, rough-housing with some boys.

Kevin shrinks at the sight of Jason. Claire waits for him to pass, then parks.

CLAIRE
You have any problem with him --

KEVIN
Mom. I can handle it.

Kevin gets out and trudges toward the building. Claire watches him disappear in her mirror, then gets out.

INT. WILKERSON PREP - HALLWAY - DAY

Claire walks among throngs of STUDENTS, greeting them with genuine affection.

VICKY LANSING, 35, shapely and wearing tight clothes to prove it, comes up alongside her.

VICKY
Ready for the little bastards?

CLAIRE
A bit hostile for the first day.

VICKY
Why wait? It's going to come to that soon enough.

Vicky pulls a chunk of drywall from Claire's hair.

VICKY
Prowling construction sites in your spare time?

CLAIRE
That garage door is acting up again.

VICKY
Ethan's got a hot buddy who's incredibly handy with "domestic repairs."

CLAIRE
No thanks.

VICKY
If you change your mind, I'm sure this guy could get it up for you.

Claire laughs and heads off.

VICKY
I'll take that as a solid maybe.

INT. WILKERSON PREP - CLASSROOM - DAY

Claire enters as the bell rings. BOISTEROUS STUDENTS reluctantly take their seats.

CLAIRE
For those of you who don't know me,
I'm Mrs. Peterson. Welcome to
Ancient Greek Literature.

Moans from some of the kids.

CLAIRE
I know. Torture, right? Trust me,
you ain't seen nothin' yet.

On a large screen she projects a DRAWING of ancient Greeks forcing a man into a large HOLLOW BRASS BULL.

CLAIRE
This, my friends, is the brazen bull.
A little torture device conjured up by
the ancient Greeks to roast criminals
alive. And just to amp up the creepy
factor, they put a network of pipes
inside so the victim's screams would
sound like the bellowing of an
infuriated bull.

VARIOUS STUDENTS
Eewww... Disgusting ... Awesome.

CLAIRE
They were pretty sick and twisted
back then. Lucky for us, they
wrote about it.

She sits on her desk and makes eye contact with each of them.

CLAIRE
Jealousy. Ambition. Greed. Lust.
Thousands of years ago, the Greeks were
intimately familiar with the dark side
of human nature. I'm betting that by
the end of this class, you will be too.

She scans their riveted faces and knows she's got them.

EXT. PETERSON HOUSE - DAY

Next door, BURLY MEN unload furniture from a moving truck.

Claire's SUV pulls in. Claire and Kevin get out and crane to see the activity.

KEVIN
I wonder who's moving in.

CLAIRE
Maybe a cute girl your age.

Kevin rolls his eyes and goes inside. Claire follows with a chuckle.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Claire loads the dishwasher: two plates, two glasses, two forks.

She sorts through the mail, tossing aside envelopes addressed to GARY PETERSON. She comes to one addressed to her from "The Law Offices of Sharon Atkinson."

She opens it and finds a PETITION FOR DIVORCE with a note attached: "Sign ASAP so I can file on your behalf."

INT. PETERSON HOUSE - MASTER BATHROOM - NIGHT

Claire, in a nightgown, brushes her teeth. She glimpses herself in a full length mirror.

She pulls up her nightgown and stares with clinical detachment at her buttocks, turning to catch every angle.

She drops her nightgown and spits into the sink.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire peers out at the newly occupied house next door. A light shines through the SEMI-SHEER CURTAINS in the window directly across from hers.

Suddenly, behind the curtains a MALE SILHOUETTE appears, removing his shirt over his head. Claire draws her curtains.

She gets into bed, careful not to disturb the other side, and turns out the light. She buries her face in the pillow next to hers and smells it. She closes her eyes.

INT. UPSCALE DEPARTMENT STORE - DAY

Claire and Vicky browse in the shoe department.

VICKY
So file the damn thing already.

CLAIRE
I will. I'm just not there yet.

VICKY
What you need is somebody to get you there. A hot stud who's gonna barge in and shake you up and make you feel ... you know ...

CLAIRE
Desirable.

VICKY
I was thinking more like horny.

It's meant as a joke but Claire remains gloomy.

VICKY
You are desirable. He just had his
head too far up his ass to
appreciate it.

Vicky stops at a the sale rack, while Claire wanders over to a display of SEXY STILETTOS.

Claire picks up one of the stilettos and stares at it, captivated by its raw sex appeal.

A SALESMAN approaches.

SALESMAN
Can I bring you your size?

CLAIRE
Oh no. These aren't really my --

VICKY
(to the Salesman)
She takes a seven.

INT. CLAIRE'S SUV (MOVING) - DAY

Claire drives as Vicky touches up her makeup in the mirror.

CLAIRE
I'll never wear them.

VICKY
We'll see ...

Claire pulls into her driveway and sees a TEENAGE BOY playing basketball with Kevin. He's tall and well-developed -- more a man in appearance than a boy.

This is NOAH SANDBORN, 17.

VICKY
Who the hell is that?

CLAIRE
I have no idea.

They watch as he dribbles circles around Kevin, his every muscle flexing. Vicky scrambles out of the car.

EXT. PETERSON HOUSE - DRIVEWAY - DAY

Vicky approaches as Noah shoots a perfect layup.

VICKY
Bravo!

Both boys turn to her, and for the first time we clearly see:

NOAH'S FACE

Magnetic eyes. Confident smile. Boyish, yet possessing a solemn quality that suggests an old soul living deep inside.

KEVIN
Hey Vicky.

Vicky ignores Kevin and zeroes in on Noah.

VICKY
Hi there. Vicky Lansing.

NOAH
Noah Sandborn. Nice to meet you.

VICKY
The pleasure is all mine.

Claire walks up.

KEVIN
Noah, this is my mom.
(to Claire)
Noah just moved in next door. From Milwaukee.

CLAIRE
Welcome to the neighborhood, Noah.

Noah's eyes come alive as they take Claire in.

NOAH
Thanks a lot, Mrs. Peterson.

CLAIRE
Oh please, call me Claire.

KEVIN
Noah's gonna be a senior at Wilkerson.

VICKY
No kidding. So you must be what? Eighteen already?

NOAH
Not until June.

CLAIRE
Okay, Vicky. Why don't we let the boys play?

Claire Vicky into the house. Noah watches them go with more than mild interest. Kevin notices.

KEVIN
Yeah, Vicky's something, isn't she? All the guys call her "The Second Coming." Get it?

NOAH
That's pretty rude, man.

KEVIN
Oh no, I didn't mean it like --

NOAH
Chill, bro. Just messin' with you.

Noah steals the ball from Kevin and slam dunks it.

INT. PETERSON HOUSE - LAUNDRY ROOM - DAY

Claire sorts laundry when she hears the sound of a car pull in. She looks out to the driveway. Her face darkens.

GARY PETERSON, 45, gets out of a BLACK MERCEDES. Athletic and slightly graying, he's the picture of success in his Armani suit -- until you glimpse the melancholy look in his eyes.

EXT. PETERSON HOUSE - BACK DOOR - DAY

Claire swings the door open just before Gary knocks.

GARY
Kevin called. Said the garage door was broken.

CLAIRE
I've already scheduled someone to come out.

GARY
I'm here. Let me take a look.

INT. PETERSON HOUSE - GARAGE - DAY

Gary stands on ladder and pokes around inside the motor of the garage door opener. Claire watches from below, arms folded.

GARY
Motor's not burned out. Hand me a Phillips head, would you?

She does, her eyes travelling the lines of his buttocks.

CLAIRE
I thought you were out of town.

GARY
Just a quick trip to meet with a new client. Let's see if that did it.

He climbs down and pushes the button. The door rises.

GARY
There we go ...

CLAIRE
Where?

GARY
What?

CLAIRE
Your meeting. Where was it?

GARY
New York.

Claire lets out a disgusted laugh.

GARY
I didn't see her.

CLAIRE
We're separated, Gary. You're free
to see whomever you want.

GARY
We're still married as far as I'm
concerned. And I don't have any
interest in seeing her or anybody
else. I haven't been with anyone
this whole time. I swear.

CLAIRE
Wow, what a feat. Congratulations.

GARY
Don't be like that.

CLAIRE
Like what, Gary? You want me to
believe every word that comes out
of your mouth? I tried that.
Didn't exactly work out.

GARY
Claire ...

CLAIRE
Thanks for your help with the door.

GARY
Tell Kevin I'll call him about the
camping trip.

Gary trudges out the garage door. Claire pushes the remote
button and the door descends between them.

EXT. PETERSON HOUSE - DAY

Claire cuts ROSES from a hedge in her driveway when Noah
comes out of his house with a MAN, 55, in a suit and tie.

Claire watches from behind the hedge as they walk to an AUDI
parked in Noah's driveway.

MAN
Promise you'll call me if there's
any problem?

NOAH
Don't worry.

MAN
You're going to love Wilkerson.
Just wait. You'll have a slew of
friends before you know it.

Their conversation becomes inaudible as the man gives Noah an affectionate slap on the back and gets into his car.

Noah waves as the man drives off. He heads back to the house and spots Claire, who pretends to be minding her own business.

NOAH
Hey, Claire. Those are some roses.
Floribundas, right?

CLAIRE
I'm impressed.

NOAH
My mom studied horticulture in
college. Rubbed off, I guess.

CLAIRE
Maybe she can tell me how to get
rid of these brown edges.

NOAH
She died a few years ago in a car
accident.

CLAIRE
Oh ... I'm sorry. It's just you
and your dad, then?

She nods to where the car had been parked.

NOAH
Oh. Yeah. But he travels a lot for
work, so I'm pretty much on my own.

CLAIRE
You must get lonely.

NOAH
I'm used to it. You get used to
anything if you have to.

He suddenly looks bereft, weary. Claire smiles with empathy.

NOAH
Well, see you around.

Noah heads back to his house. Claire watches him go, motherly concern in her eyes.

CLAIRE
Hey, Noah? You're welcome to join
us for dinner tonight.

Noah turns to her with a smile.

EXT. PETERSON HOUSE - KITCHEN - EVENING

Claire and Kevin watch with amusement as Noah devours his meal.

NOAH
You didn't tell me your mom was
such an incredible cook. I might
have to crash dinner every night.

CLAIRE
You're welcome anytime.

Claire spoons more potatoes onto Noah's plate, her BREASTS swaying with the motion. Noah's eyes take them in.

NOAH
So I hear your Ancient Greek Literature
class is pretty amazing.

KEVIN
Then you haven't heard her nickname.

CLAIRE
Kevin ...

KEVIN
Seriously, they call her the "The
Crusher."

NOAH
(to Claire)
You cover Homer? He's my favorite.

KEVIN
You're kidding, right?

NOAH
Dude, you ever read the Iliad
Achilles is this total bad ass.
Hot-tempered, full of pride,
totally consumed by his emotions.

CLAIRE
Which proved to be his downfall.

NOAH
Downfall? The guy was one of the
greatest warriors of all time.
People have been talking about him
for centuries from Dante and
Shakespeare to Zeppelin and Dylan.
He's in comic books, video games,
movies -- every modern day medium
there is. Hell, I'll take that
kind of failure any day.

KEVIN
Wow, man. You're really into it.

Claire's eyes gleam -- finally a kid who gets it.

NOAH
(to Claire)
You think I got a shot at getting
into your class?

CLAIRE
It's an honors class. Involves a
ton of work. You think you can
handle it?

NOAH
Oh, absolutely.

Noah grins enthusiastically, ready for any challenge.

CLAIRE
I'll see what I can do.

INT. CLAIRE'S SUV (MOVING) - MORNING

Claire drives while Kevin and Noah sit in back playing with their iPhones. Kevin notices NOAH'S SCREEN, which displays custom themes and applications.

KEVIN
(re: Noah's iPhone)
Dude, what the heck?

NOAH
Yeah, I jailbroke it. That's how I
get all my cool apps.

Kevin watches with fascination as Noah starts up a strange third-party application.

KEVIN
Is that legal?

NOAH
It voids the warranty, but it's
legal. I'll show you how after
school if you want.

CLAIRE
Here we are.

Claire pulls through the Wilkerson Prep gates.

Noah looks out the window at the manicured grounds. He smiles with deep satisfaction.

EXT. WILKERSON PREP - PARKING LOT - MORNING

As Kevin pulls his cello from the back of the SUV, Claire notices Noah's tie hanging loose around his neck.

CLAIRE
You'll get detention if that's not
tied properly.

NOAH
I tried. I've just never gotten
the hang of it.

CLAIRE
Here.

Claire straightens Noah's collar, her fingers brushing against his skin.

CLAIRE
Chin up a little.

She wraps and loops the tie, her face close to his. He gazes at her eyelashes, her lips.

CLAIRE
There you go. Perfect.

She smooths the tie and smiles at him.

NOAH
Thank you.

Their eyes linger on each other for a long moment, something passing between them. Claire's smile slowly fades.

KEVIN
We're going to be late.

CLAIRE
Yes. Better get going.

KEVIN
Come on. I'll show you around.

They head off. Claire blinks, unsettled.

INT. WILKERSON PREP - HALLWAY - MORNING

Noah follows Kevin, who grapples with his cello case through a mob of students.

NOAH
Need a hand?

KEVIN
I got it.

Kevin consults a slip of paper and leads Noah to a locker.

KEVIN
Here it is.

Noah works the combination when Jason Zimmer comes around the corner, a couple of his STOOGES in tow. He spots Kevin.

JASON
Whatcha got in the case, Geek Boy?

KEVIN
Come on, Jason.

STOOGES
Maybe it's a AK47.

JASON
That right? You goin' Columbine on us?

KEVIN
Believe me Zimmer, you'd be the
first to know.

JASON
Oh, Geek Boy's trying to be funny.
You think you're funny? Huh?

Jason grabs the cello, but Kevin hangs on tight. They
grapple with it amidst hoots and from the stooges.

Suddenly, a HAND goes to Jason's neck.

NOAH
Let go.

Jason writhes in Noah's vice grip, then finally releases the
cello. Noah shoves him, nearly sending him to the floor.

JASON
What the --

Jason wheels around ready for battle, but the cold-blooded look
in Noah's eyes instantly unnerves him.

NOAH
Fuck with him, you fuck with me.

Noah slams his locker and saunters off. Kevin gives Jason a
shit-eating grin and follows.

INT. WILKERSON PREP - CAFETERIA - DAY

Claire and Vicky enter the food line.

VICKY
Wouldn't you know I got friggin'
Cameron Knopf in my class. He's just
as big a tard as his older brother.

Claire's eyes drift to the dining room where she spots Allie
Cambridge flirting mercilessly with Noah.

VICKY (O.S.)
You'd think those parents would see
what they got the first time around
and be scared shitless to reproduce
again.

Claire watches their interaction with a proprietary look.
Vicky follows her gaze.

VICKY
Figures she'd sniff him out on day
one. Like a dog to raw meat.

Vicky chuckles, but Claire turns and walks the other way.

INT. CLAIRE'S SUV (MOVING) - DAY

Claire drives with Kevin beside her and Noah in back. Kevin spots Jason Zimmer lighting up a cigarette as he ambles down the street with his friends.

KEVIN
There he goes, douche bag.

CLAIRE
Kevin.

KEVIN
Well he is and you know it.

CLAIRE
Did something happen?

NOAH
It was no big deal.

KEVIN
(to Noah)
You should have seen his face when you grabbed him, man. He looked like he was gonna pee his pants.

CLAIRE
Better be careful, Noah. Jason's not someone you want as your enemy.

NOAH
He's not as tough as he thinks.

Claire smiles to herself.

CLAIRE
So how about friends? You make any of those today, Noah?

NOAH
Not really.

CLAIRE
I saw you talking to Allie Cambridge in the cafeteria.

She studies him in the mirror, but his face gives away nothing.

KEVIN
Man, I've been working up the nerve to talk to her for a year and you do it your first day.

CLAIRE
She's a very pretty girl.

NOAH
Very. She's just not my type.

KEVIN
Dude, she's every guy's type.

NOAH
She's a little immature, that's
all.

Noah's eyes meet Claire's in the mirror. She quickly looks away.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire, dressed in a nightgown, turns down the bed. She goes to draw the curtains and sees Noah reading in the window across from hers.

Noah looks up, smiles and waves. Claire waves back, embarrassed, and closes her curtains.

EXT. PETERSON HOUSE - DRIVEWAY -N DAWN

Claire stretches, dressed for a run.

