

BEST ACTRESS

By

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FADE IN:

INT. WARNER BROS. SOUNDSTAGE

A bustling FILM CREW rushing around doing whatever urgent task is at hand.

TITLE appears: *Hollywood 1962*

In a quiet corner of this hangar, two middle-aged women are sharing an intimate conversation that we can't quite HEAR through the din.

As WE MOVE CLOSER we see that they're sitting in director's chairs bearing their names: they are two of the most enduring legends of the silver screen:

JOAN CRAWFORD and BETTE DAVIS

The stars are casually dressed (Joan in a sleeveless shift; Bette in a sweater set) and obviously enjoying themselves. Joan says something we don't hear, but it makes Bette, ever-present cigarette in hand, throw back her head and bray her famous laugh. Joan beams with delight.

FREEZE ON IMAGE

After WE get a good long look, this picture rips in two, splitting apart the two women (one slides off left; one right), leaving a BLACK SCREEN

OVER WHICH WE HEAR

A WOMAN'S VOICE speaking with a gravity more commonly reserved for state funerals:

WOMAN (V.O.)
There's never been a rivalry like
theirs.

FADE IN to REVEAL TALKING HEAD # 1

Speaking to a silent, O.S. interviewer is Oscar-winning actress OLIVIA DE HAVILLAND, circa 1978, in her early 60s: big smile, elegant but still somehow girlish. Title reads: *Olivia de Havilland, Best Actress Winner 1946 and 1949.*

She is the first of several major stars, peers of Bette and Joan, who tell what they witnessed.

OLIVIA DE HAVILLAND
For nearly half a century they
hated each other...and we loved
them for it.

A MIX OF BLACK & WHITE STILLs AND CLIPS SLIDE INTO THE FRAME.

--8 year old Joan, dirty and shoeless, around 1912, in front
of a broken-down shack in dusty, rural Texas.

OLIVIA DE HAVILLAND (V.O.)
You know Joan's real name was
Lucille LeSueur. The poor thing
was raised in utter squalor.

--Joan in mid-Charleston in 1928's *Our Dancing Daughters*

--A glamor shot of Joan at her most beautiful in the 1930s

--an unrepentant Joan, as Sadie Thompson, goes toe-to-toe
with preacher Walter Huston in *Rain* (1932)

OLIVIA DE HAVILLAND (V.O.)
--But at the peak of The
Depression, when I was first
starting out, she was the woman
every man wanted -- and every woman
wanted to be. Many think of her as
the greatest *star* of all time.

--Joan in a film clutch with Clark Gable.

BACK TO OLIVIA

OLIVIA DE HAVILLAND
Now, my dear friend, Bette--

--CLIP (in color) from *The Private Lives of Elizabeth and
Essex* (1939) in which Bette as the Virgin Queen smiles at her
lady in waiting, in mid-curtsy, played by Olivia.

BACK TO OLIVIA

OLIVIA DE HAVILLAND
--She was, quite frankly, the
greatest *actress* Hollywood has ever
known.

--Bette Davis shooting the man she loves in tropical Malaysia
in 1940's *The Letter*

--Bette glaring coldly as her husband expires on the staircase in 1941's *The Little Foxes*.

--Bette ascending the staircase as Margo Channing in *All About Eve*.

OLIVIA DE HAVILLAND (V.O.)
What a career! During the war she had all the best roles, and she played them with a -- I don't know how else to say this -- but with a *ballsy* intensity that none of us -- actress or actor -- would have dared.

--Bette holding an Academy Award in 1939.

OLIVIA DE HAVILLAND (V.O.)
You know they only made one film together--

--Bette and Joan looking tired and monstrous in a famous still from 1962's *What Ever Happened to Baby Jane?*

BACK TO OLIVIA

OLIVIA DE HAVILLAND
But how that happened, oh my! That's a story of Biblical proportions.

MALE VOICE (O.S.)
And...action!

SMASH CUT TO:

EXT. VAST WHITE DESERT - DAY - MOVING

Spreading out for miles and miles. A march of HUNDREDS of Hebrews marching to the ancient walled city of Sodom.

Suddenly, the SHOT wobbles, then goes KERFLOOEY into the sand.

REVERSE ANGLE reveals we're on a film set.

TITLE appears: *Morocco 1961*

The ITALIAN DP screams Sicilian invectives at his crew as the CLAPPER changes the take number to 31, revealing the name of the film-in-progress: *Sodom and Gomorrah*, dir. ROBERT ALDRICH. It's his voice WE HEARD above.

Aldrich tries to explain to the crew the need to prop up the camera track.

ALDRICH
Plywood! You need to prop this up
with--Aw nuts!

DP CONTINI
(heavy Italian accent)
Paleye--vood?

DP turns to his ASSISTANT, smacks him around.

DP CONTINI
Stupido! Pigro! Stupido!

Aldrich is about to step in when nearby, the French beauty playing Queen Bera, ANOUK AIMEE, squabbles with her waifish Italian female co-star, PIER ANGELI, for using her makeup.

ANOUK AIMEE
(in French)
Selfish brat. Give that back to me!

PIER ANGELI
(shouting back in Italian)
Get away, you crazy bitch!

Aldrich throws up his hands in defeat as a younger, more eager version of himself, his son, BILL, comes running over.

BILL
(motioning to big tent)
Dad, you're needed in control
center, pronto!

ALDRICH
If I make another movie with two
women, put a bullet through my
skull.

Aldrich stomps toward--

INT. TENT - CONTINUOUS

--Where his smart-as-a-whip, cool-as-a-cucumber asst.,
PAULINE, surrounded by scripts, mans the control center.

PAULINE
Eva Braun on the horn...
(mock German accent)
She doesn't want to be alone.

Pauline bats her eyes. Aldrich grabs the phone from her.

ALDRICH

Gretchen...how are you, my *strudel*?

Pauline rolls her eyes as Aldrich coos into the phone, strikes a match on the bottom of her shoe, lights her Kool.

GRETCHEN (O.S.)

(strong German accent)

But Booby...When you are not here with me, I go crazy...and when I go crazy, who knows what I will do!

ALDRICH

Gretchen, you know you can't come here!...Because my kids are working on the set, that's why!

(whispering)

What if word got back to my wife?

Pauline throws a script into the garbage, grabs another.

ALDRICH

I love you, too, my *liebschien*.

(hanging up phone)

She wants to be in the movie now!

PAULINE

That's because she knows the only time you really pay attention to a woman is when she's in front of your camera.

ALDRICH

(grabbing a drink)

I'd like to put the I have starring here in front of a Mack Truck. This movie's crap!

PAULINE

I warned you, Bob; you can't make a personal statement with a Bible story. Sorry, but, like it or not--
(pointing up)

He beat you to it.

ALDRICH

How's the espionage script?

PAULINE

Stinko. I knew who did it on page 3. But this one's got potential.

She holds up a paperback novel, *What Ever Happened to Baby Jane?* by Henry Farrell.

PAULINE
Horror thriller. Two broads.

Aldrich visibly winces.

PAULINE
Old broads. Former movie stars. A cripple and her crazy sister battling it out in their Hollywood home.

ALDRICH
A horror picture?

PAULINE
Hitch just did it with *Psycho*.
(holding up *Daily Variety*)
Still raking it in. Even better, *Baby Jane's* got one set, small cast: you can have final cut and produce it yourself. Not to mention, sleep home in your own bed with your wife -- and have a little strudel on the side.
(pointing to set outside)
Face it, Bob: *Ben-Hur's* been done.

She tosses the book to him. He looks at it, intrigued.

ALDRICH
Where'd you find it?

PAULINE
Came by post, special delivery.
Along with that--

She nods to a cooler full of Pepsi Cola. Attached is a note which reads: "*Keep cool, Bob. XX, J*" on fancy stationary embossed with "*From the desk of MISS JOAN CRAWFORD.*"

CUT TO:

INT. AUDITORIUM STAGE - ATLANTIC CITY

The live broadcast of 1961's *Miss America* contest in mid-progress. The toothy-grinned, tuxedo-clad host, BERT PARKS, holds a mike, and intones with great enthusiasm:

BERT PARKS

You've just seen our beautiful gals
in their evening attire, and while
they ready themselves for the
swimsuit competition, a few special
words from a true living legend.

SIDE OF STAGE

As the CONTESTANTS, in beige one-piece bathing suits, clatter
into place, WE MOVE DOWN THE LINE of beauties, and come to
rest on a middle-aged doyenne of the silver screen:

JOAN CRAWFORD, looking fiercely glamorous even at 58 -- or
54, if you believe her official bio.

A latecomer, MISS OKLAHOMA, steps aside Joan's big dress,
joins the line, nudges MISS OHIO.

MISS OKLAHOMA

Hey, Mary Pat, who's the old lady
in the hoop skirt?

MISS OHIO

I think she used to be a movie
star.

MISS OKLAHOMA

Yeah, when dinosaurs ruled the
earth.

They giggle. Joan overhears this, takes it in, but her
composure is barely ruffled.

Meanwhile, her man du jour, DR. PETER CARLISLE, well-coiffed,
over-cologned, squeezes behind her. As he kisses the back of
her neck, she spies him checking out the girls, commands:

JOAN

Go wait in the dressing room,
Peter.

PETER

Yes, dear.

JOAN

And take your eyeballs with you.

He slinks away.

BACK ON STAGE

BERT PARKS
Ladies and gentlemen, one of our
most beloved stars and the Queen of
Pepsi Cola--

SIDE OF STAGE

BERT PARKS (O.S.)
--Miss Joan Crawford!

Joan's eyes soften with practiced gratitude as she sails past
the bathing beauties and makes her grand entrance--

ON STAGE

--to thunderous applause. Joan crosses the great stage with
the posture of visiting royalty, to meet Bert at a table set
up with bottles of Pepsi and glasses filled with ice cubes.

JOAN CRAWFORD
Let me say, Bert, you and the
committee have really outdone
yourselves this year; I can
sincerely say this year's crop of
beauties are the loveliest I have
ever seen.

Applause.

BERT PARKS
And what advice would you have for
the girls here tonight who dream of
having the kind of long, *long*
career that you've had?

JOAN
(without missing a beat)
I'd tell her it takes a lot of hard
work and discipline, but also
nothing will keep her feeling
younger and more refreshed than a
nice cold glass of Pepsi Cola.

Applause. Joan takes a royal sip.

JOAN
Mmm, satisfying *and* delicious.

BERT PARKS

Now, Joan, we know you've been so busy these last few years travelling the globe as the Goodwill Ambassador for Pepsi Cola, but speaking for your fans: when are you going to make another picture?

Joan feigns modesty as if asked this all the time.

BERT PARKS

What do you say, folks? Wouldn't you love to see Miss Joan Crawford back on the silver screen?

Applause! Joan bows modestly, hand to her breast. Her other hand toasts the audience as she glides back across the stage.

SIDE OF STAGE

The girls in their bathing suits move aside as Joan, clinking her ice cube-filled glass, comes their way.

BERT PARKS (O.S.)

Bring on the bathing suit competition!

As the girls start to trot onto the stage, the great star comes up behind Miss Oklahoma, gently touches her back side.

JOAN

I'm rooting for you, dear.

As Miss Oklahoma steps on stage, she skittles in her heels, reacting to something slithering down the back of her suit.

Joan watches victoriously as the young woman is forced to keep her smile as frozen as the ice cubes melting down her behind.

Joan then graciously hands her now empty glass to a waiting STAGEHAND and rushes past Peter toward the exit.

JOAN

Get the car, Peter. I've got Garroway's show in the morning and if I miss my beauty sleep, I'll look worse than his damn chimp--

STAGEHAND

Ms. Crawford, I'm glad I caught you!

Joan is handed a record with a bow on it: "'Autumn Leaves' as sung by Nat 'King' Cole from the hit film."

As Peter places her sable on her shoulders, she hugs the record to her breast, smiles -- a secret she enjoys.

DISSOLVE TO:

CLOSE ON

"Autumn Leaves" dropping on a record player. The needle moves to the disc. As Nat "King" Cole croons, WE MOVE UP Joan's leg, naked, except for the strap of a "come fuck me" pump. Her manicured hands rub lotion into her firm thigh.

CUT TO:

EXT. L.A. - BRENTWOOD MANSION DRIVEWAY - FRONT DOOR - DAY

Aldrich, in his best white summer suit, wipes perspiration from his brow, walks up to RING the DOORBELL, pops a mint in his mouth, and smooths his Brylcreemed hair.

MAMACITA, a Latina maid who's seen it all, answers the door, lets Aldrich into--

INT. BRENTWOOD MANSION - CONTINUOUS

Aldrich takes in the studied elegance. He sees a huge oil painting of the owner, Joan Crawford, cuddling her four blonde children, over the marble fireplace.

MAMACITA

She's expecting you.

Aldrich tightens his tie, and without a thought, starts up the circular staircase. Mamacita stops him, points outside.

MAMACITA

She's expecting you...on the patio.

EXT. PATIO - A FEW MOMENTS LATER

"Autumn Leaves" CONTINUES on a nearby hi-fi as Mamacita leads Aldrich out, then leaves him to make his way over to Joan, in sunglasses, lounging on a chaise, greased up and fit in an elegant white one-piece swimsuit.

Joan doesn't move until Aldrich's shadow reaches her face.

ALDRICH

Joanie.

Joan sits up, takes off her shades, being sure to extend her lithe leg. Aldrich notices it. Joan sees this.

JOAN

Bob, lovely to see you. Tea?

ALDRICH

Aren't we going to talk business first?

Joan nods.

ALDRICH

Then I'm going to need a real drink.

Joan calls to a YOUNG WOMAN painting the trim on the cabana.

JOAN

Sally, dear, go see if Mamacita needs your help.

Sally puts her brush down and silently leaves the yard.

ALDRICH

One of your fans?

JOAN

If they're going to hang around all day, I'm going put them to work.

Joan reaches into her purse, pulls out a flask and pours some vodka into the teacups.

ALDRICH

So, are we gonna make this picture?

JOAN

If you can...satisfy my demands.

ALDRICH

Can anyone, Joan?

JOAN

(throwing back her drink)
Touche.

JOAN

We did pretty well last time.
Autumn Leaves made millions.

ALDRICH

It would've made a million more if
 you'd gotten off your high horse
 and let me muss you up a little.

JOAN

It would've made two million more
 if you'd gotten me Brando.

ALDRICH

You listen to me on this picture,
 I'll get you the perfect co-star.

JOAN

(raising her eyebrows)
 Who'd you have in mind?

INT. BROADWAY THEATER - STAGE WINGS

Smoke wafts in the stage lights. BETTE DAVIS, cigarette in hand, still striking, but looking every one of her 54 years, steps into the light, preparing to make her star entrance.

With frightening efficiency, she checks her props on a bar cart as her COSTUMIER busily adjusts her costume, a white male dress shirt unbuttoned nearly to Bette's waist.

When the Costumier is satisfied, she holds up a mirror for Bette to see how she looks.

Her eyes reveal she dearly wishes she looked better...but sensing her cue, she turns immediately professional, impatiently pushes the mirror aside, stubs out her butt, grabs the bar cart handles and rolls--

ON STAGE

Where PATRICK O'NEAL as a horny defrocked priest and British leading lady, MARGARET LEIGHTON, as a mousey spinster, are acting their hearts out on the exotic, Mexican locale set.

BETTE (AS MAXINE FAULK)

(in her loudest bray)
 "Cocktails, anybody?"

Bette's entrance receives a HUGE OVATION from her fans.

Unable to resist the attention, Bette breaks character, turns to the audience and holds her arms up like a champ.

Her co-stars, O'Neal and Leighton, exchange annoyed glances.

EXT./INT. THEATER - BOX OFFICE VESTIBULE - SAME

A limo pulls up beneath the marquee advertising Bette Davis in Tennessee Williams's new play *The Night of the Iguana*.

Joan, in white chinchilla and diamonds, is helped from the car by a chauffeur. Before entering the theatre, she pauses at the rave from the *Tribune* for Bette's costar, Margaret Leighton, "Leighton is heartbreaking!" "She steals the show!"

Joan smiles approvingly, walks into the theatre through a door that's been opened for her.

INT. THEATER

Joan is led to her seat by an usher with glowing FLASHLIGHT. Audience members thrilled at seeing Bette on-stage become apoplectic at the sight of Crawford in the flesh.

The great star politely acknowledges her fans, then sits down and pulls out a pair of serious specs to study her rival.

ON STAGE

Barking Maxine's dialogue, Bette senses that she has just lost some of the audience's attention. Trying to see out, she misses her cue. Margaret Leighton and Patrick O'Neal glance at Bette, concerned. Patrick clears his throat and Bette throws herself back into her role.

LATER

The actors are taking their bows. O'Neal receives an enthusiastic response, followed by a THUNDEROUS OVATION for Leighton, who is visibly moved.

Then comes Bette, who receives polite, respectful applause.

Bette is even less pleased as a fan leans across the footlights and gives Leighton a bouquet of roses.

BACKSTAGE

A stagehand lights a cigarette just in time to give it to Miss Davis as she storms off the stage.

INT. BETTE'S DRESSING ROOM

Bette charges in, pulls off her wig, throws it across the room. Frustrated with her performance -- and the response to it -- she drops her head in her hands. Suddenly, Bette HEARS an excited HUBBUB on the other side of the door.

EXCITED VOICE #1 (O.S.)

Did you see who's here to see Miss Davis?!

EXCITED VOICE # 2 (O.S.)

Shh. Here she comes.

Wanting to appear occupied, Bette quickly runs a brush through her hair. There's a KNOCK on her door.

BETTE

Come in.

STAGE MANAGER

(sticking his head in)

There's a lady here to see you.

BETTE

Send her in.

In the mirror's reflection, she sees her "guest," Joan, walk in, with her arms outstretched to embrace Bette.

JOAN

Bette!

BETTE

(barely masked
disappointment)

Lucille. What brings you to the theater?

JOAN

To see you, of course. You were wonderful tonight. You lit up the stage...but I'm sure you don't need me to tell you that.

Bette relaxes, enjoys the compliment.

JOAN (CONT'D)

I just can't believe you didn't get better reviews.

Bette's face drops.

JOAN (CONT'D)

New York critics...if you ask me,
they're a bunch of snobs. I say
screw 'em.

