

Friends With Benefits

("Pilot")

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FRIENDS WITH BENEFITS

COLD OPEN

SFX: "Electric Avenue" and the squeaking of a mattress.

INT. BEN'S BEDROOM - AFTER MIDNIGHT

The squeaking stops as a woman, SARA WELKER (28), rolls off a man, BEN HARRISON (27). They look up at the ceiling, catching their breath. Sara leans over and shuts off the music.

SARA
You realize that's a weird song to
have sex to?

BEN
Is it?

SARA
You have 16,000 songs on your Ipod.
You chose that one. Just saying.

BEN
I like that song.

SARA
Yeah I could tell.

BEN
(singing)
"We gonna rock down to..."

SARA
Not getting less weird...

BEN
(now doing a little dance)
"And then we take it higher."

Sara stands up to get dressed.

BEN
So... was it all that you hoped for?

SARA
It was... ok.

BEN
What do you mean "ok?"

SARA
I've had better.

BEN
Really...? I have rugburn on the top
of my head.

SARA
What are you talking about?

BEN
What are you talking about?

SARA
My date tonight.

BEN
(beat)
Right. Me too.
(beat)
I thought you liked this guy.

SARA
I did. I mean I do. We had a great
time tonight.

INT RESTAURANT - EARLIER THAT NIGHT

Where a good-looking guy, RICH (30s, Anchorman-style haircut), raises a glass to toast Sara. It's a nice, romantic moment.

INT BEN'S BEDROOM - SAME

BEN
But...?

Off her look, CUT TO:

INT. RESTAURANT - EARLIER THAT NIGHT

Right after the toast, Rich's IPhone buzzes. He checks it.

RICH
Bears up by 10 in the 4th. Hi five!

INT. BEN'S BEDROOM - AFTER MIDNIGHT

BEN
He blew it.

Sara throws on a pair of hospital scrubs.

SARA
I don't know if he "blew it."
(off his confused look)
What? He's cute. He's got great hair.
He's the VP of a company.
(beat)
You're a guy, you wouldn't
understand.

BEN
I understand. He's a douche.

SARA

He's not a douche. And I want three kids.

BEN

Sorry?

SARA

A girl and two boys, each two years apart. Which means if I'm not married by, like, June, then there's a 40% chance my youngest is born with a tail.

BEN

Sara... you're 28.

SARA

Exactly. I can't just sit around and wait like you do.

BEN

I don't sit around and wait. I'm out there. I'm looking.

(off her dismissive look)

I go on more dates than you.

SARA

You go on first dates.

BEN

I'd be happy to start with third dates but most girls won't let me.

SARA

Haha. So what was wrong with the girl last week?

BEN

(beat)

She didn't like "Top Chef."

Sara picks up a pillow and throws it at Ben.

BEN

It's a great show!

SARA

Do you even want a relationship?

BEN

That's all I want! Someone to eat brunch with and... wake up next to and... wear sweatpants around. I want that more than anything I just... haven't found the right girl yet.

(off her look)

(MORE)

BEN (CONT'D)

I am trying. Gotta date tomorrow
night I'm excited about...

SARA

You'll find something wrong with her.
You always do.

BEN

Go make babies with Phone Guy.

SARA

Maybe I will. If he calls.

BEN

He'll call. He's Phone Guy.

Sara kisses him on the cheek.

SARA

Next time I pick the music.

When she's halfway out the door:

BEN

Sara --
(she comes back in)
I'm not that bad, am I?

SARA

No, Ben. You're great.
(beat)
That rugburn was totally worth it.

And with that, she's gone.

END OF COLD OPEN

ACT ONE

INT. CHICAGO MOVIE THEATRE - NIGHT

Ben sits watching "Caddyshack." He belly laughs at the movie. All around him people are reacting similarly. Not so Ben's DATE (late 20s).

BEN
What's the matter?

DATE
Nothing. This is fun. I'm having fun.

BEN
OK, good.

DATE
(beat)
I just don't think this is funny. And that gopher looks fake.

Off Ben's horror, CUT TO:

INT. MALONEY'S TAVERN - NIGHT

Where Ben sits with Sara (in her scrubs) and his best friend AARON GREENWAY (27, nerdily cute). Reacting to the previous:

AARON
That is sick! I don't even -- Who does this girl think she is?

Sara and Ben exchange a look.

SARA
I'm not saying a word.

BEN
(to Aaron)
Let me ask you something... you think I'm too picky?

AARON
No I think you're selective. It's a good thing.