NOAH (O.S.)
Morning.

She turns and sees Noah in his driveway in sweats and sneakers.

CLAIRE
Noah.

NOAH
I see you out here every morning.
Thought maybe you could show me the
best trail.

She hesitates.

NOAH
But I don't want to intrude on your
private time or anything ...

CLAIRE
Think you can keep up?

EXT. WOODS - MORNING

Claire and Noah run side by side, their feet pounding in sync along the path we've seen Claire travel. When they near the clearing, Claire points to the fallen sycamore.

CLAIRE
There's the finish.

She sprints ahead and leaps over the tree, showing off. Noah follows.

Claire trots in place, gulping water. Noah bends over, gulping air.

NOAH
Oh man ... you do this everyday?

CLAIRE
Rain or shine.

Noah hangs on the tire swing and watches Claire stretch against the fallen sycamore.

NOAH
It's nice here. Peaceful.

CLAIRE
Better stretch or you'll be sorry tomorrow.

Noah joins her at the tree, positioning himself near the carving of Claire's and Gary's initials.

NOAH
(re: the carving)
You do this?

CLAIRE
Kevin's dad. Back when the tree was still standing.

NOAH
Talk about symbolism.

CLAIRE
Yeah, funny the way things work out.

NOAH
Kevin said there's a chance you two might get back together.

CLAIRE
I'm sure that's what every kid whose parents split up hopes for.

NOAH
Well, you never know. My mom and dad almost got divorced but they worked it out in the end.

CLAIRE
There are some things that can't be worked out.

Noah watches her as she struggles to hide her pain.

NOAH
You're not really over him, are you?

CLAIRE
What makes you say that?

NOAH
Well, this place is obviously special to you --

CLAIRE
Was --

NOAH
You run here every day ...

CLAIRE
It's right behind the house. The trail's exactly six miles to this point.

NOAH
I'm just saying ...

CLAIRE
I'm the one who ended it.

NOAH
People do all kinds of crazy things when it come to love.

CLAIRE
I don't.

EXT. PETERSON HOUSE - DRIVEWAY - DAY

Gary and Kevin load camping gear into Gary's car.

GARY
I think we've got everything.

KEVIN
Wait. I forgot my PSP.

GARY
You can't bring your PSP.

KEVIN
Why not?

GARY
Because ... it's camping.

KEVIN
My point exactly.

He runs inside, passing Claire as she comes out with a duffle bag.

CLAIRE
I packed his inhaler and some prednisone in case his allergies act up.

GARY
Why don't you come with us? It wouldn't have to mean anything.

CLAIRE
Everything means something, Gary.

Noah appears, shirtless, lugging a ladder up his driveway.

NOAH
Hey, Claire.

CLAIRE
Hi, Noah.

Noah nods to Gary, then goes into his garage.

GARY
Who's that?

CLAIRE
Our new neighbor. He and Kevin
have become fast friends.

GARY
Isn't he a little old for Kevin?

CLAIRE
He's seventeen. A senior at
Wilkerson.

GARY
And you let him --

Gary stops abruptly as Noah comes out of the garage. He
waits for Noah to go into his house, then:

GARY
And you let him call you "Claire?"

Before she can answer, Kevin appears with his PSP, his
iPhone, and his laptop.

KEVIN
You think they have internet?

GARY
You can bring the PSP, that's it.

Kevin begrudgingly hands the rest over to Claire.

CLAIRE
Don't worry, it'll all be here when
you get back.

She gives Kevin a kiss as he gets into the car.

GARY
You sure you're going to be okay
here all by yourself?

CLAIRE
I'm a big girl, Gary.

Gary gets in the car and pulls out. Claire waves goodbye.

INT. PETERSON HOUSE - MASTER BATHROOM - DAY

Claire lies under the bathroom sink struggling to turn a pipe
with a wrench. Water sprays out at her.

CLAIRE
Damn it.

The doorbell rings.

INT. PETERSON HOUSE - KITCHEN - DAY

Claire opens the door to find Noah palming a basketball.

NOAH
Is Kevin around?

CLAIRE
He went camping with his father.

Noah notices her wet hair, the annoyed look on her face.

NOAH
Everything all right?

CLAIRE
Yeah, fine.

NOAH
Okay, I'll see you later.

He turns to go.

CLAIRE
You know anything about plumbing?

INT. PETERSON HOUSE - MASTER BATHROOM - DAY

Noah lies on his back under the sink. Claire stands above him, her eyes drawn to the narrow slice of his BARE ABDOMEN revealed by his raised shirt.

NOAH
This piece is corroded. See?

She bends down to look, her face hovering near his stomach.

NOAH
I can stop the leak for now but
you'll need to replace it.

He turns the wrench and lets out a LOW, GUTTURAL GROAN of exertion. Claire quickly stands, flustered.

Noah comes out and gets to his feet, his face flushed.

NOAH
Want me to get you the part?

CLAIRE
No, that's okay. I'll handle it.

INT. PETERSON HOUSE - MASTER BEDROOM - DAY

Claire leads Noah past the bed and toward the door.

CLAIRE
I talked to Mr. Warren about your
transferring to my class. He says it
shouldn't be a problem.

NOAH
Great. Thanks.

Claire continues on, but Noah stops when he sees a DRESS laid out on the bed with the SEXY STILETTOS Claire purchased still in their open box.

NOAH
You going out tonight?

CLAIRE
With Vicky ...

He picks up one of the stilettos, examines it.

NOAH
Wow, these are something.

CLAIRE
(embarrassed)
Vicky ... Ms. Lansing talked me into them.

NOAH
I could see her wearing these ...

CLAIRE
But not me.

NOAH
I didn't mean --

CLAIRE
I'm probably going to return them.

She takes the shoe from him and shoves it back in the box.

NOAH
What I meant was ... never mind.

CLAIRE
What? Tell me.

NOAH
It's just that some women don't need this kind of thing to be ... desirable.

Claire laughs, her face flushing with embarrassment.

NOAH
I'm no expert or anything, but I've always thought true sex appeal is intangible. Something that comes from inside. Women like Vicky try to be sexy by wearing things like this. But it's really all just smoke and mirrors.

CLAIRE
Plenty of men seem to go for that.

NOAH
Plenty of men are idiots. Any guy who's worth your time isn't going to fall for these gimmicks.
(re: the shoes)
These are hot, no doubt. But you don't need them. You're the real deal.

Claire stares at him, at a complete loss for words.

NOAH
I'm sorry. I probably shouldn't
have --

CLAIRE
No --

NOAH
I was totally out of line.

CLAIRE
It's okay. In fact, it's the
nicest thing anybody's said to me
in a very long time.

INT. UPSCALE SUSHI RESTAURANT - NIGHT

Claire and Vicky enter a crowded bar area. Claire wears the dress that was laid out on her bed, but instead of the stilettos, she wears a sensible pair of pumps.

CLAIRE
I can't believe I let you talk me
into this.

VICKY
You're going to love him. He's
cute, he's rich, and best of all
he's got all his hair.

Vicky undoes the next button on Claire's dress.

VICKY
Relax. You look fabulous.

Vicky waves vigorously at TWO ATTRACTIVE MEN across the room.

INT. UPSCALE SUSHI RESTAURANT - NIGHT

Vicky and her boy-toy, ETHAN, 29, feed each other sushi while practically sitting in each other's lap. Claire sits next to TRAVIS, 35, with her purse wedged firmly between them.

Travis does indeed have all his hair, but he looks like the kind of guy who takes two hours to get it just right.

TRAVIS
All our rooms are booked solid for
the next eighteen months thanks to
that write-up in Condé Nast.

VICKY
It used to be a convent until
Travis got a hold of it.

TRAVIS
Can you imagine? Prime real estate
like that?

ETHAN
Putting defenseless nuns out on the street. I don't know how you sleep at night, man.

TRAVIS
Hey, they're the ones who took a vow of poverty, not me.

Vicky and Ethan laugh, but Claire musters only a tight smile.

TRAVIS
(to Claire)
Speaking of vows of poverty, I hear you're a teacher.

CLAIRE
That's right.

TRAVIS
What do you teach?

CLAIRE
Classical Studies, specializing in Ancient Greek Literature.

TRAVIS
Really? I didn't think they still taught stuff like that in high school.

CLAIRE
What's that supposed to mean?

VICKY
Claire ...

TRAVIS
Well, I mean let's face it. How many kids are really going to use what they learn in "Classical Studies?"

As he speaks, Travis's eyes flit to a CURVACEOUS WOMAN in a SKINTIGHT SKIRT who gets up from a nearby table. It's barely a glimpse, but Claire notices.

TRAVIS
Kids nowadays need to be prepared for the realities of the job market. They need practical skills.

CLAIRE
Skills?

TRAVIS
Yeah, a trade like plumbing or machine repair. For the brighter ones, technology, finance. That's where the money is.

CLAIRE
Ah, money. That's the goal then.

TRAVIS
Nothing wrong with that.

CLAIRE
Except when it's motivated by
nothing more than greed.

TRAVIS
Ooooh, we've got ourselves a live
one here. You're a little
firecracker when you get riled up,
aren't you?

VICKY
You know, maybe we should order a
little more --

CLAIRE
Seriously? A "firecracker"? Is
that how you regard women who have
an opinion on something.

TRAVIS
Only if it disagrees with mine.

He laughs, trying to lighten the mood. Vicky joins in, a
little too boisterously. Claire gathers her belongings.

CLAIRE
It's getting late and I've got an
early morning. It was a pleasure
meeting you, Travis. See you
tomorrow, Vicky.

VICKY
Claire, please ...

Claire starts to leave. Suddenly, she turns back to Travis.

CLAIRE
J.K. Rowling.

TRAVIS
What?

CLAIRE
Billionaire. Classics major.

She walks off in a huff.

EXT. SUSHI RESTAURANT - PARKING LOT - NIGHT

Light rain falls as Claire hurries to her car. Vicky chases
after her.

VICKY
Claire, wait!

Claire stops at her car, searching for her keys.

VICKY
What the hell was that?

CLAIRE
Come on, Vicky. You can't possibly
see me with that guy.

VICKY
So you pick a fight with him?

CLAIRE
He deserved it.

VICKY
What is your problem? Can't you
just lighten up and have some fun?

CLAIRE
Maybe I'm not ready for "fun."

VICKY
Then sit at home alone and mope if that's
what you want. But I guarantee you
that's not what Gary's up to.

CLAIRE
As a matter of fact, Gary told me
he hasn't been with anyone.

VICKY
Oh, please. He screwed around when
you were together. You think he's
suddenly become celibate now that
you're apart?

CLAIRE
Thanks a lot, Vicky.

Claire opens her car door, but Vicky stops her.

VICKY
I'm sorry. But this limbo thing
you're wallowing in -- it's just
not healthy. It's time to move on.

Claire gets in, slams the door, and speeds away.

INT. CLAIRE'S SUV (MOVING) - NIGHT

Rain pelts the windshield as Claire drives. Toto's "I'll Be Over You" plays on the radio. Claire sings along, her voice cracking with emotion.

CLAIRE
Remembering times gone by,
Promises we once made,
What are the reasons why,
Nothing stays the same,
As soon as my heart stops breaking,
Anticipating,
As soon as forever is through,
I'll be over you ...

INT. CLAIRE'S SUV - NIGHT

Claire pulls into her driveway, her headlights slicing through the rain. She pushes the garage door remote. The door rises about a foot, then stops.

CLAIRE
God damn it.

EXT. PETERSON HOUSE - DRIVEWAY - NIGHT

Claire gets out of the car and struggles to lift the door. She raises it several feet when it slips out of her hands and comes crashing down.

She stares at it in disbelief, then lets loose on it, kicking it and beating it with her fists, until she breaks into sobs.

NOAH (O.S.)
Claire.

Claire turns and sees Noah silhouetted by the headlights.

CLAIRE
I can't ... It's broken.

Noah gently pulls her clear, then thrusts the door up with a spectacular show of force.

INT. PETERSON HOUSE - GARAGE - NIGHT

Noah leads Claire in. Both are drenched, their clothes practically transparent in the headlights.

NOAH
You're soaked.

His eyes travel her wet dress clinging to her body. She doesn't shrink from his gaze.

They hover dangerously close to one another. But Claire suddenly pulls back.

CLAIRE
I need to pull the car in.

NOAH
I'll take care of it. Go inside.

INT. PETERSON HOUSE - LAUNDRY ROOM - CONTINUOUS

Claire enters. She wipes her hair with a towel, then buries her face in it.

She hears the car pull into the garage and the engine go quiet. She tenses, waiting for Noah's knock.

Instead, she hears the garage door closing.

She peeks out and sees Noah's legs outside as he lowers the garage door. Her keys sit on the step at her feet.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire enters in her wet clothes, switches on the lights. She starts to draw the curtains, but stops and looks out.

NOAH'S WINDOW

Dark, lifeless. No way to tell if he's there. She contemplates it.

Then, with the curtains still open, she UNZIPS HER DRESS and lets it drop to the floor.

She stands there, unflinching, in nothing but LACY BLACK UNDERWEAR.

Slowly, her hands travel to the front of her bra. They tremble as they unhook the clasp. She hesitates, then pulls it open.

Her BARE BREASTS

spring forth.

She breathes heavily, electrified. Then, gathering all her courage, she slips off her panties.

HER NAKED BODY

stands erect but quivers with fear and arousal.

For what seems like an eternity, she stares out at Noah's window, completely vulnerable, baring her body and soul.

Finally, unable to endure it any longer, she raises both arms and pulls the curtains shut.

Alone now, her body shakes uncontrollably. She sinks to her knees, clutches her discarded clothes to her body, and lets out an anguished moan.

EXT. PETERSON HOUSE - DAY

BRIGHT SUNSHINE beats down on Claire, who is on her knees planting flowers in the garden.

Noah pulls into his driveway in an OLD VOLVO. He gets out with bags of CHINESE TAKEOUT.

NOAH
Wow, those look great.

CLAIRE
Last chance for a little color
before winter sets in.

NOAH
That was some storm last night,
wasn't it?

CLAIRE
Yeah. Thanks for your help.

NOAH
No problem.

She studies his face for a hint that he saw her at the window. Nothing.

NOAH
Hey, you've been out here all day.
Have you eaten?

CLAIRE
No, I --

NOAH
I've got plenty. Why don't you
join me?

CLAIRE
Thanks, but I should --

NOAH
Come on. You must be starving.

With a smile, he turns and goes inside, leaving the door open. She hesitates for a long moment, then follows him in.

INT. SANDBORN HOUSE - KITCHEN - DAY

Claire enters as Noah gathers plates and glasses. She looks around and sees there's no table or chairs in the dining area.

NOAH
We're still waiting for some of the
furniture. Hope you don't mind
sitting on the floor.

He pours wine into two glasses and offers her one.

CLAIRE
Oh, no. I shouldn't. And neither
should you.

NOAH
I've been drinking wine since I was
a kid. My mother grew up in
France, so she was pretty liberal
about things like that.

He takes a sip and holds her glass out to her. She reluctantly takes it, but doesn't drink.

NOAH
She always said it's nobody's business
what people do in the privacy of their
own homes.

He clinks his glass against hers and takes another sip.

INT. NOAH'S HOUSE - KITCHEN - EVENING

The light outside has faded. Claire and Noah eat on the floor, laughing, comfortable with each other. Noah pours the last of the wine into Claire's empty glass.

CLAIRE
I've been meaning to thank you.

NOAH
For what?

CLAIRE
For watching out for Kevin. Jason Zimmer has had it in for him since grade school.

NOAH
Zimmer's a punk.

CLAIRE
Gary keeps telling him to ignore him. "Be the bigger man" he says. But honestly? There's a part of me that wishes Kev would just haul off and belt the kid.

NOAH
Being the "bigger man" is a nice concept. But sometimes it's more important just to be a man.

Noah gazes at Claire, really taking her in.

NOAH
I've never seen you with your hair up like that. It looks nice.

CLAIRE
Oh, it's a mess.

NOAH
You have a little stork bite on the back of your neck.

CLAIRE
What?

NOAH
You know, that little red mark some babies are born with? It usually goes away, but you still have yours.

He lifts her pony tail and speaks softly near her ear.

NOAH
Right ... there.

He rubs his finger along the back of her neck. She shivers.

He puts his lips to the spot. She closes her eyes for an instant, clearly aroused. Then she pulls away.

CLAIRE
Noah. I can't.