Bette turns back to brushing her hair.

BETTE

Better make this quick, Lucille. I
have a car waiting to take me to
the country.

Joan plops right down next to Bette.

JOAN

Guess what, Bette? I finally found
the perfect project...for the two
of us.

BETTE

The two of us?

JOAN

It's always been my dream to work
with you. Don't you remember how I
begged Jack Warner to put us
together in *Ethan Frome*?

BETTE

That's right. With Mr. Gary Cooper.

JOAN

I knew you'd remember!

BETTE

Yeah, I remember. You wanted to
play the pretty young servant girl
and have me play the old hag of a
wife. Forget it!

JOAN

This is different, Bette. These
are the parts of a lifetime.

Bette ignores her. Joan slides the book of *Baby Jane* to her.

JOAN

Won't you at least think about it?

BETTE

(sliding book back)

No thanks, Lucille. I've got lots
of better offers.

JOAN

Oh...all right. I just thought after *Pocketful of Miracles*, things might've been a little slow. Personally, I thought you were a marvelous Apple Annie.

BETTE

Didja' now?

JOAN

Oh, yes. I completely believed you as a woman down on her luck--
(slowly sliding book back)
--and in desperate need of help.

Bette stands, opens the dressing room door.

BETTE

Thanks for stopping by, Lucille.
I'm glad to see you haven't changed a bit.

JOAN

(standing; getting the hint)
You will think about our little conversation tonight, won't you?

BETTE

It will be engraved in my memory forever.

Bette opens the door and motions for Joan to leave.

BETTE (CONT'D)

Now, if you'll excuse me--

JOAN

Yes...yes, of course.

Bette goes back to the mirror, not noticing that Joan has slipped the book into Bette's handbag.

WOMAN'S VOICE (V.O.)

Oh my God, Bette *hated* her!

TALKING HEAD # 2

Shows the woman is actress JOAN BLONDELL, circa 1977, pushing 70, but still as blowsy and energetic a broad as ever. Title cards under her: *Joan Blondell, Best Supporting Actress Nominee, 1951.*

JOAN BLONDELL
From the moment she stepped off the
train in Hollywood she was the
thorn in Bette's side.

EXT. LOS ANGELES RAILROAD STATION - DAY 1931

Young Bette, tweedy and a little prim, standing between a
couple of suitcases and her starchy MOTHER, has just stepped
off the train.

She re-applies her lipstick. As she does, in her mirror, she
catches a huge image of a lusty and luminous Joan Crawford --
seemingly looking down on her -- from a billboard for MGM's
latest release, *Possessed*.

Bette SNAPS her compact shut.

JOAN BLONDELL (V.O.)
While the two of us were punching
the clock at Warner's, churning out
one grade Z flick after another--

CUT TO:

BLACK AND WHITE FILM

Bette miserably miscast as a blonde gangster's moll forced to
react to stilted dialogue in a badly lit melodrama.

JOAN BLONDELL (V.O.)
Joan was getting the star treatment
over at Metro.

SCENE FROM MGM BIG-BUDGET MUSICAL *DANCING LADY*

Joan is twirled about a sparkling dance floor being passed
from one elegant suitor to another in a big-budget, Busby
Berkeleyesque musical, having the time of her life.

JOAN BLONDELL (V.O.)
I hate to say this--

EXT. HOLLYWOOD BOULEVARD - DAY 1932

Bette and Blondell dash to a palatial movie house.

JOAN BLONDELL
 --but one of our favorite things
 was to go see Crawford's pictures
 and imagine how much better we'd be
 if only given the chance.

Giggling, Bette and Joan Blondell buy their tickets.

JOAN BLONDELL (V.O.)
 Bette was always upset that someone
 so bad was getting all these great
 parts.

The marquee above their head reads *Grand Hotel*.

JOAN BLONDELL (V.O.)
 Funny thing is, when Joan was good--

INT. MOVIE THEATRE AUDITORIUM

ON SCREEN, Joan Crawford, as a scheming stenographer, slyly
 flirts with John Barrymore as the Baron.

JOAN BLONDELL (V.O.)
 Bette would get even more upset.

Blondell munches popcorn as Bette silently stews.

JOAN BLONDELL (V.O.)
 I was there when they first met.

INT. AMBASSADOR HOTEL - NIGHT

The crowded, buzzing red carpet at a big Hollywood banquet. A
 banner reads: "Theater Exhibitors Stars of Tomorrow of 1932."
 Young Bette and Joan Blondell make their way in the crowd.

JOAN BLONDELL (V.O.)
 Bette and I were part of a group of
 young actors called *The Stars of*
Tomorrow. We'd finally be getting
 some much needed press.

DAIS - LATER

A row of platinum tressed starlets, all trying to look like
 Jean Harlow, line the stage, A young actress with a beauty
 mark is at the mike accepting her scroll.

JOAN BLONDELL (V.O.)
 One by one we all got to say a few
 words. Just as Ginger Rogers
 finished her spiel, up comes Bette--

Bette smooths her dress, approaches the mike with an expectant smile. With eyes on her, she's just about to say her first words when DOORS AT BACK OF THE ROOM fly open.

--and Joan comes sweeping in like a hurricane with the Prince of Hollywood, Douglas Fairbanks, Jr.

All eyes turn to them like moths to a famous flame. The couple makes their way to the center of the room.

JOAN BLONDELL (V.O.)
 She looked like a million bucks...
 on her ring finger alone.

Joan holds out her hand with her shiny, new SPARKLING WEDDING RING for everyone to admire -- and every photographer to snap for the morning headlines.

Bette stares at Joan, fury building in her trademark eyes.

DISSOLVE TO:

INT./EXT. TAXI - BETTE'S COUNTRY HOME - DUSK 1961

Dark, dank. Bette, sits in the back, looking disgruntled.

The cab stops. Bette gets out, then feeling the wind, grabs her handbag, stepping over mud puddles to the doorway.

INT. BETTE'S COUNTRY HOME - MOMENTS LATER

BETTE
 (walking in)
 B.D.! Where are the hell are you?

Bette walks across the empty living room to--

KITCHEN

--where she spots a note, picks it up. It reads: "Mom, went to Sally's for the weekend. B.D."

Annoyed, Bette balls the letter, tosses it. She looks out at the big empty house. Now what is she going to do?

LIVING ROOM - NIGHT

Sitting alone on the sofa, Bette stubs her cigarette into the already overflowing ashtray, throws down her copy of *Life* magazine with Fidel Castro on the cover.

She reaches for another cigarette. Pack empty, she rummages in her handbag, grabs it, and at the same time discovers the copy of *What Ever Happened to Baby Jane?*

Bette rolls her eyes as she looks at the book.

BACK TO JOAN BLONDELL

JOAN BLONDELL

Bette would've killed her own
mother to have a career like Joan's
All she needed was one great role--

INT. HOLLYWOOD STUDIO OFFICE - DAY 1933

Studio head JACK WARNER, every inch the tanned Jewish "godfather," pounds his desk, but Bette stands her ground.

JACK WARNER

Why the hell would you want to play
a bitch like this for? It'll kill
your career!

BETTE

What career?! Jack, you're being a
perfect ass.

He stares down Bette, but she folds her arms, leans in, and stares him right back in the eyes.

INT. MOVIE THEATER - NIGHT - ON SCREEN 1934

Of Human Bondage, in which Bette, playing cockney slut Mildred, screams at her hapless lover, Leslie Howard.

BETTE (AS MILDRED)

"And after ya kissed me, I always
used to wipe my mouth! *Wipe* my
mouth!"

Bette, in the audience, has one eye on the screen; one on the rapt audience.

EXT. SAME MOVIE THEATRE - A SHORT TIME LATER

Bette comes out and is beseeched by fans for her autograph.

JOAN BLONDELL (V.O.)
They all said she deserved the
Oscar that year and boy she wanted
it, but instead she got it the next
year for *Dangerous*, a real stinker--

INT. WARNER BROS. SOUNDSTAGE - DAY 1935

The set is an interior of a country home in Connecticut.
Bette, playing Joyce Heath in *Dangerous*, is being made up
between takes. Nearby, her handsome co-star, FRANCHOT TONE,
late 20s, reads Tolstoy, while also being freshened up.

JOAN BLONDELL (V.O.)
But her co-star was Franchot Tone,
a real high class hotsy-totsy with
top drawer smarts. Joan's marriage
to Fairbanks was kaput -- and guess
who just happened to be on deck to
become hubbie #2.

Bette eyes Franchot, liking what she sees. Franchot sees
Bette looking at him, and slyly smiles back.

INT. JOAN CRAWFORD'S BRENTWOOD MANSION - NIGHT 1935

By a crackling fire, Franchot reads a Shakespeare sonnet
aloud as Joan sits at his feet and contentedly sits.

JOAN BLONDELL (V.O.)
Bette wasn't satisfied with having
a career like Joan's; she felt
entitled to her man, so she pulled
out all the stops to get him.

INT./EXT. DRESSING ROOM - DAY

Bette and Franchot are rehearsing a scene when suddenly she
tosses aside her script, stares into Franchot's eyes.

JOAN BLONDELL (V.O.)
She even tried to beef up his part -
- if you know what I mean.

Bette slides her hand down Franchot's leg.

JOAN BLONDELL (V.O.)
But in the end Mr. New York Theater
decided to stick with his original
script.

The dressing room door swings open and Franchot bolts,
leaving Bette behind, looking defeated.

JOAN BLONDELL (V.O.)
Bette could never figure out what a
guy like that was doing with a dumb
cluck like Crawford.

BACK TO JOAN'S BRENTWOOD MANSION - NIGHT

Joan's knitting tossed aside, she and Franchot madly hump.

INT. CUTTING ROOM - 1962

Aldrich edits *Sodom and Gomorrah* The phone rings. An
assistant hands the cradle to Aldrich.

BETTE (O.S.)
Did you fuck Joan Crawford?

ALDRICH
Hello?

INT. SARDI'S RESTAURANT - DAY 1962

Bette leans forward to ask of someone across the table.

BETTE
So did you fuck her or didn't you?

Aldrich leans forward to answer.

ALDRICH
I didn't fuck her. Not that I
didn't have the opportunity.

Bette looks to see if he's telling the truth. She can't tell.

BETTE
We both know about the *special*
relationships Joan has with her
directors.

ALDRICH
Come now, Bette. What about you and
Vince Sherman?

BETTE

We waited...until *Old Acquaintance* was wrapped, and not just wrapped for the day.

ALDRICH

Willie Wyler?

BETTE

I see someone's been a good little boy and done all his homework.

She takes a deep drag on her cig and stares defiantly at Aldrich letting him know she won't be answering his question.

ALDRICH

Listen, Bette, this is the deal: Crawford's name on the marquee gets us a distribution deal. I need her to get this picture made. But I need you to make this picture great.

Bette stamps out her cigarette and pulls out another. Aldrich reaches for a book of matches, but the impatient star pulls out her own lighter, does it herself, then looks challengingly at Aldrich.

ALDRICH

I've made my share of stinkers, Bette, but every now and then I get to work with an artist like you -- someone who's not afraid to leap off a cliff, while most others are too scared to even get close to the edge -- and, suddenly, I'm a kid again; everything's possible! I promise you, Bette, this is gonna be the greatest horror picture of all time, and Baby Jane is going to be greatest part you ever played! We'll get you another Oscar, Bette. You'll be the first to win three.

Just then, a huge OVATION breaks out as Broadway's reigning star, ANNE BANCROFT, enters with her husband, the audacious comic MEL BROOKS, who begins clowning for the crowd.

MEL BROOKS

Waiter! Table for two, and one of 'em's the biggest star on Broadway!

Anne bows. An excited fan steps up to her and presents an autograph book for a signature.

EXCITED FAN
Oh, Miss Bancroft, I loved you in
The Miracle Worker. Will you be in
the movie?

Mel, meanwhile, has begun to snatch the roses out of the vases on other patrons' tables, and strews them in her path.

As Mel reaches for the rose off Bette's table, she whips off her sunglasses, stopping Mel with a withering glare. Speechless, Mel rushes off to help his wife into her seat.

Triumphant, Bette puts another cigarette in her mouth. This time Bob beats her to the punch: he grabs Bette's lighter off the table and offers her a light.

Bette glares at him for his audacity. Holding his ground, Bob moves the lighter closer to Bette's cigarette.

ALDRICH
You're too big for Broadway,
Bette. Come back to Hollywood --
where you belong.

Sensing much of the room's attention has drifted toward them now, Bette happily leans forward, allows Bob to light her.

CLOSE ON the lighter flame as WE

DISSOLVE TO:

INT. WARNER BROTHERS CONFERENCE ROOM - DAY

Light bulbs FLASH. Bette and Joan stand side by side getting their pictures taken, working the press like maestros.

REPORTER
So, ladies, who gets top billing?

JOAN
We tossed a coin and Bette won.

SECOND REPORTER
Miss Davis, how do you feel about
Baby Jane Hudson? We hears she's
pretty mean.

BETTE

She's full of venom and doesn't mince words. We have *nothing* in common.

The Reporters laugh.

JOAN

(to Second Reporter)

Which is so wonderful for me,
Jimmy! I usually play the bitch.
Now I can sit back and watch Bette
do it.

More laughter. More photos.

Mamacita hands Joan a bottle of Pepsi as Joan slips her arm through Bette's elbow, an act of sisterly affection. A moment of resentment flashes through Bette's eyes at being forced to pose with a soft drink -- but it quickly passes.

Off to the side, Aldrich whispers to Jack Warner, as crusty as ever. His only change: the circle of hair around his bald head has turned white.

JACK WARNER

I said I'd never spend another dime
on either of these broken down old
broad. I can't believe you talked
me into this.

ALDRICH

Separate: broken down old broads;
together: box office bonanza.

JACK WARNER

They'd better be!

A FEW MOMENTS LATER

Bette and Joan are approaching the table for the photo op and contract signing. An OLDER REPORTER nudges a NOVICE.

OLDER

Who do you think's gonna grab the
chair on the left?

YOUNGER

Whaddya mean?

OLDER

Whoever gets there first gets top
billing under the caption in
tomorrow's paper.

The Novice nods, sees Joan quicken her pace to get to the
chair in question before Bette. Just as Joan pulls the chair
out for herself, Bette scoots right in, plops down into it.

BETTE

(all smiles)

Why thank you, Lucille.

Joan hides her displeasure at Bette's quick move.

PHOTOGRAPHER

How about one with the two of you
signing your contracts?

As the cameramen prepare to shoot, Joan decides to remain
standing and, laying her hands on Bette's shoulders, leans
forward, strategically placing her head to Bette's right.

They both pick up a pen and smile; Bette's is a little more
forced than Joan's. Picture taken, Joan looks over Bette's
shoulder, sees something in her co-star's contract that
momentarily makes her lose her composure.

ANOTHER PHOTOGRAPHER

One more.

Joan quickly recovers. Big smiles. FLASH.

MOMENTS LATER

Joan, angrily preparing a hasty exit, is handed her gloves by
her doting boyfriend, Peter Carlisle.

JOAN

Get the car, Peter.

Aldrich rushes up to her, waving the contract.

ALDRICH

Joan, wait. You didn't sign your
contract.

JOAN

And you didn't tell me *she* was
getting six hundred a week more in
expenses.

Aldrich is surprised to see tears welling in Joan's eyes.

ALDRICH

Ah, Joan...

JOAN

You're not forgetting whose idea it was to throw this little party? I've been lied to and cheated on all my life: I expected better from you, Bob.

ALDRICH

I'll take care of it, Joan. I promise

Aldrich sees Joan's tears have just as instantly disappeared.

JOAN

I want fifteen hundred.

Joan marches out the door, leaving Aldrich stunned.

Nearby, Jack Warner waves to Aldrich as if to say, "I told you so!"

MONTAGE

MUSIC: The swinging novelty song, "What Ever Happened to Baby Jane?" (not even in the movie, but it exists).

INT. SOUNDSTAGE - WARNER BROS.

Carpenters start building the film's interiors as Aldrich consults with the set designer.

INT. BETTE'S BEVERLY HILLS RENTED HOME - DAY

Moving men carry a couch into Bette's rented home. A HORNY-LOOKING WORKER eyes B.D., Bette's Juno-esque daughter, in a skimpy bikini top, helping her mother run lines.

B.D.

(reading BLANCHE stiffly)
"...you wouldn't treat me this way if I wasn't in this wheelchair."

BETTE

"But y'are, Blanche--
(stepping toward door)
Y'are in that wheelchair."

Bette SLAMS it, thus ending the ogling.

INT. JOAN'S BRENTWOOD HOME

Joan practices using a wheelchair, rolling past Mamacita, who applauds Joan's valiant efforts. While seated, Joan takes a little bow.

INT. SOUNDSTAGE - WARNER BROS. - VARIOUS SHOTS

--As the construction crew pounds away, Joan is fit for her costume, a dowdy dress. Joan tries to lift it above her knees to show off her gams. The COSTUMIER shakes her head.

--Bette smokes disinterestedly as she's fit for her Baby Jane costume, a tattered version of a girl's lacy pinafore.

--Joan, in costume, admiring her strong shoulders in the mirror, is interrupted by the Costumier, who with one good tug, pulls out the shoulder pads Joan obviously had put in.

--Workmen place finishing touches on the set, the gloomy interior of an old Hollywood home.

INT. JOAN'S BEDROOM/BATHROOM - DAWN

Joan's alarm clock reads 5:00 AM. It BUZZES. Her beau Peter Carlisle reaches over, turns it off. Joan is already in her bathroom dunking her face in cold water and combing her hair.

INT. BETTE'S BEDROOM - SAME

Bette's alarm clock, next to a full ashtray, also BUZZES. Bette wakes. A mess, she stumbles out of bed.

EXT. JOAN'S BRENTWOOD HOME - A SHORT TIME LATER

Joan, followed by Peter, Mamacita, her pre-teen, identically-dressed "twin" daughters CINDY and CATHY, TWO SECRETARY FANS, and a CHAUFFEUR hop into a limo, drive away.

EXT. BETTE'S HOUSE - SAME

Bette exits in sunglasses and a scarf. Accompanied only by a rather sullen B.D., she gets into a powder blue Ford convertible and pulls out of her driveway.