HOON (27, Aaron's roommate, Ed Hardy style douchebag) walks up, flicks Aaron's ear. When Aaron turns reflexively, Hoon steals his drink. The whole thing takes half a second.

HOON
Who rejects a girl cause she doesn't like a movie?

SARA

For the first time in history, I agree with Hoon.

BEN

(to Aaron)

What's he doing here?

AARON

Followed me. Nothing I could do.

BEN

Sense of humor, Hoon. It's important.

HOON

Really, Ben? Can you have sex with her sense of humor...? Can you play leapfrog with her sense of humor while her sorority sister films it...? I rest my case.

Beat as everyone absorbs that. And then ignores it.

BEN

The worst part is... I was gonna bring her to my sister's wedding. Molly will kill me if I don't bring a date.

AARON

Why would she care?

SARA

You know how expensive these things are? You RSVP'd plus one, you'd better show up plus one.

A girl comes in from outside dressed head to toe in a bumblebee costume. This is RILEY KULECK (24, effervescent, adorable). Upon seeing Hoon:

RILEY

(to Sara)

What's he doing here?

Sara rolls her eyes. Aaron just throws up his hands. Nothing he could do. Meanwhile, Riley has hopped over the bar and begun to change out of her costume in front of the gang. They look at her like what's up with that?

RILEY

This guy I'm seeing...

As if that explains anything. Sara's beeper buzzes.

SARA

Back to work.

BEN
See you later maybe?

SARA
(shrugs)
Text me.

And that's that. She leaves. As Riley changes, Aaron looks away, uncomfortable while Hoon is enjoying the show.

HOON
Daddy like.

RILEY
Look away or I will punch you in the balls.

HOON
You'd still be touching them...
(snaps out of it)
What were we talking about?

AARON
His sister's wedding.

HOON
I got the perfect girl for you. Her teeth pop out.

RILEY
Why would that be the perfect...
ohhhh.
(beat)
Ewww!

HOON
Someone else then. There's loads of girls out there. Here, I'll show you--

They try to stop him but it's too late. Hoon heads over to hit on a BLONDE at the other end of the bar. As soon as he's gone, the guys turn away.

AARON
Look at Hoon. Out there sleeping with a different woman every night. That's not what you want.

BEN
(suddenly conflicted)
No... that's.... No.

AARON
You're a romantic. Like me...

BEN
That's... not it either.

AARON

But you know what I'm saying. Why waste time on someone who isn't your soulmate?

BEN

You've been watching The Notebook again, haven't you?

AARON

Ben, they were meant for each other. And I'll tell you, the first time I saw Kelly Finelli, it was like a lightning bolt, no, like a taser to my soul. I knew instantly she was the one.

Both Ben and Riley roll their eyes at this.

BEN

You realize you've said that about every girl you've ever dated, right?

AARON

I've never felt this way before.

SERIES OF SHOTS

- A pimply 17-year Aaron with braces turns to 17-year old Ben in gym class (SUPER: 10 YEARS AGO).

AARON

I've never felt this way before.

- 20-year old Aaron (with long hair and a soul patch) enters his dorm room, dramatically clutches his heart. (SUPER: 5 YEARS AGO).

AARON

I've never felt this way before.

- Aaron and Ben in the same bar, in the exact same spot (SUPER: JUNE):

AARON

I've never felt this way before.

INT. MALONEY'S TAVERN - SAME

AARON

Well this time is different.

BEN

You've been on three dates.

AARON
The best three dates of my life.
Friday night's our two week
anniversary.

BEN
And let me guess, you're gonna do
something crazy?

AARON
I wouldn't put it past me.

ANGLE ON: Hoon and the Blonde. He writes her number down in a matchbook.

HOON
I'll call you.

She smiles. Hoon winks at her, turns and walks across the bar.

On the way, in plain view of both his friends AND the Blonde, Hoon proceeds to light the matchbook -- phone number and all -- on fire! The Blonde is horrified. Aaron is horrified. Ben is horrified (and kind of impressed).

Hoon smiles. Passes another GIRL on the way back. Lights her cigarette with his flaming matchbook.

HOON
What are you doing tonight?

At which point, Riley grabs him by the ear and says:

RILEY
(to Hoon)
Get out.

INT. HOSPITAL - SAME

Sara leaves an exam room. Feels a buzz in her coat. It's not her beeper, however, it's her private Blackberry. She looks at the message from Rich. "I'd love to see you again."

Sara pumps her fist in excitement. Her colleagues, both older nurses, ANNIE and KAY (50s), catch this.

SARA
(excited)
He asked me out again.

