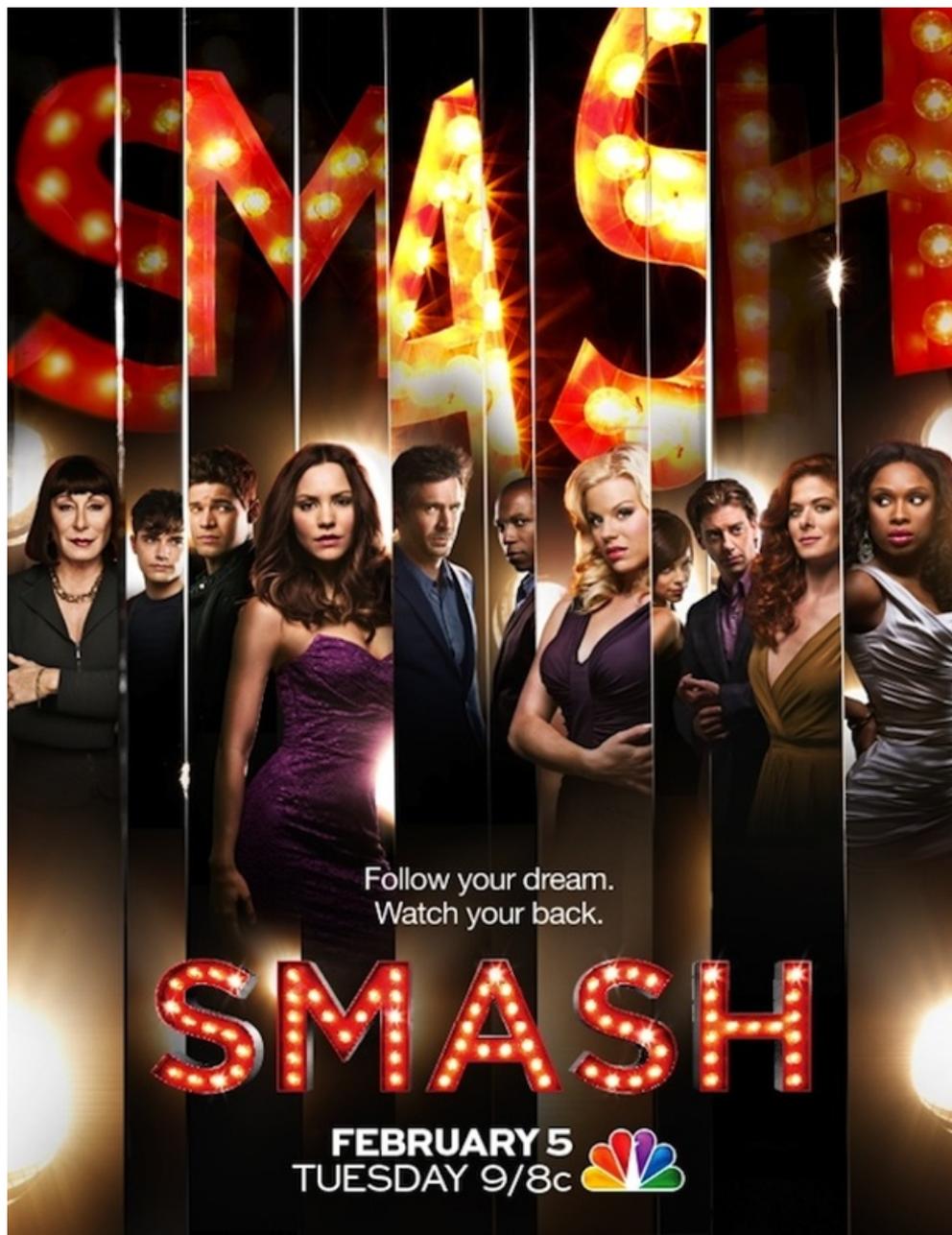


SMASH Episode Guide

Episodes 001–032

Last episode aired Sunday May 26, 2013





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Season One

Pilot

Season 1

Episode Number: 1

Season Episode: 1

Originally aired: Monday February 6, 2012
Writer: Theresa Rebeck
Director: Michael Mayer
Show Stars: Katharine McPhee (Karen Cartwright), Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Debra Messing (Julia Houston), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Raza Jaffrey (Dev Sundaram), Jaime Cepero (Ellis Tancharoen)
Guest Stars: Brian d'Arcy James (Frank Houston), Finnerty Steeves (Moira), Eisa Davis (Abigail), Maddie Corman (Rene Walters), Kate Clinton (Director), Annaleigh Ashford (Lisa), Savannah Wise (Jessica), Phillip Spaeth (Dennis), Robert Lupone (Jerry's Attorney), Michael Cristofer (Jerry Rand), Becky Ann Baker (Karen's Mother), Dylan Baker (Karen's Father), Tim Wright (Dave)
Production Code: 101
Summary: World-renowned songwriting duo Julia Houston and Tom Levitt are inspired to create a new Broadway musical on the life of Marilyn Monroe – instantly attracting the attention of tenacious producer Eileen Rand and brilliant yet temperamental director Derek Wills. As the four search for their leading lady, veteran actress Ivy Lynn becomes obsessed with winning them over and native Iowan waitress Karen Cartwright becomes desperate to make her theatrical dreams a reality.



We open on Karen, a young Broadway hopeful, belting out a beautiful rendition of "Somewhere Over the Rainbow." As her voice soars, the sound of a cell phone ringing interrupts and brings Karen back to reality. She's at an audition, and the director rudely takes a call in the middle of her number. Karen calls her supportive boyfriend Dev to vent about how the audition was a bust. Later, she learns from her agent that she was considered too "girl next door" for the part. Karen voices her continued frustration over not being sexy enough for any roles.

Meanwhile, musical composers Tom and Julia spend some time together at Tom's apartment, accompanied by Tom's new assistant, Ellis. The writing team has put together some great musicals over the years, but Julia has vowed to take a break from work for a bit. Ellis browses one of Tom's coffee table books on Marilyn Monroe and suggests that she would make a great musical. But Tom and Julia write it off quickly; it's been tried before, and it was a huge flop. Plus, everything seems to be about Marilyn these days; it's a tired idea. Still, the idea festers with Julia and Tom... maybe there's something there.

Julia arrives home to her husband, Frank, and her teenage son, Leo. Frank has news that the social worker will be by soon to follow up on their request for adoption; apparently, a new baby is in their plans. Julia mentions her new idea for "Marilyn the Musical," which Frank scoffs at; she and Tom and supposed to be taking some time off so she can focus on the adoption. Julia insists that she's just talking hypotheticals.

Tom pays a visit to his latest production, "Heaven on Earth," to see his good friend and chorus member Ivy Lynn. After 10 years on the chorus despite glistening star quality, Ivy's still desperately searching for her big break. Later, Tom has news that he just might have found that break for her: they're brainstorming "Marilyn the Musical" and want to cut an experimental demo song. He thinks that Ivy would be perfect for the track. Naturally, Ivy is elated by the opportunity.

Karen and Dev (who works for the mayor's office) meet Karen's parents for dinner, who are in town from Iowa paying her a visit. Karen's parents try to be supportive, but naturally, they worry about Karen's future as an aspiring actress in New York City. Dev comes to Karen's defense, insisting that Karen following her dreams isn't impractical; she's definitely going to be a star.

Ivy, Tom, Julia and Ellis get to recording the Marilyn demo, and Ivy absolutely kills it. In secret, Ellis records video of the session on his cell phone. Shortly after, Tom and Julia discover the video online and angrily fire Ellis for posting this private session for the world to see; now their musical could potentially be ruined. Julia frets that the Broadway bloggers will tear their demo apart, but the opposite happens: the video gets a mostly positive reception, and even the harshest critics are excited to see what Tom and Julia have in store for "Marilyn the Musical." When Ellis apologizes and begs for his job back, softie Tom lets him back into the project... it was his idea, after all.

Powerhouse musical producer Eileen is going through a messy divorce with her husband Jerry, during which she lost her reboot of "My Fair Lady," which was three years in the making. She agrees to meet Julia and Tom about "Marilyn the Musical" and is excited by the idea. Though people doubt Eileen can produce without her usual partner Jerry, Eileen insists that she has the financial backing to commit to a project on her own. Eileen suggests Derek Willis as a director, but Tom is appalled by the idea, as Derek is his sworn enemy. Though hotheaded and unpredictable, Eileen insists that Derek is an amazing director and choreographer.

Though it takes some convincing, Eileen gets Derek to "audition" as the director by putting together the baseball number for the musical. Even Tom can't deny that Derek hits it out of the park; the number is amazing.

They've got a great concept, but the play is nothing without the right Marilyn. Though Tom is set on Ivy as the lead, the team decides to move forward with auditions to see if they can find the perfect fit. One of those Marilyn hopefuls happens to be Karen, who wows the judges with her rendition of Christina Aguilera's "Beautiful." Karen's performance is raw and real; her genuine singing brings out the heart of Marilyn that the other candidates lacked. Though Ivy is clearly Marilyn in appearance and mannerisms, Karen is Marilyn at heart.

Karen is thrilled to get a callback for Marilyn, but she is told she needs to play up the sexiness in her next audition. Karen studies up and works on her moves with Dev, hoping to really let loose and make her inner-Marilyn shine. To Karen's surprise, later that night she gets a call from the director, Derek, asking her to come over to his apartment. The meeting clearly has sexual implications, but Karen finds a way to stand her moral ground while still showing him that she can be sexy. Karen emerges from the bathroom in just a button-down shirt and does Marilyn's famous rendition of "Happy Birthday," straddling Derek and leaving him wanting more. Karen then takes off, leaving him stunned and impressed.

Preparing for callbacks, Ivy and Karen sing their own renditions of "Let Me Be Your Star" in a musical montage. Both of them give amazing performances, as the song comes to a close.

The Callback

Season 1
Episode Number: 2
Season Episode: 2

Originally aired: Monday February 13, 2012
Writer: Theresa Rebeck
Director: Michael Mayer
Show Stars: Katharine McPhee (Karen Cartwright), Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston)
Guest Stars: Emory Cohen (Leo Houston), Kristine Covillo (Nancy), Jeffrey C. Hawkins (Reporter), Phillip Spaeth (Dennis), Finnerty Steeves (Moirra), Savannah Wise (Jessica), Erin Wyatt (Lindsey Mullens)
Production Code: 102
Summary: As Ivy and Karen both attempt to please Derek in order to win the role of Marilyn, Julia and her husband Frank become frustrated by the process of their international adoption and Eileen's acrimonious divorce complicates her attempt to finance the musical. Derek tells Eileen that he will be able to stay on with the Marilyn play and Ivy is given the part of Marilyn.



Karen's frustration with Derek's brutal training continues to mount, as she voices her complaints to Dev. Dev has some news of his own; he's having dinner with the deputy mayor, and they're thinking about promoting him. Karen promises she'll be there, knowing how important this dinner is to Dev.

Julia and Frank pay a visit to the adoption agency to follow up on their application to adopt a baby from China. They're shocked to learn that the process will take a minimum of another two years; they've already been waiting for months. Frank's visibly frustrated with

the situation.

Frustrated with the lengthy adoption process, Frank tells Julia that maybe they should reconsider moving forward with adoption at all. At this rate, by the time the baby graduates high school he'll be 65. Their son, Leo, overhears and unloads on his parents. Why doesn't he get to be involved in this decision?

Meanwhile, Derek, Eileen, Tom and Julia discuss Karen and Ivy, trying to settle once and for all who's best for the role. Ivy's a trained professional and looks like Marilyn, but Karen's got an innocence and star quality that's hard to ignore. They finally settle on yet another callback, this time for dancing. Then, they'll finally be able to put this debate to rest.

After learning about yet another callback, Karen and Ivy rehearse the dance number with Derek. The two girls meet each other for the first time, and the mood is understandably tense. Karen struggles learning the steps, but her effort seems to be paying off.

Anxiously awaiting a callback, Karen falls into a fantasy in this musical number of "Call Me" by Blondie. Karen is rudely snapped back to reality; she's at work and can't seem to focus on

anything until she hears back about the Marilyn role. It's been four days... what could be taking so long?

Eileen and Derek meet at a local restaurant to discuss the progress of Karen and Ivy. Eileen runs into her soon-to-be ex husband Jerry, who was part of their powerhouse couple producing team. Jerry gets in Eileen's face about the project, proclaiming that no one will invest in "Marilyn the Musical," especially if he's not attached. Eileen doesn't take his insults and simply throws her drink in his face and storms out.

Still at odds about the decision to adopt, Frank tells Julia that he wants to go back to work as a high school science teacher. Julia has her writing, but all he's had for the past few months is the waiting. He can't sit idle any longer, and there's always a market for a good science teacher. Julia loyally supports his decision.

At the rehearsal hall, Ivy and Karen anxiously wait for the final dance callback. When everyone arrives and fawns over Ivy, Karen's visibly intimidated as the newcomer and the underdog. But when Karen takes the floor and gives an impressive performance for the number "20th Century Fox Mambo," it's clear that this won't be an easy decision.

Karen agrees to meet Dev for his important dinner after her rehearsal, but she is held late by Derek after she already texts Dev to let him know she's on her way. Recognizing the importance of impressing Derek, Karen stays to rehearse and shows up to the restaurant after the dinner has already ended. Dev is humiliated, but more importantly, he was worried sick about what might have happened to Karen. Karen apologies profusely, but Dev is still visibly upset.

Ivy and Derek rehearse an intimate and emotional Marilyn scene one-on-one. While at first, Ivy has a hard time capturing the essence of the scene, she manages to dig deep and really taps into the role. Derek's impressed by her vulnerability, and the two share an intense moment before ending up in bed together.

Derek comes to Eileen with an important issue. Her soon to be ex-husband, Jerry, picked up the "My Fair Lady" project that Derek spent three years working on. Since the project is now back on schedule, Jerry offered Derek his position back as director. But he didn't take it because he has faith in Eileen and passion for the Marilyn project. Eileen is thrilled that Derek took a stand against Jerry, and they can move forward as planned.

After days of waiting, Tom goes to Ivy to deliver the big news in person... Ivy is Marilyn! Ivy's overcome with joy; after 10 years on the chorus, she finally gets her time to shine!

After Ivy's great news, she hits the town with her friends to celebrate. Ivy's forced onstage at a local lounge by her friends and gives an emotional performance of "Crazy Dreams" to celebrate her win.

Enter Mr. Dimaggio

Season 1
Episode Number: 3
Season Episode: 3

Originally aired: Monday February 20, 2012
Writer: Theresa Rebeck
Director: Michael Mayer
Show Stars: Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Katharine McPhee (Karen Cartwright), Megan Hilty (Ivy Lynn), Raza Jaffrey (Dev Sundaram), Jaime Cepero (Ellis Tancharoen), Brian d'Arcy James (Frank Houston)
Guest Stars: Morgane Slempt (Brenda), Will Chase (Michael Swift), Michael Cristofer (Jerry Rand), Mike DiGiacinto (Paul), Blake Andrew Johnson (Artie Swift), Li Jun Li (Store Clerk), Phillip Spaeth (Dennis), Savannah Wise (Jessica)
Production Code: 103
Summary: The actor favored by everyone to take on the role of Joe DiMaggio is harboring a secret. Meanwhile, on a trip to Iowa for a baby shower Karen has some important decisions to make about her future. And Eileen finds that some potential investors may have been turned against her by her ex-husband.



Making passionate love, Ivy and Derek have found themselves in the midst of a full-fledged affair. Later, Ivy worries to a friend that she only won the role of Marilyn because of her relationship with Derek. Her friends tell her to suck it up and just enjoy the ride; she's landed the role of a lifetime!

Karen agrees to meet Derek for a drink after receiving the devastating news that she didn't land the role of Marilyn. But Derek assures her that there's a spot for her in the ensemble, and a lot can change between now and when the production hits the stage. An overprotective

Dev crashes their date, wanting to meet this man that he clearly feels threatened by. The two Brits have at it in a battle of wits.

The team gets down to their next task at hand: finding a DiMaggio. Michael Swift, a Broadway veteran who Julia and Tom have worked with previously, is available for the role. Eileen and Derek go to see him perform in a Bruno Mars show and agree that he's both amazing and perfect for the role. The only question is if he's available and interested.

Karen packs to head back home to Iowa for a baby shower, but she is having her doubts about leaving the city. She's strapped for cash enough as is; the workshop is just going to take away even more from her shifts at the restaurant. Dev reassures her that money is nothing to worry about; he can cover her if need be. Karen is resistant to his financial help, but Dev convinces her to at least consider it.

Later, while Julia and Tom are working on a musical number, the topic of Michael as DiMaggio comes up again. Julia is suspiciously resistant to offering Michael the role; it's clear that there's

something she's hiding. Meanwhile, at home with his wife and young son, Michael is equally resistant despite his wife's persistence that the role is a great opportunity.

As Ellis discusses "Marilyn the Musical" with his friends, they point out that he should be getting a cut; the musical was his idea, after all. Ellis mulls this over and decides to exact a bit of revenge, borrowing Julia's highly coveted "notebook" to read up on her ideas. She insists on being exceedingly rude to him, and he's not going to just lie down and take it. Later, Julia blows up at Ellis for no particular reason and threatens to fire him. Ellis stands his ground, noting that last time she tried to fire him, it didn't quite stick.

Julia and Michael run into each other at Eileen's office, and the tension is palpable. When left alone, the two have a brief intimate moment, and it's made clear that these two have a romantic history. Julia rushes away, unable to handle even being around Michael.

Tom learns from Sam, ensemble dancer and friend of Ivy's, that Ivy's under the sheets with Derek Wills. Tom is clearly bothered by the news, but he is even more bothered by the fact that Julia doesn't seem to care. Julia lashes out at Tom, telling him that what Derek and Ivy do in private is none of their business.

Back in Iowa, Karen puts her troubles aside and lets loose at her friend's baby shower. In her element, she gets back to her small town roots with a performance of "Redneck Woman" at a local karaoke bar.

Later, Julia comes clean to Tom: she had an affair with Michael when he was in their show. Her interest in him just started as a show crush, but quickly became something very intense. No one knows about it and Julia plans to keep it that way. Little does Julia know that Ellis is in the next room and hears everything...

As Karen prepares to head back to the big city, her parents put aside their concern for a moment to let Karen know how proud they are of her for pursuing her dreams. It's natural for them to worry, but they just want her to be happy. Karen's dad hands her a check, insisting that a father's allowed to help out her daughter.

Putting her issues with Michael aside, Julia agrees to move forward with Michael as DiMaggio; after all, he's perfect for the role. Ivy and Michael rehearse the original song "Mr. and Mrs. Smith," as we imagine the number coming to life onstage. Julia watches and can't hide her feelings very well, as the two share longing, lustful looks.

The Cost Of Art

Season 1

Episode Number: 4

Season Episode: 4

Originally aired: Monday February 27, 2012
Writer: Michael Morris
Director: David Marshall Grant
Show Stars: Anjelica Huston (Eileen Rand), Debra Messing (Julia Houston), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Megan Hilty (Ivy Lynn), Katharine McPhee (Karen Cartwright), Raza Jaffrey (Dev Sundaram), Jaime Cepero (Ellis Tancharoen), Brian d'Arcy James (Frank Houston)
Guest Stars: Joshua Bergasse (Josh), Neal Bledsoe (John Goodwin), Will Chase (Michael Swift), Kristine Covillo (Dancer), Nick Jonas (Lyle West), Keith Kuhl (Dancer), Jenny Laroche (Sue), Rachael Ma (Caris), Leslie Odom Jr. (Sam Strickland), Condola Rashad (Cyn), Daniel Raymont (Sebastian), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica)
Production Code: 104
Summary: Karen decides that she needs to start learning how to get ahead in the world of Broadway. Meanwhile, Eileen tests a new fundraising strategy, Tom goes on a date and, Derek throws a party for a hot young celebrity.



It's the first day of the official Smash workshop, and the drama's already starting. The mood between Julia and Michael Swift is awkward to say the least, and Ivy is shocked to find Karen in the ensemble. Ivy has a hard time putting her frustrations to rest; when Karen's voice "overpowers" during rehearsal, Ivy succeeds in getting her removed from the number altogether. Karen just can't catch a break, and it seems like everyone's siding with the new star, Ivy.

After rehearsal, Derek invites Ivy to a birthday party he's throwing for young TV star Lyle West. Derek gave Lyle his big break back when he was 8 years old; the

two are old friends. Ivy's thrilled at the invite, as she slowly makes her way into Derek's inner circle. Karen, however, is less than thrilled to find out from the rest of the ensemble that Ivy and Derek are getting cozy under the sheets. Is sleeping with the director the only way to get ahead in this industry?

Julia encourages Tom to put aside his hatred of Derek for one night and go to the party for Lyle West. Tom surprises Julia by announcing that he actually has a date... that his mom set up. The guy is everything he isn't - a reputable, straight-laced lawyer, and he's taking Tom to a steakhouse of all places; but Tom figures that he might as well give it a shot.

With all of her holdings in escrow during the divorce, Eileen finds herself in a bit of a bind when it comes to funding the workshop - that is, until she considers a famous sketch she has hanging in her office. It was a gift from Jerry and must be worth at least the \$200,000 she

needs for the workshop. Eileen takes the work of art to a gallery but runs into issues selling it; technically, it belongs to her husband. What Eileen needs is an outside buyer - someone who will take it off her hands under the table.

After being thrown out of a number a second time for upstaging Ivy, Karen is at her wits' end. She runs into another member of the ensemble, Jessica, in the hallway and unloads her frustrations on her. Jessica is surprised to see innocent "Iowa" finally letting loose and expressing herself, and Karen gains a bit of respect. Jessica and the other ensemble members take Karen under their wing, giving her a full-blown Broadway makeover and showing her the ropes to surviving the chorus.

Derek's party is in full swing, as Lyle West croons "Haven't Met You Yet" while playing the piano. The 15 year old is extremely precocious, making moves on Ivy and working the room flawlessly. Ivy is in a state of amazement at the beautiful setting; this is a life she could get used to.

Conversation at Tom's dinner date is stale; outside of being gay, the two literally have nothing in common. Still, Tom can't deny his date's attractive and definitely a catch. The two do their best to make it work, keeping the conversation flowing and trying to get past the awkwardness.

Eileen thinks she's found the perfect buyer for her sketch, and that buyer is Lyle. Eileen states her case, but Lyle proposes a different arrangement. What if he just holds onto the painting as collateral and takes a stake in "Marilyn the Musical" instead? When he makes back his money from the musical, Eileen can have her precious painting back. There's just one issue: he can't invest in a show that he hasn't seen. Lyle requests a bit of a preview before he makes a decision.

Eileen rallies key members of the show together to put on an impromptu performance of one of the show's musical numbers at the party. The song of choice is "I Never Met a Wolf Who Didn't Like to Howl," a suggestive number that showcases Marilyn's playful, sexual side. Ivy hits it out of the park, and it's clear that Lyle is sold. Eileen will have her workshop after all!

After giving Karen her Broadway overhaul, the chorus takes her out for a rowdy night on the town. Karen proves she can stay in sync with a complex dance number to Adele's "Rumor Has It" along with the other chorus members. But she also gets her moment in the spotlight, stepping out with an amazing vocal performance. Dev watches on, floored by his girlfriend's raw talent.

Let's Be Bad

Season 1

Episode Number: 5

Season Episode: 5

Originally aired: Monday March 5, 2012
Writer: Julie Rottenberg, Elisa Zuritsky
Director: Jamie Babbit
Show Stars: Anjelica Huston (Eileen Rand), Debra Messing (Julia Houston), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Megan Hilty (Ivy Lynn), Katharine McPhee (Karen Cartwright), Raza Jaffrey (Dev Sundaram), Jaime Cepero (Ellis Tancharoen), Brian d'Arcy James (Frank Houston)
Guest Stars: Joshua Bergasse (Josh), Neal Bledsoe (John Goodwin), Will Chase (Michael Swift), Emory Cohen (Leo Houston), Kristine Covillo (Dancer), Ann Harada (Linda), Leslie Odom Jr. (Sam Strickland), Harry L. Seddon (Paparazzo), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica)
Production Code: 105
Summary: The tension between Michael and Julia increases as past emotions resurface meanwhile, Ivy believes that all is not right in her relationship with Derek. Karen puts her talents to use at a government party and Eileen joins forces with Tom's assistant.



Despite Julia's repeated attempts to keep her feelings for Michael at bay, she caves and agrees to a one-on-one work-related chat, conveniently while her husband Frank is out of town. While at first the mood is frigid, she eventually lets her guard down and the two fall back into their familiar flirtation. Meanwhile, Tom and Jon are on a date as well, but the conversation doesn't come quite as easily. This straight-laced lawyer and musical enthusiast have little in common, besides an obvious physical attraction for one another.

After Julia ignores a call from an unknown number while with Michael, Tom takes a call - from Julia's son Leo, of all people. Tom goes to Leo's aid with Jon in tow, at a police station of all places. It turns out Leo is in a bit of legal trouble after he was caught in the park with his friend Mason, who happened to be in possession of weed and a vaporizer. Jon impresses Tom by taking control of the situation, pointing out that technically Leo has done nothing wrong. Tom takes Leo home to a frantic Julia, who's understandably enraged with her son. But it's no secret that Julia's feeling a bit guilty herself, as she was off flirting with her old flame while her son was sitting in jail.

Things seem to be going well enough for Ivy during rehearsal, until Derek angrily interrupts because Ivy is seemingly unable to capture the essence of Marilyn's vibrato in her vocals. Derek puts Karen on the spot, making her sing "Happy Birthday" as Marilyn, which she does flawlessly. He then instructs Karen to give Ivy a one-on-one coaching session to master the trick, which obviously puts both of the girls in a funk. Later, Ivy shares some harsh words with Karen, telling her that she's self-assured and knows what she "brings to the party," which is how she landed

the role of Marilyn in the first place. If she still needs some coaching from a chorus girl once in a while, so be it.

Julia works on the new pages of the script from home, keeping an eye on the very-grounded Leo. Playing the sullen teenager role spot-on, Leo's resistant to his mother's attempts to break through to him about how serious the situation really is. He admits that he was an idiot, and it won't happen again. Julia's especially worried that if something ends up on Leo's personal record, it could kill their chances at adopting.

While rehearsing "Let's Be Bad," Derek's standoffish and unresponsive behavior really gets under Ivy's skin, leading to a bit of a nervous breakdown as Ivy is unable to remember her lines. After a number of attempts, Ivy continues to flub the number and eventually starts crying.

But Ivy is finally able to pull it together and puts on a great performance of "Let's Be Bad." We're transformed into a Marilyn fantasy, envisioning the number playing out on stage. But even after a stellar performance, Derek walks out at the end of the number, fuming.

Karen and Dev get ready to go to an important work function for Dev, as Karen vents about how there's such an emphasis on sexuality as the key to success in Broadway. Dev fuels the flame, wanting Karen to wear a sexy dress to show her off at the party. Karen agrees to meet Dev at the party later, and gives a sensual rendition of "It's a Man's Man's Man's World" as she primps for the occasion and slinks into the sexy dress. Ivy can eat her words; this small-town girl from Iowa knows what she "brings to the party."

With Frank still out of town for work, Michael shows up at Julia's house after an evening of drinking and invites himself to stay for dinner. Leo's thrilled to see their old pal back in the picture, completely unaware of his and Julia's romantic history. Michael's as charming as always, and the three share a lovely dinner before Julia snaps back to reality and tries to shoo Michael out of the house after sending Leo upstairs for bed. But Michael's persistence is hard to shake; clearly he's up to no good.

Across town, Ivy, also drunk, shows up to Derek's with a similar mission in mind. She confronts Derek about his behavior; he's so hot and cold with her, and it's completely humiliating. Derek insists that it's all about the show, and has nothing to do with his feelings towards her. If this is going to work between them she needs to learn to separate the two worlds. Whether or not his words were true, Ivy decides to believe them and falls into Derek's arms.

Karen arrives at the party in a revealing dress, ready to impress. She puts on a hyper-sexualized persona, and flirts heavily with a man who turns out to be the top candidate for press secretary, the same position that Dev is up for. Dev's impressed that Karen's able to pull this highly sensitive information with her sexuality alone; clearly he underestimated her.