NOAH
Do you want to?

CLAIRE
I need to go.

She gets to her feet. He follows.

NOAH
Last night. In the window ...

CLAIRE
You were there ...

NOAH
Claire. You're magnificent.

With that, Claire's defenses crumble.

Noah takes her face in his hands and kisses her tenderly. She responds, reluctant at first, then hungrily.

He pushes her against the wall, pressing his body against hers. They grope each other, tear at each other's clothes.

Noah pulls off Claire's shorts, her panties. He finds her. Bores into her. Pounds her rhythmically.

Claire moans and writhes. Poised between pleasure and guilt. Until finally abandoning all thoughts of anything but now.

Her hands clutch his waist, his buttocks. She pulls him into her ... and climaxes, wedged between his body and the wall, nowhere else to go.

For a long moment, Noah remains pressed against her, his eyes fixed on hers. He kisses her softly, intertwines his fingers with hers, and pulls her toward the stairs.

She resists, but with one more tug, she follows.

INT. NOAH'S HOUSE - BEDROOM - EVENING

The door flings open. Claire and Noah stumble in, ripping off what's left of their clothing, their hands, lips and tongues all over each other.

Noah throws Claire onto the bed, kissing her neck, her breasts, touching her in ways she hasn't been touched in years.

Suddenly, Claire pushes him off. Confusion flashes across Noah's face. But in the next instant, Claire thrusts him down on his back and crawls on top, straddling him.

She makes love to him with urgency. Noah groans with pleasure.

INT. NOAH'S HOUSE - BEDROOM - MORNING

LEBRON JAMES comes in and out of focus.

Gradually, we realize we're looking at a life-size poster through Claire's blurry eyes.

Claire looks to the other side of the bed. Empty.

She gets to her feet and pulls on some clothes while scanning the room: trophies, team pennants, sports memorabilia.

She stares at a collection of BOBBLE-HEADED CARTOON CHARACTERS. She touches one and watches its head bob, her face grim.

Then she sees:

A PHOTO OF NOAH AND HIS MOTHER

They're hugging and smiling. Noah looks about twelve. His mother is not a day older than Claire. Claire gapes at it, the horror of what she has done crashing in on her.

Noah enters, shirt off, toweling his wet hair.

 NOAH
Morning.

He sees her wan face.

 NOAH
What's wrong?

 CLAIRE
I have to go.

 NOAH
I thought we could spend the day --

 CLAIRE
This was a mistake.

 NOAH
You're having second thoughts.
It's normal.

 CLAIRE
This isn't normal. Nothing about
this is normal.

She searches for her shorts, her shoes.

 CLAIRE
Damn it. Where are the rest of my
clothes?

 NOAH
Downstairs. Remember?

INT. NOAH'S HOUSE - KITCHEN - MORNING

Claire races down the stairs, Noah at her heels.

 NOAH
Would you stop for one minute?

She finds her shorts, puts them on.

 CLAIRE
I am old enough to be your mother.

 NOAH
We have a bond, Claire. Age
doesn't matter.

CLAIRE
It most certainly does.

NOAH
Did it last night?

CLAIRE
I wasn't thinking clearly last night. I got swept up in the moment. In you. You're very ... sweet. And I've been so ... it was flattering.

NOAH
It was more than that.

CLAIRE
I know this is hard for you to understand right now. But someday when you meet the girl of your dreams --

NOAH
Oh my God ...

CLAIRE
-- a girl your own age, you'll realize this wasn't meant to be. And I don't want you to think any of this is your fault. I'm the adult. I'm the one who should have --

NOAH
Stop it! Just stop acting like we did something wrong. No matter what you say, it wasn't wrong.

They stand silent for a long moment.

CLAIRE
I hope we both can move past this. I mean, we're neighbors and ... I would like us to stay friends.

He looks away, struggling with his emotion.

CLAIRE
Are you going to be okay? Noah?
Please look at me.

He slowly turns to her, mustering a pathetic smile.

NOAH
Don't worry about me. I'll be fine.

CLAIRE
Okay, well ...

She gives him an awkward one-armed hug, which he halfheartedly returns. She picks up her shoes and slips out the door.

EXT. NOAH'S HOUSE - MORNING

Claire sprints barefooted across Noah's lawn.

INT. PETERSON HOUSE - KITCHEN - MORNING

Claire bursts in and slams the door shut. She leans against it, breathless and shaking.

INT. PETERSON HOUSE - MASTER BATHROOM - DAY

Claire enters, ripping off her clothes. She turns on the shower and catches a glimpse of herself in the mirror.

She stares at her image -- her hair a tangled mess, brush burns on her face, a faint hickey on her neck. A total stranger to her own eyes.

She stumbles into the shower and stands under the water. Suddenly, she lets out peals of hysterical laughter that just as quickly turn into tears.

We watch her until steam crawls across the shower door, obscuring her from view.

INT. PETERSON HOUSE - KITCHEN - EVENING

In a frenzy of guilt-abating activity, Claire tends to bubbling pots on the stove and puts the finishing touches on a homemade cake.

A CAR HORN BEEPS in the driveway. She looks up with dread.

EXT. PETERSON HOUSE - DRIVEWAY - EVENING

Gary and Kevin get out of the car. Claire steps out, a big smile plastered on her face.

CLAIRE
How was it? Did you have fun?

KEVIN
I caught seven trout.

GARY
He didn't look at his PSP once.
How'd it go here?

CLAIRE
Oh, fine. Uneventful.

Gary hands Kevin his duffle bag, gives him a hug.

GARY
See you later, kiddo. I had a great time.

KEVIN
Can you stay for dinner?
(to Claire)
Please, Mom?

INT. PETERSON HOUSE - DINING ROOM - EVENING

Kevin and Gary regale Claire with stories of their weekend.
She seems more relaxed now.

KEVIN
So Dad forgot all the cooking gear.

GARY
I could have sworn I packed it.

KEVIN
Lucky for us I saw this video on
YouTube. This mountain dude who lives
in a shack in Montana cooks all his
food on a shovel wrapped in tin foil.

CLAIRE
Oh ... disgusting.

GARY
No, it worked.

KEVIN
Seriously, it was like the best
meal I ever had. No offense.

They chuckle together, like a family. Claire's eyes twinkle.

CLAIRE
Well I don't know if it'll meet
your rigorous standards, but I made
a cake. Anyone interested?

GARY
Sounds great.

Kevin and Gary trade a look of surprise as Claire gathers
some plates and heads through the swinging door.

INT. KITCHEN - EVENING

Claire places the cake on a tray with silverware and plates.
She smiles at the laughter of father and son coming from the
other room.

CLAIRE
(calling)
You want coffee?

GARY (O.S.)
Only if you're having some.

She fills a coffee pot with water when ..

THE DOORBELL RINGS

Claire tenses. Turns off the tap. She can hear Gary's voice but not his words. She picks up the tray with the cake and pushes through the door.

INT. DINING ROOM - CONTINUOUS

Sitting at the table with Gary and Kevin is Noah. They laugh together like old friends. They look up at Claire standing frozen in the doorway.

NOAH

Wow. Doesn't that look tasty?

Claire crosses the threshold with a wavering smile.

CLAIRE

Noah. How are you? Gary, this is our new neighbor, Noah.

GARY

Yes, we've met. He brought over a part for the bathroom sink.

CLAIRE

Oh.

Claire quickly turns her attention to cutting the cake.

NOAH

(to Gary)

I don't know much about plumbing, but that pipe looked pretty bad. You'll have to take a look.

GARY

(to Claire)

Why didn't you tell me it was leaking?

CLAIRE

Well it ... just started ... while you were gone.

NOAH

(to Claire)

Did you tell him about what happened last night?

Claire looks up from the cake to Noah. His eyes toy with her.

NOAH

With the garage door?

CLAIRE

Oh. Yes. I almost forgot. It's on the fritz again.

GARY

You're kidding me. I just fixed the damn thing.

NOAH

They don't make them like they used to. That's what my dad always says.

KEVIN
(re: Gary)
That's what he says, too. Every
chance he gets.

GARY
Because it's true.

Claire hands out plates of cake, then sits next to Gary rather than in her original seat, which is now next to Noah.

Gary helps Claire with her chair, then casually drapes his arm across its back, giving Claire's shoulder a squeeze.

Noah's jaw clenches ever so slightly.

KEVIN
(to Noah)
So what I miss while I was gone?
Anything big?

NOAH
I'll say ...

CLAIRE
(interrupting)
We had a huge thunderstorm on
Friday night. Did you guys get it
up there?

GARY
No, dry as a bone at the lake.

NOAH
It was pretty intense here.

KEVIN
(to Noah)
Did you go to McMullin's party?

NOAH
Nah. Had better things to do.

KEVIN
Like what?

Noah opens his mouth to speak but Claire again interrupts.

CLAIRE
I had dinner with Vicky. That new
sushi restaurant.

GARY
Oh? How was it?

Claire speaks to Gary but looks at Noah, her words meant as a warning to him.

CLAIRE
I wouldn't recommend it.

NOAH
Really? I heard it's pretty good.

CLAIRE
Trust me, you don't want to go
there.

Claire takes a drink of water, glowering at Noah over her the
top of her glass. He returns her gaze. A standoff.

Finally, Noah gets to his feet.

NOAH
Well, it's getting late.

KEVIN
It's only nine.

CLAIRE
Don't you have homework, Kevin?

KEVIN
Yeah but --

NOAH
I do too, actually. Great to meet
you, Mr. Peterson. Let me know if you
want any help with that garage door.

GARY
Yeah, thanks Noah. May take you up
on that.

NOAH
See you tomorrow, Kev. Mrs.
Peterson.

Noah goes out the door.

GARY
Nice kid.

Claire clatters the plates.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Claire washes the dishes. Gary enters with a corroded pipe.

GARY
He was right. Caught it just in
time.

Gary grabs a towel and dries. They work in silence, side by side.

GARY
So, I've been thinking about getting a
new job. Something where I could cut
back on my travel. Handle local deals.

CLAIRE
Oh Gary, no. You've worked too
hard to give it all up like that.

GARY
I just thought if I weren't gone so
much ...

CLAIRE
It was never about that.

GARY
But it was. Don't you see? We
grew apart. I'm willing to do
whatever it takes to fix this. I
just want to come home.

CLAIRE
I don't know ...

GARY
It was a mistake, Claire. People
make mistakes.

His words resonate with her now. She turns to him, a flicker
of compassion in her eyes.

CLAIRE
I know. I need some time.

INT. WILKERSON PREP - FACULTY LOUNGE - MORNING

Claire pours herself a cup of coffee as teachers bustle in
and out. She spots Noah and Kevin out on the field talking
to Allie. She watches them.

A HAND suddenly goes to her shoulder. Claire jumps, sloshing
her coffee. She turns to see Vicky.

CLAIRE
Damn it.

VICKY
Sorry.

Claire dabs herself with napkins. Vicky sees Noah outside.

VICKY
Enjoying the view, I see.

CLAIRE
Don't start.

VICKY
Jeez, you're a little uptight.

For an instant Claire looks like she might confide in her,
but the moment passes.

CLAIRE
I'm late for class.

Claire hurries out the door. Vicky watches her go.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Claire enters just as the bell rings.

CLAIRE
Okay, take your seats.

She pulls some papers from her briefcase.

CLAIRE
I've graded your quizzes. Overall
you did a very nice job.

They hoot with victory, but are soon interrupted by
HEADMASTER EDWARD WARREN, 50s, who enters without knocking.

HEADMASTER WARREN
Mrs. Peterson ...

CLAIRE
Mr. Warren. What a pleasant --

She stops cold when she sees Noah entering behind him.

HEADMASTER WARREN
Good news. I've approved Noah's
transfer to your class.
(to Noah)
Find yourself a seat, son.

NOAH
Thank you, sir.

HEADMASTER WARREN
Carry on.

Headmaster Warren goes out the door.

INT. WILKERSON PREP - HALLWAY - DAY

Claire follows Headmaster Warren out.

CLAIRE
Ed, wait ...

He turns impatiently.

CLAIRE
We've already covered quite a bit
of material ...

HEADMASTER WARREN
You said yourself when you
requested the transfer --

CLAIRE
I didn't request the transfer. I
merely identified him as a possible
candidate.

HEADMASTER WARREN
And you assured me he's a bright
boy. His transcript bears you out.
I'm sure he'll manage to catch up.

CLAIRE
But ...

HEADMASTER WARREN
You can work with him after school
until he does.

He turns and walks off.

INT. PETERSON HOUSE - FAMILY ROOM - EVENING

Kevin and Noah play a DEATHMATCH VIDEOGAME.

INT. PETERSON HOUSE - KITCHEN - CONTINUOUS

Sounds of killing fill the air as Claire sets the table for two.

CLAIRE
Kevin!

KEVIN (O.S.)
What?

CLAIRE
Would you come here?

KEVIN (O.S.)
In a minute!

CLAIRE
Now, please.

She waits anxiously until he appears.

KEVIN
What? I'm in the middle of this.

CLAIRE
Dinner's ready. Time for you to say goodbye.

KEVIN
I told him he could stay.

CLAIRE
Absolutely not.

KEVIN
Why not?

CLAIRE
Because ... he's been here all day.

KEVIN
So?

CLAIRE
I just think we should have some family time --

KEVIN
God, what is your problem? First you're all "mi casa es su casa" and now you're kicking him out?

CLAIRE
I'm not kicking him out --

KEVIN
Look, I've already invited him. If
you don't want him here, you can
tell him yourself.

INT. PETERSON HOUSE - KITCHEN - EVENING

Claire, Kevin and Noah sit at the dinner table, the air tense.

NOAH
Another delicious dinner, Claire.
I like what you've done with your
potatoes this time.

She doesn't respond.

NOAH
So Kev. What do you think about
Allie Cambridge?

KEVIN
What do you mean?

NOAH
She asked me today if you're going
to Homecoming with anyone. She
thinks you're "cute."

Claire's eyes dart to Noah with suspicion.

KEVIN
No way.

NOAH
Seriously, man, she's into you.

KEVIN
What'd you tell her?

NOAH
I said you were considering several
prospects.

Kevin laughs uproariously.

NOAH
You know how lucky you are? She could
have anyone, but she chose you. When a
girl gives you an opening like that,
you got to jump on it. Isn't that
right, Claire?

She looks up at him, her voice cold, her eyes even colder.

CLAIRE
It's up to Kevin.

She gets to her feet and empties her plate into the disposal.

CLAIRE
Put your dishes in the sink when
you're finished.

She walks out.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Rain pummels the windows as Claire works alone at her desk. Vicky enters with a FLOWER ARRANGEMENT.

VICKY
Looks like Gary's up to his old tricks again.

CLAIRE
Oh, aren't they gorgeous?

She opens the card: "Please give me another chance."

VICKY
What's going on?

CLAIRE
He wants to get back together.

VICKY
And? You told him no fucking way, right?

CLAIRE
I said I'd think about it.

VICKY
So that's it? He drops a bundle at FTD and you melt like some lovesick schoolgirl? I can't believe you're falling for this bullshit.

CLAIRE
I've been married to this man for seventeen years, Vicky. You haven't had a relationship last more than six months. Maybe it's time you worry about yourself for a change.

Vicky steps back, sunned by her venom. Claire's edge softens.

CLAIRE
He messed up, okay? Everybody does. Sometimes you have to try to get past it.

VICKY
I sure as hell hope you know what you're doing.

She walks out. Claire picks up her cellphone and dials.

INT. RESTAURANT - DAY

Packed with a noisy lunch crowd. Gary dines with several businessmen when his phone rings. He sees it's Claire.

GARY
Excuse me.

He moves to an equally loud LOBBY AREA and answers.

GARY
Hi.

INTERCUT with Claire in her classroom

CLAIRE
Did I catch you at a bad time?

GARY
Not at all.

CLAIRE
I wanted to thank you for the
flowers. They're beautiful.

He presses his finger to his free ear.

GARY
What's that?

CLAIRE
I said thank you. For the flowers.

GARY
Flowers?

She's struck silent, her mind racing.

GARY
Claire?

CLAIRE
You know what? I've got to go.
Let me call you back.

Claire hangs up and glares at the flowers. She picks them up
and stuffs them into the waste basket.

EXT. WILKERSON PREP - DAY

Still raining. Kids huddle under the eaves waiting for rides.
Claire pulls up in the SUV and honks. Kevin runs toward her.

