

GRIFTERS  
by Donald E. Westlake

Based on the novel by Jim Thompson.

Second Draft.  
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FADE IN:

EXT. RUIDOSO DOWNS - DAY

AN ANGLE establishing the race track, Ruidoso Downs (pronounced Ree-oh-do-so), set among the beautiful mountains of New Mexico's Lincoln National Forest, as a white Chrysler turns in with a stream of cars moving toward the parking area.

AN ANGLE through the open driver-side window of the Chrysler at LILLY DILLON, 39 but looking younger, beautiful but cold and watchful.

WIDE SHOT, track in b.g. as Lilly parks the Chrysler, gets out, locks the car. As she walks toward the track, WIPE RIGHT, as SCENE TWO WIPES IN from the left. SCENE ONE CAMERA FOLLOWS Lilly as she walks across the large parking area. SPLIT SCREEN.

SCENE TWO:

EXT. SIDE STREET - DAY

Downtown Los Angeles, near the courts and the business section. ROY DILLON, 25, handsome and charming but self-indulgent, parks his orange Honda convertible, gets out, picks up a large ledger book from the back seat, goes around to open the trunk.

AN ANGLE on the trunk, establishing the tools of the salesman's trade: catalogs, samples, ledgers full of manuals and product sheets. Roy adds the ledger from the back seat, shuts the trunk, walks away.

EXT. 6TH STREET - DAY

Roy walks around the corner near a bar/restaurant. As he approaches it, WIPE LEFT, the two half-width scenes contracting to one-third each as SCENE THREE WIPES IN from the right.

SCENE ONE: Lilly approaches the track's entrance doors.

SCENE TWO: Roy approaches the bar.

SCENE THREE:

EXT. SANTA MONICA BOULEVARD - DAY

A baby blue Cadillac parks in front of a jeweler.

AN ANGLE on the driver's door as MYRA LANGTRY, 36, beautiful in an impersonal calculating way, gets out, carrying a small jewelry care, and locks the car. At first glance, Myra looks rather like Lilly. (Myra always wears large dangly earrings, and usually wears big-lensed dark sunglasses.)

SIMULTANEOUSLY:

SCENE ONE: Lilly enters the track.

SCENE TWO: Roy enters the bar.

SCENE THREE: Myra enters the jeweler's.

WIPE RIGHT AND LEFT, as SCENE TWO takes FULL SCREEN.

INT. BAR - DAY

AN ANGLE on a hurried bartender in a full bar, crowded with a NOISY lunchtime crowd. In b.g., Roy slithers his way to the bar, waving a bill in the air to attract the bartender's attention.

AN ANGLE on Roy as the bartender comes to him. Roy puts the bill on the bar, holding it down with one finger, as he SHOUTS his order. The bartender looks down.

BARTENDER'S POV: Roy's finger holds down a twenty dollar bill.

AN ANGLE steep over Roy's shoulder, the twenty visible, as the bartender hurries away to get the drink. Roy's hand makes a fist, swallowing the twenty, opens, pushing a ten out onto the bar, holding it there with one finger.

AN ANGLE on the bartender returning with a draft beer, nodding to other ORDERS shouted to him along the way, putting the beer down, grabbing the bill without looking at it, hurrying away.

AN ANGLE on Roy, content, smiling, sipping his beer.

AN ANGLE on the bartender, hurrying by, slapping Roy's change

down, moving on, Roy nodding acknowledgement, reaching out.

CU, the change, a ten dollar bill on top. Roy's hand closes over it.

EXT. TOTE BOARD - DAY

WIDE SHOT, the tote board at the track, showing the shifting odds on the horses for the next race, the amounts bet.

CLOSE SHOT, number 3. Not much bet, odds 70-1.

EXT. RUIDOSO DOWNS - DAY

AN ANGLE on Lilly, frowning at the tote board. She carries a large heavy shoulder-bag, which she opens, looking in it as though it were a file drawer.

AN ANGLE on Lilly studying the contents of her bag, the track beyond her, the mountains visible out beyond the track wall. Lilly moves.

AN ANGLE on a high-dollar betting window, as Lilly approaches, taking bank-banded wads of bills from her bag.

EXT. TOTE BOARD - DAY

A change of numbers sweeps across the board.

EXT. RUIDOSO DOWNS - DAY

Lilly moves away from the betting window, tucking betting tickets into her bag.