Julia waits in front of the apartment with Michael for his ride, and continues to resist his sexual advances. She insists that they both have families now and can't risk jeopardizing that. Michael tries to win her over, singing "A Song for You" in a romantic plea; Julia resists the temptation. But as Michael's about to leave, he sweeps Julia into a deep kiss, and she gives in completely. Little do they know that Leo looks on from the window above...

Chemistry

Season 1
Episode Number: 6
Season Episode: 6

Originally aired: Monday March 12, 2012
Writer: Scott Burkhardt
Director: Daniel Attias
Show Stars: Anjelica Huston (Eileen Rand), Debra Messing (Julia Houston), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Megan Hilty (Ivy Lynn), Katharine McPhee (Karen Cartwright), Raza Jaffrey (Dev Sundaram), Jaime Cepero (Ellis Tancharoen), Brian d'Arcy James (Frank Houston)
Guest Stars: Joshua Bergasse (Josh), Neal Bledsoe (John Goodwin), Rich Campbell (Band Member), Geoffrey Cantor (Barry Schwartzman), Will Chase (Michael Swift), Kristine Covillo (Dancer), Blake Andrew Johnson (Artie Swift), Clancy O'Connor (Aaron), Leslie Odom Jr. (Sam Strickland), Manuel Santos (Dancer), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica)
Production Code: 106
Summary: Julia is struggling to avoid Michael while, Eileen and Ellis' friendship continues to grow as they hang out at a local downtown dive bar. Also, Karen books a side job at a bar and Ivy's starts to have issues with her voice.



With the musical workshop in a week, the pressure's on everyone to perform to perfection. It seems that the stress is getting the best of Ivy; during rehearsal, she finds herself gasping for air when trying to belt the high notes - something's wrong with her voice!

Ivy immediately goes to the doctor to get her vocal chords checked out. In the meantime, the team wonders if Karen can fill in if need be - the show must go on, after all. Karen overhears and rushes home to prep for the part; there's so much to learn in so little time!

The doctor prescribes Ivy prednisone, a medication that is supposed to work wonders for vocal problems. The only issue is that Ivy's highly sensitive to drugs and it comes with a slew of side effects: hallucinations, weight gain and insomnia to name a few. Ivy opts for a night of vocal rest before resorting to the drugs, but Derek pushes her to take them anyway. He drops a not-so-subtle threat, telling Ivy that if she takes the day off, "the Cartwright girl" will be filling in for her. After Derek leaves, Ivy sucks it up and takes the pills, willing to do whatever it takes for the role.

After Julia's passionate sidewalk kiss with Michael (which her son Leo witnessed, unbeknownst to her), Julia's overwhelmed with guilt and distracted to say the least. When her husband Frank returns from his business trip, she rushes into his arms, begging him never to leave town again. Leo looks on, quietly upset with his mother's deceitful behavior.

The following day Ivy makes it to rehearsal, drugged up and ready to go. Karen, naturally, is bummed out that she went through all that preparation for nothing. Jessica offers Karen a bar

mitzvah gig she can no longer make, knowing that Karen's strapped for cash. Karen first laughs at the offer, until she learns that there's \$500 in it for her. Count her in!

Racked with guilt, Julia confesses her passionate sidewalk kiss with Michael to Tom, who's supportive but also stern. Julia has a family and so does Michael; they need to put all of this behind them! Julia knows he's right, but avoiding Michael is easier said than done. He continues to call her and make inappropriate advances during rehearsal despite her cold and distant behavior.

Ellis lends Eileen a helping hand; trying to finance a musical, get her personal finances in order and find a new apartment is overwhelming to say the least. Eileen reaches her breaking point and decides just to let loose, enjoying a trip to a dive bar where she doesn't have to prove anything to anyone. Eileen decides that maybe the Lower East Side is more her scene, opting for a less glamorous apartment and re-evaluating her lifestyle.

At home, Ivy's thrilled to find that the drugs are doing the trick, as she rediscovers her voice in a performance of "Who You Are." But her excitement is quickly dashed by a strange hallucination... of Karen as Marilyn. Are these horrific side effects worth the benefits?

In her time of need, Sam and Tom come to Ivy's aid and help Ivy get a grip on reality. These two best friends of Ivy's couldn't be any more different, and Tom still refuses to believe that sports-loving macho man Sam is a chorus guy, let alone a gay.

Karen finds herself a little lost at the bar mitzvah, completely in the dark about any Jewish traditions. But as the party loses steam, she's able to turn the mood around with her own rendition of Florence and the Machine's "Shake It Out." Partygoers crowd the dance floor and Karen gives it her all. As the night comes to a close, a man gives Karen his business card with instructions to call her the following day.

Michael calls Julia, asking her to meet him at the rehearsal hall so they can at least discuss what happened. Julia turns down his offer, but she can't resist showing up that night anyway. She tells Michael that she's only here so they can straighten this out, but clearly his intentions are much more sinister. Julia's unable to resist the power he has over her; the two give in to their emotions and make love.

Karen rehashes the details of the bar mitzvah to Jessica and shows her the business card she was given. Karen's shocked to learn that the card belongs to a big-timer in the music industry, Bobby Raskin! She calls his office right away, excited by what opportunity he might have in store.

The gang gets down to rehearsing their latest musical number "History Is Made at Night," during which Michael and Julia make sultry eye contact. The number's still fresh, and Ivy and Michael flub a scene and fall down laughing. Derek doesn't think it's so funny and angrily reprimands Ivy and Michael for their complete lack of professionalism. This sets Ivy off, and she tears Derek a new one about the incessant abuse and harsh criticism she gets during rehearsal. It's clear to everyone though that this is about bigger issues between the two. As Ivy storms out, Derek attributes her behavior to the side effects of the prednisone, casually brushing off her outburst.

The Workshop

Season 1
Episode Number: 7
Season Episode: 7

Originally aired: Monday March 19, 2012
Writer: Scott Burkhardt
Director: Mimi Leder
Show Stars: Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Debra Messing (Julia Houston), Megan Hilty (Ivy Lynn), Jack Davenport (Derek Wills), Katharine McPhee (Karen Cartwright), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston)
Recurring Role: Will Chase (Michael Swift), Phillip Spaeth (Dennis), Leslie Odom Jr. (Sam Strickland), Neal Bledsoe (John Goodwin), Wesley Taylor (Bobby), Savannah Wise (Jessica), Emory Cohen (Leo Houston), Jenny Laroche (Sue), Joshua Bergasse (Josh)
Guest Stars: Bernadette Peters (Leigh Conroy), Ann Harada (Linda), Michelle Federer (Monica Swift), Blake Johnson (Artie Swift), Thorsten Kaye (Nick), Tim Wright (Dave), Lewis J. Stadlen (Ralph Masius), Barzin Akhavan (Plumber), Dave Bradford (Engineer), Hunter Gallagher (Mason), Brad Oscar (Peter), Kristine Covillo (Dancer), Keith Kuhl (Dancer), Manuel Santos (Dancer)
Production Code: 107
Summary: It's time for the team to present "Marilyn the Musical" to possible investors however, Ivy struggles to perform and Karen must make a difficult decision. Meanwhile, Julia and Michael must face up to the consequences of their actions.



Karen skips out on rehearsal and goes to the recording studio to cut a demo for the famous but elusive Mr. Raskin. She still doesn't meet the man in the flesh, but she does impress the sound engineer with her rendition of "Brighter Than the Sun."

Ivy arrives at rehearsal with her mother in tow, who is none other than Broadway sensation Leigh Conroy. Leigh is certainly used to hogging the spotlight, and she shows off for the cast with a performance of "Roses Turn." Ivy watches on, clearly sick and tired of her mother's antics. Can't she let Ivy have her turn?

Julia's in the throes of yet another dangerous affair with the irresistible Michael Swift. When Michael's wife and toddler son pay a visit to rehearsal, Julia has a breakdown and heads home to check in on her own family. She's shocked to find Leo at home smoking pot and reprimands him for his behavior. Leo retorts that Julia has some big problems of her own, making a very obvious allusion to her affair with Michael. Leo smugly storms out, leaving Julia stunned.

The workshop's just 24 hours away, and Eileen's got a serious problem: the air conditioner is broken. The bartender at her local watering hole overhears and generously offers up his help. Though he's certainly a bit younger in age than Eileen, there's a surprising flirtation between the

two. Eileen takes matters into her own hands, breaking into the boiler room to get his repairman access.

Tom's not-boyfriend John arrives at the workshop and seems to be rubbing everyone the wrong way. But Tom's even more bothered by Sam, who he confesses to Ivy is just "too straight"...not that he has anything against straight people. Ivy laughs in Tom's face; Sam's as gay as they come! The news shocks Tom, and he's forced to wonder: why does Sam's behavior bother him so much anyway?

Though the air-conditioning is STILL not fixed, the show must go on. The workshop begins as Ivy kills the opening number. The sweaty guests watch on as they peel off layers of clothing. But as the workshop continues, things start to fall apart; Ivy makes a few flubs and doesn't seem to be on her A-game.

Michael Swift really steals the show when he performs his solo number, "Lexington and 52nd." As luck would have it, the number comes to a close right as the air-conditioning comes back on. The crew has mixed reviews on how the workshop really went; Derek tells the team they did a great job, but the mood says otherwise. Ivy definitely didn't have her best performance.

Karen gets a callback from Mr. Raskin himself, but opts to stay at the workshop instead of taking a meeting with him. The rest of the ensemble thinks she crazy; this is just a workshop, and recording with Billy Raskin is the opportunity of a lifetime! But Karen sticks to her guns, claiming that she wouldn't miss this workshop for the world.

After the show, Ivy's mom talks about how amazing all the elements of the show were - that is, everything except Ivy. Ivy finally gives her mom a piece of her mind, claiming that nothing she does will ever be good enough for her. Can't she just give her daughter a chance to shine? Leigh is left stunned and embarrassed, realizing that her daughter has a point.

Later, Leigh and Ivy share a rare tender moment when Leigh explains that she just doesn't want her daughter to face any more disappointment. She knows how horrible the world of Broadway can be and is just scared that Marilyn will be another dead end. In Leigh's mind, there's no question that Ivy's a star.

After the workshop, Julia, Tom, Eileen and Derek debrief. Derek believes that bringing in a star may be the appropriate choice, to which Eileen agrees despite Tom's disapproval. Julia and Tom, on the other hand, make the argument that Michael Swift is the real problem. Derek's in a state of disbelief; Michael was amazing in the role! But the writers' solidarity on the issue leads Eileen to believe that maybe replacing Michael is the right choice.

When Julia arrives home, she lets Leo know that Michael has been let go because he "wasn't right for the part." The two have an unspoken moment of understanding before Leo breaks down and starts crying.

The Coup

Season 1
Episode Number: 8
Season Episode: 8

Originally aired: Monday March 26, 2012
Writer: Theresa Rebeck
Director: Paris Barclay
Show Stars: Katharine McPhee (Karen Cartwright), Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Debra Messing (Julia Houston), Jack Davenport (Derek Wills), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston)
Recurring Role: Phillip Spaeth (Dennis), Jenny Laroche (Sue), Leslie Odom Jr. (Sam Strickland), Neal Bledsoe (John Goodwin), Wesley Taylor (Bobby), Savannah Wise (Jessica), Emory Cohen (Leo Houston), Will Chase (Michael Swift), Joshua Bergasse (Josh), Michael Cristofer (Jerry Rand)
Guest Stars: Ryan Tedder (Himself), Tala Ashe (R. J. Quigley), Condola Rashad (Cyn), Michelle Federer (Monica Swift), Blake Johnson (Artie Swift), Vanessa Jones (Co-Worker), T.J. Kenneally (McMannus), David Lipman (Judge Davenport), Zach Shaffer (Andrew), Thorsten Kaye (Nick), Grace Gummer (Katie Rand)
Production Code: 108
Summary: As the team deals with the fallout of the workshop, Eileen is forced to deal with her estranged husband as her daughter pays a surprise visit. While, Derek asks Karen to help him steal the show away from Tom and Julia.



After an inconclusive workshop, the mood is tense and confusing on all sides. It seems like no one is returning anyone's calls, and Ivy is left completely in the dark about her future as Marilyn. Meanwhile, Derek holds a clandestine meeting with Karen, telling her that they're considering taking Marilyn in a new direction with a new experimental song. Not only that, Derek wants Karen to be the voice of this new Marilyn. Karen's obviously thrilled at the opportunity, but is put off when Derek tells her that Tom and Julia absolutely cannot know.

Julia meets with Michael, but this time under less romantic circumstances. Michael is fired, but he admits that if he weren't, he'd quit anyways. It seems that he's finally come to his senses and realizes how much he screwed up in pursuing something with Julia again. They both screwed up; putting their families in jeopardy was an irrational decision. While Julia is glad Michael finally came to his senses, her heartbreak is impossible to hide.

As Eileen settles in to her new apartment, her daughter Katie makes a surprise appearance. "Mahatma Katie," as she's known, is a do-gooder who travels the world. Eileen's thrilled to see her daughter, who explains that she came back because Dad transferred a massive amount of money into her trust fund. She knew that had to mean that Dad was messing with Mom

financially... and she was right. Katie's determined to set the record straight and mediate some sort of agreement between her parents.

Karen, still dubious, meets Derek at a recording studio. She says she's had it with all the secrecy and isn't comfortable with keeping Tom and Julia in the dark after all they've done for her. However, Karen has a change of heart when she discovers that OneRepublic front man and superstar producer Ryan Tedder is involved in the project! Apparently, he wrote a song for the musical specifically for Karen to sing!

Ivy is understandably preoccupied, as she still hasn't heard a word about the future of Marilyn. The chorus tries to lift her spirits with a trip to the bowling alley, where they break into song and dance with a rendition of "Dance to the Music."

In the midst of all this secrecy, it seems that the only person who really knows what's going on is Ellis. Moving from the writers to the producer, Ellis overhears some key conversations that give him insight into the undercover Marilyn plans. He decides to stir up some trouble, and "runs in" to Ivy, casually dropping a line about Karen's involvement in Marilyn's new direction. Ivy is enraged and becomes a woman on a mission, determined to figure out exactly what's going on.

Derek and Eileen invite Tom and Julia to a special surprise presentation, setting it up as a possible new direction for Marilyn. Karen gives a seductive performance as a modern Marilyn with original song "Touch Me," which sounds more like a modern club hit than a classic musical number. Tom and Julia are stunned and appalled as Derek makes a mockery of their musical, while Ellis and Ivy secretly watch from behind the rafters.

After the number finishes, Tom and Julia voice their disapproval, reprimanding Eileen and Derek for going behind their backs and hijacking their musical. With the help of her daughter, Eileen realizes that the move was inappropriate and unprofessional and apologizes profusely. Derek, however, isn't so remorseful, insisting that a drastic change is needed if they want to keep Marilyn afloat.

Tom and Derek have at it, drumming up some old issues at the root of their constant disagreement. Apparently, the two used to be close friends, that is until Derek threw Tom under the bus and criticized his work to the press. Derek insists that he's standing his ground and not quitting the production, but neither is Tom.

Later, Eileen meets with the team to discuss the future of Marilyn. Julia and Tom will stay on as songwriters, but there are changes that need to be made if they want to move forward. Ivy is wonderful, but they need to cast a star if they want to make it to Broadway. Also, Tom and Julia need to come up with a title.

Tom breaks the news to poor Ivy, who's understanding of the change but also heartbroken. Later, Derek arrives at her apartment to provide his condolences, to which Ivy is at first resentful. But as always, Derek manages to get his way, insisting that the change was just politics. Ivy wasn't just good as Marilyn... she was "more than good." Apparently, that's enough for Ivy, as the two resume their torrid affair.

Hell On Earth

Season 1

Episode Number: 9

Season Episode: 9

Originally aired: Monday April 2, 2012
Writer: Scott Burkhardt
Director: Paul McGuigan
Show Stars: Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Recurring Role: Leslie Odom Jr. (Sam Strickland), Phillip Spaeth (Dennis), Neal Bledsoe (John Goodwin), Wesley Taylor (Bobby), Savannah Wise (Jessica), Will Chase (Michael Swift), Emory Cohen (Leo Houston)
Guest Stars: Joe Brent (Guitar player), Norbert Leo Butz (Himself), Wesley Curtis (Jason), Sean Dugan (Randall), Matthew Gooley (Cocktail Party Guest), Alex Kruz (Dancer), Michael Riedel (Himself), Greg Sammis (Time Square tourist), Samantha Soule (Donna), Sylwia Wardaszka (Dancer)
Production Code: 109
Summary: The team begins their pursuit of a marquee star, as Eileen charges Tom and Julia with finding a title for the newly reinvigorated musical. Karen and Ivy find themselves in competition again – this time for an orange juice commercial. Relationship troubles abound, as Frank makes an unwelcome discovery.



After Derek's failed attempt to hijack the musical, Eileen and the team regroup to try to put the pieces of their shattered project back together. Eileen insists that she needs a star in order to make it to Broadway and demands a title out of Julia and Tom. Derek is resistant to Eileen's new direction, but Eileen puts her foot down and demands that the search for a star move forward as planned.

With the project on the rocks, Karen and Ivy pursue new projects to try to stay afloat. Imagine their surprise when they run into each other at the audition for a national orange juice commercial... these

two really can't avoid running into each other!

Ivy's less than thrilled to have her old job back in the chorus of "Heaven on Earth." Bored out of her mind, she has a hard time giving it her all after having a small taste of the big time. Will Ivy ever get the big break she deserves?

Frank finds some incriminating music lyrics by Julia's bed, as they don't seem to play into the Marilyn storyline. With allusions to deception, a love affair and the Brooklyn Bridge, something about this isn't quite right. When Julia arrives home, Frank confronts her about the lyrics, and Julia knows she's been found out. Frank tears into Julia about her affair with Michael, rejecting her attempts at an apology. She broke their family, and there's nothing she can do now.

Karen can't believe it... she's landed the commercial! Arriving on set, the experience isn't anything like she'd imagined, as she's dressed from head to toe in a green body suit and the entire set is CGI. But a gig's a gig... she can't complain!

The team's on a hunt to find a star for Marilyn... and Ellis is determined to be the one who reels her in. Using some assistant insider connections, Ellis manages to weasel his way into a meeting with the famous actress Rebecca Duvall's assistant... and tries to talk his way into getting Marilyn in front of Rebecca. The assistant does admit that Rebecca's interested in moving in a different direction; maybe he can work some magic.

Ivy's at her wits end and decides to take some drastic measures during a performance of "Heaven on Earth." Ivy pops one too many pills before a number and has a complete meltdown on stage, ruining the number before getting thrown out. Could this be the end of Ivy's Broadway career?

Karen comes to the show to return Ivy's sunglasses, which she accidentally swapped with Ivy when she ran into her at the commercial audition. Adding insult to injury, imagine Ivy's horror when she finds out that Karen witnessed her meltdown. The two have at it, as Ivy's had enough of Karen's small town act, and Karen's had enough of Ivy's rude behavior. The two then actually manage to find some common ground: they both need a drink.

Frank's a man on a mission and confronts Michael about his affair with Julia. Michael lets slip that it should have ended a long time ago... leading Frank to find out that this affair wasn't just a one-time thing. Frank goes back to the house and packs up his things, yelling at Julia to tell him how long this has really been going on. Julia's REALLY screwed now, as Frank leaves with a sense of finality.

Karen and Ivy wander the streets of New York, brown-baggin' it with a bottle of vodka. These two seem to be getting along and manage to put their differences aside for an impromptu street performance of Rihanna's "I'll Drink to That."

Tom gets word of Ivy's onstage meltdown and rushes to her apartment only to find Sam there as well. With no response from Ivy, these two are worried and decide to wait it out for Ivy to come home. After spending all night at a diner, Tom and Sam find that their differences aren't so alienating after all... could there be something between this very unlikely pair?

Ellis proudly tells Eileen that she should be expecting a call from Rebecca Duvall's agent any minute now, but he leads in with an ultimatum: if they land Rebecca for Marilyn, he wants a co-producer credit. Eileen shuts down Ellis' presumptuous behavior, telling him that casting isn't all that a producer does. Does he plan on negotiating her contract and attending to her every need? Ellis gets put in his place and is lucky that Eileen didn't kick him out of the office then and there.

Julia meets Michael in the aftermath of her fight with Frank to let him know what happened. She tells Michael not to apologize; they acted together. To say it's not her fault would be a ridiculous lie. The two mournfully part ways, as Julia considers the future of her family, in ruins. Later, Julia and Tom finally come up with the name of the musical... "Bombshell."

Understudy

Season 1
Episode Number: 10
Season Episode: 10

Originally aired: Monday April 9, 2012
Writer: Jerome Hairston
Director: Adam Bernstein
Show Stars: Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Recurring Role: Leslie Odom Jr. (Sam Strickland), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica), Jenny Laroche (Sue), Neal Bledsoe (John Goodwin), Emory Cohen (Leo Houston), Ann Harada (Linda), Thorsten Kaye (Nick), Joshua Bergasse (Josh (Choreographer))
Guest Stars: Tala Ashe (R.J. Quigley), Emanuel Azenberg (Himself), Marc Bicking (Darryl Zanuck), Larry Block (Gary Garrison), Harrison Chad (August), Steven Kaplan (Alan), Marisa Pierini (Stella), Uma Thurman (Rebecca Duvall)
Production Code: 110
Summary: As Tom and Julia celebrate their anniversary, Marilyn's new leading lady Rebecca Duvall gets stranded in Cuba, which leads to Derek asking Karen to fill in.



The investors are all assembled for Marilyn's first table read. But there's one little problem... their star is stuck in Cuba. The investors aren't too happy with this news; the whole production seems on shaky ground as is. But the show **MUST** go on, and Derek decides to stage with show with Karen as Marilyn for now. Karen is officially asked to be Marilyn's understudy, a responsibility that she's thrilled to accept! Ivy, out of a job after her on-stage meltdown, is heartbroken to learn that Karen's living out a role that was once rightfully hers.

Tom and John's budding relationship hits a rough patch when Sam starts becoming a solid fixture in Tom's life. Though these two couldn't be more different, there's clearly some chemistry between them that John picks up on. Tom doesn't do a very good job of trying to hide their flirtation either!

Ivy may be out of a job, but she's not out of hope. After an empowering rendition of Kelly Clarkson's "Breakaway," she decides that maybe by playing nice she can weasel her way back into the production. Ivy surprises everyone when she shows up to a drink date with the chorus and even congratulates Karen on being the understudy. Karen's forced to wonder... is this behavior genuine? Or is Ivy up to something?

The reality of rehearsing as Marilyn isn't shaping up to be what Karen had hoped for, as Derek ruthlessly tears into Karen for screwing up the staging. Karen can't catch a break with Dev either; he loses his cool when Karen lets it slip that Derek sexually harassed her during

their first meeting. Little does Karen know that Dev's got his own suspicious flirtation with RJ happening at work... she's the one who should really be concerned!

Eileen's investors are driving her up a wall, demanding answers on the whereabouts of Rebecca Duvall. Eileen unloads on her bartender and flirty-friend Nick, who surprises Eileen by revealing that he may have a solution to her woes: one big investor to cover all her costs. Eileen's dubious, but agrees to meet with Nick's mystery man.

Since their star is MIA, Derek decides to work on their all-male musical number. Tom fills in for the character of Zanuck during this fast-paced and funny song, "Don't Say Yes." Looks like the composer's got musical chops!

Nick introduces Eileen to his potential investor: aging rock star Randy Cobra. This mess of a man looks like the last person who would invest in a musical, but apparently, he's got seven million dollars to spare. Eileen drives a hard bargain, convincing the chronically drunk Cobra that investing in Marilyn is a smart idea. After closing the deal, Nick plants a kiss on Eileen!

Tom's had it with Julia's erratic behavior; she rudely blew off a newspaper interview, in addition to walking out during a high school production of one of their plays. Julia finally confesses to Tom what's been bothering her: Frank walked out on her and Leo. She couldn't bring herself to tell Tom earlier because saying it out loud would make it true.

John confronts Tom about his feelings for Sam, but Tom plays dumb, claiming there's nothing there. John sees right through it and walks out, telling Tom he refuses to date someone who clearly has feelings for someone else.

Derek pays a visit to Karen to deliver bleak news: Rebecca will be arriving tomorrow. Which means that, at least for now, Karen's run as Marilyn is up. Derek also apologizes for that first night when he came on to her, admitting that he was rude and presumptuous. On his way out, Derek runs into Dev, who naturally assumes the worst. The two have at it, throwing punches until Karen hears the ruckus and pulls them apart.

During her final day of rehearsal, Karen shines as Marilyn during her rendition of "Never Give All the Heart." But Karen's moment in the spotlight is cut short when the famous Rebecca Duvall finally arrives!

The Movie Star

Season 1

Episode Number: 11

Season Episode: 11

Originally aired:	Monday April 16, 2012
Writer:	Julie Rottenberg, Elisa Zuritsky
Director:	Tricia Brock
Show Stars:	Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Recurring Role:	Leslie Odom Jr. (Sam Strickland), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica), Jenny Laroche (Sue), Emory Cohen (Leo Houston), Ann Harada (Linda), Thorsten Kaye (Nick), Joshua Bergasse (Josh (Choreographer))
Guest Stars:	Uma Thurman (Rebecca Duvall), Sean Dugan (Randall Jones), Betsy Aidem (Guidance Counselor), Charlie Semine (Paul Denby), Tala Ashe (R.J. Quigley), Henry Stram (Justin), Peter Rini (Petey), Shaun Licata (Rebecca's Assistant), Marcus Schenkenberg (Colin), Tim Wright (Dave), Ioana Alfonso (Dancer), Nova Bergeron (Dancer), Manuel Herrera (Dancer), Keith Kuhl (Dancer), Yanira Marin (Dancer), Angelina Mullins (Dancer), Manuel Santos (Dancer), Angie L. Schworer (Dancer)
Production Code:	111
Summary:	The arrival of Rebecca Duval does not go well and "Bombshell" is turned upside down. This leads to Ivy and Karen to try and overcome their history as they unite against their new rival. Meanwhile, Tom and Sam's blossoming romance heats up.



The cast is all jitters and nerves: they're going to perform with the famous Rebecca Duvall! Fearlessly approaching the piano, Rebecca dives right into the music. In shocked horror, Eileen and the cast quickly realize Rebecca can't sing. Derek proposes they bring Ivy in for vocal support. Now that the musical has a celebrity tacked onto the cast, Karen is pushed back into the chorus.

Annoyed with Tom and Sam's flirtatious behavior, Julia makes restaurant reservations for them. Strolling the streets, the two agree to ditch the food plans and head back to Tom's apartment.

Chemistry between Tom and Sam is strong, but Sam refuses to get physical beyond kissing. Sex is holy, so he suggests they wait, to Tom's shock.

Julia meets Frank to update him on Leo's reaction to their separation: Leo, once a strong student, is failing two classes, and it's all Julia's fault. Leo's future is going downhill fast because of her poor choices, Julia admits.

Julia mediates the family intervention regarding Leo's grades. Despite the situation's difficulty, Leo shouldn't screw up his life simply because Julia screwed up hers. His future is bright if his grades maintain their previous excellence.

Eileen is surprised by a voicemail from Nick, requesting she call him. Waiting several days, Eileen finally works up the nerve to talk to Nick. Despite her hesitation, they meet at his bar to discuss their budding romance. Nick's past is tumultuous, but he soothes her fears by kissing her passionately.

Rebecca Duvall as Marilyn rapidly spirals the musical downward; her "helpful suggestions" on improving the show are preposterous and offensive to Tom especially. The music needs to be "more fun" and the scenes should dig deeper into Marilyn's character. Even rehearsal is abruptly halted by Rebecca's suggestions.

During break, Rebecca's drunken ex-boyfriend stumbles into rehearsal, demanding to know why she hasn't called. Derek muscles him out of the room, while Eileen threatens him with pepper spray. Swiftly, the media catches wind of the rehearsal ruckus. Rebecca's media draw is clear and Eileen plays into the attention: Rebecca will get her one extra-long, character-driven scene.