INT. CLAIRE'S SUV - DAY

As soon as Kevin hops in, Claire pulls away from the curb.

KEVIN
Hey, what about Noah?

CLAIRE
What about him?

KEVIN
We drove him this morning. How's
he gonna get home?

CLAIRE
If he wanted a ride, he should have
been out here on time.

KEVIN
But he's counting on --

She looks at him in the rearview mirror, her face stern.

CLAIRE
I'm not arguing with you about
this, Kevin.

KEVIN
Look out!

Claire looks to the road and sees Noah standing directly in front of them. She slams on the brakes, missing him by a hair.

Noah and Claire exchange an intense look through the rain-streaked windshield. Kevin opens the door, calls to Noah.

KEVIN
Come on. Get in.

Noah gets into the back seat.

KEVIN
Sorry, man. We didn't think you
were coming.

NOAH
My fault for being late.

His eyes meet Claire's in the rear view mirror. Accusing her. Claire's eyes dart away.

EXT. PETERSON HOUSE - DRIVEWAY - DAY

Claire pulls in. Kevin and Noah jump out with their backpacks and run into the house. Claire sits there watching the rain before forcing herself to go in.

INT. PETERSON HOUSE - FOYER - DAY

Claire enters to find Noah waiting for her.

NOAH
Claire --

CLAIRE
You need to go home.

Claire heads toward the kitchen but Noah blocks her way.

NOAH
What's wrong?

CLAIRE
I think you know.

KEVIN (O.S.)
(calling)
Mom, are there any more of those
quesadillas?

CLAIRE
(calling to Kevin)
Be right there.

NOAH
No, I don't. I swear.

CLAIRE
Those flowers, Noah. What were you even thinking?

NOAH
They were a peace offering.

CLAIRE
You expect me to believe that?

NOAH
Well, yeah.

CLAIRE
Okay, assuming that's what it was, did you think for one minute about how it would look? A student sending a teacher flowers?

NOAH
That's why I didn't sign the card.

CLAIRE
Oh, you're a real piece of work, you know that?

NOAH
Okay, maybe sending flowers was a bad idea. But give me a break. I have no idea what you want me to do here.

CLAIRE
I want you to stop it!
(lowering her voice)
I want you to forget any of this ever happened.

NOAH
Claire, listen --

CLAIRE
No. I don't want talk about this again, Noah. Not ever. And from now on, you're to call me "Mrs. Peterson."

She turns and walks out.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire reads in bed when she hears the sound of pebbles hitting the window. She gets up and sees Gary down in the yard. She opens the window.

CLAIRE
Gary? What in the world ...?

GARY
I didn't want to wake Kev.

INT. PETERSON HOUSE - KITCHEN - NIGHT

At the door, Gary presents Claire with a BOUQUET OF GARDENIAS.

CLAIRE
Oh Gary, they're gorgeous.

GARY
And it's not just because some
other guy beat me to it.

CLAIRE
There is no other guy. Another
teacher's flowers were delivered to
me by mistake, that's all.

GARY
Guess I should take it as a good
sign you thought they were from me.

She fills a vase with water. He hovers, gazing at her
nightgown, her freshly scrubbed face.

GARY
Were you asleep?

CLAIRE
Just reading a little.

He moves close, runs his hand along her arm.

GARY
I miss seeing you like this.

They hold a long look, then fall into a passionate kiss.
Gary's hands travel down Claire's back to her buttocks. He
pulls her against him. Their breathing becomes heavy.

Claire opens her eyes for just a second and sees:

NOAH

watching them through the window of the back door. His face
is tight, his eyes menacing. Claire pushes Gary away.

Gary turns and spots Noah. And in that instant, Noah's
sullen expression changes to a sheepish grin.

Gary swings the door open.

GARY
Hey, Noah.

NOAH
Hi, Mr. Peterson. So sorry to
interrupt, but I think I left my
cell phone here.

CLAIRE
It's a little late.

NOAH
I know, but I saw the light and my
dad's supposed to call from Qatar.

Before Claire can protest, Noah heads into the adjoining family room.

GARY
Qatar? What's he doing there?

NOAH
Some big hotel development he's
working on.

Noah bends down in front of the couch, blocking Claire's and Gary's view of him, and searches the cushions. He slips the phone out of his pocket and drops it underneath the couch.

NOAH
Here it is.

Noah holds up the phone triumphantly and returns to the kitchen where he spots Gary's flowers.

NOAH
Nice flowers.

GARY
Gardenias. Claire's favorite.

Gary wraps his arm around Claire's waist and kisses her. She smiles, uncomfortable, and pulls away.

NOAH
Even nicer than the ones you got at
school today.

CLAIRE
I was just telling Mr. Peterson
that those were delivered to me by
mistake.

NOAH
Oh ... right.

GARY
You got a girlfriend, Noah?

NOAH
Not really.

GARY
A good-looking guy like you? You
probably have your pick of them.

NOAH
I've got my eye on someone at
school. But she doesn't seem
interested.

GARY
Don't let that stop you. She's
probably just playing hard to get.
Women love to make us guys suffer.

CLAIRE
Gary. It's late. I'm sure Noah
needs to get to sleep.

Gary glances at his watch.

GARY
Oh, right. Me too. Big meeting in
the morning.

He gives Claire a peck.

GARY
See you later.
(to Noah)
Come on kiddo.

He puts his arm around Noah's shoulder and escorts him out.
Noah glances back at Claire, his eyes dark. Claire shuts the
door behind them.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Claire sits on her desk in front of her students, holding a copy
of "OEDIPUS THE KING." She avoids eye contact with Noah.

CLAIRE
So what do you think Sophocles was
trying to teach the Greeks through
this play?

Noah raises his hand, but Claire searches for someone else.
She sees Allie whispering to the girl next to her.

CLAIRE
Allie.

ALLIE
Ummm ... I don't know.

CLAIRE
Give it a shot.

ALLIE
Maybe ... that you can't change
your fate?

CLAIRE
Yes, Allie, excellent. Throughout
the story we see Oedipus trying to
avoid his fate. Yet it continually
catches up with him, doesn't it?

Noah raises his hand again, but Claire ignores it.

CLAIRE
So perhaps the story is meant to
show how powerless man is against
the gods.

NOAH
Yeah, well I had a different take
on the whole thing.

Claire visibly stiffens at the interruption.

NOAH
I think Oedipus's downfall was
caused by everybody turning a blind
eye to the facts. I mean, we all
know you can't ignore the truth for
long before it comes back and bites
you in the ass.

His tone is confrontational, his smile taunting.

As Claire struggles to maintain her composure, the bell rings
and students jump to their feet.

CLAIRE
We'll continue this tomorrow.

The class files out while Claire erases the board. But Noah
lingers. When the last student is gone, he approaches.

NOAH
What the hell was that?

CLAIRE
What are you talking about?

NOAH
You kept blowing me off.

He whips out a paper from his binder.

NOAH
And a "D" on the essay?

CLAIRE
You didn't write about the topic I
assigned. You're lucky I didn't
give you an "F."

She gathers up her things and goes for the door. He follows.

NOAH
Did you even read it? My topic was
way better than the one you gave.

CLAIRE
That's beside the point. You need
to learn to follow the rules, Noah.

He grabs her arm before she makes it out the door.

NOAH
Oh, like you do?

CLAIRE
Let go of me.

He does, reluctantly. She hurries out.

INT. WILKERSON PREP - HALLWAY - DAY

Noah storms out of Claire's classroom, balling up the essay in his fist. A STUDENT calls out his name, but he ignores him and keeps going, his face enraged.

He turns the corner and spots Kevin, his back pressed up against the lockers by Jason Zimmer, who swats him upside the head every time he opens his mouth to speak.

Noah's look turns rabid. He charges at Jason, grabs him by the collar and slams him, face first, into the lockers.

KEVIN
Hey, it's okay. He was just --

But Noah bashes Jason's face with his fist, an absolute look of madness in his eyes. Kevin watches with a combination of horror and awe. Other students gather at a distance.

Jason lands a punch or two, but he's no match for Noah's torrent of fury. Soon enough, Jason falls to the floor, face down, barely moving.

Noah pulls Jason's head up by the hair and hisses into his ear.

NOAH
He's mine. Understand?

Jason blinks, utterly confused.

Noah lets Jason's head drop to the floor, then gives him a kick in the gut for good measure. He turns to Kevin.

NOAH
Go ahead. Give it all you got.

KEVIN
No. It's enough.

NOAH
Pussy. Just like your old man.

He turns and stalks off. Kevin stares after him.

INT. WILKERSON PREP - HEADMASTER'S OFFICE - DAY

Claire enters to find Kevin slumped in a chair. Mr. Warren paces in front of him.

CLAIRE
What's going on?

HEADMASTER WARREN
Noah Sandborn and Jason Zimmer
exchanged blows earlier this morning.
Noah is in the nurse's office and Jason
is on his way to the hospital.

CLAIRE
Kevin? Were you involved in this?

HEADMASTER WARREN
It appears he's the only bystander
who saw how the fight started. So
I'm counting on him to enlighten me.

Kevin sits mute, wanting no part of this.

CLAIRE
Kevin?

Kevin looks to the floor, silent.

HEADMASTER WARREN
Then I have no choice but to
suspend both of them.

KEVIN
Jason was being a jerk to me again.
Noah tried to stop him.

HEADMASTER WARREN
How?

KEVIN
He told Zimmer to knock it off.
That's when Zimmer popped him.

HEADMASTER WARREN
So Jason threw the first punch?
You're absolutely certain?

KEVIN
Noah was only defending himself.

INT. PETERSON HOUSE - KEVIN'S ROOM - NIGHT

Kevin brushes his teeth. Claire knocks, then enters.

CLAIRE
I think we should talk.

KEVIN
About what?

CLAIRE
Jason has been suspended for a
week.

Kevin shrugs, spits.

CLAIRE
I realize what a tough spot Mr.
Warren and I put you in. It would
have been hard to rat on Noah if he'd
been the one who started that fight.

KEVIN
What's gonna happen to Noah?

CLAIRE
A week's detention. And he's not
allowed to go to Homecoming.

KEVIN
He wasn't going anyway.

He gets into bed.

CLAIRE
This suspension will go on Jason's permanent record. Just as he's applying to colleges. It could really hurt his future.

KEVIN
Yeah well, sometimes you get what you deserve.

He rolls away from her. She lingers, wanting to say more. But she turns out the light and leaves.

EXT. WOODS - TRAIL/CLEARING - DAY

Claire runs along the ravine, pushing herself, working off steam. As usual, she leaps over the fallen sycamore in the clearing, completing her run.

Breathing deeply, she stretches against the fallen sycamore when she spots:

THE CARVING OF HER AND GARY'S INITIALS.

It's been gouged out with a knife. Completely obliterated. Claire stares at it, agitated, her mind racing.

Suddenly, a BRANCH CRACKS somewhere behind her, the sound echoing through the trees.

She whirls around and scans the woods. Nothing -- not even a squirrel.

Thoroughly spooked, she turns and runs toward the house.

EXT. PETERSON HOUSE - DAY

Claire emerges from the woods into her backyard when she sees Noah's father in his driveway getting into his Audi.

CLAIRE
(calling)
Mr. Sandborn!

Claire hurries to catch him, but by the time she gets to the house, he's already heading down the street.

Claire runs inside and returns with her keys. She hops into her car and heads in the same direction.

INT. CLAIRE'S SUV (MOVING) - DAY

Claire drives, searching for the Audi. She comes to a busy intersection and spots it sitting at a light a couple of blocks to her left. She changes lanes to make the turn when her light changes red. She slams on the brakes.

CLAIRE
Damn it.

After a moment, the Audi gets a green light and continues on. Claire waits impatiently for hers to turn.

CLAIRE
Come on

When her light turns green, she guns it, cutting in front of oncoming traffic to make the left-hand turn.

Now she has some serious catching up to do. She weaves in and out, but heavy traffic keeps her at a distance.

Without warning, the Audi turns and pulls into a parking garage underneath a fifteen-story OFFICE BUILDING.

Claire immediately changes lanes. Horns honk, tires squeal. She's forced to drive past the building.

She parks illegally and rushes toward the building.

INT. OFFICE BUILDING ATRIUM - DAY

Claire enters and scans the bustling crowd. She spots Noah's father heading to an elevator, his back to her.

CLAIRE
(calling)
Mr. Sandborn!

She catches up to him just as he's about to board.

CLAIRE
Please, I need to speak to you.

Claire puts her hand to his shoulder and he turns to face her. To her astonishment, it's a complete STRANGER.

CLAIRE
I'm sorry. I thought you were ...

He gets on the elevator and the doors close between them.

Claire turns back to the vast atrium teeming with people. But Mr. Sandborn is nowhere to be seen.

INT. WILKERSON PREP - GYMNASIUM - NIGHT

Cheesy decorations. Loud, thumping music. Students dressed in semi-formal attire bump and grind.

Claire and Vicky stand against a wall, acting as chaperones.

Vicky watches Kevin and Allie dance. Kevin is awkward and far too enthusiastic. Allie tries hard not to look embarrassed.

VICKY
Kevin certainly has come out of his shell.

CLAIRE
I keep asking myself what she's
doing with him.

VICKY
What? He's sweet, he's smart ...
He's got a lot of potential.

CLAIRE
I don't think most girls that age
put too much stock in "potential."
Especially girls like that.

VICKY
Yeah, I was sure she had Noah in
her sights.

A long beat as she studies Claire.

VICKY
Speaking of Noah ...

CLAIRE
What?

VICKY
I don't want you to take my head
off or anything, but ... I heard a
couple of girls talking.

Claire turns to her, alarmed.

VICKY
Just gossipy bullshit. But they
seem to be under the impression
that you two are quite the item.

CLAIRE
What?!

VICKY
(chuckling)
And after I called dibs on him.

CLAIRE
Vicky. This is serious.

VICKY
Oh come on. You know how kids
talk. I can't even count the
number of times I've heard rumors
like that about me. I just thought
you should know.

A GIRL comes up to them.

GIRL
Mrs. Peterson? We're out of punch.

VICKY
I'll go.

CLAIRE
No. I could use a breather.

INT. WILKERSON PREP - CAFETERIA - NIGHT

Empty. Dark. The dance music is distant and hollow. Claire's heels echo.

A NOISE. She stops. Listens. Nothing.

INT. WALK-IN REFRIGERATOR - NIGHT

Claire pulls open the HEAVY STEEL DOOR and flicks on the light. Her breath forms a cloud in the cold air. She spots a jug of punch on a shelf and goes for it.

Suddenly, the door SLAMS SHUT.

She jumps, startled. She looks around. She's all alone, but somehow it doesn't feel like it.

She grabs the punch and rushes to the door. But the handle doesn't budge. With rising panic, she jiggles the handle and bangs on the door.

Finally, the handle clicks and turns. She flings the door open and runs out, letting it slam shut behind her.

INT. WILKERSON PREP - HALLWAY - NIGHT

Claire hurries back to the gym when Noah steps out from a dark corner. His eye is swollen from the fight.

CLAIRE
You're not supposed to be here.

NOAH
We need to talk.

He pulls her into a shadowy alcove. Claire tries to get away but he shoves her up against the wall.

NOAH
Your behavior has been completely unacceptable.

CLAIRE
My behavior --

NOAH
So that shit-head husband of yours suddenly wants to come crawling back and you decide you don't need me anymore? You're just done with me?

CLAIRE
I thought we agreed --

NOAH
We didn't agree! You agreed! And suddenly I'm nothing to you. Like what we had never even happened!

CLAIRE
Just calm down and listen --

NOAH
I'm good for you, Claire. I can
take care of you.

CLAIRE
I don't need you to --

NOAH
You do need me. Kevin needs me.
Who got him a date for the dance?
Who handled Jason Zimmer? Would
Gary have done that? Big man can't
even fix the fucking garage door!

He pounds his fist into the wall next to her head. She
winces with fear.

NOAH
I'm sorry but ... I love you. And
I know you love me. You're just
scared ...

He presses up against her and tries kissing her. She pushes
him away. Undeterred, he goes for her again. This time, she
SLAPS HIM hard across the face. He stares at her, stunned.

CLAIRE
It was one night. It's not love.

Suddenly, the gym door bangs open off-screen and students'
LAUGHTER fills the hall.

CLAIRE
Stay away from me, Noah. And
Kevin, too.

She rushes back into the gym. Noah remains in the shadows,
his jaw clenched.

