

**The Larry Sanders Show**

Written by: Peter Tolan

# Guest: Brett Butler

This was episode 11 in the fourth season (#58, no known title). Originally broadcast on 11 October 1995.

## The Cast

Character	Actor
Larry Sanders	Garry Shandling
Artie (Producer)	Rip Torn
Hank Kingsley (Sidekick)	Jeffrey Tambor
Beverly (Larry's Assistant)	Penny Johnson
Paula (Booker)	Janeane Garofalo
Phil	Wallace Langham
Brian (Hank's Assistant)	Scott Thompson
Brett Butler	Brett Butler
Kia (Masseuse)	Susan Gibney
Nathan (Agent)	Mark Benninghofer
Greg (Agent)	Michael Boatman
Jim (Agent)	Matt Hannigan
Shani (Masseuse)	Pamela Tyson

**Notes:**

I guessed who was who for the bit characters more or less based on the order of the cast list.

This program, *The Larry Sanders Show*, runs without commercial interruption, and is about 15 minutes long.

When I printed this, it took 18 pages.

Braces {} enclose unclear speech.

**Transcript by:** Shazam (Suzanne) via microcassette tape and memory.

[Interior, day, medium shot as ARTIE happily walks down hall. Medium-long shot in LARRY's room where LARRY's getting a professional massage (from KIA) and BRETT is visiting. She's a guest on tonight's show. Larry's on a massage table, his head end is toward the camera.]

ARTIE

[coming in] Heh, heh. Mind if I cut in?

BRETT

Hey! Arthur! Mmm. [kiss] Good to seee you!

ARTIE

Likewise, kiddo! You know, when people ask me, "Who put the best *sit*-com on the tube last year," you know what I tell them?

BRETT

What..?

ARTIE

The *Butler* Did It..

BRETT

How do you come up with that stuff?

ARTIE

Oh, my gifts are many, an' best not discussed--

LARRY

God, I hate this rug, Artie..

ARTIE

Well, Larry's in the middle of an important Rub-Down! I think we'd better get on or *skedoos* and *skee-dad* le!  
[leaving]

BRETT

[kidding LARRY] Okay, okay, just peek under the towel one more time--real quick.

ARTIE

Aw, Brettie, you'll *dream* tonight!

BRETT

[as she leaves] See you Larry!

LARRY

[calls] Okay. Bye-bye.

---

[Medium two-shot as ARTIE and BRETT are walking down the hall.]

ARTIE

[wry] So how're you handling all the Horse Shit that fame has brought you?

BRETT

Pretty good. Just, buy bigger shovels an', cry sometimes.

ARTIE

Hah! Aw, Fuck 'em.

Here's what Brando told me about the tabloids: just tell yourself that everything they write about you is *true*, that way it won't *bo* ther you.

BRETT

[pause] That's good advice. Thanks, Artie.

ARTIE

And after you settle down, I'll have *Paula* there, she'll come down and give you a *Love ly Pre-Interview*.  
[PAULA, a way off, doesn't notice them]

BRETT

Okay. Um.

Can we go someplace and talk, for a minute, first?

ARTIE

Oh, leave us repair to me office! [gestures her in]

---

[Long shot of HANK arriving in the office, BRIAN sees him. Medium two-shot after they start talking.]

HANK

Hey.

BRIAN

Hey.

How's, how's a, *Sid*?

HANK

Well, I don't know--they're not letting [sigh] anybody in except family.. I mean, it's not fair, you know, I *should* be *with* him now. I. I *mean* so *much* to him..

BRIAN

Well, it's, uh, probably not the right *time* but uh--there's two agents from I.C.M. waiting to see you on the talk show set.

HANK

[quiet, acting appalled] Oh!!

God!!

This *sick*, *fuck* ing, *bus* iness!! Uh!

A *man* i-is lying on his death-bed not *five* miles from here an' these, these--*blood* suckers, these, *Illeech* es, the--a little respect for the soon-to-be-dead? Please?

---

[Medium two-shot of BRETT and ARTIE sitting talking in his office, the door closed.]

