

THE GETAWAY
by Walter Hill

This screenplay is dedicated to Raoul Walsh

Based on the novel

by

Jim Thompson

FINAL REVISED SHOOTING SCRIPT
February 23 1972

FADE IN:

CARD OVER: SANDERSON PRISON

EXT. PRISON YARD - TITLES OVER - DAY

DOC McCOY IS BEING WALKED ACROSS THE COMPOUND BY A UNIFORMED GUARD, carrying a riot gun. Other Prisoners around the yard turn and stare as the two men head for the main building.

INT. PRISON CORRIDOR

DOC WALKS DOWN THE BLEAK HALLWAY: A BLACK PRISONER PASSES Doc in the corridor, they slap hands... the Guard remains at his shoulder. Near the end of the passage another Guard clangs open a barred door and allows Doc and the First Guard to enter the room where he stands sentry.

INT. HEARING ROOM - DAY

A LONG TABLE HAS BEEN SET UP AT THE HEAD OF THE ROOM, several Prison Officials and Parol Board Members are seated facing the length of the room.

Seated at one end of the table is an Irish looking Man; floridly handsome and a bit overweight, his red hair is beginning to grey. The Nameplate in front of him reads J. BEYNON.

Doc enters the room and seats himself near two other PRISONERS, the GUARD stands back against the wall.

Another table has been set up; this one near the seated Prisoners, for their LEGAL COUNSELS -- SEVERAL LAWYERS examine papers before them, waiting for the hearing to begin.

A MAN at the center of the large table clears his throat, then begins to speak.

CHAIRMAN

I think we can begin... First parole request Carter "Doc" McCoy... is legal counsel present?

A MAN rises from behind the lawyers' table.

LAWYER

Yes. Eugene Stewart representing Mr. McCoy.

DOC

watching... taking it all in.

AT THE TABLE

The Man checks the papers before him.

CHAIRMAN

(his voice a bored drone)

Carter McCoy, one to five years sentence for armed robbery, first offense in the State of Texas, wanted by the State of Ohio for assault with a deadly weapon and armed robbery...

LAWYER

The State of Ohio has waved jurisdiction, Mr. Chairman. They no longer seek Mr. McCoy in connection with that case.

CHAIRMAN

(adjusting his papers)

That is correct. Very well. Mr. McCoy has served four years of his sentence. Prison record satisfactory. Applied for parole on September 5th of this year...

The Chairman lowers the paper, looks across to the lawyer.

CHAIRMAN (CONT'D)

(continuing)

Remarks?

LAWYER

We would only again like to call the committee's attention to Mr. McCoy's satisfactory behavior as a prisoner.

CHAIRMAN

Notice is taken.

He looks down the table at the dark-suited men.

CHAIRMAN (CONT'D)

(continuing)

The Board met in closed chambers last week... have you reached a decision regarding Mr. McCoy's request for parole?

DOC

His face is taut.

AT THE TABLE

A Second MAN looks across to the Chairman.

SECOND MAN

(seated near Beynon)

Request for parole is denied. The prisoner may re-apply in one calendar year.

DOC

lowers his eyes, then looks up at his lawyer. The lawyer avoids Doc's glance., he shuffles the papers in front of him, begins stuffing them into his briefcase.

AT THE TABLE THE CHAIRMAN FLIPS HIS PAPERS TO A NEW PAGE

CHAIRMAN

(still totally without emotion)

Very well. The next request for parole is from John Doty. Is legal counsel present?

VOICE (O.S.)

Yes.

CHAIRMAN

Mr. Doty is serving five to twelve years for embezzlement of corporate funds.

DOC'S JAW TIGHTENS... HE AGAIN LOOKS AT THE FLOOR

DOC PLAYING CHESS WITH AN OLD CON IN A BLEAK WORK ROOM - torn, magazines, beaten up radio, butt cans filled with sand.

EXT. PRISON GATE - ANGLES

DOC AND OTHER PRISONERS RUN OUT OF THE GATE LEADING TO the tractor driven carts that will take them to their work area.

EXT. EDGE OF FOREST

DOC AND WORK PARTY HAVE ALREADY ARRIVED AT THE FOREST and begin to cut, file and burn brush. They are always guarded by guards, some on horseback.

EXT. PRISON COMPOUND - DAY

DOC LEANS AGAINST A WIRE FENCE CHEWING ON AN OVEN match, he watches the other prisoners aimlessly wander around the exercise yard.

INT. PRISON COMMISSARY - DAY

DOC IS STANDING IN LINE WITH THE OTHER PRISONERS, starchy puddles of food are being ladled out onto the metal trays...

INT. PRISON TOILETS - DAY

DOC WORKING WITH SEVERAL PRISONERS, ALL OF THEM ON THEIR HANDS AND KNEES, cleaning a long line of open, filthy toilets... a Guard stands nearby.

DOC SHOWERING IN AN OPEN STALL WITH TWENTY MEN

coarse soap and brownish yellow water... Doc has an American Eagle tattooed on one shoulder.

A SENTRY TOWER - DUSK

A GUARD LOOKS OUT OVER THE EMPTY EXERCISE YARD... buildings containing bleak cell blocks stand beyond the open compound.

INT. CELL BLOCK - NIGHT

A WARDER JANGLES HIS KEY RING AS HE PASSES BY THE IRON doored cells.

INT. TEXTILE MILL - A SERIES OF ANGLES - DAY

DOC AND OTHERS WORKING. THE NOISE OF MACHINERY IS deafening. The clatter of the constantly working parts is maddening.

INT. CELL - NIGHT

DOC LIES ACROSS A SMALL COT WITHIN HIS SHADOW-CROSSED cell. He works carefully at a toothpick suspension bridge. Doc

glues the final pieces into place...

Around the cubicle his personal effects can be seen, a picture of an attractive woman, several battered paperbacks.

Doc continues looking at the bridge... then suddenly begins smashing it to pieces with his right fist.

INT. PRISON - VISITING BUNGALOW - DAY

DOC IS SEATED... WAITING. CAROL enters the darkened room and seats herself opposite Doc. They are separated by a wide table and net of wire meshing that springs upward from mid-point between them.

CAROL

(big smile, she wants the moment to be an upper)

Hello, Doc.

He simply stares back at her. Carol's finely honed features compliment a face that at first glance is pretty, at a second glance shows willful strength. Doc continues looking at Carol.

CAROL (CONT'D)

I'm sorry.

Doc is silent.

CAROL (CONT'D)

It's been raining a lot the last few days.

Doc is silent.

CAROL (CONT'D)

We'll try again.

DOC

No way. I've got to get out now.

Get to Beynon, tell him I'm for sale. His price.

She looks at him.

DOC (CONT'D)

Do it now.

She hesitates, tries to touch him through the mesh. Gets up and leaves. Doc remains unmoving.

EXT. COUNTRY COURTHOUSE - SAN MARCOS, TEXAS - DAY

Carol moves to the back of the large building and up a rear stairway toward the overhead office.

INT. COURTHOUSE

Carol enters a legal office, wearing a soft billowy dress. She looks very good.

A middle aged SECRETARY looks up at Carol. A short balding man (THE ACCOUNTANT) in his forties works at a large desk across the room from the Secretary. He seems totally occupied with his bookwork.

Near the accountant three men are seated on a davenport.

They are dressed casually; by the look of them they might be anything at all but all three have commonality; they are professionals.

HAYHOE - Thirty years old, buck teeth and blue eyes, a bitter ender.

CULLY - Well padded strength, large hands and wrists that pop out of his buttoned shirtsleeves...

SWAIN - a little older and a little smarter than the other two, his narrow features allow no warmth.

AFTER A MOMENT:

SECRETARY

Yes?

CAROL

I want to see Jack Beynon.

The Accountant nods to the Secretary, she points Carol towards a door leading to an inner office.

SECRETARY

Go right in, Mrs. McCoy.

DOC AND CAROL - PACES, PARTS OP BODIES, EMPHASIS ON HANDS, in bed... his hand touching the soft white skin beneath her stomach.

BACK WITHIN THE OFFICE THE THREE MEN LOOK AFTER CAROL

CULLY
Class - regular?

SWAIN
No. Doc McCoy's old lady.

Cully looks startled.

CULLY
Jesus. Carol Ainsley?

SWAIN
The very same.

CULLY
The Doctor took out McGovern for her.

SWAIN
She only rides winning - Class easy
class.

ACCOUNTANT
Shut up.

INT. BEYNON'S OFFICE

CAROL ENTERS.

A WOMAN'S LIPS - FLASH CUT

Pressed against a man's neck. She kisses, then bites a tiny
portion of skin.

Back to Beynon's office. He is pouring a drink.

BEYNON
How are you, Mrs. McCoy?

Carol approaches beynon's desk with a nervously determined
Stride.

CAROL
Ready to talk about my husband, Mr.
Beynon.

BEYNON
So the good Doctor comes up again.
(then)
Please sit down.

CAROL

He's asked me to come and see you.

Beynon looks at her... then lets their eyes meet.

BEYNON

(handing her a drink)

Why? Can I help?

CAROL

Yes, I think you can.

A MAN'S FINGERS STARING AT THE ANKLET ON THE WOMAN'S LEG then drawing an imaginary line upward... a woman's hand wearing a wedding ring comes up to meet it.

INT. SANDERSON PRISON OFFICE CORRIDOR - DAY

A UNIFORMED GUARD LEADS DOC DOWN THE HALLWAY, they turn a corner and go into a small private room, Doc is now dressed in civilian clothes.

Doc catches sight of himself in a small mirror. He stops looking uncertainly at the image... and then moves on with the guard.

EXT. PRISON - DAY

DOC EXITS THE PRISON AND STANDS WAITING NEAR THE AUTO GATE. He looks down the two-lane blacktop road that runs along the edge of the penitentiary... Doc turns, looks again at the prison... four years is a long time.

A dark Caddy is parked down the road.

INT. CADDY - DAY

THE ACCOUNTANT OR SWAIN SITS BEHIND THE WHEEL. He stares at Doc. Doc crosses to him.

ACCOUNTANT

Mr. Beynon will see you the day after tomorrow 12:30 at the River Walk.

He gestures and drives away.

DISSOLVE TO:

DOC IS STILL WAITING

He leans against a low stone wall that lines the entrance way... The duffel bag rests beside him.

A late model Ford approaches, stops near Doc... the passenger side door opens from the inside... Carol is driving... Doc and Carol look at one another, their eyes holding several moments.

INT. FORD - DAY

BOTH CAROL AND DOC ARE VERY TENSE.

CAROL

Hello, Doc.

DOC

Hi.

CAROL

You okay?

DOC

(big smile)

I'm a lot better off than I was an hour ago.

They look at each other for a moment. Carol leans forward... Doc, inhibited by the closeness of the prison walls, kisses her lightly, but with affection...

CAROL

You want to drive?

DOC

My license expired, let's get out of here.

CAROL

Sure...

She starts the car, slips it into gear.

EXT. HIGHWAY

THE FORD MOVES ALONG THE DESERTED ROADSIDE, crossing the border and passing into the State of Texas.

INT. THE FORD

DOC ALTERNATELY STARES AT THE PASSING SCENERY, THEN BACK to Carol.

CAROL

I'm sorry I was late... I got my hair done... the girl was slow.

DOC

It looks fine.

A pause.

CAROL

Feel good?

DOC

Yeah.

CAROL

Where do you want to go?

DOC

I want to take a walk.

He smiles, then reaches over and gently touches a strand of Carol's hair.

EXT. RIVER - GRASSY BANK - SERIES OF ANGLES - DAY

THEY PARK THE CAR AND EXIT. DOC MOVES A LITTLE AHEAD OF Carol. He sits on the bank watching the kids play.

YOUNG BOYS SWING ON A ROPE THAT HANGS OVER THE FALLS

COLLEGE KIDS, SOME ARE SWIMMING, SOME STUDYING, SOME just grooving.

AN OLDER COUPLE SIT ON THE BANK, THEIR FEET IN THE WATER

CAROL SITS DOWN NOT TOO CLOSE. DOC IS SILENT FOR LONG moments. Carol starts to speak but doesn't. He is preoccupied, lost in his own thoughts.

Finally he stands, looking down at her. He slowly takes off his coat, folds it, lays it on the grass, then turns and starts walking towards a tree.

Suddenly he takes off his shoes, breaks into a run and dives for the rope.

CAROL IS ALREADY ON HER FEET, HER SWEATER OFF, SHOES kicked aside, she runs after him and hits the water with an awkward splash. She is a brief second behind him.

THEY COME UP TOGETHER, AND HE LAUGHS WITH THE PURE JOY of

being free and alive. She joins him, in his laughter and with their arms around each other, they turn as they are swept down stream.

INT. EL OSO CONDOMINIUM - NIGHT

THROUGH AN OPEN WINDOW A PORTION OF THE EXTERIOR BUILDING CAN BE SEEN... The interior is cozy and Carol. Carol has lived here almost two years. On the wall there is a poster (which will be on the wall of every room that they stay in from now on).

Around the room are drying clothes. Carol is ironing with a steam iron.

Doc is sitting at a table with a Colt .45 in front of him and a .32 automatic. He is field stripping. There is a bowl of peaches on the table.

DOC

(pointing to the poster)

It doesn't look like that.

CAROL

What do you mean? You've never been there.

DOC

I've been there every day for the last four years.

She crosses to him and gives him a hug, then returns to her ironing.

DOC (CONT'D)

What's Beynon got set up?

CAROL

Small town, small bank, big money.

She holds up some 11 by 14 photographs in front of him.

DOC

Where did you get those?

CAROL

I've been doing my homework.

DOC

Just like old times?

CAROL
Better than old times.

DOC
I hope so. I am not looking forward to
another stretch.

CAROL
I made a mistake. I'll never make another
one.

DOC
(after a moment)
Where did you get them developed?

CAROL
Assumed name... Houston.

DOC
Good.

RAFTER A MOMENT)

How much is the score?

CAROL
Half a million.

DOC
That Beynon's got a long arm.

CAROL
(after a moment)
What do you want for dinner?

DOC
Whisky and a peach.

She laughs softly, and goes to a cupboard and takes out four
bottles of whisky, four glasses and a bowl of ice. Doc smiles
at her and begins sampling.

CAROL
(as Doc eats a peach with a
sharp knife)
How does it taste?

DOC
Just the way I remembered.

Doc reaches across the table and touches her hand gently.

DOC (CONT'D)

You been okay?

CAROL

Pretty good... Made a quick trip to Oregon, saw my brother and the kids. Figured it would be my last chance, unless they wanted to travel.

DOC

How's Estelle?

CAROL

Fatter... some things never change.

DOC

Boring.

CAROL

Nothing's been boring since you found me.

DOC

(carefully)

That's not all of it.

CAROL

No. It's been a long time.

A pause. He continues stroking her arm.

DOC

You go out much?

CAROL

After four years and now the question comes up.

DOC

Couldn't handle it then. Now I can.

CAROL

(with warmth and a smile)

I'm still here, Doc.

He stands, kisses her gently. She stands and they move toward the stairs.

INT. BEDROOM

THEY ENTER THE BEDROOM AND SIT SIDE BY SIDE ON THE DOUBLE

bed. They both sit rigidly. Doc's eyes are on Carol, she stares vacantly expectant.

Doc begins to unbutton her blouse, it comes undone with agonizing slowness... Carol pulls her shoulders back helping Doc drop the garment down to her waist.

Doc hesitates, then carefully touches her shoulder... her hair... he kisses her... Doc gently eases himself away from Carol.

DOC
(he is very tight)
Oh Christ...

He again moves close... Doc reaches around to unsnap her bra as Carol places both of her arms around him, holding him tightly...

Doc unsnaps the top fastener, the second one catches, remains unyielding... He closes his eyes for a second... The pressure of the moment is again too intense for Doc. Once more he pulls gently away from her. Carol looks at him, her eyes very reassuring.

DOC (CONT'D)
(continuing)
I guess I'm kind of...

CAROL
It's all right.

DOC
(explaining the obvious)
It's just been a while.

CAROL
We've got time. We've got a lot of time.
I can help you.

She stands, begins to remove her skirt.

DOC
Wait... give me a minute.

CAROL
Sure.

She sits beside him again, takes his hand in hers...

DOC

I'll be okay.

CAROL
Listen, I'm just as nervous as you are.

DOC
Really?

CAROL
Really.

They look at one another. A pause. He kisses her; their embrace pulls them back across the bed.

CAROL (CONT'D)
(continuing)
Let me make you feel good, Doctor.

But she has little chance as he begins to make love to her.

DISSOLVE TO:

A DIFFERENT ANGLE

DOC AND CAROL ARE LYING IN BED.

CAROL
How was it?

DOC
Better than I remembered.

INT. KITCHEN - MORNING

DOC WEARING A ROBE IS COOKING EGGS AND DRINKING WHISKY. Carol enters.

CAROL
I was going to fix you breakfast.

DOC
You were asleep.

CAROL
I bought you a lot of new things.

She exits and returns with some clothes. He looks at them.

DOC
Yeah, well, I think I'll stick with what I've got.

CAROL
Suit yourself.

They start eating.

DOC
How much does Beynon get?

A pause. Carol looks directly at Doc.

CAROL
\$250,000 right off the top.

DOC
Is he straight?

CAROL
You got the parole, didn't you?

He picks up a fork and looks through it, as if it is prison bars. She takes his hand and gently takes the fork from him.

DOC
Thanks again.
(then)
I 'm glad you waited.

CAROL
(simply)
I couldn't have... much longer.

DOC
Yeah... I know.

CAROL
But I got you out. Didn't I, Doc. I did it. I got you out.

Carol begins to laugh softly.

DOC
Why are you laughing?

CAROL
I laugh when I feel happy. Sometimes just thinking of you made me laugh. I had a lot of that. And other times that wasn't enough. I had a lot of that too. I know you find it hard to believe, I'm happy just loving you.

DOC

That doesn't hurt.

CAROL

But sometimes I cried a lot too.

DOC

(trying to smile)

I didn't. I just waited.

CAROL

(deeply moved)

Want to cry now?

Doc smiling, still holding her hand, leads her from the table.

THEY CAN'T KEEP THEIR HANDS OFF EACH OTHER AND LAUGHING with complete release they half carry each other into the bedroom.

EXT. RIVER WALK CANAL - SAN ANTONIO - DAY

BEYNON IS IN THE BOAT. LUNCH HAS BEEN SET. DOC COMES ABOARD.

DOC

You gotta be kidding.

BEYNON

Not at all, just a pleasant way to have lunch.

Doc sits.

Pedal boats cut through the water in the background.

BEYNON (CONT'D)

Glad to see you in civilian clothes.

The Accountant and Swain are with Beynon in the boat. Apart from them two pedal boats come up behind Beynon's boat. Cully and Hayhoe are in one, and two other men are pedalling along in a boat numbered 13.

