

FRISCO and THE HOLDOVERS

Introductory Document

VARIETY

FRISCO and THE HOLDOVERS

The screenplay FRISCO tells the story of a cynical and world-weary fifty-something children's doctor and the precocious teenage patient he finds himself stuck looking after in a one-on-one situation for a period of days.

The screenplay and film THE HOLDOVERS tells the story of a cynical and world-weary fifty-something school teacher and the precocious fifteen year-old pupil he finds himself stuck looking after in a one-on-one situation for a period of days.

FRISCO was written by Simon Stephenson in 2012, based on his experiences working with teenagers as a pediatrician in London. In 2013, FRISCO was voted third on the annual Blacklist, a list of the film industry's favorite unproduced screenplays as chosen by Hollywood executives. (See eg: <https://www.hollywoodreporter.com/movies/movie-news/holland-michigan-tops-2013-black-665945/>)

Since 2013, numerous A-list actors, directors and producers have expressed interest and/or been attached to FRISCO. As of late 2023, FRISCO remained in active development with both a director and finance company attached.

THE HOLDOVERS was directed by Alexander Payne and has a screenplay credited to David Hemingson. It was produced in 2022.

It can be demonstrated that the director of THE HOLDOVERS, Alexander Payne, was sent and read FRISCO in both 2013 and 2019.

The meaningful entirety of the screenplay for THE HOLDOVERS has been copied from the FRISCO screenplay by transposition.

This includes the FRISCO screenplay's entire story, structure, sequencing, scenes, sequential sub-beats within scenes, line-by-line substance of action and dialogue, characters, arcs, relationships, theme and tone. A majority of this has been done line-

for-line, and a large number of unique and highly specific elements created in FRISCO are readily and unequivocally identifiable in THE HOLDOVERS.

The copied material also includes highly specific key scenes from FRISCO that are effectively *unaltered* in their entirety in THE HOLDOVERS. Material in this category includes the screenplay's five-scene opening sequence, the protagonist's introduction, the sequence that establishes his predicament, his dramatic climax, and his final sequence. Even the very first and last pages of THE HOLDOVERS are immediately recognizable as having been copied wholesale from FRISCO.

The overwhelming body of evidence that THE HOLDOVERS has been transposed from FRISCO therefore includes:

- 1) An identical cast of main and secondary characters (entirely matching personality, age, role, attributes, personality, description, goals, arc, first and last appearance in screenplay etc).
- 2) A storyline identical to an extraordinary degree of specificity and abstraction. (NB the story document that opened this document is merely a high-level overview.)
- 3) An effectively identical structure with only the most minimally altered sequencing.
- 4) Multiple identical sequences that unfold over multiple scenes, sometimes containing **50** or more shared sequential plot points/sub-beats/transposed lines.
- 5) Unique and recognizable sequence-level idiosyncrasies from FRISCO that are present in both screenplays.
- 6) Multiple key scenes that are effectively *unaltered* from those in FRISCO.
- 7) Many scenes in THE HOLDOVERS demonstrable as having been transposed line-by-line from FRISCO.
- 8) Multiple highly specific scene-level elements unique to FRISCO that are identifiable throughout THE HOLDOVERS including eg highly specific pieces of dialogue and action.

The copying is so comprehensive that it seems likely THE HOLDOVERS was created by importing FRISCO into screenwriting software and directly overtyping the transposition on a line-by-line basis. Indeed, there are even places in which versions of a transposed FRISCO sequence can be identified *twice* in THE HOLDOVERS: once in the sequence's original FRISCO location and a second time in the place in THE HOLDOVERS' narrative where it has been resequenced to. This implies that after being imported into the screenwriting software, the resequenced FRISCO sequences were moved by use of 'copy and paste'.

In fact, the industrial scale of the plagiarism means that it is actually far easier to list the parts of THE HOLDOVERS that were not taken from FRISCO as opposed to those that were. Of the 148 scenes in THE HOLDOVERS, there are at most 20 dialogue-containing scenes that are not directly derived from FRISCO. Even the majority of those 20 contain only 1-2 dialogue lines and are for the most part purely functional. Put another way: over 80% of all the scenes in THE HOLDOVERS were originally in FRISCO, but that figure rises to well over 90% when only meaningful scenes are considered.

The only parts of THE HOLDOVERS that do not appear to be directly derived from material in FRISCO are:

- 1) The handful of scenes that do not feature the primary protagonist, Paul/Willis.
- 2) The unspeaking sister and unseen dead son added to the Mary/Valerie character.
- 3) The three brief scenes where Angus meets his father.
- 4) The two brief scenes where Paul and Angus take/discuss antidepressants.
- 5) THE HOLDOVERS has added a scene where the protagonist describes somebody powerful and well-connected getting away with plagiarizing a less well-connected person's work, then ensuring the victim came to serious harm.

The only other non-transposition difference between the two screenplays is that THE HOLDOVERS has cut the strand from FRISCO that features the Willis character's family. This would have been necessary for the teacher in THE HOLDOVERS to be selected to stay at school over the holidays. The three scenes with Willis' doctor friend have also been removed, presumably for the same reason.

The industrial nature of the plagiarism means that it is not possible to catalogue all the copying in this introductory document. Instead, the document will function as 'proof of concept' by showing that copying has occurred rather than demonstrating its extraordinary scale. It will do this by briefly outlining some key areas - characters, story, structure and transposition - before providing some a tiny fraction of the evidence that demonstrates copying has occurred.

A separate document detailing over 50 further examples demonstrating copying - and its frequent line-by-line nature - is available on request.