MONTAGE (AND MUSIC) ENDS

EXT. SOUNDSTAGE - WARNER BROS. - MORNING

Joan's limo pulls up to one of Warner's B-level, ramshackle studios in a rundown section of Hollywood. Joan stuffs her disappointment, and head held high, marches through the door.

INT. SOUNDSTAGE - WARNER BROS.

Busy CREW MEMBERS part a pathway for Joan and her entourage as she strides by, greeting them all as close friends.

JOAN
(to Various Crew)
Hey, Billy, how's the new baby?...
Fred! Looks like you've lost a few
pounds...I hope your mother's
feeling better, Pablo.

Just steps behind Joan, Mamacita pulls wrapped gifts from a grab bag, hands one to each worker.

JOAN
(stopping at an OLDER
WORKER)
Dave! How lovely to see you again
after all these years.

DAVE
Miss Crawford!

Dave beams as he's handed his gift. The rest of the workers turn to each other, murmuring, confused as to how Joan knew so much about them.

INT. OUTSIDE DRESSING ROOM

Joan stops when she sees her dressing room, side by side with Bette's. She addresses a worker passing by.

JOAN
Oh, Leo, did you do what I asked?

LEO
Sure did. Each one, exactly twenty
three feet, seven inches from the
director's chair.

JOAN

Bless you.

Joan does a delighted spin. Followed by her group, she walks into--

INT. DRESSING ROOM - DAY

Entering, Joan happily pulls off her gloves.

JOAN

Yes! Yes!

(taking in the space)

Peter, get the carpenter. We'll need more shelves right over there...and a table for Alice to answer my fan mail. Oh, good, my tea set will fit right here.

(rolling up sleeves)

Okay, Mamacita, let's get to work.

Mamacita holds up a toilet brush and a pair of latex gloves.

The opening strains of novelty song "Itsy Bitsy Teenie Weenie Yellow Polka Dot Bikini" TAKE US into--

EXT. ROAD IN HOLLYWOOD/SOUNDSTAGE - WARNER BROS. - SAME

Smoking, Bette drives as B.D. fiddles with the AM radio. Hit of the day "Itsy Bitsy Teeniw Weenie Yellow Polka Dot Bikini" BLARES to B..D's delight and Bette's consternation.

B.D.

Why do I even have to come, Mother?

BETTE

Because the last time I left you alone I found you in the shed with the gardener. Do you know how hard it is to find a good gardener in this city?

B.D.

(sullenly)

He wasn't that good.

Bette gives her a fierce look.

As she turns into the Warner's lot, she flings her cigarette out of the car.

BETTE
 (reacting to "Itsy Bitsy")
 Christ!

She TURNS OFF the RADIO, much to the annoyance of B.D., who gets out of the car, slams the door.

INT. SOUNDSTAGE - WARNER BROS.

A grizzled TEAMSTER opens up the delicately wrapped gift box from Lord & Taylor he was given by Joan, pulls out a silk tie. Next to him, his equally GRIZZLED FRIEND tries to figure out what he'll do with a pair of cuff links.

Bette strides by with B.D. Seeing the workmen with the presents:

BETTE
 Balls! She's at it again!

B.D.
 Maybe she's just being nice,
 Mother.

Bette gives B.D. a look, then marches toward her dressing room, stops when she sees a big Pepsi machine.

A workman has put in his quarter and is waiting for his soda. Without breaking her stride, Bette gives the machine a good hard SLAP. KERPLUNK. The bottle slides down the chute and Bette marches through her door.

INT. JOAN'S DRESSING ROOM

Hearing the SLAP and KERPLUNK, Joan looks up from her housework and calls out--

JOAN
 Bette, dear? Is that you?

Joan listens for an answer and hears a door SLAM.

INT. BETTE'S DRESSING ROOM

Bette drops her bag, lights a cigarette and paces the room. B.D. flops into a chair.

Bette notices a bouquet of flowers with a card. She picks it up, reads it, rips it up.

BETTE

Hah!

Bette sees a gift-wrapped box on her dressing table.

B.D.

Mother, she's going to hear you.

BETTE

She did the same thing at
Warner's. Every day for months she
sent me little gifts, fawning all
over me like some lesbian school-
girl while she slipped the steak
knife in my back--

She picks up the box, storms out of the room. B.D. follows.

INT. JOAN'S DRESSING ROOM - MOMENTS LATER

Joan is holding her costume, a flower-print housedress,
against her body and examining herself critically in the
mirror. She hears Bette come in.

JOAN

Oh, Bette. I do hope my color
scheme doesn't clash with yours.

BETTE

Color scheme? It's a black and
white picture!

She tosses the gift box onto the table in front of Joan.

BETTE

And forget the little gifts,
Lucille. I'll be too busy working
to shop for anything in return.

JOAN

(taking gift back)
Whatever you say. Only let's not
fight.

Joan suddenly catches sight of something outside the open
dressing room door: B.D. giggling away with her twins, Cathy
and Cindy.

JOAN

Cathy! Cindy!
(nodding to school books)
I didn't bring you here to play.

CATHY & CINDY
Yes, Mother!

The twins run back into the dressing room, obediently sit and open their school books.

Bette rolls her eyes, starts out, Joan at her heels. At the door, Joan sees B.D. now talking to a handsome Electrician.

JOAN
Oh, Bette, one more small request:
I'm so happy you brought B.D. with
you -- such an energetic girl,
so...mature, but Cathy and Cindy
don't know nearly as much about
the, ahem, world as she does. Would
you be kind enough to ask her not
to socialize with my twins. You do
understand?

INT. BETTE'S DRESSING ROOM - A SHORT TIME LATER

Bette grumbles and fumes as she madly applies her makeup.

BETTE
(imitating Joan)
"...kind enough not to socialize
with my twins." Screw her, that
miserable bitch!

B.D. walks in, surprised to see Bette's face covered in white powder.

B.D.
My God, Mother! Is that how you
really want to look?

Bette turns, really looks at herself in the mirror. She's only begun her character's signature look -- hair disheveled; heavy white foundation -- but she's already a fright. Bette smiles, then laughs with wicked relish.

BETTE
Just wait. I haven't even started.

INT. JOAN'S DRESSING ROOM - DAY

Bill, Aldrich's son, KNOCKS on the door, walks in, sees Joan finishing applying her false eyelashes.

BILL (O.S.)
Miss Crawford, you're wanted on the
set.

JOAN
One moment, dear.

Joan glances over her shoulder and sees the twins' heads are buried in their school books. Grabbing her purse, she pulls out a flask and surreptitiously takes a swig.

INT. SOUNDSTAGE - LATER

The first SHOT is set up. Aldrich stands beside the cameraman who's busy framing it.

Joan, as Blanche Hudson, wheelchair-bound ex-movie star alone in her bedroom. A beautiful, buxom BLONDE ACTRESS jiggles up to her, presenting her autograph book and pen.

BLONDE ACTRESS
Oh, Miss Crawford, I'm so excited!
I'm going to be playing your
neighbor right next door.

JOAN
That close?

BLONDE ACTRESS
Could I please have your autograph?
It's for my grandmother. She's
loved you since she was a kid.

Joan quickly signs her name, watches askance as the actress sashays away, drawing stares from all the men on the crew, particularly Aldrich.

As a result of this distraction, she doesn't notice the Clapper/Loader holding his clapboard in front of her face.

CLAPPER
Scene eleven. Take one.

The sound of the clapboard throws Joan off.

ALDRICH
(seeing Joan confused)
Joan?

Joan looks up, grabs her knitting, motions she's ready.

ALDRICH

No, Joan: Blanche is watching one
of her old pictures on TV.

JOAN

Oh, yes...of course.

Joan turns to the TV. Aldrich exchanges a nervous look with
his cameraman, both aware Joan hasn't made a movie in years.

ALDRICH

OK, then...roll camera. Action!

Joan immediately snaps into character. Her eyes soften with
bittersweet nostalgia as she stares at the TV. Suddenly,
"Blanche" sees something she doesn't like.

JOAN (AS BLANCHE)

"Oh he really should've held that
shot longer. I told him at
rehearsal and when we were
shooting, but he wouldn't listen."

(lighting a cigarette)

"But still, it's a pretty good
picture."

ALDRICH

Cut!

The crew applauds. Aldrich looks to his Cameraman who gives
him the thumbs up.

ALDRICH

Print it. Nice work, Joan.

Joan beams.

ALDRICH

Set up for the next shot!

(to his son, Bill)

Go get Miss Davis.

INT. BETTE'S DRESSING ROOM - SOUNDSTAGE

Bill Aldrich skedaddles through the studio. He gets to
Bette's dressing room door, knocks gently. The door is flung
open and Bill GASPS LOUDLY.

His shocked expression passes from one person to another
across the soundstage like a wave, as everyone turns and sees

BETTE

as sour-faced Baby Jane in ghastly Kabuki white makeup, garish lipstick, and a girlish wig with curly blonde tendrils.

Bette, as Jane, strides to the set, passing crew folk who are agog at the sight of her.

ON SET

Joan is being complimented by a LIGHTING TECHNICIAN adjusting a key light.

LIGHTING TECHNICIAN
You have a perfect face for the
movies, Ms. Crawford. There are no
bad angles.

Joan smiles, then sees something coming over the technician's shoulder. He turns, nearly gasps at the sight of Bette.

LIGHTING TECHNICIAN
Oh my God!

JOAN
She couldn't be serious!

Bette walks directly up to Aldrich, does a little spin in front of him, twirling her lacy pinafore. Then placing her hands on her hips, she looks directly into Aldrich's eyes, as if daring him to comment.

BETTE
(complete Baby Jane)
Hello, Daddy.

The entire place has gone silent, waiting for Aldrich's reaction. He observes her head to toe. She bats her eyes. Then Aldrich does the unexpected: he applauds.

After a moment, the crew applauds as well. Joan is furious.

CUT TO:

ON SET - LATER

The Clapper/Loader snaps the clapper.

CLAPPER/LOADER
Scene 12. Take three.

ALDRICH
And action.

Bette, as Jane, shuffles into Blanche's bedroom and sets a food tray down on a table.

JOAN (AS BLANCHE)
"I didn't mean to ring for my
breakfast. Who was that at the
back door?"

BETTE (AS BABY JANE)
"It wasn't anything. Just that
nosey Mrs. Bates going on about
your picture last night."

After what seems to Bette like an interminable wait:

JOAN (AS BLANCHE)
"Oh really! Did she like it?"

BETTE (AS BABY JANE)
"Yeah, she liked it."

After another interminable wait:

JOAN (AS BLANCHE)
"I remember when it first came out
the critics described it as
brilliant--"

Bette rolls her eyes, slaps her own face in frustration.

CUT TO:

The makeup girl obediently holds up a mirror as Joan vigorously applies additional mascara to her false eyelashes. Aldrich kneels beside her.

ALDRICH
I just talked to Bette. She thinks
you're trying to upstage her by
playing it too soft. This is an
argument, not a tea party.

JOAN
And Blanche is a legend who doesn't
need to raise her voice to make a
point.

ALDRICH
She's also a recluse. You might
want to cut back on the mascara.

JOAN

Tell that to Bette -- unless you
like her looking like Bozo the
Clown.

Joan nods towards the buxom actress playing her neighbor.

JOAN

And as for the girl next door, pack
her bags. She's moving out.

ALDRICH

Joan, I don't have time to recast.
We're shooting her in two weeks.

JOAN

Need I remind you I have co-star
approval.

ALDRICH

Officially, she's not a co-star.

JOAN

You're right. And she never will
be.

Joan reapplies her mascara, ignoring Aldrich, who angrily
pivots on his heel and walks off.

WE FOLLOW HIM as he approaches Bette, puffing angrily on her
cigarette. He whispers something to her; she smiles
malevolently.

Aldrich then slips into his chair beside the cameraman.

CAMERAMAN

What did you tell Bette?

ALDRICH

Fasten your seat belts everyone.
Okay: places! Roll sound.

Bette puts out her cigarette, lifts the tray, ready to begin.
We HEAR the CLAPPER SNAP off-camera.

ALDRICH

And action!

Bette kicks open the door with surprising force. Joan is
visibly startled, but manages to say her line a little more
convincingly than she had in her last take.

JOAN (AS BLANCHE)
 "I-I didn't mean to ring for my
 breakfast. Who was that at the
 back door?"

BETTE (AS BABY JANE)
 (meaner than before)
 "Just that nosey Mrs. Bates going
 on about your picture last night."

JOAN (AS BLANCHE)
 "Oh really? Did she like it!"

BETTE (AS BABY JANE)
 (*viciously* mimicking
 Joan's saccharine take)
 "Oh *really*? Did she like it?"
 (back in character)
 "Yeah, she liked it."

DISSOLVE TO:

INT. SCREENING ROOM - NIGHT

Aldrich watches the rushes with a proud "cat that ate the
 canary" grin, with Pauline beside him.

ALDRICH
 I love it!

ON SCREEN - BABY JANE FOOTAGE IN BLACK AND WHITE

Joan trembles convincingly in reaction to Bette's onslaught.

BETTE (AS BABY JANE)
 "I made a picture that year, too!"

JOAN (AS BLANCHE)
 "Oh, yes. It was a comedy...
 directed by Lloyd...wasn't it?"

BETTE (AS BABY JANE)
 "No, it wasn't! It was a love
 story!"

The PHONE RINGS. Pauline picks it up, listens.

PAULINE
 Screening room!

INT. JOAN'S BRENTWOOD HOME - NIGHT

Joan pleads her case from her princess phone.

JOAN

Oh, Pauline, it wasn't film acting;
it was Kabuki theater ...he's not
actually going to be using that
footage, is he?...

Peter Carlisle brings her a Scotch.

BACK TO SCREENING ROOM

Pauline holds up the cradle for Bob to hear.

PAULINE

Bob, she's turning on the
waterworks...

He waves her away as the other line lights up, indicating
another call.

PAULINE

(picking up other line)
Screening room.

INT. BETTE'S BEVERLY HILLS HOME - SAME

Smoking and pacing like a caged tiger with a three pack-a-day
habit.

BETTE

She's been in movies since the
silents: you'd think she could act
by now. She's ruining the picture!

BACK TO SCREENING ROOM

PAULINE

Bob...you want speak to Bette?--

Aldrich shakes his head, loving the footage he's viewing.

PAULINE

He'll get back to you, Miss Davis.
(she hangs up; to Bob)
Geez, Louise, those two go at it
like Louis and Schmeling.

ALDRICH
Yeah, and so far it's working.

ON SCREEN IN BLACK & WHITE

The scene finishes.

JOAN (AS BLANCHE)
"Feldman was very upset. The
company had a very bad year."

BETTE (AS BABY JANE)
"No, they didn't! They had a great
year. They didn't want to show my
films because they were too busy
giving a big buildup to all the
crap you were turning out!"

CUT TO:

TALKING HEAD # 3

Shows actress GREER GARSON, circa 1978. In her 70s, she
still radiates all the poise and class she did at the zenith
of her stardom at MGM in the 1940s. Title reads: *Greer
Garson, Best Actress Winner, 1942.*

GREER GARSON
I think the feud between Bette and
Joan didn't really begin until the
40s. But the ill winds of the
tempest had begun to blow much
earlier. As Bette's star was rising
at Warner's, Joan's began to dim at
MGM.

ON SET

Of an A-list production set in the 1800's South. Joan looks
faintly ridiculous as a southern belle. The CLAPPER gives
the title of the movie being filmed: *The Gorgeous Hussy.*

GREER GARSON (V.O.)
Tired of the slatterns and shop
girl parts which had made her so
famous, the new Mrs. Franchot Tone
aspired to be seen as a Great Lady
now, both on-screen and off.

EXT. MOVIE THEATER ON HOLLYWOOD BLVD. 1937

The letters for *The Gorgeous Hussy* are being removed by a MAN on a ladder. As he hands the letter to someone below, he holds his nose, indicating the movie was a stinker.

GREER GARSON (V.O.)
Unfortunately, most of her fans
couldn't make the leap...and Joan--

CUT TO:

Variety proclaims "Theater Owners call Crawford Box Office Poison."

GREER GARSON (V.O.)
--was branded Box Office Poison.

INT. MGM STUDIO HALLWAY - DAY 1943

Joan, 39, dressed in her most elegant attire, marches down a hallway past an elderly Exec. Secretary.

GREER GARSON (V.O.)
Now that Greta Garbo and Norma
Shearer had retired, Joan wanted
roles with dignity--

INT. LOUIS B. MAYER'S OFFICE - CONTINUOUS

--a cavernous suite where MAYER is seated at a huge desk you could land a plane on. The mogul looks up startled. Joan throws down a copy of the script for *Madame Curie*.

GREER GARSON (V.O.)
--and she fought tooth and nail for
the role of Marie Curie--

JOAN
Listen, Louis, either I play this
egghead dame or I walk.

Mayer stands. They face each other down as he makes a tough decision. He reaches for a piece of paper and--

GREER GARSON (V.O.)
In the end, as you may know, I got
to discover radium, to wide acclaim
and huge box office, and Joan
discovered--

--rips it up. On CLOSER LOOK we see it's Joan's contract.

GREER GARSON (V.O.)
 --she was no longer needed at
 Metro.

EXT. MGM LOT - DAY 1943

Joan, takes one last look at the only studio home she has ever known, then with head held high, walks off the lot followed by an entourage of dutiful fans carrying her belongings in boxes: fan letters, potted plants, cleaning supplies, etc.

INT. JACK WARNER'S OFFICE - DAY 1943

Jack Warner and Joan Crawford share a toast.

GREER GARSON (V.O.)
 Two weeks later, Joan signed with
 Warner's.

JOAN
 Thank you...Daddy.

JACK WARNER
 Drop the daddy shit, Joan. It
 might've worked on that fat fuck
 over at MGM, but you're working for
 me now.

Joan takes this in, shifts into a more grown-up seductive mode, and clinks her glass to his.

JOAN
 Tchín-tchín.

She throws back her drink in one gulp.

GREER GARSON (V.O.)
 Back then Bette was queen of the
 lot, like me, playing one Oscar-
 nominated role after another.