DOC

All it takes is a long arm.

BEYNON

Hard to judge how these things happen. The Parole Board almost never reverses their decisions.

DOC

(sarcastic)

I guess it was because I was a model prisoner.

BEYNON

This is the only time you and I meet in public. Any business with me, handle it with him...

Beynon nods toward the Accountant. He then turns and gestures toward the other two men.

BEYNON (CONT'D)

(continuing)

You're back with your own people now. Got you some professionals.

DOC

(flat, hard)

I get my own help.

BEYNON

(quiet strength)

You run the job, but I run the show. You got two weeks to set it up.

It's not a big bank but it handles cash deposits for an oil company... half a million... it's a family thing, the brother of the bank director is on the board of directors at Con-Sol Oil... Beacon City.

Beynon nods to the two men and they immediately begin to approach in their paddle boat.

RUDY BUTLER -- hard eyes and an easy smile; obviously a heavy gun...

PRANK JACKSON -- young, mid-twenties, ruddy face and blond hair; a small man with blank, insensitive features.

DOC

(nods to Cully, Swain and Hayhoe)

What about them?

BEYNON

They're mine. The one with the moustache is my brother. They stay out of it. We stay clean.

As the two men arrive...

BEYNON (CONT'D)

(continuing)

Rudy Butler, Frank Jackson...

DOC

(to Rudy)

I heard about you. You work with Miller.

RUDY

You're out of touch. Cops blew him up.

DOC

Where?

RUDY

Chicago.

DOC

You were with him?

RUDY

Yeah. I got out.

DOC

(to Jackson)

What about you?

JACKSON

I was backup man on a payroll job.

(as Doc looks hard at him)

I hit some liquor stores... I drive good.

RUDY

I drive.

DOC

Sure,

(to Beynon)

You're working on the passports...

(as Beynon nods)

... and visas?

BEYNON

They will be ready. You guys do your job.

DOC

(irritated)

I'll take care of my end.

BEYNON
(big smile)
Stay clean.

INT. HOTEL ROOM BEACON CITY - DAY

THREE TRIPODS HAVE BEEN SET UP NEAR THE HEAVILY CURTAINED window. On two of them huge sets of binoculars have been racked into place, beside them on a tripod is a lectern with notepad and pencil... Doc and Carol peer through the binoculars then write several notations on the paper.

Both Doc and Carol drink coffee from paper cups... the residue of dinners served on hotel trays lie about the room. Doc and Carol share a sandwich as they work.

INT. BANK OP BEACON CITY - BINOCULARS' POV THROUGH BANK WINDOWS

THE BANK CARRIES ON ITS NORMAL MID-DAY ACTIVITY. A Guard enters the building quickly followed by the bank President.

BACK IN THE HOTEL ROOM CAROL AND DOC CONTINUE TO EAT WHILE making further notations.

INT. BEACON CITY BANK - ANOTHER DAY

CAROL WEARING INCONSPICUOUS WARDROBE STANDS QUIETLY IN LINE before a teller's window.

As she reaches the window:

CAROL
I'd like an application for a checking
account.

She gets it, moves to:

A TABLE. CAROL MAKES OUT THE APPLICATION AS SHE COOLLY AND unobtrusively eyes the bank.

INT. BEACON CITY BANK - DAY 5^

DOC, WEARING HIS SUIT AND GLASSES, STANDING AT A TELLER'S window. He moves to the head of the line.

He notices a TV camera and a wanted poster showing the faces of wanted bank robbers.

DOC

(with a smile)
Could I get change for this fifty please?

His eyes alert and probing.

EXT. MAIN STREET BEACON CITY - ANGLES - DAY

DOC DROPS A LETTER INTO A CORNER MAIL BOX, THEN BUYS A PAPER from a coin dispenser. His eyes find a Beacon City Policeman idly talking to a citizen... a police car is near the Officer, the driver's side door open... mounted on the dash is a shotgun. Doc tucks the paper under his arm and moves off down the street.

INT. COUNTY ENGINEER'S OFFICE - DAY

DOC WITH BRIEFCASE IS TALKING TO A CIVIL ENGINEER. They both study the detail map of a city sewage system...

INT. HARDWARE STORE - BEACON CITY - DAY

JACKSON PURCHASES A LARGE PAIR OF WIRE CUTTERS.

INT. BEACON CITY HOTEL - DAY

CAROL CUTTING PIECES OF MATERIAL OUT OF SEVERAL WATCH CAPS with a pair of scissors.

EXT. USED CAR LOT - BEACON CITY - DAY

RUDY, RANCH DRESSED., IS BUYING A LARGE FLAT BED.

INT. HIGH WALLED ROOM - DAY

A LARGE ROOM WITHOUT WINDOWS. NEAR THE CENTER SITS A BIG table piled with equipment, watch caps, several different colored raincoats, a huge pair of wirecutters, road maps, chemical containers and four sticks of dynamite, four visas and two passports and several padded U.S. Army, super bullet proof vests which are not vests at all, more a shield.

Rudy and Jackson stand near the table. Carol is seated. She nervously runs her hand along the edge of one of the road maps. Doc is holding one of the vests.

The wall behind the table is dominated by diagrams and maps, and photos which show the interior of the Beacon City Bank, the Bank vault, and several diagrams of the main street of Beacon City, a Beacon City Police car, and a detailed reproduction of the Beacon City main sewage system, including electrical wiring, a detailed road map of the town and

various photos of a farmhouse and barn.

DOC

... Bank President, three tellers and one guard...

CAROL

(cutting in)

Usually on the right side as you go in.

DOC

Nail him first, be careful he doesn't panic and want to shoot somebody. Local police have one car, a rover, shouldn't be in the vicinity at the time we hit unless it's answering an emergency call... if the cop car shows up remember it doesn't have any automatic weapons. Only a shotgun braced on the dashboard. Get into a tight spot, you'll be out of range at forty yards. Then they're down to their side guns.

CAROL

For exits off Main Street.

DOC

Should be light traffic that time of day... the Bank Guard carries a .38. These will stop an M.2 at fifty yards.

He throws the vest on the table.

DOC (CONT'D)

Just in case someone gets a shot off.

RUDY

I worked ten years without one, I don't need one now.

DOC

Suit yourself.

RUDY

Okay. How many bank exits?

DOC

Two.

RUDY

What about the vault?

DOC

Chambers - Reilly. Time lock opens 20 minutes before they start doing business...

RUDY

Wire pull over?

DOC

One-inch stuff on a three-number combination.

RUDY

I'm good at that.

DOC

I 'm handling the fine stuff. You're back up all the way...

RUDY

(smile)

Whatever you need.

To Rudy and Jackson, Doc points to the map and farmhouse picture:

DOC

Keep going over these. I don't want anybody getting lost.

CAROL

(holding two passports and four visas held together by a rubber band)

If we are clean Gollie will take us over at Nogales. If we are hot we'll have to try Laughlin at El Paso.

She hands Doc the visas, as she puts the two passports in her bag.

DOC

I'll hang on to these. We don't need them till we get to Gollie's. Okay. Any questions?

RUDY

Aren't we going a little hard?

DOC

What do you have in mind?

RUDY

It's just a walk-in bank. You don't have to be Dillinger for this one.

DOC

(a long look at Rudy)

Dillinger got killed.

Jackson and Rudy begin to exit. The Accountant enters.

DOC (CONT'D)

(to Accountant)

Tell Beynon I want no mistakes.

I make four phone calls, his boys better pick up.

ACCOUNTANT

I understand.

DOC

Beynon has to be alone at the drop ... one car at the ranch and that's it. I won't have the money... she won't know where it is until I'm sure it's clear.

ACCOUNTANT

He understands.

DOC

Make sure everybody does.

INT. BEACON HOTEL - NIGHT

DOC AND CAROL ARE GETTING READY FOR BED. It is the night before the robbery. Carol stands looking in the mirror.

CAROL

You know how I feel?

DOC

My mind's not on guessing games.

Carol turns away from the mirror.

CAROL

Promise you won't laugh.

DOC

(shakes his head; smiles)

If it's funny I'm going to laugh.

CAROL

I feel like the night before the first day of school.

DOC

That bad?

Carol laughs.

DOC (CONT'D)

You promised not to laugh.

They both laugh. Long beat. Carol gets into bed. Doc is already in bed.

CAROL

It will be such a relief not to have to think about it any more.

DOC

Waiting's hard. You never learn how.

CAROL

You know I've actually gotten tired waiting sometimes... worn out waiting.

DOC

At least you were outside.

CAROL

It doesn't make much difference where you are, if you're waiting, Doc.

DOC

Bullshit.

CAROL

I mean it.

DOC

I know you do. But it is different.

(before she can interrupt suddenly up a notch)

It's different.

(quieting down)

We'll be all right tomorrow.

CAROL

We are always going to be all right

tomorrow. I'd like to be all right a few
todays.

DOC

We're going to have a lot of those,
(easy, embracing her tightly)
We're just going to get the money and
then go all the way.

CAROL

(smiling at him)
... and live happily ever after.

INT. VAN - A WATCH FACE - DAY

SWEEP SECOND HAND TURNING 8:35.

DOC'S HANDS - SETTING A BOMB-TIMING MECHANISM ATTACHED TO TWO
STICKS of dynamite, two tubes of Naptha, a lot of prima cord
and one small, dark percussion cap.

CAROL SITS BEHIND THE WHEEL OF THE GREY PANEL TRUCK as it
prowls smoothly down a brush-lined Central Texas road. Carol
drives calmly, professionally...

ANGLES

DOC IS BEHIND CAROL, AT THE BACK OF THE
VAN. He wears a jacket and watch cap. Doc
is squatted down, quickly activating
another timing mechanism, checking the
clock-face on the bomb against his
wristwatch... with a quick, dexterous
movement, he places a bomb into the two
large grocery bags at his feet. After
burying the explosives within each sack,
he covers the bombs with crumpled
wastepaper.

(MORE)

ANGLES (CONT'D)

The grocery bags are then gently shoved
forward, resting against the wheel well
of the truck.

As Doc looks at Carol...

INT. A '65 BUICK - RUDY

PARKED ALONG A SECLUDED PATHWAY, facing the highway which
lies a quarter of a mile away.

He has on a trench coat buttoned to the neck and his sailor's watch cap... he stares at the highway.

THE PANEL TRUCK SLIDES BY...

EXT. HIGHWAY

A FULLY-LOADED HAY TRUCK RUMBLES DOWN THE ROAD .

INT. CAB - HAY TRUCK

JACKSON IS DRIVING, HE WEARS A DARK RAINCOAT AND WATCH CAP.

INT. BUICK

RUDY CHECKS HIS PISTOL. He shoves the pistol into the side pocket of his raincoat. Rudy starts the engine... then slides the car into gear...

EXT. MAIN STREET - BEACON CITY, TEXAS - DAY

A sleepy, traditional municipality...

A DAPPER GENTLEMAN IN HIS EARLY FIFTIES WALKS ALONG THE SIDEWALK. He is the PRESIDENT of the First Bank of Beacon City -- nodding to a few passersby, he stops at the front door of the bank, knocks twice. A BANK GUARD opens the door and the Bank President moves inside.

VISIBLE ON THE GLASS DOOR

sign that reads:

FIRST BANK OF BEACON CITY

Founded 1911 Hours: 9:00 AM to 2:00 PM Weekdays Only

INT. THE BANK

THE PRESIDENT SNAPS ON A BANK OF IRRIDESCENT LIGHTS. Several TELLERS have begun setting up for the day's commerce...

INT. PANEL TRUCK

DOC SHIFTS HIS POSITION SLIGHTLY, THEN PULLS HIS .45 OUT from beneath his jacket. Doc breaks out the clip, examines it, snaps it back to position. He replaces the gun under his jacket -- the gesture seemingly more a mannerism than a precaution.

A huge pair of tongs and the massive wire cutters rest on the

floor of the truck near Doc, along with a black leather suitcase.

CAROL IN THE DRIVER'S SEAT, Beacon City appears on the horizon through the windshield...

INT. BANK

THE PRESIDENT BEGINS TURNING THE COMBINATION on the massive door as the vault begins to open...

RUDY - IN THE BUICK - DRIVING DOWN THE ROADWAY near the outskirts of town. A Texas Highway Patrol car passes, moving in the opposite direction...

JACKSON - IN THE HAY TRUCK - PULLS ON A PAIR OF BLACK GLOVES, then checks his watch.

A WATCH FACE SHOWS THE TIME AT 8:56.

THE WATCH BELONGS TO DOC. He looks expectantly towards Carol.

THE PANEL TRUCK is now within the commercial district of Beacon City. Rudy's Buick is visible a hundred yards behind.

THE HAY TRUCK drives off Main Street and into an open field near a corner of the town.

Jackson jumps down out of the cab of the truck and crosses to the sidewalk.

Rudy's Buick pulls over and Jackson gets into the passenger seat. The Buick then cruises back out onto Main Street...

CAROL - IN THE VAN - APPROACHES AN INTERSECTION. Through the truck's window a traffic signal appears.

RUDY PULLS THE BUICK OFF THE MAIN DRAG and onto a side street. Another turn and he again moves parallel to the Main Street...

INT. BANK

THE BANK PRESIDENT LEAVES THE VAULT, allowing the heavy door to stand open.

A LATTICE-WORK BARRIER made of wrought-iron is pulled across the vault opening... the Bank President snaps the latch-lock closed.

CAROL - IN THE PANEL TRUCK. She pulls the van carefully to a

stop at the intersection as the stoplight blinks red... She turns her eyes back to Doc...

DOC, CATCHES HER LOOK, then instantly springs into action. He reaches down, pulls a hatch-like cover up from the floor of the truck, revealing the road below... a portion of a manhole cover is visible.

DOC

(barking the words)

Two feet forward...

CAROL ROLLS THE TRUCK SLIGHTLY FORWARD

ON THE STREET - SEVERAL CARS can be seen moving up behind the panel truck.

DOC GRABS THE TONGS, inserts the ends into the manhole cover notches. He lifts the tongs and slides the manhole cover forward. Doc drops down through the truck hatchway and into open manhole, carrying the huge cutters with him. As he disappears from sight...

98 RUDY DRIVING ON THE SIDE AVENUE, still moving parallel 98 to Main Street. The Buick is now geographically well forward of the panel truck. Jackson stares at his watch.

JACKSON

Now!

Rudy makes a sharp left. The car accelerates, its wheels begin to quietly whine.

Main Street comes back into view...

CAROL WATCHING THE SIGNAL... still red...

A MAN IN A PONTIAC eases to a stop behind the panel truck. He watches the signal.

DOC STANDING IN THE SEWER PIPE. He turns on a flashlight, moves ahead. His feet slosh through the six-inch-high murky water.

Doc shines the light on several ankle-thick conduit lines that run along the sewer wall... He moves down the dark oval corridor...

EXT. THE BANK

THE GUARD OPENS THE FRONT DOOR, allowing the morning PATRONS

to enter.

INT. THE BANK

THE PRESIDENT SMILES UPON SEEING THE CUSTOMERS. He looks over to the wood-frame clock on the far wall.

THE CLOCK READS 9:00 EXACTLY

RUDY - IN THE BUICK - MAKES ANOTHER LEFT TURN, now back onto Main Street.

THE BANK APPEARS A HALF-BLOCK AWAY through the car window. Rudy and Jackson pull their watch caps down over their faces; the holes cut into the caps are wide enough to recognize a disparity between their features...

MAIN STREET - THE TRAFFIC SIGNAL has now blinked to green.

CAROL IS GRINDING AWAY AT THE DEAD ENGINE of the panel truck...

THE MAN IN THE PONTIAC leans on his HORN... other cars behind him begin to HONK.

CAROL LEANS OUT OF THE CAB OF THE PANEL TRUCK and gestures for the cars to pass her. She again GRINDS away at the engine.

DOC'S WATCH - SHOWING 9:01.

DOC STANDS AT A MASSIVE CONNECTING BOX where four 112 strands of the conduit intersect. He puts the wire cutters to the first conduit, grasps the insulated handles and with a crunching POP, he cuts through the conduit with one bite. Doc immediately starts on the next strand.

CAROL - ON MAIN STREET - trying to start the engine.

THE BUICK SLAMS TO A STOP IN FRONT OF THE BANK. Rudy Il4 and Jackson pull open the car doors.

DOC CUTTING THE LAST AND LARGEST CONDUIT.

INT. THE BANK

THE BANK GUARD is placing a local high school basketball schedule and display into position.

SEVERAL PATRONS have formed small lines and are transacting business with the Tellers.

The wall clock shows the time at 9:02.

RUDY AND JACKSON BURST THROUGH THE GLASS DOOR. They stand shoulder to shoulder, guns extended the full length of their arms. Beneath the mask Rudy's smile is visible.

THE BANK GUARD LOOKS UP FROM THE BASKETBALL DISPLAY. His eyes widen... both guns are leveled directly at him... simultaneously the lights go out...

THE BANK PRESIDENT DESPERATELY PUSHES THE ALARM BUTTON near his desk. (INSERT: Button and bell.) Nothing happens.

CAROL - ON MAIN STREET - trying to start the engine.

INT. A DENTIST'S OFFICE

THE D.D.S. TORTURES A BALDING PATIENT with a drill. The PATIENT groans, lifts one leg in the air from the pain.

When the power goes, the Dentist quizzically raises the drill and examines it. The Patient pants in relief.

DENTIST

Superior technology, my ass.

AN ELECTRIC WEATHER/TIME INDICATOR - above the town square... as the bulbs dim...

DOC RUNNING DOWN THE SEWER; stopping at the manhole he scrambles up the permanent ladderway, tossing his wire cutters up into the truck parked over him.

CAROL - IN THE DRIVER'S SEAT - again she tries to start the engine.

DOC PULLING HIMSELF BACK UP INTO THE VAN with a gymnastic thrust he quickly slides the manhole cover with the tongs.

CAROL - the engine still won't start.

DOC DROPS THE HATCH DOOR back down into place on the floor of the truck...

DOC

(snapping his look to Carol)

Okay.

CAROL TURNS THE IGNITION SWITCH BACK ON...

CAROL - AS THE ENGINE ROARS TO LIFE she engages the gearshift. The truck begins to move forward. Suddenly, the motor does STALL.

DOC'S PACE TIGHTENS. The cars behind the van continue HONKING.

CAROL - AGAIN GRINDING AWAY AT THE ENGINE. Her lips are compressed into a thin line... After a moment... the motor catches, the truck again moves forward.

DOC PICKS UP THE LARGE BLACK SUITCASE from the floor of the panel truck, then begins to move toward the cab and Carol.

THE PANEL TRUCK WHIPS OFF MAIN STREET and onto a side avenue. Carol pulls the van up to the curbway, jerking to a stop.