BRETT

Well, this is crazy, if I do--if I tell you you're just gonna laugh--

ARTIE

*Ha!* I like to laugh!

BRETT

You're gonna laugh.

ARTIE

Hey! Go ahead. Shoot.

BRETT

Okay. It's--about Paula.

ARTIE

*Our* Paula.

BRETT

Yeah. Paula an' *me* --um, about ten years ago when I was touring colleges? I met Paula at the, college where she was goin' an' we, hit it *off* an', started hangin' *out* together, and I wondered if she's said anything about me, 'cause we, kinda had a, thing.

ARTIE

[clueless] Oh, yeah. Fighting.

BRETT

No.

ARTIE

Oh, I'm sorry--when I have a Thing it's always a Fight..

BRETT

No it was sort of--well, this is where you're gonna *laugh* --I guess you'd call it a, Lesbian thing.

ARTIE

[rote] Ha, ha!

BRETT

I thought you'd laugh more.

ARTIE

[pause] I did too.

BRETT

[pause] Y-you're uncomfortable..

ARTIE

*Hey.. I've always loved women with a touch of Sap pho.. We have K.D. Lang on the show all the time --although, the last time, Hank kept, calling her "Sir" --that asshole.*

[friendly] Just because you've done it once doesn't make ya a *dyke*..

BRETT

[pause, calmed] Y--you're right? It, was a long time ago, 'n' we were just, *exper imentin'*, right? She's probably okay with it. So am I. [standing, kiss] Mmmuh. Thank you, Arthur. Do me a favor, just forget I ever brought it up? [is leaving]

ARTIE

Oh, you can *bet*. I'll jump right *on* that.

---

[Long shot of the set. Medium shots of HANK and of the AGENTS. HANK paces while talking with them (NATHAN and GREG).]

NATHAN

I mean *no dis* respect to Sid. But frankly, he hasn't done Jack-shit for your career.

GREG

What Nathan, is tryin' to say is that, Sid was merely scratching the *sur* face when it comes to what Hank Kingsley could be *do ing*, in this business.

HANK

[clears throat] I tell you, years ago, I, I made a vow that I would never leave Sid. [AGENTS: "Mmm."] But, uh.. Now he's leaving *me* so I guess I have no choice--

NATHAN

Yeah. I love Sid. Sid, was a mensch--*no ques* tion about it.

GREG

Y--No question. If I had to say anything at *all* bad about Sid, it would just *be* that, he was from.. y-you know.. The Old School..

HANK

I hate to tell you, Sid was not from the old school.  
He was from the *school*, they tore down to *build*: the Old School.

[AGENTS yuck it up.]

GREG

I mean--we--we'd love to take you out. For a meal? Uhhh.. You free for dinner tonight?

HANK

Tonight? No. Gosh, I, I, I'm going to *Spa* go's tonight with that, um, huh, *partner* from, ah, C.A.A.

AGENTS

Uh, huh, uh, huh.

[Long shot: BRIAN coming in.]

BRIAN

Hank?!

HANK

Yeah.

BRIAN

Sorry to interrupt, ah, Jim Bookus from U.T.A. is on the phone..

HANK

Oh--*God*. Uh, how do people find out so *quick* ly..

GREG

[getting up, clear throat] Yeah--I tell you what, uh, I'll have my girl call, uh, *Brian*? An' we'll, uh, set up a *meal*, okay?

NATHAN

Will do.

HANK

*Yeah*. Sure--I'm *sorry*, guys.

[EVERYONE bids farewell as they leave, "Yeah", "Will do," "All right?" "All right," "You too," "Nice talking to you," "Stay in *touch*." Medium shot of HANK alone, sitting at the desk, taking the call.]

HANK

[to phone] 'Ello Jim? Hi, Hank Kingsley.

Thank you for returning my call so *promptly*.

*Yeah*. Listen. Ah.. I don't know if ah, yo-you've heard, uh, Jim, but my, uh, agent--

[chuckling] Yes, that's right. Sid.

[pause, serious] He's dead.

Or--or near-dead.