ECU, Lilly's bag, compartmented, with stacks of money, small envelopes and notes on notepaper in each compartment. Lilly carefully files the betting slips.

AN ANGLE on Lilly looking out at the tote board.

EXT. TOTE BOARD - DAY

CU, number 3. Odds 32-1.

EXT. RUIDOSO DOWNS - DAY

AN ANGLE on Lilly, not satisfied. She turns and goes back.

AN ANGLE at the betting window as Lilly arrives and makes more bets.

EXT. TOTE BOARD - DAY

CU, number 3. Odds 32-1. CROWD NOISE INCREASES. The numbers shift: odds 26-1.

CALLER (O.S.)  
And they're off!

INT. JEWELER'S OFFICE - DAY

Very quiet, stately; abrupt contrast with the track. A slow ticking clock.

Myra sits in the client's chair, while at the desk sits the JEWELER, a pleasant but overweight man of 40, who studies a jeweled bracelet through a loupe. He sighs, drops the loupe, shakes his head regretfully.

JEWELER  
Mrs. Langtry, I'm sorry.

MYRA  
Why? What's wrong?

JEWELER  
(personal emotion mixed  
in)  
You are a valued customer, as you know.

MYRA  
But what's wrong?

JEWELER  
I can't understand a thing like this. It's something you almost never see.

MYRA  
What is?

JEWELER  
(holding up bracelet)  
This is some of the finest filigreed platinum I've ever seen. But the stones, no. They're not diamonds, Mrs. Langtry.

MYRA  
But they must be! They cut glass!

JEWELER  
(wry)  
Glass will cut glass, Mrs. Langtry.

Do you know where it was purchased?

INT. HOTEL ROOM - DAY

An expensive hotel room, with a sunstruck day beyond the windows. Myra, naked, a few years younger, sits cross-legged on the bed and laughs at COLE "FARMER" LANGLEY, 55, stringy bodied, who stands naked, his back to us, hands on hips, presenting himself to Myra. She reaches forward, hand hidden by his body as she lifts something that was hanging on something at the front of him. She brings back the bracelet, looks at it, is delighted, puts it on, and then leans forward again toward the unmoving Cole, her head hidden by his body.

INT. JEWELER'S OFFICE - DAY

MYRA

It was a gift. It isn't worth anything at all?

JEWELER

(warm, encouraging)

Why, of course it is. I can offer you -- well, five hundred dollars.

Myra expected -- and needed -- a lot more. She's worried, tense, but stuck. She nods.

MYRA

All right.

JEWELER

(rising)

I'll get you a check.

He leaves the room. Myra grimaces, in almost physical pain.

INT. SECOND BAR - DAY

Another crowded lunchtime bar. A big beefy BARTENDER moves quickly, carrying a draft beer.

AN ANGLE on Roy, in position, finger holding bill down, as the bartender arrives, puts down the beer, reaches for the bill, stops, stares at the bill.

TWO SHOT, the bartender and Roy, as the bartender gives Roy a very cold look. He knows, and Roy knows he knows. Roy tries an innocent smile, which doesn't work. Roy moves.

CU, the ten dollar bill, as Roy grabs it, but the bartender simultaneously grabs Roy's wrist.

AN ANGLE on Roy and the bartender as Roy tries to pull away and the bartender holds him with his left hand while reaching under the bar with his right. He comes up with a sawed-off baseball bat. Roy, seeing it, throws his free arm up to protect his head, but the bartender pushes the blunt end of the bat straight across the bar at a downward angle and hard into Roy's solar plexus, driving the air out of him and propelling him back away from the bar, leaving the ten. The nearest CUSTOMERS on both sides become aware that something happened, but nothing follows and they're already involved in conversations. The bartender scoops up the ten as he puts the bat away under the bar.

AN ANGLE on Roy, arms folded across his torso, staring in shock toward the bar, where the space he filled has already been closed in by other bodies. Nearly retching, he stumbles toward the door.

EXT. RUIDOSO DOWNS - DAY

AN ANGLE on four PEOPLE at a table, CHEERING a race, switching to disgust and despair when they lose, moving away from the table, leaving their betting tickets behind. Lilly passes by, smoothly and casually scoops up the tickets, moves on along a row of tables, and there finding more tickets.

INT. JEWELER'S OFFICE - DAY

Myra sits as before. The jeweler enters with a check, which he hands her. She looks up at him, making no move to leave.

JEWELER

I hope you're not too badly disappointed with us, Mrs. Langtry.