DOC IS NOW IN THE FRONT SEAT BESIDE CAROL. He pulls the truck door open, then hesitates. He touches her arm, their eyes meet briefly, both their faces warming for a moment. Doc gives her a casual wink then quietly exits the truck.

ON THE SIDEWALK

DOC TURNS AND BEGINS WALKING toward an open alleyway. Behind him the panel truck pulls smoothly away.

WALKING UP THE ALLEY - DOC PULLS ON A PAIR OF BLACK GLOVES. He turns again, now moving down a totally deserted side alley.

The alley opens at one end onto a back street; the opposite end is bounded by a large brick building. Doc removes his pistol from his coat pocket, then approaches a doorway along the side of the brick building. At the last moment he pulls down the watch cap mask.

INT. BANK

RUDY DISENGAGES THE LATCH on the side door.

EXT. ALLEY

DOC KICKS THE DOOR OPEN with a violent jerk of his leg.

INT. THE BANK

RUDY'S GUN IS TRAINED FROM THE BACK OF THE BUILDING over the Tellers and Patrons, spread-eagled across the floor. Their heads are down; several of them are trembling.

DOC STANDS HOLDING THE .45 IN ONE HAND, suitcase in the

other. He moves into the building, shutting the door behind him.

RUDY IS NOW STATIONED NEAR THE FRONT DOOR, ready to intercept any incoming bank patrons -- he covers the room from the end opposite Jackson.

Rudy stands near the Bank Guard's outstretched right hand -- The Guard's head is bloodied from Rudy's pistol whipping. His gun has been kicked against the wall. A short distance away Rudy is watching.

THE BANK PRESIDENT lies face down on the floor, directly under the arc of Jackson's gun... who is continually turning to watch the Guard.

DOC QUICKLY CROSSES THE DISTANCE between the side door and the vault, passing the Bank President. He slips the .45 into his jacket side pocket, sets down the suitcase, then either cuts the lock or picks it.

RUDY

(looking at his watch)

19 seconds.

CAROL - IN THE VAN - She has stopped the panel truck near the deserted lot where the hay truck is parked.

She drops the bomb-laden grocery bag inside the truckbed. She moves back towards the van...

IN THE BANK

DOC FINISHES,, RIPS THE DOOR OPEN, lifts the suitcase and moves into the vault.

RUDY LOOKS AT THE BLOODIED GUARD, notes the distance separating the man from his gun. Though unconscious, the Guard's head begins to move.

JACKSON HOLDS HIS GUN HAND FULLY EXTENDED. Again he takes a brief moment to glance nervously over to the open vault and at the Guard.

ANGLES AND INSERTS - THE VAULT is lined with safety deposit boxes and large cabinet drawers.

A metal table stands off-center, the black suitcase resting on its surface. Doc opens the satchel. He then pulls open one of the cabinet drawers nearby and begins tossing banded money pads into the open suitcase.

THE BANK PRESIDENT LIES NEAR THE OPEN VAULT. He listens to the SOUNDS of Doc at work. He slightly cranes his neck, trying to get a look at the thief inside the vault.

RUDY WATCHING THE FRONT DOOR. A PATRON enters; Rudy gestures with the gun... she hits the deck.

JACKSON IS GETTING MORE NERVOUS by the minute...

DOC continues working within the vault.

THE WOMAN, now on the floor, quietly crying.

JACKSON watching the Guard.

RUDY watching Jackson. Calling out time.

THE BANK GUARD, glassy-eyed, but conscious; he has the look of a prizefighter who has just suffered a knockout, but is ready for one more round.

THE BANK PRESIDENT in his prone position. He looks at Jackson, then to the vault.

THE PANEL TRUCK - now at the other end of Main Street.

CAROL EXITS THE VAN, carries the second sack to a large rubbish bin in front of an empty store. She deposits the grocery bag...

DOC WORKING. The suitcase is now filled. He snaps the fasteners shut .

DOC EXITS THE VAULT after withdrawing his .45 from his coat pocket .

JACKSON SEES DOC LEAVE THE VAULT. He edges around the side of the tellers' cages toward the front of the bank.

DOC MOVES TOWARDS JACKSON'S OLD VANTAGE POINT NEAR THE SIDE DOOR. He passes the bank president.

RUDY NOW WATCHES DOC

DOC CARRIES THE HEAVY SUITCASE IN HIS LEFT HAND. He gestures to Rudy and Jackson with his pistol while moving towards the side door.

JACKSON HALF RUNS PASSING RUDY ON HIS WAY TO THE FRONT ENTRANCE still watching the Bank Guard.

THE BANK GUARD STILL PUNCH DRUNK PULLS HIMSELF UP TO HIS HANDS and knees... the Guard looks at his pistol.

DOC STOPS AT THE KICKED IN SIDE DOOR. HE COVERS THE ENTIRE bank with his gun.

THE BANK GUARD BEGINS TO CRAWL WITH AGONIZING SLOWNESS towards his pistol.

RUDY EYES STILL ON DOC

JACKSON NOW AT THE FRONT DOOR IS PARALYZED WATCHING THE GUARD.

DOC GESTURES TO RUDY AND JACKSON TO GET MOVING.

EXT. STREET - DAY

CAROL PARKS THE VAN, CROSSES TO A FORD, GETS IN, DRIVES AWAY.

INT. BANK

THE GUARD HAS MORE THAN HALF CLOSED THE DISTANCE TO THE .38.

JACKSON LEVELS HIS .44.

DOC AND RUDY. BOTH SEE WHAT IS ABOUT TO HAPPEN.

DOC
(shouts)
Just pick it up.

RUDY
Don't!

JACKSON PULLS THE TRIGGER THREE TIMES.

THE BANK GUARD'S BODY turns end-over-end from Jackson's bullets. Some of the bank Patrons SCREAM, others SOB with fright.

DOC - His eyes are furious.

RUDY AND JACKSON - Rudy shoves Jackson out the front door.

DOC COVERS THEIR EXIT, then slips out the side door and into the alley.

EXT. MAIN STREET

RUDY GUNS THE BUICK FORWARD, the wheels tearing at the asphalt. Jackson's shoulders rock back as the big car accelerates.

THE ALLEY

DOC, GUN AND SUITCASE IN HAND, nears the end of the alleyway.

CAROL - IN A FORD - suddenly pulls up, filling the roadway opening.

DOC TOSSES THE SUITCASE into the back of the car... then slides the pistol under his coat and slips behind the wheel as Carol slides over to the passenger seat.

INT. THE FORD

DOC PULLS OFF THE WATCH CAP MASK; his face taut.

THE FORD SMOKES OFF as Doc kicks it into gear...

MAIN STREET BEACON CITY A SERIES OF ANGLES

THE BUICK STREAKS DOWN THE CENTER OF THE ROADWAY... Two bombs detonate into fireballs... The Hay truck blazes upward, bales instantly igniting.

The grange at the opposite end of town becomes an orange-flame inferno...

Traffic stalls on the boulevard; Drivers and Pedestrians gawk at the twin blazes.

RUDY ZIG ZAGS THE BUICK ALONG. Maneuvering through the stopped traffic.

DOC SLIDES THE FORD THROUGH A RIGHT AND LEFT TURN, emerging onto smoke-covered Main Street.

The speeding Ford avoids a halting car, then suddenly spins out of control, jumps across the sidewalk, splinters a wood bench, and finally slides in a complete circle across the grass of a small park.

INT. FORD '

DOC LOOKS MORE THAN A LITTLE EMBARRASSED AS CAROL STARES

AT him.

POLICE CARS ROAR BY THEM.

EXT. SMALL PARK

DOC ZIPS THE CAR OFF THE GRASS AND BACK ONTO THE TRAFFIC CLOGGED ROADWAY.

RUDY DRIVING THROUGH THE BEDLAM. Suddenly a gun appears in his right hand, aimed at Jackson. The pistol roars bucks, roars, bucks again. Jackson is shot through the head twice.

THE FORD IS SEVERAL BLOCKS BEHIND RUDY. DOC DOWNSHIFTS avoiding stalled cars. Carol grasps at both the seat and the dashboard handholds to maintain her balance.

THE BUICK EMERGES THROUGH DENSE PLUMES OF SMOKE. Fire licks along the one edge of the sidewalk.

RUDY IN THE BUICK HAS NOW ALMOST CLEARED THE TOWN. He tears along the highway... sweating a little but becoming cool. He is a pro. His watch cap is now removed.

ON THE CURVE - Jackson's body is kicked out of the automobile and bounces across the pavement.

DOC IN THE FORD POWERS ALONG. He approaches the flaming building, then hits the brakes as ...

A BIG DIESEL TRUCK AND TRAILER is coming in the opposite direction,, jack-knives across the road, desperately trying to avoid the cars stopped in the middle of the street .

DOC, AS THE TRUCK AND TRAILER SUDDENLY APPEAR THROUGH the smoke in front of him, throws the car broadside into a four wheel drift. Now sideways, then straight, he bumps across the sidewalk, over a patio of a house, knocking down two pillars, through a parking lot, taking with it a large cleaners sign, then bores back onto the road.

RUDY IN THE BUICK STROKING ALONG THE OPEN HIGHWAY. Looks in the rear view mirror.

RUDY'S POV - THROUGH THE BUICK'S REAR WINDOW, BLACK smoke is visible billowing skyward.

DOC AND CAROL IN THE FORD NOW DRIVING CALMLY THROUGH the countryside. A police car with light turning and siren wailing passes them, heading for the conflagration in Beacon City. Doc's eyes follow the Patrol Car until it disappears from sight.

THE BUICK - SERIES OF ANGLES - IT pulls off the highway and

bumps down a dirt road. Rudy strains to hold the big car on the rutted pathway.

The dirt road becomes a lane.

A farm house and barn appear at a clearing. Rudy powers the car up a fairly steep hill, the crest of which is occupied by a seemingly abandoned and dilapidated house barn.

RUDY JUMPS OUT OF THE BUICK, trots to the front of the barn and pulls the double-doors open. A station wagon with wooden-panel or the usual painted panel sides can be seen within...

THE FORD SWEEPS OFF THE HIGHWAY and onto the dirt road.

WITHIN THE FORD - DOC IS DRIVING. Carol peels off her sweater. She has worn a faded blouse underneath... She pulls a ribbon; her hair falls changing her appearance.

RUDY - IN THE BARN - The Buick is now parked near the Station Wagon. Standing in the shadows, he intently reloads his gun, then moves towards the large doors of the barn.

CAROL - IN THE PASSENGER SEAT OF THE FORD - she watches as Doc drives up the lane...

RUDY stands outside the barn as the car approaches.

DOC STUDIES RUDY THROUGH THE WINDSHIELD, watching him wipe his face with a soiled rag as the car pulls closer...

INT. BARN

DOC PULLS THE FORD TO A STOP just within the double doors. He passes Rudy, leaving a clear exit pathway for the getaway station wagon.

DOC JUMPS OUT OF THE FORD AS SOON AS the ignition switch is cut; Carol a beat behind him on the opposite side.

Rudy moves into the archway created by the barn's open doors. He stands almost in silhouette as the bright sunlight breaks around him.

Doc snaps open the door of the car, his back turned to Rudy. He reaches into the back seat and grasps the black suitcase, not by the middle handle but by each end, as if it contained a great weight.

DOC
(speaking over his shoulder,

not looking at Rudy)
Where's Jackson?

Rudy withdraws the pistol from under his raincoat.

RUDY
(pointing his gun lazily at
Doc, supremely confident)
He didn't make it, Doc... you didn't
either.

Doc straightens, still holding the suitcase. He starts to turn to Rudy, eyes wide, helpless. Carol fumbles for the gun in her purse.

Rudy extends his arm, ready to begin the execution. Doc swings the suitcase around slowly, seemingly ready to face Rudy's bullets... then he shoots Rudy in the middle of the chest, Doc's .45 slug driving him backward.

Doc has concealed the pistol in his hand with the satchel. He drops the suitcase with his first shot, FIRES again, blasting Rudy in the middle. Two large holes now show at the chest of Rudy's raincoat.

Rudy is knocked back over the hillock, tumbling down the precipice and into a grassy meadow below. Doc stands at the crest of the hill. He looks down as Rudy's body stops turning. Doc shifts the .45 to his right hand.

Rudy's body lies still.

DOC TURNS QUICKLY AWAY FROM THE HILLTOP, not giving Rudy's body a second glance. Carol, gun in hand, stands outside the barn, transfixed.

CAROL
How did you know?

Doc doesn't answer, motioning her into the car... the getaway car... as she starts to change clothes... he reloads. Doc takes a long look at Carol.

THEY GET IN THE CAR AND LEAVE.

EXT. BOTTOM OF HILL - DAY

CAROL IS DRIVING., tooling comfortably along a country road. Doc is beside her, the suitcase resting in the back seat. After several moments of silence:

CAROL

What about the bank?

DOC

(after a moment)

Jackson panicked and nailed the guard.

Carol takes a deep breath,, then turns her look at the side window.

CAROL

Oh, Christ.

Doc leans forward., snaps on the radio.

EXT. ABANDONED FARM - DAY

RUDY BUTLER STUMBLES BACK OVER THE CREST OP THE HILLOCK and onto the pathway in front of the barn. His figure is slightly grotesque; the raincoat shows two holes from Doc's .45 slugs, along with considerable dirt and grass stains picked up on his ass-over-tea kettle trip to the bottom of the hill. He is obviously in some pain, his walk is a half-lurch.

EXT. SIDE OF THE BARN - DAY

RUDY TURNS ON A RUSTED TAP which sends all-pocketed water gurgling down into a mold-covered trough. Rudy pulls off the yellow raincoat, revealing the fact he has worn one of the padded bullet-proof vests. Rudy undoes the vest, lets it fall to his feet. A huge crimson stain shows at his collarbone.

RUDY TOUCHES THE BLOOD WITH HIS RIGHT HAND, then looks at his hand. Breathing heavily he kneels down and begins to splash the purling water across his face and then he laughs.

INT. STATION WAGON - DAY

DIALOGUE COMES ON THE RADIO DESCRIBING THE ROBBERY. \$750,000 stolen.

DOC

We got between four and five.

Carol starts to open the bag and count.

Doc flicks off the radio then cracks open the windwing. Doc reflectively studies the roadside ahead. They are heading along a comfortable tree and meadowlined thoroughfare that carries only a sparse amount of traffic.

Doc's eyes suddenly narrow on the road ahead.

CAROL

(now noticing the road)

Doc...

DOC

(flat)

I see it...

ON THE ROAD AHEAD HIGHWAY PATROLMEN HAVE FORMED a traffic barricade. Several cars and trucks are being waved through the check-point. Wearing sunglasses and Stetson hats, the Uniformed officers make a cursory glance into each passing vehicle.

DOC ANALYZES THE SITUATION WITHOUT CHANGING EXPRESSION He slips the station wagon up behind a pickup truck in the line of slowly-passing vehicles.

She turns, starts to reach into the back. Doc gently catches her arm, preventing her from moving further.

DOC (CONT'D)

They're looking for three men...
remember?

A YOUNG OFFICER looks into the cab of the pickup, then glances at the empty flatbed. Another PATROLMAN flanks the other side of the truck, repeating the procedure. Several Patrol Cars, fully loaded with additional OFFICERS, are parked nearby. The pickup truck is waved through. The station wagon rolls up to the check-point.

DOC ROLLS DOWN HIS WINDOW. He smiles and nods to the Young Patrolman.

DOC (CONT'D)

(big smile)

What's the problem?

CAROL STUDIES THE OFFICER on her side of the car through the closed window... the Officer peers back at her then into the rear seat.

THE STATION WAGON is waved ahead without a second glance by the Patrolman; Doc accelerates away from the roadblock... After a moment, Doc leans forward, snapping on the radio.

EXT. THE FARM - RUDY - DAY

Inside the barn, behind the wheel of the panel truck, Rudy's matted black hair is in contrast to his blanched face. He starts the engine, painfully bringing it to a ROAR. The panel truck leaps crazily forward, careening across the barn floor, SMASHING through the edge of the wooden doors as it bursts out into the sunlight.

EXT. SMALL TOWN - DAY

The station wagon rolls down the main street and stops near an outdoor phone booth at a filling station.

INT. STATION WAGON

DOC SHUTS OFF THE ENGINE, PULLS OPEN HIS DOOR.

DOC MOVES INSIDE THE PHONE BOOTH CARRYING A FIST-FULL of loose change. He begins to dial...

INT. BEYNON'S OFFICE - DAY

THE PHONE RINGS. THE ACCOUNTANT LIFTS THE RECEIVER.

ACCOUNTANT

I 'm here.

He presses a button on the intercom.

ANOTHER PHONE IN THE OFFICE 234

CULLY

Yeah.

He presses a button on the intercom.

ANOTHER PHONE IN THE OFFICE.

HAYHOE PICKS UP THE PHONE.

HAYHOE

Yeah.

He presses a button on the intercom.

ANOTHER PHONE IN THE OFFICE

SWAIN TURNS AND REACHES FOR THE RECEIVER.

EXT. SMALL TOWN

DOC MOVES TOWARDS THE WAGON, CLIMBS INSIDE.

INT. STATION WAGON.

DOC SLAMS THE DOOR SHUT. CAROL LOOKS ACROSS AT HIM.

DOC
They checked in.

CAROL
Call the ranch, tell Beynotr we'll leave
his cut here --

DOC
Why?

CAROL
There are three men dead.

DOC
So what. I've got to give him his money.
That was our end of the deal.

CAROL
He might be ready to chop us up.

DOC
Do it my way.

He starts the engine. The station wagon pulls away.

INT. STATION WAGON

AS IT PULLS OUT OF THE SMALL TOWN.

DOC
Tell me about Beynon's ranch.

CAROL
I've never "been there... When we met it
was in his office.

Doc looks at her for a moment.

CAROL (CONT'D)
(continuing; hesitant)
Do you trust him?

DOC
I just figure the percentages. He
wouldn't try a cross until he's got the

money.

CAROL

Let's send his cut back -- Just keep going.

DOC

If we make a mistake., he'll burn us. You make a deal, you're always better keeping your end up.

CAROL

I don't want to go there.

DOC

Do it my way.

The wagon continues moving down the road.

EXT. A NARROW DIRT ROAD - LATE AFTERNOON

TWO HOURS BEFORE SUNSET. A CHILL SOUTHWEST WIND is blowing. The station wagon appears, moving slowly down the roadway, bouncing along its rutted surface.

AT A SMALL INTERSECTION TWO MAIL BOXES STAND CLOSE to one another. The name Beynon is printed in black paint on one of the letter bins. Doc stops the wagon momentarily, looks at the box, then turns down the indicated road.

EXT. THE STATION WAGON - LATE AFTERNOON

THE STATION WAGON clears the crest of a sage brush hill and passes camera.

INT. STATION WAGON - LATE AFTERNOON

DOC PARKS THE WAGON UNDER A GNARLED COTTONWOOD TREE in front of the house. As he shuts off the engine, he pulls the .45 out of his coat pocket and shoves it into his waistband. Carol watches the gesture. Doc starts to open the car door, then hesitates.