[Medium two-shot of PAULA coming to BRETT's dressing room, knocking and coming in. Medium shots as

LARRY

Oh! You mean Chatty Kathy? I don't think so. You know, she couldn't give me a good massage because half the time, her *tongue* got caught up in her *hands*.

BEVERLY

Okay, never mind, I'll just get someone else.

LARRY

Good. And keep everyone out?

BEVERLY

Okay.

LARRY

Uh huh.

BEVERLY

[leaving] I'm sor-ry..

LARRY

Thank you.

---

[Medium two-shot as BRETT lets ARTIE into her dressing room.]

BRETT

..talk--to her--she was *so* unprofessional, she talked to me for like, *two* seconds an' then ran off. I'm gonna be out there in that *fuck* ing hotseat with Larry, an' neither of us is gonna know where the *o* ther one is going..

ARTIE

[breezy] It'll be like Regis an' Kathie Lee! Ju-just--talk about Codie!

BRETT

If she's *got* problems with what went on with us, she should, she should *talk* to me about it, like an adult, because *ignor* ing me just pisses me *off!*

ARTIE

Absolutely! I will *hand* le it, you will get the Pre-Interview you so *richly* deserve. (Just simmer down baby.) Oh, look *here!* I see some papaya! On a special person's *fruit* cake!

BRETT

Papa ya. Oh, I feel shitloads better.

[ARTIE chuckles.]

---

[Medium shot: HANK walking through the halls with different AGENTS than before.]

HANK

*Sid* wasn't from the old school. Sid was from the school they tore down to *build*: the old school.

[Much joculariry.]

HANK

[seeing ARTIE coming, stops] Go *ahead* everybody! We'll meet up at the couch--last one there is the Rotten Agent!

ARTIE

[angry but keeps his voice down] C.A.A. You get those *bastards* out of my *stu* dio, Hank. If they find a hole anywhere, they'll {have a *fuck* or build a nest in it.}

HANK

[fakes meek] Okay. [leaves]

ARTIE

[to BEVERLY, who's rushing by] Where the hell's Paula.

BEVERLY

Oh, Artie, take it *ea*sy on her. She's, uh, had a rough day.

ARTIE

Ohhhhh! I didn't knowww! We'll have to get her some warm *milk* or a *blank* ie.

BEVERLY

No. Listen. Artie. I-- [someone's walking down the hall, she lowers her voice] I'm not supposed to tell anybody about this, but, she's having a *major crisis*.

---

[ARTIE's office, he's called PAULA in and is as pleasantly solicitous to her as he was to BRETT earlier except he sits behind his desk. Medium one-shots as they talk.]

ARTIE

Don't you want anything to drink, a Coke, a diet soda, *fiz zy* water?

PAULA

[nice, businesslike] No thanks.

ARTIE

How about a shot {of Maker's Mark?} [shuts door and walks to desk, breathing in to broach a serious topic]

Paula, I think you should *know*, I was about to give you a Swift *Kick* in the *anny* fay. But that's not gonna happen. 'Cause I *know* about the lump in your bosom.

PAULA

Oh! Are you *ser ious*? I can't believe she *told* you!

ARTIE

Beverly was trying to *protect* you..

PAULA

[gets up to leave, this clearly isn't his business] Oh-kay, well I--no, I'm not really comfortable discussing my *bo* som with you.

ARTIE

Oh *sit down*. I'm not done.

PAULA

[sits]

ARTIE

I *know* what you been going through, because about twenty years ago, I found.. a *lump*.. on one of my *tes* ticles.. Oh, I freaked out, real bad an'.. I was doin' a Bob Hope Special at the time an' uh.. got so screwed up I let it *affect* my *work* I. I made Elke Sommer *cry* in the middle of a *dance* rehearsal. I'm not proud of

that.. An' Bob, I *told* him about the *lump* the *day* before we *tape* d. The monologue *died*. Bob's timing went all to *shit!* An' you know why?! Because he was *thinking* about my left nut!!