MYRA

It's not your fault.

JEWELER

You'll give us an opportunity to serve you again, I hope. If there's anything you think we might be interested in...

MYRA

I have only one thing now. Are you interested?

JEWELER

Well, I'd have to see it, of course.

MYRA

You are seeing it. You're looking  
right at it.

The jeweler is puzzled, then startled.

JEWELER

I see.

He turns away, goes behind his desk, sits down, looks at  
Myra.

JEWELER

You know something, Mrs. Langtry? A  
bracelet like that very rarely  
happens. A fine setting and  
workmanship usually mean precious  
stones. It always hurts me when I  
find they're not. I always hope --  
(faint sad friendly smile)  
-- I'm mistaken.

Myra likes him better now, even though he hasn't solved her  
problem. She rises.

MYRA

Thank you. For everything you felt  
you could do.

EXT. STREET - DAY

Roy has been throwing up but is finished now. He's sprawled  
like a shot deer across the hood of his Honda, still  
clutching his stomach. A police car stops, the passenger COP  
gets out. He's suspicious at first.

COP

Sir? Everything all right?

The sight of the uniform forces Roy into gear. He  
straightens, smiling through his pain.

ROY

Getting better. A bad shrimp, I  
think.

The con's suspicion changes to concern.

COP

Want us to take you to a doctor?

ROY

No no, I'm fine now, thanks,  
anyway. Still got a lot of clients  
to see.

COP

Take it easy, now.

ROY

Oh, I will.

EXT. RUIDOSO DOWNS - DAY

Late afternoon. AN ANGLE on the parking area, where almost all the cars are gone and the few remaining are widely separated. The white Chrysler is one of these. Lilly walks to it from the track entrance.

AN ANGLE on the Chrysler as Lilly opens the trunk, puts her bag inside.

CLOSE UP, Lilly and the trunk. She takes betting tickets from her bag, sorts them, files them in envelopes in different compartments, puts some to one side, then sorts through these separated tickets, throwing some away, keeping some. She takes money from the bag, puts tickets in, closes the bag with the money on the trunk floor. Reaching farther in, she lifts the pad deep inside the trunk, lifts the metal floor panel, and reveals a cache mostly filled with money. She adds today's skim, puts everything away, puts the bag back on her shoulder, closes the trunk.

EXT. MADERO APARTMENTS - DAY

A shabby apartment hotel on Wilshire. An exterior hall balcony on each floor has the entrance doors to the front apartments. Roy's Honda makes the turn and enters the basement garage.

INT. MADERO LOBBY - DAY

Modest but clean. The owner, SIMMS, a sloppy garrulous old bore, talks with a potential RENTER.

SIMMS

Put it this way, now. Say I rent to a woman, well, she has to have a room with a bath. I insist on it, because otherwise she's got the hall bath tied up all the time, washing her goddamn hair and her clothes and everything she can



think of.

In b.g., Roy, still in pain, comes out of the elevator, waves to Simms, who waves back without pausing in his monologue, and crosses to the mailboxes.

SIMMS

Now, your minimum for a room with bath is three hundred a month, just for a place to sleep and no cooking allowed.

And just how many of these tootsies make that kind of money and have to eat in restaurants and buy clothes and --

Roy, carrying his junk mail and pretending not to be in pain, crosses to Simms.

ROY

Mr. Simms.

SIMMS

(fawning)

Why yes, Mr. Dillon. Here's a potential new neighbor, looking at--

ROY

(uninterested)

Uh-huh. Mrs. Langtry may drop by.

Simms doesn't like Mrs. Langtry, but can't say so.

SIMMS

I'll send her right up.

Roy goes back to the elevator. Simms continues his monologue.

SIMMS

I had my first hotel thirty-seven years ago in Wichita Falls, Texas, and that's where I began to learn about women. They just don't make the money, you see, not regular they don't, and there's only one way they can get it.

Roy enters the elevator.

SIMMS

Now, that Mr. Dillon there, that's the fine type of person I have in

mind for here. Like yourself, I have no doubt. He's a salesman, regular as clockwork, has a suite here. Fine man. Now, about these women. At first, you know, they just go out and do it now and then, just enough to make ends meet. But pretty soon they got that bank open twenty-four hours a day, and then you've got trouble. Hookers and hotellin' just don't mix. You'd think the cops'd be too busy catching real criminals, not snooping around after working girls, but that's the way the gravy stains, as the saying is, and I don't fight it. An ounce of prevention is my motto.