(The versions of the screenplays used for comparison in this document were the FRISCO draft sent to Alexander Payne in October 2019, and THE HOLDOVERS draft dated 9.15.21)

Story Overview

As THE HOLDOVERS has transposed FRISCO on a line-by-line basis, the two stories are identical to a degree of abstraction that is many orders of magnitude bigger than can be detailed in this document. The below is therefore simply intended to provide an overview. A much more detailed story comparison is supplied as a separate document 'Shared Story Outline'.

A world-weary professional whose job it is to look after children in a residential institution is in trouble with his boss for mistreating a parent who turned out to be an important politician.

A precocious fifteen year old who has been abandoned by their neglectful parent figure becomes part of a wider group of children the professional is responsible for.

The adult and teenager initially have a combative relationship, which only worsens when they abruptly and unexpectedly find themselves stuck in a one-on-one care situation for several days due the neglectful parent figure letting the teenager down.

Their relationship slowly begins to thaw when the teenager suffers a medical emergency and the adult rushes them to hospital. Likewise, pretending they are parent and child to commit a minor fraud to get the adult out a jam brings them closer together.

The film's third character - a woman in her 30s/40s - works in a profession adjacent to the adult and provides a sounding board, encouraging them to go easier on the kid.

The teenager meets a sixteen year old love interest at a set-piece event they insist on attending despite the adult's objections. At this same event, the adult's romantic hopes are briefly raised before they are dashed. Nonetheless, a subsequent special meal the adult and teenager share with the third character shows how far their relationship has come.

During a trip to a major American city, the adult and teenager bond by doing things the adult normally would not. Towards the end of the trip, the teenager reveals a family

secret they have been carrying, which significantly escalates the dramatic stakes when the adult acts upon it.

After the adult and teenager return home to the residential institution, the professional finds he is in once again in trouble with his his boss. This time, he chooses to get himself fired by standing his ground during a confrontation with a set of angry parents.

This frees him from the chains of his professional obligations and a life he has long since grown weary of. He says a poignant goodbye to the teenager, and the film ends with the professional setting out on the open road to fulfill the specific unfulfilled dream of his youth.

(NB. See 'Shared Story Outline' document for more detailed demonstration.)

Characters

An obvious indication that FRISCO and THE HOLDOVERS are the same screenplay is that they have an interchangeable cast of characters who appear in effectively all the same scenes where they invariably perform identical functions.

Paul/Willis - 50s, schoolteacher/children's doctor, crumpled/disheveled, cynical, world-weary, rebellious but deferential to authority, isolated from colleagues, rarely leaves campus/has fun. Introduced on first page.

Angus/Amy - 15, precocious, smart, smart-ass, funny, vulnerable, has a neglectful (step)mother who is his/hers sole carer

Mary/Valerie - 30s/40s, kind with a cynical side, works job professionally adjacent to Paul/Willis but less prestigious, encourages Paul/Willis to go easy on Angus/Amy.

Elise/Danny - 16, love interest for Angus/Amy, first introduced at holiday party/conference.)

Hardy Woodruff/Margaret Brown - Paul/Willis' boss. Appears in two main scenes with Paul/Willis: a meeting at the beginning with just the two of them, and a meeting at the end where a set of angry parents are also present.

Anne/Judy - Angus/Amy's neglectful mother/stepmother. Appears in two main scenes in the first act that each cause an identical plot progression.

Hugh Cavanaugh/Handsome Billboard Man - a person Paul/Willis is acquainted with who represents a more accomplished version of himself.

Miss Crane - is a composite character created from several minor characters in FRISCO.

Structure

FRISCO

Position in FRISCO/Description

1	Four scenes children's hospital life (i)
2	Willis and Amy - shared interest
3	Willis summoned to boss
4	Willis trouble - insulted congresswoman
5	Willis and Amy - unorthodox doctor
6	Amy smokes
7	Amy joins Willis' inpatients seq
8	Train/phone/stuck together seq
9	Willis/Valerie seq 1 - cab share
10	Willis/Valeries seq 2 - rude kid
11	Amy takes a hotel suite
12	Hotel fraud/'Hey, Dad'
13	Hotel room arrival
14	Willis/Valerie seq 3 - Ventran
15	Amy caught red-handed sequence
16	Willis and Amy hotel dinner
17	Amy medical emergency
18	Amy ER visit
19	Willis acquaintance encounter
20	Conference speech build-up sequence.
21	Conference speech/Amy love interest seq
22	Ensemble Chinatown meal
23	Amy reveals her secret
24	Cab ride to Golden Gate Bridge
25	Willis tries long-boarding
26	Minors drinking/Jaegerbombs
27	Pier 39 fun seq
28	Willis sneaks away seq
29	Travel back to Portland
30	Back to work/nothing changed
31	Willis summoned back to boss
32	Willis and Amy say goodbye
33	Willis forbidden presence seq.
34	Willis gets himself fired
35	4 scenes Children's hospital life (ii)
36	Willis drives off sequence

THE HOLDOVERS

Description/Position in FRISCO

Four scenes boarding school life (i)	1
Paul summoned to boss	3
Paul trouble - insulted senator	4
Paul and Angus - shared interest	2
Angus joins Paul's holdovers seq	7
Paul/Angus - unorthodox teacher	5
Angus smokes	6
Paul/Mary seq 1 - whisky share	9
Paul/Mary seq 2 - rude kid	10
Paul/Mary seq 3 - Newlywed Game	14
Helicopter/phone/stuck together	8
Angus takes a hotel suite	11
Angus caught red-handed	15
Angus medical emergency	17
Hospital fraud/'Right, Dad'	12
Angus ER visit	18
Paul and Angus tavern dinner	16
Holiday party build-up seq.	20
Holiday party/Angus love interest seq	21
Ensemble Christmas meal	22
Car ride to Boston	24
Hotel room arrival	13
Paul tries ice-skating	25
Paul acquaintance encounter	19
Carnival fun seq	27
Angus reveals his secret	23
Angus sneaks away seq	28
Minors drinking/Cherries Jubilee	26
Travel back to Barton	29
Paul forbidden noisemaker seq	33
4 scenes boarding school life (ii)	35
Back to work/nothing changed	30
Paul summoned back to boss	31
Paul gets himself fired	34
Paul and Angus say goodbye	32
Paul drives off sequence	36

The column on the far left numbers the major sequence/scenes in FRISCO. The column on the far right shows their position in THE HOLDOVERS. Reading down the numbers on the right will make it clear that THE HOLDOVERS has at most minimally resequenced the FRISCO beats. Even this minor re-sequencing has mostly been done only where rendered necessary by the transposition.