Joan notices Jack staring at her legs. Joan smiles--

GREER GARSON (V.O.)
 But Jack figured he could use Joan
 to make Bette a little less...
 demanding.

--and purposely adjusts her garter for Jack's attention.

INT. JOAN'S BRENTWOOD HOME - NIGHT 1945

Joan, wearing glasses, finishes a script and tosses it onto pile of screenplays beside her bed.

GREER GARSON (V.O.)
Joan was shrewd, and knew she
needed the right role to put her
back on top, and when it came she
stole it right out from under
Bette's nose.

Joan looks at the script she's chosen: *Mildred Pierce*.

GREER GARSON (V.O.)
So while Bette was filming what she
thought was the more distinguished
motion picture--

INT. WARNER SOUNDSTAGE - DAY

Bette wears a matronly bustle, playing an aging school marm opposite a young Welsh miner in *The Corn is Green*, a stagey period piece.

GREER GARSON (V.O.)
Joan shot her comeback role--

BLACK AND WHITE FILM CLIP

Joan as Mildred Pierce reacts as a gun goes off, killing unfaithful lover ZACHARY SCOTT in a Malibu beach house.

GREER GARSON (V.O.)
--for which she won the Oscar over,
may I say, some pretty fierce
competition...including yours
truly.

CUT TO:

EXT. JOAN'S BRENTWOOD MANSION - FRONT DOOR - NIGHT 1946

Joan, in an elegant nightgown, accepts her Oscar at home before a fawning press corps.

GREER GARSON (V.O.)
Many wondered how she did it--

ON SCREEN IN BLACK AND WHITE Bette Davis, at her intense best, shoots her lover in the opening scene of *The Letter*.

GREER GARSON (V.O.)
How did the movie star become...an
actress?

INT. JOAN'S BRENTWOOD MANSION SCREENING ROOM - NIGHT

Joan, wearing glasses, has been watching this movie carefully. She leans forward as though studying the screen.

GREER GARSON (V.O.)
Poor Bette. While Joan now got the
red carpet treatment and the best
parts for women..of a certain age--

CUT TO:

BLACK AND WHITE CLIP

Joan's cigarette is lit by a bevy of handsome suitors in the classy soaper *Humoresque*.

GREER GARSON (VO)
--it was Bette who now had to play
the shopgirls and the slatterns.

CUT TO:

BLACK AND WHITE FILM CLIP

Bette, donning a dreadful black wig, as Rosa Molina in B-pic *Beyond the Forest*, enters her dreary domicile, looks around.

BETTE
(as Rosa Molina)
"What a dump!"

EXT. WARNERS LOT - DAY 1949

Bette, now in her early 40s, pauses in front of Joan's star dressing room.

GREER GARSON (V.O.)

And it was Jack Warner who, through
it all, made millions off both of
them.

She takes her ever-present cigarette and grinds it into the
star on Joan's dressing room door. Then picking up her
potted plant she exits the studio without looking back.

GREER GARSON (V.O.)

And perhaps he always would.

CLOSE ON BETTE AND JOAN 1962

Standing cheek to cheek like the best of friends for a photo.

PULL BACK TO REVEAL

They're the focus of a reception at

INT. JACK WARNER'S BEVERLY HILLS HOME - NIGHT

Joan keeps a friendly grip on Bette's arm as she answers
questions from HEDDA HOPPER, the legendary doyenne of dish,
wearing her signature wide-brimmed feathered hat. Aldrich
stands nearby watching his stars lay on the charm.

JOAN

Bette's wonderful. She's going to
win all the awards.

BETTE

(also playing nice)
Nonsense. Joan's performance has
Oscar written all over it.

HEDDA HOPPER

And you two gals are *really* getting
along? Come on, you can tell,
Hedda.

JOAN

Of course--well--

Hedda leans in closer for the dirt.

JOAN

(to Bette; playing it up)
--there was that morning you were
getting into character and you
didn't say good morning to me...
for at least five minutes.

BETTE

I get absent-minded and sometimes
that can be mistaken for...
something else.

Jack Warner comes up to Bob Aldrich.

JACK WARNER

I haven't seen that much shit since
my last bowel movement.

ALDRICH

What year was that?

INT. JACK WARNER'S PRIVATE STUDY - NIGHT 1962

Warner pours two shots of very good Scotch.

JACK WARNER

1932.

He and Aldrich clink glasses.

JACK WARNER

Good thing about Scotch: it gets
better as it ages.
(downing his drink)
Broads, they just get sour. Those
lousy bitches breaking your balls,
right?

ALDRICH

They don't want be in the same room
with each other. Joan fights me
for a close-up. Bette fights me to
take it out. But they're burning
up the screen, Jack! You should've
paired 'em years ago.

JACK WARNER

Ah, two World Wars were enough.
Now, Bob, there's something I'm
gotta tell you: The office tells
me you're behind schedule -- and I
don't like that.

(MORE)

JACK WARNER (cont'd)
I'm not going to release the
picture like I said I would--

Warner takes a purposeful pause, worrying Aldrich.

JACK WARNER
I want to open it bigger, like no
one's ever done before: a wide
release; 400 theatres!

ALDRICH
400? Are you crazy?

JACK WARNER
There's gotta be buzz. You keep
'em at each other's throats -- and
I'll make sure their names are in
the papers. Do it, Bob, and you'll
be writing your own ticket in this
town.
(toasting)
L'chaim, bubbeleh.

INT. JACK WARNER'S VESTIBULE - NIGHT

Where Hedda Hopper, preparing to leave, adjusts one of her
signature hats with pins in the mirror.

As she finishes her primping, she reaches back for her mink
stole, but Aldrich beats her to it, places it on her
shoulders.

HEDDA HOPPER
And I thought chivalry died with
Ronald Colman.

ALDRICH
You're leaving so soon?

HEDDA HOPPER
I'd stay but all this sugar's
giving me a toothache.

He looks across the room at Jack Warner, who nods back
approvingly. Aldrich starts whispering something in Hedda's
ear. She hungrily takes the bait.

BETTE (AS BABY JANE) (V.O.)
"Now when I'm very good/and do as I
am told--"

INT. STUDIO - MORNING

A scene is being shot. Bette, as Baby Jane, on a late-night binge, performs her pathetically outdated vaudeville act, mincing like she was a young girl. Bob, seated in his director's chair, watches approvingly.

BETTE (AS BABY JANE)
"--I'm Mama's little angel/and Papa
says I'm good as gold."

EXT. JOAN'S BRENTWOOD MANSION - WHITE CADILLAC - SAME

Joan, kerchief over her head, storms out her mansion, gets in her car, tosses the *LA Times* onto the seat beside her.

BACK TO BETTE AS BABY JANE

BETTE (AS BABY JANE)
--"But when I'm very bad/and answer
back and sass--"

BACK TO JOAN'S CADILLAC - ON NEWSPAPER

open to Hedda Hopper's daily column with the headline, "*Queen of Pepsi leaves bitter aftertaste.*" Joan burns rubber as she peels out of the driveway.

BACK TO BETTE AS BABY JANE

BETTE (AS BABY JANE)
"I'm Mama's little devil/and Papa
says I've got the brass."

Bette approaches a full-length mirror on the shadowy set of the Hudson sisters' Spanish-style living room.

BETTE (AS BABY JANE)
"Now I wish that you would tell me/
as I'm much too young to know..."

Bette as Baby Jane steps closer to the mirror; her old wrinkled face suddenly illuminated by a nearby lamp. She SHRIEKS in horror.

EXT. STUDIO PARKING LOT - SAME

As Joan's car SCREECHES onto the lot and races toward her spot. She jumps out of her car, heads to the studio, where she's intercepted by a REPORTER and PHOTOGRAPHER.

REPORTER

Miss Crawford! Do you have any response to the comments made by Miss Davis in Hopper's column?

JOAN

I most certainly do. But nothing I'd let my children read in a family newspaper.

Joan pushes through the door and storms onto the soundstage, followed by the reporter and photographer.

BACK TO BETTE AS BABY JANE

"Baby Jane" is thrust back into reality when she HEARS a BUZZER from her sister's room and inflates with fury.

BETTE (AS BABY JANE)

(shouting toward upstairs)

"All right, Blanche Hudson! Miss Big Fat Movie star! Miss Rotten Stinkin' Actress!"

Joan and her ad hoc entourage storm up to Aldrich.

JOAN

Bob, I need to talk to you!

ALDRICH

Cut!

(to Joan)

What is it--?

JOAN

Have you seen Hedda Hopper's column this morning?

ALDRICH

(innocently)

Why, no? Does she mention us?

JOAN

Us? No. Me? Yes!

(reading)

"The woman's crazy...I always suspected she had a false front, but now I know for sure...and they're 34 double D."

Bette lets out a huge guffaw. The Reporter takes notes.

JOAN

Bob, are you going to let her get away with this?

BETTE

Get away with what? I said no such thing to Miss Hopper--

ALDRICH

Come on, Joan, I'm sure Bette's words were taken out of context.

He winks to Pauline, who rolls her eyes, smiles.

BETTE

Oh, who gives a shit, Lucille. Everyone knows you stuff your bra. You've been doing it for years!

JOAN

Very well, Bette.
(turning to Reporter)
You wanted my response? Well, here, you can quote me:
(looking at Bette)
"Miss Davis looks old enough to be my mother. One look at her face and you would think she hasn't had a happy day -- or night -- in her life."

The Crew can't help but laugh. Bette, however:

BETTE

Christ, Lucille! I've had affairs, too. Maybe not as many as you, but who has -- outside of a cathouse?

The Crew laughs LOUDER as the Reporter scribbles. Joan is furious.

JOAN

Bob, would you please inform Miss Davis that I will sue her if she continues to make comments injurious to my ability to earn a living.

BETTE

Earn a living?! Every time you belch, Pepsi gives you another ten grand!

JOAN

How dare you bring Pepsi into this!
Unlike you, it's good! It's pure!--

BETTE

It's pure alright -- pure vodka!

ALDRICH

Bette! Joan!

Bob purposely gets between his two stars and points to the Photographer, who at that moment gets a nudge from Pauline. Bette and Joan turn their heads. FLASH. The photographer gets the shot.

DISSOLVE TO:

--the photo in the morning paper: Bob looks triumphant with his arms around the two ladies, who have been caught off guard in less-than-flattering poses. The headline reads:

"BATTLING AXES: Round One: Battling Bette Vs. Juggernaut Joan."

WE HEAR a a BOXING BELL DING as

The tinny, groovy arrangement of the theme from *What Ever Happened to Baby Jane?* BEGINS TO PLAY over the following sequence:

INT. SOUNDSTAGE - LIVING ROOM SET OF HUDSON NEIGHBORS

Joan, accompanied by her maid, Mamacita, arrives on the set just as a SHOT is being taken. A Crew Member stops her.

JOAN

What's going on, Carlos?

CARLOS

They replaced the actress playing the young neighbor, so they're re-shooting the scene with her mother.

JOAN

Thank God! She was atrocious.
(whispering, to Mamacita)
See, Mamacita, now you know why I
never settle for second best.

Joan's face falls, livid as she sees the new actress: B.D., Bette's daughter, reading her lines with the actress playing her mother. It's clear acting may not be her calling.

B.D. (AS THE BATES GIRL)
 "We've been living next door to
 them for six months now, and the
 only one I ever see is that fat
 sister slouching around."

Joan fumes as Bette sidles up next to her.

BETTE
 You're not the only one with co-
 star approval, Lucille.

Joan stomps away as Bette smiles like a proud mama until she
 hears B.D.'s line reading -- and can't help but cringe.

CUT TO:

WE HEAR a BOXING BELL RING as another HEADLINE passes over
 the screen: *"Round Two: Joan comes out swinging."*

INT. SOUNDSTAGE - ANOTHER DAY

THE MUSIC CONTINUES as Joan as Blanche, starving, desperately
 wheels herself into Jane's bedroom in search of food.

She grabs a box of chocolates off the bed, rummages through
 it: empty. She then pulls open the vanity drawer: Bingo!

She starts shoveling the chocolates into her mouth.

ALDRICH (O.S.)
 And cut! Very good, Joan. Let's
 try one more.

As the Crew resets the shot, Joan turns her wheelchair toward
 the vanity mirror to have her makeup reapplied.

Bette grabs a few chocolates from Joan's prop box, stuffs the
 candies in her mouth.

PROP MAN
 Miss Crawford has a policy. Nobody
 is supposed to touch her props.

BETTE
 (handing him a twenty)
 Well Miss Crawford has *another*
 policy. Give her twenty bucks and
 you can touch *whatever* you want!

Off to the side, Joan fumes as Bette cackles.

LATER

Once again, the scene ends with Blanche jumping for the box of candy.

ALDRICH

Cut! Print it!

Scene over, Bette saunters back on the set. Joan nudges the box of chocolates toward her. Bette again grabs for the chocolates, then wretches, spits out what she's been chewing.

BETTE

What the hell?

(examining the contents)

Raw chopped meat?!!

Bette stares at Joan.

JOAN

Protein, Bette. Good for you.

MUSIC BACK UP

A BELL RINGS as a HEADLINE passes over the screen: "*Round Three: Davis declares, 'The evening gloves are off; the fur is about to fly!'*"

MUSIC CONTINUES as WE

CUT TO:

INT. SOUNDSTAGE - BLANCHE'S BEDROOM SET - ANOTHER TIME

Bette, in her Baby Jane garb, smiles mischievously as she is handed the tray she'll use to serve Blanche in her bedroom.

She lifts the silver cover, takes the prop rat off the plate, then looking around surreptitiously, calls over one of the crew members, wearing rubber gloves, toting a plastic bag.

He reaches into the bag, places something onto the tray. Bette smiles to him as she replaces the silver cover.

A FEW MOMENTS LATER

In mid-shot, Blanche is about to eat her lunch when Bette, as Jane, delivers her closing line as she walks out the door.

BETTE (AS BABY JANE)

"Oh, Blanche, you know we got rats in the cellar."

After she exits, Joan is filled with doubt and dread. Finally deciding that even Bette wouldn't stoop that low, she lifts the tray and sees that she would. There, on a bed of tomatoes, is an actual dead rat.

Joan SCREAMS at the top of her lungs and starts spinning frantically in her wheelchair like a terrified dervish. Bette howls with laughter. Aldrich loves the shot.

BOXING BELL RINGS as the following HEADLINE slides across the screen: *"Round Four: Crawford cries, 'When all is said and done, I'll have my say.'"*

CUT TO:

INT. SOUNDSTAGE - SET OF BLANCHE'S BEDROOM

Joan, as Blanche, having been neglected and starved by her crazy sister, is tied to her bed with her mouth taped shut. Aldrich approaches, kneels by her side.

ALDRICH

OK, Joan...we've got a problem:
Bette's got a bad back. We only
have a few more scenes to shoot and
this picture's in the can...I know
Bette's been rude...harsh...
insensitive

Unable to speak, Joan rolls her eyes. Aldrich, catching on--

ALDRICH

OK, she's been a total bitch.

Joan nods profusely.

ALDRICH

But when Bette lifts you in this
scene, I need you to make it as
easy for her as possible.

Joan nods, eyes softening.

ALDRICH

That's my Joan.

Satisfied, Aldrich steps behind the camera; he motions to Bette who's offstage, poised to enter Blanche's bedroom.

ALDRICH

Places--and action!

Bette as Jane storms into the room, runs to Blanche's bedside, screaming:

BETTE (AS BABY JANE)
 "He's going to tell! He's going to
 tell I killed Elvira! Blanche,
 you've got to help me. We've got
 to leave!"

She begins untying Joan, as Blanche, from her restraints.

BETTE (AS BABY JANE)
 "Please! Please, Blanche! Help
 me!"

Jane starts pulling Blanche from the bed, dragging her across the floor. It's obviously harder than she expected. Barely able to say her lines, she soldiers on.

BETTE (AS BABY JANE)
 "Plea...Please! Please, help
 me...please!"

ALDRICH
 Cut! Print! Brilliant, Bette!

Suddenly, Bette drops Joan, lets out a real SCREAM as she grabs her lower back in pain.

BETTE (AS BABY JANE)
 Ah, my back! Jesus Christ!

Crew rush to help a hunched and pained Bette off the set.

Joan struggles to her feet, steps around the corner for privacy, pleased with herself, opens her dress, pulls out a leather weight belt filled with lead weights. Smiling, she deposits the belt into a metal trash can. CLUNK!

Bette SHRIEKS O.S. as Joan replaces the lid, saunters away.

MUSIC ENDS the SEQUENCE as we

DISSOLVE TO:

INT. SOUNDSTAGE - HALLWAY SET OF HUDSON HOME

Bette, as Jane, kicks a dummy dressed as Blanche. The dummy doesn't look very convincing.

Aldrich and his crew look at each other, displeased.

ADLRICH

Cut! This doesn't look right.

BETTE

Of course it doesn't. With what
she did to my back!

Aldrich confers with his cameraman.

CAMERAMAN

We need Joan.

Aldrich slowly nods his head in agreement. Everyone,
including Bette, watches him march to Joan's dressing room.

Feeling all eyes on his back, Aldrich taps on the door.

ALDRICH

Joan, we need you on the set.

No answer. Somewhat concerned, Bob opens the door and sees
Joan weeping at her dressing room table.

ALDRICH

Joan?

Joan looks up at Aldrich with a look of complete and abject
misery. Aldrich glances behind him -- makes a decision --
steps inside and closes the door behind him.

Bette sees this from across the set.

BETTE

Christ!

INT. JOAN'S DRESSING ROOM - DAY

Aldrich enters, kneels by Joan's side.

ALDRICH

What's the matter?

Mamacita looks for Joan's approval, then:

MAMACITA

Peter just called from the airport.

JOAN

Bastard! He didn't even have the
balls to break it off in person.

(MORE)

JOAN (cont'd)
He snuck out of the house in the
middle of the night, like some
common thief.

ALDRICH
Oh, Joan...

Joan gives a look to Mamacita, who knows this is her cue to
skedaddle out of there, which she does.

INT. SOUNDSTAGE

All eyes are on Joan's dressing room door, as Mamacita exits
and closes the door behind her.

Steaming mad, Bette plops down on one of the steps on the
set, pulls out a cigarette, lights it, takes an angry drag.