Delighted with the new scene, Rebecca suggests all the scenes are expanded and many of the songs slashed. Unfortunately, Rebecca assumes too much power, and Eileen refuses to let her ruin a perfectly good musical. Eileen, Julia, Tom and Derek expect severe backlash from Rebecca when they delicately reject her offers, but she's surprisingly obliging. Unbeknownst to them, Rebecca actually knew her voice wasn't strong; her compromising proposals for key changes and more chorus involvement will only strengthen the musical.

In a good will move, Rebecca offers free screening tickets to the cast for her new movie, *Casual Friday 2*. Karen swings by Dev's office to invite him to the screening, but Paul lounges comfortably at Dev's desk. He's the new press secretary, not Dev! Confused, Karen finds Dev cramped into a small cubicle, RJ draped over his desk. Forgiving him for the lack of communication, Karen begs him to come to the screening.

Expecting the best, Karen waits patiently outside the screening for Dev. During the movie, Dev finally texts her that he doesn't feel up to the outing. Ivy notices how upset she is, so the two share several drinks at the adjoining bar. If Karen isn't comforting Dev about the promotion, someone else is, Ivy callously says. The goodwill spell between the two is broken, and Karen dashes out of the bar. Like Ivy predicted, their bed is cold and empty when Karen reaches home.

After three grueling days of rehearsal implementing the new changes, the cast performs "Dig Deep." Much to everyone's relief, Rebecca shines as Marilyn.

Publicity

Season 1
Episode Number: 12
Season Episode: 12

Originally aired: Monday April 23, 2012
Writer: Theresa Rebeck
Director: Michael Mayer
Show Stars: Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Recurring Role: Leslie Odom Jr. (Sam Strickland), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica), Jenny Laroche (Sue), Emory Cohen (Leo Houston), Ann Harada (Linda), Thorsten Kaye (Nick), Joshua Bergasse (Josh (Choreographer))
Guest Stars: Uma Thurman (Rebecca Duvall), Michael Cristofer (Jerry Rand), Preston Lawrence (Bouncer)
Production Code: 112
Summary: Karen finds herself seduced by the glamorous life of new BFF Rebecca Duvall – but can Rebecca be trusted? What will Karen's ascent mean to her relationship with Dev? And will Rebecca drive Derek insane? Eileen introduces new beau Nick to ex-husband Jerry, while Julia panics when her son Leo goes missing.



Before rehearsal, Derek confides in Karen that she makes a sensational Marilyn. Crafty as always, Ellis overhears the conversation and informs Randall of Rebecca's compromised position. Rebecca glides into rehearsal late, but she refuses to work on the day's scheduled song. "Mr. and Mrs. Smith" needs to be rewritten for her voice.

After rehearsal, Rebecca invites Karen to party with her. Karen is unable to contain her excitement, blowing Dev off in the process. Rebecca persuades Karen to sing at the club, sneakily gauging her competition. Karen's rendition of Leona

Lewis' "Run" mesmerizes the audience and Rebecca.

Derek is clearly losing his control over rehearsals, and Tom is unafraid to loudly call him out. The cast, including Rebecca, listens to the screaming match, giving Rebecca a moment of humility. Tom's newly penned song is handed to Karen as Marilyn's shadow per Rebecca's suggestion.

New BFFs Karen and Rebecca prep for their night on the town. Piles of expensive clothes are dumped on Karen's bed as a gift. Rebecca advises Karen to monitor Dev carefully, as boyfriends don't react well to girlfriends gaining power. The new party lifestyle Rebecca introduces to Karen drags down her relationship with Dev, causing intense jealousy on his part.

After so many "dates," Karen has Dev and Rebecca finally meet. The tension between Karen's two "lovers" is strong, as they argue over Karen's time and attention. Dev wants Karen to choose her own path, but Rebecca vows her current path to fame will ultimately be beneficial.

As Julia and Tom practice the new song, Frank arrives to pick up Leo for the weekend - but Leo isn't with Julia. Both received texts saying he was staying with the other parent.

Leo's best friend Mason lies to Julia and Frank, insisting he doesn't know Leo's location. Julia remains suspicious though and follows Mason to school, threatening to ruin his life if he doesn't confess. Backed into a corner, Mason admits Leo stayed in his room for the past three days to recover from his broken home life.

Julia begs Frank not to go after Leo, but to let him return in his own time. As the two prepare dinner, Leo enters, fearful of his parents' reaction. They welcome him home with open arms and plates packed with rich food.

Eileen and Nick run into her ex Jerry in the Brooklyn Academy of Music lobby. The show bored Nick, much to Jerry's condescending amusement. He accuses Eileen of dating the pool boy, but she's heard enough. Nick is nothing like Jerry, which is why she's falling so hard for him.

Ivy plants seeds of powerlessness in Derek, sparking a confrontation with his wayward Broadway star. He's in control, not Rebecca!

Gipped of the new song, Ivy plans revenge against Karen, employing Ellis' help. Ellis texts Karen from Josie's phone, informing her she's off for the day. With Karen gone, Derek gives the solo to Ivy. Eileen wipes away tears from Ivy's beautiful performance. Position threatened, Rebecca coyly suggests Marilyn sing the song.

Tech

Season 1

Episode Number: 13

Season Episode: 13

Originally aired: Monday April 30, 2012
Writer: Jason Grote, Lakshmi Sundaram
Director: Roxann Dawson
Show Stars: Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Guest Stars: Will Chase (Michael Swift), Leslie Odom Jr. (Sam Strickland), Anne Bergstedt Jordanova (Bombshell Dancer), Phillip Spaeth (Dennis), Uma Thurman (Rebecca Duvall), Isiah Whitlock Jr. (Ronald Strickland)
Production Code: 113
Summary: Derek starts up a relationship with Rebecca, Karen decides between 'Bombshell', or staying with her boyfriend, and Julia and Eileen argue about rehiring Michael Swift.



"Bombshell" moves to Boston as it finally finds its way to the stage. The cast and crew are all bubbling with anticipation, bracing themselves for the chaos associated with "tech."

As Karen leaves home for Boston, Dev has a hard time accepting her absence. It seems like everything's really taking off for Karen, while Dev's career is completely falling apart. Desperate, Dev gives Karen an early call suggesting he pop over and visit, but Karen insists that they wouldn't be able to spend any time together in the midst of everything that's going on. Dev's insecurities continue to

grow.

The show's thrown into crisis when their DiMaggio bails to film a TV pilot. Derek and Eileen insist they have no choice to bring back Michael Swift; he's the only one who can take on the role with such short notice. Meanwhile, Julia's family is slowly piecing itself back together, with Frank at home and everyone getting along. Tom calls Julia, but can't bring himself to tell her that Michael's coming back to the show since Julia seems in such good spirits.

When Rebecca finds out that her DiMaggio bailed on the show, she understandably has a bit of a mental breakdown during rehearsal. Rebecca insists that Derek refuses to take her seriously; how could he fail to mention such a hugely important issue? Derek sits Rebecca down, giving her a surprisingly sincere pep talk, insisting that he does, in fact, take her seriously. Ivy's caught eavesdropping by Ellis, who assures her there's nothing going on between Derek and Rebecca. If he hears anything suspicious, she'll be the first to know.

Since Tom couldn't man up and tell Julia about Michael Swift's return, Eileen goes back to New York to deliver the bad news. Julia takes it even worse than she could have anticipated, sticking by her guns and insisting that she'll up and leave the show if they bring Michael back. Eileen explains that they've run out of options, but Julia won't hear it.

Home wrecking reporter RJ shows up at Dev and Karen's apartment, a bottle of whiskey in tow. Dev hesitates at first, but decides to indulge in a drink. RJ's intentions are far from subtle, and the two quickly end up in a passionate kiss. But Dev stops before it goes too far, insisting that he can't.

Rebecca overhears Ivy talking about her birthday dinner plans with Derek and decides to contrive some plans of her own. Rebecca puts on a surprise birthday performance of "Happy Birthday, Mr. Director" as Marilyn, which clearly has some sexual implications. Ivy's jealousy is palpable as Rebecca sensually feeds Derek a bite of birthday cake.

Later in Rebecca's dressing room, Derek thanks Rebecca for the birthday surprise. But apparently Derek has another birthday present coming... as the two share a passionate kiss. Meanwhile, Ivy wonders why Derek is late for their birthday dinner. She finds Rebecca's assistant guarding her dressing room door... insisting that Derek and Rebecca aren't to be disturbed. Hearing whispers and giggling from inside, it's no secret that something's going down.

After his incident with RJ, Dev surprises Karen by showing up in Boston. Somewhere in her crazy schedule, Karen finds some time to have a romantic dinner with Dev. He's nervous and on edge and tells Karen they have something important to discuss. He's clearly ramping up to something... and it seems as though Dev is about to break up with Karen. But instead, Dev surprises Karen with a proposal! Karen's completely caught off guard, and she tells Dev that she can't make such a major decision like this during such a stressful time. Dev takes this as rejection, and Karen, overwhelmed, storms out of the restaurant.

A confused Karen returns to the hotel, hoping to find someone to talk to. The whole gang's getting drunk and having a party, and insists on a sing-off between Karen and Ivy. A drunk and very depressed Ivy takes the reins with an emotional rendition of "I'm Going Down," channeling her frustration with Derek. Dev walks in on all the madness, horrified to find Karen partying right after she stomped on his heart.

Karen chases after Dev, and in the heat of the moment, Dev spills the truth about RJ to Karen. He explains that he stopped anything more serious from happening because he knew he only wanted to be with Karen. Karen has a hard time digesting all of this information; she can't handle a proposal from her cheating boyfriend during tech!

Dev goes to the hotel bar to drown his sorrows and sits next to none other than Ivy. He offers to buy a drink for this stranger before proper introductions. But when the two find out each other's true identities, the flirtation doesn't stop there... these two are playing with fire!

Previews

Season 1

Episode Number: 14

Season Episode: 14

Originally aired: Monday May 07, 2012
Writer: David Marshall Grant
Director: Robert Duncan McNeill
Show Stars: Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston), Katharine McPhee (Karen Cartwright)
Guest Stars: Will Chase (Michael Swift), Anne Bergstedt Jordanova (Bombshell Dancer), Greg Sammis (Theater-goer), Wesley Taylor (Bobby), Uma Thurman (Rebecca Duvall), Nicholas Teti (Theater Goer)
Production Code: 114
Summary: "Bombshell" faces its first audience just as a major crisis hits Rebecca Duvall. The team of Tom and Julia scramble to fix the show when the first preview falls short, and Frank must adjust to the unwelcome return of Michael Swift to his life. Dev seeks reconciliation with Karen, but explosive information about Ivy lurks just beneath the surface.



Dev wakes up to find himself in bed with Ivy! Looks like this pair made one fatal, drunk decision. The two somberly agree to keep their night of passion a secret... surely nothing good can come of this.

With Frank and Leo as her support system, Julia decides to weather the storm and joins the team in Boston. She's immediately faced with her fear, running into Michael, whom she meets with nothing but a cold stare. But in Julia's eyes, the real villain in this scenario is her writing partner, Tom. She refuses to speak with Tom since he didn't support her efforts to keep Michael out of the show.

After all the drama of tech, it's finally time for the first preview! The curtain rises on Rebecca as Marilyn, and the show kicks off to a good start as Rebecca's star power (accompanied by some great backup vocals) carries the show quite nicely.

The chorus gets their chance to shine too, as Ivy and Karen take center stage during a sensual number with Zanuck. It's clear that the true stars of this show are the seemingly extraneous characters. The audience applauds wildly for their stunning performance. Between numbers, Karen stresses over not being able to get in touch with Dev; he must have gone back to New York after his proposal gone awry... if only he'd call her back!

The show comes to a rather anti-climatic close with Marilyn's suicide. As the lights fade on the stage, the audience is left in a state of confusion... is that the end? Everyone's so stunned by this unconventional move that no one applauds! Later, the team gathers together; clearly they need to completely re-think the ending. Derek and Eileen demand a new ending with a new song from Julia and Tom.

After the show, Dev surprises Karen by showing up. He and Ivy "meet" for the first time and do their best to hide the awkwardness. Later, Karen tells Dev how the stress of tech kept her

from thinking clearly, but now that the dust has settled, she's thrilled that he's here to support her. Karen asks if that proposal's still on the table... Dev warily proposes again, and Karen says yes! Karen asks a visibly anxious Dev about the ring, which Dev claims he left in New York.

After the show, Rebecca expresses her anxieties about the show to Karen. They didn't applaud... and it's all her fault! Karen does her best to comfort Rebecca, rightfully pointing out that she was definitely not the issue with the show. As Rebecca nervously sips on her smoothie, she starts choking, grabbing at her throat and gasping for air! Rebecca is rushed off to the hospital. Later, everyone learns that Rebecca had a horrible reaction to her peanut allergy. This brings up a few important questions: who put Rebecca's life in jeopardy? And WHO will go on if Rebecca can't make the next preview?

Dev pulls Ivy aside to ask her an important question... is there a ring sitting around in her bedroom? It seems that his engagement ring for Karen has gone missing! Ivy promises to look, but later tells Dev that she came up empty handed.

A somber Julia approaches Tom, ready to talk out their tiff. Julia is upset with Tom for putting the show so far ahead of Julia and his family. Where are his priorities? Tom insists that bringing Michal back was the right decision for the show, and she should be able to put her differences aside and be a mature adult. Julia's not buying it. She solemnly tells Tom that they're no longer a team.

Sam drags Tom to church with him and a good chunk of the cast decides to tag along; everyone could use a little faith right now! Karen goes gospel as she and Sam lead the congregation in a moving rendition of "Stand."

Karen visits Rebecca at the hospital, who's made a full recovery. Rebecca tells Karen that the peanuts were in the smoothie; she could taste them, but she drank it anyways. She doesn't know who poisoned her, nor does she care to know... in fact, she's done with all of this and is bailing on the show! Now the question is... who will Derek have go on as Marilyn? And WHO put Rebecca's life in jeopardy?

Bombshell

Season 1

Episode Number: 15

Season Episode: 15

Originally aired:	Monday May 14, 2012
Writer:	Theresa Rebeck
Director:	Michael Morris
Show Stars:	Katharine McPhee (Karen Cartwright), Megan Hilty (Ivy Lynn), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Debra Messing (Julia Houston), Jaime Cepero (Ellis Tancharoen), Raza Jaffrey (Dev Sundaram), Brian d'Arcy James (Frank Houston)
Recurring Role:	Phillip Spaeth (Dennis), Jenny Laroche (Sue), Wesley Taylor (Bobby), Savannah Wise (Jessica), Will Chase (Michael Swift), Thorsten Kaye (Nick), Ann Harada (Linda)
Guest Stars:	Sean Grady (Bombshell P.A.), Erin Holmes (Melissa), Nick Jonas (Lyle West), Anne Bergstedt Jordanova (Bombshell Dancer), Bernadette Peters (Leigh Conroy), Michael Riedel (Himself), Phillip Spaeth (Dennis), Wesley Taylor (Bobby), Savannah Wise (Jessica)
Production Code:	115
Summary:	As opening night approaches, Rebecca Duvall is replaced by an ensemble member; Dev's job opportunity threatens the outcome of Bombshell; Frank and Julia must push their discrepancies aside while "Bombshell" opens on Broadway; Lyle returns with bad news.



The company anxiously waits in the theater lobby while Derek, Julia, Tom and Eileen talk out the future of their show. They can't afford to lose any more money; **SOMEONE** is going on tonight as Marilyn. The question is... is it Karen or Ivy? Ivy seems like the obvious choice; she knows all the numbers and is groomed for the part. But Karen **IS** the understudy, and there's just something about her that tells Derek she's the right choice. When Derek has another vision of Karen as Marilyn in that same purple dress, he goes with his gut and calls in Karen with the shocking announcement! Julia and Tom put on smiles for a very nervous

Karen, but later they sideline Derek, insisting that she's too green for the part. But Derek's determined and won't let anyone stand in the way of making his vision a reality.

After the news breaks, Ivy has (unsurprisingly) got a piece to say about the decision. Ellis takes Eileen aside, insisting that she cannot let this happen; the part belongs to Ivy! Ellis goes off on a heated rant, admitting that **HE** was the one who poisoned Rebecca to get her out of the way so Ivy could take the lead! Eileen has finally had enough, and tells Ellis that he's flat out fired. But Ellis isn't fazed and threatens that this isn't the last she'll hear from him.

On top of all the staging that Karen now needs to learn, Julia and Tom still need to come up with a new song for the ending! They're able to put their differences aside and their heads together during this time of crisis, realizing that the show needs them.

Rehearsal definitely has some speed bumps, but things start looking up with Karen kills it during the patriotic number "I Never Met a Wolf Who Didn't Love to Howl." Ivy coldly watches offstage, overcome with jealousy as she pictures herself performing the same number at Lyle West's birthday bash. Her anger gets the best of her, and Ivy finally confronts Derek: why didn't he just give her the part? Derek hesitates, but then tells Ivy the truth: he looks at Karen, and he sees Marilyn come to life. She just has something that Ivy doesn't.

It's ALL about Karen, and Ivy's pushed over the edge when Dev pulls her aside to ask again about the ring. Ivy tells him no and storms off to the dressing room, where we see her pull said ring out of her purse, quietly plotting. Ivy leaves the ring on Karen's vanity, and when Karen discovers it, the truth quickly begins to unravel. Ivy explains the truth of their one-night stand, telling Karen that she couldn't bare keeping it from her any longer. A shocked and confused Karen confronts Dev, returning the ring.

Just as Ivy had hoped, Karen has a bit of a mental breakdown and runs from the show during its most critical period. After searching high and low, Derek finally finds Karen hiding in her closet. The two share a tender moment, as Derek encourages Karen to harness these emotions and channel them into Marilyn onstage. Karen already has so much of Marilyn at her fingertips, and now she has the heartbreak as well. Karen takes this advice to heart and pulls herself together to tackle the role.

The curtain rises and Karen goes on as Marilyn, in her big, life-changing moment. We see a montage of stunning musical numbers as Karen takes Marilyn head on... and it looks like she may just be pulling it off! Perhaps Derek's instinct was right, and Marilyn is the role that Karen was born to play.

As Karen prepares to go on for the final number, Derek reassures her backstage as the two share an intimate moment. He tells Karen that whatever happens next, she should never doubt that she's star. Additionally, he tells Karen that he does understand love, despite what she may think. Meanwhile, Ivy mourns another opportunity lost backstage and mulls over a handful of prescription medication as she gazes longingly at a photo of her idol, Marilyn.

Despite the fact that Karen's only had a matter of hours to learn the new number, she absolutely kills it, belting Tom and Julia's original song "Don't Forget Me." The crowd goes wild as the show closes on Karen's big finish.

Season Two

On Broadway (1)

Season 2
Episode Number: 16
Season Episode: 1

Originally aired: Tuesday February 05, 2013
Writer: Joshua Safran
Director: Michael Morris
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Recurring Role: Joshua Bergasse (Josh (Choreographer)), Wesley Taylor (Bobby), Savannah Wise (Jessica), Ann Harada (Linda), Michael Cristofer (Jerry Rand)
Guest Stars: Jennifer Hudson (Veronica Moore), Brian d'Arcy James (Frank Houston), Jordan Roth (Himself), Michael Riedel (Himself)
Production Code: 201
Summary: Back from a successful run in Boston, Eileen, Julia and Tom are blindsided by both personal and professional obstacles as they seek to take "Bombshell" to Broadway. Karen consults her new mentor, Broadway star Veronica "Ronnie" Moore, as she finds herself on the brink of fame, but her success may come at cost to Ivy. A new talent is discovered in an unexpected place. Meanwhile, Derek copes with a damaging accusation.



The cast of *Smash* has returned from Boston and is back in the New York groove! Things are looking up for newly christened starlet Karen, who gets a ride back to the city in a private car and now shares an apartment with her friend, Ana. The cast and crew get back to work immediately, but not before Eileen warns the cast members that not everyone's contracts will be getting renewed. Privately, the creative team discusses what needs to be altered in "Bombshell" as Eileen plans a soiree for the press. Ivy realizes that since Karen now has an upper hand in the show, Ivy's place in it is in

danger.

Derek and Karen attend "Beautiful" together, a musical starring the powerhouse and Tony Award-winning Broadway actress Veronica Moore. Veronica is a close friend of Derek's, and the two of them are teaming up for a production of "The Wiz." After the show, Veronica gives Karen some essential advice: as a star, someone's always ready to take you down. However, if the work is good, they won't be able to. That night, Ivy suggests to Tom that she and the girls sing "Smash" at Eileen's party, in addition to Karen's solo. Ivy claims it's so that the press gets a wider scope of the show, but in reality she's fighting hard to cement her place in the production.

As Eileen waits for Jordan Roth at a restaurant, she's intercepted by her ex-husband, who tells her he wants in on the successful show. Eileen flat out denies his request and just then

Jordan stops by with amazing news: he's offered the St. James Theatre to "Bombshell." The following day at the rehearsal for the party, Ivy flat out asks Julia if her contract is in jeopardy. Julia explains that Ivy needs to apologize to Karen not for what she did, but for why she did it. At a restaurant, Derek meets with a reporter, who grills him about Rebecca Duvall's exit from the show. Later, Karen admits to Derek that she can't protect her work if Ivy is constantly getting in the way. In a surprising turn of events, Derek tells her that if she wants Ivy out, Ivy's out.

While taking a stroll around the block, Tom tries to convince Sam to accept a starring role in the touring company of "The Book of Mormon," but Sam's reluctant to leave Tom and "Bombshell" behind. Tom also admits his fear of telling Julia about the reviews she refuses to read: Tom has received wide praise, while Julia was absolutely slammed. Just as they're turning a corner, the couple spots Julia's husband, Frank, putting an attractive woman in a cab. Could it be that Frank is now betraying their already rocky marriage? It certainly looks that way...

On the night of the party, the guests are buzzing about the latest article surrounding "Bombshell," which claims that Rebecca's sudden exit from the musical was on account of Derek's sexual harassment. Derek's worried; he's got a lot on the line and the last thing he needs is more smudges on his reputation. In the midst of all the chaos, Eileen finds out that Jordan Roth won't be coming to the party. As a distraction, Karen and Veronica sing the classic song "On Broadway" for the guests. Enamored with the performance, Derek takes Karen aside and the two share a charged moment, one that might have led to a kiss had they not been interrupted by Ivy.

When Ivy asks Derek why he called her, he admits that she's being let go. Later, in the hallway, Ivy comes clean with Karen that firing her was the right thing to do. Even so, Karen can't possibly detest Ivy as much as Ivy detests herself for what she's done. She admits that she did something really stupid during Karen's first preview, and for what? A role? Karen is taken aback by Ivy's honesty. After Tom tells Julia about seeing Frank with another woman, Julia confronts Frank. Stunned that Julia would even have the nerve to bring this up after everything she's caused, Frank causes a scene in the middle of the party. Maybe he SHOULD sleep with someone, to even the score! After all, it seems like everyone in this cast sleeps with one another!

Outside, Tom comforts a crying Julia. Not only is her marriage over, but Julia admits that she read the reviews, only pretending to be in the dark because she was so mortified. Everything she's done has turned out so wrong. Tom promises to help her. He's her partner, after all, through thick and thin. At the party, a somber Eileen announces to her creative team that the show is officially frozen. The government found out about the borrowed money Eileen's been using to support the show, and now the entire project is under investigation.

The following day, Derek and Karen come to terms with what's happened. How could everything they have worked so hard for fallen apart overnight? Derek tells Karen he hopes she finds something that hits her as hard as "Bombshell" has hit him. Over at Tom's apartment, him and Julia decide be roommates just until Julia figures out her marriage and gets back on her feet. There's just one condition: Tom has to stop hiding things from her. That includes a New York Post article stating that Julia's book needs a great deal of work.

A disheartened Karen finishes up her drink at an empty bar. The bartender, Kyle, recognizes Karen from "Bombshell" and begs her to sign his Playbill. It's closing time, and as Karen gets ushered out, she hears someone playing the piano and singing a gorgeous song. It's Jimmy, a handsome waiter at the restaurant who Karen has bumped into before. The song he's singing, Kyle tells her, is from a musical they've been writing together. Karen cannot peel her eyes away and gives Derek a call, letting him listen in. As Jimmy belts his final few notes, Karen realizes she's found something. Something else.

The Fallout (2)

Season 2

Episode Number: 17

Season Episode: 2

Originally aired: Tuesday February 05, 2013
Writer: Julie Rottenberg, Elisa Zuritsky
Director: Craig Zisk
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Recurring Role: Wesley Taylor (Bobby), Savannah Wise (Jessica), Michael Cristofer (Jerry Rand)
Guest Stars: Jennifer Hudson (Veronica Moore), Harvey Fierstein (Himself)
Production Code: 202
Summary: "Bombshell" is running into financial trouble that threatens the production. Meanwhile, Karen is mentored by a Broadway star and discovers a new artist in an unexpected place; and Julia faces a personal crisis with her husband.



Eager to iron out the musical's financial struggles, Eileen has spent hours with her lawyers getting everything in order. The project should be up and running soon, and she asks Tom and Derek not to take any other offers in the meantime. Karen, still thinking about Jimmy's music, waits for him outside the restaurant and presses him for details about the musical he and Kyle are writing. Jimmy denies any truth to this and hits on Karen instead. She walks away, put off by his standoffish attitude, but Kyle stops her and asks her to meet him after his shift. He explains that Jimmy is a complicated

guy and protective of his work, but they've truly got something great in the works.

Derek meets with his agent, who informs him that he's been let go from "The Wiz" due to five dancers who have come forward to accuse Derek of sexual harassment. At the same time, Eileen finds out that she's been taken off the guest list for the American Theatre Wing Gala and solicits Jerry for his table. Jerry wonders about her creative team totally falling apart at the seams, but Eileen assures him that they couldn't be more unified. In reality, Julia hasn't left the couch in a week and is totally and completely down in the spirits. Not only are things a huge mess with Frank, but now everybody's hearing about how she destroyed her family. She begs Tom to make an excuse for her; there's no way she's ready to attend the gala tonight.

In Times Square, Karen meets with Kyle, who hands her a messy pile of menus with scraps of music and lyrics written on them. Karen's unimpressed; she thought they were working on something concrete. Kyle assures her that Jimmy is an incredibly talented composer and invites her over to their place tonight so that she could get to know him better. When Derek meets with one of the dancers who came out against him, she puts him in his place: he never touched her, no, but as a big shot director, he's constantly abusing his line of power. Hoping to find Tom, Ivy

ends up venting to Julia instead. In such a cutthroat world, has she ever wanted to just up and quit? Julia knows how Ivy is feeling. It's truly a brutal business, but sooner or later something comes along that reminds you just how much you love it.

When Derek's accused by yet another dancer, Eileen calls him to disinvite him from the gala. She needs ambassadors there, not liabilities. A dejected Derek hangs up the phone and finishes up his mid-day drink, which hurls him into a provocative daydream. In it, a handful of women clad in pink stilettos and black mini-dresses (including Karen and Ivy), sing and dance to the Eurythmics' "Would I Lie to You?" as they push and swing Derek all around the bar. Meanwhile, Tom's stopped on the street by Harvey Fierstein, who's eager to gossip. Eileen Rand is running around with a drug lord? Derek is a serial seducer? Harvey's even heard that Tom and Julia were splitting up! Tom corrects this rumor and out of desperation promises Harvey that he'll see Tom and Julia tonight at the gala. He even fibs about a speech him and Julia will be making.

When Tom gets home, Julia's already heard the news through the rumor mill and she's ecstatic about being asked to present an award! She's so thankful that the community still supports the team through their hardships. Caught in his lie, Tom confirms that they were, in fact, asked by the head of the American Theatre Wing to present. Over at Karen's, Ana plays what she can of Jimmy's music and it's clear that this guy is right up in the ranks with Jonathan Larson. Ana's also convinced that Jimmy's into Karen, but Karen maintains that she's just interested in his talents. Meanwhile, Ivy encounters a drunken Derek slumped over at the stairs to her apartment building.

At the gala, Julia realizes Tom lied about the entire thing and is furious with him for creating yet another reason for her to be mortified in public. He admits that while it's difficult for him to see her so down, he's running out of excuses for her. She needs to pull herself up by the bootstraps! At this point, it's not just her career she's jeopardizing - it's Tom's as well. Karen, Ana, Bobby and Sue arrive at Jimmy and Kyle's apartment in Greenpoint and are overwhelmed by the flannel, beard and smoke-filled gathering. Karen decides to be flirtatious with Jimmy in hopes of getting him to open up, while Bobby beelines straight for Kyle.