Transposition

While several of the most critical scenes in THE HOLDOVERS are effectively unaltered from their FRISCO counterparts, the overall approach is one of line-by-line - sometimes word-by-word - transposition. To fully comprehend the industrial scale of the copying, the approach to this transposition needs to be understood

Some transpositions are of course better disguised than others but - as the entire purpose of the transposition is to allow THE HOLDOVERS to replicate FRISCO - even those that are relatively well camouflaged can always be identified.

Some major landmark transpositions to note include:

Transposed in THE HOLDOVERS

1st meeting with Dr Woodruff
Phone call with Judy
Stuck together by helicopter
Angus dislocates shoulder
Holiday party sequence
Driving to Boston
Paul tries ice skating
Carnival rifle fun
Paul encounters college classmate
Angus' secret about his father
Cherries Jubilee sequence
2nd meeting with Dr Woodruff
Farewell scene bc Paul leaving

Original in FRISCO

1st meeting with Margaret Brown
Case conference with Anne
Stuck together by train
Amy has seizure
Conference speech sequence
Driving to Golden Gate Bridge
Willis tries long-boarding
Pier 39 longboard fun
Willis encounters billboard man
Amy's secret about Willis' wife
Jaegerbomb sequence
2nd meeting with Margaret Brown
Farewell scene bc Amy dying

This, of course, is merely a high-level overview of some of the landmark transpositions. As the screenplay has been transposed line-by-line, THE HOLDOVERS contains innumerable transpositions from FRISCO. Even the below list of sample transpositions is therefore not remotely exhaustive, and is meant to simply demonstrate the range of things transposed.

Transposed in THE HOLDOVERS

Barton School
Principal
Busy canteen
Empty chair in dining hall
Angus calls adult 'absurd'
Insulted senator parent
Board of trustees
Paul's holdovers
Symbolic billboard
Shared interest in Ancient Civilization
Dream to visit Carthage
Dream to write monograph
Neglectful mother
On honeymoon excursion
Quiet carriage
Administrative hallway
Mug of whisky
School cook
Last left campus in October
Goya etchings
Gift of Christmas cookies
Sharing a bottle of whisky
Newlywed Game
'They're going to get divorced'
Weber barbecue tools
'Henhouse ladder'
Tavern dinner
Caught booking Boston Hotel
Junior suite
Insurance fraud at ER

Original in FRISCO

Portland Children's Hospital
Hospital Manager
Busy dining hall
Sitting alone in lunch hall
Amy calls adult 'asinine'
Insulted congresswoman parent
Hospital Board
Willis' inpatients
Symbolic cognac bottle
Shared interest in Beat generation
Dream to drive across America
Dream to find pearl
Neglectful stepmother
Won't drive a hundred miles
Library
Train vestibule
Insulated coffee cup
Pharma rep
Last had fun in 1998
Camping with friend of friend
Twenty dollars to put in sock
Sharing a taxi
Ventran
'Drug does not work'
Laser branded pens
'Pain in the neck'
Hotel restaurant dinner
Caught outside San Francisco hotel
Imperial suite
Credit card fraud at hotel

Woozy from Percoden
Throwing a football badly
Glade in mirror
Holiday Party
Miss Crane has a boyfriend
Life's work wasted
Car ride to Boston
Rifle pointed in face
Prize booth at carnival
Attendant offering prizes
Paul rude to Santa
Angus secret about his own family
Sneaking to asylum
Driving back to Boston
Routine test on Peloponnese War
Saying goodbye bc Paul leaving

Woozy from seizure
Diving into swimming pool badly
Winking in mirror
Conference Speech
Willis' wife does not show
Ten years' work wasted
Cab ride to Golden Gate Bridge
Cop flashlight shone in face
Police precinct
Cop offering charge
Willis rude to cop
Amy secret about Willis' family
Sneaking to Valerie's room
Flying back to San Francisco
Routine case of Gastroenteritis
Saying goodbye bc Amy dying

Sample Examples of Copying

This is the opening page of THE HOLDOVERS. Note that the film opens with four scenes that depict boarding school life without visually showing any of our main characters. Note that the fifth scene in THE HOLDOVERS then introduces the protagonist, Professor Paul Hunham, in his room. Note that in that fifth scene there are two action lines - laid out with a space between them - and it is the second of them that describes him as '50s' and 'rumpled'. Note that Paul's first line of dialogue in his room is a complaint.

UNDER BLACK --

DAY 1 - DECEMBER 18, 1970

EXT. BARTON, MASS. - DAY

SNOW falls on a working-class New England town in decline. Taverns, churches and weather-beaten houses taper off toward a shuttered textile mill close to the Connecticut River.

BELLS ring. Christmas music.

EXT. BARTON ACADEMY - DAY

Gothic spires and groomed fields. Ivy League romance, writ small.

EXT. QUAD - DAY

BOYS in watch caps and grey sweats emblazoned with "BARTON CREW" run through the snow past DANNY, a custodian struggling with a snowblower.

