It's 1958, New York. Midge's husband Joel just left her which leads her into a comedy club to vent, only to discover she's a natural comic. Susie sees something in Midge and decides to become her manager. Midge enters with a box of Babka for Susie. Midge loves giving food and sweets to friends and elevator operators. She's a good cook and a good Jewish wife. Susies one-room apartment is tiny and barely fits the bed.

MIDGE

Babka.

SUSIE

Bourbon.

MIDGE

Oh, I like that combination.

SUSIE

Come in.

MIDGE

It's excellent toasted with a little butter - if you're so inclined.

SUSIE

(SNIFFS)

Mm. Sit down.

MIDGE

I like what you've done with the place.

SUSIE

Do you?

MIDGE

Yes. It looks - What shall we toast to?

SUSIE

Not yet. I want to talk first.

MIDGE

Oh. Okay. Sounds serious. You got a phone.

SUSIE

I did.

MIDGE

You said you didn't get the phone.

SUSIE

Yeah, well, I'm a cockeyed optimist.

MIDGE

Hmm.

SUSIE

So, how you doing?

MIDGE

I'm fine.

SUSIE

Good.

MIDGE

Good.

SUSIE

So you're not insane?

MIDGE

I don't think so.

SUSIE

'Cause you seem insane.

MIDGE

What are you talking about?

SUSIE

This party circuit thing you've got going on, I don't know what you really think it is, but it's not stand-up. It's not a gig, it's a party.

MIDGE

Yeah -

SUSIE

You are not getting paid, you are not getting booked, and those people are not a real audience they are politely nodding at you while they drink free booze, and then they talk about the crazy lady who wouldn't shut up the whole night.

MIDGE

I know they're not real gigs.

SUSIE

Do you? 'Cause it doesn't seem like it. And second of all -

MIDGE

There was no first of all.

SUSIE

- you do not need a goddamn man at your side to do this. What the hell are you thinking? You really want to be some second-rate Nichols and May? 'Cause there's already a first-rate Nichols and May. It's fuckin' Nichols and May. Now, you could be an original, but you are fucking it all up with this cockamamie alternate universe party bullshit. You want to do this?!

MIDGE

Yes.

SUSIE

- Do you?

MIDGE

Yes!

SUSIE

Well, I can't tell anymore. You want me to get rid of the phone, 'cause I can get rid - of the phone.

MIDGE

Do not get rid of the phone.

SUSIE

I don't need to have a goddamn phone. I don't have anybody I have to call. I got that phone for you, for this partnership that I thought we were starting.

MIDGE

We are.

SUSIE

Does your new agent know that?

MIDGE

He's not my -

SUSIE

You do not meet with any agents without me knowing about it, ever.

MIDGE

I did not know he was gonna be there. I swear.

SUSIE

Bullshit! You're not an idiot! Just drop this doe-eyed Bambi thing right now. Okay, I'm so sick of you acting all innocent: "Oh", "I don't know how the world works 'cause I'm a housewife, and I wear four layers of petticoats. It is tired and it is weak, and you are not tired and you are not fucking weak. And if you want to be a comic, you are gonna have to grow the fuck up right now!

MIDGE

[WHIMPERS] [SNIFFLES] [SOBBING] [SNIFFLES] I'm sorry. I - I don't know what to do lately. I'm I'm trying to be strong and independent, but I saw Joel the other night, and he was with her, and every time, I think I can breathe again, I can't. And I'm-I'm trying to get it right. I'm trying to figure it out. I know the parties aren't gigs. I know I'm not really doing stand-up. I don't want to be a second-rate Nichols and May. I'd never even heard of Nichols and May. And I've got news for you. If you're gonna be a personal manager, then sometimes you're gonna have to deal with the personal. And this is personal. All of this. And it's not just deals and lectures. Sometimes you're gonna have to buy some Kleenex and let me cry and pat me on the back - and say, "There, there".

SUSIE

Okay, that's not really my -

MIDGE

You're gonna have to listen to me talk about my husband, and my kids.

SUSIE

Both of 'em?

MIDGE

Yes. Both of them. And you are gonna have to stop backing away from me when I feel like my life is falling apart. You are gonna have to tell me I'm good when I'm not.

SUSIE

You want me to lie?

MIDGE

Yes! That is what managers do! Do you understand? [MIDGE EXHALES... MIDGE CRYING QUIETLY... SOBS]

SUSIE

There, there. Better?

MIDGE

(SNIFFLES)

Yes. Better.

SUSIE

Good. Tomorrow we're gonna sign some fuckin' paperwork.