ANNIE
In a text message?

SARA
Of course.
(off their look)
He's not a stalker!
(MORE)

SARA (CONT'D)

A phone call is aggressive. Means he's a little too eager, a little too soon. Now an email, on the other hand -- no matter what it says -- means he just wants to be friends. An IM means he just wants to have sex and a BBM means he's gay. So a text message, that's what you want, trust me.

ANNIE

Oh thank God I'm married.

INT. BEN'S OFFICE - LATER

Ben is "hard at work" at his computer -- hard at work on his fantasy football team. A young woman pushing the mail cart catches his eye. Potential?

BEN

(to himself)
Hello...

When she gets closer, Ben notices she's wearing Mom Jeans.

BEN

...and goodbye.

INT. GYM - LATER

CLOSE UP: a woman's ass in tight spandex. It rises and falls.

VOICE (O.C.)

That's it. Yes. A little deeper.

REVEAL: the ass belongs to a SEXY MILF (late 30s) doing leg lifts. The voice belongs to Hoon, her personal trainer. Hoon puts his hand on her ass (for "spotting" purposes). Hoon smiles. He loves his job.

ANGLE ON THE OTHER SIDE OF THE ROOM. Ben is running on a treadmill. Next to him is Aaron, walking slowly, reading a magazine. Attractive women are everywhere.

BEN

(gesturing)
How bout her?

AARON

Hooned.

BEN

That one?

AARON

Hooned.

BEN
Over there?

Hoon happens to walk by. He points to the same girl.

HOON
Hooned her last night.

BEN
Are there any girls here you haven't
slept with?

One walks towards them...

HOON
Never seen her before.

And once she's walked by, seeing her from behind...

HOON
Oh yes I have.
(beat)
Hooned.

Aaron closes his magazine.

AARON
Why don't you just take Sara to the
wedding?

BEN
Because... I'm not dating Sara.

AARON
Oh right, you're just sleeping with
her.

BEN
Exactly.

AARON
Not dating, just having sex.

BEN
You got it.

AARON
I don't understand.

BEN
Understand what?

AARON
You're friends... but then
occasionally... you poke each other
in the sexual way. It makes no sense.

BEN

You can invent an algorithm that Google buys for 12 million dollars but this is over your head?

AARON

You don't have sex with your friends! Friends are like family. You don't get naked with your family.

HOON

Where do people come up with these rules?

BEN

You didn't have sisters.

HOON

But I had a mom and two Great Aunts. Tremendous Aunts.

Ben and Aaron absorb this. Ignore him.

AARON

I don't get it, Ben.

BEN

What's not to get? We like sex, we like each other...just not in that way.

HOON

You wanna know what I think?

AARON/BEN

No!

HOON

Three things. 1: It's a wedding. You don't take someone you're already boning to an event that's guaranteed sex with somebody new. That's bush league. 2:

(a hot girl walks by)

Hooned... And 3: Take my advice. Show up stag, find yourself a slutty bridesmaid, and bang her in your car. Hoon style. Trust me, you'll love it.

BEN

It's like he's never not auditioning for "Jersey Shore."

INT. BEN'S APARTMENT - LATER

Ben's place is slightly less adult than his age (vinyl records everywhere, movie posters, more video game systems than furniture, etc). Ben is playing Madden when his phone rings.

The screen splits. On the left, Ben on his couch. On the right, Ben's sister MOLLY, the bride-to-be, staring at a giant seating chart.

BEN
Hey Molls. Listen, about the wedding,
I know I RSVP'd --

MOLLY
Let me guess, you don't have a date.

BEN
...there's a chance -- wait, what?

MOLLY
Don't worry, I wasn't counting on you
bringing a date.

BEN
You... why not?

MOLLY
You've never had a girlfriend and I
don't want you bringing some random
chick to my wedding.

BEN
No, I wouldn't --

MOLLY
Ben, you're my brother, and I love
you, but you're a disaster.

BEN
That is not -- you know what, it just
so happens I do have a date. And...
she's... my girlfriend.

MOLLY
(beat)
Really? Is it serious?

BEN
Oh yes. We wear sweat pants and
everything.

MOLLY
You're kidding me.

BEN
I'm telling you Molls, I think this
one's my soulmate.

Ben looks at the phone like "what is wrong with me?"

MOLLY
Oh my God, that's amazing. Mom's
gonna be so excited.

BEN
We don't need to --

MOLLY
Mom, get in here!

BEN
What?

Ben's MOM appears.

BEN'S MOM
Hello?