The CARILLON in the chapel continues.

INT. CHAPEL - DAY

The CHOIR rehearses beside a Christmas tree as a few UNDERCLASSMEN straighten hymnals.

A framed, captioned photo of a young Black man in uniform sits by the altar. PVT. CURTIS LAMB, 1950-1969.

INT. FACULTY RESIDENCE - PAUL'S ROOM - DAY

A narrow room, blue with smoke and crowded with books. Out the window, snow continues to fall.

PROFESSOR PAUL HUNHAM, 50s, a heap of rumpled corduroy, grades exams at his desk, pipe wedged between his teeth, whiskey at his elbow. One eye veers dramatically to the left.

PAUL

Philistines. Lazy, vulgar, rancid little Philistines.

Exhausted by the mediocrity, Paul drops his pencil and lights his pipe. Glances at the whiskey.

This is the opening of FRISCO. Note that the film opens with four scenes that depict children's hospital life without visually showing any of our main characters. Note that the fifth scene then introduces the protagonist, Dr Jeff Willis, in his consulting room. Note that there are two action lines in that fifth scene and it is the second of them that describes Willis as 'mid-to-late 50s' and 'a little disheveled'. Note that Willis' first line of dialogue in his consulting room is a complaint. **(NB 1. A voiceover Willis speaks over these first four scenes has been removed from the scenes below.** 2. See later for the multiple specific connections between the individual scenes.)

INT. CHILDREN'S HOSPITAL - CORRIDOR - DAY

A long, empty, hospital corridor lined with abandoned gurneys.

INT. CHILDREN'S HOSPITAL - SUNBEAM WARD - DAY

A faded sign - painted by children long ago - welcomes visitors to SUNBEAM WARD

INT. CHILDREN'S HOSPITAL - PLAYROOM - DAY

A decapitated teddy bear in an empty playroom.

A flickering television connected to a broken games console.

INT. CHILDREN'S HOSPITAL - WAITING ROOM - DAY

A waiting room full of extremely bored looking PARENTS and CHILDREN.

INT. CONSULTING ROOM - DAY

Close on DR JEFF WILLIS, sitting in a chair in a consulting room.

He is in his mid to late fifties. His tie - emblazoned with images of the cartoon character Goofy - is loosened. He looks tired and a little disheveled.

WILLIS

I just don't enjoy anything any more. I mean, I get up in the morning and I work, and I go home in the evening and it is just all the same. Every single day. Nothing ever changes, and nothing I do makes a difference. I'm in a rut. Stuck in a rut. It's like I'm the traffic on the Fremont bridge, you know? I just go back and forth, back and forth every day. And all that is going to happen is that I'm going to keep on going endlessly back and forth until one day far in the future the bridge collapses and we all plunge into that great terrible dark and bottomless abyss of death.

(Beat.)

Why are you looking at me like that?

We now pull back and see who is sitting across the table from Willis: a puzzled eight year old boy, CLIVE.

Here is the conclusion of that fifth scene from the opening of THE HOLDOVERS. A messenger now arrives and summons Paul to see his boss urgently:

WOMAN'S VOICE (O.S.)
Professor Hunham?

PAUL
I'm busy right now!

WOMAN'S VOICE (O.S.)
Dr. Woodruff asked to see you.

INT. FACULTY RESIDENCE - HALLWAY - DAY

Paul opens the door to find MISS CRANE, a bright-eyed secretary in her forties, holding a plate with a napkin over it.

PAUL
What does he want?

MISS CRANE
It's about Christmas break.

PAUL
Tell him I'll see him after breakfast.

MISS CRANE
He says now.

PAUL
I'll be there presently.

Paul starts to close the door. Miss Crane doesn't move.

PAUL (CONT'D)
What's that?

MISS CRANE
Christmas cookies. I made them for the faculty. Well, not all the faculty. Anyway, these are for you.

She smiles. He takes the plate, nods and closes the door.

The Rolling Stone's "OUT OF TIME" slinks in as we go to --

Here is the original version of that scene from p10 of FRISCO, where a messenger arrives and summons Willis to see his boss urgently:

INT. CHILDREN'S WARD - DAY

Willis rejoins Chen with the notes trolley.

Before they even get to the next patient, a NURSE approaches them.

NURSE
Margaret Brown is on the phone for you.

WILLIS
Tell her I'm doing rounds.

The nurse goes back to the desk where the phone is.

WILLIS (CONT'D)
These administrators. They get an MBA and then they think they can just interrupt rounds. Rounds are sacred, they are holy, they are our communion. They are-

The nurse returns.

NURSE
She wants you to go to her office.

WILLIS
Did you tell her I'm doing rounds?

NURSE
She said to tell you to come now.

Willis sighs and wearily trudges off.

Note how the two scenes unfold on a near line-by-line basis:

1. Paul/Willis is working in his room/on the ward.
- 2 A messenger interrupts him to tell him his boss wants him.
3. Paul/Willis self-importantly tells the messenger to tell his boss he is busy.
4. The messenger tells Paul/Willis he actually must go now.
5. Paul/Willis reluctantly acquiesces.

In the previous scene from THE HOLDOVERS, we saw Paul being summoned to the office of his boss, the School Principal, Hardy Woodruff. When Paul arrives there in his next speaking scene on p7, we learn that he is in trouble specifically because he offended a parent who is also a powerful politician.

In the previous scene from FRISCO, we saw Willis being summoned to the office of his boss, the Hospital Manager, Margaret Brown. When Willis arrives there in his next speaking scene on p12, we learn that he is in trouble specifically because he offended a parent who is a powerful politician.

PAUL

I know what "hidebound" means. Look, I get it. You're still angry I failed Jordan Bain.