Paula, learn from my mistake, because.. twenty years from now, you--you don't want to be watching a Larry Sanders rerun an', an' *have* ta say, "Oh, *yeah*, that's the show I *fuck* ed up because of my *titty!*"

---

[BRETT's dressing room. Medium shot as PAULA comes to the door and knocks. BRETT opens the door.]

BRETT  
Hey. Paula. I..

PAULA  
I think I was a little ah.. *rude* earlier, so would you like to give the, pre-interview another shot?

BRETT  
Yeah, I really appreciate it, [PAULA: Thanks.] come on in.

BEVERLY  
[gets to door as it's closing] Excuse me? Paula? It's the call.

PAULA  
Shit. [rushes off]

BRETT  
[perplexed, at the door] Uh, Paula, {I need..}

[An AGENT (JIM) is lost in the hall.]

JIM  
[to BRETT] Do you know where I can find Hank Kingley's office?

BRETT  
Uh.. *Yeah?* You just go straight up your *ass*, an' turn left.

---

[Long shot of HANK and three AGENTS walking, relaxed, down the hall.]

HANK  
[joking] Now, you guys, hey, you know the way back to C.A.A. from here..

OLD MAN?  
You're not all getting on the elevator at *once* are you?

[AGENTS laugh and board the elevator.]

HANK  
[joking, seeing them off] {Oh, you kids}--you're so *cra zy!* Enjoyed it.

LARRY  
[comes out in hall as elevator doors shut] Hank! There you are.

[Camera shifts to medium two-shot for these conversations.]

HANK  
'S unbelievable. [LARRY: "What!"] These guys say they can get me the Labor Day telethon. Ed is stepping

down. Jerry, is sixty-nine. I mean, someday it could be *Hank's*, Kids. They're gonna *change my life!* I've got a fucking *fu ture!*

LARRY  
All right..

BRIAN  
[coming down hall] Hank. I just got a call from the hospital.  
[arrived by them] Sid's gonna be fine. He's okay.

HANK  
What do ya mean..

BRIAN  
Well, it turns out, it wasn't his *heart*.. It was a, "high aytal" hernia.

HANK  
[pause] What?

BRIAN  
It's a hiatal hernia. It's aaah.. a *rip* in the *eso phogus*. [relieved, happy] They said he'll be back at *work* in a couple of days! Ha, huh! Isn't that *incre dible!*

HANK  
That is *so great*..

[LARRY's leaving.]

BRIAN  
*Yeah!*

HANK  
[to LARRY] {Just a second, um.} [to BRIAN] This morning-- {I answer somebody--mistake from your throat.} This *mor ning*, they said that, it wasn't, uh, huh-eh--that he was gonna *die* --he was Not Going to *Make It*. The other *day*.

BRIAN  
I know! It's a *mir acle!*

HANK  
*Fuck ing doc tors!*  
I mean, *come on!* Uh--if you *say* a person is *not* going to *make* it through the *day*, then he *shou ldn't make* it!

Eh-i-it--it ju-jus--*so* inconsiderate they just *put* us through this *wor ry*. [almost crying]

BRIAN  
[considerate] You okay?

HANK  
Just--just *laugh ing*.

[business] Call the guys, ah.. at C.A.A. an' tell 'em.  
[almost crying] "Maybe in a couple o' years."

[BRIAN leaves, LARRY slowly comes back down the hall to HANK.]

HANK  
So Happy..

LARRY  
[like he believes it] I know. We're all happy.

---

[Medium shot in the other hall. PAULA and BEVERLY coming out of the rest room(?). PAULA's smoking a cigarette, happy and relaxed. Camera follows them down the hall and around the corner to the break area.]

PAULA  
So my doctor was *like*.. it's just a little java tumor..

BEVERLY  
Okay. S--can I touch it?

PAULA  
No.

BEVERLY  
[fun] I wanna *touch* it!--

PAULA  
[fun] *Nooo!* No! [getting a cup]

BEVERLY  
You're all right?

PAULA  
[while pouring herself coffee] Yes I am, but she said if I keep drinking coffee I'll get more lumps. So *I* say, "What's another cup of joe, to 'Lumpy'."

BEVERLY  
[stifles a laugh, enjoying]

PHIL  
[has come over] *Hello-o?* It's like no smoking in the *o* ffice, dipshit.