INT. JOAN'S DRESSING ROOM - DAY

Aldrich pulls up a seat next to Joan.

ALDRICH
You don't need him. This role's
gonna put you back on top. You'll
be in demand--

JOAN
By who?

ALDRICH
By everyone. If you don't get
another Oscar nomination for this
role, then there's no justice in
this town.

JOAN
Do you -- do you really think so?

ALDRICH
So what do you say you come out and
do the scene?

JOAN
And give Bette one more chance to
kick me when I'm down.

ALDRICH
You got a couple of good kicks in
there yourself. Come on.

Aldrich hands her an eyebrow pencil.

JOAN CRAWFORD
I couldn't. Not like this.

ALDRICH
Is there anything I can do?

JOAN
There was a time you wouldn't have
needed to ask.

Joan takes the eyebrow pencil out of his hand, and throws it on the floor.

INT. SOUNDSTAGE - OUTSIDE JOAN'S DRESSING ROOM - LATER

Bette, still on stairs, smoking, a half-dozen cigarette butts at her feet. Hearing a commotion she looks up, sees Aldrich leading a contented-looking Joan from her dressing room. She's now costumed identically to the dummy.

Crew Members quickly act as if they had been busy working instead of focused on what had been going on inside the dressing room. A few applaud as Bob and Joan arrive at the set.

Bette sneers, stomps out her cigarette and walks over to her mark. Joan, meanwhile, is graciously helped by Bob onto the floor, taking the place of the dummy.

A FEW MOMENTS LATER

The CAMERA is at FLOOR LEVEL, across from Joan. Bette stands above her.

JOAN
Bob, dear, I'm ready when you are.

ALDRICH
OK. Action!

Bette, as Jane, angrily kicks toward Joan, as Blanche, being careful, at first, to miss her. Aldrich shouts encouragement.

ALDRICH
Go, Bette!
(kick)
Go for it!
(kick)
Don't hold back!

Bette kicks again. Joan skillfully acting out receiving the blow, rolls across the floor.

ALDRICH
Great, Joan! Wonderful.

CLOSE ON BETTE

as she kicks. Between each kick WE FLASH TO what's going on in her head:

--Joan sweeping in with Douglas Fairbanks, Jr., interrupting her big moment at the *Star of Tomorrow of 1933* event.

--Franchot Tone walking out of her dressing room on the set of 1935's *Dangerous*.

--Joan getting her Oscar for *Mildred Pierce* in early 1946.

--Present day Bob walking into Joan's dressing room, the door closing behind him.

--Bette imagining Bob and Joan making love.

BACK TO SCENE

Bette turns, looks at Bob, lets out a guttural SCREAM and gives Joan a GOOD HARD KICK -- this time CLUNKING her right in the head.

Joan SCREAMS out in pain.

Crew Members GASP.

ALDRICH
Cut! Cut!

Everyone races over to Joan, in obvious pain, on the floor.

PAULINE
Call the doctor!

BETTE
Good. It's about time she had her head examined.

Everyone looks at Bette, stunned, as Joan is led away by Aldrich. Bette, tries to shrug it off, stomps out her cigarette, marches to her dressing room, very much alone.

INT. BETTE'S DRESSING ROOM - A FEW MINUTES LATER

Bette gives herself a long look in the mirror. Brushing aside conflicting emotions, she starts removing her make-up.

BARBARA STANWYCK (O.S)
The '50's were a tough decade for
all of us mature gals.

CUT TO:

TALKING HEAD #4

Diminutive, but strong, movie icon BARBARA STANWYCK, circa 1978. She's white haired now, but still handsome with a tough, no-nonsense demeanor. Title card reads: *Barbara Stanwyck, four-time Best Actress nominee.*

BARBARA STANWYCK
The studio system was dying out big-time, and the only women getting work had big chests and small brains. But Joan, wow, she was really something! She barrelled through the decade like a freight train. She kept her figure. She kept her fans. She kept her salary. So what if her co-stars kept getting younger and younger.

--Clips of Joan in clinches with younger co-stars Jack Palance in *Sudden Fear* (1952), Jeff Chandler in *Female on the Beach* (1955), and Cliff Robertson in *Autumn Leaves* (1956).

BARBARA STANWYCK
She was still Joan.

BACK TO:

TALKING HEAD - BARBARA STANWYCK

BARBARA STANWYCK
Bette, well, she was a different story. After *All About Eve*, she was on top of the world. She thought she'd be swamped by offers, but her big comeback turned into an even bigger letdown.

EXT. COUNTRY HOUSE YARD - MAINE - DAY 1950

Two little kids, MARGOT and MICHAEL run around. Budding teen B.D. reads a book nearby.

BARBARA STANWYCK (V.O.)
 So Bette decided she'd throw
 herself into the one role she'd
 never gotten right: wife and
 mother.

While B-level tough-guy actor, GARY MERRILL, Bette's new
 husband, lies on a chaise, drinking highballs.

BARBARA STANWYCK (V.O.)
 She married her *All About Eve* co-
 star, Gary Merrill. It took them
 just 10 years to realize--

INT. COUNTRY HOUSE - MAINE - KITCHEN - DAY

Two oven-mitted hands pull an apple pie out of the oven.
 Bette, wearing a gingham apron leans over to smell her
 creation, dropping ashes from the still ever-present
 cigarette dangling from her lips.

BARBARA STANWYCK (V.O.)
 --that despite all their best
 efforts, Bette was, to say the
 least, *miscast*.

She slams the oven door shut with her knee.

CUT BACK TO:

INT. BETTE'S HOME - LIVING ROOM - NIGHT 1962

The front door is thrown open, and an exhausted Bette trudges
 into the dark house, kicks off her shoes, and makes her way
 across the dark room to the--

HALLWAY

Unbuttoning her blouse, dropping it on the floor, as she
 makes her way to the--

MASTER BEDROOM

--and is about to unzip her skirt when, through the mirror,
 she sees a man lying on her bed, a hat over his eyes.

BETTE
 My, my, my! Look what the cat
 dragged in!

MAN
Hello, wife!

The man lifts his hat, slowly turns. It's Gary, Bette's now-estranged husband, 12 years later.

Bette notices the open bottle of Scotch beside him.

BETTE
Make yourself useful for once,
Gary. Fix me a Scotch and soda.

Bette scoots into her bathroom, as Merrill gets up, starts mixing the drinks.

IN BATHROOM - INTERCUT AS NEEDED

Bette looks at herself in the mirror--

GARY
So, I've been reading about you and
Crawford.

BETTE
Well, here's tomorrow's headline:

--slips on an attractive robe--

BETTE (CONT'D)
today I kicked her right in the
head -- by accident, of course.

GARY
(sardonically)
Oh, of course. I bet you can't wait
to call it a wrap.

--and checks her face in the mirror.

BETTE
I'd like to rap her right in the
mouth. So, what brings you crawling
back to Hollywood? Another guest
shot on *Wagon Train*?

GARY
Actually, it's a *Twilight Zone*.

BETTE
That should be easy for you. Our
whole marriage was a *Twilight Zone*.

BACK TO MASTER BEDROOM

GARY

What makes you say that?

Bette glides back in.

BETTE

Because you went to bed with Margo Channing, but you woke up with Bette Davis. Pure science fiction!

Gary hands Bette her drink. They toast.

GARY

C'mon, Bette. I've been a good friend to you all these years, haven't I? And an even better enemy. Here, I brought you something.

Bette eyes the wrapped box he holds up, which, from the look of it, could be jewelry.

GARY

Go on, take it. You've wanted this for a long time.

Bette, touched despite herself, takes it, unwraps it with growing excitement. Then getting the box open, her face falls, as she sees what's inside: divorce papers.

GARY

It's all there, Bette. I gave you everything: the kids, the house in Maine, the bank accounts--

BETTE

You goddamned prick! How dare you break into my home -- to give me *this!*

Bette slaps him. He slaps her back. He throws her down on the bed. She tries to slug him, but he grabs her arms.

GARY

Admit it, Bette: you don't want me, but you can't stand the idea of me being with anybody else.

BETTE

Who'd have you, you broken-down drunk?

GARY

You would, you miserable old hag!

He grabs her. She pushes him away. He kisses her, throws her down on the bed. They wrestle 'til passion takes over.

BARBARA STANWYCK (V.O.)

You know why they really broke up?
It wasn't his performance in bed.
It was his performance on stage.

EXT. THEATER - ST. LOUIS, MO. - NIGHT

A less-than-glamorous crowd shuffles into a theater.

BARBARA STANWYCK (V.O.)

Just when Bette realized her
marriage was about to close in New
England, she tried to take it on
the road.

The marquee reads: Bette Davis in *The World of Carl Sandburg*.
In smaller letters below: also starring Gary Merrill.

INT. THEATER - ON STAGE

As Bette awaits her turn to read, Gary stands at a lectern dutifully reading a poem by Carl Sandburg.

GARY

"I said to myself: I wonder how far
Ophelia went with Hamlet/What else
was there/Shakespeare never told."

Bette notices the audience whispering, clearly bored.

BACK TO BARBARA STANWYCK

BARBARA STANWYCK

(laughing)

You know she had him fired from the
tour! Her own husband! Replaced
him the very next day with Barry
Sullivan. See, Barry was a
consummate professional, but there
were some things even he couldn't
do.

BACK TO:

INT. BETTE'S HOME - BEVERLY HILLS - BEDROOM - NIGHT 1962

As Gary sleeps naked under the covers, Bette looks at him, then slips out of bed, walks gingerly to the night stand where the divorce papers were left.

She pours herself the last drops of the bottle of Scotch, then peruses the papers. Taking one more glance back at Gary one more time--

BARBARA STANWYCK (V.O.)
--but when Bette had to choose, she
always picked the professional over
the private.

--she then signs the divorce papers.

DISSOLVE TO:

LATER - DAWN

As Bette now sleeps, Gary slips out quietly from the bed, starts to dress. As he goes to the night table to retrieve his watch, he sees, under her finished glass of Scotch, the divorce papers, opened and signed by Bette.

With bittersweet satisfaction, Gary slides the papers into his inner jacket pocket, then picks up his shoes and socks and tiptoes out.

A moment later, Bette turns, awake. She looks over at the now-empty side of the bed, then HEARS the front door SLAM SHUT. Bette falls back, sighs, feeling very much alone.

EXT. BEACH - DAY

The CAMERA SLOWLY PANS across Hollywood's idea of a typical day on crowded beach.

Suddenly, the SHOT wobbles and goes KERFLOOEY into the sand.

REVERSE ANGLE

The DP screams invectives at his crew as the CLAPPER changes the take number to 67, revealing the name of the film-in-progress: *What Ever Happened to Baby Jane?*, dir. ROBERT ALDRICH.

Aldrich tries to explain to the Spanish-speaking Mexican crew the need to prop up the camera track.

ALDRICH
 Plywood! You need to prop this up
 with--

MEXICAN CREW MEMBER
 (heavy Mexican accent)
 Paleye--vood?

ALDRICH
 (losing patience)
 Just do it! We have maybe three
 fucking hours to get this scene
 done--

Aldrich sees an anxious Pauline running toward him.

PAULINE
 Bad news, Bob. We finally got
 through to Bette: she's not coming.
 Her back's out and her doctor's
 told her to stay in bed.

ALDRICH
 Goddammit! That's enough!
 (looking up at the sky)
 Get Bill to bring my car around.

Aldrich marches across the sand toward a nearby road. He
 passes Joan in costume, seated in her director's chair under
 a make-shift canopy, being fanned by Mamacita, studying her
 script and sipping a bottle of Pepsi.

JOAN
 Are we shooting today or not?

ALDRICH
 You bet we are! I'll be right
 back.

JOAN
 (turning to Mamacita)
 He better be.

As Bob passes the craft services table, he grabs a donut,
 shoves one in his mouth, then grabs another for the road.

Bob gets into his car, a white Cadillac, and zooms away.

EXT. SUNSET BOULEVARD - DAY

Aldrich weaves at top speed through afternoon traffic. The
 tires SQUEAL as he careens around a curve.

INT. BETTE'S RENTED HOME - BEVERLY HILLS - BEDROOM - DAY

Bette lies in bed, staring up at the ceiling, bereft. Beside her, for the first time: an empty ashtray.

Then the quiet is interrupted by the SCREECH of a car pulling up to the house, followed a moment later, by the SOUND of a CAR DOOR slamming shut.

The DOORBELL RINGS.

B.D. (O.S.)

Mother! Mr. Aldrich is here to see you.

BETTE

Send him away!

A moment later, the bedroom door flies open, and there's Aldrich: out of breath and mad as hell.

ALDRICH

What the hell's going on, Bette?

BETTE

If you've come here to inform me that my services are no longer required, save your breath.

ALDRICH

If I could fire you, I would--
(softening, sitting on
bed)
But I need you, Bette.

Bette sits up, smooths the blanket atop her.

BETTE

For what? It's Joan's scene; her big monologue. Throw a wig on Pauline, and she can do it.

ALDRICH

You should know better than anyone: movies aren't about words; they're about faces.

He leans over, brushes her face with the back of his hand.

ALDRICH (CONT'D)

It's about *your* face -- in close-up.

(MORE)

ALDRICH (CONT'D)

The audience won't be listening to a word Joan says. I promise you, Bette; this scene will be about you.

BETTE

And have you informed Miss Crawford? I thought maybe that's what you were talking about in her dressing room the other day.

ALDRICH

Oh...so that's what this is all about.

Aldrich leans closer to Bette and softens his tone.

ALDRICH

Whatever I did, I did to get this movie made.

BETTE

(looking directly into
Aldrich's eyes)

And is that what you're doing now?
Getting your movie made?

Aldrich doesn't answer.

BETTE

Get out!

ALDRICH

(taking hold of her
shoulders)

You've gone toe-to-toe with some of the biggest monsters in Hollywood -- and you're gonna give up now! You're one day, one *scene* away from the movie that will change your life.

Aldrich hesitates, then throws his arm around Bette, who is surprisingly limber as she recoils from his touch.

ALDRICH

Bad back, my ass! You're faking it, Bette.

BETTE

B.D.! Get in here--

ALDRICH
 (taking hold of her
 shoulders)
 Now get out of bed!

They stare at each other. Bette eyes her cigarettes, then reaches behind Aldrich for her pack. Without missing a beat, Aldrich stops her. Her eyes flash momentary fury. Aldrich leans in closer and Bette emits the faintest trace of a smile as he does.

JOAN (AS BLANCHE) (O.S.)
 "Jane, I'm dying--

CUT TO:

EXT. BEACH - DAY

CLOSE ON Bette, as Baby Jane, staring at the sea, a complex mixture of emotions crossing her face, while Joan, as a dying Blanche, struggles to eke out her final words O.S.

JOAN (AS BLANCHE)V.O.)
 "There's no time. You must listen."

WIDER ANGLE

The entire crew, especially Aldrich, mesmerized as the two actresses play the climactic scene to the hilt.

JOAN (AS BLANCHE)
 "I made you waste your whole life
 thinking you'd crippled me."

BETTE (AS BABY JANE)
 "Please, stop."

DISSOLVE TO:

INT. EDITING ROOM

The scene continues on b & w film as Aldrich and his Editor cut the film. The SHOT stays on Bette.

JOAN (AS BLANCHE) (O.S.)
 "You didn't do it. I did it myself.
 Don't you understand?...I crippled
 myself. You weren't driving that
 night. You weren't driving."

The Editor leans over to Bob.

EDITOR
I thought we'd cut to Joan now.

ALDRICH
No! Stay on Bette.

The two men look back at the screen, keeping the SHOT on Bette as Joan speaks.

JOAN (AS BLANCHE) (O.S.)
"You were too drunk. I wouldn't
let you drive..."

DISSOLVE TO:

INT. SCREENING ROOM - CLOSE ON MOVIE SCREEN

Where the scene continues staying almost the entire time on Bette.

JOAN (AS BLANCHE)
"I made you open the gates. I
watched you get out of the car..."

REVERSE ANGLE

We PAN ACROSS a row of studio executives, including Jack Warner, obviously enjoying the film.

BACK ON SCREEN

JOAN (AS BLANCHE) (O.S.)
"You'd been so cruel to me at the
party. Imitating me, making people
laugh at me. I wanted to run you
down, crush you. You saw the car
coming..."

REVERSE ANGLE

WE END on Joan, staring at Bette's face, fuming.

BACK ON SCREEN

Bette, as Jane, dances madly on the beach for an admiring crowd, as police come to arrest her for her sister's murder.

INT. LARGE MOVIE THEATER - ON SCREEN

The words "The End" appear over the climax of the film.

PULL OUT as the packed house of moviegoers erupt into spontaneous applause, buzzing with excitement as they exit.

INT. JACK WARNER'S OFFICE - DAY

Seen from atop his bald head, Jack reads *Variety* blaring the headline: "*Baby Jane* Box Office smash."

Warner puts the paper down, obviously thrilled, leans across his desk to light a cigar for the man sitting across from him, an equally ecstatic Aldrich.

DISSOLVE TO:

INT. JOAN CRAWFORD'S BEDROOM - MORNING

Title card: *six months later*. Mamacita quietly enters Joan's darkened lair, opens the curtains. Joan lifts her sleep mask as Mamacita puts the breakfast tray across Joan's lap.

JOAN

Ah! I see everything is here.

Then Joan notices something is missing.

Mamacita reluctantly reaches into her back apron pocket, gingerly hands the day's newspaper to Joan.

Mamacita turns to leave. As she closes the door, exiting the room, she hears Joan LOUDLY WAIL.

EXT. BETTE'S RENTED HOME - BEVERLY HILLS - DAY

--where reporters have gathered on the lawn, including Hedda Hopper, who's all wired up to do a live radio broadcast.

HEDDA HOPPER

...So while her co-star Joan Crawford failed to be nominated today, Bette Davis -- with a record-breaking 10th nomination for her performance in *What Ever Happened to Baby Jane?* -- looks poised to become the first actress to win three Academy Awards.

Bette makes a triumphant grand entrance out the front door.

HEDDA HOPPER
 Nominated alongside the formidable
 Miss Davis is screen veteran Kate
 Hepburn, as well as three relative
 newcomers: Lee Remick, Anne
 Bancroft, and--

INT. GERALDINE PAGE'S GREENWICH VILLAGE APARTMENT - MORNING

Scruffy character actor, RIP TORN, in a robe sits at a table
 reading *Backstage*, picks up the RINGING phone.