Outside Ivy's apartment, Derek slurs his way through his troubles. Is he really such a monster? Though Ivy is cold at first, she assures him he isn't. The two friends sit quietly on the stoop, contemplating their futures. Back at the gala, the Broadway community rudely turns Eileen away. No one can seem to get past her financial downfall, and her once untarnished reputation looks like it's slowly being dragged down the drain. Back in Brooklyn, Karen puts her plan into action. Accompanied by Ana, she gets up and sings Jimmy's original song in front of everyone. The crowd totally vibes with the performance, but Jimmy angrily storms out of the party. He's furious with Kyle for showing someone his music. He doesn't need anyone's help and wants to get the musical off the ground himself! After Jimmy insults Karen, she leaves the party with her friends.

Eileen refuses to go down without a fight. Determined to show the community what they're missing by throwing "Bombshell" under the rug, Eileen calls Ivy to come and sing. Julia precedes the performance by announcing that "Bombshell" WILL be coming to Broadway this season! As expected, Ivy absolutely kills it and the audience applauds with great enthusiasm. Seeing as the wife of the U.S. Attorney is there, "Bombshell" is allowed to resume work, despite its rocky funding. Eileen makes plans to borrow money from Jerry.

The following morning, Kyle turns on Jimmy. Karen was their one chance - someone with invaluable connections to the industry! Couldn't Jimmy put Kyle's needs in front of his own selfish pride for once? At Tom's, Julia admits that hearing Ivy sing their song got her excited about "Bombshell" again. From now on, she's going to work as hard as possible to make everything up not only to Tom, but also to their project. Ivy stops by Derek's place to thank him for pulling her out of her funk, only to find Karen already there. Karen haughtily thanks Ivy for saving the day last night; Karen was on the train when Eileen called her first. As Ivy makes her exit, Karen pulls out her computer to show Jimmy's work to Derek.

The Dramaturg

Season 2
Episode Number: 18
Season Episode: 3

Originally aired: Tuesday February 19, 2013
Writer: Bryan Goluboff
Director: Larry Shaw
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Jennifer Hudson (Veronica Moore), Bob Angelini (Reporter), Dana Barathy (Dancer), Brad Fitch (Bombshell Actor), Jake Robinson (Drummer), Amanda M. Rodriguez (Asst. Stage Manager), Joshua Bergasse (Joss), Daniel Sunjata (Peter Gilman), Julian Ovenden (Simon), Matt Bogart (Matt), Bernard Telsey (Himself), Ann Harada (Linda)
Production Code: 203
Summary: Partnerships are tested as Eileen asks Tom and Julia to contend with an unwelcome new collaborator, while Jimmy and Kyle prepare to present their work for the first time. Derek attempts to get Ronnie back on his side. Ivy finds it hard to move on, but help from an old friend might take her one step closer to her dream.



Eager to get new talent off the ground, Karen is persistent with Derek about Jimmy and Kyle's new musical. Though he's a fan of the music, Derek's reluctant to touch anything so early in its brainstorming stages, but Karen convinces him to meet with Jimmy and Kyle. In her office, Eileen sits Tom and Julia down to inform them that a professional dramaturg, Peter, will be working with them to help breathe life into Bombshell's book. There will be no ifs, ands or buts, and their first meeting is set for this afternoon. Derek pays Veronica a visit. When she mentions that the producers on her

upcoming show "The Wiz" haven't yet found a director who can deliver the excitement she's hoping for, Derek asks if she'd be willing to stage a scene. Yes, it will be an audition — of sorts.

Julia and Tom take a seat at a table for three. Julia's not happy about the dramaturg and ticks down a long list of worries. If the news they've hired a dramaturg gets out, people may think she's lost it or that Bombshell's in trouble! Just as she's railing that people who make their living off the work of others are parasites, handsome Peter Gilman takes the third chair at the table. He knows it's going to be awkward, but he wants to reassure them that he loves their work and won't meddle. It turns out Peter has worked with many of their friends and fixed many shows while remaining totally anonymous. Karen stops by the restaurant to tell Jimmy and Kyle about the meeting with Derek the following night. The two friends are nervous, but excited. One shot is all they need!

Julia meets Peter at his enormous apartment. Not only has Peter not seen the play, but the only thing he really likes about Julia's book is the fact that it's about Marilyn! After the meeting she calls Tom in a panic. Peter blindsided her and she's going to Eileen's right now to insist they're not working with him! At the apartment, Kyle is in a panic over the Derek pitch. Their book is all over the place, with scenes out of order and songs missing. Maybe the scenes were misplaced in their recent move? Suddenly, Jimmy remembers his notebook, which has all the scenes in it. He left it behind — in a place that neither of them can return to.

Karen reminds Derek about their meeting with Kyle and Jimmy directly after rehearsal. That's when Veronica calls with news that one of the producers on "The Wiz" is in town for a short time and is open to his idea. Derek suggests bringing him to a staging of one of the Bombshell numbers the next day. Ivy delivers exciting news to Tom: she landed an audition for the coveted role of Cecile in the revival of "Liaisons." Tom insists she's perfect for the part: this could be her breakout role! Julia storms into Eileen's office to rant about Peter, only to learn Eileen hired him all the way back in Boston, after he saw the show four times. Julia may not want to work with Peter, but if she doesn't want to do her job, Eileen will find someone who does.

Mid-rehearsal, Derek grows frustrated with Karen. She understands the song in her head, but isn't feeling it in her heart. When Ivy accidentally interrupts the rehearsal, Derek sits her down to watch and critique, stunning Karen. Ivy delivers a lovely version of "Dancing On My Own" as she tearfully watches Karen and Derek move on, platonically and professionally, without her. When Derek asks what he can do to make the number better, she advises him to stop doubting himself.

In a rage, Julia seeks out Peter at a fancy restaurant and lets him have it. He lied when he told her he didn't see the show! She's not one to be trapped into working with someone! In his haughty way, Peter tries to reason with her. The musical is missing something essential: heat. Marilyn was one of the greatest sex symbols in America and the show barely reflects that. Maybe Julia can't write heat because she's never truly experienced it...? When Julia insists she knows heat better than anyone, Peter challenges her to prove it — so she tells him to go straight to hell. That night, Jimmy enters a rundown house in a bad neighborhood through a window. He rifles through some drawers to find the notebook pages he's looking for, which is when a scary guy named Adam looms in the doorway. Jimmy makes a run for it.

Jimmy walks into a restaurant to meet Kyle with a fat lip and a copy of the musical's reworked scene. Kyle begged him not to go back for the pages but Jimmy reminds him it's their one shot! Karen calls with bad news: rehearsal with Derek is running late. She'll call tomorrow to reschedule their meeting. Energized with fury, Julia stomps into Tom's apartment. He needs to get his butt in the studio now, because they're going to be working all night! The next morning, Tom yawns while Ivy reads the part of Cecile. Feeling her performance is crap, Ivy's thinking about pulling out of the audition, but Tom won't hear of it. He talks her through the character to the point where Ivy can really feel her. Cecile is just like Marilyn and pretty much just like Ivy.

The following morning, Tom, Julia and a guy named Matt rush into Derek's rehearsal studio: they've got a new number to rehearse, featuring Matt as John F. Kennedy, along with a steamy sex scene. Peter will be on hand to gauge the number's success. Derek quickly realizes this won't help create a wholesome image for "The Wiz" producer that'll be swinging by, but he runs with it. Kyle's staying positive about the cancelled meeting with Derek; he's convinced Karen will call and reschedule. Jimmy, on the other hand, entertains no such fantasy.

When Veronica shows up with Henry, a producer on "The Wiz," Derek tries to warn her there's been a change in plans. The new number is so racy, Veronica might want to take Henry out for a drink and Derek can catch up with them afterwards. But she insists they've come to see Derek's work. At the end of the number, "Our Little Secret," Marilyn and JFK wind up in bed, which doesn't impress Henry. The feeling in the room becomes even more tense when Jimmy pops in and begins applauding — all by himself. When Derek fails to recognize him, he storms angrily out into the street, Karen at his heels. Henry follows. But Eileen turns to Peter with admiration and kudos for a great job. Julia wants Peter to tell Eileen that she wrote the number on her own, so he can get lost. But he insists she never would have written it if it weren't for him.

Overjoyed, Ivy calls Tom with terrific news: she's landed the role of Cecile and headed to Broadway! She thanks Tom for his help in finding herself in the role and asks if he's ever considered directing? He knows how to get the best out of people without torturing them — he'd be great at it. Karen runs after Jimmy to apologize for the craziness of the last few days, promising Derek

really does love his songs. Jimmy doesn't want to hear it. He doesn't care what Derek thinks, but to Kyle the musical means everything. Karen has Kyle believing that his dreams might come true. If this isn't the case, then she needs to tell him.

After rehearsal, Julia, Tom and Karen walk through Times Square. Now that Julia's proved she can hit a scene out of the park, she thinks it's time to review the book with a broader view. Peter disagrees. The scene was good but it wasn't right. Julia got it backwards, depicting Marilyn as prey rather than predator. It's not long before Julia and Peter are at each other's throats and Tom has to step in to make peace. Veronica's waiting for Derek outside the studio to explain how jealous she is of the work he's doing. She's never taken chances like that, and now she's stuck being Broadway's sweetheart. The big news is she's dropped out of "The Wiz." She wants Derek to help her put on a one-night showstopper, that will rebrand her as a new kind of Broadway icon.

That night, Derek and Karen show up at Jimmy and Kyle's apartment, keeping their promise. Jimmy's a little drunk and doesn't want to answer the door, but Kyle does it anyway. Jimmy is surly, so Derek throws the attitude right back at him, then plops down on the couch. Jimmy has to admit it's cool Derek kept his promise. Jimmy and Kyle deliver an intriguing, passionate pitch (which sounds like it's all about Jimmy's life), and it's not long before Derek's on the hook. The new team settles back with a few beers and begins to discuss the project, tentatively titled "Hit List."

The Song

Season 2
Episode Number: 19
Season Episode: 4

Originally aired: Tuesday February 26, 2013
Writer: Bathsheba Doran
Director: Michael Morris
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Recurring Role: Daniel Sunjata (Peter), Jennifer Hudson (Veronica Moore)
Guest Stars: Bob Angelini (Reporter), Brandon Tyler Harris (Student #2), Michaela Waters (Gretchen), David Raimo (Fan), Bill Walters (Bar Patron)
Production Code: 204
Summary: Jimmy and Kyle continue to work on their dream as Karen orchestrates a big opportunity for the pair. Meanwhile, Peter makes challenges of Julia's work and there could be significant ramifications for Bombshell as Eileen comes across a moral crossroads.



Cynthia's in Ronnie's dressing room, wheeling and dealing, setting Ronnie's hectic schedule for after the performance. Ronnie's clearly tired and dejected and not too pleased with Derek. Cynthia insists Ronnie-the-good-girl is what her fans want to see, and she needs to play to her strengths. Cynthia nearly smothers her daughter with love, promising to always be there to remind Ronnie how to stay a star. At a restaurant, Derek ticks through the song list for tonight's concert. Tom's not happy; Derek made a mistake not listening to Jimmy's song, and he should have fought Ronnie and Cynthia harder.

Tom hands over the sheet music to Jimmy's song — it's the real thing.

It's almost midnight, and Julia and Peter are still working like crazy. Peter has just suggested they take a trip to work at his house upstate, stunning Julia, when her phone rings. It's Eileen, calling her to a late night meeting with Derek and Tom, where she announces that Bombshell's free! They're going to Broadway on the one condition that Eileen steps down as producer. Unfortunately, there's only one person who's ready to step in and take the job... and it's Jerry. All Eileen can hope is that she's not making the wrong decision. In his own office, Jerry's writing Ellis a check — in one fell swoop, they've taken down Eileen and Bombshell will be the biggest hit Broadway's had in years.

Peter and Julia sit on the couch in Tom's apartment on their second bottle of wine, getting real. Julia's feeling insecure, but beginning to realize she's writing the male characters in Bombshell better than Marilyn because she identifies with them more. Then a light bulb goes off: she's been trying to make the show about Marilyn, when it's really about how men saw her. With the creative juices flowing, Peter and Julia get to work. Jerry stops by Eileen's office to find out what happened at the deposition. Despite the fact that Nick turned himself in and exonerated her,

Eileen told the lawyers she knew about the money. As for Bombshell, the Feds are not exactly letting her keep it...

Refusing to answer Karen's texts, an angry Kyle looks for Jimmy while belting out a version of "Everybody Loves You Now." Across town, a dejected Ronnie delivers her own version of the song, finishing on stage. Ivy is the only one to hear it, and she suggests Ronnie sing it at the concert. But Ronnie knows no one else will agree. The song's too down. Karen finds an unsteady Jimmy in the alley behind the theater. He admits he did some drugs. Did he screw everything up last night? Karen tells him that he needs to go inside the theater to prove he can handle rejection. That's when Jimmy says, "I was waiting for you," and lays a passionate kiss on Karen, who smiles, offering to try again when he's not high.

Just before the concert, Cynthia is mortified to spy Ronnie in a revealing dress. Ronnie tells her that if she's going to give up a real life, she's going to love the life she's living. Then she hits the stage and kills Derek's sexy restaging of "I Got Love." Backstage, Jimmy apologizes to Kyle, who won't hear of it. Jimmy has blown yet another shot. Just then, Ronnie takes the stage to announce she'll be ending her concert with a new song that's never been sung before... Jimmy's song "I Can't Let Go!" In the audience, tears stream down Cynthia's face as the audience leaps to their feet for a standing ovation. Ronnie calls Jimmy and Kyle to the stage for a bow.

The next morning, Karen calls Kyle looking for Jimmy, who never came home. Clearly, Kyle's peeved. He explains that Jimmy has a trigger and when it gets pulled he disappears, leaving Kyle to clean up the mess. Karen offers to help look for Jimmy, but Kyle hangs up. Outside his classroom, Julia throws her copy of Peter's play at his head — it's terrible! Although he sucks at writing, Peter insists he's a great teacher. He knew Julia wouldn't listen to the truth about Bombshell if he told her, so he had his students do it. Julia finally admits she wants her play to be great, but she doesn't know what's wrong with it.

Karen runs up to Derek with the song Jimmy just finished. Having capitulated to Tom and Cynthia's path of least resistance, Derek tells Jimmy he doesn't need a new song anymore — but Jimmy insists he listen to it. Annoyed, Derek reminds him this isn't the way to get a hit made. A persistent Jimmy claims he "deserves" five minutes. Explaining no one deserves anything in this business, Derek turns on his heel and walks off. Jimmy expects Karen to leave with him, but she's got a show to do. She's staying. Simmering, Jimmy takes off, leaving Karen dejected and still holding his sheet music as Tom watches the whole thing.

Ronnie and Ivy talk over takeout. Ronnie complains she never stops working — she doesn't even have time to date! And why did Ivy date Derek in the first place? Ivy allows that Derek is tough and crazy-making, but he's a genius, who will push Ronnie to the performance of her life. Minutes later, Ronnie's on stage, trying Derek's new risqué take on "I Got Love," but she's clearly unhappy with his sexy, physical staging. Derek lays into her — doesn't Ronnie know what it's like to be turned on? Tom and Cynthia join the argument, so Ronnie stops singing and Linda calls for a break — again. Cynthia accuses Derek of only having his own interests in mind. She wouldn't mind replacing him — with Tom for instance. When Derek dares her to fire him, she suggests she could finish his career by reporting he pushed Ronnie in a sexual direction she didn't like...

Nick reveals his intention to turn himself in, which is not news Eileen wants to hear, but he refuses to see her reputation destroyed because she fell for the wrong guy. Eileen insists Nick's not the wrong guy. She begs him to come to bed; they'll figure it all out in the morning. Finding Ivy in the alley, Derek complains that he doesn't believe in Ronnie's show. Ivy isn't willing to be talked at, which Derek always does when he's wrong. For him this is just a concert. But this is Ronnie's life! She wants to grow, but she's scared. Derek should let her sing whatever the hell she wants.

Karen sings, helping Jimmy present his songs to Tom, who's feeling more than a little cranky about the time crunch. When Jimmy starts complaining, Tom says he's lucky to even be in the same room with a music director at this point in his career. More importantly, Ronnie is Broadway, and they've got to find a song in her voice. Called back to rehearsal, Tom warns he'll need the right song by the end of the day's rehearsal or it's a no go. Back at acting class, Peter's taking notes on his student's critique of Bombshell. The consensus is the play is supposed to be about a strong woman, but instead it's about a woman defined by the more interesting men around her. Julia fights for her vision, but the kids know best.

Having decided to write a new song, Jimmy's having trouble connecting to the music, so he

asks Kyle to give him space. He gets only a few seconds to himself until Karen wanders into the room. Luckily, she offers advice, which gets Jimmy back on track. When Karen turns to leave, Jimmy asks her to stay, so she sits next to him at the piano. Spying this intimate scene, Kyle feels like he's on the outside. Julia calls Tom to rail about Peter's acting class. Peter's a sociopath. Tom invites her to come to the theater, but she's bought a copy of Peter's only published play, and she's got to read it right now. Eileen unlocks her apartment door — and is stunned to find Nick waiting for her.

Jerry stops by Eileen's office to reassure her; he made sure the lawyer questioning her at tomorrow's deposition is a friend, who understands Eileen fell victim to an unscrupulous man with criminal connections she knew nothing about. When Eileen refuses to play victim, Jerry reminds her it's her only chance to get Bombshell back on Broadway. Besides, the lawyers only care about Nick, and as long as he's still missing, anything Eileen says can't be corroborated.

Tom calls Ivy to replace the missing dancer, and Karen isn't exactly pleased to learn she and Ronnie go way back. But Karen's got bigger fish to fry: Jimmy and Kyle have arrived with songs in tow. Full of disdain for Tom's recommendations for Ronnie, Derek turns to the boys. They have six hours to come up with something vital, and as musical director, Tom has to approve it. Cynthia arrives with a big smile, having just sealed a deal to have Bravo film tomorrow night's concert, upping the ante for everyone. Kyle figures this development blows their shot, but Karen insists this is a chance to get noticed. And if they pick the right song — they'll become famous!

Ronnie's on stage, rehearsing her signature song "I Got Love" for her upcoming one-night-only performance. Tom's playing piano with a 16-piece band, Karen's one of the dancers and a skeptical Derek is in the audience. The reason Ronnie wanted this performance in the first place was to change her image — which means "I Got Love" has got to go. Ronnie's "momager" Cynthia won't hear of it. Sensing the tension, Tom tells everyone to take a break, further annoying Derek, whose day is only getting worse: one of the dancers dropped out because of Derek's worsening reputation. Derek lays into Tom — why didn't he bring in a new song for Ronnie — something to change her image? Tom explains he's only doing the show for Ronnie, and if she wants to sing "I Got Love" for two hours, so be it.

The Read-Through

Season 2
Episode Number: 20
Season Episode: 5

Originally aired:	Tuesday March 5, 2013
Writer:	Liz Tuccillo
Director:	David Petrarca
Show Stars:	Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Recurring Role:	Daniel Sunjata (Peter), Michael Cristofer (Jerry Rand)
Guest Stars:	Frankie J. Alvarez (Actor #6 - Azolan), Spencer Ebba (Chorus Member), Sean Hayes (Terrance Falls), Bobby Lamont (Actor #4 - Danceney), Paul McGill (Dancer), Elisabeth Montanaro (Dancer), Daniel Sunjata (Peter), Wesley Taylor (Bobby), Molly McGaughey (Benefit Guest)
Production Code:	205
Summary:	Julia's fears increase when Tom airs his suspicions of Peter. Jimmy and Kyle confront their own crisis of confidence as "Hit List" is read for the first time. Meanwhile, Ivy realizes her triumph might not be all she hoped when she meets her new co-star, Terry Falls, and Karen wonders if she can trust Jimmy.



Eileen is not at all happy to discover she can't legally attend the read-through of Julia's new "Bombshell" script, because of the Feds ruling. She doesn't think anyone will notice her presence, especially since the cast won't attend. Jerry seems to be enjoying it all too much, claiming it's all Eileen's fault for telling the Feds the truth. Eileen decides it's a great time to go see Nick.

Derek and Tom meet up at the new home of "Bombshell," the Belasco Theater. Tom hopes it's big enough to fit a plane onstage for "Public Relations." He imagines the number with himself in every

part except Marilyn. The truth is he's not sure the song made it into Julia's new draft — because he hasn't read it! That's when Julia and Peter whoosh in, all bubbly and excited, notably finishing each other's sentences. Tom is suspicious: usually, Julia's a wreck right before a read-through. When Peter insists Julia has no cause to be nervous, Derek tightens the thumbscrews. She suggests postponing the afternoon's read-through — maybe they should put the Liz Taylor sequence back in? — but Peter insists the new book will exceed everyone's expectations, and he stands behind her work 100%.

After kickboxing class, Ana teases Karen: she can call Jimmy if she wants to. Karen is just insisting she can't call without a good reason when Derek calls to check in. People have been asking about Jimmy and Kyle since Ronnie's concert, so Derek has arranged a couple of performances at the Fringe Festival for "Hit List." He tasks Karen with letting them know — now she has her reason to call Jimmy! Meanwhile, Ivy is rehearsing for "Liaisons" when the director,

Timothy Little, announces their star; Terry Falls has finally arrived. While Terry is a big movie star, most of the cast is dubious about his Broadway chops. Having him play Valmont is like hiring Jim Carrey to play King Lear.

Terry is raring to go, having already memorized his lines. Unfortunately, the concept of stage right sends him into a tailspin; his accent is abhorrent, and he's playing Valmont as broad, bawdy comedy. Blocks away, Tom and Julia walk through Times Square, as she gushes about her collaboration with Peter. It was just so easy and wonderful! When Tom spots Jon Robin Baitz, aka Robbie, walking towards them, he runs off. Robbie wants to gossip; he heard Julia's been working with Peter. Robbie warns her that Peter isn't a writer's friend. When he worked with their mutual friend Leslie, he led her in the wrong direction, and then when she crashed and burned, Peter was waiting in the wings with his own draft of her script.

Ana and Karen head out to Greenpoint to give Jimmy and Kyle the good news about the Fringe. Karen was thinking they should have a reading of "Hit List" today, and she's arranged for several of her friends to help out. Everyone's really excited... until a half-naked girl stumbles out of Jimmy's sleeping loft, and Karen's face falls. Back in Manhattan, Ivy tells Tom all about rehearsal with Terry Falls — it's pretty much like "Spamalot." Tom thinks it's probably never occurred to Terry to play Valmont straight, and now no one will tell him the truth since he's such a big star. Tom tells Ivy he has yet to see the "Bombshell" book, and Julia's way too calm; he'd kill for a tiny iota of irrationality. When his phone rings, he gets his wish...

After picking up snacks for the read-through, Ana and Karen gossip about Jimmy. If he's sleeping around, why did he kiss Karen? And why does she like him so much? Ana reminds her that Jimmy's a player — is "Hit List" worth it? Karen admits she'll only know for sure after the read-through - that's when she'll decide what kind of boundaries to set. After being turned away from the prison, Eileen makes an angry call to a potent city official — Nick would never refuse to see her, and she needs to see him! She's surprised to find Derek lying on the couch in her office. What happens if the "Bombshell" book isn't up to snuff? Eileen reminds him she can't talk about it, then asks what he would do if he suddenly lost everything he cared about. Derek knows he wouldn't be sitting on his ass feeling sorry for himself. Eileen Rand is a woman who takes what she wants, damn it!

Tom and a distraught Julia meet up by the Flatiron Building. Has Peter been playing Julia? When Tom points out Peter has lied to them several times, Julia insists they tell Jerry immediately. Tom's just relieved that his partner, the neurotic Julia, is back. Having finally finished the first act of "Hit List," Kyle runs out to make copies with Ana, leaving Karen and Jimmy alone. Trying to work up the nerve to tell Jimmy her feelings, Karen sings Death Cab for Cutie's "Some Boys." But just when she's worked up her courage, the doorbell rings. It's time for the reading.

Spying Terry on the street, Ivy runs up for a proper introduction. When Terry jokes about how funny the show is, Ivy reminds him that it's a drama — maybe even a tragedy — and is surprised to learn Terry had no idea. Terry thanks Ivy for telling him the truth; no one else would have had the guts. Jerry steps away from his office, leaving his new assistant Margot to deal with Julia and Tom. She tells them both she and Jerry love the new draft of "Bombshell" — especially the Liz Taylor sequence. Knowing she left this scene out of her draft, Julia fears the worst, especially when Margot asks why they're not calling the play "Bombshell" anymore.

Everyone's gathered at the loft when Ana rushes in with fresh copies of "Hit List." She pulls Karen aside with a concern: she read some of the script, and it was pretty rough. Karen doesn't get the hint, and Jimmy starts the reading, as Eileen charges into the "Bombshell" reading, which is also about to get underway. Jerry tries to stop her, but she's not having it. Ivy tells her "Liaisons" co-star Stephanie that she talked to Terry, and everything's going to be fine. That's when Timothy and Terry walk into rehearsal with an announcement: the cast should all try to match Terry's tone. "Liaisons" can — and should — be hilarious. It's time to find the funny!

Peter's about to enter Jerry's office for the "Bombshell" reading when Julia boldly steps in his path to accuse him of writing another draft of "Bombshell." She's canceling the reading and getting him fired right now. Peter claims he has no idea what she's talking about. Julia's written one of the best scripts he's ever seen. And Leslie Rogers was an alcoholic; he had no choice but to finish her script. If Jerry has another script, it's not Peter's. Peter tells Julia to trust her gut, just as Tom steps into the hallway to ask if they're good. If her new script sucks, "Bombshell" is all over. All Julia knows is that she has to hear it to know for sure whether or not it's good.

Kyle is happy and hopeful when the read-through of the first act of "Hit List" concludes, but

all the oxygen has gone out of the room. Karen's friends make a beeline for the door. When Kyle prevails upon them for comment, Bobby comes forward to say "Hit List" is simply not good. Kyle tries to defend his work, then turns to Jimmy, who's been telling him the work is good all along. When Jimmy backpedals, Kyle says, "Screw all of you" and runs out. In Manhattan, the reading of "Bombshell" concludes. Eileen leaves the room to take a call, and the room stays silent. Julia's fearful, but Derek pronounces her new draft a brilliant. Julia tearfully apologizes to Peter for doubting herself.

Back at the "Liaisons" rehearsal, everyone's trying to follow Terry's lead, but Ivy just can't. When it's time for her to make a powerful speech calling Valmont a monster for his cruel wit, she gives it all she's got. The depth of her emotion shows Terry's performance for what it really is: shoddy. Stunned, Terry's jaw drops, and he runs out of the room. Meanwhile, Derek calls Karen to report on the new "Bombshell" — a revelation that will win Karen every award in town. "Hit List" can wait; it's time to focus on "Bombshell." Jimmy and Kyle's bad day just got worse...

Ivy finds Terry sitting on the floor in the hallway. Terry admits her acting blows him away — how does she do it? Ivy confesses that she does it because she's scared, and if he's not scared, his work will never be good. Terry realizes that he's never scared about anything... Karen finds Kyle on the roof and offers to let him blame her for pushing him too hard. Kyle doesn't understand how he can be so bad at something he loves so much. He doesn't have "it" the way Jimmy and Karen do. Karen reminds him that she's had to work hard for everything she has. Downstairs, Ana gives Jimmy a clear message: don't toy with Karen. And in Manhattan, Terry runs up to Ivy, claiming he's had a major breakthrough. After talking to her, he's decided to go off his meds, of which there are plenty. They've been cutting him off from his feelings!

Eileen returns to the prison to visit Nick, who apparently asked that she not be allowed to visit him ever again. They're moving him upstate next week, and he doesn't want Eileen to spend any more time on him. This is goodbye. Meanwhile, Jerry calls Derek, Julia, Peter and Tom into his office. Julia's new script is an artistic triumph; however, Jerry's not going to produce it. While Julia's version is award-worthy, it's not going to fill seats for years, so he's going to produce the workshop version from seven months ago, which Tom sent him last week.