DOC

You can wait here... I'll wrap it up fast.

DOC STEPS OUT OF THE WAGON, then pulls the leather suitcase out of the back. He quietly shuts the car door and moves around the side of the house, toward the barn/garage at the rear.

HE LOOKS CAREFULLY around the area, his eyes searching for signs of Beynon's men. Nothing seemingly amiss, he moves toward the front door, tries it, moves away.

Doc crosses to the back screen door of the house. After another moment, Doc quietly opens the screen door and enters the house.

INT. HOUSE - LATE AFTERNOON

DOC MOVES THROUGH THE SERVICE PORCH/PANTRY and into the kitchen.

INT. KITCHEN - BEYNON - LATE AFTERNOON/NIGHT

BEYNON SITS AT THE LONG KITCHEN TABLE] head on hand, eyes slightly glared... on the checkered oilcloth in front of him is a quart bottle of Jim Beam, now half full. He's drinking the sour mash straight with a water chaser.

DOC LOOKS STEADILY AT BEYNON for a moment,, sets the suitcase down on the floor, then crosses to the sink, picks up a glass and sits down at the table. Doc pours himself a drink, takes a sip.

BEYNON

Hello, McCoy.

DOC

Beynon.

BEYNON

(swishing the drink)

News said two persons killed.

Except for a faint thickness of speech, Beynon seems quite sober. Beynon wears a .38 Detective Special C.T.G. in a worn leather belly holster.

DOC

Three... Rudy got ambitious.

BEYNON

And you got him...

DOC

That's right.

Doc looks at Beynon, notes his gun, then continues stacking the money.

BEYNON

What about your wife?

DOC

What about her?

(moving right to the business
at hand)

Let's cut up the money, I want to get
North.

INT. STATION WAGON

PARKED UNDER THE COTTONWOOD AT THE FRONT OF THE HOUSE. CAROL
SITS CHEWING GUM... LINES OF STRAIN HAVE FORMED ACROSS HER
FACE.

INT. KITCHEN

DOC LISTENS CAREFULLY TO BEYNON.

BEYNON

Your wife told me no one would be killed.

DOC

You hired Jackson and Rudy., not me.

BEYNON

They may nail me into this now, McCoy.

DOC

That's your problem.

BEYNON

(smiles)

You know, you and I may be two of a kind.

DOC

No way. I always do my own work.

Beynon smiles and slops three fingers of whiskey into Doc's
glass.

BEYNON

Here. I understand the way you feel. As a
matter of fact, you and I might share a
great many feelings...

Beynon drinks from his glass. Doc continues counting the
money.

DOC

(snaps the words)

I'm in a hurry.

BEYNON

You still don't get the picture do you?

I've always heard what a smart ass operator you are.

DOC

No applause!

Beynon pauses a moment. Doc looks steadily across the table into Beynon's eyes. From beyond there might be the quiet sound of a screen door opening. Beynon gets out of the chair, stands beside the table.

BEYNON

Let's examine the situation. One, an extremely attractive woman. Then, there's the woman's husband, a skillful bank robber serving a long sentence in prison. Three, a man with political influence, a man who can easily get a parole for a convict... why should he?

Beynon sips his glass slowly. Doc's hand edges down toward his waist band.

BEYNON (CONT'D)

(continuing)

A simple reason, McCoy. The obvious reason. To rob a bank.

DOC

I knew that life didn't add up to the obvious when I was 8.

BEYNON

(cautiously)

What do you add up to here?

DOC

One. The radio's rappin' about \$750[^]000. We only got a half a million.

BEYNON

A little more was taken out before.

(a beat)

My brother's a director of that Bank, Mr. McCoy... I had a few pressing debts.

DOC

So we did that crackerbox... to cover for you.

BEYNON

(smiles., nodding)

The obvious.

(as his smile fades)

But we are both not interested in that right now.

DOC

No.

(a long beat)

My old lady must have made a lot of promises.

BEYNON

Close... but it takes a hell of a lot more than promises to pull the kind of strings I pulled.

DOC

I bet.

Doc senses a movement from the shadows behind Beynon. Turning his head slightly, Doc can see Carol standing at the entrance to the kitchen. She holds a .32 automatic... the pistol seems to be pointed directly at Doc.

BEYNON

You wouldn't have come here when you were eight³ Mr. McCoy.

As the gun continues to be pointed directly at Doc.

BEYNON (CONT'D)

(continuing)

Don't think too badly of her... After all, you were in jail a long time and she is a healthy young woman.

DOC

(riding over Beynon's words)

Get it over with...

CAROL FIRES the automatic. The big gun belches the full slip in a stuttering EXPLOSION... the slide remains back and in an ejected position.

BEYNON is driven back to the kitchen wall. He SHRIEKS aloud, the noise strangely like laughter... his body flattens against the surface, slips downward^ riddled by the big bore slugs... Doc stands momentarily frozen against the overturned table. He looks up from Beynon's crumpled body. Carol takes two steps forward, then drops the automatic, sending it clattering and spinning away across the floor.

DOC looks at Carol, their eyes find each other. He turns, moves to the sink, splashes water across his face, then fills a glass of water from the tap ... drinks it; he looks back at her.

CAROL stands watching Doc, tears scream down her cheeks.

DOC crosses to Carol, takes her arm, picks up the gun, spent shells and the suitcase, then leads her out of the kitchen toward the back door. Beynon's body has slipped from sight, only a few traces of blood show along the white wall.

INT. PANEL TRUCK - DUSK

Rudy is driving along an open highway. Rudy mouths inane lyrics to the radio, one arm on the wheel, the other clutching his wound. A small sign near a mailbox catches Rudy's eye. He swings the panel truck around in a U-turn, then pulls into the long dirt driveway of an isolated farm house.

THE SIGN READS

HAROLD CLINTON, D.V.M.

Practice of Veterinary Medicine.

DISSOLVE TO:

EXT. DESERTED HIGHWAY - DUSK

THE STATION WAGON IS PARKED ALONG THE CEMENT ROAD, standing in isolation against the vast Texas b.g.

Doc stands away from the car, his back turned to it ... gazing at the horizon.

Carol is in the wagon but the passenger side door is open, her legs dangle outside the car as she looks steadily at the ground. Doc suddenly turns, walks to her and gives her a stinging slap across the face.

DOC

Stupid.

Tears begin to roll down Carol's face.

DOC (CONT'D)
(continuing)
Why didn't you tell me?

CAROL
There wasn't any way to explain it.

DOC
Yeah.

CAROL
You sent me to him.

DOC
When I got out, why didn't you tell me
where it was?

CAROL
What the hell do you want? Mary Tyler
Moore?

DOC
Who's she?

CAROL
She's on TV.

DOC
If you don't start telling the truth...
(breaks off)

CAROL
What do we do?

DOC
(quietly)
We keep going.

INT. BEYNON'S OFFICE - NIGHT

Swain sleeps on the davenport. Cully and Hayhoe sit at two sides of Beynon's large desk, playing a game of checkers... Hayhoe seems to have Cully badly beaten ... The Accountant enters the room. The clock on the wall shows eight o'clock straight up.

ACCOUNTANT

Let's go.

The two men abandon their game. Cully kicks the sofa, awakening Swain. He groggily gets to his feet.

INT. MULTI-STORIED AUTO PARK - SAN ANTONIO - DAY

The station wagon enters the building. Doc takes a bright orange ticket from an ATTENDANT behind a glass window, then accelerates the wagon up a rampway leading to the upper levels of the building.

DOC

checks his watch momentarily as he prowls
the wagon between long rows of
automobiles.

THE STATION WAGON'S TIRES

WHINE through a sweeping turn within the auto park's uppermost level -- through the building's portals the bright morning sun can be seen reflecting off the city's rooftops.

DOC PULLS THE WAGON to an abrupt halt within a parking stall - - at an isolated area. He steps out onto the concrete flooring, slams the door shut.

Doc turns away from the car. As he approaches the elevator, Doc tears the orange auto park stub into fragments and drops them into a trash bin without missing a stride.

INT. TRAIN STATION - MORNING

CAROL IS STANDING IN A TICKET LINE THAT MOVES slowly forward. She struggles, clutching the heavy, money laden suitcase and her oversize purse between both arms. The line of ticket buyers moves forward .just fast enough to make it impractical to set the suitcase down. The station is ancient, vaultlike. Baggage lockers line the perimeter of the lobby and extend off into clumped rows within the wings of the station.

CAROL APPROACHES THE TICKET WINDOW. She places the suitcase flush against the base of the counter and holds it tightly in place with one leg. Carol pops open her purse... a clumsy item in itself... as she lifts her wallet and the elderly ticket-seller looks across to her.

CAROL

Two day coach tickets -- on the Flyer.

TICKET-SELLER

Thirty-four fifty-six with tax leaves in
forty-five minutes, gate three.

Carol pays the tariff, places the tickets into her purse along with the change. Wearily, she labors the satchel back into her hand, then turns and begins to slowly walk down the seemingly acres-wide station promenade.

NEAR A PORTICO WITHIN THE MAIN LOBBY, Carol sits uncomfortably on a shiny wooden bench -- the suitcase rests on the floor pressed tightly between her ankles. She glances across the promenade walls, her eyes finding:

A CLOCK READING: 9:40

ON A LOBBY BENCH - LATER

CAROL STARES ACROSS THE ROOM at the scattering of passengers waiting on the wooden seats opposite from her.

Carol's nervous boredom increases; she looks down at her lap, pretends to find something wrong with her nails and begins rubbing the cuticles. Carol finally rises impulsively from the bench, immediately reaching for the brown leather satchel.

CAROL WALKS BACK DOWN THE PROMENADE while carrying the suitcase. As other baggage-laden passengers scurry around her, she looks across the arcade, her eyes finding a glass-walled Cocktail Lounge. She hesitates, then begins to trudge in that direction.

A BANK OF LOCKERS STANDS NEAR THE COCKTAIL LOUNGE. As Carol approaches, an elderly WOMAN deposits a coin in one of the numbered lockers, opens the metal door and places a small suitcase inside. Closing and re-locking the door, the Woman quickly moves away. Having noted the woman and more than tired of hauling her burden around the station, Carol steps to the end locker, takes a quarter out of her purse, then studies the time scarred operating instructions on the face of the locker. She slips the quarter into the slot and opens the locker door. As Carol bends to pick up the suitcase, the locker door swings closed... She tries to open it but the door has re-locked itself... Carol quite disgusted with her predicament, again sets the suitcase down and pulls a quarter out of her change purse. As she again reads the numbered directions, a YOUNG MAN appears at her shoulder.

THE MAN IS A PROTOTYPE OF URBAN SLEAZINESS, Doberman Pinscher features are broken by a weedybrown moustache, a cheap corduroy suit is set off by an oddly matched bow tie. The

Man's appearance suggests a kind of drug store dapperness.

DAPPER MAN

Kind of tricky, isn't it?

She turns, startled by his sudden proximity. In one smooth movement the Dapper Man plucks the quarter from Carol's hand, deposits it in the slot and swings the locker door open. Setting the heavy suitcase inside, he closes the door, tests it to show that it

has been re-locked, then removes the key from the lock and puts it into Carol's hand. She is intimidated momentarily by the Man's sudden appearance and forcefulness, as well as his intentions.

CAROL

Thank you.

DAPPER MAN

(toothy grin)

No trouble lady.

Stepping backward, his canine features disappear into a welter of station activity. Carol watches his receding figure for a moment, then simultaneously placing the key into her purse, she turns and begins moving towards the Cocktail Lounge.

INT. BARN - DAY

EMPTY CAGES STACKED ALONG A WOODEN WALL

A YOUNG KITTEN IN A CARDBOARD BOX wrestling with the barrel of a .44. A thick veined hand gently rubs the gun over the fur along the cat's neck and backbone.

RUDY BUTLER IS PREOCCUPIED WITH THE CAT, giving little attention to the thirtyish Man standing nearby.

HAROLD CLINTON puts away a large syringe then snaps shut the medical bag. Rudy lies across a cot in one corner of the barn-like Animal Hospital. The large room is lined with stalls, cages and pens, many of them vacant.

The wounded criminal is bare-chested. A plaster cast has been attached to his left arm and shoulder.

FRAN CLINTON SITS ON A HIGH WOODEN STOOL opposite Rudy. Five years younger than her husband, tight sweater and skirt, bright scarlet fingernail polish, well-built, her face

suggests sensuality. Fran's bare, milk-white legs are crossed under her rumpled skirt.

RUDY
(to Harold)
What's the damage?

HAROLD
Collar bone is broken. No infection yet... the bandages should be changed twice a day.

RUDY
I got a nurse in mind.

HAROLD
(going along, oblivious to the implication)
The glucose will begin working in half an hour. You'll feel better then...

RUDY
(flashing a grin despite the pain)
The three of us are going to do some traveling. We're going to take your car to El Paso.

HAROLD
That's not possible. We can't leave here... we've got all this.

Rudy smiles at Mrs. Clinton. He's never met Fran before, but he's known her for years.

RUDY
Is it possible, Mrs. Clinton?

FRAN
(scared, but trying to be friendly)
Just... tell us what you want.

Rudy looks back down at the gun and cat. The following silence is like a scream. Finally:

RUDY
What kind of car do you have, Harold?

FRAN
(cutting in)

A Ford... We have a Ford.

RUDY

That's good. That's very good. Now Harold, you go out and gas up the Ford, check the oil and tires, we don't want any problems on the road. One more thing... If anybody but you comes back...

He points the gun at Mrs. Clinton.

RUDY (CONT'D)

(continuing)

She gets her clock fixed right away... You understand that, Harold?

A long pause.

FRAN

You do what he says, Harold.

RUDY

After you come back I'll listen while you make some phone calls, tell a few friends you've got to leave for a week or two... You have to call another Vet about the animals. You tell him to come over and take good care of them starting tomorrow... no slip-ups on that. They got to be looked after...

HAROLD

We really don't have too many friends.

FRAN

They don't think he married well.

RUDY

(smiling)

That makes things a little easier for us then, doesn't it?

INT. TRAINS STATION BAR - DAY

Carol sits in the bar. A young SOLDIER approaches and sits down at the counter next to her. She is finishing a vodka gimlet.

SOLDIER

(to a bartender)

Beer.

Carol glances at her watch.

SOLDIER (CONT'D)

(continuing - begins with the obvious)

Guess you have to catch a train?

THE SOLDIER

pink-cheeked and freckle-faced, he has to shave maybe twice a week; twenty-one years old, not good-looking (his best feature is his gentle, easy grin) and not a hustler. He just wats to meet a girl.

CAROL

(not too patronizing)

That's right.

SOLDIER

Me, too. Got twenty-four days of furlough and I'm goin' home.

The soldier's beer arrives.

CAROL

Where's home?

SOLDIER

Utah, the Bee-Hive state. I'm from Orem, right near Salt Lake ... Say, you wouldn't happen to be a Mormon, would you?

CAROL

(chuckles)

No, I'm not.

SOLDIER

Me, neither. There's about twelve people in the state that aren't Mormons and I'm one of them.

CAROL

That certainly makes you kind of special...

SOLDIER

(awkward)

Yeah... I guess it does.

Carol pushes aside her glass.

SOLDIER (CONT'D)

(continuing)

You wouldn't be taking the train to Salt Lake, would you?

CAROL

(smiles across to him)

No, I'm afraid not.

SOLDIER

I never have any luck.

Carol smiles at the soldier. Her features suddenly freeze as she glances toward the entrance to the bar.

AT THE DOORWAY

DOC STANDS LOOKING AT CAROL and the soldier.

CAROL

STANDS AND PAUSES FOR A MOMENT.

CAROL (CONT'D)

I really hope you have a nice trip.

SOLDIER

Thanks. I hope yours is okay, too.

Carol moves towards the exit.

The soldier quietly sips his beer, his face a bit grim.

AT THE DOORWAY

CAROL STOPS NEAR DOC.

They look at each other...

DOC

Where's the suitcase?

Carol continues looking at Doc for a moment.

Then, suddenly moves past him, leading him out into the main lobby.

BACK WITHIN THE PROMENADE

SERIES OF ANGLES

CAROL EMERGES FROM THE COCKTAIL LOUNGE followed by Doc.

They cross to the lockers.

She retrieves the key from her purse and thrusts it into the proper slot. It doesn't turn. Puzzled she tries again, then forcing the key, shakes the lock violently.

Her eyes widening into a quiet panic, she next looks at the locker number and then the number on the key. Her features are now totally ashen.

She walks up the bank of lockers... puts the key in another locker, the door opens, the compartment is empty.

Carol turns away from the locker, eyes glazed with fear...
Doc at her shoulder.

CAROL

A man helped me open it...

DOC

(deceptive calm)

And switched keys.

CAROL

He must have.

DOC

(angrily)

It isn't another boyfriend, is it?

Carol winces, containing her anger.

DOC (CONT'D)

(continuing - icily)

How long ago.

CAROL

Fifteen minutes.

DOC

Sure?

Carol nods.

DOC (CONT'D)

(continuing - with quick
calculation)

He'd figure you for longer, enough time

to try another hit. He's probably still
in the station.

As Doc pushes Carol forward.

DOC (CONT'D)

(continuing - lashing out)
There better be a guy with the

CAROL

(lashing back)
You bastard...

Walking at a rapid pace, they start through the station, Doc forcing their speed, clutching Carol under her elbow. They reach the main concourse after moving down the length of the promenade... eyes straining.

CAROL STOPS SUDDENLY. SHE STARES DOWN THE LONG CORRIDOR her eyes finding the thief. He stands near another bank of lockers, the black suitcase at his feet.

THE THIEF LOOKS UP AT CAROL - virtually within the same moment that she spots him. His expression never changes. He takes a step towards her, smiling... Then, with a movement that is both abrupt and casual, he snatches up the money bag and disappears behind the constant traffic of train patrons.

DOC HAS SEEN THE THIEF. Recognizing the suitcase he moves immediately after him. Carol follows Doc but is unable to keep up. She watches as Doc vanishes behind the row of lockers.

CAROL ROUNDS THE LAST LOCKER IN THE ROW but both men have now disappeared from view. She sags back against the edge of the metal compartments, exhausted, fearful.

LOUDSPEAKER VOICE

(indistinct above the roar of
the station)
Attention please.
(MORE)

LOUDSPEAKER VOICE (CONT'D)

The Flyer now boarding at gate three. The
Flyer now boarding at gate three.

Carol again raises her eyes. Still breathless, her face glows with moisture.

INT. THE CLINTON'S BARN - (MORNING)

FRAN IS STILL SEATED ON THE STOOL. Rudy stares at her from the cot. Harold is now absent.

FRAN

I don't think you have to worry much about Harold. He won't do anything.