Myra enters from the front, looks across at Simms, points upward. Simms calls to her.

SIMMS

Oh, yes, Mrs. Langtry, he's up there, he's expecting you.

Myra crosses to the elevator. Simms speaks more softly.

SIMMS

If you keep out the women in the first place, see, you keep out the hookers, and then you keep out the cops, and that's how you have a clean place.

EXT. ROY'S APARTMENT - DAY

AN ANGLE along the balcony, with Roy's apartment door in f.g. and Los Angeles in b.g. Myra crosses to the door, opens it with her key, enters.

INT. BATHROOM - DAY

A small crowded old-fashioned bathroom. Roy, shirt open and trousers pushed down almost to his crotch, looks in the mirror at purplish greenish bruises on his stomach. He touches his stomach, winces.

MYRA (O.S.)

Roy?

He looks at the door, then grins at his reflection.

ROY  
Your medicine is here.

He leaves the bathroom.

INT. LIVING ROOM - DAY

Hotel furniture, shabby and anonymous. On the walls, contrasting with everything else, are two crying-clown pictures on black velvet, mounted in big boxy frames. Myra stands in the middle of the room, and Roy enters, shirt and trousers still disarranged.

MYRA  
(amused by clothing)  
Well, well. In a real hurry, are we?

ROY  
Always, for you, baby.

He reaches for her, but she playfully holds him off.

MYRA  
You aren't taking me for granted, are you?

ROY  
Taking you for granite?

He grins, as his fingertip prods her breast.

ROY  
That isn't granite. If that fell on me, it wouldn't hurt at all.

MYRA  
(playing along)  
Are you sure?

ROY  
(pulling her close)  
Let's find out.

EXT. HIGHWAY PHONE BOOTH - DAY

Lilly's white Chrysler is parked next to an open-air phone. Traffic whizzes by. Lilly talks on the phone, with pen and notebook at the ready. The racetrack is visible in the b.g.

LILLY

I'm done here. Do I come back to  
Baltimore?

INT. OFFICE - DAY

It could be an expensive, if gaudy, lawyer's office.  
Baltimore harbor is visible past the windows. IRV, the  
accountant, sits at a desk covered -- but neatly covered --  
with ledgers, computer printouts, etc. He speaks on the  
phone.

IRV  
Bobo wants you to go on to Delmar.

INTERCUT PHONE BOOTH AND OFFICE

LILLY  
Delmar? I never go out to  
California. That's a thousand miles  
from here.

IRV  
Nine hundred. Bobo needs somebody  
to handle playback this time. Come  
on, Lilly, you don't argue with  
Bobo.

LILLY  
(fatalistic)  
I know.

IRV  
Take two, three days. Call when you  
get there.

LILLY  
Maybe I'll swing around Los Ang  
gleez on the way.

This is Lilly making the best of the situation. She listens a  
bit more, GRUNTS a farewell, hangs up, moves to her car.

INT. BEDROOM - DAY

Again, anonymous hotel furniture. Roy and Myra naked in bed,  
he on his back, she straddling him, both moving gently. He's  
half feeling pleasure, half unconscious.

MYRA  
Roy?

ROY

Mm?

MYRA

Look at me.

ROY

Oh, I am, baby, believe me.

MYRA

Roy? It this all we have?

ROY

All? It ain't bad.

MYRA

No more than this?

He tries to concentrate on her.

ROY

What are you talking about, Myra?  
Marriage?

MYRA

I didn't say that. You aren't  
marriage material.

He keeps watching her, ironic, hips moving. Looking for a  
distraction, she notices the bruise on his stomach.

MYRA

What's that?

She touches it; he flinches back, in real pain.

ROY

Ow! Hey, what are you trying to do,  
throw me off my game?

MYRA

(laughing)  
No, baby. Come to Mama.

She folds forward onto him. He puts his arms around her. They  
rock together slowly.

EXT. MOTEL - DAY

The same mountains in b.g. as at the track. Lilly carries two  
small bags from her motel room, puts them on the back seat of  
the Cadillac, gets behind the wheel, drives away.

INT. BATHROOM - DAY

Myra, dressed, primps at the mirror, surveys herself critically, is reasonably satisfied, leaves.

INT. BEDROOM - DAY

Roy lies supine on the bed, semi-conscious, half-covered by a sheet. Myra, casual, not noticing his condition, leans her head in through the doorway.