BEN
(rolls his eyes)
Hi Mom.

MOLLY
He used the word "soulmate."

Mom starts freaking out with excitement. Ben has to hold the
phone away from his ear.

MOM
Oh Ben, this is wonderful! We all
thought you were gonna die alone.
(beat)
Let me get Grandma.

BEN
Oh god.

Ben is exasperated. And on his mortified look...

END OF ACT ONE

ACT TWO

INT. BEN'S CUBICLE - DAY

Ben stares intently at the computer. Deep in stressful work stuff? REVEAL, no, he's on Facebook. ANGLE ON THE SCREEN. A cute girl. CLOSE UP on her "status": "In a Relationship." Ben clicks on another girl. Same "status." A third. Same.

BEN
How is it possible every girl I ever
went out with is "in a relationship?"

Eventually he finds one that reads: "It's Complicated." Hmm. What does that mean? Stares it down, curiously. Then takes out his Iphone. The screen splits.

On the left, Ben in his office. On the right, Sara in the ER.

TEXT BUBBLES appear over their heads. Like so:
BEN: "Your friend Jane, what does that mean - 'it's complicated?'"

Sara stops what she's doing. Reads this. Types back.

SARA: "Lives with her ex, dates his best friend. Stay away!"
BEN: "Still need a date for the wedding."

Sara winces. Picks up the phone and calls Ben. (CONTINUE SPLIT SCREEN, END BUBBLES).

SARA
What about... the ballerina?

BEN
Not enough going on upstairs, if you
know what I mean.

SARA
She wasn't smart enough?

BEN
Downstairs of that.

SARA
You mean her breasts?

BEN
I wouldn't really call them that.

SARA
See that's what I'm talking about,
Ben. That is exactly what I'm talking
about.

BEN
Stop biting your nails.

SARA
I'm not biting my nails.
(she totally is)
Just because someone's an A-cup or
has Cow Ankles --

BEN
They're called cankles.

SARA
No they're not. Ben, you can't be
this choosy.

BEN
I'd rather be choosy than desperate.

SARA
(beat)
Desperate?

BEN
(immediate regret)
That came out wrong.

SARA
I'm not desperate. You think I'm
desperate? Cause I am not desperate.

BEN
That sounded a little desperate.

And Sara's now thinking about it.

BEN
Sara?

SARA
Hmm.

BEN
My family thinks I'm bringing my
"soulmate" to this wedding. Help me,
please...

SARA
How bout... the girl from the Cupcake
Place?

BEN
(remembering)
Cupcake Girl...

Looks her up on Facebook. Cute. And her status says "Single."

BEN (CONT'D)
Devan.

SARA
And besides the name Devan, what was
wrong with Devan?

BEN
(thinks)
I know it was something...

SARA
You can't even remember?! Bam, that's
your girl.

BEN
There was definitely --

SARA
Ben!

BEN
Ok I'll call her.

SARA
Great then I'll talk to you --

BEN
Sara --
(beat)
When I said "desperate," I didn't --

SARA
I'm over it.

BEN
No, I... what I mean is... I just
think you deserve... more.

They hang up. End Splitscreen. Stay with Sara, stewing:

SARA
Desperate.

INT. AARON MASERATI - LATER

Aaron on his cell phone driving down the highway.

AARON
...did you see Dancing with the Stars
last night? They played that song you
like so much. I thought of you.

INT. EXCLUSIVE GARAGE - CONTINUOUS

Still on the phone, Aaron walks to the fancy elevator.

AARON
...Skype'd with your Mom today, she
says hi...

INT AARON AND HOON'S PENTHOUSE LOFT - CONTINUOUS

The doors of the elevator open right into Aaron's crazy loft.

AARON
...anyway... That's all. Hope you
like the puppy.
(beat)
You should probably open that box
soon. Ok call me. Bye. Call me.

As he walks out, a WOMAN gets in. Matchbook girl from the bar!
Aaron can't believe it. Hoon is in the kitchen pulling up his
pants and writing something on a wipe-off board.

AARON
What's that?

HOON
My goal for the month. I'm trying to
be more spiritual... And have sex
with someone from each of the world's
7 major religions.

AARON
Which one was she?

HOON
(crosses one off)
Hoon do Hindu!

Aaron slumps down on the couch.

HOON
What's the matter with you?

AARON
Don't want to talk about it.

HOON
(heading upstairs)
Great. Don't want to hear about it.

AARON
Kelly's acting weird.

And Hoon has to stop walking.