DR. WOODRUFF

Senator Bain was very upset when Princeton rescinded Jordan's acceptance. And I've continued to have to deal with the fallout.

PAUL

Are we supposed to let these boys skate by as long as daddy builds a new gym?

DR. WOODRUFF

Of course not. That's not who we are. But we can't be ignorant of politics.

WILLIS

The girl had a peanut allergy and they gave her peanut butter. It's pretty moronic. In more advanced cultures it's probably attempted murder.

MARGARET

You still can't call the woman a moron.

WILLIS

What would you like me to call her?

MARGARET

'Congresswoman' would have been fine.

Angus and Paul's shared interest in Ancient Civilization is a recurring theme in THE HOLDOVERS. This plays an important role in the film, including providing the source for the unfulfilled college-age travel dreams of visiting Carthage and writing a monograph that Paul finally sets out to fulfill at the end of the film.

Paul and Angus' shared interest in Ancient Civilization is introduced in the first scene in which we see them together on p10 of THE HOLDOVERS. Here is the action line that introduces it:

As Paul drops blue exam books on the boys' desks, they stare with queasy disbelief at the parade of mostly Ds and Fs. Angus, however, got a B-.

Amy and Willis' shared interest in the Beat Generation is a recurring theme in FRISCO. This plays an important role in the film, including providing the source for the unfulfilled college-age travel dreams of driving across America and finding the pearl that Willis finally sets out to fulfill at the end of the film.

Their shared interest in the Beat Generation is introduced in the first scene in which we see Willis and Amy together on p9 of FRISCO. Here is the action line that introduces it:

Willis notices a book on the bedside table and picks it up. It is a battered paperback copy of 'On the Road'

While the above action lines might initially appear unrelated, they occur at an identical moment in the screenplay and fulfill an identical narrative purpose. Note how the first sentence of both begins with Paul/Willis doing something to a book involving a desk/bedside table. This is an example of the extraordinary level of detail that has been transposed from FRISCO to THE HOLDOVERS. (Many more examples will be provided.)

Here, from p33 of THE HOLDOVERS, is the start of the sequence of Paul and Angus getting stuck together. Note the setting is a library - a place known for its silence.

INT. LIBRARY - DAY

The boys study. Paul reads, mug at his elbow. He shifts and coughs wetly. The boys whisper.

SMITH

It's only eleven and he's already lit. I smelled whiskey on him.

ANGUS

Can you blame him? It's freezing in here. Fucking Greenland in here.

All notice the sound of a faint ROAR quickly growing in volume.

PAUL

What the hell is that?

Paul and the boys rush to the window to see --

A LARGE HELICOPTER

Here, from p39 of FRISCO, is the start of the sequence of Willis and Amy getting stuck together. Note the setting is a quiet carriage - a place known for silence.

INT. QUIET CARRIAGE - AMTRAK TRAIN - DAY

Willis sits down on the train in an empty four-seater.

He puts his insulated cup on the table in front of him and looks out the window at the countryside.

He closes his eyes and lets the motion of the train rock him

It feels good to be getting away from everything.

After a few moments Willis opens his eyes.

Amy is sitting directly opposite him.

WILLIS

Jesus!

Note that:

1. The scene begins with Paul/Willis in a library/quiet carriage
2. Paul/Willis is doing something relaxing, and has a mug/cup.
3. The third action line sentence consists of Paul/Willis performing two body-based actions.
4. Paul/Willis' first line is an exclamation that features a religious-based curse.
5. The surprise means he will be stuck alone with Angus/Amy.
6. The physical mechanism by which this occurs is a mode of transport (train/helicopter).

Here from p34 of THE HOLDOVERS is the short scene in which we find out Paul's first phone call did not succeed in getting Angus collected. Note the setting is now an 'administrative office hallway' - a hall.

INT. ADMINISTRATIVE OFFICE HALLWAY - DAY

Outside the office, the boys peer through the glass as Mr. Smith and his son chat amiably. Paul is on the phone.

Paul hangs up and speaks to Jason and his father. Smith grins and flashes a THUMBS-UP to his friends in the hallway.

JENESEN

Yes!

PAUL

(opening the door)

Gentlemen, I was able to reach Dr. Woodruff and most of your parents, and I have good news. Except for you, Mr. Tully.

Here from p40 of FRISCO is the short scene in which we find out Willis' first phone call did not succeed in getting Amy collected. Note the setting is now 'vestibule between coaches' - a hall.

INT. VESTIBULE BETWEEN COACHES - AMTRAK TRAIN - DAY

The noisy vestibule between coaches.

Willis is yelling into his mobile phone, but between the poor signal and the noise of the train it is a losing battle.

WILLIS

Hello? It's Jeff. Hello? Hello?

The door from the toilet unlocks, and Amy comes out.

She looks pale and her hair is a mess.

It is obvious she has been puking again.

WILLIS (CONT'D)

Hello? I can't hear-

Jeff looks at his phone, sighs and gives up.

Note

1. The setting is an 'administrative office hallway'/'vestibule between trains' - ie both are a hall.
2. The scene opens with Paul/Willis on his phone.
3. The latter part of the scene is intended to stir our sympathy for Angus/Amy.
4. The scene closes with Paul/Willis having failed to get someone to collect Andy/Amy.

Here is the moment in THE HOLDOVERS at the end of that sequence (p35) when a second unsuccessful phone call confirms Paul is now stuck in a one-on-one situation with Angus for a period of days. This is because Angus' negligent mother Judy does not answer the phone because she has gone off on her honeymoon.

ANGUS

Try calling again. Just one more time. Please.

PAUL

I'm sorry, there's no point. The desk clerk said no one's answering.