PAULA  
[joyfully imitating] *Fuck you-u!* I'm like, *alive*, dipshit!

[PHIL leaves and BEVERLY cracks up a split second later. BRETT's come over.]

BRETT  
Hey, sorry to interrupt. Can, we talk.

PAULA  
[eager, good mood] Sure!

---

[LARRY's office, he's getting another massage, from a different masseuse (SHANI). LARRY isn't thrilled with this one, either. She's got it dark in there with incense and atmosphere.]

SHANI  
[quiet] {?? let in the good, and throw out the} *bad*, let it go. *Real good*, we almost got it. Ooo, we're gonna work it *through*, *alllll* the way.. *Eeea* sy does it.

ARTIE

[barging in yelling] {Well, I've} got a *hell* of a *fire*!

SHANI

[reacts, then dismayed, says] You scared the *shit* outta me! I--it's just the *in* cense!

ARTIE

[sincere] Oh. God, I'm *sorry*.

[LARRY fell on the floor during the excitement.]

ARTIE

[quiet, to LARRY] {Are you hurt?}

[quiet, to SHANI] Do you want me to help you get him back on the table? [SHANI over him: "No, no, no, no, no, no."]

LARRY

[wearily getting up, them helping a little] {Why don't jus--oh--be leaving}--I'm gonna have to stop this.

---

[Medium shots as BRETT and PAULA talk in BRETT's dressing room.]

BRETT

It's just that--you know--w-what happened with us happened ten years ago an' I don't wanna spend, the rest of my career tryin' ta *dodge* you.. You know. Maybe you can just accept it..

PAULA

[good mood, reassuring] 'Course I *do!* *Absolute* ly I do! Why do you think that I don't?

BRETT

Well, because you been, treating me all *day* like, you know, you don't know me, an' we never even saw each other *before*.

PAULA

[breathes in] I apologize. Listen. [breathes out, just says it] I thought that I was dying. I know that's very, over-dramatic but um, I have a *tu* mor in my *breast*, an' I was waiting for a biopsy report but it came *back*, it's *benign*, an' everything's cool, so I apologize for that.

BRETT

Oh, Paula--what a *relief!*

PAULA

*Yeah.*

BRETT

I thought you were mad at *me*..

PAULA

[pause] Are you serious.

BRETT

What'd you mean..

PAULA

That's, that's, your relief, stems from. That I'm not mad at you. [BRETT: "Uh-hmm."] I see.

BRETT

[dumbly doesn't see] Uh-hmm.

PAULA

[incredulous, remembering] You are so--in. Unbelievable.

[cards on table] Unbelievable--you know what I remember ten years ago? This is what I've carried with me for ten years. You are *very very selfish*.

BRETT

Now, {then--}

PAULA

*Very selfish.* [BRETT: "No."] Apparently: *no* thing's changed. [leaving]

BRETT

[alone as door shuts] I *can't*--I got--oh, fuck you. Oh *fuck* you.

---

[Long shot of the show. AUDIENCE is laughing. BRETT is already out. Then medium long shot, centered on HANK.]

HANK

[stuffy nose] I just wanna to say hello to my friend, an' agent, Sid. I almost *lost* h--I almost lost him today. Ahm. And, I almost lost th'sight of the fact that, uh, I, I almost *lost* him--so anyway. Ahm. Sid, take *care* of your *eso* phogus. [cheering up] Don't ever *scare* me like that again. I love you. I miss you. I need you. Get well. Thank you.

[(Shifts to medium shots of LARRY and BRETT.)]

LARRY

I didn't know Sid was *ill*. Sid is ah.. Hank's *a* gent. Well, Sid. Get well, *soon*. Boy you've had a Bad day, I had a *horrible* day. I got a *massage*, the woman *did not* stop talking. Have you ever had that? And *plus*, she, she wanted a, a, a *very steep* security and *clean* ing deposit. Which I did not get *back* afterwards! [HANK, LARRY, and AUDIENCE laugh]

[to BRETT] Okay! Now, what did you get paid for the book.