AARON
Our anniversary's Friday. I gotta it
all planned. Dinner at Spiaggia.
Weekend in Paris. I chartered a jet.

HOON
So what's the problem?

AARON
I haven't heard from her all week.

HOON
Maybe she's sick.

AARON
You think she's sick?

HOON
Of you.

Sara comes in with a fury.

SARA
Ben called me "desperate."

AARON
Sara, thank god you're here --

SARA
Just because I have a particularly well-considered life plan that's 4 months behind schedule does not make me desperate.

HOON
Are you sure? Cause I would totally hit that --

SARA
You know I can take out your kidneys while you sleep...

That's Hoon's cue to go upstairs.

SARA
Desperate... Please. If I was desperate, I'd be dating Ben.

AARON
I thought you were dating Ben.

SARA
Why would you think that?

AARON
You're having sex with him.

SARA
And...?

AARON
(blinks a few times)
Never mind.

At which point Ben comes in out of breath.

BEN
Got your text, what's wrong?!

AARON
Kelly Finelli.

BEN
You said it was an emergency.

AARON
It is an emergency. Three days now.
No emails, IMs, Facebook messages...

BEN
Are you still on for Friday?

AARON
Dude, I chartered a jet.

BEN
Then you're fine.

AARON
I'm not fine I'm going crazy!

BEN
Wow you so need a job.

AARON
I have 12 million dollars. Do I
really need a job?

SARA
Do you really need a roommate?

HOON (FROM UPSTAIRS)
I heard that!

AARON
Let me ask you something. You're a
woman. Why wouldn't you call someone
back?

Sara and Ben share a look. Know what to do.

SARA
(beat; lying)
Cause I'm busy. Doesn't mean
anything.

AARON
I should go over there.

SARA/BEN
No!

AARON
Maybe buy her Mom a house?

BEN
Do nothing!

AARON
Really?

SARA
Sure. You'll see her on Friday.
You'll have a great time. It'll work
itself out.

BEN
That's exactly right, Aaron. Just
take a deep breath. Relax. Don't do a
thing.
(beat)
Can you do that?

INT. KELLY FINELLI'S APARTMENT BUILDING

Where Aaron is now outside Kelly Finelli's door with six dozen roses. And YO-YO MA playing "Lady in Red." Kelly answers. Surprised to see him. Aaron just walks in.

AARON
Sorry to come here like this but I've
been so worried, Kel. Did you get the
puppy?

And then the door buzzes. Kelly hears it. Doesn't get it.

AARON
Something's bothering you, isn't it?
It's ok. I know it's something...

Another buzz. Kelly Finelli remains frozen.

AARON
You need to get that or...?

Kelly Finelli blinks a few times. Presses the intercom.

AARON
If you're busy, I can --

KELLY FINELLI
Listen Aaron --

AARON
Whatever it is, just know that I'm
here for you. Ok? It know it's early
but I think I might be fallin--

And a TALL BLONDE GUY appears in the doorway. With the puppy
(wearing a red bow) on a leash.

AARON
-- who the hell is this?

KELLY FINELLI
(not sure what to do)
This is Helmut.

AARON
Helmut?!

TALL BLONDE GUY
(German accent)
I'm Helmut.

AARON
He's German?

KELLY FINELLI
I was going to tell you.

AARON
I don't care that he's German, what's
he doing here?
(off her silence, realizes)
Wow. I mean... wow. I don't even...
this is... Wow. Just... wow.

Aaron falls into a chair in shock. Sits there saying nothing.

HELMUT
(to Kelly, impressed)
I think that's Yo Yo Ma.

KELLY FINELLI
Aaron?
(but he's in his own world)
We're going out now. You want to stay
or --

AARON
I just need a minute.

And he takes his minute. Kelly and Helmut stand there
confused. What's happening right now? Finally, Aaron gets up.
On his way out the door, he scoops up the dog from Helmut.

AARON

This is mine!

(beat)

Come on Yo-Yo, let's go.

And as the three of them walk off...

END OF ACT TWO

ACT THREE

Music Up: "Stellify" by Ian Brown. SUPER: FRIDAY NIGHT.

SERIES OF SHOTS - DATE NIGHT

On the backbeat of the song...

Ben: outlook positive. He shaves, brushes his teeth, tries on several different t-shirts, plucks a grey hair.

Sara: outlook, also positive. Blow-dries her hair, puts on make-up, tries different outfits. Looks good in all of them.

Hoon: the most psyched of all. He shaves, brushes his teeth, puts on cologne. He also flexes his arms, shaves his balls, rinses the razor in the sink, blow-dries his hair, and makes faces in the mirror like the killer in "Silence of the Lambs."