INT. VOLKSWAGON BUG - NIGHT

Allie parks in front of the Peterson house. Kevin, in the
passenger seat, looks to the light glowing in the window.

ALLIE
She waiting up for you?

KEVIN
Na. I pretty much come and go as I
please.

He cringes at how ridiculous that sounded.

KEVIN
Anyway, I had a really good time
tonight.

ALLIE
(polite)
Yeah, me too.

He pulls a CD from his breast pocket and hands it to her.

KEVIN
For you.

ALLIE
What is it?

KEVIN
It's me. My music, I mean.

ALLIE
Okay ...

KEVIN
Go ahead ... play it.

ALLIE
Now?

Kevin slips the disk into the car's CD player. A METALLICA SONG played by a string quartet pours from the speakers. It's astonishingly good.

ALLIE
This is you?

KEVIN
On the cello.

ALLIE
You're pretty good.

He smiles, embarrassed but delighted.

KEVIN
I'd like to play professionally
some day. That's my dream anyway.

ALLIE
Cool.

KEVIN
Well, thanks for going with me ...
and driving ...

He leans in and gives her a tender kiss. She blinks with surprise and kisses him back.

ALLIE
Yeah, no problem.

Kevin gets out of the car, but becomes tangled up in the seat belt. He shuts the door and looks through the open window.

KEVIN
Well, good night.

Allie waves and pulls away. A stunned smile broadens across Kevin's face.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Claire makes a cup of tea. Kevin enters, adrenaline pumping.

CLAIRE
So, how'd it go?

KEVIN
She's really cool. I mean she just gets it, you know? And you should have seen how much she dug my music.

CLAIRE
You let her listen to your music?

KEVIN
Yeah, I gave her a CD.

CLAIRE
Wow, Kev. That's ... big.

He sees the wariness in her eyes.

KEVIN
What?

CLAIRE
Nothing ...

KEVIN
You don't like her, do you?

CLAIRE
Of course I do --

KEVIN
Noah said you wouldn't.

CLAIRE
Well Noah's wrong. I just ... I know she dates a lot of boys. And I don't want you to be disappointed --

KEVIN
God, you can't just let me enjoy this for one minute, can you?

CLAIRE
Oh, honey, I didn't mean to --

KEVIN
Fine, whatever.

He turns and stomps up the stairs.

CLAIRE
(sotto voce)
Shit.

EXT. PETERSON HOUSE - FRONT YARD - DAY

A MULCHER ROARS as Claire stuffs armfuls of leaves into its mouth. She watches them being chewed to bits.

A HAND suddenly touches her shoulder. Startled, she spins around to find Gary. She shuts off the machine.

CLAIRE
You scared me to death.

GARY
Sorry. I called your name. Is Kev
ready?

Her face is blank.

GARY
The game?

INT. PETERSON HOUSE - KITCHEN - DAY

Claire and Gary enter.

GARY
I've got an extra ticket. Thought
Kev might want to invite Noah.

CLAIRE
Oh ... I don't think Noah's around.

GARY
His car is out there.

CLAIRE
I saw him leave a little while ago.
Someone picked him up.

GARY
Too bad. I hate for this thing to
go to waste.

CLAIRE
Maybe you can sell it.

GARY
Maybe you'd like to come along.

There's no hiding the hope in his eyes.

EXT. PETERSON HOUSE - DRIVEWAY - DAY

Claire, Gary, and Kevin, dressed in a Chicago Blackhawks
Jersey, get into Gary's car.

As they pull away, NOAH WATCHES them from his bedroom window.

INT. UNITED CENTER - EVENING

Blackhawks versus Sabres. Claire, Gary and Kevin sit close
to the ice.

GARY
You cold?

CLAIRE
I'm fine.

GARY
You've got goose bumps all over.

Gary puts his jacket around Claire's shoulders and rubs her arms. She allows herself to sink into him just a little.

Gary spots a BEER VENDOR and flags him down.

GARY
Two over here.

Gary passes a beer to Claire. She sips it judiciously. Gary takes a sip of his own, then hands his cup to Kevin.

CLAIRE
You can't give him that.

GARY
A couple of swigs won't kill him.

Kevin gulps it.

CLAIRE
Kevin.

KEVIN
God, it's just beer. Noah's allowed to drink. And harder stuff than this.

CLAIRE
(erupting)
I don't care what Noah does. You are not Noah.

GARY
Claire, calm down.

CLAIRE
I'm sorry. It's just ... it's a slippery slope, that's all.

GARY
You're right.

Gary takes the beer from Kevin. Kevin rolls his eyes.

GARY
So how 'bout these seats, Kev?

KEVIN
Awesome.

GARY
What if I told you they're ours this year?

KEVIN
You bought season tickets?

GARY
Sure did.

CLAIRE
But you always said they'd be a
waste because of how many games
you'd miss.

GARY
Things change ...

The crowd goes wild as the Blackhawks score. Gary and Kevin
jump to their feet.

KEVIN
Did you see that!

GARY
(whistling, calling)
Way to go, Kopecky!!

Gary and Kevin high-five. Gary sits down, sips his beer. His
eyes are on the game, deliberately avoiding Claire's gaze.

CLAIRE
What's changed?

GARY
Huh?

CLAIRE
You said things change.

GARY
Did I?

His eyes twinkle with mischief.

CLAIRE
Okay, out with it. What's going on?

GARY
I left Keener & Wales.

CLAIRE
What?

KEVIN
Were you fired?

GARY
No, just thought it was time for a
change. I took a position at a
smaller firm where I won't have to
travel anymore.

KEVIN
Cool!

GARY
Yeah, I thought so.

INT. PETERSON HOUSE - KITCHEN - NIGHT

The house is dark and quiet. Claire and Gary sit at the
table over cups of coffee.

GARY

I told them I want to focus on developing local projects and they're fine with that. I can even work from home if I want.

CLAIRE

I've never seen you so excited about your job before.

GARY

It's more than the job. It's like I've taken back control of my life.

He takes her hands in his.

GARY

We're not getting any younger, Claire. Kev'll be off to college in a couple years. I don't want to waste any more time being apart.

She stares at their intertwined fingers - their wedding rings still on their fingers.

GARY

Do you think you'll ever be able to love me again?

CLAIRE

Oh, Gary. I've never stopped loving you.

She caresses his face and pulls him to her, kissing him softly, then more and more passionately -- until there's no stopping.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire and Gary move together, making love. They look into each other's eyes, deeply connected. Suddenly, Claire grips him tightly, moans fervently.

CLAIRE

Gary ... oh ...

Her sounds spur him on. He thrusts into her, overwhelmed by wild desire for her.

Claire thrills at his newly awakened aggression. She arches her back and grabs onto the headboard, white-knuckled, gasping for air, as items -- alarm clock, photos, books -- topple from the built-in shelves.

They orgasm in unison, both crying out with pleasure.

Gary collapses on top of her. They breathe together, their bodies exhausted, their faces radiant.

CLAIRE

You think we broke something?

GARY
Naw, just give it a couple of
minutes.

He grins down at her. She hits him and slips into a fit of giggles.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

Claire and Gary sleep intertwined, deep contentment on their faces. Suddenly, LOUD MUSIC from outside wakes Claire.

Claire creeps out of bed, careful not to wake Gary. She goes to the window and peeks out.

NOAH'S BEDROOM

The lights are on, the window ajar.

Noah appears, bare-chested. He unzips his jeans and wiggles out of them.

Claire quickly turns away, about to close the curtains when she hears a GIRL'S LAUGHTER.

Claire turns back and sees:

ALLIE

in Noah's room, kneeling down in front of Noah, her head moving back and forth rhythmically.

She's giving him a BLOW JOB.

Claire stands there, frozen with shock -- a deer caught in the ambient light of Noah's room.

NOAH'S EYES FIX ON CLAIRE -- his face angry and spiteful.

Horrorified, Claire snaps the curtains shut.

INT. PETERSON HOUSE - KITCHEN - MORNING

Claire slides a plate of eggs in front of Gary. He looks invigorated, like a new man. She looks drained.

GARY
Thanks, honey. They look great.

Gary pulls Claire to him and kisses her. She gives him a hollow smile, then wanders to the coffee pot. Her eyes stray out the window to Noah's house.

Kevin bounds down the stairs. His face lights up when he sees Gary.

KEVIN
Hey, Dad. What are you doing here?

GARY
Well, I stayed over last night.

KEVIN
Really? So ... what? Are things
going back to normal around here?

Kevin looks to Claire for an answer.

CLAIRE
Yeah, honey. Dad's coming home.

GARY
If that's okay with you.

KEVIN
Are you kidding?

EXT. PETERSON HOUSE - DRIVEWAY - MORNING

Claire and Gary kiss good-bye. Gary's lips linger, like a lover's.

GARY
I'll be home early.

CLAIRE
Sounds good.

Gary gets into his car and drives off. Claire waves, smiling.

Claire turns to get into her own car and sees Noah glowering at her from his driveway.

NOAH
What a fucking whore you are. Just
like Kevin's little girlfriend.

Claire is stunned speechless. She scrambles into her car and slams the door. She honks the horn.

Kevin rushes out of the house with his backpack and cello.

KEVIN
I'm coming!

He sees Noah.

KEVIN
Hey bro, you want a ride?

CLAIRE
(out the window)
Get in the car, Kevin.

KEVIN
(to Claire)
But I was just --

CLAIRE
Get. In. The car.

Kevin obeys, mortified. Noah smirks. Claire rolls up the window and backs out.

INT. CLAIRE'S EXPLORER (MOVING) - MORNING

Kevin turns to Claire.

KEVIN
Jeez, what's the big rush?

CLAIRE
We're going to be late.

KEVIN
No we're not.

They drive in silence for a long while.

CLAIRE
Honey ... I'd like you to stay away
from him.

KEVIN
What? Why?

CLAIRE
He's a bad influence --

KEVIN
Oh you've got to be --

CLAIRE
-- with all the fighting and --

KEVIN
I told you, Zimmer started that.

CLAIRE
Kevin, you're just going to have to
trust me on this.

KEVIN
No. You are not telling me who I
can and can't be friends with.

CLAIRE
He's not your friend!

KEVIN
Bullshit!

CLAIRE
Kevin!

KEVIN
Stop the car.

CLAIRE
Would you just listen to me for
one --

KEVIN
Stop the friggin' car!

Kevin starts to open the door, forcing Claire to stop. He
grabs his backpack and gets out.

CLAIRE
Kevin, please don't --

Kevin slams the door and stalks off down the street.

Almost immediately, Noah's Volvo pulls up to the curb ahead of Claire. The car door swings open and Kevin gets in.

Claire watches them drive off.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Students laugh and chatter, ignoring the ringing bell. Claire races in, her eyes darting to Noah's desk. Empty.

CLAIRE
Okay, everybody --

Allie giggles with a HOT GUY behind her.

CLAIRE
Miss Cambridge, if you wouldn't mind?

Allie turns to the front with a smug smile.

CLAIRE
(to the class)
As I said last class, we'll be watching "Oedipus the King" today. I advise you to pay attention. You'll be tested on this.

Claire inserts a DVD into a player and heads to the back with a remote control.

CLAIRE
Someone get the lights, please.

Claire starts the movie as the lights go out.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - LATER

Students' attention wanes as the movie drones on.

ON SCREEN

Oedipus and Jocasta (his wife and mother) embrace with joy upon hearing that the dreaded prophecy -- that Oedipus would kill his father and sleep with his mother -- was wrong.

JOCASTA
As for marrying your mother, you are not the first man to have dreamed that dream. Every man is his mother's lover in imagination or in --

Just then, Jocasta's words are replaced by the LUSTY MOANS OF A WOMAN.

Claire's students stir with confusion, then erupt in giggles as it becomes clear that the dialogue has been dubbed over with the FRENETIC SOUNDS OF TWO PEOPLE HAVING SEX.

These kids can't possibly recognize the lovers' groans as Claire's and Noah's. But Claire does.

She rushes to the DVD player, pounding on the remote. But the scene continues, the sex noises growing more feverish by the second.

The students hoot and holler as Claire frantically pushes buttons on the DVD player. Finally, the TV screen goes blank and the DVD pops out. But it's total bedlam now.

CLAIRE
Quiet! Now!

Claire slams her hand down on her desk. The room goes silent except for a few lingering snickers.

CLAIRE
Start on your homework.

Claire hurries out, DVD in hand. The students erupt again.

INT. WILKERSON PREP - LAVATORY - DAY

Claire storms in and locks herself in a stall.

With a crazed look in her eye, she rips the DVD apart and throws the pieces into the toilet.

She flushes with her foot over and over again, watching the shards gradually swirl down the drain.

She looks down at her hands, trembling and bleeding

EXT. WILKERSON PREP - TRACK - DAY

A WHISTLE blows and RUNNERS take off around the track.

Claire, hands bandaged, tromps across the field to Noah, who sits on the bleachers with a couple of other BOYS.

CLAIRE
I need to speak with you.

NOAH
I'm busy right now, Mrs. Peterson.
With "Physical Education." I
believe you're familiar with the
subject.

The boys snicker at his audacity.

CLAIRE
Okay, you're coming with me.

She grabs his arm and jerks him to his feet.

NOAH
Ow, hey. Take it easy.

His protests attract the attention of MR. SCHMIDT, the overweight P.E. Teacher, who stands some distance away.

Claire pulls Noah over to the side of the bleachers.

CLAIRE
You tape-recorded us?

NOAH
Just for my own pleasure at first.

CLAIRE
What is this? Are you trying to
punish me? Because if you think
for one minute that I'm --

Mr. Schmidt suddenly appears.

MR. SCHMIDT
Sandborn, you're up.

Noah heads off. Mr. Schmidt lingers, an uneasiness in his eyes.

MR. SCHMIDT
Everything all right, Claire?

CLAIRE
Yes. Fine.

She hurries away.

EXT. PETERSON HOUSE - DRIVEWAY - EVENING

Claire pulls in behind Gary's car. Noah's house looms over her as she unloads groceries.

INT. PETERSON HOUSE - KITCHEN - EVENING

MONDAY NIGHT FOOTBALL blares from a TV as Claire lugs grocery bags through the door.

She sees boxes of Gary's things stacked against the wall.

CLAIRE
(calling)
I'm home.

GARY (O.S)
In here.

INT. PETERSON HOUSE - FAMILY ROOM - EVENING

Claire enters to find Kevin and Gary eating pizza and watching the game. Kevin refuses to look her way.

CLAIRE
Sorry I wasn't here to help you
with your stuff.

GARY
It's okay, the boys gave me a hand.

O.S. a TOILET FLUSHES.

Noah emerges from a nearby bathroom.

NOAH
Hi, Mrs. Peterson.

Noah deliberately brushes up against her as he passes. He plops down on the couch next to Gary.

NOAH
What I miss?

GARY
It's first and third.
(to Claire)
Come sit down, honey. Have some pizza.

NOAH
Yeah, there's plenty.

Noah scoots over to create a space between himself and Gary. He pats the couch.

CLAIRE
Uh, no. I've got groceries ...

She wanders out of the room.

INT. PETERSON HOUSE - KITCHEN - EVENING

Claire puts the groceries away. Noah enters and helps himself to a soda from the refrigerator.

NOAH
Do we have any chips?

He searches through the bags and pulls some out. Claire grabs them from him.

CLAIRE
You can eat your own chips in your own home.

She turns her back on him, stuffing the chips into the cupboard. He comes up behind her. Breathes on her.

NOAH
Come over tonight. After they're asleep. Say three o'clock.

CLAIRE
Go fuck yourself.

NOAH
Let's see ... Who would you prefer
I show our video to first? Gary?
Or maybe ...
(calling out)
Kevin?

KEVIN (O.S.)
Yeah?

Claire's tough facade instantly crumbles. Then, just as he's about to call out to Kevin again:

CLAIRE
Don't.

Without taking his eyes off of Claire, Noah calls to Kevin.

NOAH
You want a soda?

KEVIN (O.S.)
Yeah, and bring some chips.

Noah reaches past Claire to the chips, pressing her against the counter.

NOAH
I'll leave a light on.

He grabs another soda and heads back to Gary and Kevin, whistling a light-hearted tune.

INT. PETERSON HOUSE - MASTER BEDROOM - NIGHT

In bed, Gary wakes from a sound sleep and reads the alarm clock: 2:55 a.m. He rolls over and sees Claire's side empty.

