Former high school acquaintances **Ben Gershman** (*think Billy Crystal*) and **Jerry Miller** (*think Larry David*), now in their eighties, find themselves confined together in a seedy New York retirement home run by gutsy African American former prison guard, **Sugar Jones**.

Ben bemoans a forced retirement from the family fish business by his Ivy League son, **Paul**, while Jerry, faced with a death threat from mob, hides in FBI witness protection. Polar opposites, mild-mannered Ben feels his days soon over while feisty Jerry schemes to escape, find a plastic surgeon, and continue his lavish ways.

Ben casually scans a newspaper, "Age Is Just a Number - Rediscover Youth Today! Free With This Ad," pitched by New Jersey inventor Harry Snooker (think Danny DeVito.) Larry peers at the ad and goads Ben to join him. Later, disguised as frumpy aged women, Ben and Jerry escape into the dark night of streetwalkers and gangs, rescued in a tent from Sugar by a benevolent Gypsy fortune teller. A wild morning E-Bike ride on a crowded turnpike leads Ben and Jerry to Harry's lab. OJ laced by an exotic assistant, Ben and Jerry slide, unconscious, through Harry's MRI-style devices and exit in their thirties. Amazed at the transformation, Jerry excitedly convinces overwhelmed Ben to party before he attempts a return to the fish factory.

Reluctant, Ben curiously agrees to a poolside meet where two hotties later take them to a booze-filled night in a raucous club. A blazing sun awakens the duo naked, strapped in beds with money gone. Hungover and dazed, the two stare into a mirror, eyes blurred with images of two old men. Shocked, Ben and Jerry sob on each other's shoulders.

Disillusioned, Ben and Jerry pull money from their shoes and board a rusty trawler for an unnamed South Sea Island. With broken deck chairs and frozen lasagnas, luck worsens when the boat sinks, leaving them in a leaky raft afloat in an endless sea. Dazed in the scorching sun, Ben and Jerry groggily philosophize about their disparate lives like a *Last Supper* chat when a shark attacks the boat, and they disappear into the deep.

Ben and Jerry blankly stare at a cloudless sky washed ashore on a beach tangled in seaweed as crabs tap dance on their bodies. Refusing to die, Jerry drags Ben to a nearby grove and discovers a pond. Barely able to move, they roll in like logs and, moments later, burst into the air like Fourth of July rockets. Spirits reborn, the duo splash like teenagers at a summer camp in the magical clear water.

A friendly island chief agrees to build a health spa and make them millionaires. Grateful for their lives with renewed meaning, Ben and Jerry happily manage the resort, like two Hiltons, later invited to receive a prestigious humanitarian award. Tan and healthy, Ben and Jerry happily return to Florida with side-by-side beachfront homes and donate the balance of their fortunes to worthy causes.

Epilogue:

Paul warmly elects Ben, Chairperson Emeritus, to the board of Gersman Fish International, and Jerry learns mob boss died in prison. They pen a New York Best Seller and host an Emmy Award TV show, "Age Is Just a Number."

"Count your life by friends, not years. Count your life by smiles, not tears."

- John Lennon