Finally, Aaron (and the puppy): They just stare at us. Aaron looks like shit. Feels like shit. Turns out the lights. END MUSIC.

INT. MALONEY'S TAVERN - NIGHT

Ben is drinking at the bar with Riley, waiting. In walks THE WORLD'S MOST BEAUTIFUL BRUNETTE. He cocks his head in surprise. That can't be her. BRUNETTE (Devan) sees Ben and sure enough:

DEVAN
(waving)
Ben!

Ben is in shock. They hug. He can't believe how cute she is.

DEVAN
It's been a while. I'm surprised that you called.

BEN
Yeah I, uh, traveling, swine flu, was your hair always this shiny?

DEVAN
I... think so?

BEN
And you've always had...
(re: legs)
...those?

DEVAN
Well this one is new.

Ben laughs. She's funny too. This date has some potential.

BEN
You hungry? Let's get some food.

DEVAN
I thought we were just having drinks.

BEN
I just got really hungry. Wait...
(beat, suspicious)
You're not Vegan, are you?

DEVAN
Oh hell no.

BEN
Andiammo!

He holds the door open, watches her exit. Looks back at Riley -
- stunned but psyched!

EXT. MALONEY'S TAVERN - STREET

Ben follows Devan out onto the street. As they start to walk,
we WHIP PAN across the way where Sara is walking with Rich
(who really does have terrific Anchorman hair).

SARA
Ben?

Ben hears his name.

BEN
Sara!

The two couples come together. Sara gestures to Ben,
impressed. Ben signals back -- "I know, right?"

SARA
And this is Rich.

Ben shakes his hand. Introduces himself.

BEN
Great hair.

RICH
(that's weird)
Ok.

When Rich isn't looking, Ben gives Sara the thumbs up. She
nods assent. Then it's time for them all to move on. They go
in different directions. Meanwhile:

INT. SPIAGGIA - NIGHT

The most romantic restaurant in all of Chicago. Candlelit tables. At every one a loving couple. And then there's Aaron. Miserable. REVEAL he's with Hoon, enjoying the rolls.

HOON
Aren't you glad I dragged you here?

AARON
This was a bad idea.

HOON
This was a great idea. And I got my passport with me. How do you say "Menage A Trois" in French?

AARON
(looking around, paranoid)
Everyone thinks we're a couple.

HOON
Don't be ridiculous...

AARON
They're all looking at us.

HOON
They're just looking at me.

In a gesture of friendship, Hoon touches his hand which he immediately, self-consciously pulls away.

AARON
No touching!

HOON
No one sulks around the Hoon. I promise when I'm done with you, you won't feel a thing.

The WAITER approaches. He totally heard that last part.

WAITER
Ready to order, gentlemen?

AARON
Uh, yeah. Porterhouse. Medium.

HOON
Yummy, I'll have the same.

AARON
Wait, what, no.
(to Hoon)
(MORE)

AARON (CONT'D)

We can't order the same thing. That's what couples do.

HOON

Then I'll get the fish. We'll go halvesies.

AARON

No!

HOON

Why not?!

AARON

That's even worse!

HOON

Shhh!

They very much look like a fighting couple.

AARON

(exasperated)

This is why I don't take you to nice places.

Aaron signals for the Waiter. He returns.

AARON

I've changed my mind. I'll have the filet of sole instead.

HOON

That sounds good. I'll have that too.

Aaron shoots Hoon the look of death.

INT. UPSCALE BISTRO - NIGHT

Where Sara and Rich are having dinner. Rich is talking but we only hear snippets of what he's saying.

RICH

...then I moved to Lincoln Park...

Sara is pretending to listen. Here's what's happening instead:

SARA (V.O.)

We could buy a nice house with our salaries. A big one. And our kids would be tall. That's important.

RICH

Want another?

SARA
No, I'm good thanks.
(voice over)
Is he going for a record? Hmm. Must
have had a rough day.

RICH
(to a passing Waitress)
One more CHAR-donnay.

SARA (V.O.)
He's not pronouncing it --

RICH
(to Waitress)
CHAR-donnay. Thanks.

SARA (V.O.)
Oh god, he is. That's unfortunate.
But is it a dealbreaker? No. It's
most certainly not. Not with that
hair and those eyes --

RICH
...and that's when Heather and I
split...

SARA (V.O.)
He says the word "Heather" one more
effin' --

RICH
Do you know how beautiful you are?

That takes her by surprise.