HEDDA HOPPER (O.S.)
 --eccentric new star, Geraldine
 Page.

RIP TORN
 Hello!... Yeah, she's here.
 Geraldine--

WE PULL BACK revealing actress GERALDINE PAGE at the stove,
 scrambling eggs. As Torn passes her the phone:

GERALDINE PAGE
 Oh, Rip, who is it now?

RIP TORN
 You're not going to believe this
 one.

GERALDINE PAGE
 (into phone)
 Hello?... *Who?*

Geraldine becomes flustered, carefully puts down her spatula,
 instinctively starts neatening her hair.

GERALDINE PAGE
 Thank you, Miss Crawford! I'm a
 big fan of yours, too...No, unfor-
 tunately I won't be there that
 night. I'll be in New York playing
 in *Strange Interlude*... Annie? Oh,
 I doubt it... She's around the
 corner doing *Mother Courage*.
 (experiencing a moment of
 disbelief)
 Excuse me...You want to *what?*

Geraldine looks at Rip, raising her eyebrows.

CUT TO:

BACK TO TALKING HEAD # 1 - OLIVIA DE HAVILLAND

OLIVIA DE HAVILLAND
Oscar night! That night all eyes
were on Bette. Everyone knew she
would win--

CUT TO:

CLOSE ON BETTE'S FAMOUS EYES

OLIVIA DE HAVILLAND (V.O.)
--and she never looked more lovely.

Bette's eyes are pulled back with tape and a pageboy wig is
placed on her head like a crown.

OLIVIA DE HAVILLAND (V.O.)
Or more regal. That night she was
the queen of Hollywood--

INT. BETTE'S HOME - BEVERLY HILLS - LIVING ROOM - DUSK

Bette looks at herself in the mirror above the fireplace
mantel.

OLIVIA DE HAVILLAND (V.O.)
--and, once again, I was her lady
in waiting.

Olivia, dressed to the nines, can be seen entering through
the mirror.

OLIVIA DE HAVILLAND (V.O.)
I even talked the usually under-
stated Bette into wearing a
beautiful diamond brooch I'd
brought her from Paris.

Bette turns: it's the first time we see her fully dressed for
the evening -- and she looks grand. Olivia curtsies as:

OLIVIA DE HAVILLAND
Your car awaits you.

Bette turns back to the mantel on which sit two slightly
tarnished Oscars.

BETTE
Make room, boys. Mama's bringing
home a baby brother.

Bette takes Olivia, and together they leave arm-in-arm.

EXT. SANTA MONICA CIVIC AUDITORIUM - OSCAR NIGHT - DUSK

Reporters are giving live radio feed from the jam packed red carpet as stars are deposited at the curb and ushered past their screaming fans. As Bette's limo pulls up to the curb:

ARMY ARCHERD

Here she comes, the one we've been waiting for, Miss Bette Davis!...

VARIETY REPORTER

...bet the life savings on this one, folks. She's a shoo-in...

RADIO REPORTER

...hasn't been a comeback like this since Lazarus rose from the dead...

Bette and Olivia get out of the car. For a moment from--

BETTE'S P.O.V.

SILENCE. The awed faces of fans, some screaming, some cheering, others quietly stunned from being in the presence of a true Hollywood legend. Bette glances at Olivia who, understanding Bette's joy, gives her a discreet wink.

BACK TO SCENE

Reporters swarm around Bette as she enters the building.

REPORTER # 1

Hey, Bette, where's Bob Aldrich tonight?

BETTE

He's shooting a western in Texas. But he sent me some lovely flowers -
- by Pony Express.

REPORTER # 2

I heard you haven't seen Joan since the movie wrapped.

BETTE

Not true. I was too nervous to sleep last night so I turned on *The Late Late Show*. One of her movies was playing. I slept like a baby.

INT. SANTA MONICA AUDITORIUM - OSCAR NIGHT

As Bette and Olivia are about to take their seats, an extremely dashing Viennese-born actor, MAXIMILIAN SCHELL, approaches Bette, takes her hand.

SCHELL

Miss Davis, Max Schell. I'm thrilled I won Best Actor last year if only because it gives me the honor of bestowing "Best Actress" on you tonight.

He kisses her hand, takes his seat. Bette turns to Olivia.

BETTE

There's one Kraut I wouldn't mind parking my Oscar next to.

She and Olivia giggle like schoolgirls as they take their seats in the front row. A moment later, a WOMAN behind her taps her shoulder. Bette turns.

WOMAN

I'm sorry to bother you, Miss Davis, but my young friend here is too shy to ask: would you say hello to Patty Duke?

Bette sees a shy sixteen-year-old, hardly able to look back at her.

BETTE

Congratulations, Miss Duke, on your nomination. You were marvelous in *The Miracle Worker*.

Patty giggles, thrilled, when, out from a bowling bag she holds on her lap, her little DOG sticks its head out.

Patty puts her fingers to her lips, asking Bette to share her secret.

OLIVIA DE HAVILLAND (V.O.)

I'd never seen Bette so happy.

Bette responds by putting her finger to her lips, thus assuring Patty her secret is safe.

ANNOUNCER (O.S.)

Ladies and Gentlemen, your host for the evening, Mr. Frank Sinatra.

As the orchestra kicks up "All the Way," the audience applauds. As Olivia speaks, we DISSOLVE to different winners on stage accepting their awards.

OLIVIA DE HAVILLAND (V.O.)
The room was packed with people the
two of us had known for more than
thirty years.

DISSOLVE TO:

Character Actor Ed Begley winning Supporting Actor.

OLIVIA DE HAVILLAND (V.O.)
Now that Bette's mother was gone,
you could say that her longest
relationship was with Hollywood
itself.

DISSOLVE TO:

Miyoshi Umeki hands out the award for Best Documentary.

OLIVIA DE HAVILLAND (V.O.)
Lord knows it had been stormy, but
from this night forward -- you
could feel it --

DISSOLVE TO:

Behind Bette, Patty Duke sits with the Oscar she'd just won.

OLIVIA DE HAVILLAND (V.O.)
--all betrayals would be forgotten--

DISSOLVE TO:

Audrey Hepburn gives out Best Costume Design to *What Ever Happened to Baby Jane?* In the audience, Bette is thrilled.

OLIVIA DE HAVILLAND (V.O.)
--all wounds would be healed, all
sins forgiven. Hollywood owed her
this award -- and Bette knew it.

Bette, with her glasses on, at the podium, rips open an envelope with the words Best Original Screenplay on it.

BETTE

And the winner is: those three
difficult Italian names for *Divorce-
Italian Style*.

CUT TO:

A FEW MOMENTS LATER

Bette walks offstage, delighted, with the three Italian
writers, each clutching his Oscar.

SIDE OF STAGE - CONTINUOUS

As the three Italians are led away, Bette turns back to the
stage, becoming suddenly nervous as we hear Sinatra say:

BACK ON STAGE

SINATRA

And now to present this year's
award for Best Actress, last year's
winner for *Judgment at Nuremberg*,
Maximilian Schell!

As Max Schell walks to the podium, Bette stiffens, trying to
conceal her nervousness.

SCHELL

The nominees are: Anne Bancroft in
The Miracle Worker, Bette Davis in
What Ever Happened to Baby Jane?

SIDE OF STAGE

Bette can't help but be moved by the Thunderous Ovation.

BACK ON STAGE

SCHELL

Katharine Hepburn, *Long Day's
Journey Into Night*; Geraldine Page
in *Sweet Bird of Youth*; and Lee
Remick for *Days of Wine and Roses*.

SIDE OF STAGE

Bette steels herself, ready to take her victory walk as--

ON STAGE

Max Schell struggles to open the envelope.

SIDE OF STAGE

Bette remains stiff as:

SCHELL (O.S.)
And the winner is:

Schell smiles as he sees the winner's name.

SIDE OF STAGE

Taking this as a good sign, Bette exhales, pulls her shoulders back.

ON STAGE

SCHELL
Anne Bancroft, *The Miracle Worker!*

SIDE OF STAGE

Bette's frozen, stunned.

AUDIENCE

Appreciative applause. Olivia politely claps, but looks crestfallen.

SIDE OF STAGE

Bette's just registering her shock, when suddenly a hand appears over Bette's shoulder and, like a ghost bedecked with jewels, Joan Crawford steps into the light right beside Bette. Lights shimmer off her diamonds.

ANNOUNCER (O.S.)
Accepting the award for Miss
Bancroft, the incomparable Joan
Crawford!

Joan places a hand on Bette's shoulder--

JOAN
Pardon me.

--and gently pushing aside her former co-star, Joan glides to the podium.

Bette's jaw drops as Joan takes the Oscar from Max Schell, who gives her a warm kiss on the cheek as she reads from a piece of paper:

ON STAGE

JOAN

"Quote. 'Here's my little speech.
Dear Joan, there are three reasons
why I won this award - Fred Coe,
Arthur Penn, and William Gibson.
Thank you. Anne Bancroft.' End
quote."

The orchestra PLAYS as Joan takes the handsome Schell's arm
and walks off with him, Oscar in hand, like lovers on a date.

SIDE OF STAGE - CONTINUOUS

Crawford and Schell share a private joke, passing Bette as
though she weren't there.

Bette doesn't move a muscle. Her famous eyes have almost
gone dead.

SILENCE.

INT. GOVERNOR'S POST-OSCAR BALL - NIGHT

SILENCE CONTINUES as Joan, at her most dazzling, is
photographed with all the evening's winners: Ed Begley,
Gregory Peck, and even Patty Duke (with her pet pooch).

HEDDA HOPPER (O.S.)

Hedda Hopper here. Like everyone
else last night I was rooting for
Bette Davis, but when it comes to
giving or stealing a show, nobody --
and I mean nobody -- can top Joan
Crawford.

REVERSE ANGLE

Bette watches Joan, once again, taking all the attention that
should have gone to her, as we--

FADE TO:

OVER BLACK WE HEAR

Restaurant noise -- forks scraping, plates clanking, lots of
industry conversation going on.

TITLE CARD: *One Year Later*

FADE IN ON:

INT. BROWN DERBY - NIGHT 1963

At the Maitre D's lectern, an obviously frustrated Aldrich is with his beautiful new German wife, GRETCHEN, dressed to the nines: her breasts practically popping out of her low-cut dress and draped in a white fox stole.

The Maitre D' whispers in Aldrich's ear.

MAITRE D'

I'm sorry, sir, but I can only seat you in the back.

The Maitre D' takes menus about to lead them, when Aldrich, angrily grabs Gretchen's hand, starts pulling her to the door.

ALDRICH

Come on, Gretchen. We're out of here--

GRETCHEN

But, Strudel, wait! It's our first anniversary. You promised me we'd eat here tonight.

ALDRICH

Not if they won't give me my table. Christ, you have two flops in a row and they sit you in the back with the dirty dishes.

GRETCHEN

But how am I supposed to be seen if you never take me out anymore?

ALDRICH

Don't worry. They can see those things from Pluto.

Bob sees his wife's outburst is causing patrons to look in their direction and whisper.

Annoyed, but giving in, Aldrich turns and follows the Maitre D' past an industry crowd which tries to pretend they aren't noticing him.

ALDRICH

(whispering to his wife)
Smile, baby. Keep smiling.

Then as they take their seats, a young nattily dressed MAN at a table filled with other "suits" nods at him.

GRETCHEN

Who's that?

ALDRICH

Richard Zanuck. Head of Twentieth Century Fox. Won't return my calls.

(smiling and waving)

Spoiled little son of a bitch.

The Maitre D' hands them their menus.

MAITRE D'

Bon appetit.

Aldrich and Gretchen study their menus, deciding what to eat. A moment later, someone approaches them. Aldrich, without looking up, assuming it's the waiter:

ALDRICH

Two martinis. Dry. Three olives.

MAN

I don't know, Bob, I always took you for a Scotch man.

Aldrich looks up, shocked to see Richard Zanuck standing beside him.

ALDRICH

Richard...sorry.

(covering the awkwardness)

This is my wife, Gretchen.

RICHARD ZANUCK

Bob, I can't believe you're here. We were just talking about you.

ALDRICH

Good things, I hope.

(trying to be light)

After *Four For Texas*, I can't be too sure--

RICHARD ZANUCK

Sinatra. Martin. You did your best with those skirt-chasing yo-yos.

(MORE)

RICHARD ZANUCK (cont'd)
 But let me tell you what I had in mind: I hear that Julie Andrews has the Oscar all sewn up this year with *Mary Poppins*. I don't know about you, but I'm getting sick of all these young Brits coming over and grabbing up the gold. This is America. If there's one thing we know how to make, it's stars.

ALDRICH
 Of course. Real stars. Your dad knew that. Henry Fonda.

RICHARD ZANUCK
 Gregory Peck.

ALDRICH
 Bette Grable.

Zanuck looks over his shoulder toward the table of young suits, then leans in closer.

RICHARD ZANUCK
 Crawford and Davis.

EXT. RAMSHACKLE HOUSE - CENTRAL LA - MOVIE LOCATION - DAY

Aldrich gets out of his Cadillac, takes one look at the run-down neighborhood, double-checks the address, then makes sure his car doors are locked.

As Aldrich approaches the house, he passes a broken-down van filled with used film equipment; several youngsters unpack lights, wires, etc. and carry them into the house.

Bursting out the front door is famous no-budget horror film director WILLIAM CASTLE, a middle-aged, grey-haired matzoh ball of energy with an unlit cigar in his mouth.

CASTLE
 Bobby. William Castle. Joan told me you were coming!

INT. RAMSHACKLE HOUSE - CENTRAL L.A. - MOVIE LOCATION - DAY

Castle leads Aldrich through a tight squeeze of young gofers and gaffers.

CASTLE

Gotta hand it to you, Bob: *Baby Jane* was a great picture, but it should've made a lot more. You know how? Rubber rats! You buy a ticket, you get one free. Take my last picture, *Zotz!* A real piece of *dreck*, but the people came. To see the movie!?

(makes a Bronx cheer)

Not on your life. It was because I gave away a magic coin! People, feh! They'll eat shit if you give 'em a free spoon. On this picture we're giving away cardboard axes!

Castle stops a young INTERN carrying a case of Karo Syrup. He reaches in, pulls out a bottle, shows Aldrich.

CASTLE

Karo Syrup. Two for 19 cents.
Makes a great blood.

ALDRICH

So where's Joan? Her dressing room?

Without stopping, Castle puts the bottle back in the case, leads Aldrich on.

CASTLE

Dressing room? For a big star like her, I don't mind laying out a few extra bucks.

They pass a TEENAGE GIRL P.A. pulling a cheap black wig out of a box labeled "Woolworth's." Castle stops, looks at it.

CASTLE

This is good. Give it to Joan.

As the P.A. runs off.

CASTLE

And don't forget to save the receipt.

She nods, scoots out the back door; Castle leads Aldrich out to--

EXT. BACKYARD - CONTINUOUS

Where in the small yard sits the dingiest trailer this side of Appalachia. On the door is a hand-drawn star with the name JOAN CRAWFORD underneath it.

Bob sees it and sighs, sadly. As he reaches its door, the P.A. With the cheap wig is exiting.

INT. TRAILER - CONTINUOUS

Aldrich heaves his bulk through the front door causing the trailer to wobble. Joan calls out to him from behind a cheap plastic accordion screen where she's dressing.

JOAN
That you Bob?

ALDRICH
Joanie.

JOAN
Pour yourself a stiff one. I'll
only be a minute.

Bob opens a cabinet, grabs a half-empty bottle of vodka and pours himself a drink. As he does, he looks down and sees several empty bottles in the garbage pail.

Throwing back his glassful of courage, he notices LPs splayed on the counter: Mantovani, Van Cliburn and, most conspicuously, the tattered cover from *Autumn Leaves*.

Joan pushes aside the screen, steps out wearing her costume: the Woolworth's wig and a cheap flowered housedress under which she's added her usual falsies and shoulder pads.

She pours herself a big drink.

JOAN
Have you met the crew? I think
it's just wonderful that Mr. Castle
is giving all these fine young
people their first jobs.

ALDRICH
(trying to be positive)
They seem like a great bunch of
kids.

JOAN

And they're gonna make a damn good picture.

ALDRICH

Come on, Joan. Who are you kidding? Finish this glorified home movie and come to Fox, like I asked you to. Zanuck thinks we can make lightning strike twice.

JOAN

It's not lightning striking that worries me. I won't make a another movie with Miss Davis. I'd be safer playing Marie Antoinette with a real guillotine.

ALDRICH

Would you at least read the script?

Aldrich hands her the script. Joan sees the title: *What Ever Happened to Cousin Charlotte?* Joan hands it back.

JOAN

How original.

ALDRICH

What's original is that Bette plays the victim this time. And it won't be just the two of you. We've also got Mary Astor, Joseph Cotten, and it looks like we may even get Stanwyck as the maid.

JOAN

Really?

ALDRICH

Best of all, you'll be playing a New York sophisticate. Great wardrobe. Gorgeous gowns.

JOAN

Let me guess: Bette's the title character again.

ALDRICH

Yes. But this time you get to give her a good slapping. Besides, Miriam's the kind of desirable man-killer that Bette only wishes she could do.

Another P.A. sticks his head in Joan's trailer.

P.A.
They're ready for you, Miss
Crawford.

Joan strides from the trailer; Aldrich grabs the script and follows her.

ALDRICH
Joan!

INT. BEDROOM - CONTINUOUS

Aldrich runs in, sees: a large camera and a small crew including Castle at the helm, all crammed into this tiny room along with Joan's two co-stars, a man and a woman lying in bed together, awaiting the shot. Joan, with Aldrich at her heels, steps up to the foot of the bed.

ALDRICH
Trust me Joan. There's no way Bette
will outshine you on this picture.

CASTLE (O.S.)
Quiet on the set!

ALDRICH
Talk to me! Tell me what you want?

Joan brusquely grabs a pencil from behind the ear of a P.A., rips a page off Aldrich's script, quickly scribbles something. As she passes it to Aldrich, she's handed a large prop axe that she grips like Mickey Mantle about to step up to the plate.