Tom insists he wasn't trying to do anything malicious; when Jerry requested a draft, he just sent him the one he liked best. Julia wants Tom to join with her and Derek to force Jerry to produce her latest draft, but Tom says he can't. The story he wants to tell about Marylin is in the script he gave Jerry. Claiming they need a final decision, Derek proposes they solicit Eileen's opinion and whatever she says, goes. Jimmy and Ana join Karen on the roof to talk about the Fringe. Together, they cook up an idea: just like "Rent," they'll make "Hit List" all songs — no dialogue. Then Jimmy tells Karen that since they're working together they should just be friends. After shaking hands, Jimmy asks Kyle if he's sure Karen's dating Derek? Kyle tells Jimmy that Derek dates all his leading ladies.

Jerry, Julia, Derek and Tom gather in Eileen's office, all talking at once. Eileen finally demands silence to learn the foursome has agreed to abide by whichever version of "Bombshell" she chooses. Eileen takes a moment, then prepares to drop her own bombshell... but you'll have to tune in next week to find out her decision!

The Fringe

Season 2
Episode Number: 21
Season Episode: 6

Originally aired: Tuesday March 12, 2013
Writer: Julia Brownell
Director: Dan Lerner
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Sean P. Hayes (Terrance Falls), Jesse L. Martin (Scott Nichols), Michael Cristofer (Jerry Rand), Nikki Blonsky (Margo), Condola Rashad (Cynthia Moran), Daniel Sunjata (Peter Gilman), Wesley Taylor (Bobby), Savannah Wise (Jessica), Joshua Bergasse (Josh), Kim Rosen (Jen), Marty Lawson (Marty), Kelly McAndrew (Actor #1), Christy Pusz (Actor #2), Kathy Fitzgerald (Actor #3), Bobby Lamont (Actor #4), Natalie Paul (Actor #5), Frankie J. Alvarez (Actor #6), A.J. Cedeno (Reporter), Amanda M. Rodriguez (Assistant Stage Manager)
Production Code: 206
Summary: Derek and Karen find themselves at a surprising crossroads, forcing one of them to make a difficult choice. Jerry's uneasy partnership with Eileen hits a snag, as does "Hit List's" first performance at the Fringe Festival. Meanwhile, Ivy's last-ditch effort to save her and Terry's show has unexpected results.



Things are tumultuous behind the scenes at "Bombshell" rehearsals. Derek is clearly annoyed by Eileen and Jerry and Tom's creative takeover of the show. Jerry is butchering the artistic merit of the production, favoring outlandish set pieces — like a plane — over the subtle nuances of performance. And it's driving Derek and Julia mad. Elsewhere, Karen takes advantage of her day off by helping Jimmy and Kyle set up at The Fringe Festival. The room is cramped, but Jimmy is optimistic, so much so, that he breaks into "This Will Be Our Year" by The Zombies. Before he can finish the song, a tech

bursts in and tells them to keep it down — there's a performance going on upstairs. Karen goes back to "Bombshell" rehearsals.

At the studio, Karen runs into Ivy on the elevator, who lies about how wonderfully her rehearsals are going. When the doors open on Ivy's floor, the visible chaos paints a different story. "Liaisons" is surviving because of Terry Falls' involvement, but his creative vision is more like a nightmare. Ivy realizes she's on a sinking ship. At "Bombshell" rehearsals, Karen sings "Never Give All the Heart." It's beautifully emotional, but when it's over, Jerry suggests that be the song they cut for time. Julia and Derek are incensed by this idea, but Jerry knows Karen isn't a star yet, so it's best if they substitute her singing on stage alone with more technical pageantry. Julia stomps out in a fit.

Derek discovers Karen has been working on The Fringe Festival performance of "Hit List" during her free time, as does Jerry, who's not too happy about the revelation. The entire marketing campaign for "Bombshell" revolves around the Broadway debut of Karen Cartwright, and if she's in The Fringe Festival, the producers can't run with that storyline. Jerry tells Karen she'll have to choose, but she can't be in both. When Karen tells her friends at The Fringe, Jimmy in particular feels betrayed. He thanks her for telling them six hours before the show and also for choosing her career over her friends. A real classy move, Jimmy says, but what choice did Karen really have?

Ivy comes to Derek for help. She's convinced her show will be the death of her career, but Derek tells her to just play her role like it ought to be played and drown out all the rest. It's helpful for Ivy, but Derek realizes it's advice he hasn't taken to heart with his own production. Elsewhere, Julia talks to Peter about her frustrations with "Bombshell." Peter just got a job on a new play at the Royal Court and wants Julia to come with him. It's a compelling offer, but she worries about leaving Tom, who's busy trying to convince Eileen and Jerry to keep "Never Give All the Heart" in the show. They strike a deal: if Tom can make the song more compelling, Eileen and Jerry will consider keeping it. The problem is he has almost no time to fix it.

Outside of The Fringe Festival, Karen runs into Cynthia, Ellis Boyd's ex-girlfriend. Cynthia casually mentions Ellis left Boston to take a job with Jerry Rand producing "Bombshell." Karen leaves, trying to figure out how Jerry and Ellis are working together. The next day, Jimmy is so distraught by last night's miserable debut of "Hit List" at The Fringe that he doesn't want to show for the next performance. Kyle tries to explain their obligation to the ticket holders, but all Jimmy wants to do is get high. Julia informs Tom that she's mulling over the opportunity to go away with Peter. Tom thinks Julia is running away the minute problems arise and tries to remind her of their initial passion for "Bombshell." Tom promises to get Julia's song back into the show; he just needs a chance.

The next day at rehearsals, Tom advises Karen on a new approach to her song "Never Give All the Heart." Instead of playing the lyrics tragically, Tom wants Karen to sing it as a cautionary tale, with a sense of empowerment. Karen's not so sure, but the producers love the new version and encourage Tom to continue working with Karen. But this infuriates Derek, as he feels his talents as a Tony Award-winning director aren't being appreciated. Because his vision has been compromised, Derek quits the production once and for all.

Karen and Eileen try to convince Derek to stay, but he's sure of his decision. After he leaves, Karen asks Eileen about Jerry's involvement with Ellis Boyd. Eileen doesn't respond, other than to cryptically say, "Don't bring this up with anyone else." Elsewhere, it's press day at Ivy's show, "Liaisons," and the reporters in attendance are slowly dying inside watching the dreadful performance. With little to lose, Ivy lets lose when she sings "A Letter from Cecile," and everyone in the room loves it. Everyone, that is, except for Terry Falls. Afterwards, Terry tells Ivy they have to cut her hit song, since he has to be the funniest person in the show and can't risk her outshining him. She's destroyed.

At The Fringe Festival, Jimmy shows up 30 minutes before the performance to grab his things. Before he leaves, Karen rushes in, apologizing for what she did. Rehearsals for "Bombshell" have been demoralizing, and Karen's begun to question why she's even performing to begin with. At the end of the day, she realized the only place she wanted to be was on stage, singing with Jimmy. She leaves, but not before telling Jimmy to put on the show not for himself, but for everyone else involved.

An out-of-touch Terry finds Ivy crying in the stairwell. She opens up to Terry about how terrible the show and Terry in it both are. Ivy tells him how wrong his choices are, and — despite the threat of being fired — she complains about him cutting her song. The act of honesty is such a new experience for Terry, who greatly appreciates it. Since he's so famous, nobody tells him the truth anymore. They just always say yes. He lets her have her song back. At their next rehearsal, a brand new Terry asks the cast to offer up their feelings about the show. Though at first reluctant, when the cast does vent their frustrations, Terry takes the critiques to heart and immediately changes course. The cast is ecstatic.

Julia and Tom go to a Chinese restaurant, their usual dinner choice when they're depressed. Only, this time, Tom's not depressed. He's convinced Derek was the toxic part of their production. Eileen shows up with damning proof that Jerry was paying Ellis for information so he could shut down the show and take it over himself. Eileen vows to resume control of the show and asks Tom

to direct it. He knows it better than anyone else. Eileen offers Tom the position, asking him if he'd like to save the show. He smiles.

At The Fringe Festival, Jimmy begins to sing on stage to an audience that looks less than enthused. Suddenly, Karen shows up in the crowd and sings her part. The two sing "Heart-Shaped Wreckage" and receive an uproarious applause when they finish. The fortunes of "Hit List" are instantly reversed. Having seen the performance, Derek offers to direct it moving forward just as a bigwig musical producer approaches them about funding it. Outside, Karen tries to have a heart-to-heart with Jimmy, but he doesn't want anything to do with her and leaves her out in the cold.

Musical Chairs

Season 2

Episode Number: 22

Season Episode: 7

Originally aired: Tuesday March 19, 2013
Writer: Becky Mode
Director: Casey Nicholaw
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Sean Hayes (Terry Falls), Jesse L. Martin (Scott Nichols), Michael Christofer (Jerry Rand), Grace Gummer (Katie Rand), Veanne Cox (Actress#1), Jason Kravitz (Timothy), Kathy Fitzgerald (Actress#2), Seth Rudetsky (Himself), Wesley Taylor (Bobby), Savannah Wise (Jessica), Ann Harada (Linda), Daniel Abeles (Blake), Bo Stansell (Usher), Frankie J. Alvarez (Actor #6 / Azolan), Jordan Asinofsky (Theater Patron), Spencer Ebba (Chorus Member), Logan Kulick (Theater Student), Bobby Lamont (Actor #4 / Danceney), Chloe Elaine Scharf (Theater Student), Daniel Sunjata (Peter Gilman)
Production Code: 207
Summary: New circumstances give rise to conflicts as Karen, Tom, Julia and Derek adjust to their new surroundings. Tensions at "Liaisons" are also coming to a boil, ensuring that the show will find its place in Broadway history. Meanwhile, Eileen may have found the key to saving "Bombshell" with the help of her daughter, Katie.



Following their rave reviews at The Fringe Festival, the cast of "Hit List" performs "Heart Shaped Wreckage" for the Manhattan Theatre Workshop in hopes of getting their show picked up. Now directing, Derek will have to make some personal luxury adjustments if he plans to succeed with the low-budgeted independent production. Meanwhile, at "Bombshell" rehearsal, Tom's new stint as director is off to a rocky start. The cast doesn't share his vision, and his approach with the talent isn't well received. There's a lot of work to be done.

Because of Derek's untimely departure, the production of "Bombshell" is in a legal bind regarding his choreography. They need Derek to sign over his original ideas or scrap everything they had for new, less appealing dance numbers. After seeing Tom's uncomfortable interactions with Karen, Jerry is seriously worried about his ability to direct the show. But Eileen promises Julia that by the end of the day, everything will be all right. She's speaking with her lawyers and working to get Jerry off the show. For now, Eileen needs Tom to win Karen over. If he can do that, everything else will fall into place.

The Manhattan Theatre Workshop decides to pick up "Hit List," but relegates it to their smaller, 80-seat venue. Derek is furious. He may have left Broadway, but not for such a drastic

demotion. The company's artistic director, Scott, is fighting for "Hit List," but its implicit theme is hampering it from a main stage run. The final review isn't until Friday, so if they can somehow tweak the show before then, maybe "Hit List" can make the main stage. Meanwhile, Eileen's visit with her lawyers didn't go as planned. She has one more option for ousting Jerry, though she never wanted to resort to it...

Derek and Karen share each other's struggles over drinks. He informs her of the rewrites underway for "Hit List," and Karen offers to help. But when she visits Jimmy and Kyle at their place, Jimmy is less than enthused to see her. Karen tells Jimmy the true theme of his play is reinvention, changing your destiny. Still mad at Karen for ditching The Fringe Festival performance, Jimmy lets her know reinvention doesn't exist universally.

Eileen's last option for taking back "Bombshell" is convincing Julia to take her material and run. If Julia tries to shut down the production, it will force Jerry to make a play. Julia's reluctant to do this, even though she doesn't like the direction the show's going. Eileen tells Julia that Jerry never gave the choreography contract to Derek, because he wants Derek back and is betting on Tom to fail. This bothers Julia all the more, so she commits herself to saving the show, one way or another.

Julia ambushes Derek in a local restaurant and asks him to sign the contract allowing them to use his choreography, but he doesn't bite. Julia tells him to just make a decision already; if he wants back on "Bombshell," he should just tell her, but if he doesn't, then he ought to sign the papers. Meanwhile, Tom extends an olive branch to Karen by surprising her with flowers at her front door. Tom wants it to work between them professionally, and Karen agrees to put her best foot forward. As a coming-out party of sorts, Tom asks Karen to be his date to the "Liaisons" premiere.

Backstage at "Liaisons," Terry's upset to discover bloggers all over town are calling the show "meh." Ivy says it's because they've improved from "terrible," but both are left wondering if their changes have effectively lobotomized the energy of the show. The two of them decide that if they're going to go down, they might as well go down in a blaze of glory. That night in the lobby before the performance, Derek and Jimmy see Karen and Tom talking to a big shot Broadway reporter. They begin to argue about their own book on their own show, prompting Derek to vocalize his doubts about his decision to leave "Bombshell," and it's clearly articulated themes.

While searching through old files for damning evidence, Eileen and Katie have a moment of nostalgia for their family and the way it used to be. Julia finds licensing documents from Marilyn Monroe's estate, for the use of letters and pictures, etc. Since she used these items to help write the show, Julia may have just found the silver bullet they were looking for to use against Jerry! Back in the "Liaisons" lobby, Derek tells Tom he's wasting the talents of both Julia and Karen. And, in a moment of frustration, he tells Jimmy he's wasting his chance too. Tensions are high, and Jerry shows up to make it worse by offering Derek his job back.

Terry hams it up on stage while singing "Ce N'est Pas Ma Faute." At the song's climax, Terry is lifted high above the stage on a swing for the final note. When he's done, he falls 10 feet to the stage — definitely one way to go out with a bang. Afterwards, Tom and Karen meet up with Ivy to congratulate her on her performance. After seeing the way Tom and Ivy interact with each other, Karen decides she's not the right Marilyn for Tom. He's always wanted Ivy to be his Marilyn, and it's never worked out between him and Karen. The two go their separate ways, amicably. It seems, at least for now, that Karen's days at "Bombshell" are over.

Jerry meets with Tom, Julia, Katie and Eileen about the show. Julia informs Tom of Eileen's contract for exclusive rights from the Monroe estate regarding 75% of the show's lyrics. If Jerry tries to go on, the estate will be forced to sue him. Otherwise, he can just sign over the whole thing to Eileen on the spot. Jerry refuses, and his estranged family prepares to leave, burned for the last time. But before his daughter exits, Jerry has a change of heart. Outside the "Liaisons" theater, a relieved Karen informs Derek and Jimmy that she just quit "Bombshell." The group is infused with a new excitement for their own show, especially Jimmy, who realizes she just proved him wrong. You can change your destiny!

Deciding that theater is too much of a time suck, Terry resigns from "Liaisons," and the show is set to end within the week. Ivy leaves the theater with a different attitude than her fellow cast members — she is relieved and excited for what's ahead.

It ends up taking five lawyers and a lot of nagging by his daughter, but in the end, Jerry gives up his ownership of "Bombshell." Derek signs off on the choreography and gives Tom his

blessings. And with the exit of Karen, Tom is set to hire Ivy as the star of the show. It's a new, uplifting chapter in the "Bombshell" saga, and almost everything is moving in the right direction. But Julia's still upset Tom took the character of Marilyn's mother out of the show; Julia feels this character affects the theme of the entire play. Insisting that if it's important to Julia it's important to him, Tom agrees to put the character back in the show.

For their final review with The Manhattan Theatre Workshop, Jimmy and Derek reveal a new and improved "Hit List" with an opening number called "Rewrite This Story," sung by Jimmy and Karen. Scott loves the show's new look and agrees to put it on the main stage, with Karen and Jimmy as the leads. Afterwards, the chemistry between Jimmy and Karen is at full tilt when he asks her out for a drink. But as she's collecting her things, Derek tells Jimmy he has a past with Karen, and if Jimmy wants things to run smoothly with the production, he'd better back off. Derek takes Karen out for drinks instead, and Jimmy goes home alone.

The Bells and Whistles

Season 2

Episode Number: 23

Season Episode: 8

Originally aired: Tuesday March 26, 2013
Writer: Noelle Valdivia
Director: Craig Zisk
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Daniel Abeles (Blake), Takako Haywood (New York Times Employee), Jesse L. Martin (Scott Nichols), Rachel Oyama (Mia), Dollar Tan (Hitlist Actor), Wesley Taylor (Bobby), Toshiko Onizawa (Hipster), Daphne Rubin-Vega (Agnes), Savannah Wise (Jessica)
Production Code: 208
Summary: When Ivy brings Sam, back to town, Tom finds himself in an awkward situation. Jimmy and Derek clash over their vision for "Hit List," while both Ana and Karen struggle to stand up for what they want.



The first day of "Hit List" rehearsals are already off to a rough start, as Derek and Jimmy can't seem to agree about a particular scene's motivations. Jimmy clutches to his vision, while his inexperience as an actor is becoming clear. Things are going much better at rehearsals for the new and improved "Bombshell." Tom has come in with a new, more positive and open state of mind. As Ivy belts out "Let Me Be Your Star," it's clear she was made for the role of Marilyn. Tom encourages his actors to contribute their ideas, and Ivy wastes no times trying to get her ideas implemented. The cast and crew are ex-

cited when Tom invites them to his apartment that night to brainstorm, but Julia knows this lenient overcompensating will likely prove troublesome down the line.

Eileen meets with her publicist Agnes, who has a warning: Tom's name won't fill seats the way Derek's does. It's time to generate some positive press. Ivy bumps into Sam outside of rehearsals and convinces him to come up to speak with Tom. Sam is apprehensive; after all, Tom ended their relationship and pushed him to tour with "Book of Mormon." Inside, Tom's democratic approach to directing has already worn thin on Julia. He's got to parent his actors or they'll run wild. Tom asks her to simply trust that he knows what he's doing. Over at "Hit List," Jimmy becomes infuriated when he finds out Derek wants to cast Lea Michele as The Diva in the show. They're supposed to take audiences by surprise — casting a celebrity will ruin everything! Jimmy vows to not let Derek tank this show any further.

Eileen reaches out to her old friend at The New York Times, Richard Francis, head of the Arts section, but he's uninterested in writing about "Bombshell." He needs a good story. Desperate, Eileen invites Richard to rehearsals so he can see the new and improved show for himself. The only problem is, Eileen doesn't understand the show is back in turmoil. Tom is promising

everyone everything, and the script is falling apart at the seams. Tom even offers Sam a role in the show on a whim! When Julia reminds him they're totally cast and there are no parts left, Tom has to find a way to break the bad news to Sam.

Jimmy and Karen aren't seeing eye-to-eye when it comes to Derek. Karen thinks Jimmy's just as much at fault for their contemptuous relationship and advises Jimmy to just give Derek a chance; she bought in to his directing and it paid dividends for her. For his part, Jimmy assumes Karen's "connection" with Derek goes beyond the stage. At the "Bombshell" party, Tom and Sam belt out the song "(Let's Start) Tomorrow Tonight" from an abandoned play of Tom's starring Nat King Cole. Even though he's supposed to break the bad news, Tom hires Sam on the spot, promising to insert Nat King Cole's character into the plot. The cast rejoices, but Julia knows this is a horrible, horrible decision based on guilt.

Since Jimmy doesn't want him to hire a big name for *The Diva*, Derek has arranged for a set constructed of massive, high-tech LED screens, an idea Jimmy doesn't like either. Karen suggests having Ana audition for the part of *The Diva*, but Derek's not receptive. Jimmy goes behind Derek's back, telling Scott about the spectacle Derek's planning. Scott thinks the beauty of "Hit List" is the chemistry between the two leads and fears Derek's going to drown that out with the theatrics of the staging, not to mention drowning the budget. Derek pitches his idea as "a Broadway show with an off-Broadway budget." His LED screens are donated; contrary to popular belief, he does have friends in the business. Scott agrees to at least see Derek's idea fully realized before making a final judgment.

Tom and Sam sleep together on the night of the cast party. The next day, Tom wants to start rehearsal with Sam's number, however Eileen has arranged for Richard to drop by to see Ivy. When he enters in the midst of Eileen and Tom's public fight, it's clear that once again, "Bombshell" is in shambles. Both Julia and Eileen agree Sam's song has to go. The only problem? Sam just quit his job to join the cast. Meanwhile, Karen tries her best to convince Ana to audition for *The Diva*, but she doesn't want to lose the part she already has. When Karen urges her to fight for it, Ana promises to talk to him — but only if Karen will talk to Jimmy.

Kyle is stunned to learn Jimmy told Scott about Derek's staging, claiming he won't let Derek "beat him." Kyle quickly realizes this is all about Karen — did something happen? While he doesn't give particulars, Jimmy allows that Derek told him to stay away from Karen because he wants her for himself. Just outside the theater, Jimmy spies Derek standing by a van as the LED screens are unloaded. A cheery Derek thanks Jimmy for telling Scott about his staging ideas and is happy to let him know his backstabbing didn't work.

Richard tells Eileen that the "Bombshell" story is pretty much tapped out, but when she begs, he allows that the only story he could write about is how she miraculously got her show back. Eileen knows this story involves her daughter. She's not willing to drag Katie through the mud, but she has an idea... Julia brings Tom to the "Hit List" rehearsal to watch Derek's directing skills in action. Unfortunately, he's livid and yelling, as his massive LED screens perpetually malfunction. When Karen comes down on Jimmy's side, Derek walks out of the theater. Julia hunts down Scott to ask why he's not returning her calls. Could he still be harboring ill will about her snubbing him for a director role 15 years ago? He is, since his career was thrown way off track by her disloyalty; it took him 15 years to get back to New York.

Outside of rehearsal, Derek gives Tom some good advice about directing: it's not about being the actors' friend, it's about earning their respect. It's a lonely business. Interestingly enough, Tom has some advice of his own for Derek. He sees a lot of Derek in the young and ambitious Jimmy. Perhaps maybe they have more in common than they both know — they're not enemies. Back at rehearsal, Derek apologizes and asks for a fresh start, asking Jimmy about his vision for the show. With a more cooperative partnership established, Derek ditches his LEDs to preview a scaled-back and more emotive version of the song "I Heard Your Voice in a Dream." It's a hit.

Julia offers Scott a heartfelt apology for the past, admittedly 15 years too late. Scott appreciates the gesture and offers his condolences on her split with Frank. At a dive bar, Karen can't seem to work up the courage to tell Jimmy how she feels about him. Ana tries to inspire her by taking a chance of her own: she jumps on stage and calls Derek out, telling him she's "the one" for *The Diva* part. Ana sings "If I Were a Boy" to resounding applause. Derek gives Ana the part on the spot, embarrassed he didn't see it sooner. Off Ana's lead, Karen asks Jimmy if he likes her. His silence says it all and Derek walks a disappointed Karen home. It's not long before Jimmy rings Karen's doorbell, and she lets him in. Jimmy doesn't say anything, making up for

lost time with a passionate kiss. What took him so long?

Tom reluctantly tells Sam he can't be a part of the show. It's a difficult decision in light of their recent personal history, but Tom's talk with Derek has him seeing things differently. In rehearsals, Tom puts his foot down, no second act break for Ivy, no wardrobe changes and Julia really ought to make some edits to the Gladys scene. He's finally becoming a true director. Eileen pulls Tom aside and tells him *The New York Times* is ready to jump on a juicy story about the show, but she'll need his approval. Leigh Conroy, Ivy's mother, is willing to sign on as the new actress to play Marilyn's mother. Will the mother-daughter tension might be too much for Ivy? Tom doesn't care — they need the press.

The Parents

Season 2

Episode Number: 24

Season Episode: 9

Originally aired: Tuesday April 2, 2013
Writer: Jordon Nardino
Director: Tricia Brock
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Daniel Abeles (Blake), Brad Fitch (Bombshell Actor), Montego Glover (Marissa), Jesse L. Martin (Scott Nichols), Bernadette Peters (Leigh Conroy), Dollar Tan (Hitlist), Wesley Taylor (Bobby), Eric West (Erik), Jamey Sheridan (Richard Francis), Dylan Barker (Roger Cartwright), David Call (Adam Collins), Savannah Wise (Jessica), Ann Harada (Linda)
Production Code: 209
Summary: After Leigh Conroy joins the cast of "Bombshell," Tom finds himself struggling to diffuse the years of tension between her and Ivy. Jimmy and Karen's connection is threatened by both Ana's newfound success and an unexpected visitor. Derek learns more about Jimmy's past just as the public sees their first piece of "Hit List."



Jimmy and Karen are lost in love after finally sharing a night together, but the romantic feelings are quickly squashed in the morning when her father, Roger, knocks on her door, a surprise visit. Jimmy sneaks out the fire escape, but Karen's father notices someone in a leather jacket sneaking off. Ivy ignores her mother's fifth phone call of the morning as she walks to rehearsals with Sam. Outside, Linda stops Ivy to tell her Tom and Eileen need to speak with her immediately — in private. It sounds ominous.

Julia is still caught up in her fallout with Scott as she tries to structure

a proper apology email at work. As Tom tells her to relax, Linda announces Ivy's arrival, prompting Tom to freak out. Julia's stunned — why didn't Tom tell Ivy yet!? Luckily, Eileen steps in to drop the bombshell: they've cast Ivy's mother Leigh Conroy in the role of Gladys, Marilyn's mother. Ivy is mortified! Leigh hasn't officially accepted the role, as she's waiting for her daughter's blessing. But Eileen makes it clear the show needs Leigh to boost the business side of the show. Ivy doesn't really have a choice.

Derek walks into rehearsal and stops Karen as she sings "Broadway Here I Come" — they have a lot of preparing to do if they're going to be ready for the big fundraiser that night. Scott lets everyone know tonight is the show's first introduction to the patrons and board members of the theater, so they have to make a splash; he wants Ana, their diva, to perform as well. Jimmy is late to rehearsals because he "overslept," and as he's talking on the phone with Kyle, he sees

Adam the drug dealer. Jimmy takes off in the other direction hoping not to be seen. Karen pleads with her dad to stay for the rest of rehearsal; she wants him to see why she left "Bombshell," and he's not sure he does.

At "Bombshell" rehearsals, Tom tries to apologize to Ivy before her first practice with her mom, but she's not having it. Contrary to expectation, Ivy and Leigh perform like two treacherous soap actresses during rehearsal, despite the fact they're acting in a contentious scene. Tom tries to get behind the choices of each actress, but can't seem to identify the wall between mother and daughter. Eileen calls Richard at the New York Times, asking him to come for his feature tomorrow instead. They'll be ready then. Eileen flirtatiously promises to pay him back with dinner next week, and Richard seems more than willing to accept. Is it a date? Of course not — that would be a conflict of interest...

Derek tells Karen not to worry about her father's apprehension towards "Hit List" — both she and Derek took risks with this show, and only time will tell if it pays off. He suggests she bring her father to the fundraiser that night so he can see for himself. When Jimmy finally does show up for rehearsal, Derek gives him a hard time for his truancy. Karen tries to talk to Jimmy about what happened between them the night before, but both are awkward and vague when it comes to defining it's meaning, as they stumble over words and say things that get misinterpreted — like, Jimmy asks Karen to keep whatever's happening between them private. Suddenly, Adam the drug dealer shows up. Jimmy takes the conversation outside, leaving Karen high and dry.

Adam confronts Jimmy about the money he owes him. Jimmy's got his name all over posters outside the theater, so surely he has enough to pay his debt to Adam. But Jimmy, literally backed against a wall, explains he doesn't have the money right now. Adam promises Jimmy he'll be seeing more of him. Meanwhile, Derek asks Roger to attend the fundraiser so his daughter can show him why she left "Bombshell." Noticing Derek's leather jacket, Roger treats him with protective skepticism, but agrees to attend the fundraiser that night.

Back at "Bombshell" rehearsals, Leigh accidentally reveals to Sam that Tom was the one who begged her to join the cast... though it was Eileen's decision. Eileen asks Julia if she'd like to attend the fundraiser for "Hit List" that night to see what Karen and Derek are up to. Julia agrees, knowing it's a chance to see Scott. During rehearsal, Tom tries to coax personal experiences out of Leigh and Ivy's real relationship for performance motivation, but the exercise backfires big time. Both share unflattering stories, until Ivy reveals she's spent a lifetime being told she's not good enough. Ivy belongs on "Bombshell"; Leigh doesn't. But at least she's got a career ahead of her, while Leigh's is almost over.