He says they're away on some excursion.

ANGUS

An excursion.

Here is the moment in FRISCO at the end of that sequence (p43) when a second unsuccessful phone call confirms Willis is now stuck in a one-on-one situation with Amy for a period of days. This is because Amy's negligent stepmother Anne answers the phone but refuses to come and collect her:

Amy sighs and dials the number.

AMY

Hi, it's me.

(Beat.)

Klamath Falls.

(Beat.)

No, I understand. Goodbye.

Willis grabs the receiver from Amy.

WILLIS

Mrs Morrison? Don't hang up. It's Dr Jeff from Portland Children's. I'm on way to San Francisco and Amy, well, maybe she didn't exactly stowaway but-

(Listens.)

Oh. Oh, well I'm sorry that you feel that way. Mrs Morrison? Mrs Morrison?

Willis hangs the phone up.

In this moment from p39 of THE HOLDOVERS, Paul has just caught Angus red-handed breaking his rules by trying to book a hotel room in Boston. Angus' nonchalant reaction irritates Paul, and the scene quickly escalates to a discussion about their relationship. That leads to Paul stating he is responsible for Angus, and Angus mocking this.

In this moment from p59 of FRISCO, Willis has just caught Amy red-handed breaking his rules by leaving the hotel room in San Francisco. Amy's nonchalant reaction irritates Willis, and the scene quickly escalates to a discussion about their relationship. That leads to Willis stating he is responsible for Amy, and Amy mocking this. (The poet Lawrence Ferlinghetti founded the bookstore where Willis has just caught Amy.)

PAUL
Mr. Tully, what are you doing?

ANGUS
(holding up a finger)
No, no credit card, but I can pay cash.

PAUL
I didn't say you could use the phone.

ANGUS
I see. Okay, then can you recommend somewhere else in downtown Boston?

Paul hangs up the phone on him.

ANGUS (CONT'D)
You owe me a quarter.

PAUL
Was that a hotel?

ANGUS
None of your business.

PAUL
It is absolutely my business. I'm looking after you.

ANGUS
Looking after me? Like what, like my warden? Or my butler? Look, there's nobody here, OK? Just us two losers and a grieving mom, so let's cut the crap. You stay out of my way, and I'll stay out of yours.

WILLIS
Amy?

AMY
Jeff! What are you doing here?

WILLIS
Oh, you know, I just wanted to pick up a little Ferlinghetti.

AMY
Really? You like Ferlinghetti?

WILLIS
No! You were supposed to be back at the hotel before dark!

AMY
You're not my dad.

WILLIS
I'm *in loco parentis*.

AMY
I take Spanish, Jeff. What you just said is ridiculous.

The 'caught-red handed' scene on the previous page has been transposed line-by-line:

Line 1: Having caught Angus/Amy red-handed, Paul/Willis opens with a question.

Line 2: Angus/Amy reacts with extreme nonchalance: 'holds up a finger' and continues booking hotel/'What are you doing here?'

Line 3: Paul/Willis establishes that they are in trouble - 'I didn't say you could use the phone'/'I wanted to pick up a little Ferlinghetti' (The audience and Amy both know Willis is being sarcastic

Line 4: Angus/Amy react nonchalantly for the second time: continues booking hotel and 'You owe me a quarter'/'You like Ferlinghetti?'

Line 5: Paul/Willis specifically now uses the word 'hotel' when talking about the infraction.

Line 6: Amy/Angus' reaction dismisses Paul/Willis' claim to any say in the matter: "None of your business"/'You're not my dad'

Line 7: Paul/Willis states that is responsible for Paul/Willis 'I'm looking after you'/'I'm in loco parentis'

Line 8: Amy/Angus mocks what Paul/Willis' claim to responsibility 'Looking after me?' Etc/'What you just said is ridiculous'.

On p43/p52 of THE HOLDOVERS/FRISCO, Angus/Amy gets Paul/Willis out of a predicament by committing a minor administrative fraud that hinges on them pretending Paul/Willis is his/her Dad. As THE HOLDOVERS travels to Boston later than FRISCO travels to San Francisco, THE HOLDOVERS has had to move the scene from a hotel check-in to an ER check-in, but it has still been transposed line-by-line. The effectively identical final piece of dialogue alone confirms beyond any doubt that it is the FRISCO scene.

The scene in FRISCO was written to underscore the growing surrogate parental bond between Willis and Amy. To achieve that, two specific things were done in Amy's final piece of dialogue in the scene: she described Willis as 'my Dad' to a third party, and then the last words in the scene were her addressing Willis directly with a question that further placed him in the parent role: 'hey, Dad?'

Note how THE HOLDOVERS replicates this identically, right down to Amy's closing 'hey Dad?' becoming Angus' 'Right, Dad?'

ANGUS

Please. I never get to see my dad.
It was my fault. All mine. I
don't want to get him in trouble.

(fighting tears)

We don't have to go through
insurance. We can pay cash.
Right, Dad?

AMY (CONT'D)

Live a little, Jeff. Anne doesn't
even read the bills.

The receptionist looks at her with concern.

AMY (CONT'D)

Private joke between me and my dad.
Anne's my mom. His wife. She's just
a crazy shopaholic, hey Dad?

Here is the opening of the Christmas meal in THE HOLDOVERS on p73. This scene occurs after the set piece of the holiday party. During this scene, Angus and Mary team up to persuade Paul to take Angus to visit Boston. Note how the action line specifies that we join the scene at the *end* of the meal, the closeness between the characters, and that Paul speaks first, followed by Mary.

INT. DINING HALL - LATER

Paul, Mary and Angus finish a lovely Christmas dinner in the middle of the immense room. They exchange looks, a new sort of intimacy among them. Mary lights a cigarette.