A young MAN comes in view with a clapper, revealing the movie's title, *Strait-Jacket*.

CLAPPER
Take 1.

He CLAPS it.

CASTLE
And action.

As Aldrich looks at what Joan has written, WE HEAR the blood curdling SCREAMS of her two victims.

INT. HOTEL CORRIDOR - DAY

B.D., only 16, but looking much more elegant and poised than last we saw her, leads Aldrich down a long hallway.

B.D.

--First she hated the idea I was marrying Jeremy; now she wants to move to London with us. We wanted a private reception; she's turned it into a three-ring circus. Bob, she needs to work. Do something!

B.D. opens a pair of French doors and Aldrich enters--

INT. HUGE HOTEL BANQUET ROOM - CONTINUOUS

From Aldrich's P.O.V.: Bette, a tiny figure at the far end of a cavernous room, inspecting last-minute details on the dozens of tables, set for a cozy sit-down dinner for 500 or more. She's shadowed by a CATERING DRONE with a clipboard.

As Aldrich crosses the room we hear--

BETTE

(menu in hand)

You can't serve shrimp cocktail to the Wassermans, you moron. They're kosher!

As Bob gets closer, Bette waves away the Catering Drone, then to Aldrich, without looking up from her work--

BETTE

How was your meeting with Joan?
Did you bring me back her
broomstick?

ALDRICH

She's on board.

BETTE

Good!

ALDRICH

Under one condition.

Aldrich bravely hands her the note Joan slipped him. Bette reads it; her eyes flash fury. Seemingly too angry to speak, she marches across the room to inspect the buffet table.

ALDRICH
(following after Bette)
Bette, I know we can work this out.

BETTE
I will not take second billing to
that woman. Not now. Not ever!

ALDRICH
I told you, Richard Zanuck was very
specific. He wants to win you the
Oscar, but he won't finance
Charlotte without the two of you.

BETTE
Then the picture won't be made!

ALDRICH
You know as well as I do that
neither one of us might ever get
another chance like this. With you
and Crawford, they'll give us
anything we want. Without her, the
whole deal might go down the drain.

Bette takes this in, thinks a moment. Then:

BETTE
Then get me more money.

ALDRICH
What? You're already getting a
hundred forty--same as me.

BETTE
I want a million!

ALDRICH
Are you crazy?

BETTE
One million dollars. That's what
Mankiewicz gave Miss Elizabeth
Taylor for *Cleopatra* and *that* big
bore almost shut down the studio.
When I worked with Joe at Fox we
made a fortune. 14 Oscar
nominations! You're a perfectly
good director, Bob, but *Baby Jane*
was a smash because of me, and you
know it!

ALDRICH

Bette, you know I'd pay you that if I could--

BETTE DAVIS

But you can't, because the big boys are afraid of me. They always have been and they always will be, because I can do their jobs better than they can.

ALDRICH

I'm not afraid of you, Bette.

BETTE

Ha!

ALDRICH

I've already told you: on this picture, we're partners.

This last word strikes a chord; Bette slowly turns to Aldrich, and stops him cold with her famous eyes:

BETTE

Are you willing to put that in writing?

GREER GARSON (V.O.)

I was at my cattle ranch in Santa Fe--

CUT TO:

TALKING HEAD - GREER GARSON

GREER GARSON

--working on my article for the *Beef Breeder's Gazette* when I heard that they'd be filming that summer in New Orleans.

EXT. FADED PLANTATION HOUSE - NEW ORLEANS - DAY

Bette, in sunglasses and summer dress, gets out of a taxi, fans herself with a newspaper as she arrives on the set for what is now called *Hush...Hush, Sweet Charlotte*.

GREER GARSON (V.O.)
I was surprised to find out that
Bette made quite a show of warmly
greeting each of her costars upon
their arrival.

EXT. FADED PLANTATION HOUSE - NEW ORLEANS - ANOTHER DAY

Excellent everyman actor JOSEPH COTTEN, 60ish, gets out of a
taxi carrying a suitcase. An ebullient Bette runs up to
greet him, throws her arms around him.

GREER GARSON (V.O.)
The dashing Joseph Cotten.

EXT. FADED PLANTATION HOUSE - NEW ORLEANS - ANOTHER DAY

Elegant, but earthy, actress MARY ASTOR, late 50s, gets out
of a taxi carrying a suitcase. An ebullient Bette runs up to
greet her, throws her arms around her.

GREER GARSON (V.O.)
Her former co-star whom she adored,
Mary Astor.

EXT. FADED PLANTATION HOUSE - NEW ORLEANS - DAY

Irish-born character actor, CECIL KELLAWAY, early 70s, gets
out of a taxi carrying a suitcase. An ebullient Bette runs
up to greet him, shakes his hand.

GREER GARSON (V.O.)
And that adorable old Cecil
Kellaway. They'd originally wanted
to start filming in the spring when
the weather would have been more
pleasant.

EXT. TARMAC/BATON ROUGE AIRPORT GATE - DAY

Joan, still every inch the star, marches from the plane to
the terminal followed by Mamacita, her hairdresser, and a
luggage handler struggling to push a dolly piled high with
Joan's matching steamer trunks.

GREER GARSON (V.O.)
But Joan, due to prior commitments,
kept them all waiting until a most
sweltering July.

INT. WAITING ROOM/BATON ROUGE AIRPORT - CONTINUOUS

Joan enters the room expecting to be welcomed with open arms.

GREER GARSON (V.O.)
Needless to say, Joan was not going
to be very popular amongst the
cast.

Nobody is there to greet her.

EXT. ENTRANCE TO FADED PLANTATION HOUSE - NEW ORLEANS - DAY

With Joan in the back, the taxi, its open trunk lid tied to the bumper to hold in all of Joan's matching luggage, is about to turn into the long driveway leading to the old white mansion. A MAN with a walkie-talkie halts the DRIVER.

Joan sticks her head out.

JOAN
Is this the set for *What Ever
Happened to Cousin Charlotte?*

MAN
Nope. It's the set for *Hush...*
Hush, Sweet Charlotte.

JOAN
They changed the title?

A SHOT rings OUT. Joan GASPS, terrified, instinctively ducks down. Suddenly, she hears a LOUD SOUTHERN-ACCENTED WOMAN.

WOMAN WITH ACCENT (O.S.)
"Damn you! Get off my property!"

WORRIED MAN'S VOICE
"Sam, look out! Look out up there,
Sam!"

Another SHOT rings OUT.

Breathing heavily, Joan slowly looks up, sees a few BURLY MEN quickly huddle behind a bulldozer.

ADLRICH (O.S.)
Cut! Print!

PLANTATION HOUSE

--where Bette as aged Southern Belle Charlotte (Woman with Accent above) on her second floor balcony has been shooting at men trying to bulldoze her house.

Seeing Joan crouching in her taxi at the end of the driveway, Bette snickers to herself.

BETTE

Bulls-eye!

EXT. FRONT OF HOUSE - MOMENTS LATER

Bob runs over to Joan as her taxi pulls up.

JOAN

When I asked them to bring me to the shoot, this wasn't what I expected.

ALDRICH

Thrilled you made it. We've got your trailer all ready in the back.

JOAN

I thought there'd be somebody at the airport to meet me.

ALDRICH

I sent somebody. I wonder--

Bob suddenly notices Joan's not listening to him, her attention turned to a presence on top of the porch steps -- Bette, her arms akimbo, lording over the mansion.

JOAN

(lavishly friendly)
Bette.

BETTE

(an undisguised snarl)
Lucille.

Aldrich shouts to a P.A. On the porch behind Bette.

ALDRICH

Hey, Kid, come here and help Miss Crawford with her bags.

As the P.A. starts down the steps, Bette, hardly moving a muscle:

BETTE
Go back inside. They need you for
the next shot.

Joan observes the young P.A. looking to Aldrich, who after a moment's hesitation, quietly gestures for him to follow Bette's order.

ALDRICH
We'll send your bags over later.

JOAN
Thanks, Bob.

A golf cart pulls up and Aldrich helps Joan inside.

ALDRICH
And this cart will take you to your
trailer. I think you'll find
everything is just the way you want
it.

Joan inspects the cart's crisp new upholstery.

JOAN
Not bad. Maybe I'll find your
balls in the backseat.

The cart pulls off. Aldrich looks back to Bette who smiles back as if to say, "You asked for it."

BARBARA STANWYCK (V.O.)
Right before Joan inked her
contract on *Charlotte*--

CUT TO:

TALKING HEAD - BARBARA STANWYCK

BARBARA STANWYCK
--she called and begged me to take
the part of Velma, the crazy maid--

INT. JOAN'S TRAILER - DAY

Joan enters, goes to the counter, removes a flask out of her purse, and drinks greedily.

BARBARA STANWYCK (V.O.)
 At least she would have had one
 friend on the set.

BACK TO STANWYCK

BARBARA STANWYCK
 But I said, "No way, Jose," and
 flew off to make an Elvis Presley
 picture. So my part went to Bette's
 friend, Aggie Moorehead--

EXT. PLANTATION HOUSE - DAY

Agnes, as Velma (stringy hair, greasy apron, scowl), leans
 against a porch column, watching suspiciously as Joan as
 Cousin Miriam, in a beautifully tailored travelling ensemble,
 steps out of her taxi and looks greedily at the house.

BARBARA STANWYCK (V.O.)
 --and let me tell you, she knew
 just what to do with it.

JOAN (AS MIRIAM)
 "I know I'm a day early. I hope I
 didn't inconvenience anybody."

Agnes spits on the ground at Joan's feet.

This is obviously improvised because Joan freezes, looking
 horrified. We hear Bette, standing beside the camera with
 Aldrich, inappropriately cackling.

ALDRICH (O.S.)
 Cut! And print!

WIDER SHOT

revealing the entire crew watching as the scene wraps up.
 Bette pushes past Joan in order to throw her arms around
 Agnes, congratulating her on her scene stealing.

BARBARA STANWYCK (V.O.)
 Poor Joan. By the time she arrived
 in New Orleans, it was clear to
 everybody whose bread needed to be
 buttered if they wanted a better
 line of dialogue or bit of
 business.

Joan, pushed aside for the moment, stands alone.

BARBARA STANWYCK (V.O.)
Joan, of course, didn't dare
complain.

EXT. PLANTATION HOUSE - DAY

Two crew members open their gift-wrapped bottles of booze.
Bette, all smiles, throws her arms around them like they're
old chums.

BARBARA STANWYCK (V.O.)
Not even when Bette ripped a page
from her book and gave gifts to
every goddamn member of the crew.

A FEW HOURS LATER

Bette drinks and cavorts with Joseph Cotten, Mary Astor, and
Cecil Kellaway.

BARBARA STANWYCK
Not even when she wasn't invited to
a couple of late night parties.

Bette throws back her head and laughs raucously. Outside the
window we see a lonely trailer parked beside the house.

BARBARA STANWYCK
The last thing she needed was a
reputation for being difficult--

INT. TRAILER - NIGHT

Joan, dressed for bed in her nightgown and facial mask, her
own drink firmly in hand, peeks through the blinds to see
what the commotion is next door.

BARBARA STANWYCK (V.O.)
--especially in comparison to Bette
Davis, who everyone in Hollywood
knew was the Queen of Difficult.

The CAMERA slowly PANS across items strewn on a table: Joan's
flask, a full ashtray--

TALKING HEAD

GREER GARSON
Then again, Joan had taken on all
of us at one time or another--

TALKING HEAD --

OLIVIA DE HAVILLAND
 --so none of us could quite figure
 out why this time she let Bette get
 away with it for as long as she
 did.

BACK TO JOAN'S TRAILER

--and then the CAMERA finds an open telegram from the Pepsi
 Cola Company reading: *"Miss Crawford, We regret to inform
 you we will no longer require your services as spokeswoman."*

Joan sucks down one more shot of whiskey.

ALDRICH (O.S.)
 And action!

INT. PLANTATION HOUSE - FOYER/STAIRCASE - DAY

A scene, just moments after Miriam's arrival, is being shot
 with Joan and Joseph Cotten flirting with each other in their
 thickest cornpone accents.

Joan, hungover, is clearly not at her best, barely
 remembering her lines.

JOSEPH COTTEN (AS DR. DREW)
 "Miriam! I just can't believe it.
 You look marvelous!"

JOAN (AS MIRIAM)
 "What is it you can't believe?..."

Pause, as Joan glances at a cue card just off-camera.

JOAN (AS MIRIAM) (CONT'D)
 "...That I'm here or that I look the
 way I do?"

WE PULL BACK to see Bette standing beside the camera, rolling
 her eyes at Joan's unsteady performance. This is obviously
 not the first take.

JOSEPH COTTEN (AS DR. DREW)
 "Come on! Don't make fun of an old
 man. You know I was never good at
 expressing myself."

JOAN (AS MIRIAM)
 "Oh, that's not so at all, Drew."
 (glancing again at cue
 card; then confidently)
 "You were always very quick with a
 compliment. It was just your
 intentions that were sometimes a
 little vague?"

Agnes Moorehead, as Velma, shuffles her way between the two
 ex-lovers, Drew and Miriam, lugging Miriam's luggage.

AGNES MOOREHEAD (AS VELMA)
 "Y'all want this stuff upstairs?"

Bette is delighted that Joan is upstaged. Joan, on the other
 hand, thrown off balance by Aggie's blocking, starts to
 caress the bannister, trying to steady herself.

JOAN (AS MIRIAM)
 "The three of us always used to
 slide down this bannister. I was
 the champion!"

JOSEPH COTTEN (AS DR. DREW)
 "We just let you win because you
 were the youngest!"

BETTE
 Cut!

Everyone stops.

ALDRICH
 Bette!

JOAN
 Is there a problem?

BETTE
 "Youngest!" Bob, we cut that line.

JOAN
 Yes, you did, but Bob told me we
 could put it back.

BETTE
 There's no way in hell anyone's
 going to believe she's the
 youngest. Look at her. She's 60,
 if she's a day.

Mamacita, seeing Joan get increasingly wobbly, rushes over with a tall glass of lemonade.

JOAN
Gracias, Mamacita.

Joan clutches the glass, starts to drink. Bette rips it from Joan's hand, sniffs it, and throws it over her shoulder.

JOAN
How dare you!

BETTE
And how dare you--

Bette rips up a nearby set of cue cards.

BETTE
--showing up on the set drunk and not knowing your lines.

JOAN
I told you I was up all night sick.

BETTE
Sick? Ha! I gotta hand it to you, Lucille. You were never much of an actress, but you used to be a professional.

JOAN
(gathering her things)
I'll be in my trailer, Bob. I'll come back after Miss Davis has finished her tirade and left the set.

BETTE
Don't bother. We're going to cut the whole scene.

ALDRICH
Bette! We can't cut the scene.

JOAN
No, Bob, she's right. Cut the scene. It's completely unrealistic.

ALDRICH
(to Joan)
We're not cutting the scene!

JOAN

Miriam's beloved; she's the one person in Hollis who actually escaped and made a name for herself. The whole town would've turned out to welcome her... with a ball in her honor.

BETTE

A ball! Do you have any idea how much that would cost?

JOAN

I don't see how it's any of your business.

BETTE

Really now! I guess nobody told you then: I'm one of the producers.

Joan is thunderstruck.

BETTE

You didn't know that, did you? Miss Pepsi Cola! Miss Big Fat Businesswoman!

JOAN

You're out of your mind. My lawyers would've informed me.

BETTE

Maybe they didn't know, because it was something between me and Bob.

Joan looks at Aldrich, pleadingly. Could it be true?

ALDRICH

It's true, Joan.

Joan is flabbergasted. She turns back to Bette who has folded her arms in triumph.

JOAN

Very well. If you're one of the producers, I'll make you curse the day she ever hired me.

Joan stomps out the front door. Bette calls after her.

BETTE

Get back here, you lush! You have a scene to finish.

Aldrich starts after Joan.

ALDRICH
Joan...baby. Come on back--
(to Bette)
Let me take care of this.

Bette watches as Bob follows Joan out of the--

EXT. PLANTATION HOUSE - CONTINUOUS

Bob catches up to Joan as she's hopping into the backseat of her waiting golf cart.

JOAN
How could you do this? I thought
you were on my side.

ALDRICH
Joan, wait. It's not what you
think.

Aldrich hoists himself into the cart next to the driver just as it pulls away.

Bette runs onto the porch just in time to see the golf cart careen around the corner. Thinking quickly, she turns and runs back inside.

INT. PLANTATION HOUSE - CONTINUOUS

Bette runs through the set, scooting past gaffers and grips.

EXT. PLANTATION HOUSE - SAME

As the cart scoots along the side of the house, Aldrich turns and pleads to Joan in the backseat.

ALDRICH
She's not really a producer.

JOAN
You lied to me, Bob.

ALDRICH
We just have to let her think that.

JOAN

You said she wasn't going to steal the picture. She's stealing everything but the camera!

INT. PLANTATION HOUSE - SAME

Bette races toward the back door.

EXT. PLANTATION HOUSE YARD - SAME

The cart pulls up to Joan's trailer. Joan gets out. Bob follows her.

JOAN

Unlike you and Miss Davis, I was not born with a silver spoon in my mouth. I busted my ass to get what I got and no one's going to take it from me, especially not her.

Bob stops Joan and turns her around.

ALDRICH

Joanie, wait. Talk to me.

JOAN

I want her off the set when I'm filming, and I want those rewrites you promised.

Aldrich hesitates, panic in his eyes. It's painfully obvious to Joan he can no longer deliver. She pulls out the key to her trailer and starts to unlock the door.

ALDRICH

Trust me, Joanie. I'll fix everything.

JOAN

Sure, like you fixed my performance in *Baby Jane*.

Bette flies out the back of the house, storms toward Bob and Joan.

JOAN

(struggling with her key)
The whole world knows she got
nominated instead of me because you
left all my best work on the
cutting-room floor--

BETTE

(entering the fray)
Because that's where it belonged!

ALDRICH

Leave us alone, Bette.

BETTE

(ignoring Bob)
Nominated? Ha! You're lucky they
didn't take away your union card.

Joan pushes open her trailer door, slams the door behind her.
Without missing a beat, Bette reaches for the door handle,
intending to follow. Aldrich grabs her arm.