RICH
You're just so lovely.

Sara can't help but be charmed. He takes her hand. She beams.

SARA (V.O.)
See Ben. Sometimes you are just so
wrong.

INT. SWANKY LOUNGE - NIGHT

Where Ben and Devan are on a couch having drinks.

DEVAN
Football's my favorite but I also
like baseball, hockey. March
Madness...

BEN (V.O.)
She must be hiding something. What is
it? Cankles?

Ben drops his napkin on the floor. Bends down to retrieve.
Checks out her ankles.

BEN (V.O.)
It's not cankles.

Her ankles are perfect. Ben sits back up.

BEN
Please. Continue.
(VO)
Those legs are tremendous. And those
lips. Look at her. She's interesting,
smart.
(out loud)
I can't find anything wrong with you.

DEVAN
Um... thanks?

And then a song comes on. "I'm Alright" by Kenny Loggins.

DEVAN
Ooh I love this song. It's the theme
song from Caddyshack!

BEN
You like Caddyshack?

DEVAN
Who doesn't like a fake dancing
gopher?

BEN (V.O.)
(beat)
She must have a penis.

EXT. SPIAGGIA - LATER

Aaron and Hoon exit the restaurant. Hoon tries to hi-five him.

HOON
You got digits, dude!

AARON
From Carl.

HOON
Still digits.

AARON
I'm going home now.

HOON
The night is young! There's
breadlines for boners out there. Just
follow the Hoon.

AARON
I'm really not feeling --

HOON
Hey. You're my friend. This is what friends do. Friends take care of each other.

A PRETTY BRUNETTE walks by. She makes eye contact with Hoon.

HOON
Friends stand by one another.
Friends...

ZOOM IN on her Star of David necklace. Hoon's eyes light up.

HOON
...Shalom!

And Hoon goes after the girl, leaving Aaron just standing there, alone, miserable, not at all surprised.

INT. MALONEY'S TAVERN - NEAR CLOSING TIME

Aaron sits, guzzling whisky. Riley tends the bar.

AARON
How many dates do you have to go on before your girlfriend tells you she's longshoring with Dolph Lundgren?

She pours more drinks for them both.

RILEY
(glass raised)
Screw relationships.

Aaron sees the bee costume in the trash.

AARON
You too?

RILEY
Said I was too into it. Believe that? It was his fetish! I'm allergic to bees!

AARON
You know what my problem is?

RILEY
What's your problem?

AARON
I feel too much.

RILEY
So feel less.

AARON
I don't know how. I'm not like you. I can't just roll with the punches. Punches hurt. Now If I was more like Hoon, who doesn't have feelings, or like Ben who just sleeps with his friends like it's Scrabble or something... how does he do that?

RILEY
Who?

AARON
Ben. Anyone. How does anyone have casual sex?

RILEY
(shrugs)
Easily.
(off his look)
It's just sex. Doesn't always have to be a big deal.

AARON
Of course it does.

RILEY
It really doesn't.

AARON
That's ridiculous.

RILEY
Ok.

AARON
It's sex, Riley. Sex! It's never casual. It's the most serious, meaningful, intimate thing two people can share with --

Riley shuts him up -- with a kiss. Hold, before we CUT TO:

EXT. DEVAN'S BUILDING - STREET - NIGHT

BEN
I actually had fun tonight.

DEVAN
You sound surprised?

BEN
(beat; he's going for it)
So I was wondering... my sister --

And that's when Devan kisses Ben. Or more accurately mauls his face with her mouth. It's the sloppiest, filthiest, most disgusting kiss in television history. When it's over:

BEN
Riiight.

DEVAN
You... wanna come up?

BEN
(beat; wipes his face)
I'll call you.

DEVAN
Oh not again.

BEN
Sorry?

DEVAN
This is just what happened last time,
Ben. We had a great date and you blew
me off.

BEN
No. It's --

DEVAN
Be honest with me, will you? I
deserve that at least. What is it?
What do I do that's so --

BEN
(beat)
It's the kissing.

DEVAN
The what?

BEN
You kiss like a thirsty bird, like a
hobo cleaning out a margarine
container.

DEVAN
So you're saying you don't like it.

BEN
It's like going through a car wash
with my face.

DEVAN
Wow.

BEN

You wanted honesty.

DEVAN

Honesty. Huh. Well here's some honesty. Whatever it is you're looking for... doesn't exist. There's no one who likes all the music you like and hates all the movies you hate, who eats french fries and pizza yet still has a great ass. That's a fantasy, Ben. Everyone's got something. You think you're perfect? You talk with your mouth full, your wallet is velcro, your ears are crooked. There's plenty wrong with you. I may use too much tongue but all things considered you could do a lot worse.