PAUL
Thank you, Mary. That was lovely.

MARY
You're damn right.

Here is the opening of the Chinatown meal in FRISCO on p76. This scene occurs after the set piece of the conference speech. During the scene, Amy and Valerie team up to persuade Willis to take Amy to visit the Golden Gate Bridge. Note how the action line specifies that we join the at the *end* of the meal, the closeness between the characters, and that Willis speaks first, followed by Valerie.

INT. CHINATOWN RESTAURANT - NIGHT

A cheap and cheerful restaurant in Chinatown.

Willis, Amy, Valerie and Danny all sit around a table at the end of a meal.

Everybody is cracking up with laughter.

WILLIS
And then this girl at the desk says, you are in luck, it is nine hundred dollars! Before tax!

VALERIE
It doesn't sound so lucky, Jeff!

After the Christmas/Chinatown meal scene opens identically, FRISCO plays a beat related to Willis' wife. THE HOLDOVERS cuts this beat - the strand about Willis' family has been cut - before the two screenplays resynchronize towards the end of the scene.

The end of the scene is presented on the next page. The sequential sub-beats common to both screenplays are:

1. The culmination of the scene begins when Paul/Willis offers to make their holidays better/asks if they are ready to go home.
- 2.. Paul/Willis is surprised by Angus'/Amy's reply to this.
3. Angus/Amy wants them to visit Boston/the sights of San Francisco.
4. Paul/Willis initially refuses.
5. In support of this, Angus/Amy lists the things (s)he'd like to do in Boston/San Francisco: go ice-skating and see a real Christmas tree/visit the Golden Gate Bridge and see the sea lions.*
6. Mary/Valerie intervenes to encourage Paul/Willis to take Angus/Amy to Boston/sights of San Francisco.
7. Angus/Amy shames Paul/Willis to try to get him to agree.
8. The shaming works: Paul/Willis agrees to it.
- 9.. At the end of the scene, Angus/Amy has an action line that represents the first step of their journey: *Angus rises and sprints away/Amy whistles for a taxi.*

Note too that the only real difference is that THE HOLDOVERS adds a line at the end to explain Mary will be coming on the trip too. THE HOLDOVERS needs Mary to come to Boston because she is a transposed version of Valerie, and Valerie is already with them in San Francisco.

*This sub-beat sets up Angus/Amy's secondary goal, as Angus/Amy and Paul/Willis will indeed later go ice-skating in Boston/see the sea lions in San Francisco.

PAUL
I'd like to propose a toast. To my two unlikely companions on this godforsaken island, and to our absent friends and family. If there's anything I can do to make the holidays a little cheerier for either of you, let me know.

As Paul and Mary drink --

ANGUS
Okay, I want to go to Boston.

PAUL
Boston? Why?

ANGUS
I don't know. Why not? I want to go ice skating. I want to see an actual Christmas tree with ornaments, not that fucking skeleton.

PAUL
You said it was nice.

MARY
It is nice.

ANGUS
I want to have a real holiday.

PAUL
Well, we're not going to Boston. It's out of the question.

MARY
You just said "anything." Take the boy to Boston.

PAUL
It would constitute a departure from the manual. We're not allowed to leave campus or the immediate environs.

Paul catches Mary and Angus looking at him as if he were the world's biggest stick-in-the-mud.

PAUL (CONT'D)
But I suppose we could call it a *field* trip.

A field trip would fall under the ambit of additional academic pursuits. There's even a fund set aside for additional academic pursuits.

ANGUS
I'll go pack.

Angus rises and sprints away. Mary smiles at Paul.

MARY
Can you give me a ride to Roxbury?

WILLIS (CONT'D)
Hey. You guys ready to go home?

AMY
No.

WILLIS
What?

VALERIE
The night is still pretty young, Jeff.

WILLIS
It's after eleven. The night is elderly. If it's not elderly then it's certainly middle aged.

AMY
Jeff, we are leaving tomorrow. Have you even seen any of the sights of Frisco?

WILLIS
I've been to Chinatown. So yeah, I think I've done pretty well with the sights.

AMY
What about the Golden Gate Bridge? What about the steep hills? What about the sea lions? Those are the things Frisco is famous for, and you've not seen any of them!

WILLIS
I'll see them next time I'm here. It's too late now.

VALERIE
It's not really too late, is it?

AMY
Live a little, Jeff! We'll all be dead soon enough.

WILLIS
Alright, alright, fine. Let's see the Bridge. Find us a taxi.

Amy whistles for a taxi.

Here is the scene setting up the finale of THE HOLDOVERS (p102), where Miss Crane summons Paul back to a meeting with Dr Woodruff because he is in trouble. Note how Paul does not initially seem to grasp the gravity of the situation and it is the fifth line down where Miss Crane makes it clear.

INT. BARTON HALLWAY - DAY

Walking down the hallway, Paul is approached by Miss Crane.

MISS CRANE
Excuse me, Professor Hunham.

PAUL
Miss Crane. Lydia. Happy New Year.

MISS CRANE
Same to you.

PAUL
Forgive me. I never called to thank you for inviting me and the boy to your party. And Mary. It meant a lot.

MISS CRANE
You're so welcome. It was fun. Um, Dr. Woodruff asked to see you. He says it's urgent.

Here is the scene setting up the finale of FRISCO (p105), where Margaret Brown arranges another meeting herself because Willis is in trouble. Note how Willis does not initially seem to grasp the gravity of the situation and it is the fifth line down where Margaret Brown makes it clear.

INT. MARGARET BROWN'S OFFICE - DAY

Willis sits in Margaret Brown's office.

MARGARET
Do you know why I have asked you down here, Jeff?

WILLIS
Am I being presented with an award of some kind?