MYRA

Wore you out, did I? It's a good woman you can't keep down, baby.

He moves fitfully, CROAKS an attempt at speech.

MYRA

Have a good sleep, baby. Call you tomorrow.

He sits up, trying to grin and be easy.

ROY

Wait'll next year.

AN ANGLE across Roy's profile, with open bedroom door beyond him. Through it, the living room and outer door can be seen. Myra crosses the living room, opens the door. Bright sunlight pours in, emphasizing the sweat on his face. She closes the door, and he gives up trying to smile. Gingerly, he touches his bruised stomach, winces.

ROY

Damn that guy.

He's going to get out of bed, but movement creates pain. He sits back against the headboard, looks around, reaches painfully to the bedside table drawer, takes a quarter from it, studies the quarter, feels it with fingertips, places it on the back of his left hand, slowly moves the soft pads of his right palm over it, then turns the quarter over and repeats. Then he takes the quarter in his right hand, flips it, slaps it down onto the back of his left hand, SPEAKS simultaneously with the hands coming together.

ROY

Smack.

He looks away, right hand moving minimally on left hand.

ROY

Heads.

He lifts the right hand, nods, then flips the coin again, looks away, moves the right hand slightly.

ROY

Heads.

Again he's right. Again he repeats.

ROY

Tails.

He's about to repeat when a wave of weakness comes over him. He sits back, gasping, but won't acknowledge the problem. He forces himself to flip the coin, misses catching it, finds it on the blanket, flips it again, slaps it onto the back of the other hand, looks away.

ROY

Tails.

Right again. He prepares to flip the coin, but then his hand sags onto the covers, his chin drops, his eyes glaze.

ROY

(whispered)

How much can I bet?

INT. PASSENGER TRAIN - DAY

The train runs through a forest, tree shadows making a light and-dark pattern. Roy, four or five years younger, sits with a three-core-monte gang, consisting of a DEALER, a spectacled SHILL beside him, Roy facing the dealer, a ROPER next to Roy. On a briefcase on the dealer's lap are three cards, face up: An ace and two deuces. Across the aisle, alone in the seats, sits MINTZ, a conman in his fifties, pretending not to watch, but watching with amusement.

DEALER

That's between you two. I got nothing at stake here, I'm just dealing.

SHILL

What if we both guess wrong? You aren't gonna take...

The dealer turns aside, allowing himself to be distracted. He and the shill ARGUE nonsensically. The roper nudges Roy, then reaches out and crimps the ace. Roy's doing a wide-eyed

bumpkin kid; he stares at the roper in delight and amazement.

AN ANGLE on the shill, arguing with the dealer but looking toward Roy and the roper, then increasing the force of his argument.

AN ANGLE across the amused Mintz at the roper whispering to Roy.

TWO SHOT, Roy and the roper.

ROPER

We got him now! Put down that big bill you got.

ROY

(whispered)

The fifty or the hundred?

ROPER

The hundred! Hurry!

ROY

(doubtful)

The ace is what I want?

The roper's having trouble keeping his patience.

ROPER

Sure it is!

TWO SHOT, the dealer and the shill, fake-squabbling, Roy and the roper seen in b.g. between their faces, Roy finally bringing out his wallet, withdrawing a bill. Relieved, the dealer and the shill cut the crap.

AN ANGLE on the group as Roy puts his hundred dollar bill on the briefcase.

ROY

Is that okay?

The shill pulls a messy wad of bills from his inner pocket, uses most of it to cover the bet.

SHILL

You're damn right that's okay.

DEALER

(picks up the cards)

Whoever finds the ace, wins.



ECU, the dealer's hands, shuffling the cards at lightning speed. He deals the cards out face down.

INT. BEDROOM - DAY

CU, Roy's sweat-covered face, eyelids fluttering.

ROY  
(whispered)  
Dark in here.

INT. PASSENGER TRAIN - DAY

AN ANGLE on the group. Roy squints at the cards, light and dark playing on his face.

ROY  
Too dark. I just can't see.

Casually, but too quickly to be stopped, he reaches across and plucks the shill's glasses off.

ROY  
Let me borrow these, will you?

AN ANGLE across Mintz, surprised and amused, at the group in b.g., in consternation as Roy puts on the glasses and looks down at the cards.

ROY  
Now, that's better.