RUDY

(he speaks very politely)
That right?

FRAN

You can trust him...

RUDY

How long have you been married?

FRAN

Two years.

RUDY

Can he trust you?

FRAN

(smiles)
That's what matters, isn't it?

Rudy continues looking at her.

RUDY

Come over here a minute...

He gestures with his gun. Fran crosses the distance slowly, moving with apprehension.

FRAN

Look, I'm not going to be any trouble to you either, fact is, this may sound funny, but maybe you and I could be close friends...

Rudy gestures her closer...

FRAN (CONT'D)

(continuing)
You don't always have to have your gun out. I'll get whatever you want. Really, I will...

Fran smiles. She is now standing over the cot, looking

directly down at Rudy. He jerks her down.

RUDY

(still polite)

Get rid of that nail polish, I don't like it, and when I tell you to come over here you move fast. You and I are going to get along because I've known a lot of people like you, so don't tell me about it because I got your ticket going in. Now get up and get that paint of your fingers... okay?

Rudy smiles.

INT. TRAIN STATION - A SERIES OF ANGLES - DAY

DOC MOVING LIKE A GUN DOG ON THE HUNT between the rows of lockers; catching sight of the thief momentarily, he closes in.

After a series of criss-crossed movements among the banked locker corridors, Doc again loses sight of the thief as the slender criminal dodges off onto a main passenger concourse. Doc is faster and more agile than the thief, but the station is unfamiliar territory to him. Both Doc and the Thief move carefully, they must not arouse enough attention to make themselves conspicuous, thus risking police interference.

THE THIEF HURRIES ALONG THE MAIN CONCOURSE weaving between the incoming and departing passengers that dot the long corridor.

DOC IN PURSUIT DOWN THE CONCOURSE, he passes several sealed off departure/arrival gates.

THE THIEF STEPS OFF THE CONCOURSE INTO GATE THREE, an open stairway winding downward.

DOC FOLLOWS HIS QUARRY DOWN THE STAIRWAY to the train area where he immediately skips over the winding ramp and onto the loading platform. Emerging from the short tunnel, Doc isn't surprised that the Thief is again nowhere in sight. Doc steps behind a pillar -- he waits watchfully... After a moment or two, the Thief edges out from behind another column and starts back up the platform towards the concourse.

Doc moves quickly to intercept his opponent but, as the Thief spots his approach, he turns and Joins several passengers scurrying toward the awaiting train...

THE FLYER STANDS GLEAMING AT TRACKSIDE, perpendicular to the boarding gate. Two doors to the train stand open, one in the pullman section, the other entrance admitting day coach passengers.

CAROL - ON THE MAIN CONCOURSE - MOVING ALONG WITH THE FLOW of about-to-depart passengers... the Flyer comes into sight, visible on the next level below.

THE CONDUCTOR - AT TRACKSIDE - STANDS SMILING BROADLY by the coach entrance. He grins at the boarding PASSENGERS as he speaks to a nearby BRAKEMAN. The Thief skirts around a baggage-laden elderly COUPLE and moves up the two-step and into the rail car passageway.

DOC MOVING QUICKLY AGAIN. He sees the Thief slip past the conductor and into the train.

THE THIEF IS NOW INSIDE THE DAY COACH. He heads toward the forward compartments.

DOC EXPERTLY SQUIRMS THROUGH THE BOARDING THRONG and disappears past the conductor up into the passenger car vestibule.

ON THE CONCOURSE

CAROL WATCHES AS A BLONDISH MAN in a grey suit skips aboard the Flyer standing below. She is unable to get a clear look at the man, and is unsure as to whether or not it was Doc. She hesitates, then moves forward to Gate Three which will take her down to trackside...

Carol stands at the edge of the gate -- the last of the crowd having already passed through. She hesitates again, staring down at the shining train.

INT. FLYER - DAY COACH

THE AISLE IS CLOGGED WITH PASSENGERS. People hesitate over their selection of seats, put baggage into overhead racks, clumsily remove their overcoats... The Thief continues to move forward, squirming around the passengers at a hurried but controlled pace.

AT THE END OF A PULLMAN

DOC ENTERS, THREADING HIS WAY FORWARD, scanning faces. He is one car behind the Thief and losing ground, due to the fact that Doc must carefully note the occupants of each seat as he passes. Doc is further delayed by a WOMAN blocking the aisle.

She struggles painfully, trying to fit a suitcase into an overhead carriage.

Doc, with the most forced of smiles, reaches up to help her.

30? THE THIEF MOVES THROUGH ANOTHER VESTIBULE and into an empty car -- now unobserved, he immediately breaks into a run.

DOC LOOKING, MOVING NIMBLY INTO ANOTHER VESTIBULE AND CAR. The passengers have become fewer and fewer as he nears the front of the train.

THE THIEF RUNS THROUGH ANOTHER VESTIBULE AND INTO A SMOKER. This car also deserted, he maintains his trotting pace, swinging the heavy suitcase as he goes... reaching the end of the smoker, he enters the next vestibule and attempts to move into the following car, but the Thief is brought to a halt by the sudden dead end of the passageway. The next car holds only baggage. He has reached furthest forward passenger car. The Thief desperately tries to open the vestibule door, hoping to escape by jumping off the train, but the doors are tightly locked. He begins to retrace his steps.

DOC MOVES CAREFULLY INTO THE NEXT CAR FORWARD, still unknowingly two cars behind the Thief.

THE THIEF PASSES BACK TO THE VESTIBULE AT THE REAR OF THE SMOKER, his eye suddenly catching the Men's Lounge. He tries the door -- locked. The Thief snaps out a pen knife, picks the lock with a deft movement. Passengers are visible behind him as he works, filtering into the pullman car following the smoker. None of them notes his activity. The restroom door swings open.

INT. MEN'S LOUNGE

The Thief immediately snaps the bolt-lock shut behind him, crosses the small, murky room and tries to lift the window. He strains mightily but the glass remains hopelessly jammed...

DOC ENTERS THE FINAL PASSENGER CAR, notes the half 313 dozen travelers and continues moving forward, going next into the smoker.

THE SMOKING CAR IS EMPTY, although several Passengers and a PORTER enter it moments after Doc leads the way. Doc passes through the length of the car, moves into the vestibule and, like the Thief a few moments before, finds his passage blocked by the baggage car. Doc hesitates, then turns and

begins going back in the opposite direction.

DOC STOPS AT THE MEN'S LOUNGE -- staring hard at the door for a moment. He tries the handle. The door remains firmly shut.

PORTER

(appearing suddenly at Doc's
shoulder)

Be open five minutes out of the station.

Doc nods and moves away, continuing to retrace his steps toward his point of entrance onto the train.

THE THIEF, HAVING ABANDONED THE JAMMED WINDOW, is now undoing the snaps and straps holding the suitcase closed. The lid pulls upward and stacks of money appear under his hands. The Thief grabs a money pad, runs his thumb over it, then shoves the stack of greenbacks into his coat's inside breast pocket.

DOC MOVES WITH DETERMINATION back through the passenger cars.

INT. MEN'S LOUNGE

THE THIEF HAS AGAIN CLOSED THE SUITCASE. He nervously looks about his tight-walled sanctuary, then crosses back to the window and stares out through a corner of the pane. He pulls the shade lower.

EXT. TRACK

METAL WHEELS GRIND AGAINST THE RAILS, the train SHUDDERS, then begins to move forward.

THE THIEF IS WATCHING THROUGH THE MEN'S ROOM WINDOW as the train edges forward. His body suddenly tightens. He sees Doc outside the train, walking slowly between a narrow passage of moving passenger cars and several parked tinders.

THIEF'S POV

DOC GLANCING BETWEEN PARKED PASSENGER
CARS, walking cautiously ahead. As the
Flyer continues to move slowly forward,
Doc disappears from view.

THE THIEF ALLOWS HIMSELF A QUICK SMILE. Turning away from the window he picks up the suitcase, unbolts the lock and steps back out into the vestibule.

AT THE BACK OF THE SMOKER, the Thief seats himself next to a window and places the suitcase on the cushioned chair opposite from him. In the forward position of the car, well

behind the Thief's back, a dozen Passengers are scattered about the lounge chairs. A Conductor appears at the end of the smoker opposite the Thief and begins to collect and punch tickets.

As the train begins to pick up speed, the Thief lifts an abandoned copy of the newspaper off the cushion next to him. He glances at the front page, then unfolds the width of the paper. As a precaution against regaining poverty, the Thief rests one foot against the suitcase. All seems secure. Then, Doc sits down next to the Thief.

DOC COMPANIONABLY SLIDES AN ARM BEHIND THE BACK OF THE THIEF'S NECK, pulling him close.

DOC
(softly almost gently)
When you pop a lock don't mark it.

The Thief's knife instantly flashes into his hand, but before he can bring it into play, Doc catches his arms.

THE KNIFE IS TIGHTLY WEDGED INTO THE THIEF'S HAND. Doc's fingers are vise-like at his wrist.

THE OTHER PASSENGERS REMAIN PRE-OCCUPIED AT THE OTHER end of the car, taking no note of the quiet encounter.

THE CONDUCTOR IS STILL AT THE OPPOSITE END OF THE CAR from Doc and the Thief. He continues collecting and punching fares.

INT. STATION GATE - DAY

CAROL IS EXITING. THERE IS AN ANNOUNCEMENT OVER THE

LOUDSPEAKER -- the train has left.

INT. TRAIN - DAY

THE CONDUCTOR AS SEEN BY THE THIEF'S WIDENING EYES. He methodically punches the tickets, never looking more than two seats ahead.

THE THIEF'S EYES BULGE AS DOC CHOPS HIM ON THE WINDPIPE. The Thief goes out. Is he dead?

DOC CHOPS HIM AGAIN. IF HE ISN'T DEAD HE LOOKS IT.

Doc pulls the Thief's hat down over his head.

INT. STATION - DAY

CAROL CROSSES INTO THE STATION, TAKES A DEEP BREATH.

Sits... waiting. The soldier comes by, stops. She doesn't recognize anything.

INT. TRAIN - DAY

THE CONDUCTOR ARRIVES AT THE LOUNGE CHAIRS WHERE DOC AND THE thief are seated. He stops in the aisleway, expectantly leaning in Doc's direction.

CONDUCTOR

Tickets?

As Doc takes out his wallet, peels a fifty out and gives it to him.

DOC

End of the line. Two.

CONDUCTOR

(grumpily)

All right.

The conductor cuts the fare receipt and begins to make change.

THE THIEF SITS FACING THE WINDOW LOOKING VERY DEAD

INT. CLINTON'S FORD - DAY

RUDY SITS IN THE BACK SEAT AS HAROLD CAUTIOUSLY MOTORS

DOWN the highway. With his one good arm, Rudy cares for the kitten resting in the cardboard box on the back seat.

RUDY

Talk a little, Harold, loosen up... good for you.

Harold works his jaw, his grip tightens on the wheel.

FRAN

(chuckling at Harold)

Something ought to loosen him up ... how comes we're going to El Paso, Rudy?

RUDY

I Just want to find a suitcase.

INT. KITCHEN - BEYNON'S RANCH - DAY

BEYNON'S BODY REMAINS OUT OF SIGHT behind the overturned kitchen table... a small trickle of blood oozes out from under one of the table legs.

The Accountant stands with Cully, Hayhoe and Swain staring down at Beynon's body.

ACCOUNTANT

They may still be going to Nogales.

SWAIN

What about Laughlin in El Paso?

ACCOUNTANT

Cover both, get someone down there... either Rudy and McCoy's got half a million.

SWAIN

They've got to switch cars.

ACCOUNTANT

Put out the word.

HAYHOE

(looking back at Beynon)

What about Jack?

ACCOUNTANT

Tonight... take him out in the country, throw him down a dry well, if you can find one.

INT. PULLMAN CAR - DAY

AS DOC THUMBS IDLY THROUGH THE NEWSPAPER. He is suddenly showered with spurting water. He lowers the paper and looks to the aisle, seeing:

A SEVEN YEAR OLD BLACK PANTHER, dressed appropriately and holding a water pistol.

KID

Stick 'em up!

Doc looks at the brat.

KID (CONT'D)

(continuing)

I'm gonna shoot you...

He squeezes the pistol's trigger, two bursts of water land on Doc's shirt front. Doc continues staring at the boy. The kid looks hard at Doc, not giving an inch.

DOC

Come here a second...

Doc takes the boy's arm, gently pulls him closer.

DOC (CONT'D)

(continuing)

Look, I'm sure you're a nice kid and that your mother's nearby...

Now you better get back to her real quick or I'm going to break your little arm... okay?

Doc releases the boy. The kid looks at Doc for a moment then bursts into tears and retreats at a dead run back down the passenger car aisleway. Doc again lifts the paper, turning to the sports page.

INT. STATION - DAY

CAROL WAITS IN THE STATION. (A SERIES OF ANGLES AND DISSOLVES)

INT. PULLMAN - DAY

DOC LIFTS THE SUITCASE AS THE CONDUCTOR APPEARS at the vestibule at the opposite end of the car and announces the next stop. Doc prepares to get off. The passenger car remains sparsely populated. No one occupies the seats near the corpse.

EXT. FIRST TRAIN CONCOURSE - SERIES OF ANGLES AND DISSOLVES - EARLY MORNING

CAROL SITS WATCHING THE PEOPLE -- she gets up, doesn't know where to go... sits down again... fear and anticipation on her face... stands up... ready to go where? Ready to sit down again, she looks up.

DOC CROSSES SLOWLY TO HER CARRYING THE SUITCASE. Carol reacts... pleased to see him... pleased that he's back... until.

DOC

(steely)
Your kind of mistakes are going to land me back in Huntsville.

CAROL
(nailing him)
I wouldn't worry Doc. I can always get you out... I'll screw every prison official in Texas if I have to.

DOC
Texas is a big state.

CAROL
I can handle it.

DOC
I'll bet you can.

CAROL
You'd do the same for me, wouldn't you, Doc?
(rising tone)
If I was caught, wouldn't you?

Doc is silent. After a long pause.

CAROL (CONT'D)
(continuing - quietly)
When we had trouble before it was different.

DOC
(nodding)
You don't like the way things are, I don't like the way things

CAROL
What do you want to do?

DOC
Maybe we should split up... I'll cut the money with you.

CAROL
Do you mean that?

DOC
I mean it.

A long pause. Maybe she wonders; what if he is lying but what

if he isn't? Temptation? She makes up her mind.

CAROL

No... I don't want to leave.

INT. PASSENGER TRAIN - EARLY EVENING

DOC AND CAROL WATCH THROUGH THE DOUBLE WINDOWS AS THE train yard lights of a town go strobing by.

EXT. SECOND TRAIN CONCOURSE.

DOC AND CAROL COME DOWN OUT OF THE GANGWAY OF ANOTHER train and turn up the pavement toward the main part of the depot. Doc continues holding the suitcase as they walk.

DOC

We'll grab a room for tonight then you go out tomorrow and buy yourself some new clothes, pick some up for me... Grab some food now, paper bag it, we eat in the room.

CAROL

(cutting in)

You've got all the answers. What about when they find the body on the train?

DOC

When they find it, they find it.

To the cops a description's only good if there's a channel for it, and there's no connection between that stiff and the robbery.

CAROL

You've got it all figured.

DOC

(looking at Carol and thinking about Beynon)

No... there's a couple of things I'm still working on.

CAROL

Like what?

But Doc doesn't answer.

INT. TRANSIT HOTEL - NIGHT

DOC LIES NEXT TO CAROL. Carol is eating a hamburger wrapped in wax paper. She passes one over to Doc along with some greasy french fries and a couple of napkins .

The Suitcase has been placed on the small writing desk across the room. Doc silently munches his hamburger.

Doc glances at the poster rolled up. Carol hasn't put it up on the wall yet.

CUT TO:

INT. FIRST TRAIN - NIGHT

THE TRAIN GOES CLICKETY CLICK THROUGH THE NIGHT, the young panther is stalking and prowling among the sleeping passengers. His Mother catches him, takes him back to his seat.

INT. TRANSIT HOTEL - NIGHT

CAROL IS BUSY UNBANDING THE MONEY PADS. A LARGE STACK OF discarded wrappers have been placed in a metal trash can near her leg. Behind her, Doc, now in his undershirt, reads a Texas newspaper.

CAROL CONTINUES TO LOOSEN THE GREENBACKS. She is surrounded on the double bed by stacks of money. She lights a match, drops it into the wastebasket. The money bands quickly burst into flames, consume themselves, then die back into crinkly ashes.

DOC

(not looking up)

There may be a hunting party.

CAROL

Why, there's nothing on the news?

DOC

I didn't mean police.

He continues thinking. Carol watches him for a moment.

CAROL

Tell me about it.

Doc looks across at her.

DOC

(calmly)

Loredo is out. I've been thinking about Rudy. If he was on his own, we're okay. If Beynon bought him out...

Doc looks at her.

CAROL

What?

DOC

If Beynon bought him out, and he talked then maybe Beynon's boys will be waiting for us in El Paso.

Rudy knew about Laughlins.

CAROL

You're full of ifs.

DOC

I think you liked it with him.

I think he got to you.

CAROL

Maybe. At least I got to him.

(pause)

Where do we go from here?

DOC

El Paso.

INT. FIRST TRAIN - NIGHT

A WATER PISTOL APPEARS AROUND THE CORNER OF AN EMPTY PASSENGER CHAIR. The seven year old brat squeezes off several plumes of water. The Thief is hit by the gun's spray, water runs slowly down his ear and the back of his neck.

KID

Bang!

THE BOY WATCHES THE IMMOBILE MAN. He fires again, once again there is no reaction. The brat steps forward... smiling, he pushes the thief's arm, pushes harder.

THE THIEF'S BODY SUDDENLY FALLS BACK ACROSS THE CHAIR. His eyes roll upward... staring at the panther. His neck is bruised, he pushes his hat back slowly.

THIEF

(very hoarsely)
Get me a doctor.

INT. HOTEL ROOM - NIGHT

CAROL SLEEPS ON HER STOMACH, her head resting across one arm. Doc lies beside her, eyes open. He looks over at Carol a moment, noting the long strands of hair that move rhythmically back and forth from her gentle breathing. After a moment Doc quietly stands, moves to the writing table and stares at the black suitcase.

He opens the valise and lifts the large stack of greenbacks into a shaft of light coming through a crack in the drawn shade. Still holding the money, Doc looks back at Carol.

ONE LAST TIGHTLY BOUND MONEY PAD - NIGHT

Printed clearly on the brown wrapper.

FIRST BANK OF BEACON CITY

BEACON CITY

COMMONWEALTH OF TEXAS

INT. POLICE STATION - NIGHT

A PLAINCLOTHES OFFICER HOLDS A SIMILAR MONEY PAD with his handkerchief. The Panther is sitting with his mother on a nearby seat. Still dressed in his panther suit, but no longer a brat. His face reflects both fear and shock.