MARGARET
We have an issue, Jeff.

WILLIS
What is that?

MARGARET
We have some parents who are on the verge of making a formal complaint against you.

Here is the opening section of that meeting, the dramatic finale of THE HOLDOVERS (p103). Paul has been summoned back to the Principal's office, but in contrast to the meeting at the start of the film, two angry parents are also now present. Note the terse action line, that the Principal opens, that the second line is a piece of mistaken identity guaranteed to further enrage the parents, and that it is the fifth dialogue line that sees the Principal getting down to business:

INT. HEADMASTER'S OFFICE - CONTINUOUS

Dr. Woodruff sits across from the well-groomed couple.

DR. WOODRUFF
Professor Hunham, meet Judy and Stanley Clotfelter, Angus's mother and father.

STANLEY
Stepfather.

JUDY
Hello.

PAUL
Good morning.

DR. WOODRUFF
They've brought something very important to my attention.

Here is the opening section of that meeting, the dramatic finale of FRISCO (p116). Willis has been summoned back to the Hospital Manager's office, but in contrast to the meeting at the start of the film, two angry parents are also now present. Note the terse action line, that the Hospital Manager opens, that the second line is a piece of mistaken identity guaranteed to further enrage the parents, and that it is the fifth dialogue line that sees the Manager getting down to business:

INT. MARGARET BROWN'S OFFICE - DAY

Willis sits opposite MR and MRS LAKOVIC while Margaret Brown looks on.

MARGARET
Firstly, thank you for coming in today.

WILLIS
That's okay. I was here anyway.

MARGARET
I meant Mr and Mrs Lakovic.

WILLIS
Oh.

MARGARET
Now, Dr Willis has something he'd like to say to you about your recent interaction.

Here is the ending of Paul's dramatic confrontation with the Principal and angry parents. Note how the Principal tells Paul that getting fired will be his own fault, and that Paul exits the scene with a parting insult to the Principal.

DR. WOODRUFF
You did this to yourself, Paul.
Not me. I want you to remember
that.

PAUL
Hardy, I have known you since you
were a boy, so I think I have the
requisite experience and insight to
say that you are penis cancer in
human form.

Here is the ending of Willis' dramatic confrontation with the Hospital Manager and pair of angry parents. Note how the Hospital Manager tells Willis that getting fired will be his own fault, and that Willis exits the scene with a parting insult to the Hospital Manager. (Jenna is a friend of the insulted parents whose opinion they valued over Willis'.)

MARGARET
Jeff, if these people complain
there won't be anything I can do
about your position.

WILLIS
I know.

MARGARET
But if we fire you what will you
do? We're the only children's
hospital in the city and-

WILLIS
I've been thinking I might drive
across the United States.

MARGARET
What? Why?

WILLIS
I'm going to look for the pearl.

MARGARET
But who will cover allergy?

WILLIS
Maybe Jenna can.

Here is Paul's final sequence from p112 of THE HOLDOVERS. It is comprised of two short and dialogue-free scenes.

The first scene is an exterior scene that shows Paul leaving the place he has unhappily called home for many years. The second scene is an interior scene that features a bottle of cognac. When we were first introduced to this object on p6 of the film, it symbolized Paul's lowly status. It now symbolizes the change in him.

Note that the second scene in this sequence is labelled in the heading as an *interior* scene inside Paul's vehicle, yet nonetheless finishes with an *exterior* shot of Paul's car disappearing into the distance. Note the specifics of that final sentence - that we first see Paul's car turning onto the state road, then vanishing beneath the canopy of trees.

EXT. ROAD - DAY

Paul drives past the gothic buildings and the remains of the small CHRISTMAS TREE now lying by the side of the road. His face reveals the terror and hope he feels at leaving the only home he's ever known.

INT. VOLKSWAGEN - DAY

Arriving at the edge of campus, Paul reaches into a box and pulls out Woodruff's CRYSTAL BOTTLE of Louis XIII.

He opens it, takes a swig, swishes it around like mouthwash and spits it out the window.

HIGH AND WIDE

The camera soars skyward, following the Volkswagen turning onto the state road before it vanishes beneath the canopy of trees.

Here is Willis' final sequence from p119 of FRISCO. It is comprised of two short and dialogue-free scenes.

The first scene is an exterior scene that shows Willis leaving the place he has unhappily called home for many years. The second scene is an interior scene that features a billboard. When we were first introduced to this object on p6 of the film, it symbolized Willis' lowly status. It now symbolizes the change in him.

Note that the second scene in this sequence is labelled in the heading as an *interior* scene inside Willis' vehicle, yet nonetheless finishes with an *exterior* shot of Willis' car disappearing into the distance. Note the specifics of that final sentence - that we first see Willis' car turning onto the interstate, then driving off into the distance.

EXT. WILLIS HOUSE - DAY

Willis comes out his front door carrying his insulated cup.

He makes for the garage door and opens it.

We start to think maybe nothing has changed after all.

But the garage is different inside. It now contains an RV.

Willis gets in and starts the engine.

As he pulls out, Susie and his daughters come to the door and wave him off.

They are not coming with him on his trip, but being on such waving terms is at least a start.

INT. WILLIS' RV ON BRIDGE - DAY

Willis in his RV on the Fremont bridge.

WORKMEN are changing the Ventran advert for one that features a picture of a PEARL.

We cannot yet see what the product is, just that the advertisement involves a gleaming pearl.

Willis pulls into the lane for the interstate, puts his foot to the floor, and drives off into the distance.

The evidence in this document represents only a small fraction of the overwhelming evidence that demonstrates THE HOLDOVERS has been plagiarized from FRISCO on an industrial scale. Please see other documents for further and more detailed evidence.