ROY'S POV: The glasses are 'readers.' Through them, a large gray 'A' can be seen on the back of one of the non-crimped cards. Roy's hand reaches out and flips it over. It's the ace of spades.

INT. BEDROOM - DAY

AN ANGLE across Roy toward the doorway. Roy, eyes closed, smiles in triumph, then winces in pain. Mintz partially appears, hovering beside the bed, grinning at Roy.

MINTZ  
I didn't teach you that.

ROY  
(whispered)  
You taught me a lot. Then I  
invented.

INT. AIRPORT DEPARTURE LOUNGE - DAY

Weary bored people sit around waiting. Roy, 17, lugging a big suitcase, walks through, takes a seat near Mintz, who's doing card tricks for his own pleasure. Roy watches, then moves closer.

ROY

Let me see how you did that one.

MINTZ

Scram. Go home.

ROY

I can't. I just left home.

MINTZ

You're too young. You should be in school.

ROY

I am in school.

Mintz peers at him, taking an interest. Then he holds up the five of spades, shows it to Roy, puts it back in the deck, shuffles, shows Roy the deck.

MINTZ

Where's the five?

ROY

In your other hand.

Mintz grins slowly, turns his hand over with the palmed card showing.

INT. BEDROOM NIGHT

Roy slumps, eyes closed, half-smiling, with the fever Mintz hovering. Roy's smile fades, his fluttering eyelids grow still, his face slack. The fever Mintz fades and disappears.

EXT. HIGHWAY - DAY

AN ANGLE on a large sign indicating "Los Angeles" straight ahead. CAMERA PANS DOWN and around 180 degrees to face the several lanes of heavy Los Angeles-bound traffic. LONG BEAT. Hundreds of cars rush by. CAMERA PANS with Lilly's white Chrysler as it comes along in the stream.

AN ANGLE through the Chrysler's left side window at Lilly, driving, concentrating, biting her left thumbnail. She becomes aware that's what she's doing, shakes her head in

irritation: She's trying to break herself of this habit. Ostentatiously she tucks the thumb into her fist, rests the fist on top of the steering wheel, where she can keep an eye on it.

HIGH ANGLE on the westbound lanes. The Chrysler passes. Soon it's out of sight among all the other cars. LONG BEAT.

INT. BEDROOM - DAY

AN ANGLE across the unmoving unconscious Roy toward the doorway. The apartment door beyond the living room opens, throwing light on Roy, who doesn't react. Lilly enters, in silhouette, closes the door, crosses toward the bedroom. (Until she speaks, we can't be quite sure who this is. With the similarity between herself and Myra, this could be Myra.)

LILLY  
(hesitant)  
Roy?

No reaction. Lilly, getting worried, moves closer, through the bedroom doorway.

LILLY  
Roy? You asleep?

His head moves slightly. He barely has strength to speak.

ROY  
Myra?

She moves forward to the side of the bed, only her torso IN FRAME. She touches a hand to his forehead.

LILLY  
(startled)  
My God!

She turns, hurries back to the living room, looks around for the phone, crosses to it, dials, SPEAKS. Roy's eyes open, he frowns.

ROY  
Lilly?

INT. LIVING ROOM - DAY

Lilly, hard and fast and urgent, on the phone.

LILLY  
Tell the doctor I work for Bobo

Justus, and this is an emergency.  
Don't worry, he knows who Bobo is.

INT. BEDROOM - DAY

AN ANGLE down toward Roy, from above, he's weak but troubled.  
Eyes closed, frowning, whispering.

ROY  
Go away, Lilly. Go away.

Roy's eyes close. He looks dead. SLOW FADE.

INT. LIVING ROOM - DAY

The DOCTOR, a nervous heavysset man in his fifties, a drinker from the look of him, is on the phone in b.g., while Lilly prowls the room, looking at everything with distaste, then stopping to frown at the box-framed clown pictures. She doesn't get it. She touches one of the pictures, trying to understand. The doctor hangs up, turns to Lilly.

DOCTOR  
(lugubrious)  
The ambulance is on the way, for  
what good it will do.

LILLY  
What? He's going to be all right!

DOCTOR  
Mrs. Dillon, your son was in some  
sort of accident. He's had an  
internal hemorrhage, he's bleeding  
to death inside.

LILLY  
Well, make it stop!

DOCTOR  
His blood pressure is under a  
hundred. I don't think he'll live  
to get to the hospital.

LILLY  
(icy, stern)  
You know who I work for.