BRETT

Uhm. I--I haven't, gotten *paid* all the way yet.

LARRY

Because you know--

BRETT

*Ooh!* Well--wait--nobody'll watch my show if I told 'em how much--I *hate* when people ask that. I *do* just live in a three bedroom house, though, so that's not pretentious, is it.

LARRY

Well, what do you do with your money?

BRETT

What do I do with it?

LARRY

Yeah.

BRETT

Um.. M-well I *save* some an', you know, you get your *mom* a house an' you figure.. *whatever* else you do with your money is okay if you get your *mom* a house..

LARRY  
Yes?

BRETT  
Yeah.

LARRY  
Yeah, so you have goo--you don't have any *guilt*.

BRETT  
Yno, hmm-mm, hmm-mm.

LARRY  
None.

BRETT  
I'm a WASP. Why? [chuckles, AUDIENCE laughs]

LARRY  
WASPs don't have guilt, do they?

BRETT  
[relaxed, amused] Oh, no!

LARRY  
No. But they have *mom* s..

BRETT  
Yeah--*y'all* killed 'im, *we* didn't.

[AUDIENCE laughs loud.]

---

[Medium two-shot moving with ARTIE--pleased--walking fast down hall with preoccupied LARRY.]

ARTIE  
Ooo! *Great Shooow!* I tol' you the equa tion! Brett Butler: it was *Biiiig Fun!*

LARRY  
[tense] I tell you, the best part of that interview: at *no point* did she put her *elbow* in my back.

ARTIE  
[stopping with LARRY at office door] Eh, speaking of Ms. *Butler*, I have a Tale to tell you about *her*, and our own sweet Paula.

LARRY  
Oh yeah? Is it good?

ARTIE  
[quieter] Prepare to be *agog*, Junior. Shhhh!

---

[Elsewhere, long shot as PAULA sees BRETT down the hall toward the elevator, calls her.]

PAULA  
Brett.

BRETT  
Hey. [PAULA got there, shot is medium]

PAULA  
Ah--I'm really sorry about earlier. But ah, despite my rudeness you had a really wonderful, *seg* ment. It was very good..

BRETT  
*Thank* yooou! I'm sorry *too*..  
You're right, I do have by head up my ass.

PAULA  
[laughs in appreciation]

BRETT  
Hey! See what happens when you mess around with another chick? [PAULA is clearing her throat] Bad news, huh?

PAULA  
Yeah. [gives BRETT a cigarette or something]

BRETT  
Thanks.

PAULA  
[dry throat] Now, my throat's killing me, excuse me. [clear throat]

BRETT  
Really? Y'might have that *strep* goin' around. One of my producers have it.

PAULA  
Oh, don't tell me about it..

BRETT  
Hmm-mm. You got the *white* stuff on the *back*? 'Cause if it *is*, that's *strep*. [says more, but PAULA's talking over her]

PAULA  
[slightly anxious] I don't know. It think my *ton* sils are swollen, though.

BRETT  
Oh, now, come here. Let me see. Listen, can you {stand?}

[PAULA leans back with her mouth wide open, BRETT tries to see in the light, keeping her head out of the path of the hall lights so she can see.]

---

[Medium shot of LARRY and ARTIE coming out of ARTIE's office, walking and talking. It's in a hall adjacent to the other hall.]

LARRY  
I don't *buy* it!

ARTIE

Oh, *lis* ten! Do you think I concocted this ero tic story of *les* bianism just to *titilate* you?!

LARRY

No, I mean, I *know* Paula an' I know Brett an' I just ah, can't *believe* that some'in' like that would be--

ARTIE

Okay, I'll shut up.

[They turn the corner, and see long shot of BRETT and PAULA in those awkward positions.]

LARRY

[confidentially to ARTIE] What is that?

ARTIE

[affecting non-chalance] Oh, some Dyke thing.

[They quickly turn heading back to where they came from.]

LARRY

Oh, it appears I owe *you* a hundred *dollars*..

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**[The End - time: 15:28 - Credit Roll]**

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Last Updated: 24 August, 1997