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INT. RACHEL'S APARTMENT - NIGHT

1960 New York. DON DRAPER approaches RACHEL MENKEN's door and knocks. It's late and his boss has just had a heart attack. Rachel Opens the door.

DON DRAPER
I know it's late. I'm sorry.

RACHEL MENKEN
I got the telegram.

DON DRAPER
Let me in.

RACHEL MENKEN
Are you ok?

DON DRAPER
No.

Don Draper enters the apartment.

RACHEL MENKEN
You look terrible.

DON DRAPER
Can I get a drink?

RACHEL MENKEN
Of course.

Rachel moves to bar, starts to make a drink.

RACHEL MENKEN (CONT'D)
Are you happy with the doctors? I can have my father make a call.

DON DRAPER
I don't know, he's rich, they seem to be taking care of him.

RACHEL MENKEN
Is he ok? You can tell me, I'm not moving the account.

Rachel hands Don the drink.

DON DRAPER
He's gray and weak. His skin looks like paper.

RACHEL MENKEN

I'm sorry. He's your friend isn't he?

DON DRAPER

What's the difference?

RACHEL MENKEN

You don't want to lose him.

Don moves in to kiss Rachel, Rachel backs away.

RACHEL MENKEN (CONT'D)

Don don't. What good is that gonna do? Feels like some solar eclipse, the end of the world, just do whatever you want?

DON DRAPER

I don't know.

RACHEL MENKEN

You do. You're exhausted. You just need sleep that's all.

DON DRAPER

I need to sit down.

Don moves to couch.

DON DRAPER (CONT'D)

Sit with me.

RACHEL MENKEN

Why?

DON DRAPER

Cause I feel like you're looking right through me over there.

RACHEL MENKEN

I'm not.

Rachel hesitates and moves to couch.

DON DRAPER

I don't like feeling like this.

RACHEL MENKEN

No one does.

DON DRAPER

I remember the first time I was a pallbearer.

(MORE)

DON DRAPER (CONT'D)

I'd seen dead bodies before. I must've been 15, my aunt. I remember thinking, "They're letting me carry the box. They're letting me be this close to it. No one is hiding anything from me now."

DON DRAPER (CONT'D)

Then I looked over and saw all the old people, waiting together by the grave. And I remember thinking, "I just moved up a notch."

RACHEL MENKEN

I've never heard you talk that much before...

DON DRAPER

Rachel.

RACHEL MENKEN

What do you want from me?

DON DRAPER

You know. I know you do, you know everything about me.

RACHEL MENKEN

I don't.

Don kisses Rachel.

RACHEL MENKEN (CONT'D)

You don't want to do this. You have a wife, go to her.

DON DRAPER

Jesus Rachel. This is it. This is all there is, and I feel like it's slipping through my fingers like a handful of sand. This is it. This is all there is.

RACHEL MENKEN

That's just an excuse for bad behavior.

DON DRAPER

You don't really believe that.

They lie down on the couch.

DON DRAPER (CONT'D)
I won't, unless you tell me you
want this.

Rachel hesitates.

RACHEL MENKEN
Yes please.

<Fade to black>