He sits up, blinking in the dark, and spots Claire sitting in a chair in the shadows.

GARY
Claire? What's wrong?

CLAIRE
I can't sleep.

GARY
Come back to bed.

Claire goes to him and sits on the bed.

CLAIRE
Gary, you know how you said that people make mistakes?

He nods, still half asleep.

CLAIRE
I ... while we were separated ...

GARY
Claire, I don't need to hear this.
I don't want to hear it.

CLAIRE
But --

GARY
We can't keep dwelling on the past.
It's not good for us.

He kisses her and pulls back the blankets.

GARY
Come on, get in.

She does, reluctantly.

GARY
Oh sweetie, you're freezing.

He spoons her, holding her tight, warming her. Her face is pained, guilt-ridden.

CLAIRE
I love you, Gary.

GARY
I love you, too.

He kisses her head and closes his eyes, a content smile on his face. Claire stares straight ahead, wide awake.

INT. WILKERSON PREP - HALLWAY - MORNING

The bell rings as Claire races to her classroom where students wait outside.

CLAIRE
Sorry everybody.

She unlocks the door and begins to open it. On the floor, just inside the doorway, she glimpses:

A LARGE GLOSSY PHOTO OF HER AND NOAH HAVING SEX.

Claire pushes the students back into the hall.

CLAIRE
Give me a minute guys.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Claire steps inside and locks the door behind her. The SOUND of a COMPUTER PRINTER going full tilt, fills the room.

She flicks on the lights and stares with horror.

SEX PHOTOS are everywhere: papering the walls, sticking out of desks and file cabinets, stapled to the American flag.

Scrawled across the chalkboard in a manic hand:

"ONCE MORE I MUST BRING WHAT IS DARK TO LIGHT -- OEDIPUS THE KING, 804."

INT. WILKERSON PREP - HALLWAY - DAY

Outside, students step aside for Headmaster Warren. He bangs on Claire's door and rattles the knob.

HEADMASTER WARREN
Mrs. Peterson?

ALLIE
She locked us out.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Claire races around gathering photos and stuffing them into her briefcase.

HEADMASTER WARREN (O.S.)
Mrs. Peterson, open this door.

CLAIRE
(calling)
Just a minute.

She gathers the last of the photos and she goes for the door when she notices:

THE PRINTER

churning out an endless stream of SEX PHOTOS, each frame slightly different from the previous one -- a frame by frame chronicle of their one-night stand.

INT. WILKERSON PREP - HALLWAY - DAY

Headmaster Warren pulls a KEY RING from his pocket and searches for the master.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Claire stuffs printer pages into a drawer, then yanks the plug of the printer from the wall. The machine dies in the midst of printing ONE LAST PHOTO.

She hears the KEY TURNING THE LOCK.

INT. WILKERSON PREP - HALLWAY - DAY

Headmaster Warren turns the knob just as Claire swings the door open, breathless and disheveled.

Students push past her into the room. Her eyes follow them.

HEADMASTER WARREN
What's going on here? The bell rang five minutes ago.

CLAIRE
I must not have heard it.

She glances down and sees one of the photos, face down, under Headmaster Warren's foot.

HEADMASTER WARREN
You know classroom doors are not to be locked during school hours.

He steps into the room and looks around.

Claire barely breathes as Warren's eyes travel past the partially printed photo in the printer and land on the Sophocles quote that Noah scribbled on the board.

He turns back to Claire.

HEADMASTER WARREN
I'd like to see you in my office after class.

CLAIRE
What for?

HEADMASTER WARREN
We'll discuss it then.

He turns to go when he finally notices the photo underfoot. He bends to pick it up, but Claire gets to it first and quickly folds it up.

CLAIRE
I'll be there.

INT. WILKERSON PREP - HEADMASTER'S OFFICE - DAY

Claire enters and is greeted by a haggard secretary, LORETTA, 58.

LORETTA
Go on in, hon. He should be back any minute.

INT. INNER OFFICE - CONTINUOUS

Claire enters and sits in a guest chair, facing a long wall of cabinets labeled "STUDENT FILES." Her eyes settle on the drawer labeled "R-S."

Claire glances through the open door to Loretta, who speaks on the phone, her back turned.

Claire sneaks to the cabinet and pulls open the file drawer. It SCREECHES. She freezes with panic, but hears Loretta still on the phone.

She rifles through the files until finding Noah's.

She pulls out a TRANSCRIPT from BAY VIEW HIGH SCHOOL in Milwaukee. All "A"s. In a section entitled "Disciplinary Action" there is simply the entry "None."

She scans a "Family History" document and spots his mother's name, "Rebecca Sandborn" and the notation "Deceased" next to it.

Her eye travels to his father's name, "CHARLES SANDBORN."
Next to it, appears the same notation: "DECEASED."

CLAIRE
Deceased?

OUTER OFFICE

Headmaster Warren enters, grabs some message slips from Loretta.

LORETTA
Mrs. Peterson is waiting in your
office.

HEADMASTER WARREN
Hold my calls.

He peruses his messages as he goes into the:

INT. INNER OFFICE - CONTINUOUS

Claire now sits innocently in the guest chair. Warren shuts
the door.

CLAIRE
What's this about, Ed?

He sits down behind his desk, his face grim.

HEADMASTER WARREN
I want to know what's going on
between you and Noah Sandborn.

CLAIRE
What do you mean?

HEADMASTER WARREN
Mike Schmidt reported an incident
yesterday on the field.

CLAIRE
Oh that ... It was nothing. I was
reprimanding him. For skipping
class.

HEADMASTER WARREN
Mike said you got physical with
him. You grabbed him.

CLAIRE
I may have pulled his arm a little,
just to get his attention ...

HEADMASTER WARREN
You know what our policy is
regarding physical contact with
students --

CLAIRE
Yes, of course, but --

HEADMASTER WARREN
Frankly, I'm more than a little
concerned, what with the interest
you took in him early on --

CLAIRE
Interest? I did nothing more than
I would for any student who wanted
to be in my class.

HEADMASTER WARREN
And then there's this.

He slides her a photo of a wall covered in graffiti. Phrases
such as: "I fucked Mrs. Peterson" and "Claire Peterson is
one great lay." She stares in disbelief.

HEADMASTER WARREN
It was on the wall of the boys'
lavatory across from your room.
I've had it painted over but I
intend to speak to the boys in your
class about it. Including Noah.

CLAIRE
Come on, Ed. You start questioning
the boys and you're just going to
fuel the flames of a ridiculous
rumor.

HEADMASTER WARREN
This is a serious matter.

CLAIRE
I'm sure I'm not the first teacher
whose name has appeared on the bathroom
wall. That's what boys do.

HEADMASTER WARREN
I'm not questioning your integrity,
Claire. But we can't tolerate even
an appearance of impropriety
without a thorough investigation.
It's for your own protection.

CLAIRE
That's bullshit and you know it.

HEADMASTER WARREN
(shocked)
Claire --

CLAIRE
Let's not pretend that this is
anything more than you trying to
cover your own ass. You talk to
the boys and you can expect a call
from my union rep.

Claire storms out.

INT. WILKERSON PREP - LIBRARY - DAY

Claire walks through the aisles, her eyes scanning for Noah.

She seats herself at a faraway computer terminal and logs on.

She accesses the Milwaukee Journal Sentinel newspaper archives. She types in the name "Charles Sandborn."

An OBITUARY from three years earlier pops up. A photo of "Charles Sandborn, 55" depicts a stern man with flinty eyes and thin lips.

Claire scans the article and we see the phrases: "SELF-INFLICTED GUNSHOT WOUND" and "RULED ACCIDENTAL."

Claire gapes at the screen.

EXT. WILKERSON PREP - CAFETERIA - DAY

Claire and Vicky huddle over their lunches in a faraway corner.

CLAIRE

And now he's threatening to show it to Gary if I don't continue to ... go along.

VICKY

Oh Jesus, Claire.

Vicky sits back, the wind knocked out of her.

CLAIRE

I can't go to the police. They could arrest me for sleeping with a minor.

VICKY

That is such bullshit. He's not some innocent little kid you took advantage of. He's practically a grown man. And he knew exactly what he was doing.

CLAIRE

I'm not so sure everybody would see it that way.

They fall silent until a gang of rowdy kids passes.

VICKY

You have to tell Gary.

CLAIRE

I can't.

VICKY

You don't really have a choice here.

CLAIRE

He's been trying so hard. And this is the first time in years I feel like we're really connected.

VICKY

He's got to understand. You were separated, for Christ's sake. If he hadn't cheated on you in the first place ...

CLAIRE
You can't blame him. I did this.

VICKY
Okay, but you said yourself that people make mistakes. He loves you so damn much, let him prove it.

CLAIRE
And what if Noah goes to the school with this video? Or to the police?

VICKY
Do you really think he's going to put himself in the middle of a scandal like that?

CLAIRE
I don't know. There's something not right about him.

VICKY
Yeah, no kidding ...

CLAIRE
No, I mean, all this time he's been pretending his father is alive. But I found his obituary. Noah's father died three years ago. He accidentally shot himself while cleaning his gun.

VICKY
Christ.

CLAIRE
I can't take any chances with him, Vicky. I need to get that video.

EXT. WILKERSON PREP - DAY

Dismissal time. The carpool lane is in full swing.

INT. WILKERSON PREP - CLAIRE'S CLASSROOM - DAY

Vicky puts on CLAIRE'S COAT and RED PLAID HAT AND SCARF while Claire watches Noah in the courtyard below.

CLAIRE
He's out there. Make sure he sees you, but don't get too close.

VICKY
How do I look?

Claire turns around and examines Vicky.

CLAIRE
I wear my purse on my right.

Vicky switches Claire's purse from her left shoulder to her right. Claire hands her the keys to her SUV.

CLAIRE
I'll need about an hour.

VICKY
You got it.

EXT. WILKERSON PREP - DAY

Vicky walks to the parking lot, head bowed. From a distance, she looks exactly like Claire. Noah spots her and watches her go.

Vicky gets into Claire's SUV and drives away. Noah follows in his Volvo.

A moment later, Claire emerges from the school and gets into VICKY'S MUSTANG.

INT. CLAIRE'S SUV - DAY

In her mirror, Vicky sees Noah's Volvo several cars behind.

VICKY
Come on, honey. We're going for a
nice little ride.

She turns onto the Interstate.

EXT. PETERSON HOUSE - DAY

Claire parks Vicky's Mustang in the garage, shuts the door.

EXT. NOAH'S HOUSE - BACKYARD - DAY

Claire tries Noah's door, then a couple of windows. Locked. She scours the rest of the house when she notices --

A ROSE-COVERED TRELLIS

leading to a small second-story window left open a crack.

She climbs up, thorns piercing her skin, rotted wood cracking with every step.

At the top, she can't quite reach the window. She crawls onto the steeply slanted roof and inches her way to the window, steadying herself with one foot in the gutter.

Claire pries open the window when suddenly the gutter gives way. She grabs the windowsill as the gutter clatters to the ground.

Claire hangs there, gathering strength, then hoists herself up and through the opening.

INT./EXT. CLAIRE'S SUV - DAY

Claire's SUV drives along with Noah not far behind. Vicky sees the fuel light come on.

VICKY
Oh great.

INT. NOAH'S HOUSE - NOAH'S BEDROOM - DAY

Claire enters and glances at the unmade bed, remembering. She rummages through Noah's desk drawers, but finds nothing.

She slams the last drawer and scans the room, deciding where to search next. Her eyes pass over the LeBron James poster and that's when she sees it:

A TINY HOLE in LEBRON JAMES'S EYE.

Claire climbs onto a chair to examine it. The hole in the poster extends into the wall where she sees the glint of a CAMERA LENS.

EXT. GAS STATION - DAY

Vicky pumps gas. Out of the corner of her eye, she sees Noah's Volvo idling on the side of the road.

She turns around to replace the nozzle in the pump. When she turns back, NOAH'S CAR IS GONE.

INT. NOAH'S HOUSE - NOAH'S BEDROOM - DAY

Claire opens a CLOSET DOOR. She moves boxes stacked on a shelf and finds a CAMCORDER. She opens the compartment where its DV TAPE should be ... but it's empty.

Just then, Claire's cell phone rings. She sees it's Vicky and answers.

VICKY (V.O.)
I lost him.

CLAIRE
What?

VICKY (V.O.)
I stopped for gas and I think he figured it out. He's probably headed back right now.

CLAIRE
But I haven't found the video.

VICKY
Just get the hell out of there.
Right now!

INT. NOAH'S HOUSE - KITCHEN - DAY

Claire hurries down the stairs and heads toward the back door when she hears the muffled sound of a COMPUTER PRINTER. She follows the noise to a door and opens it.

Stairs lead to a DARK BASEMENT. Claire hesitates, looks out at the empty driveway, then flicks on the light and goes down.

INT. NOAH'S HOUSE - BASEMENT - DAY

Through the shadows, Claire follows the noise to a WOODEN DOOR. She pushes it open with a STALE CREAK to reveal --

A SMALL WORKROOM

outfitted with a computer and printer. The printer churns, calibrating itself. Claire stops it.

Claire moves the computer mouse and Noah's desktop appears. She clicks on the HARD DRIVE and scans its contents.

She sees it almost immediately: A FOLDER LABELED "CLAIRE." She opens it and finds hundreds of candid photos of herself.

The early photos capture Claire performing mundane tasks: gardening, unloading groceries, taking out the trash.

But gradually they become more intimate. There's Claire reading in bed, eating dinner with Kevin, kissing Gary, and then UNDRESSING FOR NOAH AT HER BEDROOM WINDOW.

CLAIRE

Bastard.

She scrolls down and lets out a tiny gasp when she sees a MOVIE FILE. And from its thumbnail it's clear that this is what she's been looking for.

Claire drags the movie file and the photos to the trash and hits the "SECURE EMPTY TRASH" button.

A message warns that the files will be permanently deleted. Without hesitation, she hits the delete button.

Claire closes the empty folder and is about to put the computer back to sleep when she spots a FOLDER LABELED "MARISSA"

Claire opens it and sees scores of candid photos of a PRETTY FAIR-HAIRED WOMAN in her early thirties.

Claire zeros in on a series of photos taken in rapid succession:

- Marissa exits a red brick building, teenagers all about.
- She walks to a waiting car.
- She gets in on the passenger side.
- She kisses the man who is driving.

Claire enlarges a photo that includes the building. The words "BAY VIEW HIGH SCHOOL" are carved in the stone pediment.

Claire hits the print button and the printer comes to life. But just as suddenly, it stops. The display: "Add Paper."

CLAIRE

Damn it.

She rummages, finds a few stray sheets and shoves them in. The printer churns out part of the photo, then grinds to a halt. "Paper Jam."

With growing panic, Claire slams various compartments and trays until the printer resumes and spits the photo out.

Claire grabs it and runs from the room.

INT. NOAH'S HOUSE - KITCHEN - DAY

Claire emerges from the basement, ready to get the hell out of Dodge, when she sees THE MAN she once thought was Noah's father at the front door.

She panics and tries to duck out of sight but it's too late. He waves to her through the window and waits at the door. She has no choice but to answer it.

NOAH'S FATHER

Hi there. Is Noah around?

CLAIRE

Uh, no ...

NOAH'S FATHER

Jim Robie. Premiere Real Estate.

He hands her a business card complete with his photo and title: "Licensed Broker." Claire stares at it.

JIM ROBIE

And you are?

CLAIRE

... the cleaning woman.

JIM ROBIE

Oh. Great. Well, would you mind seeing he gets this? It's a copy of the recorded deed. For his files.

He hands her an envelope. She looks anxiously past him to the street, expecting Noah to pull up at any moment.

CLAIRE

Of course.

She starts to close the door, but Robie puts a hand to it. He looks her over, head tilted with curiosity.

JIM ROBIE

You don't look like a cleaning woman.

CLAIRE

I used to be a teacher. Before the budget cuts.

He nods thoughtfully, then heads to his car.

When he pulls away, Claire drops the envelope onto the welcome mat, and sprints across the lawn and into her house.

INT. CLAIRE'S EXPLORER - DAY

Vicky pulls Claire's SUV into the driveway of her ranch-style house and parks. She bends down to gather her things. When she comes back up:

NOAH

is standing at her window wearing a bone-chilling smile.

INT. PETERSON HOUSE - KITCHEN - DAY

Claire stares at the photo of Marissa while holding the phone to her ear.