Ben realizes. She's right. And as Devan turns to go:

DEVAN

Oh and by the way, you have no idea what else this tongue can do. And now you never will.

She shuts the door and is gone. Ben thinks about that a beat.

INT. RILEY'S APARTMENT - LATER

Riley and Aaron tumble in from the hallway, lip-locked, frantically removing clothes. Aaron pauses for a moment.

AARON

Are you sure about this?

RILEY

Not at all.

She yanks him into the bedroom, shuts the door in our faces.

EXT. BEN'S APARTMENT - SAME

Ben comes around the corner to his apartment building. Keys out, ready to go inside. And finds Sara on his stoop. Sits.

BEN

So... how was the date?

EXT. CHICAGO STREET - FLASHBACK

Where Rich says to Sara:

RICH

I could really see this going somewhere. What do you think?

CUT TO: QUICK SERIES OF SHOTS

- Sara and Richard get married. Rich takes a drink mid-vows.
- Sara giving birth in the delivery room. Rich checks his phone for a sports score, not paying any attention.
- Sara and Rich, with their three kids, open Christmas gifts. Rich opens one of them.

RICH
Heather would have loved this shirt.

EXT. CHICAGO STREET - SAME

Where Sara looks at Rich. And that look says it all.

EXT. BEN'S STOOP - SAME

SARA
Maybe I could be a little choosier.

BEN
(sighs)
Maybe I could be a little less.

FADE UP: "Real" by Dogs Die in Hot Cars

BEN
(he stands)
But, in the meantime...

Ben reaches out to her. She takes his arm. He helps her up. Opens the door. Sara enters and Ben follows her in. As they make their way inside, we hear:

BEN
Are my ears crooked?

SARA
Yeah. I think it's adorable.

The door shuts behind them. Ben's Voice intones:

BEN'S VOICE
All friendships have benefits.
Friends can support you...

- IMAGE: Ben and the Gang at the Bar (from page 5).

BEN'S VOICE
...make you smile...

- IMAGE: Hoon lights the matchbook on fire (from page 8).

BEN'S VOICE
...they tell you the truth.

- IMAGE: Ben and Sara splitscreen (from page 14).

BEN'S VOICE

As you get older, the world gets more
confusing...

- Riley sleeping soundly in her bed. REVEAL, next to her,
Aaron is wide awake, stunned!!!

BEN'S VOICE

... the rules change...

- Hoon lip-locked with the Jewish Girl he picked up on the
street. As they bound towards his bedroom, he wipes "Jewish"
off the wipe-off board without her seeing. He then kisses his
fingers and points to the big man upstairs like Manny Ramirez.

BEN'S VOICE

...the boundaries disappear...

- And finally, Ben and Sara. In bed. Back where we started.
Are they having sex? No. They're watching "Top Chef." And Sara
is totally enraptured.

BEN'S VOICE

And you begin to realize the biggest
benefit of all...

- Aaron comes home to find Hoon on the couch in his underwear
playing XBOX next to the puppy. Aaron plops himself down,
still in a daze.

Hoon notices Aaron's state. Throws him a controller. Aaron
looks at it a beat before sitting back to play.

- And finally, BACK TO Ben and Sara in the bed. Easy. Relaxed.
Comfortable. They watch the show and laugh.

Ben sees through the window a LONELY ELDERLY NEIGHBOR watching
TV by himself.

BEN'S VOICE

...is going through it together.

He looks back at Sara. Doesn't say anything. Doesn't need to.

SARA

This is a really good show.

And on Ben's knowing smile:

END OF ACT THREE

TAG

INT. WEDDING - SAME

Where Ben sits in his tux at the kiddie table, surrounded by children. His Sister walks by in her wedding gown, gives him a knowing, disappointed look. Ben waves.

10-YEAR OLD BOY

She likes "The Wiggles." I hate "The Wiggles." It could never work out.

BEN

Trust me, Owen. Give "The Wiggles" a shot. You might be surprised.

The kid's not convinced. At which point, Hoon, also in a tuxedo, walks over excited.

HOON

Dude, you never told me your cousin was Native American.

BEN

(alarmed)
That's not a religion.

HOON

They're spiritual people. Give me your car keys.

BEN

No!

Before Ben knows what's happening, Hoon reaches into his pocket and grabs the keys. Runs off. Ben chases him.

BEN

Hoon!

END OF SHOW