THE THIEF IS WITH THEM, BANDAGED AROUND THE THROAT

PLAINCLOTHES OFFICER
(to the Thief)
Where did you get it?

THIEF
(hoarsely)
It was a gift.

INT. BEDROOM - MORNING

CAROL COMES IN. SHE IS WEARING A NEW SUIT, SANDALS It looks great... She tosses a package on the bed.

Doc looks at her outfit and opens his. They are too flashy.

DOC

Thanks.

(as Carol starts to speak)

You look great, just great...

They could pick you up for soliciting in ten minutes.

CAROL

That would be the first time.

DOC

(angry)

When are you going to learn?

CAROL

I did I killed a man.

Doc throws his clothes away.

DOC

(laughing)

And that could be all for you., baby.

Carol suddenly angered slaps him.

Doc immediately delivers her a stinging blow.

Carol hits the wall then stands stunned as he quietly ties his laces and pulls on his jacket. Doc stuffs the Colt .45 into the flapped outside pocket along with 2 clips. He turns to the bed and picks up the suitcase.

Carol continues looking at Doc.

DOC (CONT'D)

Now you learn³ this time it could be the chair for both of us.

Carol starts to speak.

DOC (CONT'D)

(continuing)

From now on you just shut up and do as you're told.

CAROL

If I hadn't killed Beynon., you would have.

Doc doesn't answer. He turns and exits. She follows.

INT. POLICE STATION - MORNING

THE CONDUCTOR, THE THIEF AND THE PANTHER STUDY THREE TELEX PICTURES OF MEN LOOKING SOMETHING LIKE DOC.

Printed at one side of the photographs are their criminal records.

THE SENIOR DETECTIVE AND THE TWO PLAINCLOTHES

OFFICERS are seated within the Communication room of the department. The transcriber comes to life as the cylinder receiver begins to turn.

THE CYLINDER RECEIVER - ANGLES

THE CYLINDER NOW REVEALS DOC McCOY'S FACE.

CONDUCTOR, MOTHER AND SON AND THIEF

Yes, that's him. No question about it. That's him.

DETECTIVE

(pointing to the thief)

How about him?

THIEF

(hoarsely)

Listen, I'm a friend of the Court.

DETECTIVE

You are here because you're under arrest.

A TRANSISTOR RADIO - MORNING

ON A BEDSTAND. THE FREQUENCY HAND INDICATOR GLOWS with a yellow light.

RADIO

... The man has been positively identified as Carter Doc" McCoy, only recently paroled from a penitentiary where he was serving time for armed robbery. He is believed to be travelling with his wife, Carol Ainsley McCoy...

(ad libs)

INT. AUTO COURT MOTEL - MORNING

RUDY REACHES OVER TO THE NIGHTSTAND AND SHUTS OFF the radio. His eyes stare vacantly ahead for a moment.

HAROLD CLINTON IS TIED SECURELY INTO A CHAIR, his mouth tightly gagged.

RUDY BEGINS TO SMILE. FRAN IS NEXT TO RUDY WITHIN THE bed, wearing only a bra, sleeping, one arm wrapped around Rudy's middle.

RUDY

How you doing over there, Harold? You sleep okay last night? Good. I'm glad to hear it. Did you listen to the news? That means we don't have to drive so hard today, Harold... we're gonna be travelling a lot faster than they are... We got a lot more time than I figured.

Rudy continues smiling. He pulls the sheet away from Frank, then allows his hand to reach down, cupping her breast from inside the bra. Fran half awakens, pulls herself closer to Rudy.

INT. ACCOUNTANT'S OFFICE - DAY

HAYHOE, THE ACCOUNTANT and the rest of the boys are sitting in the office waiting.

INT. CAR - DAY

RUDY IS DRIVING NOW, Fran and Harold are not speaking.

INT. CAR - DAY

DOC AND CAROL. DOC IS DRIVING. They are also silent.

INT. LAUGHLIN HOTEL - EL PASO - MORNING

CANNON (one of the Accountant's boys, whom we have not seen before) ENTERS THE DARK NEARLY DESERTED LOBBY and approaches the reception desk. The large room is populated by overstuffed and threadbare furniture.

LAUGHLIN looks very much like Dub Taylor and speaks Spanish just about as badly. He flashes a quick grin from behind the counter as Cannon draws near. At the switchboard behind Laughlin, CARMEN, maybe 35, sits next to the telephone jacks (all of them idle) reading a movie magazine.

CANNON

You Laughlin?

LAUGHLIN

(Mr. Friendly)
Yes, sir, and that's my wife and that's
Junior.

Laughlin indicates a seventeen year old BELLBOY sleeping in
one of the overstuffed chairs.

CANNON
Congratulations. I need a room.

LAUGHLIN
No trouble. You came to the right place,
one thing we got is a lot of rooms. What
else can I do for you?

INT. DOC AND CAROL'S CAR - DAY

AS IT MOTORS DOWN THE TEXAS HIGHWAY. The black suitcase is
propped up between Doc and Carol in the front seat. Doc,
seated on the passenger side, bangs the car radio with his
hand. The radio is obviously not working as he turns the
dials and pushes the buttons.

DOC
(cajoling it)
C'mon work! I
(almost pleading)
C'mon.

We hear garbled words for a moment, pleasing Doc... and then
the radio conks out again. This time Doc hits the radio hard.

DOC (CONT'D)
(angrily to the radio)
Give me the news!!

When it is clear that the radio won't work:

DOC (CONT'D)
You can't trust anything these days.

CAROL
I'll tell you something, Doc. One day
you're going to have to trust somebody...

DOC SLAMS THE BRAKE, GRABS THE WHEEL as the car veers over to
the side of the road.

DOC
I trust...
(he opens the black suitcase)

Want to see what I trust... In God we trust...

(he pulls out a bill and points at it)

The word's on every bill!!!

CAROL

(slamming the suitcase closed)

You keep it up and it won't matter how far we get away, because it's going to be all over between you and me. Do you understand that? There won't be anything left.

She starts the car up again, and continues driving, her knuckles tightening around the steering wheel.

INT. CLINTON'S FORD - ANGLES - DAY

AS IT LEISURELY MOVES ALONG THE ROADWAY BORDERED BY MILES OF SAGEBRUSH. Harold drives, Fran is again in the front seat beside her husband... a scrunched up sack of food beside her. She wipes her mouth with a napkin, shoves it inside the paper bag, then turns to watch the passing scenery. Rudy sits in the back, eating spareribs. He suddenly throws a just finished bone at Fran, hitting her on the shoulder.

RUDY

Have a bone, baby.

He throws another sparerib at Fran.

FRAN

(shouts)

Oh, Christ, you wrecked my blouse.

God damn it, Rudy, what did you do that for? Jesus.

RUDY

(laughing)

I'll tell you why I did it... it makes me feel good.

He laughs and again throws another bone at Fran. She suddenly catches his mood and begins laughing herself ... tossing a bone back at Rudy.

HAROLD CONTINUES DRIVING. His knuckles whiten around the steering wheel as a sparerib bounces off the window in front of him.

THE KITTEN IS SLEEPING WITHIN the cardboard box, oblivious to Rudy and Fran's laughter. (That will be the day.)

EXT. SMALL TEXAS TOWN - DAY

THE CHEVY MOVES ALONG with the light mid-day traffic, passing various roadside business establishments, then pulls up before a radio/TV repair and sales shop.

INT. RADIO/TV STORE - DAY

ALL THE LATEST MODEL RADIOS are stacked on shelves around the small room... a television display featuring several models is in one corner of the shop. Another TV is playing near the counter and the PROPRIETOR'S desk.

DOC

A portable.

PROPRIETOR

Transistor?

DOC

Yeah.

The Proprietor moves to a shelf.

THE SCREEN. As Doc's picture suddenly flashes onto the tube, with appropriate dialogue.

DOC STARING AT THE TELEVISION, then he quickly reaches over and snaps the set off.

THE PROPRIETOR BRINGS OUT SOME RADIOS, seemingly oblivious to Doc's action.

PROPRIETOR

15 to 55 dollars -- take your pick.

DOC TURNS, then looks at the corner of the small shop.

ALL THE TELEVISION SETS have Doc's picture on them.

DOC TURNS BACK TO THE PROPRIETOR -- the man is looking at him not at the sets.

DOC

(paying)

Fifty --

Taking a set, he exits.

PROPRIETOR

You have change.

But he doesn't answer.

INT. CAR - DAY

CAROL TURNS AS DOC STICKS HIS HEAD through the open door,
hands her the set.

DOC

We got trouble. Let's take a walk.

DOC AND CAROL WALKING UP THE SIDEWALK OP THE SMALL TOWN. They
turn into a Sporting Goods Store. The Chevy is behind them, a
block away.

INT. RADIO/TV STORE

THE PROPRIETOR LOOKS CAREFULLY OUT THE WINDOW AT THE empty
car, then turns and grabs his telephone.

INT. SPORTING GOODS STORE

CAROL REMAINS BY THE FRONT WINDOW, PRETENDING TO

EXAMINE some fishing equipment as she keeps her eye on the
street.

Doc moves to the counter at the rear of the store. An
ATTENDANT moves up to help Doc.

SALESMAN

(with a smile)

Can I help you?

DOC

Sure can. I'd like an Invicta 12-gauge
pump with the twenty-inch barrel.

SALESMAN

All right. Shells?

DOC

Two boxes of double-ought buck.

SALESMAN

Gonna knock down a wall?

DOC

(big smile)
Might try that.

The Salesman puts a form in front of Doc then goes to the gun rack behind him, lifts off a short-barreled shotgun and begins to wrap it.

SALESMAN

Sign here.

CAROL, AT THE FRONT OF THE STORE, WATCHES THE STREET INTENTLY

EXT. THE STREET

THE RADIO-REPAIRMAN EXITS THE SHOP AS A POLICE CAR comes down the street and makes a U-turn... stopping near the Chevy. After a brief conversation the Radio-Repairman goes back inside his store and the police car pulls forward, down the street from the Chevy.

INT. POLICE CAR

THE TWO COPS LOOK LIKE HOMER AND JETHRO. Both men stare hard at the now staked-out Chevy.

CAROL -- WATCHING FROM THE WINDOW OF THE SPORTING GOODS STORE

AT THE COUNTER THE SALESMAN LAYS OUT THE GUN AND THE BOXES OF SHELLS. As Doc empties the loose shells into his coat pocket:

CAROL TURNS, LOOKS AT DOC, THEIR EYES MEET. Doc reads her; he knows that the police are in the street.

AT THE COUNTER THE SALESMAN PUTS A STRING AROUND THE BROWN PAPER

SALESMAN

Be one hundred and eighty-five thirty-two.

Doc quickly pays the man.

DOC

Much obliged.

Doc turns as the Salesman drifts over to another Customer -- he approaches Carol at the store window.

CAROL

Only one car.

DOC

Let's do it.

Carol moves ahead of Doc,, exits the Sporting Goods Store and starts up the sidewalk.

DOC WATCHES HER FOR A MOMENT, THEN HEADS FOR THE DOOR HIMSELF

EXT. SIDEWALK

CAROL WALKS ALONE BACK TOWARDS THE CAR.

INT. POLICE CAR

HOMER AND JETHRO CONTINUE STARING AT THE CHEVY. Their car is pointed towards the Radio Store, its back to the Sporting Goods house.

DOC LEAVES THE SPORTING GOODS STORE, CROSSES THE STREET and begins walking up the opposite sidewalk, back towards the Chevy.

CAROL PASSES THE POLICE CAR AND NEARS THE CHEVY

INT. POLICE CAR

THE TWO RURAL COPS MOVE INTO ACTION; their car pulls forward and parks diagonally across the street, partially blocking the roadway as xvell as nearly obstructing the Chevy.

CAROL STANDS FROZEN AS HOMER AND JETHRO HOP OUT OF THE POLICE car, guns drawn.

DOC CROSSES THE STREET BEHIND THE COP CAR

HE LEVELS HIS big gun...

Doc FIRES the shotgun through the "brown wrapping paper point blank into the squad car, caving in one side of the machine and blasting the radiator into a steaming wreck.

Homer and Jethro hit the ground, paralyzed with fright as their car EXPLODES behind them.

With three more BLASTS Doc blows most of the top off the police car then calmly reloads.

DOC

Slide those guns!

The two cops send their guns clattering across the pavement.

CAROL HAS INSTANTLY MOVED BACK INTO THE CHEVY, started the engine and begun maneuvering it out onto the street. She makes a U-turn, then pulls up near Doc.

DOC STEPS FORWARD, KICKS THE TWO PISTOLS BACK UNDER the police car near the gas tank.

He walks to the back of the car.

Carol throws open the passenger door of the Chevy.

Doc SHOOTS the gas tank of the squad car, it instantly ignites.

Walking calmly around the burning police car Doc then starts to climb into the Chevy.

Carol REVS the engine.

Doc pauses a moment, looking back at the prone police officers and the blazing automobile.

Carol guns the car forward -- Doc, unprepared for the Chevy's sudden movement, falls flat on his face across the pavement.

CAROL THROWS THE CHEVY INTO REVERSE, AND ROARS back to pick up Doc.

DOC, A LITTLE CHAGRINED, PICKS HIMSELF UP, GRABS his gun and jumps into the Chevy. He slams the door closed, Carol again tears forward -- tires peeling down the pavement.

HOMER AND JETHRO RAISE THEMSELVES. With very long faces they study the burning remains of their once proud squad car.

EXT. HIGHWAY

THE CHEVY SPEEDS OUT OF TOWN,, onto an open stretch of road.

INT. CHEVY

DOC JAMS ONE MORE SHELL INTO HIS PAPER-WRAPPED gun -- Carol grips the wheel tightly concentrating on the road... the Chevy continues to accelerate.

EXT. HIGHWAY

THE CHEVY CROSSES THE ROAD'S BROKEN WHITE LINE and passes a lumbering Greyhound bus.

DOC, STARING AT THE HIGHWAY BEHIND THEM; the bus fades off into the horizon...

DOC
(finally)
Here.

THE CHEVY PULLS OFF THE HIGHWAY, MOVES UP A DIRT road for twenty yards then pulls into a cornfield of a well laid out farm, smashing through the six foot high stalks. Well out of sight, the Chevy slams to an abrupt halt.

DOC AND CAROL, RUNNING THROUGH THE CORNFIELD AND BACK UP THE DIRT road toward the highway. Doc still carries his gun in the brown wrapping paper. Carol labors with the suitcase as she runs.

ON THE HIGHWAY DOC STANDS IN THE MIDDLE OF THE ROAD, waving both arms overhead. The Greyhound bus comes to a lurching halt, Doc and Carol scramble aboard.

INT. BUS

DOC BUYS TWO FARES FROM THE SCOWLING GREYHOUND DRIVER. The bus again moves forward.

DOC AND CAROL SITTING TOGETHER ON THE BUS, Doc hold- ing his camouflaged gun. They lean back on their padded seats as the bus jostles along the road.

Suddenly... Two Police Cars pass the bus, SIRENS screaming, lights turning...

Doc and Carol's eyes meet...

One more Black and White passes the bus and races on down the road.

DISSOLVE TO:

EXT. TEXAS TOWN - AFTERNOON 4L

DOC WEARS A SUNBEATEN LEATHER JACKET, READING A NEWSPAPER, while leaning against a hot dog stand. One foot rests on the suitcase. The Invicta has been re-wrapped in a laundry bag. The paper is filled with news of the robbery and a mug shot of Doc.

A GREY MERCURY PULLS UP NEAR THE DOGGIE DINER. Carol is driving. Doc walks up to the window of the car.

INT. MERCURY

DOC LEANS IN THROUGH THE WINDOW.

DOC
Where are you going?

CAROL
El Paso.

Doc opens the door and moves into the driver's seat.

DOC
How much?

CAROL
Twenty eight hundred.

As she looks at him, he smiles:

DOC
Are you hungry?

CAROL
Not now.

He drives off.

INT. CLINTON'S STATION WAGON - LATE NIGHT

FRAN IS CUDDLING WITH RUDY IN THE BACK SEAT.

HAROLD
I've got to stop.

RUDY
(as Fran's hands move over him)
I'll tell you when.

EXT. HIGHWAY - TEXAS - MIDNIGHT 4L

A FRONTAGE ROAD BORDERING THE EDGE OF A GOOD-SIZED TOWN.
Carol now driving,, pulls off the highway and into an "Oasis"
drive-in restaurant.

THE MERCURY COMES TO A STOP WITHIN A ROW OF CARS FACING the
indoor portion of the restaurant.

DOC AND CAROL - INSIDE THEIR AUTOMOBILE AS THE CAR HOP - a
skinny girl, wearing a brown jacket and slacks, approaches
the car carrying two menus. She arrives with a smile. Doc

leans forward, looking past Carol at the waitress, he lifts his hand, not accepting the bill of fare.

DOC

That's okay, honey. Two cheeseburgers;
two coffees and a milkshake.

GIRL

How about fries?

DOC

(big smile)
Why not?

The Car Hop walks back across the raised cement sidewalk towards the kitchen area...

INT. MOTEL - NIGHT

HAROLD IS TIED TO A CHAIR, RUDY IS LYING ON THE BED, half-clothed, eating chicken, drinking a beer, while Fran slowly strips down to bra and panties.

INT. MERCURY AT THE DRIVE-IN RESTAURANT

DOC AND CAROL WATCH AS THE CAR HOP PREPARES to bolt the serving tray onto the car-door window.

GIRL

Could you roll it up part way?

CAROL

Sure thing.

The girl clamps the tray to the window. The Car Hop narrows her features, looking at Doc and Carol then smiles and turns and heads back toward the kitchen.

DOC REACHES UP AND CASUALLY ADJUSTS THE REAR VIEW MIRROR

THE MIRROR HAS BEEN TURNED TO REVEAL THE HIGHWAY AND THE ENTRANCE TO THE DRIVE-IN'S PARKING LOT

CAROL BEGINS TO EAT, she looks casually at the mirror.

DOC SLOWLY EATS HIS CHEESEBURGER, TAKES A SIP OF MILKSHAKE

CAROL REACHES FOR HER COFFEE, spills it and then reaches for the light switch knob on the dashboard.

THE MERCURY'S HEADLIGHTS BLINK ON

THE CAR HOP AT THE PICK-UP STAND, notes the lights 429 then turns her head the opposite direction, pretending not to see.

DOC WATCHES THE WAITRESS TURN AWAY

THE CAR HOP STARES AT THE CEMENT PAVEMENT. Within the kitchen behind her the cooks all look toward the parking lot... their faces expectant.

DOC WATCHING THE WAITRESS

DOC

She made us.

Carol looks into the rear view mirror. Across the wide lot a police car appears, cutting in off the highway.