SECRETARY (V.O.)
Bay View High School. Principal
Brodie's office, may I help you?

CLAIRE
Yes, I'm looking for a teacher, I
think. Her name's Marissa. I
don't know her last name, but --

SECRETARY (V.O.)
I'm not authorized to speak about
the incident. You'll have to call
back during school hours when
Principal Brodie is in.

CLAIRE
Wait a minute. What incident?

The secretary hangs up, leaving Claire blinking with confusion.

INT. PETERSON HOUSE - KITCHEN - NIGHT

A TV plays in the background as Claire finishes the dishes.

She dries her hands and peeks into the family room where Gary has nodded off in front of the TV.

INT. PETERSON HOUSE - STUDY - NIGHT

Claire sits at the desk and flicks on a computer. She
Googles "Bay View teacher Marissa."

Several news sites pop up. Claire clicks on Milwaukee's
"FOX6NOW.COM." A news headline, dated two months earlier,
appears on the screen:

"BOYFRIEND CONVICTED IN BAY VIEW TEACHER'S MURDER"

Below it is a VIDEO WINDOW. Claire hits "play."

ON SCREEN a REPORTER speaks into a microphone outside a
courthouse.

REPORTER (O.S.)
Here in downtown Milwaukee, a jury
has just returned a guilty verdict
against Alex Jacoby for the murder
Bay View High School teacher,
Marissa Sheldon.

A photo of a Marissa appears. And only now does Claire
recall seeing her photo on the news that first day of school.

REPORTER
Sheldon was found bludgeoned to
death in her apartment last May.
Detectives quickly zeroed in on
Jacoby, her live-in boyfriend, as a
prime suspect.

GARY (O.S.)
Claire?

Startled, Claire clicks off the site.

GARY
What are you doing?

CLAIRE
Oh, just checking email.

She clicks onto her email account just as Gary comes around
behind her. He rubs her shoulders, kisses her neck.

GARY
You okay? You feel tense.

CLAIRE
Been a long day.

GARY
Come on, let's go up. I'll give
you a nice, long back rub.

Gary pulls Claire to her feet and leads her out.

INT. PETERSON HOUSE - MASTER BEDROOM - MORNING

The gray light of dawn filters in. Claire slips out of bed
while Gary sleeps.

INT. PETERSON HOUSE - KITCHEN - MORNING

Claire sticks a note on the refrigerator: "Early morning
faculty meeting. Completely forgot. I love you."

EXT. PETERSON HOUSE - DRIVEWAY - MORNING

Claire backs Vicky's Mustang out of the driveway, glancing
nervously at Noah's sleeping house.

INT. VICKY'S MUSTANG - MORNING (MOVING)

Claire listens to Vicky's recorded greeting on her cell phone, then leaves a message.

CLAIRE
Vicky, I've got to go out of town
for the day. I'll drop off your
car and fill you in on the details
when I get back. Tell Warren I'm
sick, would you? Thanks.

She hangs up and follows the interstate highway sign for
MILWAUKEE WISCONSIN.

EXT. BAY VIEW HIGH SCHOOL - DAY

The red brick building from the photo. It sits on a busy
city block. No sprawling lawns here.

Claire pulls into an overcrowded lot.

INT. BAY VIEW HIGH SCHOOL - PRINCIPAL'S OFFICE - DAY

Claire sits across the desk from PRINCIPAL HELEN BRODIE, 60.

PRINCIPAL BRODIE
Marissa was a gifted teacher.
Young, energetic. The students
loved her.

CLAIRE
Did she ever mention having difficulty
with a student named Noah Sandborn?

Brodie's eyes become alert although her voice remains casual.

PRINCIPAL BRODIE
Noah Sandborn ...

CLAIRE
You must remember him. He was here
through his junior year. Before
transferring to Wilkerson Prep this fall.

PRINCIPAL BRODIE
Oh, yes. A wonderful student.
Very bright, as I recall. Top of
his class.

CLAIRE
I'm sure. But I was hoping to talk
to you off the record.

PRINCIPAL BRODIE
I beg your pardon?

CLAIRE
Noah Sandborn has been a problem at
Wilkerson. He's been extremely
aggressive. Sexually. Toward
certain female faculty members.

PRINCIPAL BRODIE
I can assure you we experienced no
such problem with him.

CLAIRE
Oh really.

Claire thrusts the photo of Marissa Sheldon at her.

CLAIRE
I found this on his computer. There
are hundreds more. All of Marissa.

Principal Brodie stares at the photo, her mind calculating.

CLAIRE
He was stalking her --

PRINCIPAL BRODIE
Oh, this doesn't --

CLAIRE
-- and I suspect there was
something going on between them.

PRINCIPAL BRODIE
Absolutely not!

CLAIRE
Perhaps you were unaware.

PRINCIPAL BRODIE
Mrs. Peterson, I run a tight ship here.
I certainly would have been alerted to
any such impropriety.

Just then there is a quick knock at the door and RHONDA
SALAZAR, 27, fresh-faced but plain, enters.

RHONDA
Helen, I have those figures you --

Rhonda sees Claire and the distressed look of both women.

RHONDA
Oh, I'm sorry. I'll come back ...

PRINCIPAL BRODIE
No, no, Ms. Salazar, that's quite
all right. I'll take them.

As Rhonda hands some papers to Principal Brodie, her eyes travel
to the photo of Marissa on her desk. Rhonda blanches, then looks
to Claire, who meets her gaze.

CLAIRE
(to Rhonda)
Are you a teacher here?

RHONDA
I'm a guidance counselor.

PRINCIPAL BRODIE
Mrs. Peterson --

CLAIRE
Did you know Noah Sandborn?

PRINCIPAL BRODIE
Mrs. Peterson! You will direct
your questions to me.
(to Rhonda)
Will you excuse us, please?

Rhonda hurries out. Principal Brodie turns to Claire.

PRINCIPAL BRODIE
Let me be absolutely clear. While
it's possible that this young man
harbored some kind of schoolboy
crush on Marissa, I can assure you
nothing ever came of it. And I
will not allow you to disparage the
memory of one of Bay View's finest
teachers, not to mention the
reputation of this school.

She stands abruptly and opens the door.

PRINCIPAL BRODIE
Now if you don't mind ...

EXT. BAY VIEW HIGH - PARKING LOT - DAY

Claire waits in her car. Rhonda appears, heading toward her
car. Claire scrambles out.

CLAIRE
Ms. Salizar!

Rhonda turns to see Claire approaching fast. Her face
registers panic. She picks up her pace.

CLAIRE
Please wait.

RHONDA
I can't help you.

CLAIRE
You know something. I saw the look on
your face when you saw that photo.

RHONDA
I don't know anything.

Claire grabs her by the arm.

CLAIRE
He's trying to hurt me. And my
family. I need your help. Please.

EXT. BAY VIEW HIGH SCHOOL - DAY

Claire and Rhonda huddle in a secluded spot at the outskirts of a
soccer field. Players scrimmage in the distant background.

RHONDA
She had an affair with him. When
she tried to break it off, he
threatened ... all kinds of things.

CLAIRE
Oh my God ...

RHONDA
You have to understand, Mrs.
Peterson. Marissa was a good
person. She was just naive. And
very lonely.

CLAIRE
What about her boyfriend?

RHONDA
Alex treated her like shit -- made
her feel completely worthless.
Noah saw how vulnerable she was,
how much she needed to be loved.

CLAIRE
And he took advantage.

RHONDA
He knew every button to push. And
he could be quite the charmer. But
something tells me you already know
that.

Claire lowers her eyes, ashamed.

RHONDA
As big a creep as Alex was, I never
believed he killed her. He wasn't
the kind to do something like that.

CLAIRE
What are you saying? He was set
up?

RHONDA
Marissa would tell me things about
Noah. How jealous he was of Alex.
How desperate he became when she
tried to end it. I didn't think
much about it. But then, after
Marissa's murder, I happened see to
something in Noah's file. Something
I wasn't supposed to see.

CLAIRE
Tell me.

RHONDA
Noah's mother hanged herself when
he was eleven.

CLAIRE
No ...

RHONDA
And that's not the worst of it.
She had been molesting him since he
was a little boy. Apparently she
couldn't live with herself anymore.

Rhonda holds Claire's shocked gaze.

RHONDA
I'm no child psychologist, Mrs.
Peterson. But I'd guess trauma
like that makes for one pretty
fucked up kid.

INT. VICKY'S MUSTANG - DAY

Claire speeds down the highway, her phone to her ear.

INT. GARY'S MERCEDES - DAY

Gary's answers his phone as he pulls into the driveway with Kevin.

GARY
Hello?

INTERCUT with Claire in Vicky's Mustang.

CLAIRE
Gary. Where are you?

GARY
Where are you? Kevin said you
weren't at school today.

CLAIRE
Is Kevin with you?

GARY
Yeah. We just pulled in.

CLAIRE
Thank God. Where is Noah?

Gary and Kevin get out of the car.

GARY
I don't know. Why?

CLAIRE
Gary, listen. Go inside and lock
the doors. And whatever you do,
don't let Noah in.

GARY
What's going on?

CLAIRE
We need to talk. I'm on my way.
Just promise me you'll do it.

GARY
Okay.

Gary hears the click on the line and follows Kevin inside. He looks back at Noah's house as he shuts the door behind him.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Gary fumbles about, cooking dinner. Through the window, he sees Noah in his kitchen. Noah smiles and waves. Gary returns a friendly salute.

Gary's phone rings. He digs it out of his pocket and answers.

GARY
Hello?
(a beat)
Yeah, hey Rick.
(a beat)
No, he sent it this afternoon.
Want me to forward you a copy?

INT. PETERSON HOUSE - STUDY - NIGHT

Gary enters and sits down at the computer, the phone still to his ear. He scrolls through his email messages.

GARY
(into the phone)
I could have sworn you were copied
on it ... Yeah, here we go.

He forwards the email to Rick, then leans back in his chair.

GARY
So how'd your meeting go?

INT. VICKY'S MUSTANG - NIGHT

Claire speeds through the streets of her neighborhood until finally her warmly lit house comes into view.

INT. PETERSON HOUSE - STUDY - NIGHT

Gary sits with his feet up, talking on the phone. Suddenly, his computer DINGS with an email alert. He squints at the screen and sees a new untitled EMAIL FROM NOAH.

GARY
No problem, Rick, anytime. See you
tomorrow.

Gary sets his Blackberry down and opens Noah's email. Inside is a VIDEO FILE accompanied by the message, "Watch Me."

Off Screen the door slams.

CLAUDE (O.S.)
Gary?!

GARY
In here!

He moves the mouse cursor over the video file but just before he clicks on it, Claire bursts in, her face grave.

GARY
What's the matter?

CLAIRE
Oh Gary ... something terrible ...

GARY
What is it?

Claire falls to her knees before him and seizes his hands.

CLAIRE
You have no idea how sorry I am.
I never meant to hurt anyone --
especially you.

GARY
Honey, just slow down and tell me
what happened.

CLAIRE
It's Noah, Gary. I was so stupid --

Just then, they hear a sharp CRY OF DISTRESS from Kevin upstairs. Gary gets to his feet.

GARY
(calling)
Kev? You okay?

There is the LOUD POUNDING of feet on the stairs, then Kevin appears in the doorway, an OPEN LAPTOP in hand. He glares at Claire, angry tears in his eyes.

KEVIN
So this is what it's all about --
why you don't want me around him.

CLAIRE
Kevin --

GARY
What's going on?

KEVIN
See for yourself.

Kevin slams his laptop down on Gary's desk. The same email Gary received from Noah is open on Kevin's screen.

KEVIN
(to Claire)
You're a fucking hypocrite, you
know that?!

He storms out. A moment later, the front door SLAMS.

CLAIRE
Gary, please let me --

But before she can utter another word, he clicks on the video file from Noah on Kevin's laptop.

ON THE SCREEN:

Noah and Claire fall onto his bed. He crawls on top of her, rips off her shirt, kisses her breasts. She moans.

The blood drains from Gary's face.

CLAIRE
Gary, please, stop it --

But he continues watching, his expression wooden. SEX NOISES mount in volume and intensity, filling every corner of the room.

CLAIRE
Stop it!

She slams the laptop shut and sends it crashing to the floor. Gary stands there, stunned.

CLAIRE
It was a mistake --

GARY
All this time ...

CLAIRE
It was only once. While we were separated.

GARY
Jesus ... You let me quit my job ... move back in ...

CLAIRE
I tried to tell you. So many times, I --

GARY
You let me think we were starting over.

CLAIRE
We were.

GARY
Starting over means being honest!
(a beat)
I may have done a really shitty thing, but I came clean. From day one, I took complete responsibility.

CLAIRE
Yeah, after you cheated on me!

Good point, but Gary doesn't even hear her.

GARY
And your god damn sanctimonious attitude. Judging me. While here you are fucking the kid next door!

CLAIRE
He is no kid.

GARY
He's seventeen years old! He's your student! Christ, you could go to prison for this. Did you even think of that?

CLAIRE
He's a predator, Gary. And I'm not the first one he's targeted. He was involved with a teacher from his other school. And I think he killed her.

GARY
That's ridiculous.

He heads for the door, leaving his Blackberry behind. Claire follows, her hysteria growing.

CLAIRE
Where are you going?

GARY
To find Kevin.

CLAIRE
I'm coming with you.

GARY
No you're not. You've done enough.

He goes out, slamming the door behind him. Tears falling down her cheeks, she watches Gary's car pull away.

Claire takes off her coat and opens the closet door to hang it up. And that's when she sees it.

Hanging on the empty coat hook is CLAIRE'S BURBERRY HAT AND SCARF that Vicky wore when acting as a decoy the day before.

A note pinned to it says: "THE GREATEST GRIEFS ARE THOSE WE CAUSE OURSELVES. SOPHOCLES, OEDIPUS THE KING."

INT. VICKY'S MUSTANG - NIGHT

Claire drives, her cell phone to her ear.

VICKY'S VOICE (V.O.)
I'm busy, you're busy. Leave your number and we'll get busy together.

CLAIRE
Vicky, I need to know you're okay.

Claire waits for an answer but there's only silence. She throws down her phone and steps on the gas.

EXT. VICKY'S HOUSE - NIGHT

Claire screeches into Vicky's driveway, her headlights illuminating her own SUV just where Vicky parked it last. Claire jumps out and hurries toward the dark house.

At the side door, she rings the bell and peers through the window. Inside, a BLACK CAT stares out at her.

Claire raps on the window. The cat startles and scampers off.

CLAIRE
Vicky! Open up! It's me!

No answer. Claire removes A KEY hidden under a potted plant.

INT. VICKY'S HOUSE - KITCHEN - NIGHT

Claire enters, flicks on a light.

CLAIRE
Vicky?

The cat meows at her from a distance, then runs into:

INT. LIVING ROOM - NIGHT

Claire walks through, noticing nothing out of place. She comes to a door open only a crack. The cat squeezes in.

CLAIRE
Vicky?

Claire pushes the door open and peers into:

INT. BEDROOM - NIGHT

Dimly lit from the light of an adjoining bathroom.

Claire enters, looks around. The cat weaves between her legs, purring loudly.

CLAIRE
Hey, you're all wet.

She looks down and sees ...

HER SHINS COVERED IN BLOOD

She cries out and the cat scurries into the bathroom, painting a blood stain on the door.

Claire presses a trembling hand to the bathroom door and pushes it open.

A FIGURE suddenly appears in front of her.

Claire jumps back. Then sees it's just her own reflection in a full length mirror. She forces herself to go in.

INT. BATHROOM - NIGHT

The bathtub is shrouded by a BLOOD-SPATTERED SHOWER CURTAIN. Filled with dread, Claire flings the shower curtain open. To her surprise, the tub is empty, spotless.

She stares, bewildered. Then, in the quiet, she hears a SLOW DRIPPING. She slowly turns and sees:

VICKY'S BODY

hanging on the back of the door, the towel hook skewered through her throat, her blood dripping onto the white tile.

Claire reels back, gripping the sink to keep from collapsing. She staggers out of the room.

EXT. VICKY'S HOUSE - NIGHT

Claire heaves with sobs as she races to Vicky's Mustang. She gets in and takes off, her tires squealing.

INT. VICKY'S MUSTANG - NIGHT

Claire searches her purse for her phone. She veers over the double yellow line and into the path of an oncoming car.

A HORN WAILS.