Karen sings "Broadway Here I Come" at the fundraiser that night while Derek and Roger look on. Roger blames Derek for Karen's departure from Broadway, though Derek makes it clear Karen's decision was completely her own. Roger's read about Derek and knows his unsavory reputation. A real man would take responsibility... while a boy would escape out the window. Derek is rightfully confused. Jimmy asks Scott for an advance on his pay, but Scott says he can't do that, as they're a non-profit theater company, and it's pretty much hand to mouth. When Jimmy leaves, Scott and Julia run into each other. Julia lets him know she still feels terrible, but Scott's already picked up on that and kind of enjoying it. Tom shows up, delighted to find that Eileen has arranged for him to sit at her table — the flirtation is on!

Backstage, Ana is dressing for her performance, when Kyle tells her Richard Francis from the New York Times just arrived. Karen wonders where Jimmy is, and everyone agrees he's been acting weird all day. A nervous Ana is called on stage to perform "Reach for Me." Her act is a mesmerizing aerial number, with dancers hanging from silk over the audience. As her performance captures the imagination of the crowd — and Richard — Jimmy sneaks into the coat check and starts ransacking coats for valuables. Jimmy finds a nice watch in a coat, but Derek notices him and calls his name. Jimmy's caught.

Jimmy comes clean to Derek. He's in trouble. He took \$8,000 from Adam a year ago in order to start a new life and get out of the drug scene. But now Adam's come looking for the money. Derek wonders why Jimmy didn't just come to him in the first place, confusing Jimmy. Derek's kidding, right? Actually, he's not; Derek thought he and Jimmy were becoming friends. Jimmy and Derek grab their coats. Back inside the fundraiser, Julia tells Scott she's comforted by the fact that her betrayal led him to this fantastic production. He's doing fine without her. With the ice finally broken, Scott tells Julia he hopes to see her around more.

Derek introduces Jimmy to Roger, who immediately realizes both Derek and Jimmy are wear-

ing similar leather coats. Karen walks her father outside to catch a cab as Richard from the New York Times introduces himself to Scott and commends him on the preview. If *The Diva* is a big part of the show, he can't wait to see more. After Richard leaves, Derek and the creative team conspire to ramp up Ana's role in the musical. Alone, Richard tells Eileen he wants to see more of her, on a personal level, and lets her know he's giving the "Bombshell" story to another writer so there's no conflict of interest.

Back at "Bombshell" rehearsal, Leigh apologizes to Ivy, who's not going to return the favor. Ivy resents Leigh for accepting the role of Gladys. Leigh knows "Bombshell" needs her to open the show. This may well be true, but after the show opens, Ivy will never need Leigh again. Outside the fundraiser, Roger tells Karen he knows why she left Broadway: it's Jimmy. Karen tells him she really cares about Jimmy, and "Bombshell" is a part of her past now. If "Hit List" is a mistake, well then, she already made it. Roger leaves, agreeing with her final statement.

The next morning at rehearsal, Ivy and her mother Leigh finally put their personal qualms behind them to focus on the show. They perform the duet "Hang the Moon," and it's exactly what Tom imagined — there's not a dry eye in the house. In a way, the performance connects mother and daughter on an emotional level they hadn't experienced in a long time. This onstage partnership might work after all. Elsewhere, Derek gives Jimmy the money he needs to clear his debt with Adam. On his way out, Jimmy runs into Karen and Roger outside the theater. Roger's had a change of heart about Karen's decision and asks Jimmy if he'll join them for dinner. Roger apologizes to Derek, explaining he mistook him for Jimmy and thought he was seeing Karen. Finally clued in, Derek has a new regard for Karen and Jimmy: envy.

Jimmy apologizes for his weird behavior as of late, but promises he's better now. He doesn't say it, but Derek's generosity has lifted a monkey off his back. Meanwhile, Julia meets Scott for coffee. Scott offers her the chance to make up for the pain she's caused him by helping with the "Hit List" book. It would have to be in secret, since Derek doesn't know about it, but Scott trusts Julia to tighten the script. She agrees. Despite her amazing performance in rehearsal, Ivy still resents Tom for hiring Leigh; he knew he was effectively forcing her back into the shadow she's spent her whole life trying to escape. Tom claims he was just doing what was right for the show. Ivy says she'll do the same, but they're no longer friends. Tom is just her director now.

Jimmy repays his \$8,000 debt and tells Adam he never wants to see him again. But before he goes, Adam offers Jimmy some drugs as a gesture of gratitude. Jimmy's worked so hard to start his life over, but the temptation is too much to turn down. He reluctantly takes the drugs and walks away, as Adam calls after him. Jimmy's secret is safe with Adam...

The Surprise Party

Season 2
Episode Number: 25
Season Episode: 10

Originally aired: Saturday April 6, 2013
Writer: Julie Rottenberg, Elisa Zuritsky
Director: S.J. Clarkson
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Daniel Abeles (Blake), Bob Angelini (Reporter), Brad Fitch (Bombshell Actor), Montego Glover (Marissa), Julie Gudz (Theater Girl), Jesse L. Martin (Scott Nichols), Paul McGill (Dancer), Liza Minnelli (Herself), Richie Noodles (Restaurant Patron), Jamey Sheridan (Richard), Justin Stanger (Nigel Pritchard), Dollar Tan (Hitlist), Wesley Taylor (Bobby), Ramón Olmos Torres (Flower Delivery Guy), Haley Jordan Jones (Benefit Guest), Greg Sammis (Bar Patron)
Production Code: 210
Summary: Tom plans a surprise for Ivy in an attempt to find a balance between their work life and their friendship. Relations between Karen, Jimmy, and Derek explode just as "Hit List's" rehearsal process nears its close. While Richard asks Eileen to spend less time at work and more time with him, Julia finds herself also pulled away from "Bombshell" by an unlikely source.



It's tech rehearsal, and the tension between Ivy and Tom is thick. Not only is Tom's inexperience a strain on everyone, but he still has yet to grasp the impact hiring Leigh has had on Ivy. When Tom insists Ivy has poisoned everyone, especially Sam, against him, Julia corrects him. The Sam situation is all Tom's fault. Julia's depressed because her son is off looking at colleges without her. Tom tells her she's not needed, so she heads over to "Hit List," as Eileen ushers Richard into the theater. After yet another negative article in the Post, Eileen's intent on damage control. For his part, Richard

was hoping Eileen might be willing to unplug from work for a date. Claiming she loves a challenge, Eileen proposes dinner together that night.

It's hot and heavy in the costume closet at "Hit List," though Karen's starting to feel weird that Jimmy wants to keep hiding their relationship from the rest of the cast. Jimmy pulls himself away to give Derek another payment on his loan. But Derek smells a rat — why do Jimmy and Karen seem to be avoiding each other in rehearsals? Kyle interrupts, excited to have spied Richard in the lobby. Because of Richard's interest in their play, Jimmy and Kyle have found a way to give The Diva another song in the second act, but today, Richard's come to see Karen and Jimmy perform the song "Original."

Backstage at "Bombshell" Sam and Ivy gossip about her birthday party, scheduled for that night. Ivy admits she didn't invite Tom, since she was hoping to just kick back, forget "Bombshell" and score some birthday booty. When Tom spies an incoming flower delivery for Ivy, he's gobsmacked — how could he have forgotten Ivy's birthday!? After a second thought, he decides this is just the opportunity he's been looking for. Now he can remind Ivy how much he loves her, and when she forgives him, everything can go back to the way it used to be. When Eileen asks Tom what he has in mind, he picks up his phone and tells Suri to call Liza...

Richard congratulates Derek on "Hit List" — it just keeps getting better and better! — especially Karen. Is it true she found "Hit List"? And are she and Derek together? It could be a great story for The New York Times! Inside the theater, Julia discusses the "Hit List" book with Scott. The Diva character is problematic and Scott wants to know how to fix it; in fact, both Derek and Scott want to hire Julia as dramaturg. Kyle's game to work with Karen. He'd prefer to wait for Jimmy, but Scott tells him to get started. On a coffee break, Karen laments Jimmy's top-secret approach to their relationship to Ana, who thinks it's a red flag. Jimmy and Karen are both adults; they should be able to be professional and public at the same time.

Tom approaches Ivy backstage to wish her happy birthday. When she claims she has no plans for the evening, he insists she's having dinner with him. Ivy scuttles over to complain to Sam, who smooths everything over. They'll get Ivy's party started and stock it with straight guys while she's at dinner with Tom; she can come afterwards. Meanwhile, Eileen calls her publicist Agnes to leak Tom's plan to surprise Ivy with Liza Minnelli at dinner. Agnes suggests Eileen move her dinner with Richard to the same restaurant and promises to discreetly tip off a few reporters so they can get some positive press out of the event.

Karen stops another make-out session in the wardrobe room to announce she doesn't want to hide anymore. Is Jimmy ashamed of her? He's not, but he's not prepared to go public. Karen storms out, telling him to let her know when he's ready. While working on "Hit List" with Julia and Scott, Kyle quickly picks up on the romantic tension in the air. Did they used to date? Julia's surprised to learn Scott would have pursued her if she wasn't married way back when... That night at Table 46, Eileen's date with Richard is going great — she hasn't mentioned work all night! At the same restaurant, Ivy's trying to duck out to her party when she spies Agnes with reporter Michael Riedel... and that's when Liza makes her big entrance!

Ivy's stunned when Liza makes a beeline for their table to introduce herself. But why is a photographer taking pictures — is this a PR stunt Tom set up for the show!? Tom scrambles to convince Ivy this isn't the case; the only person he told about the Liza surprise was... Tom bolts for Eileen's table, demanding to know if she tipped off Agnes. When Eileen admits she did, Richard walks out, drawing the attention of Michael Riedel, who's delighted to see "Bombshell" is imploding once again. Ivy's about to bail, but Liza won't hear of it. Yelling across the dining room, she orders Ivy to sit down and listen to the song Tom wrote for her, "A Love Letter from The Times."

It's late at night and Derek has had a few when he finds Karen working alone in the theater. Sensing something's up, Karen asks him to be honest with her. Derek starts by saying he cares about her... and that's about all he can get out. That's when Karen drops her bomb: she's sorta seeing Jimmy and it's complicated. Saying, "Good for you," Derek makes a quick exit. After dinner, Tom apologizes for bungling things with Ivy's mother, and she admits she may have overreacted — friendship healed. Nevertheless, Ivy doesn't invite Tom to her birthday party with the rest of the "Bombshell" cast. Right after she hops into a cab, someone from the restaurant runs out to give Tom Ivy's forgotten keys.

When Kyle steps out for a minute, Julia admits she may have had an inkling Scott had a crush on her years ago. He admits he was mad at her for so long that he forgot some of the best times of his life were spent just like tonight, working with Julia. At her party, Ivy tells Sam it's time to lighten up on Tom; he didn't ruin her birthday after all. Moments later, Tom shows up, having tracked down Ivy to return her keys. That's the moment when a cake is brought out and everyone starts singing. When Ivy spies Tom, the room goes quiet, so he gives her the keys and leaves, wounded.

During rehearsal, Derek's irascible nature comes to the fore. He's bored to death with the scene Jimmy and Karen are playing. Annoyed, Jimmy explains he's trying something different. Karen suggests taking a break, but Derek forces them to run the scene again. Disgusted, Derek yanks Jimmy's arm, calls him an amateur, and then makes a snide comment to Karen about her

so-called "boyfriend." In that moment, Jimmy realizes Karen told Derek about them. He accuses Derek of being angry because he told Jimmy to stay away from Karen — which is news to Karen. When Karen tells Derek to stay out of her life, he agrees. Saying, "I'm done," Derek stalks out of the theater. Karen turns on Jimmy for lying to her — all this sneaking around was because of Derek? She thought Jimmy was more of a man!

Ivy runs out of the bar after Tom to explain it's not what it looks like. She loves Tom, but they can't be friends right now; he's her director and these two roles must be mutually exclusive. Neither of them should have to worry about the other's feelings. When Tom confesses to missing Ivy desperately, she corrects him: their friendship has just changed — for now. Tom didn't ruin her birthday, he gave Ivy the best birthday ever. Back at Manhattan Theater Workshop, Kyle has figured out how to expand the character of The Diva — which will mean reducing Karen's part... Once again, Derek assures Kyle that neither Karen nor Jimmy need to be consulted.

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It's after midnight when Karen finds Jimmy on her doorstep. He's genuinely contrite and wants to do whatever he can to make up for his making a mess of things. How about they go on a real date, in public, right now? He gives Karen his coat, and she takes his hand, then chooses not to mention what she finds in his pocket — a baggie of drugs. After her party, Ivy sits alone at the bar, delighted when Derek shows up to wish her happy birthday.

The Dress Rehearsal

Season 2
Episode Number: 26
Season Episode: 11

Originally aired: Saturday April 13, 2013
Writer: Julia Brownell
Director: Mimi Leder
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Savannah Wise (Jessica), Daniel Abeles (Blake), Brad Fitch (Bombshell Actor), Montego Glover (Marissa), Julie Gudz (Theater Girl), Jesse L. Martin (Scott Nichols), Richie Noodles (Theatre Patron), Maxwell Peters (Hitlist Actor), Jamey Sheridan (Richard Francis), Dollar Tan (Hitlist Actor), Wesley Taylor (Bobby), Jeremy Zierau (Audience Member)
Production Code: 211
Summary: When Ivy has an unfortunate incident at the final dress rehearsal for Bombshell, she's forced to make a difficult decision; after a talk with Julia, Derek sees *Hit List* in a new light and makes changes ahead of a *Times*-critiqued stumble-through, which might not sit well with Karen and Jimmy; Derek reveals a secret to Karen; a surprising *Times* article is released.



Ivy wakes up next to Derek, and lets him know he has to go — today is the first invited dress rehearsal for “Bombshell” and she needs to prepare. Elsewhere, Tom has a nightmare in which he’s naked on stage in front of a full house; the anxiety of the show’s looming premiere is weighing on him. Julia tries to calm him down on their way to work, but Tom’s still freaking out. Nevertheless, Eileen thinks they’re in great shape.

Julia and Kyle run over the changes to “Hit List,” particularly the expansion of Ana’s role of The Diva. Everything seems to be in line, but Jimmy worries to Karen

on account of their relationship. Karen can’t imagine Derek would sabotage them like that two weeks before the premiere, but Jimmy isn’t so sure. He seems on edge, but when Karen asks if he’s on anything, all he’ll say is, “Adderall and Red Bull.” At the “Bombshell” dress rehearsal, Tom’s anxiety is overwhelming. He meticulously notes all the minor mistakes as the show plays, though Julia thinks he’s overreacting. But when Ivy’s bra accidentally drops during an intimate scene with JFK, everyone’s worst fears are realized.

Ivy and Sam discuss the fallout regarding her nipple slip during dress rehearsal. When fellow cast members report glowing reviews of Ivy’s performance as Marilyn, the clouds part. It seems her accidental nude scene left a memorable mark on the Broadway press. Inside the theater, Tom, Julia and Eileen discuss the various mistakes that occurred during dress. Eileen thinks

it's best they cancel the next preview to make needed fixes. Tom insists the show has to go on — a cancellation is an obvious sign of doom. Eileen agrees to not cancel the show if Tom can fix everything by 3:00 p.m. As for Ivy's nude scene, both Julia and Eileen think it should remain in the show. It's an honest moment... and ticket sales have never been higher.

Jimmy is a no-show at "Hit List" rehearsals. After seeing him so strung out, Karen is a little worried, especially since she found cocaine in his jacket a week earlier. She thinks Jimmy's recent delicate condition isn't related to drugs but Derek and his manipulation of the show. Derek insists he's not holding anything against Jimmy or Karen. When Jimmy finally does show up, the cast and director begin to run his new songs, but when Derek notices Jimmy kissing Karen good morning, it's clear there's tension festering.

At "Bombshell" rehearsals, Eileen and Tom ask Ivy's opinion regarding onstage nudity. Ivy doesn't want it to overshadow her performance, but Eileen thinks it only adds to her character. Later on, the run-through still has its share of kinks, but when 3:00 p.m. rolls around, Tom lies to Eileen to ensure the show runs as scheduled for that night. It's nowhere near ready; but a cancellation could mean the end of his directing career, and he doesn't want to risk it. When Eileen leaves, Tom orders the cast to run the show again. Come hell or high water, they're going to get this right.

Julia approaches Derek and asks how he's doing; he doesn't seem himself. Derek can't embrace his connection with the show's story anymore, and though he doesn't say it, it seems like Karen's on his mind. Julia encourages him to run the show through once before their dress rehearsal - maybe he'll see something new. But when the cast does, Derek's new vision is in defiance of Jimmy's. Derek wants Ana to start the show in a cappella, singing the refrain of Karen's song as she foreshadows the shocking conclusion of the show. Karen tells Derek that's her favorite song; he can't just give it away to Ana like that. Derek replies with a curt, "I just did."

Later on, Derek informs Scott of the structural changes he's made to "Hit List." Jimmy uses the opportunity to accuse Derek of blowing up the show to punish him and Karen for their relationship. Derek gave up Broadway for this show and wasn't aware he'd be going back to junior high when dealing with Jimmy. This play is Scott's first as an artistic director, so he demands everyone act professionally; the show must go on. Regarding the changes, Scott asks Kyle what he thinks — and in an act of perceived backstabbing — Kyle tells Scott he agrees with Derek's new opening. It works better. Jimmy is stunned. Once alone, Jimmy rips into Kyle for being disloyal. Kyle counters: Jimmy's the one who's fallen out of touch with the direction of the show.

Ivy's warming up to the idea of baring her breasts onstage. Sam wants her to promise him she won't do it, but she doesn't give him an answer. He feels it will detract from her performance, as that's all anyone will remember her for, but Ivy thinks it might be a bold artistic decision. Just when all seems lost with the "Bombshell" dress rehearsal, Julia comes up with a brilliant idea involving actors moving through the audience. A desperate Tom immediately implements Julia's idea. It's a risk, but Tom hopes it's just the right amount of risk to succeed.

Richard from the New York Times stops by "Hit List" to see a preview of the reworked show. Backstage, Ana tries to talk to Karen about the song, but when Karen remarks that Derek did it out of spite for her relationship with Jimmy, Ana's hurt by the implication Karen doesn't believe in her. After the performance, which is well received by Richard, Karen confronts Ana and asks her why she went back on her promise not to turn down Derek's offer of more songs. Ana's worked hard for her shot and believes it's well deserved. As for Karen... well, maybe she should have slept with Derek when she had the chance.

"Bombshell" goes on as scheduled, and Julia's new introduction to the second act is borderline genius — the crowd eats up Ivy's rendition of "Dig Deep." As the cast rushes backstage for a costume change, the actor who plays JFK asks Ivy if she plans to go topless on stage or not; she still hasn't decided. When the time comes, Ivy keeps her camisole in place on as the lights go to black. Julia's a little disappointed, but Tom doesn't care — she nailed the scene. However, in the following scene during a major emotional moment for Marilyn, Ivy seizes the moment and fully exposes herself to the audience. It's a shocking, but it's raw and real. The crowd seems to appreciate the honesty of the narrative.

Karen asks Derek if he cast her as Marilyn because of her talent or because he wanted to sleep with her. He says it was her talent, but Karen doesn't like the pause before his response. She doesn't think they should work together ever again. But as she's leaving, Derek lets her

know Scott paid Jimmy in cash because he doesn't have a social security number, and the New York Times fact checker uncovered that Jimmy Collins isn't Jimmy's real name. Karen doesn't get Derek's angle, so he continues. Last week Derek lent Jimmy money to pay off his drug debt. Derek warns Karen to be careful, as she doesn't know really whom she's dealing with.

After the show, Tom runs into Sam outside the theater. Due to a last-minute change, Tom had to cut Sam's character out of the performance. Sam knows he's in flux career-wise, but he never wants to work with Tom again. Later on, over drinks, Tom reads the online reviews despite Julia's warnings. The first review that pops up is from the New York Times - glowing praise of "Hit List" as the musical of the season. The article praises the little-known show for portraying the themes of Marilyn Monroe's life better than "Bombshell," and not-so-subtly mentions Julia's involvement as dramaturg. Tom is devastated by what he thinks is Julia's deceptive personal affront.

At the "Hit List" cast party, Karen challenges Jimmy about Derek's accusations. What did he use the money Derek gave him for? And how did he really stay up for three straight days? Was it drugs? Jimmy tries to avoid the conversation, but it's no use. Karen knows he's hiding things. But when the group hears word of the New York Times article, they're ecstatic. This is just the boost they need to put them over the top. Riding the positive wave, Jimmy apologizes to Kyle for being a jerk. Karen asks Jimmy once more to open up to her, since she wants to be with him for a long time. But all Jimmy can say is he's sorry. Outside the theater, Jimmy's drug dealer Adam approaches Ana and asks her about Jimmy. He just missed him. Adam leaves, but Ana's gaze lingers.

In her office, Eileen scolds Richard for his review of "Bombshell." Richard doesn't get it. The article appeared on the front page of the Arts section and was generally appreciative of the show. Eileen asks Richard to leave; she doesn't want to talk to him for a while. Derek waits for Ivy outside her apartment to congratulate her on an awesome performance. Ivy asks if the thing between them is just casual. Derek says of course and even shows her the alarm he's set on his phone to leave promptly at 3:00 a.m. But Ivy turns it off. She wants Derek to stay all night long.

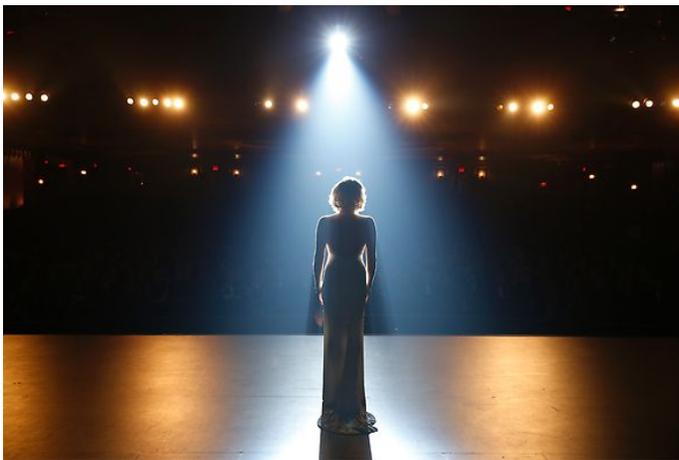
Opening Night

Season 2

Episode Number: 27

Season Episode: 12

Originally aired:	Saturday April 20, 2013
Writer:	Bathsheba Doran, Noelle Valdivia
Director:	Michael Morris
Show Stars:	Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars:	Bernadette Peters (Leigh Conroy), Jesse L. Martin (Scott Nichols), Jamey Sheridan (Richard Francis), Rosie O'Donnell (Herself), Marc Shaiman (Himself), Scott Wittman (Himself), David Call (Adam Collins), Daphne Rubin-Vega (Agnes), Emory Cohen (Leo Houston), Mara Davi (Daisy), Julian Ovenden (Simon), Wesley Taylor (Bobby), Savannah Wise (Jessica), Brad Fitch (Bombshell Actor), Maxwell Peters (Hitlist Actor), Dollar Tan (Hitlist Actor)
Production Code:	212
Summary:	It's <i>Bombshell's</i> opening night. As Ivy's nerves get the better of her, support comes from an unlikely source. Meanwhile, Tom and Julia look to their next project. <i>Bombshell's</i> success may be in jeopardy as Eileen's issues with Richard come to a head. Jimmy finally opens up to Karen about his past, but is it too little too late?



It's the night before the opening of "Bombshell," and all sides of the production are waging their own inner battles. Tom is still mad at Julia for consulting on "Hit List" behind his back, and despite her best efforts, he seems to be holding a grudge, refusing to commit to an idea for their next project. Eileen's still upset about Richard's New York Times article and wants to disinvite him from the premiere, but Agnes demands she hold off on any bridge burning until after the show's review. Ivy begins a self-imposed media blackout until after the premiere, as she wants to focus solely on her performance.

But when she overhears two dress rehearsal patrons criticizing her ability to carry the show, Ivy's insecurities come flooding back.

Despite the fact that "Hit List" has already sold out their run, Eileen has generously provided the cast with tickets to the premiere of "Bombshell," but Karen doesn't want to go — it would be like going to an ex's wedding. She's over it, but she still doesn't want to watch someone else play her role. Jimmy tries to talk Karen into going with him, but she's still upset about his reluctance to be honest with her about his life. Later, as Jimmy prepares to confess everything to Karen, Kyle warns that doing so might drive her away for good. Meanwhile, Ana has spent the night with Adam, who revealed that he's Jimmy's brother. If Jimmy told Karen he was an only child, he lied, and clearly, he's been lying about a lot more...

Over dinner, producer Geoff Preston asks Tom to produce his revival of "City of Angels" — but only if he has nothing else in the pipe. Since Julia's recent betrayal has Tom feeling less than loyal, he says he's free. Elsewhere, Ivy is holed up in bed scrolling through online posts about her performance. Derek tells her to just put herself out there and let go. Despite all their steamy nights, when Derek tries to put a label on their romance, Ivy claims she prefers to "play it by ear." While packing to move out of Tom's apartment, Julia's latest inspiration comes from the unlikeliest of sources — Leo. His passing comments about "The Great Gatsby" reignite her interest — shared with Tom in their salad days — in turning the classic novel into a musical.

On the way to the premiere, Julia surprises Tom with a copy of "The Great Gatsby"; their lawyers are working on securing the rights as they speak. Julia took the liberty of telling Agnes they'd announce at tonight's party. In the lobby of the theater, Richard calls Eileen out for avoiding him. She calmly explains that he made a choice about their relationship by publishing his "Bombshell" article — and now she's making hers. Across the lobby, Jimmy is just starting to tell Karen about his past when she demands he come clean about Adam — now! Fighting tears, Jimmy explains it all: child abuse, homelessness, drug dealing. Adam got him into that life; Kyle, his real brother, saved him, and Karen has made him want to be a good person. Rather than respond, Karen grabs his hand. It's time to take their seats.

As they take their seats, Tom desperately tries to wrangle out of committing to "Gatsby" by telling Julia that an opening night announcement is bad luck. When Agnes finds out Eileen broke up with Richard moments before curtain, she's livid. Eileen better pray there aren't any ramifications for her rash behavior. Backstage, a doubtful Ivy appeals to her mother Leigh for guidance. Ivy doesn't think she's made for the spotlight, but Leigh tells her all it takes to make it in this business is one role. Ivy is Marilyn, she was made for this show, and all she has to do is go out on that stage and shine. Ivy takes her mark as the curtains open...

Ivy opens the show with a rousing rendition of "Don't Forget Me," which brings the audience to their feet and leaves Karen breathless. Off to a great start, the show is a tremendous success, bringing Eileen to tears. When Ivy calls Tom to the stage, Rosie O'Donnell leans into Karen's ear to offer her congratulations — and she can't wait to see what Tom does with "City of Angels." Julia's jaw drops. As they walk out, Scott tells Derek his choreography saved "Bombshell." Derek wants to bring "Hit List" to Broadway, even before they premiere downtown, which would put it in direct competition with "Bombshell." Scott is skeptical, but the idea intrigues him...

Agnes and her PR team are working furiously to compile all the positive reviews of the show. Nevertheless, The New York Times hasn't come in yet, and Eileen is worried. At the after party, Jimmy's angry to see Ana has brought Adam as her date. Karen tells him to keep his cool — if he's really a changed man, he'll prove it with his actions. In private, Julia lays into Tom for not telling her about his plans to direct "City of Angels." All Tom wants to do now is make a name for himself as a director, and the best way for him to do that is to separate from Julia. Their partnership has run its course.