Doc goes into the back seat, Carol kicks the engine over, jams the stick into gear. All this is accomplished while staring into the rear view mirror.

DOC LIFTS THE LAUNDRY BAG-COVERED SHOTGUN onto his lap.

THE POLICE CAR cruises slowly along the line of autos...

INT. POLICE CAR

TWO OFFICERS SCAN THE PARKING LOT. THE PASSENGER COP CRADLES a riot gun.

PASSENGER COP

Mercury.

THE SQUAD CAR PULLS TO A STOP FIFTEEN FEET behind the Mercury, seemingly blocking the way.

DOC

Now.

CAROL STANDS ON THE ACCELERATOR. THE MERCURY GOES screaming forward, as Doc shoots out the back window. Then, as the terrified cops duck to the side, he shoots out their front windshield. The Mercury bounces up across the sidewalk as the empty plates and glasses topple off the serving tray and roll across the concrete. The car slams back down through a vacant space on the opposite side, and moves around in a semicircle across the asphalt, heading for the highway exit.

DOC SMASHES OUT THE REAR WINDOW with the butt of his shotgun.

THE BLACK AND WHITE NOW IN REVERSE, ZOOMING BACK, trying to get between the Mercury and the highway.

CAROL BRINGING THE CAR AROUND, SHE CAN SEE THE SQUAD CAR streaking backward. She pulls the wheel to the right and brings her car across the front of the still stopping Police Car.

THE OFFICERS TRY TO BRING THEIR GUNS INTO PLAY AS THE Mercury streaks in front of them.

DOC FIRES THE SHOTGUN TWICE

THE POLICE CAR EXPLODES. THE HOOD IS LIFTED OFF THE CAR. Both Officers jump out of the vehicle, pouring shots after the retreating Mercury.

CAROL - SCREAMING AS THE FRONT AND BACK WINDSHIELDS SHATTER around her.

THE MERCURY, BADLY RIDDLED, PULLS OUT ONTO THE HIGHWAY

ANOTHER SQUAD CAR COMES SPEEDING UP in the opposite direction. The Driver hits the brakes, the tires smoke along the street as the Black and White SCREAMS to a stop.

CAROL PULLS THE MERCURY BY THE SQUAD CAR

DOC FIRES ANOTHER TWO BURSTS...

THE POLICE CAR - THE FRONT AND BACK FENDERS ARE HIT; the wheels disintegrate - the impact of the shells rocks the Black and White upward.

THE SECOND PASSENGER COP, FIRING A .38 OUT HIS BACK WINDOW at the Mercury as it streaks down the road. Three holes open up on the trunk of the auto.

DOC CAN SEE BOTH OFFICERS JUMP OUT OF THE SECOND Black and White through the rear window. Carol makes a quick turn off the highway.

THE MERCURY ROARS DOWN THE DARK STREET INTO THE CITY'S COMMERCIAL SECTION, suddenly slow, makes another sharp turn - this time through a red light.

DOWN A SMALLER STREET FILLED WITH SHOPS - CAROL ROUNDS THE CORNER, whips up to the curb - Doc and Carol jump out of the car. She carries the suitcase, he hangs onto his big gun.

DOC AND CAROL, MOVING DOWN A DESERTED SIDEWALK; the SOUND of

sirens. They round a corner, then quickly move into an alley.

THE ALLEY IS NARROW, DESERTED. DOC AND CAROL pull back into an alcove as a prowling car goes SCREAMING down the street and off into the night. They continue down the alley.

THE OPPOSITE ENTRANCE TO THE ALLEY IS BLOCKED BY a large metal garbage container, and the DRIVER empties two cans of garbage into it. Then he starts across the narrow street beyond in order to grab several others.

DOC LOOKS BEHIND HIM, THEN GRABS CAROL'S ARM. They run for the container. Doc tosses the suitcase into the container, jumps in, reaches back, pulls Carol in beside him. SIRENS again sound close by.

AFTER A MOMENT, A LARGE GARBAGE TRUCK PULLS UP, lifts the container with hooks and dumps the garbage and Doc and Carol into the truck.

A SERIES OF ANGLES AS A CRUSHER BEGINS TO MOVE TOWARDS THEM INSIDE THE TRUCK. Doc and Carol start to panic, but they have room enough.

WITHIN THE TRUCK DOC WIGGLES HIS .45 out of his jacket and into his hand. He, Carol and the suitcase are crushed tightly amongst the garbage. A moment after Doc frees his gun, a load of garbage descends on their shelter, partially obscuring them.

THE TRUCK PULLS OUT

DOC AND CAROL SWEATING... BREATHING HARD. Again the SOUND of sirens... the truck lurches forward.

THE TRUCK MOVES ALONG THE EMPTY STREETS, passing several prowling squad cars.

EXT. STREETS - SERIES OF ANGLES - SUNRISE

THE GARBAGE MAN DRIVING THE TRUCK, MAKING STOPS, throwing in more refuse. The truck continues along.

DOC AND CAROL - THEIR FACES COVERED WITH PERSPIRATION and flies... buried within their enclosure under the moist garbage.

A GARBAGE DUMP - MORNING

THE TRUCK GROWLS ALONG THE RUTTED PATHWAY surrounded by acres of open trash. Areas within the dump reveal the slow,

smouldering fires...

THE TRUCK BACKS UP TO A HUGE CRATER HALF-FILLED WITH REFUSE

THE DRIVER REVS THE ENGINE, PULLS THE BED LIFT GEAR

THE TRUCK BED RISES AND TILTS FORWARD, as the load of trash tumbles down the face of the crater.

DOC AND CAROL SLIDE DOWN THE MOUNTAIN OF FILTH, and stumbling forward they climb into a large cardboard box.

THE DRIVER GETS OUT OF THE CAB, checks to see that the garbage is gone from the truck bed. On his way back to the cab he finds a magazine to his liking near a shredded auto tire. With his newly-found prize, the Driver re-enters the truck and drives away.

THE BOX LIES AT THE BOTTOM OF THE CRATER AMONGST the broken bottles, melon rinds, flashlight batteries, tin cans, used tires.

DOC SAWS AT A CORNER OF THE CARDBOARD BOX with his penknife. The matted paper gives away, allowing them more room within the box.

DOC

Okay?

CAROL

I think so... I don't know.

Doc puts his hand to her face, wiping away a thin trace of blood from a scratch.

DOC

It's not deep.

Carol tries to smile for the first time in quite a while.

CAROL

No scars?

DOC

No scars.

Doc looks across the garbage through the open end of the crate.

THE HEAT AND THE FLIES HAVE BECOME UNBEARABLE. Carol begins to scratch her leg.

DOC (CONT'D)

Don't scratch it, just rub, you'll get an infection.

Carol ignores him, she is in bad shape.

DOC (CONT'D)

(continuing)

Do what I tell you, it's not a game.

CAROL

It's all a game, don't bother me.

Doc stares at the garbage around them.

DOC

We better stick here till tonight.

CAROL

(down)

Yeah.

Doc smiles, trying to get her to smile again.

DOC

We're going to make it.

CAROL

(further down)

Sure...

Carol rubs one hand along her now terribly soiled, tweed suit.

She looks away from Doc. Doc stares at her mussed hair and tear-stained cheeks.

DOC

I want to say something.

CAROL

(quiet defeat)

I don't want to hear it.

DOC

(softly)

Listen to me. It's hard enough.

Carol turns back, faces Doc. Their eyes find one another.

DOC (CONT'D)

(continuing)

Look, what you said yesterday... I guess that was right. It isn't worth anything if we don't make it together.

CAROL

I don't think we can any more... If we ever get out of here, maybe I should take off...

DOC

We got this far.

CAROL

We've come a lot of miles. But we're not close to anything.

DOC

I guess you're right.

A pause.

CAROL

I always thought jails make people hard. Not you. You're just not tough enough to forget about Beynon. I chose you, not him.

DOC

Either we pick it up or else we leave it right here. We got to go one way or another.

CAROL

(setting the condition)

No more about Beynon.

DOC

Whatever happens it's over.

A pause.

CAROL

(not trusting his mouth)

Sounds good.

DOC

You want to try with me?

CAROL

(smiling)
Things can't get much worse can they?

DOC
I don't see how.

A long moment.

CAROL
(finally talcing Doc's arm)
Okay.

DOC
(slow smile)
You and me.

CAROL
Can we make it?

DOC
We get to Mexico, we can have a life.

CAROL
That's all I want... It's the only thing
I have ever wanted.

As she pulls herself against him:

DOC
I'm going to try and get it for you.

They pull each other closer, tightly holding one another.

RUDY IS LYING IN BED READING A NEWSPAPER PILLED WITH DOC AND CAROL. The fact that they have been seen in the North. He smiles.

Fran is in the bed beside him asleep naked under the sheets.

RUDY
(calling softly)
Harold, you've had ten minutes, get out
of there.

No answer. Rudy gets up and crosses to the bathroom.

INT. BATHROOM - DAY

HAROLD IS HANGING FROM A BRACKET. Very dead and not very pretty. Rudy looks at him, then sits on the John continuing to read his paper.

EXT. GARBAGE DUMP - LATE DAY

CAROL AND DOC CLIMB OUT OF THE GARBAGE AND BEGIN WALKING HAND IN HAND.

INT. CATTLE CAR - NIGHT 48L

DOC AND CAROL HUDDLED TOGETHER ON THE FLOOR OF THE EMPTY CAR. They hold one another tightly fighting the cold and the relentless roar of metal wheels.

INT. EL PASO SELF-CLEANING STORE - EARLY MORNING

CAROL AND DOC ARE THE ONLY CUSTOMERS. They sit in booths while their clothes are being cleaned (doors open at bottom).

INT. MEN'S ROOM SERVICE STATION - DAY

DOC AND CAROL WASH THE GRIME FROM THEIR HANDS AND FACES.

EXT. NEW CONSTRUCTION - EL PASO - EARLY EVENING

DOC AND CAROL WALK THROUGH LIKE TOURISTS.

INT. LOBBY OF LAUGHLIN'S HOTEL - EL PASO - MORNING

RUDY AND FRAN ENTER THE HOTEL, EACH OF THEM CARRYING OVERNIGHT BAGS.

Cannon watches them from across the room, carefully cleaning his teeth with a cinnamon toothpick.

INT. FOURTH FLOOR CORRIDOR LAUGHLIN HOTEL - MORNING

LAUGHLIN LEADS RUDY AND FRAN down the dark-walled hallway, stopping before room number 418. Laughlin turns the key in the lock, opens the door.

LAUGHLIN

It's hard to figure. There's something about the composition of the track at Pimlico... You can't go by the clock, any speed horse, take a second off any other track in the country.

INT. ROOM 418

AS THE GROUP ENTERS.

LAUGHLIN

(continuing)

... but a speed horse is the only thing that consistently holds form. They got to let 'em run, dumb God damn trainers try to rate 'em, just breaks their heart.

Rudy kicks the door shut with a slam, grabs Laughlin's shoulder, spins him around, hits him full in the stomach. As Laughlin begins to fall Rudy catches him, wallops him again in the mid-section, then throws him back into a ratty armchair. Rudy instantly pulls out his .44 and shoves it hard against Laughlin's mouth.

RUDY

Okay, sweetpea, you get two choices. Live or die.

RUDY (CONT'D)

Do what I tell you, you not only get to live, but maybe you'll pick up some money.

LAUGHLIN

(still breathless)

Just tell me.

RUDY

First things first. Main thing, you work for me, otherwise I get you. If I don't, six months from now one of my friends will.

EXT. EL PASO STREET - DAY

CANNON AT PHONE BOOTH. HE SLIPS A DIME INTO THE SLOT.

INT. ACCOUNTANT'S OFFICE - DAY

THE ACCOUNTANT HANGS UP THE PHONE.

ACCOUNTANT

El Paso. Laughlin's. Rudy's arrived.

DOC IN PHONE BOOTH PLACES CALL

INT. LAUGHLIN'S HOTEL

LAUGHLIN PICKS UP THE PHONE.

LAUGHLIN

Sure, Doc. I can do it. Just like old times... Yeah, it's a nervous way to live.

EXT. EL PASO STREET - NEXT DAY - EARLY AFTERNOON

CAROL AND DOC SIT ON A WOODEN BENCH AT A PARK NEAR THE HOTEL. THE BLACK SUITCASE is on the ground.

ACROSS THE STREET FROM THE BENCH IS LAUGHLIN'S. FOUR stories of red brick.

A DOC GETS UP AND CROSSES TO THE HOTEL WITHOUT THE BAG

INT. LAUGHLIN'S HOTEL - DAY

DOC ENTERS AND CROSSES TO LAUGHLIN WHO IS BEHIND THE DESK. The switchboard is now vacant.

DOC

Jimmy. How's it going?

LAUGHLIN

(shaking hands, laughing)

Good to see you, Doc.

(handing him a paper)

It's all there, departure, arrival - everything except the \$500.

Doc pays him, looks closely into his eyes. Jimmy hasn't changed and it's set.

DOC

How's Mama and the kids?

LAUGHLIN

Growing -- all of them - every day.

(then)

318, you'll be the only ones on the floor.

DOC

My lady'll come in in about five minutes. Have some food sent up in half an hour.

LAUGHLIN

Just sandwiches...

DOC

Right.

He picks up the room key. Doc starts for the elevator.

DOC (CONT'D)

When she gets here, have that kid of yours help her with the suitcase.

LAUGHLIN

He took the day off.

DOC

Then you do it.

LAUGHLIN

Can't leave the desk.

Doc gives Laughlin a half-pissed look, then crosses to the elevator and pulls the cage door open.

LAUGHLIN WATCHES THE RICKETY, self-service elevator move upward. He reaches for the desk phone.

INT. ROOM 4L8 - DAY

FRAN, WEARING ONLY A BATHROBE, is doing her nails while watching an old movie on the black and white tube, seated on the bed. The phone begins to RING.

Fran looks over to Rudy from her overstuffed armchair.

RUDY

Okay, Grunt, pick it up.

ELEVATOR DOORS - THIRD FLOOR

CAROL EMERGES THROUGH THE SLIDING DOOR AND TURNS DOWN THE CORRIDOR. She walks slowly, carrying the heavy suitcase. Reaching the door to room 310j Carol knocks rapidly three times, waits, then raps out two sets of two knocks. The door swings open and Doc stands within the archway. She enters. Doc shuts the door and slips his arms around Carol, revealing his .45 automatic in one hand.

INT. RUDY'S HOTEL ROOM

RUDY IS SPINNING THE CHAMBER on his .44 then shoves it into his coat pocket. Fran is getting dressed in the middle of the room, her breasts and thighs ripple outward from the confines of the bra and girdle.

THE CALICO KITTEN SLEEPS PEACEFULLY IN ITS cardboard box.

INT. BATHROOM 3L8

CAROL IS IN THE SHOWER, STEAM HANGS IN THE AIR as she vigorously soaps her body, cleansing herself of the residue left from their cross-country flight.

DOC IN THE MAIN ROOM IS STANDING AT THE LARGE windows facing across to the building next to Laughlins. The fire escape is one story beneath him. Doc crosses, throws the suitcase on the bed, undoes the straps and snaps, lifts the lid open. He stares at the huge amount of money for a moment, then digs into the suitcase, reaching down to the bottom. He withdraws his hand, holding four visas.. He puts two of them on the bureau drawer top... the other two he begins to tear into sections and places them into a large ashtray. He touches a match to the scraps.

THE FLAMES CURL AROUND RUDY'S PHOTOGRAPH in the ashtray.

EXT. AIR TERMINAL - EL PASO ENTRANCE - DAY

THE ACCOUNTANT., SWAIN, CULLY AND HAYHOE APPROACH A PARKED OLDSMOBILE... A HOOD IS DRIVING.

INT. ROOM

ON THE BED IN DOC AND CAROL'S ROOM, THE SUITCASE IS NOW CLOSED; the .45 automatic sits beside it... Doc's overcoat also lies across the bedspread, near it the wrapped shotgun. The poster is again on the wall.

CAROL still in the bathroom of room 318. She wears only a slip. Carol is washing out her bra and panties in the washbasin, using a coarse bar of soap. Doc enters; he begins taking off his shirt.

DOC

We've got some food coming, should be here any minute.

CAROL

Great. I'm going to sleep twelve hours.

DOC

Ten. Laughlin's going to take us across at four A.M.

CAROL

(mild complaint)

Oh, Jesus... how?

DOC

Jeep. There's a dry river bed fifteen miles east. He takes us to the Mexican side, drops us off at the airfield by breakfast... we've got a 9 o'clock flight.

CAROL

(smiles)

I'll be ready.

DOC

(down)

Yeah.

CAROL

What's wrong?

DOC

(shrugs)

I don't know.

CAROL

Get in the shower. You'll feel okay.

DOC

(smile)

Whatever you say.

INT. FOURTH FLOOR HALLWAY

AS RUDY AND FRAN EMERGE FROM THEIR ROOM. The door shuts behind them, Rudy guides Fran to the stairs.

INT. BATHROOM 318

DOC STANDS IN THE SHOWER, THE HARD SPRAY BREAKING OVER THE BACK OF HIS SKULL. Tired, he closes his eyes, rests the side of his head against the tile.

INT. BEDROOM 318

CAROL STILL WEARING THE SLIP, she lies back across the bed. Her eyelids slowly fall shut. Carol has pushed the suitcase, overcoat and .45 off to one side.

RUDY AND FRAN COME DOWN THE STAIRS. Rudy puts one hand inside his overcoat.

INSIDE THE OLDSMOBILE - EL PASO CITY STREETS

AS THE HOOD DRIVES, SWAIN IS BESIDE HIM IN THE FRONT, CULLY, THE ACCOUNTANT AND HAYHOE ride in the back seat.

INT. ROOM 318

CAROL IS NAPPING LIGHTLY ON THE BED AS DOC BURSTS out of the bathroom... again dressed in his shorts, holding his pants in one hand.

DOC
Get up! Carol's eyes snap open.

DOC (CONT'D)
(continuing)
We're moving now!

He quickly pulls his pants on...

CAROL
What is it?

DOC
Laughlin. He's always got his family around... that wife and kid of his have to stand by his side to make sure he stays off the juice and horses.

CAROL
So what?

DOC
If they are not here, he must have sent them away.

INT. CORRIDOR THIRD FLOOR

RUDY AND FRAN STEP INTO THE HALLWAY TOWARD ROOM 318a passing several rooms. Fran's face is taut. Rudy starts his nervous grin.

INT. ROOM

DOC SNAPS HIS ZIPPER CLOSED, REACHES FOR HIS SHIRT.

CAROL
You're crazy.

DOC
(hard)
Get your clothes on, move your butt.

She looks at him, doesn't move.

CAROL

Sorry. Look, I'm clean. I want to get some rest.

She is interrupted by a hard knock on the door. Doc drops his shirt to the floor. He quickly reaches down, lifts his .45. Doc gestures to Carol... she moves towards the door.