Claire careens back into her own lane with no time to spare. She finds her phone and dials.

GARY'S VOICEMAIL (V.O.)
You have reached Gary Peterson ...

CLAIRE
Dammit!!!
(after the beep)
Vicky's dead, Gary. Stay away from
the house ...

EXT. PETERSON HOUSE - NIGHT

Gary's Mercedes pulls into the driveway.

INT. GARY'S MERCEDES - CONTINUOUS

As Gary parks, a bleary-eyed Kevin sitting next to him notices a light in Noah's bedroom window.

Suddenly, Kevin scrambles out of the car and rushes toward Noah's house.

GARY
(calling)
Kevin! No!

EXT. NOAH'S HOUSE - DAY

Before Kevin even gets to the door, Noah swings it open.

NOAH
Hey, man. No hard --

Kevin punches him in the gut. Noah doubles over with a groan. Then, he begins to laugh.

NOAH
Look pal, if you really want to do
some damage, you aim for the face.

Kevin swings at Noah's jaw. Noah dodges the punch. Kevin swings again but gets only air. Infuriated, he tackles Noah to the floor and flails at his head and chest.

KEVIN
You fuckin' ... You were my friend.

Gary arrives and pulls Kevin off.

GARY
Kevin. Come on. Come on. That's
no way to handle this.

Kevin fights Gary, but emotion soon overwhelms him and he collapses against Gary with a sob.

GARY
It's going to be okay. We're going
to work this out. As a family.

Noah staggers to his feet.

NOAH
You think she wants any part of
your pathetic little "family."
All your "be a bigger man"
bullshit. From the guy who fucks
around. Some big man, Gary.
(to Kevin)
And you, you self-centered little
prick. When was the last time you
even told her you loved her?
You both had your chance. I'm the
one she turned to when she needed
someone. I am her family.

Gary stares at Noah, the kid's madness fully dawning on him.

GARY
She was right. You are one twisted
little bastard.

With that, Noah charges at Gary, but Gary grabs him by the collar and slams him against the wall.

GARY
Let me tell you something, you piece
of shit. It's going to take a hell
of a lot more than some little boy to
tear this family apart.

Gary lets go of him and puts his arm around Kevin.

GARY
Come on, Kev. Let's go home.

They leave together. Noah remains pressed against the wall, shaken.

INT. VICKY'S MUSTANG - NIGHT

Claire weaves through traffic, the phone to her ear.

DISPATCHER (V.O.)
Cook County 911, what is the nature
of your emergency?

CLAIRE
My family is in danger.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Gary and Kevin enter. Kevin rushes up the stairs.

INT. PETERSON HOUSE - KEVIN'S ROOM - NIGHT

Kevin enters, throws himself onto the bed and flips on the stereo. Cello music pours out. Defiantly, he cranks it up.

INT. PETERSON HOUSE - STUDY - NIGHT

As the cello music plays upstairs, Gary picks up Kevin's laptop from the floor. He sees Noah and Claire frozen on the screen. He closes the video window and deletes the video.

With shaky hands, he pours himself a drink. Swallows it in one gulp. Pours another.

He spots his Blackberry sitting on the desk where he left it and sees a voicemail message from Claire.

Suddenly, there's a LOUD CLATTER from another room.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Gary enters, sniffing the air.

GARY
What the hell?

He follows the smell to the basement door and opens it. Thin WISPS OF SMOKE greet him.

He rushes to the cupboard under the sink and roots around.

NOAH (O.S.)
Looking for this?

Gary turns as a FIRE EXTINGUISHER comes at his face, sending him to the floor. He's stunned but fully conscious.

Noah watches him struggle to get up. Then he raises the extinguisher and brings it crashing down on Gary's skull.

Gary stares at Noah with blank eyes, then falls back with a thud. Out cold.

INT. PETERSON HOUSE - KEVIN'S ROOM - NIGHT

The cello music blares as Kevin washes his face. When he comes up from the sink and opens his eyes, he sees a flash of something behind him in the mirror.

He whirls around and looks into his room. Nothing. He goes back to rinsing his face.

The music abruptly stops. Kevin looks up, puzzled. Drying his face, he goes to the stereo and sees that the switch has been flipped off.

He notices the eerie quiet of his surroundings.

KEVIN
(calling)
Dad?

Kevin swings open his door and is met with a PUNCH IN THE FACE from Noah. Kevin drops to the floor.

NOAH
What I tell you? The face, man.
Works every time.

Kevin struggles to get up, but Noah slugs him over and over again. Blood spurts from Kevin's nose and lips.

Through blurred vision, Kevin sees Noah above him, raising KEVIN'S CELLO up into the air.

THE STEEL TAIL-SPIKE OF THE CELLO

hovers over Kevin then plunges down, headed straight for Kevin's groin.

Kevin rolls away just before the tail-spike pierces the carpet and the floor below it. While Noah struggles to yank the cello free, Kevin scrambles to his feet and runs out.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Smoke fills the room. An alarm shrieks. Kevin bounds down the stairs.

KEVIN
Dad!

Kevin doesn't see Gary's body lying behind the kitchen island. But he hears Noah coming right behind.

Kevin flings open the back door and runs out into the night.

Noah barrels down the stairs in hot pursuit. Before following Kevin out, Noah stops to grab a BUTCHER KNIFE from the knife block on the island.

He starts for the door when Gary reaches out and grabs Noah's ankle, tripping him.

Noah sees Gary's eyes cracked open behind a veil of blood.

NOAH
A little late in the game for
heroics, Gary.

Noah plunges the knife into Gary's gut. Gary HOWLS with pain.
Noah pulls the knife out and wipes it clean on Gary's pants.
He heads out the door.

EXT. PETERSON HOUSE - NIGHT

Claire skids into the driveway nearly ramming Gary's car.
She jumps out and races to the house.

INT. PETERSON HOUSE - KITCHEN - NIGHT

Claire rushes in, crazy with panic, choking on the smoke.

CLAIRE
Gary? Kevin?

A MOAN comes from behind the island. Claire finds Gary
clinging to life.

CLAIRE
Gary. Oh my God.

GARY
Kevin

CLAIRE
Where is he?

EXT. WOODS - NIGHT

Kevin runs through dense trees. He looks back for Noah and
his foot catches a tree root. He tumbles to the ground.

He lies there for a moment, listening. Silence. Then, the
CRUNCH OF FOOTSTEPS and an eerily calm voice.

NOAH (O.S.)
I know you're here, bro. I can
smell you.

Kevin sees Noah walk by, less than thirty feet away. The
KNIFE IN HIS HAND glints in the moonlight.

NOAH
Come out and fight like a man.
Even your chickenshit father did in
the end.

Noah disappears behind some trees. Kevin takes off in the
opposite direction.

Noah hears him and turns to see his shadowy figure heading
deeper into the woods. He follows, the gleam of the hunter
in his eyes.

EXT. PETERSON HOUSE - FRONT LAWN - NIGHT

A faraway SIREN WAILS as Claire pulls Gary to safety.

CLAIRE
I've got to find them.

GARY
No. He'll kill you ...

CLAIRE
I love you, Gary.

Claire runs off toward the woods, stopping only to grab a SHOVEL leaning against the garage.

EXT. WOODS - NIGHT

Kevin stops in the clearing. With the RAVINE up ahead and Noah right behind, he's got nowhere to run.

He spies the FALLEN SYCAMORE and tucks himself under its massive trunk, accidentally brushing against the TIRE SWING and setting it in motion.

Noah enters the clearing.

NOAH
Come on, Kev. I'm not going to hurt you. I just want to talk.

Noah notices the tire swing moving. He goes to it and stops it. His eyes scan the area.

KEVIN

sees Noah's legs so close he could reach out and touch them. He barely breathes.

NOAH

circles the clearing, searching, as DISTANT SIRENS grow louder. His impatience builds.

NOAH
So you're just going to let me get away with it? I fucked your mother, man. You should have seen her. Begging me for it ...

KEVIN

shakes with rage, but remains silent.

NOAH (O.S.)
... like a dog. So I gave it to her. Just like she wanted it.

NOAH

stomps around with growing frustration, slashing the brush with his knife.

NOAH
 I fucked your girlfriend, little
 whore. I fucking butchered your old
 man right there on your kitchen
 linoleum. And you're just gonna
 run away and hide, you candy-ass
 son-of-a-bitch!

Suddenly, Claire's voice echoes through the trees.

CLAIRE (O.S.)
 Kevin!

NOAH
 Here comes mommy, Kevin. You going
 to wait for her to rescue you?

Noah calls out, mimicking Kevin's voice.

NOAH
 Mom!

CLAIRE

hears Noah's call as she runs through the woods.

CLAIRE
 I'm coming!

KEVIN

scrambles out from his hiding place.

KEVIN
 (calling to Claire)
 He's got a knife!

NOAH
 Finally. A set of balls.

Noah lunges for Kevin with his knife. Kevin dodges him.
 Noah comes at him again, but this time Kevin grabs his wrist.

They lock in a struggle over the knife. The blade inches
 ever closer to Kevin's throat.

Finally, in an act of utter desperation, Kevin knees Noah in
 the groin. While Noah is doubled over in pain, Kevin tackles
 him. The knife goes flying.

The two boys wrestle. Kevin lands a couple of lucky punches,
 but Noah quickly gains the upper hand and pummels Kevin until
 he PASSES OUT.

Straddling Kevin, Noah raises a large rock overhead and is
 about to crush Kevin's skull with it, when...

WHACK!

Claire's shovel bashes Noah upside the head. He keels over
 and lies motionless in the dirt.

Claire rushes to Kevin. She listens for breathing, wipes the
 blood from his face.

CLAIRE
Kevin? Can you hear me? Come on,
honey. Wake up ...

Noah starts to come to. Claire shakes Kevin.

CLAIRE
Kevin!

Noah groans and sits up. Claire scrambles to her feet, wielding the shovel like a batter anticipating a four-strike fastball.

CLAIRE
Stay away, Noah. I'm warning you.

Noah gets to his feet, but keeps his distance.

NOAH
He doesn't appreciate you, Claire.
Not like I do.

CLAIRE
Like the way you appreciated your
mother?

NOAH
You know nothing about my mother or
how it was between us! She loved me!
The way you love me.

CLAIRE
No ...

NOAH
You do. I know you do. I saw it
in your eyes that night. It
doesn't just go away.

CLAIRE
Stay where you are!

NOAH
I saw it!

Suddenly, Noah charges her. Claire swipes at him but he's too quick. He comes in low and tackles her to the ground.

Claire thrashes and flails like a wild animal. Noah straddles her writhing body, enduring her blows until pinning her arms above her head.

Defeated and exhausted, Claire grows still.

Noah breaths heavily, exhilarated. He leans in to kiss her, but she turns her head away. And that's when she sees it.

THE KNIFE

in the dirt, out of reach but a lifeline just the same.

Noah nuzzles Claire's neck and begins to move on top of her, pressing his pelvis into her, humping her.

Gradually, Claire begins to move with him. She moans with pleasure. Purrs into his ear.

CLAIRE
How do you do this to me?

With growing excitement, Noah's kisses travel up to her face, to her lips. She kisses him deeply.

NOAH
You see how good we are together?
I am all you need. Not them.

She nods, her eyes sincere. He smiles and leans in for another kiss when Claire LUNGES up and BITES HIS NOSE.

Noah howls and thrashes wildly, his blood spurting. But Claire hangs on like a pit bull.

Noah digs his fingers into her eyes and bashes her face with his fist until finally she releases him. He jumps to his feet, blood gushing from his nose.

NOAH
You bitch!

She dives for the knife but before she can reach it, Noah grabs her hair and yanks her to her feet.

He pushes her up against a WEATHERED WOODEN FENCE -- a flimsy barrier between them and the RAVINE.

NOAH
I loved you!

Noah clamps his hands around Claire's throat and slowly squeezes the life out of her.

CLAIRE
Please. Noah ...

Suddenly, off screen there's an almost INHUMAN ROAR.

Noah turns to see Kevin charging toward them.

KEVIN
MOTHER FUCKER!!!!

Kevin rams Noah against the fence with A CRACK and lands a few blows to Noah's already mangled face.

Noah rallies, grabbing Kevin by the shirt and swinging him around against the fence with ANOTHER CRACK.

Noah pummels him in the gut. Kevin stays on his feet but

THE FENCE

splinters with each blow until finally, with the last punch, it gives way. The boys go tumbling over the side of the cliff.

CLAIRE
No!

Claire dashes to the cliff's edge and peers down into the black abyss. She can make out only the vague contours of a NARROW OUTCROPPING OF ROCK about fifteen feet below.

CLAIRE
Kevin?

KEVIN (O.S.)
(barely audible)
Mom ...

CLAIRE
Hang on!

Claire finds Noah's knife and cuts the rope of the tire swing with it. She ties one end to a tree and sends the other end over the cliff.

CLAIRE
Can you reach the rope?

After a moment, there's a tug.

CLAIRE
Good. Now climb up.

She sits on the ground and coils the rope around her hands. Kevin's weight is almost too much for her, but she holds on fast, taking up the slack whenever she can.

After a few moments, she sees his hand reach up over the edge. Claire grabs his wrist and pulls him up.

As the top of his head emerges from the darkness, he lets out a small GRUNT OF EXERTION.

Claire stops cold, unnerved.

CLAIRE
Kevin?

He turns his blood-covered face up to her. And it's not Kevin's eyes she's looking into.

IT'S NOAH.

Claire recoils and releases his wrist.

As Noah slides over the edge, he grabs Claire's foot, dragging her with him. She snags the rope just before going over.

OVER THE SIDE OF THE CLIFF

Claire dangles from the rope with Noah clinging to her. She squirms and kicks, but he's attached to her like a leech.

After a moment, he begins a slow and steady climb up the length of Claire's body. His fingers rip her clothes, dig into her flesh. Her grip grows weaker by the second.

CLAIRE
I can't hold on.

He presses his lips to her ear, hissing.

NOAH
Go ahead. Let go.

But she doesn't. And he hoists himself up to solid ground.

Noah crouches down and extends his hand to her. Claire stares up at him defiantly.

NOAH
I'd never do anything to hurt you,
Claire.

Claire's HANDS SLIP.

NOAH
You can trust me.

His face is as innocent as a choirboy's.

Claire hesitates, then reaches out and grasps his hand. She gives a hint of a smile before her grip tightens.

CLAIRE
But you can't trust me.

NOAH'S EYES

widen with surprise as Claire yanks him over the cliff.

He lets out a BLOOD-CURDLING SCREAM as his body bounces off the outcropping of rocks and plummets to the bottom of the ravine.

Claire hangs there, gasping for breath. Then she slowly climbs up. Fighting back tears, she peers into the ravine.

CLAIRE
Kevin!

But there's no response. Claire falls to her knees and wails with despair. Then, suddenly there's weak cry.

KEVIN (O.S.)
Mom

Claire sees the rope MOVING. She peers into the ravine and sees Kevin climbing up.

When he nears the top, Claire reaches out for him.

THEIR HANDS clasp together, united. Claire pulls Kevin to safety.

Now on solid ground, Kevin falls into his mother's arms. They hold each other as SIRENS WAIL in the distance.

FADE OUT.

FADE IN:

EXT. PETERSON HOUSE - DAY

A "SOLD" sign is staked on the snow-covered lawn. Claire and Kevin load boxes into a U-Haul trailer.

CLAIRE
You got everything?

KEVIN
Except for my laptop.

He runs off to the house.

A POSTAL TRUCK pulls up and a MAILMAN hops out.

MAILMAN
Need a signature.

Claire signs for it. He hands her an envelope and drives off.

Claire stares at the return address: ILLINOIS STATE BOARD OF EDUCATION.

She opens it and unfolds an official looking letter. She reads: "We hereby inform you that your teaching license has been permanently revoked."

Claire smiles sadly and folds up the letter. She glances up at the garage.

INT. PETERSON GARAGE - DAY

Dark and dusty. The automatic garage door opens.

Claire enters and looks around for anything she might have left. She spots a small box containing dormant flower bulbs.

GARY (O.S.)
Honey?

Claire looks up and sees Gary, a jagged scar visible on his shorn scalp, his movements stilted as if still nursing his wounds.

GARY
You about ready to go?

Claire goes to Gary. They wrap their arms around each other and walk to the car where Kevin waits.

We remain in the garage as the automatic door descends, leaving us in total darkness.

FADE OUT.

THE END