He's uncomfortable, wants to dismiss that part of his life.

DOCTOR  
Yes, yes, but that's --

LILLY

My son will be all right. If he  
isn't, I'll have you killed.

The doctor stares at her in astonishment, then in belief.  
SOUND of ambulance siren. To break the moment, he crosses to  
the door, opens it. Light bathes Lilly. The doctor steps back  
across the threshold, waiting for the ambulance. He looks  
back at Lilly, who stares at him.

INT. AMBULANCE - DAY

ECU, Roy, skin pallid, eyes closed and sunken, lips white.  
SOUND of siren LOUDER. SOUND SEGUES to CHILD CRYING. CRYING  
FADES.

INT. HOTEL LOBBY - DAY

A clumsy slum hotel fifteen years ago, with a tiny lobby, the  
DESK CLERK at a half-door in one wall. Lilly, at 24, enters  
from the street. This is a definite hooker, with bright  
maroon hair and a black-and-white miniskirt. She stops  
wordlessly at the desk for her key.

CLERK

(handing key)

Your kid's in the back here. He's  
crying.

LILLY

Roy? He's always crying.

CLERK

(sympathetic to Roy)

The kids beat him up, because his  
home life is, uh, different.

LILLY

(ironic)

I like you, too.

The clerk shrugs. He doesn't like this tough broad. He turns  
and calls back into his office.

CLERK

Roy, your mother's here.

Roy, 10, comes reluctantly out to Lilly, sniffing and  
rubbing his arm.

LILLY

So what's your story today?

ROY

They twisted my arm.

LILLY

(laughing lightly)

Only one arm?

He tries not to cry, and shows her a space between his teeth.

ROY

They knocked out my tooth!

LILLY

Only one tooth?

Roy's frustrated, unhappy, having nowhere else to turn.

ROY

You always say that!

Lilly won't take him seriously, but she relents enough to stop teasing him, and to pat his head, ignoring how he flinches away.

LILLY

Come on, kid, let's see if there's any food in the house.

CLERK

(there's no food)

Hah.

Lilly gives him a jaundiced look, walks Roy to the stairs and up. The clerk, scornful but sexually interested, watches her go.

INT. HOSPITAL ROOM - DAY

ECU, Roy in a hospital bed, with more color in his face, breathing more normally. He begins to react to the sound of people speaking.

MYRA (O.S.)

No, really, you're Roy's mother?  
That's impossible!

LILLY (O.S.)

Not quite. But I'm not sure who you are, Mrs... Langtry, was it?

Roy's eyes open, he looks toward the voices.

MYRA (O.S.)  
I'm Roy's friend.

WIDE SHOT, Lilly and Myra facing one another across the foot of Roy's bed, in a two-bed hospital room. (The OLD MAN in the other bed sleeps through the scene.) Neither woman is yet aware that Roy's awake. Lilly looks Myra up and down, with obvious contempt.

LILLY  
Yes. I imagine you're lots of  
people's friend.

Myra moves one pace to the side, studying Lilly's face.

MYRA  
Oh, of course, now that I see you  
in the light, you're plenty old  
enough to be Roy's mother.

LILLY  
(sweet smile)  
Aren't we all?

ROY  
(very weak, but amused)  
Play nice. Don't fight.

The women, startled, both move toward Roy, one on each side of the bed.

THREE SHOT, Myra and Lilly both leaning over to look down at Roy's sleepy face.

MYRA  
Darling!

LILLY  
Roy. You're going to be all right.

ROY  
Sure I am. What made you turn up,  
after all these years?

LILLY  
I'm working down in San Diego. Just  
for a few weeks.  
(awkward laugh)  
Thought I'd drop in on my long-lost  
son.

ROY

(cold)

Nice to see you.

(turns to Myra)

What am I doing in here?

MYRA

You were bleeding inside, honey.

Remember that bruise you had?

ROY

You called the doctor, huh?

MYRA

(reluctant)

Well, no, Roy. Your mother found you.

ROY

(tossing It away)

Oh, yeah?

(very casual, to Lilly)

Thanks.

(back to Myra)

How long do they say I'm in here?

Myra's willing to fight with Lilly, but Roy's attitude toward his mother makes her uncomfortable.

MYRA

Roy... Your mom saved your life.

Roy turns his head, gives Lilly an ironic smile. Lilly waits, holding herself in.

ROY

Yeah? Only one life?

She nods, accepting that, but then responds.