ALDRICH

Bette--no!

Bette glares furiously at Bob, pulls away from him, and
pushes her way into--

INT. JOAN'S TRAILER - CONTINUOUS

--where Joan is ripping off the travelling ensemble she'd
been wearing for the scene. Bette confronts her.

BETTE

I'm the one who should have won the
Oscar for that movie, and everybody
knows it. And I would have won it,
too, if you hadn't called every
member of the Academy and convinced
them not vote for me.

JOAN

(continuing to undress)
Now how could I have done that?

BETTE

Because you fucked three quarters
of them! The men *and* the women.
Now get back to the set.

JOAN

Why should I? So you can take away
my close-ups? Cut out my best
lines? Ruin my entire performance?

BETTE

Why would I waste my time ruining
your performance? You can do that
yourself!

Joan is now stripped to her underwear and Bette can't help noticing that her rival has very much kept her figure. Joan, emboldened by the liquor, puts one leg up on a chair and a fist on her hip.

JOAN

All right, Bette, so what if I made
a few phone calls? You had it
coming.

BETTE

I knew it!

JOAN

I've never tried to hurt you, but
for some reason you've always been
out to get me. And do you know
why? You're jealous.

BETTE

Ah, Christ!

JOAN

You've been jealous of me since the
day you got to Hollywood, because I
had it all and, unlike you, I knew
how to enjoy it.

Joan, flaunting, puts one hand on her hip and one up on the chair.

BETTE

I never wanted what you had.

JOAN

It's not what I had. It's who I
had.

BETTE

Well, now I've got you!
(grinding her foot into
the ground)
(MORE)

BETTE (cont'd)
You're working under me now,
Lucille.

JOAN
And isn't that where you've always
wanted me!

Bette's taken aback by this. Joan's emboldened by drink.

JOAN
Look at you, Bette. I used to
think you were the best actress in
Hollywood, but those days are long
gone. What are you now?
(imitating Bette)
A cigarette and a few hand
gestures. You did OK as Baby Jane
because she was a monster, but when
was the last time you convinced
anyone you were a real woman?

BETTE
Get out!

JOAN
It's my trailer.

BETTE
As long as I'm paying for it, it's
my trailer. Now get out there and
do the scene or--

JOAN
Or what?

BETTE
Or you're fired!

Joan takes this in and starts to laugh.

JOAN
Fire me? Oh, Bette.

Joan steps up to the bar and pours herself a drink.

JOAN
And who would you fight with after
I'm gone? Bob? He's just a man.
No better and no worse than the
rest of them. You can't make this
movie without me.

BETTE
Watch me!

Bette pulls open the door, stomps through it, then slams it behind her.

EXT. JOAN'S TRAILER - CONTINUOUS

Bette storms out with a look of fierce determination. Bob and Pauline follow her back to the house where she turns around for one last look at the trailer. A hint of fear crosses her face. Has she gone too far?

INT. JOAN'S TRAILER - SAME

Spent, Joan starts shaking, grabs the nearby chair for support, then gradually lowers herself into it.

JOAN BLONDELL (V.O.)
Yeah, Joan was sick all right--

CUT TO:

TALKING HEAD - JOAN BLONDELL

JOAN BLONDELL
Sick of Bette bossing her around!

EXT. JOAN'S TRAILER - NIGHT

Joan is carried on a stretcher holding onto Mamacita's hand for support as she's lifted into an ambulance.

JOAN BLONDELL (V.O.)
You see, Joan was pretty good at
pretending to be tough--

Bette runs out of the plantation house, scowling suspiciously as the ambulance pulls away.

JOAN BLONDELL (V.O.)
But Bette doesn't have to pretend.
She's tougher than a cheap steak.

EXT. TWA AIRPLANE - NIGHT

A plane flies west through the night sky.

JOAN BLONDELL (V.O.)
So Joan went to the one place she
knew Bette couldn't get near her.

EXT. CEDARS SINAI HOSPITAL - LOS ANGELES, CA. - MORNING

Joan Crawford, in a wheelchair, is pushed inside by a handsome male orderly. Mamacita follows, dabbing her tears.

JOAN BLONDELL (V.O.)
A penthouse suite at Cedars Sinai--

TALKING HEAD - JOAN BLONDELL

This time, as she speaks, WE PULL OUT to a

WIDER ANGLE

Revealing all along she's dressed to the nines, seated in a SWANKY DRESSING ROOM filled with bouquets of flowers.

JOAN BLONDELL
--where I hear she got her doctor
to tell Aldrich she was suffering
stress from having a smaller part
than Bette's--

INT. HOSPITAL ROOM - DAY

Filled with more flowers than a botanical garden. Joan, beautifully coiffed and propped up in bed like a queen, dictates a letter to her doctor, seen only from behind.

JOAN BLONDELL (V.O.)
--and the only way to cure her
could be a couple of new scenes.

EXT. PLANTATION HOUSE (SET OF *HUSH...HUSH...*) - DAY

A telegram is delivered to Aldrich standing on the porch.

JOAN BLONDELL (V.O.)
--and Aldrich would have done
it...you know, humored her--

Bette, still dressed as Charlotte, comes up behind Aldrich, rips the telegram out of his hand, and reads it herself.

JOAN BLONDELL (V.O.)
But Bette wouldn't hear of it. She
insisted Joan be examined by a
company doctor---

INT. SWANKY DRESSING ROOM - DAY 1978

As WE PULL BACK EVEN FURTHER WE now SEE, seated all along next to Joan Blondell has been an equally gussied up Barbara Stanwyck, who continues the story.

BARBARA STANWYCK

But God knows, Joan wasn't going down without a fight! She ordered the hospital staff to bar the company doctor from her floor--

INT. HOSPITAL ROOM - DAY

Joan not-so-coyly opens her blouse to allow a physician to place the stethoscope on her chest. She looks up into the doctor's eyes--

BARBARA STANWYCK (V.O.)

--and instead was examined by her own *personal* physician.

--who just happens to be none other than Peter Carlisle, her once and possibly future boyfriend.

BACK TO SWANKY DRESSING ROOM - WE PULL BACK FURTHER

BARBARA STANWYCK

Joan was determined to get her way...and if she didn't, she was going to close down the whole damned picture.

REVEALING Greer Garson, also dressed up, is next to Stanwyck.

GREER GARSON

It would've cost the studio a pretty penny to pay off Joan and hire a more "cooperative" actress, but Joan believed the studio would never pay for a picture with Bette alone.

BARBARA STANWYCK

And she was right!

INT. ZANUCK'S OFFICE WAITING ROOM - 20TH CENTURY FOX - DAY

Bette, pacing madly, and Aldrich, stone-faced and defeated, wait to be let in to meet the head of the studio.

BARBARA STANWYCK (V.O.)
Zanuck wanted to cut his losses,
shut the entire production down--

The Secretary opens the door for them to enter. Aldrich gets up to follow; Bette sweeps right past him.

BACK TO SWANKY DRESSING ROOM

As Joan Blondell leans forward to continue the story.

JOAN BLONDELL
--but Bette wasn't going to let
that happen.

BACK TO ZANUCK'S OFFICE

As Aldrich watches, Bette gesticulates with great passion toward young Zanuck, perched behind his monstrous desk.

JOAN BLONDELL (V.O.)
--She pleaded with Zanuck, but the
young guy wouldn't budge an inch.

BACK TO SWANKY DRESSING ROOM

GREER GARSON
Until finally, defeated and about
to be led out--

BACK TO ZANUCK'S OFFICE

As Bette and Aldrich are motioned out the door--

GREER GARSON (V.O.)
--Bette did, what was for her, the
unthinkable--

--Bette turns and grabs the back of a nearby chair, drops into it, covers her face -- and sobs with abandon. Zanuck and Aldrich look at each, freeze, unsure what to do.

BETTE
I'm sorry...I'm sorry...it's just
this is my last chance.

Zanuck reaches into his jacket pocket to hand Bette his handkerchief. As soon as he's within range, Bette grabs his sleeve, looks directly at him (and Us), her famous eyes filled with genuine tears.

BETTE
 --and it's your last chance, too!
 I want you to do what your father
 couldn't: beat Jack Warner and win
 me an Oscar.

Zanuck looks down at Bette, obviously moved by her.

GREER GARSON (V.O.)
 I've no doubt it was the
 performance of a lifetime.

CLOSE ON Bette's face as Zanuck gets up, pulls Aldrich aside.
 Overhearing them, Bette smiles triumphantly.

GREER GARSON (V.O.)
 Having finally learned something
 from Joan about how to persuade a
 man, Bette got what she wanted.

INT. HOSPITAL ROOM - DAY

Joan sees something in *Daily Variety* which shocks her.

GREER GARSON (V.O.)
 She got Joan fired.

INT. HOSPITAL HALLWAY - DAY

Mamacita rushes frantically down the hallway.

GREER GARSON (V.O.)
 After all those years, Bette had
 finally won.

INT. HOSPITAL ROOM - DAY

--where Joan is weeping and screaming uncontrollably.

EXT. PLANTATION HOUSE SET OF *HUSH...HUSH...* - DAY

Bette screams at Aldrich. He turns, walks away from her.

GREER GARSON (V.O.)
 Without Joan, Aldrich lost his
 leverage against Bette, and Bette
 dominated the set completely.

Bette turns to Crew Members to get busy...pronto.

INT. JOAN'S TRAILER - A FEW MOMENTS LATER

Aldrich steps into Joan's now empty trailer, starts looking in the cabinets for booze, but the bottles are empty.

GREER GARSON (V.O.)
Aldrich knew he'd made a dreadful,
dreadful mistake.

When something on the floor grabs his attention: the telegram from Pepsi. Aldrich appears stricken as he reads it.

GREER GARSON (V.O.)
Is it any wonder--

EXT. WAR MOVIE SET - NIGHT 1967

A CLAPPER reads *The Dirty Dozen*; dir. Robert Aldrich. Some GRUNTS throw a grenade, then run for cover.

Aldrich directs from the sideline.

GREER GARSON (V.O.)
--he suddenly discovered a penchant
for prison pictures and war movies,
with all-male casts.

The grenade EXPLODES. Aldrich sticks his fingers in his ears.

BACK TO SWANKY DRESSING ROOM - 1978

GREER GARSON
As for Bette, well, her dream of
winning a third Oscar has still not
come to pass.

CUT TO:

B & W FILM CLIP of Bette overacting with bad Southern accent in a scene from *Hush...Hush...*

BETTE (AS CHARLOTTE)
"What do you think I asked you here
for, *company*? I asked you here to
help me!"

GREER GARSON (V.O.)
Without a strong hand guiding her,
many believed Bette gave one of her
less auspicious performances.

BACK TO SWANKY DRESSING ROOM - WE PULL BACK FURTHER

TO SEE Olivia de Havilland now seated alongside Barbara, Joan and Greer who soldiers on with the story.

GREER GARSON

In fact, the only actress from that movie to be nominated by the academy was Agnes Moorehead.

REVEALING Olivia de Havilland, glamorously dressed, is seated alongside Stanwyck, Blondell, and Garson.

GREER GARSON

And, of course, Olivia turned out to be marvelous in the role of Cousin Miriam.

OLIVIA DE HAVILLAND

Thank you.

(leaning forward to
address the interviewer)

Naturally, I was reluctant to take on a character for whom someone else had already been cast, but what could I do? Bette's my dearest friend and I couldn't disappoint her--

BARBARA STANWYCK

Well, if you ask me, you shouldn't have taken the part.

The women get very quiet awaiting Olivia's response.

OLIVIA DE HAVILLAND

Well, Missy, nobody did ask you.

BARBARA STANWYCK

(not backing down)

Actually they did -- and *before* they asked you.

JOAN BLONDELL

Hey, girls, it's not time to be talking like this. It's too soon.

GREER GARSON

Yes. It's barely been two weeks.

An uncomfortable silence. Barbara clears her throat; Greer and Olivia sigh; Blondell rummages in her purse.

A young, female STAGE MANAGER sticks her head in.

STAGE MANAGER
Show's about to start.

None of the women move. From the monitor in their room:

ANNOUNCER ON MONITOR (O.S.)
Live from Hollywood, USA: the 50th
Annual Academy Awards!

EXT. DOROTHY CHANDLER PAVILION (STOCK FOOTAGE) 1978

THE RED CARPET (STOCK FOOTAGE) New Guard nominees -- Diane Keaton, Sylvester Stallone, Richard Dreyfuss -- wave to the starry eyed crowd.

ANNOUNCER
Tonight, old stars and new gather
under one roof to celebrate Oscar's
Golden Anniversary!

BACK TO SWANKY DRESSING ROOM 1978 - A FEW MINUTES LATER

ON TV MONITOR

Where a Pepsi commercial a la 1978 PLAYS showing an impossibly beautiful YOUNG COUPLE skiing as they suck down bottles of Pepsi with the words, "The Pepsi Generation."

WIDER ANGLE

As our four narrators' less-than-starry eyes are glued to the monitor as the show's host, Bob Hope, now takes the stage.

JOAN BLONDELL
(to Greer Garson)
What do they got you down for?

GREER GARSON
Best Art Direction. With someone
they call...The Fonz.

BETTE (O. S.)
You call those people stars?

The four ladies turn as Bette sweeps into the room in the highest of spirits.

BETTE
They should be asking for auto-
graphs, not giving them. Livvy!

Bette throws her arms around Olivia as Blondell goes behind the makeshift bar and pulls out a flask.

JOAN BLONDELL
Hey, let's start the real party!
Whaddya say we freshen up these
Frescas?

BETTE
I believe they go best with
vermouth.
(greeting Greer in a
plummy accent)
Miss Garson! How do you do?

GREER GARSON
(playing along)
Delighted as always, Miss Davis.

JOAN BLONDELL
Hey, someone give me a hand with
these cans.

Olivia and Greer help Blondell, leaving Bette face to face with Stanwyck, who makes no move to greet her. Bette's cheerful facade is momentarily shaken until Barbara finally steps forward.

BARBARA STANWYCK
I can't stay angry with you, Bette.
(taking Bette's hands)
I've known you too long.

The two women look at each other with sympathy.

ANNOUNCER ON TV
Please welcome to the stage--

INT. OSCAR STAGE - WINGS - ABOUT AN HOUR LATER

As Bette ushers Charlton Heston from the stage with his Jean Hersholt in hand, we HEAR:

ANNOUNCER ON TV
Marvin Hamlisch and Sammy Davis,
Jr.

Bette lets Charlton Heston walk ahead of her; she slips into a corner of the wings where she can still watch the stage. An usher approaches.

USHER
This way to the press room.

Bette waves him away, sets her gaze on a giant screen.

BACK TO SWANKY DRESSING ROOM

The four women are laughing it up until, on the TV, Marvin Hamlisch starts tinkling the grand piano and a subdued Sammy Davis, Jr. croons "Come Light the Candles," as the necrology of stars who died in the past year is projected.

It was a particularly bad year: Peter Finch, Zero Mostel, Elvis Presley, Bing Crosby...

INT. STAGE WINGS - SAME

Smoking, Bette stands alone, watching the screen show more recently deceased stars: Groucho Marx, Charlie Chaplin, then lastly -- as if receiving top billing above these legends -- JOAN CRAWFORD.

Her images get a huge ovation: Joan as a flapper in *Our Dancing Daughter*, a South Seas adventuress in *Rain*, and finally, holding her own with John Barrymore, as a flirtatious stenographer in *Grand Hotel*.

Bette can't help remembering the first time she saw -- and admired -- this performance. WE MOVE IN TOWARD HER as WE

DISSOLVE TO:

Our opening SHOT from *Hollywood 1962*. Again, WE MOVE through the studio, past bustling crew members, to Bette and Joan, sitting in director's chairs bearing their names.

They sit quietly, hardly aware of each other except for the smoke from Bette's cigarette wafting into Joan's face. Aldrich's son comes between them, whispers so both can hear.

BILL ALDRICH

We'll start looping in a few minutes.

Bette stamps out her cigarette, then, almost in spite of herself--

BETTE

Well, Lucille, we did it! The movie's in the can.

JOAN

We showed these kids what stars can do when cast in the right parts.

BETTE

You know, Norma Shearer had the right idea when she married Thalberg.

JOAN

Banging the boss! She knew that was the way to get the best parts.

BETTE

(lighter than usual)

Well, you knew better than of us.

JOAN

(laughing)

You bet I did!

BETTE

We should've banged Warner right in the head. With a sledgehammer.

They laugh as Bette sticks another cigarette in her mouth.

BETTE

You, me, Olivia. We should've marched right into his office and told him we won't be making any more of his crap! And that would've been the end of the Warner Brothers.

Bette grabs matches to light up, when Joan reaches over to gallantly light her costar's cigarette.

JOAN

And we would have been the Warner Sisters.

Bette accepts it, then emits a hearty laugh. Joan beams with delight.

FREEZE ON IMAGE - THE PHOTO FROM PAGE 1.

DISSOLVE BACK
TO:

BETTE

In the wings, transfixed by Joan's tribute, especially now as the beach scene from *What Ever Happened to Baby Jane?* PLAYS. In it, the dying Blanche confesses to her sister Jane.

JOAN (AS BLANCHE)
 "I wanted to run you down, crush
 you..."

BACK TO SWANKY DRESSING ROOM

As the four ladies watch, deeply moved, champagne glasses
 ready to toast.

JOAN (AS BLANCHE) (ON TV)
 "You saw the car coming...I hit the
 gates. Snapped my spine."

Bette, as Jane, finally moved to respond, slowly turns to
 Blanche and utters her iconic response.

BETTE (AS JANE)
 "You mean..."

BACK TO BETTE

Watching on stage screen, eyes transfixed, really hearing
 these final words.

BETTE (AS JANE) (O.S.)
 "--all this time we could have been
 friends?"

These words move Bette in a way they never have before.

BACK TO SWANKY DRESSING ROOM

The four ladies hold up their champagne flutes, toast Joan.

BARBARA STANWYCK
 To Joan: she was one in a million!

The Women clink glasses, cheer.

BACK TO BETTE

As this tribute to Joan fades out and is followed by truly
 THUNDEROUS APPLAUSE, Bette experiences something which, until
 now, has been rare for her: deep and painful regret.

FADE OUT