CAROL (CONT'D)

(continuing; now at doorway)

Who is it?

INT. HALLWAY

Fran stands at the door to 318. Rudy is at her shoulder; he has taken out his revolver.

FRAN

It's your food, I brought up your sandwiches...

INSIDE 318

Carol standing near the door., looks at Doc. He mouths and half-whispers:

DOC

Stall.

Doc whips his pen knife out of his pocket, crosses the room to the locked door of an adjoining hotel room. He begins forcing the lock.

CAROL

Just leave it outside the door... I'm not dressed right now.

After a moment:

FRAN

I can't do that, ma'am. You have to pay now so I can pay back the boy that went out and got the food...

DOC working on the door; his .45 shoved into the waistband of his pants.

CAROL thinking hard...

CAROL

All right. You'll have to hold on a minute, my husband's in the shower...

DOC breaks the lock and opens the door -- he quickly crosses the dark apartment, moves to the front door, slips out his automatic, then gingerly cracks the door. His eyes tighten in amazement as he sees:

RUDY STANDING SLIGHTLY BEHIND FRAN, his .44 held tightly up to the door jamb, ready for instantaneous use. Rudy and Fran are 15 feet down the hallway from Doc's slightly opened door. They both have their backs turned to him in three-quarter fashion.

DOC BAREFOOTED., BARE-CHESTED; he decides on a course of action. The door swings quietly open.

WITHIN THE HALLWAY, DOC CLOSES THE DISTANCE between himself and Rudy in two swift strides, Rudy turns,, swinging his gun, too late, as Doc's .45 crashes against his head. Rudy drops. Fran screams. Rudy looks at Doc, still smiling, eyes glazed.

He falls abruptly. Doc stands over the fallen body. Fran continues to scream. Doc finally turns away from Rudy, looking now at the screaming woman. He flattens her with a left hook to the jaw. Fran drops to the floor as if she had been shot. Suddenly everything in the corridor is silent.

RUDY'S HEAD IS BLOODIED. He lies without movement.

DOC NOW SLAMS AT THE DOOR OF 318

DOC

Open it up, it's me.

Carol swings the door open. Doc bursts back into the room, grabs his shirt, begins to button it.

DOC (CONT'D)

(continuing)

Come on, come on.

CAROL

Who was it?

DOC

Just get your clothes on...

THE FOURTH FLOOR CORRIDOR

AS DOC AND CAROL COME BACK OUT OF 318 they step over the

fallen bodies and start toward the waiting elevator.

Carol stops as she recognizes Rudy. Doc pulls her along, forcing her to keep moving. Carol again carries the brown suitcase, Doc holds the shotgun. They go down the back (or front) stairs.

INT. LOBBY

THE ACCOUNTANT STANDS AT ONE CORNER OF THE RECEPTION COUNTER IN THE LOBBY OF LAUGHLINS. Within an alcove behind and to one side of the desk (the area serving as an office) Cully, Swain and Hayhoe have stretched Laughlin across the pine desk. The Accountant eyes both the empty lobby and the entrance to the hotel acting as lookout.

CULLY INSIDE THE ALCOVE LIFTS A SNAPPED OFF LEG of the heavy chair to use as a club. The thug turns back to the desk where Swain and Hayhoe have Laughlin pinioned.

CULLY

Just tell us the room number.

LAUGHLIN LOOKS BACK AT CULLY. He is very frightened but says nothing.

CULLY SLAMS THE WOODEN CLUB DOWN ON LAUGHLIN KNEECAP

CULLY

Now you want to tell me?

LAUGHLIN

McCoy's in 318., the other guy's in 420.

CULLY

Sure about that?

He again whacks Laughlin's knee.

INT. LOBBY STAIRS

DOC AND CAROL EMERGE,, MOVING QUICKLY FOR THE. main entrance. They get five steps before simultaneously seeing the Accountant.

CAROL

Doc !

Doc and Carol freeze for an instant.

The Accountant snaps his fingers twice.

Cully lowers his club, looks to the Accountant, as do Swain and Hayhoe. The Accountant smiles, staring at Doc and Carol.

ACCOUNTANT
(calmly to his men)
Out here.

CULLY, SWAIN AND HAYHOE APPEAR FROM THE ALCOVE BEHIND the Accountant. They look over his shoulder toward the rear of the hotel, their eyes finding Doc and Carol.

INT. WITHIN THE MAIN LOBBY

DOC HAS ONE HAND IN HIS OUTSIDE COAT POCKET, WRAPPED

around the .45. Carol continues to hold the suitcase up in front of herself, almost like a shield. The distance between Doc and Carol and the hotel entrance has been effectively cut off by the four opponents standing near the reception desk. Carol edges backward a few steps, toward the massive wooden staircase.

ACCOUNTANT
Just have her set it down.

Doc's hand comes out of his coat pocket, a slow gesture revealing that his palm is empty.

DOC
You want it? Come and take it.

THE ACCOUNTANT NOW PLANKED BY THE THREE MEN

ACCOUNTANT
(quietly)
Get him.

As the three men reach for their guns.

DOC MOVES MUCH PASTER. HE DUCKS TO THE RIGHT, levels the disguised shotgun and fires in the same movement. The reception desk near the Accountant splinters from the blast and he is hit painfully. The other three men duck away from the sudden burst of fire power.

DOC AND CAROL JUMP FOR THE STAIRS

HAYHOE LEVELS HIS PISTOL AT THE RETREATING COUPLE Another shot from Doc's riot gun... this one breaking open the floor at Hayhoe's feet and cutting him down at the knees. Cannon,

Cully, Swain and Max open fire as they dive for cover. They miss their shots, digging up walls, stairs and flooring.

ON THE WINDING STAIRWAY DOC AND CAROL FLEE UPWARD She struggles with the heavy suitcase, Doc transfers the riot gun to his left hand, pulls out the more accurate .45 to use with his right.

WITHIN THE LOBBY THE SIX MEN SPLIT FORCES

Cully and the Accountant run to the elevator, enter it, pull the door shut. Swain and Hayhoe, limping, and Cannon and Max start for the stairwell in direct pursuit of Doc and Carol. All the men, save the Accountant, now have guns in their hands.

SWAIN AND HAYHOE CAUTIOUSLY GOING UPWARD. Still below the first level landing, their eyes search overhead. The SOUND of Doc and Carol's pounding feet can be heard.

HAYHOE LEANS OUT OVER THE BANISTER, points his gun directly up and fires.

DOC AND CAROL BETWEEN THE FIRST AND SECOND FLOOR landings as Hayhoe's bullet tears by, ripping through the wooden banister supports.

INSIDE THE ELEVATOR THE ACCOUNTANT AND CULLY WATCH the arrow indicator pass "Two."

DOC AIMING HIS .45 RESTING IT ON THE BANISTER He fires two shots back down the stairwell.

SWAIN AND HAYHOE MOVING UP THE STEPS TWO AT A TIME Suddenly Hayhoe's leg buckles as a .45 slug tears through his hip, the other bullet ripping the plaster wall near his shoulder.

SWAIN IS NOW BESIDE THE BANISTER, he points his 541 revolver straight up... empties it.

DOC AND CAROL AS SWAIN'S BULLETS BREAK AROUND THEM. Doc pulls Carol down, lifts the riot gun and fires down the stairwell with a huge roar.

THE STAIRCASE TEN FEET IN FRONT OF SWAIN IS SMASHED by Doc's blast. Swain has to climb over the uprooted planking to continue moving upward. Cannon following.

THE ELEVATOR INDICATOR STOPPING AT "THREE"

CULLY PULLS OPEN THE DOOR, MOVES OUT INTO THE corridor. The

Accountant remains within the elevator.

SWAIN ON THE STAIRWAY FIRES HIS PISTOL UPWARD

CAROL, ON THE STAIRWAY ABOVE, AS THE SHOTS SMASH PAST, runs ahead of Doc by three steps. They pass the second landing, keep moving upwards towards the third.

Doc's focus of attention is downward. He knows that he and Carol are being pursued up the stairwell, but he isn't aware of the fact that the gunsels have split their forces.

RUDY ON THE THIRD FLOOR AGAIN RISES LIKE LAZARUS FROM THE DEAD. His head bloodied from Doc's heavy pistol, he slowly wobbles to his feet. Rudy looks down at Fran... she sobs violently, her back leaning against the wall. Rudy picks up his .44 then stumbles into the open door of Doc and Carol's room. He unsteadily crosses to the bathroom, closes the door.

CAROL FRANTICALLY MOVING UPWARD, DOC HAS NOW FALLEN five steps behind.

DOC FIRES THE .45 DOWN THE STAIRWELL AT

SWAIN ON THE THIRD FLOOR

Cully walks cautiously down the corridor, pistol raised. He moves toward the landing, having covered one quarter of the distance from the elevator. The Accountant is still within the elevator.

Carol comes up the stairwell and looks back for Doc. The SOUND of Swain's pistol and Doc's answering .45. Carol senses a movement; she turns and sees Cully's gun leveled at her. As Carol screams:

Doc dives onto the landing facing the corridor... his plane of movement knee high,, the riot gun in his left hand, .45 in his right.

CULLY IS HIT IN THE CHEST BY BUCKSHOT. The killing wounds fling him upward as he fires his own gun... his aim destroyed by the death blows,, the bullets stray above Carol, high of their mark.

DOC FIRES THREE TIMES MORE AT THE ELEVATOR CABLE

THE CORRIDOR WALL NEAR THE ELEVATOR IS SMASHED BY ONE OF the riot gun's jumbo shots, as is the top of the elevator. The plaster flies away revealing further damage. The cables are smashed, the elevator breaks loose and plummets downward.

THE EMERGENCY CABLE, INSIDE THE SHAFT

THE MECHANISM TRANSFERS OVER, line catching within the pulley housing. The line snaps taut - halting the speeding car.

WITHIN THE LOBBY

AS THE ELEVATOR SLAMS TO A WRENCHING STOP FIVE FEET

ABOVE the floor level. The Accountant bounces from the floor of the car to the ceiling, then back to the floor.

Laughlin leans across the reception desk in great pain. He sees the suspended car through the iron grill door.

The Accountant lies completely still on the floor of the elevator. His head and neck twisted at an oblique angle.

DOC ON THE THIRD FLOOR LANDING

HE JAMS SEVERAL SHELLS INTO HIS RIOT GUN WHILE HOLDING his .45 ready for an appearance by Swain. Reloading completed, he stands, with Carol. He again begins to move upward.

SWAIN FIRES FROM THE STAIRWELL

DOC STOPS, SETS BOTH THE RIOT GUN AND THE .45 on 562 the banister... He waits... on the winding staircase below him there is a dark movement.

DOC FIRES BOTH GUNS

THE STAIRWELL AROUND SWAIN DISINTEGRATES. The thug is obliterated by the firepower.

DOC CANNOT SEE THE EFFECT OF HIS SHOTS. He again resumes his flight upward.

INT. DOC'S BATHROOM

RUDY HOLDS HIS BLOODY HEAD IN THE SINK BOWL, DUMBLY splashing water over himself. Carol's underwear is still present. Rudy's pistol lies on the soap tray.

THE LANDING AS DOC AND CAROL COME POUNDING INTO VIEW. No further avenues open, they turn down the corridor. Doc grabs Carol and pushes her into the room, past Fran; he kicks the door shut.

INT. THE ROOM

DOC GRABS THE SUITCASE, RUNS TO THE WINDOW, TEARS off the shade, lifts the frame, looks. The drop is too far. He grabs Carol and runs into the hallway.

INT. CORRIDOR

THEY RUN DOWN TWO DOORS AND BREAK IN. Over the door is the sign "Fire Escape."

INT. FIRE ESCAPE ROOM

DOC HELPS CAROL OUT ONTO THE FIRE ESCAPE. He aids her with his left hand, the riot gun now clutched tightly in his right. He motions, she hands him the suitcase and follows.

EXT. FIRE ESCAPE

THEY DESCEND THE FIRE ESCAPE. They reach the end. The fire escape stays rigid.

Doc cautiously steps on to the tilted steps. He turns and with the suitcase crosses to the end. Throws the bag and the shotgun across the 6 foot gap to the retaining wall, preparing to jump.

RUDY COMES OUT OF THE ROOM ONTO THE FIRE ESCAPE holding his .44. He looks down at Doc, then slowly raises his gun. Carol screams.

DOC JUMPS. RUDY FIRES. DOC IS HIT IN THE SIDE (flesh wound). In the air he spins and lands. Rudy fires again and again as he runs down the fire escape. Doc rolls, picks up the shotgun and fires.

RUDY'S TIME HAS COME. THE JUMBO CHARGES MASH HIM BACK against the wall and off the fire escape.

CAROL RUNS ALMOST STAGGERING AND GETS READY TO JUMP the six feet.

THE FIRE ESCAPE. BEGINS TO SINK. CAROL LOOKS AT DOC mutely, as she sinks beneath the retaining wall.

DOC
(his hand out)
Jump!

And she does. He catches her and pulls her up.

They look at one another for a long moment, then he stands

and helps her to her feet, and leaving the shotgun behind they walk into the alley.

RUDY LIES DEAD BEHIND THEM

IN A PARKING LOT AT THE END OF THE ALLEY, SLIM, a tough, grizzly Western is about to pull out. Doc opens the back door and Carol gets in. Doc opens the front door as Slim turns and looks at him.

DOC
(.45 in hand, pointing)
Drive.

SLIM
Suit yourself.

He lets out a yell and guns across the lot over the four foot drop to the sidewalk and into and off a car and into the street.

SLIM (CONT'D)
(grinning)
How was that?

DOC
(smiling in spite of himself)
Just fine.

SLIM
Where we go in1?

DOC
Mexico. I'd like to find a quiet place to cross.

SLIM
Why not?

The car pulls forward as the light blinks to green.

EXT. STREET

AS THE CAR PASSES AN INTERSECTION, SEVERAL POLICE cars can be seen arriving at the front of Laughlins.

The car continues moving up the street, then makes a right onto a larger boulevard.

Doc half turns to Carol.

DOC

You okay?

CAROL

(nodding)

Where do we go from here?

DOC

I don't know, airport I guess.

CAROL

They will have our description before we can get a plane.

DOC

(way down)

Yeah.

SLIM

I guess you ain't gonna shoot me, are you?

DOC

I kinda doubt it.

Slim is obviously pleased that some excitement has come into his life.

SLIM

That's good... I'll cooperate, don't worry about that... yes sir, I've had some trouble with the law myself.

Doc and Carol look at the man.

SLIM (CONT'D)

Three years ago I dynamited some fish at the reservoir.

CAROL

(beginning to laugh)

Oh my God.

SLIM

That little job cost me a hundred dollars... didn't even get to keep the fish.

DOC

(resigned to the insanity of the moment)

Let's just get to the border.

SLIM

Sure thing, mister, it's coming right up.
'Bout an hour. Quiet crossing that is.

EXT. CASETA BRIDGE CROSSING - DAY

THE AMERICAN OFFICIALS SIMPLY WAVE THE CAR BY.

At the white line a Mexican CUSTOMS OFFICER emerges from the station house. As he looks inside the car:

OFFICIAL

Buenas tardes... Your destination.

SLIM

(speaking right up)
Chihuahua... gonna do some sightseeing.

The Official smiles and motions them past.

INT. CAR

AS IT HEADS INTO CHIHUAHUA ON THE MEXICAN SIDE.

SLIM

Which way?

DOC

Juarez - Chihuahua City road.

SLIM

Don't you want to go to the airport?

DOC

Not now.

CAROL

How long before this car's hot?

DOC

(after a moment)

Pull over.

Slim stops the car near the soft shoulder of the dirt road.
Doc looks at Slim.

DOC (CONT'D)

(continuing)

Listen... how much money did you make

this year?

SLIM
(slightly offended)
What's it to you?

DOC
(patient)
Come on. How much?

SLIM
'Bout five thousand.

DOC
How about if I buy your car for ten grand?

SLIM
You serious?

DOC
Sure am.

SLIM
And I keep my mouth shut?

DOC
That's what I want.

SLIM
I don't report the car and I don't know either of you?

DOC
You got it.

SLIM
How about twenty thousand?

-DOC
How about thirty?

SLIM
(delighted)
Done, by God.

Doc turns to Carol.

DOC
Pay the man.

As she begins to open the suitcase...

A WAD OF MONEY DISAPPEARING INTO SLIM'S POCKET

DOC LOOKS AT SLIM

DOC

You're going to have to walk back to the border.

SLIM

Don't worry about me, I'll grab a cab...
I can afford it, you know.

Slim steps out of the car, Carol moves into the front seat as Doc slides behind the wheel.

SLIM (CONT'D)

(continuing, leaning through
the window)

Hope you get to where you're going.

CAROL

Thanks. Hope you do too.

SLIM

By the way, you're getting a hell of a car there, mister.

DOC

(laughs)

Well, I paid a hell of a price. Now for God's sake keep your mouth shut.

SLIM

(his pride hurt)

Wish you hadn't said that. When Slim Canfield's lips are sealed, they're sealed.

DOC

(smiles)

Go with God.

DOC SLIPS THE CAR into gear.

SLIM

One thing though... how do I explain this to my wife?

CAROL

Tell her you robbed a bank...

The car pulls forward. Slim waves goodbye, then turns and begins walking back down the highway.

BACK INSIDE THE CAR, DOC ACCELERATES AWAY

CAROL

Are we going to make it?

DOC

Hell, I don't know... but we sure gave it a run.

CAROL

(positive with a small smile)

Whatever happens... we're going all the way.

DOC

(smiles)

Yeah, why not? We're the good guys.

CAROL

I guess we are.

After a moment:

DOC

Why don't you try the news?

Carol snaps on the radioj the voice of a Mexican announcer is heard.

CAROL

No more news, from now on we're just going to listen to music.

She spins the dial. Mariachi music comes on.

EXT. MAIN HIGHWAY

AS THEY HIT THE MAIN HIGHWAY, DOC PULLS OFF AND STOPS.

CAROL

What now?

DOC

We walk.

THEY ARE WALKING ALONG THE HIGHWAY, THE EDSEL IS now a dot in

the background. Another dot appears, grows bigger, as it gets closer it is a bus. Very Mexican but very Greyhound in appearance.

Doc and Carol turn, Doc flags it down.

It pulls to a stop, they board. The bus pulls out.

INT. BUS

DOC PAYS AND THEN FOLLOWS CAROL TO A SEAT.

They sit. Mexico rolls by outside the window.

They look at each other and smile.

VOICE (O.S.)

Hey!

Doc and Carol look back.

THE BLACK PANTHER IS LEANING OVER THE SEAT, his empty fist cocked up like a pistol. He grins.

BLACK PANTHER

(pulling the trigger)

Bang!

Doc and Carol look at him.

FREEZE FRAME.

FADE OUT.

THE END