Karen finds Ivy hiding in the bathroom, anxiously awaiting The New York Times' review of her performance. Karen tries to lift Ivy's spirits by telling her how amazing she was as Marilyn; no one, not even Monroe herself, could've played that role as well as Ivy did tonight. Karen admits she almost left at intermission due to jealousy, but stayed because she couldn't miss any of Ivy's performance. Ivy knows Karen is going to be a Broadway star one day, she just hopes it's not this season. The former rivals laugh and share a light moment amidst a storm of unease.

Jimmy may have promised Karen he'd be on his best behavior, but Kyle never did. In no uncertain terms, he tells Adam to leave. Adam's just using Ana to get to Jimmy, and he already screwed Jimmy's life up once. When things escalate between Adam and Kyle, Jimmy has no choice but to intervene, and a fight breaks out. The entire "Bombshell" after party stops as the two brothers wrestle each other to the ground. Eileen pours a bucket of ice over them and kicks them both out, just as Agnes let's Eileen know The New York Times review has landed...

Outside the party, Karen breaks things off with Jimmy. Jimmy said he changed, but his actions don't reflect that. Karen needs time alone, and truthfully, Jimmy scares her. Jimmy's left outside alone, furiously pouting that after finally opening up to Karen, he's getting nothing in return. Back at the party, everyone's eyes are on The New York Times review. The music is getting raves, but Tom's direction isn't. Tom apologizes to Julia for his arrogance; he wants to announce "The Great Gatsby" as their next project. Julia sees right through it; Tom only wants to work with her again because the thing he wanted more fell through. They can't be partners if

Julia's just his Plan B.

Ivy makes a toast to her incredibly supportive production team, Julia, Eileen and specifically Tom. As she wraps up her speech, Ivy makes one more special acknowledgment to Karen Cartwright, for her friendship and for allowing her to play Marilyn. Ivy wouldn't be where she is if it weren't for Karen. She invites Karen to the stage, and together, they bring the house down with a duet of "That's Life." Scott is so impressed with Karen's charisma that he agrees with Derek - they need to bring "Hit List" to Broadway. Karen and Ivy are both so incredible, yet so different; the guys speculate which one of them the Tony's will prefer...

After their duet, Ivy asks Karen if she and Derek ever had "a thing." Karen says no, though Derek did ask her out a couple weeks ago. A couple weeks ago? Ivy does the math in her head and doesn't like the answer. When Derek motions for her to leave with him from across the room, she remains stoic. In a limo on the way home, Scott encourages Julia to move past her partnership with Tom and branch out on her own; he knows a venue where she could produce "The Great Gatsby" in the fall... Why should she limit herself? Tom's not. Julia's touched by Scott's support, especially after she burned him so many years ago. They kiss, as the romantic fire inside both of them is reignited.

As the party wraps up, Ivy gives her mother a heartfelt thank you for everything she's done for her, lifting her up and building her confidence in the days leading up to the premiere. Leigh is so proud of Ivy and grateful they have the privilege of working together every day. Leigh tells Ivy she's going home to work on a new clip book, a new one she made just for Ivy. As she leaves, Derek approaches Ivy hoping it's time to go slip into something more comfortable, but she tells him she's good for now. Derek's jaw drops as Ivy walks away with a stunning smile and a sense of vindication.

The party's pretty much over when Kyle tells Tom "Bombshell" is the best musical he's ever seen on Broadway. Sparks fly. When Tom asks Kyle if he's up for a nightcap, Kyle can't resist. On the street, Daisy Parker runs into Derek and apologizes for creating the scandal over Tom's philandering with his actresses. She didn't want to face that her career was over, but Derek was right. Unable to resist, Derek invites her to continue their evening together. Back in the PR room, Agnes tells Eileen that because of The Times review, she should reduce her advertising budget. Eileen tells Agnes to double their budget. She doesn't care about what The New York Times says! They've got the best musical in town, and Eileen wants "Bombshell" to run longer than "The Lion King."

The Producers

Season 2

Episode Number: 28

Season Episode: 13

Originally aired:	Saturday April 27, 2013
Writer:	Becky Mode
Director:	Tricia Brock
Show Stars:	Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars:	Jesse L. Martin (Scott Nichols), Kathie Lee Gifford (Herself), Daphne Rubin-Vega (Agnes), David Call (Adam Collins), Anthony Arkin (Mr. Bishop), Carolee Carmello (Marie Bishop), Wesley Taylor (Bobby), Savannah Wise (Jessica), Montego Glover (Marissa), Phillipa Soo (Lexi), Daniels Abeles (Blake), Tim Wright (Today Show AD), Frank DeJulio (Patrick), Mo Brady (Gabe), Scarlett Bencheley (Hot Girl), Jeremy Woodard (Cute Guy), Jason Ralph (Fan), Kevin McCollum (Himself), Daryl Roth (Herself), Manuel Herrera (Ed) Charlie Moss (Gentlemen)
Production Code:	213
Summary:	Tom and Julia's anger with each other comes to a head at an interview; Eileen's got Ivy on a tiring publicity blitz for Bombshell, which finds her leaving Derek in the dust; a destructive Jimmy threatens the success of Hit List, prompting Derek to make a drastic move; based on Jimmy's actions, Kyle decides it's time to call it quits.



Tom and Julia's writing partnership is in shambles after she decides to move out and pursue "The Great Gatsby" as a non-musical play on her own. Julia and Scott are producing it together and have already secured a deal. But when Tom tries to mend the fence with Julia and resume their partnership, Julia's left with an uncomfortable decision to make. "Hit List" is moving full-steam ahead on the momentum of positive previews. Scott and Derek hope to have a bidding war on their hands for their show, as they've invited 10 Broadway producers. But when Jimmy's no-show ruins their shot at the

cover of New York Magazine, everyone's patience for his antics evaporates.

Julia tells Scott that she can't revert on her commitment to Tom and has to do "The Great Gatsby" with him, but Scott is devastated. He's spent almost all of Manhattan Theater Company's reserve cash on pushing "Hit List" to Broadway, and now he needs a surefire hit in the pipeline or his job will be in jeopardy. If Julia doesn't follow through on her commitment to Scott, he'll be in real trouble. Julia leaves, caught between a rock and a hard place.

Due to Jimmy's erratic behavior, Derek auditions Sam to be his understudy. Furious, Jimmy bursts into the audition to scream at Derek. Karen doesn't want her breakup with Jimmy to be the reason the show goes downhill, but Kyle thinks Jimmy's behavior is ultimately her fault.

Karen asked Jimmy to open up with her for months, and the minute he did, she dumped him. And now it looks like Karen brought her friend Sam to steal Jimmy's role in "Hit List." Seeing he's the only person who actually still cares about Jimmy, Kyle takes off to check on his friend.

Eileen and Agnes know this year's Tony Awards are theirs — but only if they can keep "Bombshell" open until June. Ticket sales aren't high enough to garner that kind of run, so the two pray for a miracle while working Ivy to the bone with an intense schedule of PR events. When Agnes hears about the Broadway heavy hitters lined up to bid on the production of "Hit List," she encourages Eileen to see the show, even if it's just to scout the competition. Meanwhile, Derek's still trying to hook up with Ivy, but she doesn't want their physical relationship to continue. She keeps Derek at bay for the time being with a legitimate excuse: she's moderating a Q&A for "Bombshell" writers Tom and Julia. Just before the Q&A, Tom tells Julia that he intends to fight for the rights to "Gatsby." The Q&A is rife with tension, as Tom effectively dissolves the partnership.

Kyle tries to cheer Jimmy up before the biggest show of their careers to date. If tonight goes well, they could be going to Broadway! Jimmy can't let "Hit List" go to ruins because one girl broke his heart. But Jimmy thinks Karen might've been "the one." When Kyle claims there's no such thing as "the one," Jimmy points out that Kyle just cheated on his boyfriend last week with Tom. Derek shows up to announce that he's reached the end of his rope — if Jimmy doesn't perform well tonight, and without incident, he won't need an understudy anymore... because he won't have a job.

Kyle's parents are in town, and his mother is over-the-moon excited for her son's success. But when Jimmy doesn't show up to dinner with them, Kyle's mother fears he's using again. Before the "Hit List" preview, Derek tries to butter up the Broadway producers in hopes that they'll buy the show's rights afterwards. Jimmy shows up five minutes before curtain, much to everyone's dismay, and does cocaine in his dressing room. As the show starts, Scott is shocked to see Eileen in the audience. Jimmy's a few seconds late to his mark, but still belts out "Rewrite This Story."

As Karen performs a beautiful rendition of "Don't Let Me Know," Jimmy goes off script and begins to disrupt the show's choreography by moving freely around the stage. It's a change no one in the audience notices but Derek, and he's steaming mad. Towards the end of the show, Jimmy fails to catch Karen when she falls from her "gunshot wound," and she injures her arm. Backstage, Jimmy tries to apologize but Karen refuses to talk to him. Derek is furious — Jimmy went on stage high, compromised the show, and injured his costar. Great work. Nevertheless, Jimmy crushes the show's finale performance, "Goodbye Song."

Following their Q&A, Julia confronts Tom. Did he mean what he said about ending their partnership? Tom figures Julia's been auditioning new partners for the last six months — she's planned to get rid of him all along! Julia reminds Tom that he just told her all he wanted to do moving forward was direct. She begs him to let her do "The Great Gatsby" with Scott, as it's the first thing that's made her truly happy in a long time. Off of this comment, Tom realizes everything that's needed to be said has been said. He walks away, their friendship now in as much jeopardy as their working relationship.

Following the show, Derek tells Karen and Kyle that Jimmy will no longer be in the show — they'll shut down for a few days as Sam prepares to assume the role. Outside, the Broadway producers discuss "Hit List," with Agnes on hand to sway their conversation in the direction she wants it to go. They think the show's "edgy," but they can't see it as a Broadway production — it's just not right for their Uptown crowd. At the after party, Kyle tells Jimmy he's been fired. Jimmy hops on the bar — drunk - and tells off his friends one at a time. He rips Karen for being scared of her emotions on and off stage, and calls Kyle out for being "disloyal" before announcing Kyle's infidelity with Tom. Crushed, Kyle's boyfriend Blake takes off.

Ana yanks Jimmy off the bar, and scolds him for burning the bridges of friendship. Karen and Kyle love Jimmy! Why would he do that? Jimmy walks off, saying only one of those two is "in love" with him... and it's not the one he wants. Kyle tells Karen he ought to go talk to Jimmy, but Karen knows that won't solve anything; Jimmy will just say all the right things and patch things up, but nothing will change. Kyle has to kick him out for good — now. Despite how hard it is, Kyle packs up Jimmy's stuff and delivers it to Adam. But on his way back home, Kyle accidentally steps in front of a car...

Derek's disappointed in the producers' reactions to "Hit List." He calls Eileen as a last resort, but she's in too much of a bind with the financials on "Bombshell," so she can't afford to take

on another major risk like "Hit List." But when she hangs up the phone, Agnes comes in with exciting news: sales are up seven percent. It seems like all that publicity paid off after all. Back at the bar, Karen hangs out with a miserable Derek, whose personal life is falling apart along with his professional one. Ivy won't return his calls. But after a few drinks and flirtatious conversation, Karen asks Derek to take her home...

The Phenomenon

Season 2

Episode Number: 29

Season Episode: 14

Originally aired: Saturday May 4, 2013
Writer: Jordon Nardino, Joshua Safran
Director: Roxann Dawson
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Wesley Taylor (Bobby), Savannah Wise (Jessica), Jesse L. Martin (Scott Nichols), Bernadette Peters (Leigh Conroy), Daniel Abeles (Blake)
Production Code: 214
Summary: An unexpected event bonds both "Bombshell" and "Hit List."



It's late at night or early in the morning when Karen and Derek finish off the last of the liquor in her apartment. Exercising unusual restraint, Derek moves to leave, but Karen makes him stay put with a deep kiss. Meanwhile, Jimmy wakes up on the couch at Adam's house to his doppelganger, calling him to task for his actions with the song "High and Dry." Jimmy returns to his apartment, but Kyle's not there, so he crosses town to knock on Karen's window. Jimmy wants to apologize for being a total ass. What does he need to do to be the person Karen loves? That's when Derek pokes his head

in to say good-bye to Karen. Spying Derek, Jimmy takes off in a huff.

Early to a meeting at Eileen's office, Tom leaves a message for Kyle, who hasn't returned any calls since their beautiful night together. Julia's late, so the meeting starts without her. Eileen and Agnes want to make battle plans for their Tony campaign, and since "Hit List" won't make it to Broadway, "Bombshell" is officially the show to beat — and Ivy may well be in contention for two Tonys because of her performance in "Liaisons." When Agnes shows them a full-page ad for "Bombshell" in The Times, Eileen picks up the phone in a fury. She didn't place the ad, so it must have been Jerry! When Tom's phone rings, he gets happy, assuming it's Kyle, but his smile quickly fades...

Julia meets with Scott; Tom has made a legal declaration of war in order to dissolve their partnership. He's throwing every title they've ever optioned into turnaround for months, which will delay Julia's plans for "Gatsby." If Tom pulls the plug on "Gatsby," Scott will lose his job; once again, his fate is in Julia's hands. Derek tries to open a conversation about last night, but Karen insists nothing happened. They're surprised to find Tom waiting for them outside the theater with terrible news: Kyle got hit by a car last night — and didn't survive. After learning the news, a devastated Julia flashes back to working on "Hit List" with Kyle, to the moment they decided to use a much-beloved Broadway tradition, dimming the marquee lights to honor the death of a member of the theater community.

Derek gathers the cast of "Hit List" to deliver the bad news. Karen's worried about Jimmy, who won't pick up his phone, and Scott wants to know what to do about tonight's performance.

Derek's certain they need to cancel, as is Julia, but clearly Scott wants to go on. Eileen has just decided to take a break on the Tony campaign out of respect for Kyle's death when Julia knocks on her door. She's hoping Eileen will help get Broadway's marquee lights dimmed tonight in honor of Kyle. Eileen's doubtful, but promises to try.

Everyone's stunned when Jimmy stops by the theater to pick up his stuff; clearly he has no idea Kyle's dead. When Blake delivers the news, Jimmy doesn't believe it at first, but when everyone's expressions remain somber, Jimmy turns and runs off; he can't face the realization just yet. When Karen hears Jimmy's in the building, she goes looking for him, but Ana tells Karen he just left and needs to be alone. Karen takes off after him, knowing alone is the last thing Jimmy needs to be right now...

Tom flashes back to a special moment with Kyle. It was late, and Kyle was up writing down an idea, when Tom came to see why he'd left the bed. Tom and Kyle discussed writing processes, and Kyle had a great tip for Tom about using the stage to write memories better than their truthful counterparts. Tom sang "Vienna" to Kyle that night, and now, with Kyle gone, that memory seems all the more poignant. When Julia shows up to discuss dissolving their partnership, Tom offers clarification: he isn't being difficult just for the sake of being difficult. Tom wants to dissolve their partnership so Julia can hold sole rights to "Gatsby." He's helping her out.

Eileen confronts Jerry. "Bombshell" is hers, and she's going to take it all the way to the Tonys without him, so he better stay away. Despite the fact that the "Hit List" performance is canceled, fans are lined up outside the theater, and they all but demand the performance run as scheduled, in his honor. Ivy calls Derek to encourage him to go on with the show; in fact, she's willing to miss her own performance in "Bombshell" to support Derek and "Hit List." Derek gathers the cast and tells them they'll honor Kyle that night by putting on a concert performance, just a piano and singing. The only problem? No one can find Karen or Jimmy...

Karen finds Jimmy sitting on a ledge overlooking the Hudson, a favorite spot of Kyle's. Jimmy blames himself for Kyle's death, since it was his fault Kyle was out and about at that hour of the night. Karen tells Jimmy not to blame himself and once again declares her love for him. She never did anything with Derek; she couldn't bring herself to because she loves Jimmy too much. She wishes she didn't... but she does. Karen walks away, asking Jimmy to return to the theater to perform with her tonight in Kyle's honor.

Julia thinks it's amazing that all the "Hit List" ticketholders showed up despite the cancellation of the performance. But the woman at the box office says they never canceled, because according to Scott, Julia convinced the cast to go on. In his office, a furious Julia accuses Scott of exploiting Kyle's death to save his job. Scott tries to defend himself but Julia doesn't want to listen. She hopes the performance goes well tonight, because that's all Scott has left.

Backstage, Karen begs the cast to wait five more minutes for Jimmy, but they all know he's not coming. They'll have to do the show without him. As Karen begins to sing "The Love I Meant to Say," Jimmy runs onstage to stop her — he's finally arrived, and he wants to join Karen in a full performance, not a concert version. With the rest of the cast in their corner, Jimmy and Karen perform a beautiful tribute to their friend, and the audience eats it up.

Ivy congratulates Derek on a wonderfully touching performance of "Hit List." Derek asks what happened between them; they seemed to be doing so well, and he doesn't know what went wrong. Ivy mentions something about Karen and Derek interrupts her; he slept at Karen's last night on the couch because he feels so strongly for Ivy. But Ivy says it's not about Karen — it's about Derek. He's always going to have a "Karen" in his life — it's just who he is as a person.

Outside the theater, Jerry runs into Eileen and tells her he's taking "Hit List" to Broadway. It's a good thing they're not friends, because now he won't feel bad when he steals the Tony away from her. Elsewhere, Karen wants to spend the night with Jimmy but he'd rather be alone. He has a lot to deal with at the moment. Tom grabs everyone outside the theater and moves them to the other side of the street. They couldn't get all of Broadway to dim their lights in Kyle's honor, but Manhattan Theater Workshop can surely dim their own. As the lights slowly wane, everyone is brought to tears in memory of a life cut tragically short.

The Transfer

Season 2

Episode Number: 30

Season Episode: 15

Originally aired: Saturday May 11, 2013
Writer: Justin Brenneman, Julia Brownell
Director: Holly Dale
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Savannah Wise (Jessica), Wesley Taylor (Bobby), Lin-Manuel Miranda (Himself), Daphne Rubin-Vega (Agnes), Mara Davi (Daisy Parker), Montego Glover (Marissa), Phillipa Soo (Lexi), Mo Brady (Gabe), Armand Anthony (Commercial Director), Kirk Kelly (Theater Goer), Gregg Micheals (Stage Hand), Toshiko Onizawa (Fan of Ivy Lynn), Dollar Tan (Hitlist Actor)
Production Code: 215
Summary: With his sights set on the Tony, Tom pulls out all the stops at a Houston & Levitt tribute night, but can Julia turn away from 'Hit List' long enough to help? Ivy is afraid of damaging her reputation when Tom asks her to perform a risqué number. The cast of 'Hit List' is rocked by a betrayal close to home.



Since last week, Daisy has joined the cast of "Hit List," which has officially moved to Broadway. Belting out "Pre-tender," Karen's never been in finer form, but Ana is struggling with the bigger stage, and she's certain Daisy is out for her part. Over dinner, Jimmy, Derek and Julia attempt to figure out what's going wrong with "Hit List." It's hard to admit, but Derek thinks it might be Kyle's book — or Ana's discomfort with the transfer. Elsewhere, Eileen tells Tom that he needs to patch things up with Julia in preparation for their Tony run — if there's one thing the Tonys like more than a great

show, it's a great story; Houston and Levitt are long overdue for an award. Karen and Ivy bump into each other in Times Square. They promise each other they'll be adults about the impending award season craziness.

Eileen and Tom approach Julia to ask her to sing with Tom at the Houston-Levitt tribute concert, a PR play to raise their Tonys' profile. Julia reluctantly agrees, as she owes it to Eileen after shifting her focus to "Hit List." Nevertheless, Julia tells Eileen that Kyle's death takes precedence over theater politics. Ivy, Tom and Eileen meet with Agnes to hear the Tony news. The score is a lock for nomination, but it doesn't look like Tom will get a nod for direction. Agnes tells Ivy she needs a serious PR makeover, since rumor and truth have collided in a funky impression of her around town. Meanwhile, Derek decides to give an "overtired" Ana a night off and replace her with Daisy. But when he informs Daisy that "it's taken care of," his motivation seems ambiguous...

Ana is upset at her temporary replacement, but Karen insists it's nothing; after all, Ana got such rave reviews off-Broadway! But, when Karen asks Derek about his intentions, she realizes he's planning to replace her with Daisy. Jimmy's also upset about Derek's decision, which was made without consulting him. Julia thinks the problem isn't Ana, but context. Off-Broadway, the stages are small; there's an intimacy to the experience. Maybe they should make the house part of the show with their Broadway production. Jimmy knows this is the kind of thing Kyle was good at, big ideas. After a moment of clarity, Julia thinks maybe, just maybe, Kyle can still help them...

Ivy is doing a national commercial for Ford to be shown on TV during the Tonys. On the set, she reveals to Sam that her recent bad publicity is bothering her. Sam tries to quell her unease, but worries Tom's change of plans for the tribute concert may not help: apparently Tom's turning his soiree into a full on revue, with a central story about a struggling stripper. Ivy asks Tom to go a different direction, as she doesn't want to participate in something that will give her critics more ammunition. Just as she says this, Eileen storms in with terrible news — someone leaked Tom and Julia's writing partnership breakup to the press, and she's pretty sure it's Jerry!

Julia takes Jimmy to Kyle's place for the first time since the accident, and as the two sift through Kyle's old notes, Jimmy mentions one of his good friend's more ambitious theater ideas: live updates with the audience via texting. It's insane and impractical, but with the money to back it, Julia thinks they could pull it off. Elsewhere, Ana finds out Daisy was one of the dancers who dropped a sexual harassment lawsuit against Derek in the last year. Privately, Ana tells Karen she's afraid Daisy's blackmailing Derek for her role.

The night of Tom and Julia's tribute concert has arrived, and Julia's nowhere in sight. As Tom works the crowd, trying to excuse her absence, Julia slaves away with Jimmy trying to implement Kyle's live texting idea. During a lull in the conversation, Tom steps out to call Julia; Julia says she'll be there soon, but if everyone knows they've broken up, why do they still need to sing the duet together? Tom is offended, as he saw their performance as a representation of a decades-old friendship more than anything else. As he hangs up the phone, Derek tells Julia he wants to implement the texting idea quickly before she goes. Julia decides to stay a little longer.

Backstage at the tribute concert, Ivy's still nervous about performing her stripper-esque number. But when Eileen finds her, she's able to bolster Ivy's spirits; Ivy is young, and sure she's made some mistakes, but who hasn't at her age? Ivy was born to perform, and she'll never be a Norma Jean. She's a Marilyn through and through. With the confidence boost, Ivy goes out on stage and performs a sultry, show-stopping rendition of "Grin and Bare It" that brings down the house.

Karen and Ana confront Derek about the possibility of Daisy's blackmail. Derek tries to avoid the subject, but eventually confesses to having an unfortunate encounter with Daisy from earlier in the month. After a night of drinking, Derek told Daisy she could be an understudy on "Hit List" if it ever went to Broadway, but she'd have to show "she wanted it." Daisy took Derek up on his offer, but filmed the whole thing, and if he doesn't give her Ana's role, Derek's career on Broadway will be done forever. He doesn't have a choice. Karen is disgusted by his selfishness, not to mention his impropriety. Derek can only hope Daisy is terrible and someone higher up fires her, so he can save face. But Karen's worried — what if she's amazing?

As a brooding Ana looks on, Karen and Daisy perform "I'm Not Sorry" to a sold-out crowd. As the curtains draw, Jimmy and Karen revel at the brilliance of Kyle's texting idea. Audience members throughout the theater receive meta-fictional texts from the show's characters, engaging them in an innovative way that seems to be a total hit. Meanwhile, Julia shows up at the tribute concert in time for the last song, and Tom is clearly upset with her. As Julia and Tom perform their duet, both reflect on the highs and lows of their long personal and professional partnership. It's the end of an era, and though Julia thinks it's the right move, there are still some festering regrets. Despite their recent feuding, Tom hugs Julia afterwards and lets her know he loves her.

In light of Tom and Julia's breakup, many Tony voters have switched their allegiance back to "Bombshell" because of its sentimental value. At the party after the tribute concert, Agnes levels with Eileen: Jerry Rand wasn't the one who leaked the split at all... it was an inside job! Eileen can't help but laugh — it was a sneaky, but brilliant maneuver, and it seems to be paying dividends.

After "Hit List," Karen tells Jimmy she's proud of him and congratulates him on the performance. Jimmy appreciates the gesture. Back at the party, Julia asks Tom if they're doing the right thing. They've been Houston-Levitt for so long that she doesn't know if she can make it

on her own. Tom thinks it's for that very reason they're making the right decision. Jimmy calls Julia and attempts to plan out their next couple of days with "Hit List," but Julia stops him. She offered to help with the transition in Kyle's absence, but she's not comfortable writing anything of her own for the show. Jimmy is stunned — he's not a writer, and he can't do it without her! But when Julia's decision is clearly final, Jimmy hangs up, in search of a plan B.

Jerry loves Daisy, and it seems Ana's out as The Diva. Ana and Karen implore Derek to grow a spine and stand up to Daisy, but he's too much of a coward. Besides, Ana will get another job. Derek leaves, and when Ivy shows up, Ana confronts her about why Derek fired her last year. Is it because Ivy stopped sleeping with him? Ivy tells Karen she has no right throw around accusations. Karen claims innocence, but Ivy knows deep down she's just as calculating as the next person.irate, Ivy tells Karen she's glad "Hit List" made it to Broadway — the only thing better than winning a Tony will be beating Karen. As Karen walks away, the doctor calls Ivy about some test results... and congratulations. Ivy's pregnant.

The Nominations

Season 2

Episode Number: 31

Season Episode: 16

Originally aired: Sunday May 26, 2013
Writer: Bryan Goluboff
Director: Michael Morris
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Luke MacFarlane (Patrick Dillon), Mara Davi (Daisy Parker), Wesley Taylor (Bobby), Savannah Wise (Jessica), Brian d'Arcy James (Frank Houston),
Production Code: 216
Summary: It's a crucial moment for both shows as Tony nominations loom, but keeping your eye on the prize can be hard. As Tom crosses an influential Tony voter and Ivy copes with some very distracting news, Derek's past has repercussions for the entire "Hit List" team.



After learning she's pregnant, Ivy wakes up in the morning and sings "Feelin' Alright" as a means of coping with the life-changing news. After Ivy falls asleep in her dressing room and is late to curtain, her friends begin to wonder if she's fallen back on her addictions again; her irritable attitude isn't helping things either. Obsessed over his Outer Critics Circle Award nod, Tom is constantly checking his phone. When he accompanies Eileen to "The Gathering Storm" and drops his phone during the performance only to find out he won (well, tied with Derek), Tom pisses off fellow patron — and Tony

voter — Patrick Dillon. Could he have just derailed his Tony hopes? After the performance, Tom confesses to Agnes and Eileen that he's had a crush on Patrick for forever...

Tom isn't the only one in a frenzy over the award nominations. Ivy pretends she doesn't care that Karen took the Outer Critics Award, so much so that she insults Sam, who's won one as well. Jerry is thrilled that "Hit List" swept the Outer Critics, and has already mocked up a ton of marketing materials featuring Daisy, whom he thinks is a lock for the Tony. Jimmy's upset to learn Jerry won't be pushing hard for a nomination for Kyle. But Jimmy's appeals become secondary when Richard opens a letter indicating Ana is suing Hit List for wrongful termination — thanks to Derek and his promotion of Daisy for sexual favors. When Jimmy figures out Karen knew about it, he stalks out of Jerry's office. Derek asks Karen to tell Ana to back off — not only will she ruin his career, but her own, too! But Karen stands firm. It's too late, and it's all coming down on Derek now.

From the doctor's office, Ivy calls Derek asking to meet for a talk, but he's too preoccupied. Clearly, she's considering terminating the pregnancy. Eileen and Julia are just lamenting the personal sacrifice "Bombshell" has cost them when Tom barges into Eileen's office. He patched

things up with Patrick Dillon by sending him a bottle of wine... but Eileen says there are strict rules against bribing award voters! Tom's innocent mea culpa may cost him his nomination; he immediately goes into damage control mode. Karen tells Daisy she needs to quit the show and give her role back to Ana, as it's the right thing to do. But Daisy's been struggling as an actress for 10 long years and isn't about to walk away, regardless of the circumstances.

During an interview with Michael Musto, Jimmy fumbles, suggesting Ivy's portrayal of Marilyn Monroe is mere mimicry. Jimmy gets upset when the Musto implies Julia played a bigger role than Kyle in creating "Hit List." Luckily, Karen shows up to set the record straight; but Musto warns someone should tell Julia to stop talking about Kyle — people are getting the wrong impression. In the lobby of Patrick's apartment building, Tom grabs his bottle of wine off the doorman's desk, just as Patrick arrives in the lobby. It's not long before he and Patrick are struggling for the bottle, which drops, breaks and spills all over Patrick's pants. A bad situation just got a lot worse.

After a performance of "Bombshell," Ivy is surrounded by fans. When one of them mentions Jimmy's off-handed comment about her "imitation," Ivy gets defensive and accidentally let's a rude comment slip, saying the only reason "Hit List" made it to Broadway is Kyle's death. Unfortunately, one of the fans records it all on his phone. Later, Ivy finally confesses to a concerned Sam that she's pregnant, and she's not ready to tell Derek. Sam assures her that she'd make a great mom, but Ivy wonders if she's about to ruin her career. Sam insists she has to tell Derek. Meanwhile, Ana nails an audition for "Once," but when the producers mention how highly Derek recommended her, her good feelings turn sour.

Feeling like everyone's hating on her for her "Hit List" blooper, Ivy can't bring herself to tell Derek about her pregnancy during the Outer Critics Circle Awards, but asks if they can hook up later that night. In her acceptance speech, Julia dedicates her award to Kyle. Tied for best director, Tom graciously gives Derek credit for opening up his opportunity with "Bombshell" and insists the award is all Derek's. During Daisy's speech, Ivy apologizes for her terrible comment about Kyle. Jimmy lays into Julia for damaging Kyle's chance at an award, and it's not long before Derek, Eileen, Karen and Tom are in the mix. When Eileen scolds everyone back to their seats, Karen tells Derek that Ana's going public about her "Once" audition.

It's the last night for Tony voters to see the eligible shows, and Jimmy's sick and losing his voice. Karen tells him to take the night off, and when he resists, she offers him a better option: watch the show he created from the audience. As Karen belts out "Rewrite This Story" to a sold-out audience, Jimmy enjoys the show. A distraught Eileen leaves the theater before the conclusion of "Bombshell," telling Agnes she needs her life to be about more than the show. Outside the "Bombshell" theater, Patrick approaches Tom. Patrick says there are three rules to Tony voting: first you vote for yourself, then against your enemy (which was Tom, yesterday), and then you vote with your heart. After seeing his graciousness at the Outer Critics Circle Awards, Tom has Patrick's support. Watching him go, Tom is smitten.

After "Hit List" is over, Jimmy congratulates Karen on an amazing performance; he felt like Kyle was there, watching with him in the audience. Julia shows up and tells Jimmy she's thought long and hard about what he said, and she's not going to lie about the help she gave Kyle... or the help Peter gave her on "Bombshell." Artists shouldn't be ashamed about collaboration. Jimmy understands and agrees. The two make up and wish each other success on nomination day. Suddenly, Ana arrives and whisks Karen away, saying she needs her help.

Ana and Karen approach Derek at a local bar, where Ana tells Derek she's dropped the lawsuit against him; it seems like he's going to get away with his sleazy act after all. Ana's taking the "Once" tour role. Derek appreciates her leniency and apologizes for the way things turned out. Ana's not interested in an apology, and she's not sure she can live with not exposing Derek. Having overheard the whole thing, Ivy thinks better of sharing the news of her pregnancy. As far as she's concerned, Derek's never done the right thing... and he never will.

It's the morning of the Tony nomination announcements, and Karen, Ana and Jimmy watch in her apartment as Julia, Ivy and Tom watch in his. Derek is nominated twice in the choreography category. Julia is nominated for writing, as is Kyle — surprisingly, and for Jimmy and Karen it's a huge relief. He earned it. No one's happy with Daisy's nomination. To his elated astonishment, Tom gets a nod for his score — and his direction. Derek is nominated for Director too, the second person in history to be nominated three times in one year. Karen is nominated for Best Actress, and Ivy gets one for best supporting actress for her role in "Liaisons" — which will mean she'll go

up against her mother for her "Bombshell" performance — but she misses out on Best Actress. She is stunned and dejected... until the announcers realize they made a mistake. They forgot one name. Ivy Lynn is nominated for "Bombshell"!

Agnes calls Eileen with news: "Hit List" was nominated for 13 awards, and "Bombshell" received 12. Eileen gets off the phone to receive more stunning news: Nick Felder is no longer in jail; he was released three weeks ago. At Karen's place, Jimmy apologizes to Karen for pushing her away after Kyle died. He was afraid to let someone else get close to him, so thought it better to just let her go. She understands. Furthermore, after watching the show without performing in it, Jimmy now knows the show stands on its own and will survive without him.

Tom receives a congratulatory bottle of wine for his nomination... the same one he gave Patrick — from Patrick. Julia gets a call from Frank, who is furious to learn she hired Eileen's attorney to represent her at their divorce mediation. Now he's ready to take her for everything she's got now. Elsewhere, a strangely chastened Derek speaks with a reporter about the scandalous "allegations" surrounding him over the last year. Derek claims it's all about the work, before his guilty conscience takes over. He tells the reporter about his illicit agreement with Daisy Parker and says he's sorry.

The Tonys

Season 2
Episode Number: 32
Season Episode: 17

Originally aired: Sunday May 26, 2013
Writer: Joshua Safran
Director: Michael Morris
Show Stars: Megan Hilty (Ivy Lynn), Debra Messing (Julia Houston), Anjelica Huston (Eileen Rand), Christian Borle (Tom Levitt), Jack Davenport (Derek Wills), Leslie Odom Jr. (Sam Strickland), Jeremy Jordan (II) (Jimmy Collins), Andy Mientus (Kyle Bishop), Krysta Rodriguez (Ana Vargas), Katharine McPhee (Karen Cartwright)
Guest Stars: Mara Davi (Daisy Parker), Wesley Taylor (Bobby), Savannah Wise (Jessica), Brian d'Arcy James (Frank Houston), Will Chase (Michael Swift), Bernadette Peters (Leigh Conroy), Rosie O'Donnell (Herself), Cheyenne Jackson (Himself), Ron Rifkin (Himself), Christine Ebersole (Herself), Marin Mazzie (Herself), Luke MacFarlane (Patrick Dillon), Thorsten Kaye (Nick)
Production Code: 217
Summary: On Tony night, the awards might not provide the answers everyone is looking for. As Jimmy faces a final reckoning, Tom, Julia, Derek, Karen, Ivy, and most of all, Eileen wait to see if the ceremony will confirm their place in the Broadway pantheon once and for all.



Leading up to the Tonys, each main player of "Bombshell" and "Hit List" perform an ensemble rendition of "Under Pressure." With only 12 hours to go, Julia and Tom settle down to write their acceptance speech. Julia tells Tom that her lawyers want her to outline her relationship with Michael Swift to hopefully put an end to Frank's case against her, but it only seems to be making it stronger. While getting dressed, Ivy and Leigh watch a recording of one of Leigh's old acceptance speeches; Leigh's positive they'll both win. When Ivy struggles to fit into the dress that fit her perfectly a week

ago, she tells her mother she's thinking of time off. Leigh laughs — what's gotten into Ivy?! The Tonys will give her a career momentum she may never see again. Meanwhile, Derek's holed up and drunk, too embarrassed to show his face in public after confessing to sexual bribery. Karen tries to cheer him up to no avail.

Jimmy gets cold feet about performing at the Tonys. With Derek missing in action, Jerry changes their awards show performance to "I'm Not Sorry," with Daisy as the featured singer. None of the rest of the cast wants to work with her, though, as she's being a prima donna. Ivy shows up and asks Karen where Derek is. Karen tells her he hasn't gone out in weeks and she's never seen him this low. When she discovers Jimmy has yet to pick up his Tony tickets, Karen calls to ask what's going on. When he gets off the phone, it's revealed Jimmy has moved out of his apartment — he's even leaving his deposit behind.

Eileen finds Nick working as a short-order cook in a local diner; she tells him that he's the only thing she's got in her life at the moment, and — win or lose — she wants him by her side

at the Tonys that night. Meanwhile, Daisy calls Jerry to tell him the whole cast of "Hit List" has staged a coup against her, refusing to perform her song. Jerry doesn't care; if they don't want to perform, Daisy will just perform "Reach for Me" solo. Jimmy stops by Tom's place to ask Julia to accept Kyle's award if he wins tonight. Realizing he's planning a no-show, Julia tells Jimmy this is his big moment, and he has to stop self-sabotaging. Whatever it is that's holding him back, Jimmy needs to confront it once and for all.

Ivy checks in on Derek, who seems to be getting worse. He's struggling to take ownership of the wrongs he's committed in his life, and even though they're a source of anger and sadness for Ivy too, she still loves him. Ivy tells Derek to clean himself up and accompany her to the Tonys. Julia meets with Frank to confess the truth about her relationship with Michael. She met Michael years before Frank knew she did, and for much of their marriage he was there. Julia apologizes for not loving Frank "the right way," and encourages him to follow his heart regarding their settlement. She won't refute any of his claims. As she leaves, Frank grabs her arm and says, "Thank you. I'm pulling for you tonight."

Off Julia's advice, Jimmy puts on a tuxedo and surprises Karen at her place; he's decided to go after all. Karen's excited to see him and glad Jimmy finally came through, as he has a history of flaking. Ana is devastated she's not going, but Jimmy surprises her — he has Kyle's ticket and knows his deceased friend wouldn't want them to go without her. As Ana rushes off to get ready, Karen kisses Jimmy. She thanks him, for everything, then rushes off to help Ana. Alone, Jimmy takes a nerve-wracking call, promising he'll be there by midnight.

During the show, Jimmy and Karen comfort Ana as Daisy takes home the Tony for Best Actress in a featured role. It's the fifth award for "Hit List" that night. When Ron Rifkin announces the nominations for best book, and Julia wonders to Tom if she could really be so selfless as to want Kyle to win instead of her; Tom jokingly says that historically, no, she couldn't be... but people change. Jimmy breaks into tears when Kyle Bishop wins for best book. Through tears, Jimmy gives an impassioned speech in his friend's honor, thanking Karen for making this night possible. Before leaving the podium, Jimmy has a special message for Julia: "You were right. It's never too late."

When the nominations for Best Original Score are announced, Tom and Julia commiserate together in their seats, joking that Jimmy's going to win, so they need to get some alcoholic beverages in coconuts. It's just like old times, and Tom and Julia are having so much fun, they don't hear their names called. Shocked, they excitedly run up on stage to accept their award. Derek is nominated twice for Best Choreography and his name is met with boos and hissing. Although everyone assumes he's absent, he runs onstage, having made a last minute entrance. He thanks voters for judging the work, not the man; then he dedicates the award to someone he truly loves, and to whom he owes everything — Ivy. Standing backstage, she's conflicted by the show of gratitude.

Ivy finds Derek in the back of the theater, behind the audience. As Ivy attempts to tell Derek about her current situation, he puts her off one more time, saying he needs to do something. Derek pulls Karen and Ana out of the audience, saying he's "making things right." Backstage, Daisy prepares for her big solo, but Derek pulls her back — now that everyone hates him, he can do anything he wants. The whole "Hit List" cast, with Ana -and without Daisy — sings an a cappella version of "Broadway Here I Come," which earns a standing ovation. As the crowd cheers, Jimmy kisses Karen and tells her he loves her.

Tom and Julia are walking around in the lobby, wondering if their Tonys mark their last hurrah, when Patrick Dillon approaches them. He congratulates them on their win, then asks if they've ever thought about writing for the movies? They are still a writing team, right? Julia and Tom look at each other for a moment, and then say yes! Of course they are. What an opportunity! As Patrick leaves, Julia encourages Tom to approach him, and thanks in part to the courage that comes with a Tony win, Tom asks Patrick out to dinner. Patrick tries to say he's flattered, but not gay, but Tom kisses him before he can get it out. Patrick doesn't exactly oppose the kiss! Tom quips, "That's how all my straight friends kiss me," before Patrick beats a hasty retreat.

When Ivy wins the Tony for Best Actress, Karen's happy for her, but disheartened. In her speech, Ivy admits she didn't think she would win, and thanks her mother for giving her the greatest gift — a life in the theater. Ivy can only hope that one day, she'll give that gift to her children. Ivy says there's nothing more special than the moment before a show, when the audience is full of hopeful anticipation, and anything can happen. She thanks everyone for believing

there's nothing better than live theater. In the lobby, Eileen comforts Karen, who's worried she missed her shot. Eileen tells Karen she's an amazing talent, and time is well on her side. An announcement is made; the award for Best Musical is about to be presented...

Rosie O'Donnell presents the Tony for Best Musical to "Bombshell," capping off an amazing night for Eileen, even though "Hit List" won more awards in total. Eileen is beyond happy to have won — and beyond happy to be escorted by Nick. Calling Derek up to the stage, Eileen tells him Broadway will forget about his scandal — they just need him to do another show. At the after party, Ivy approaches Derek and asks if they can talk. In private, she tells him about her pregnancy, and though it's unclear what he says, his actions imply Derek is willing to finally own up to his actions and take some responsibility.

Handing Kyle's Tony to Ana, Jimmy pulls Karen aside to confess his shady past. A couple years ago, Jimmy gave a girl some drugs at a party and she took too much. He thought she died, and he changed his name and ran from the problem instead of taking responsibility, but today, he turned himself in. Karen freaks out, shocked by this revelation, but Jimmy assures her the cops said the girl was okay. She's still alive! But he was charged with distribution of a controlled substance and will likely serve several months in jail. He posted bail that night so he could accompany her to the Tonys, but he has to go to jail tonight. He promised her he would do whatever to be the person she saw him as — and now he's free to do just that.

At the bar, Tom and Julia flip on the TV to watch their song from the Tony Awards. They were so busy celebrating they didn't get to see it live. Karen and Ivy perform a duet of the song "Big Finish," and as this goes on, each character has a moment somewhere else around New York City. After a deep kiss, Karen tearfully says goodbye to Jimmy at the police station. Derek gently puts his hand on Ivy's stomach. Julia gives her letter to the man for who it was intended — Michael. Tom looks proudly at his Tony, now resting on his home piano. And Eileen Rand stands triumphantly in her office, accompanied by her Tony, and more importantly, Nick Felder.

Actor Appearances

A

Daniel Abeles	6
0207 (Blake); 0208 (Blake); 0209 (Blake); 0210 (Blake);	
0211 (Blake); 0214 (Blake)	
Daniels Abeles	1
0213 (Blake)	
Betsy Aidem	1
0111 (Guidance Counselor)	
Barzin Akhavan	1
0107 (Plumber)	
Ioana Alfonso	1
0111 (Dancer)	
Frankie J. Alvarez	3
0205 (Actor #6 - Azolan); 0206 (Actor #6); 0207	
(ACTOR #6 / Azolan)	
Bob Angelini	3
0203 (Reporter); 0204 (Reporter); 0210 (Reporter)	
Armand Anthony	1
0215 (Commercial Director)	
Anthony Arkin	1
0213 (Mr. Bishop)	
Tala Ashe	3
0108 (R. J. Quigley); 0110 (R.J. Quigley); 0111 (R.J.	
Quigley)	
Annaleigh Ashford	1
0101 (Lisa)	
Jordan Asinofsky	1
0207 (Theater Patron)	
Emanuel Azenberg	1
0110 (Himself)	

B

Becky Ann Baker	1
0101 (Karen's Mother)	
Dylan Baker	1
0101 (Karen's Father)	
Dana Barathy	1
0203 (Dancer)	
Dylan Barker	1
0209 (Roger Cartwright)	
Scarlett Bencheley	1
0213 (Hot Girl)	
Nova Bergeron	1
0111 (Dancer)	
Marc Bicking	1
0110 (Darryl Zanuck)	
Neal Bledsoe	7
0104 (John Goodwin); 0105 (John Goodwin); 0106	
(John Goodwin); 0107 (John Goodwin); 0108	
(John Goodwin); 0109 (John Goodwin); 0110	
(John Goodwin)	
Larry Block	1
0110 (Gary Garrison)	
Nikki Blonsky	1
0206 (Margo)	
Matt Bogart	1

0203 (Matt)	
Dave Bradford	1
0107 (Engineer)	
Mo Brady	2
0213 (Gabe); 0215 (Gabe)	
Joe Brent	1
0109 (Guitar player)	
Norbert Leo Butz	1
0109 (Himself)	

C

David Call	3
0209 (Adam Collins); 0212 (Adam Collins); 0213	
(Adam Collins)	
Rich Campbell	1
0106 (Band Member)	
Geoffrey Cantor	1
0106 (Barry Schwartzman)	
Carolee Carmello	1
0213 (Marie Bishop)	
A.J. Cedeno	1
0206 (Reporter)	
Harrison Chad	1
0110 (August)	
Michael Christofer	1
0207 (Jerry Rand)	
Kate Clinton	1
0101 (Director)	
Emory Cohen	9
0102 (Leo Houston); 0105 (Leo Houston); 0107 (Leo	
Houston); 0108 (Leo Houston); 0109 (Leo Hous-	
ton); 0110 (Leo Houston); 0111 (Leo Houston);	
0112 (Leo Houston); 0212 (Leo Houston)	
Maddie Corman	1
0101 (Rene Walters)	
Kristine Covillo	5
0102 (Nancy); 0104 (Dancer); 0105 (Dancer); 0106	
(Dancer); 0107 (Dancer)	
Veanne Cox	1
0207 (Actress#1)	
Michael Cristofer	8
0101 (Jerry Rand); 0103 (Jerry Rand); 0108 (Jerry	
Rand); 0112 (Jerry Rand); 0201 (Jerry Rand);	
0202 (Jerry Rand); 0205 (Jerry Rand); 0206	
(Jerry Rand)	
Wesley Curtis	1
0109 (Jason)	

D

Mara Davi	4
0212 (Daisy); 0215 (Daisy Parker); 0216 (Daisy Parker);	
0217 (Daisy Parker)	
Eisa Davis	1
0101 (Abigail)	
Frank DeJulio	1

0213 (Patrick)
 Mike DiGiacinto 1
 0103 (Paul)
 Sean Dugan 2
 0109 (Randall); 0111 (Randall Jones)

E

Spencer Ebba 2
 0205 (Chorus Member); 0207 (Chorus Member)
 Christine Ebersole 1
 0217 (Herself)

F

Michelle Federer 2
 0107 (Monica Swift); 0108 (Monica Swift)
 Harvey Fierstein 1
 0202 (Himself)
 Brad Fitch 5
 0203 (Bombshell Actor); 0209 (Bombshell Actor);
 0210 (Bombshell Actor); 0211 (Bombshell Ac-
 tor); 0212 (Bombshell Actor)
 Kathy Fitzgerald 2
 0206 (Actor #3); 0207 (Actress#2)

G

Hunter Gallagher 1
 0107 (Mason)
 Kathie Lee Gifford 1
 0213 (Herself)
 Montego Glover 5
 0209 (Marissa); 0210 (Marissa); 0211 (Marissa); 0213
 (Marissa); 0215 (Marissa)
 Matthew Gooley 1
 0109 (Cocktail Party Guest)
 Sean Grady 1
 0115 (Bombshell P.A.)
 Julie Gudz 2
 0210 (Theater Girl); 0211 (Theater Girl)
 Grace Gummer 2
 0108 (Katie Rand); 0207 (Katie Rand)

H

Ann Harada 10
 0105 (Linda); 0107 (Linda); 0110 (Linda); 0111 (Linda);
 0112 (Linda); 0115 (Linda); 0201 (Linda); 0203
 (Linda); 0207 (Linda); 0209 (Linda)
 Brandon Tyler Harris 1
 0204 (Student #2)
 Jeffrey C. Hawkins 1
 0102 (Reporter)
 Sean Hayes 2
 0205 (Terrance Falls); 0207 (Terry Falls)
 Sean P. Hayes 1
 0206 (Terrance Falls)
 Takako Haywood 1
 0208 (New York Times Employee)
 Manuel Herrera 2
 0111 (Dancer); 0213 (Ed) Charlie Moss (Gentlemen)
 Erin Holmes 1
 0115 (Melissa)
 Jennifer Hudson 4
 0201 (Veronica Moore); 0202 (Veronica Moore); 0203
 (Veronica Moore); 0204 (Veronica Moore)

J

Cheyenne Jackson 1
 0217 (Himself)
 Brian d'Arcy James 4
 0101 (Frank Houston); 0201 (Frank Houston); 0216
 (Frank Houston); 0217 (Frank Houston)
 Blake Johnson 2
 0107 (Artie Swift); 0108 (Artie Swift)
 Blake Andrew Johnson 2
 0103 (Artie Swift); 0106 (Artie Swift)
 Nick Jonas 2
 0104 (Lyle West); 0115 (Lyle West)
 Haley Jordan Jones 1
 0210 (Benefit Guest)
 Vanessa Jones 1
 0108 (Co-Worker)
 Anne Bergstedt Jordanova 3
 0113 (Bombshell Dancer); 0114 (Bombshell Dancer);
 0115 (Bombshell Dancer)

K

Steven Kaplan 1
 0110 (Alan)
 Thorsten Kaye 7
 0107 (Nick); 0108 (Nick); 0110 (Nick); 0111 (Nick);
 0112 (Nick); 0115 (Nick); 0217 (Nick)
 Kirk Kelly 1
 0215 (Theater Goer)
 T.J. Kenneally 1
 0108 (McMannus)
 Jason Kravitz 1
 0207 (Timothy)
 Alex Kruz 1
 0109 (Dancer)
 Keith Kuhl 3
 0104 (Dancer); 0107 (Dancer); 0111 (Dancer)
 Logan Kulick 1
 0207 (Theater Student)

L

Bobby Lamont 3
 0205 (Actor #4 - Danceney); 0206 (Actor #4); 0207
 (Actor #4 / Danceney)
 Jenny Laroche 7
 0104 (Sue); 0107 (Sue); 0108 (Sue); 0110 (Sue);
 0111 (Sue); 0112 (Sue); 0115 (Sue)
 Preston Lawrence 1
 0112 (Bouncer)
 Marty Lawson 1
 0206 (Marty)
 Li Jun Li 1
 0103 (Store Clerk)
 Shaun Licata 1
 0111 (Rebecca's Assistant)
 David Lipman 1
 0108 (Judge Davenport)
 Robert Lupone 1
 0101 (Jerry's Attorney)

M

Rachael Ma 1
 0104 (Caris)
 Luke MacFarlane 2
 0216 (Patrick Dillon); 0217 (Patrick Dillon)
 Yanira Marin 1
 0111 (Dancer)
 Jesse L. Martin 9

Smash Episode Guide

	0206 (Scott Nichols); 0207 (Scott Nichols); 0208 (Scott Nichols); 0209 (Scott Nichols); 0210 (Scott Nichols); 0211 (Scott Nichols); 0212 (Scott Nichols); 0213 (Scott Nichols); 0214 (Scott Nichols)
Marin Mazzie	1
0217 (Herself)	
Kelly McAndrew	1
0206 (Actor #1)	
Kevin McCollum	1
0213 (Himself)	
Molly McGaughey	1
0205 (Benefit Guest)	
Paul McGill	2
0205 (Dancer); 0210 (Dancer)	
Gregg Micheals	1
0215 (Stage Hand)	
Liza Minnelli	1
0210 (Herself)	
Lin-Manuel Miranda	1
0215 (Himself)	
Elisabeth Montanaro	1
0205 (Dancer)	
Angelina Mullins	1
0111 (Dancer)	

N

Richie Noodles	2
0210 (Restaurant Patron); 0211 (Theatre Patron)	

O

Clancy O'Connor	1
0106 (Aaron)	
Rosie O'Donnell	2
0212 (Herself); 0217 (Herself)	
Toshiko Onizawa	2
0208 (Hipster); 0215 (Fan of Ivy Lynn)	
Brad Oscar	1
0107 (Peter)	
Julian Ovenden	2
0203 (Simon); 0212 (Simon)	
Rachel Oyama	1
0208 (Mia)	

P

Natalie Paul	1
0206 (Actor #5)	
Bernadette Peters	6
0107 (Leigh Conroy); 0115 (Leigh Conroy); 0209 (Leigh Conroy); 0212 (Leigh Conroy); 0214 (Leigh Conroy); 0217 (Leigh Conroy)	
Maxwell Peters	2
0211 (Hitlist Actor); 0212 (Hitlist Actor)	
Marisa Pierini	1
0110 (Stella)	
Christy Pusz	1
0206 (Actor #2)	

R

David Raimo	1
0204 (Fan)	
Jason Ralph	1
0213 (Fan)	
Condola Rashad	3
0104 (Cyn); 0108 (Cyn); 0206 (Cynthia Moran)	
Daniel Raymont	1

	0104 (Sebastian)
Michael Riedel	3
0109 (Himself); 0115 (Himself); 0201 (Himself)	
Ron Rifkin	1
0217 (Himself)	
Peter Rini	1
0111 (Petey)	
Jake Robinson	1
0203 (Drummer)	
Amanda M. Rodriguez	2
0203 (Asst. Stage Manager); 0206 (Assistant Stage Manager)	
Kim Rosen	1
0206 (Jen)	
Daryl Roth	1
0213 (Herself)	
Jordan Roth	1
0201 (Himself)	
Daphne Rubin-Vega	4
0208 (Agnes); 0212 (Agnes); 0213 (Agnes); 0215 (Agnes)	
Seth Rudetsky	1
0207 (Himself)	

S

Greg Sammis	3
0109 (Time Square tourist); 0114 (Theater-goer); 0210 (Bar Patron)	
Manuel Santos	3
0106 (Dancer); 0107 (Dancer); 0111 (Dancer)	
Chloe Elaine Scharf	1
0207 (Theater Student)	
Marcus Schenkenberg	1
0111 (Colin)	
Angie L. Schworer	1
0111 (Dancer)	
Harry L. Seddon	1
0105 (Paparazzo)	
Charlie Semine	1
0111 (Paul Denby)	
Zach Shaffer	1
0108 (Andrew)	
Marc Shaiman	1
0212 (Himself)	
Jamey Sheridan	4
0209 (Richard Francis); 0210 (Richard); 0211 (Richard Francis); 0212 (Richard Francis)	
Morgane Slep	1
0103 (Brenda)	
Phillipa Soo	2
0213 (Lexi); 0215 (Lexi)	
Samantha Soule	1
0109 (Donna)	
Lewis J. Stadlen	1
0107 (Ralph Masius)	
Justin Stanger	1
0210 (Nigel Pritchard)	
Bo Stansell	1
0207 (Usher)	
Finnerty Steeves	2
0101 (Maira); 0102 (Maira)	
Henry Stram	1
0111 (Justin)	
Daniel Sunjata	6
0203 (Peter Gilman); 0204 (Peter); 0205 (Peter); 0205 (Peter); 0206 (Peter Gilman); 0207 (Peter Gilman)	

T

Dollar Tan	6
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0208 (Hitlist Actor); 0209 (Hitlist); 0210 (Hitlist);
0211 (Hitlist Actor); 0212 (Hitlist Actor); 0215
(Hitlist Actor)

Ryan Tedder	1
0108 (Himself)	
Bernard Telsey	1
0203 (Himself)	
Nicholas Teti	1
0114 (Theater Goer)	
Uma Thurman	5
0110 (Rebecca Duvall); 0111 (Rebecca Duvall); 0112 (Rebecca Duvall); 0113 (Rebecca Duvall); 0114 (Rebecca Duvall)	
Ramón Olmos Torres	1
0210 (Flower Delivery Guy)	

W

Bill Walters	1
0204 (Bar Patron)	
Sylwia Wardaszka	1
0109 (Dancer)	
Michaela Waters	1
0204 (Gretchen)	
Eric West	1
0209 (Erik)	
Isiah Whitlock Jr.	1
0113 (Ronald Strickland)	
Scott Wittman	1
0212 (Himself)	
Jeremy Woodard	1
0213 (Cute Guy)	
Tim Wright	4
0101 (Dave); 0107 (Dave); 0111 (Dave); 0213 (To- day Show AD)	
Erin Wyatt	1
0102 (Lindsey Mullens)	

Z

Jeremy Zierau	1
0211 (Audience Member)	