LILLY

Second time I gave it to you.

Roy gives her a cold smile, then turns to Myra for the ironic explanation.

ROY

I was kind of... inconvenient...  
for Lilly.

Lilly has nothing but contempt for Myra. To be humiliated in



front of Myra -- and by her son -- is the worst thing that could happen to her. She makes as dignified an exit as she can.

LILLY

Well... You're all right now, I guess. I have to get down to the track.

ROY

(reluctant, but it's necessary)  
Thanks, uh, Lilly.

LILLY

(awkward laugh)  
Don't mention it.

ROY

I guess I owe you my life.

LILLY

(faint smile)  
You always did.

Lilly exits. Myra looks after her, curious.

MYRA

"Down to the track?"

Roy will not talk about this, with anyone. His response is cold, closing the subject.

ROY

Her job.

MYRA

(bright smile)  
I want to know everything about you.

ROY

(easy grin)  
You do. And once I'm out of here, I'll remind you of the best parts.

They smile flirtatiously at one another, both with their minds on other things.

INT. BATHROOM - DAY

Very messy, small. Myra showers. She finishes, emerges, wraps

herself in a towel, opens the crowded messy medicine cabinet, removes cosmetics and other items, starts to tweeze her eyebrows. Doorbell RINGS. She looks irritated, ignores it. Long doorbell RING. Exasperated, she slaps the tweezers down, exits.

INT. LIVING ROOM - DAY

Another furnished apartment, this one with Myra's clothing and dishes and glasses and other junk all over it. She crosses to the door, pulls it open. The APARTMENT MANAGER enters; a sullen, nervous, heavysset man.

MYRA

(angry, but defensive)

You heard the shower, didn't you?

MANAGER

I don't care about that. This time,  
I gotta have the rent.

Myra forces herself to be more pleasant.

MYRA

Joe, I thought I was gonna be all  
right by now, I just need a little  
more --

MANAGER

It isn't the owner, Myra, it's my  
wife. She knows what's going on.  
This time, I gotta have the money.

MYRA

Joe, you know you'll --

In gesturing, Myra "accidentally" loses the towel, then wraps it around herself again as the manager stares nervously away. She smiles, knowing she's got him.

MYRA

Joe, could we talk it over? Do you  
want a drink?

MANAGER

My wife sent me here, Myra. For the  
money. She's waiting.

MYRA

I'll have it tonight. Nine o'clock?  
Ten?

MANAGER

(trying to be determined)

This time...

MYRA

We'll work something out, Joe.

She strokes his arm, smiling. He flees. She smiles till he's gone, then looks worried, leans her head against the door.

INT. HOSPITAL ROOM - DAY

Roy, very comfortable in pajamas and robe, sits in a wheelchair beside the bed, with magazines lying handy on the bed. Myra, irritable, paces beside him.

MYRA

I don't see why you're still here.  
You look healthy to me.

ROY

I just do what the doctor says,  
babe.

MYRA

You're just comfortable, that's  
all. You don't even ask to go home.  
You just lie around, let your mama  
take care of you.

ROY

(truly astonished)

Mama!

MYRA

Who else is paying for all this?  
You badmouth the woman all the  
time, but you sure do take the  
payoffs she gives you.

ROY

(insulted)

I'll pay Lilly back, don't you  
worry about that.

MYRA

I don't like to come here, Roy.  
Every time I do, your mother comes  
in and makes remarks.

ROY

That's just Lilly's way.

MYRA

And you never defend me. You're afraid of her.

ROY

Oh, don't be stupid.

MYRA

You're a mama's boy, if you want the truth.

This is so absurd, Roy doesn't know how to respond.

ROY

Are you kid --? I hadn't even seen her in seven years!

Lilly enters, smiling in self-confidence. A large ugly burn is on the back of her right hand.

LILLY

Should my ears be burning?

MYRA

(surly)

They might as well.

Lilly gives her a mock-admiring look.

LILLY

I heard those skirts were coming back.

Myra's not quite up to direct confrontation with Lilly. She glowers at Roy instead.

MYRA

Get well soon.

ROY

(easy)

Every day in every way.

MYRA

I'll see you when you get home.

Myra stalks out. Acting as though Myra hadn't existed, Lilly puts her bag on the bed, takes mail from it.

ROY

What happened to your hand?

LILLY

(casually dismissive)

Just a little accident. I went by  
your place, picked up your mail.  
Just bills, I'll take care of them.

ROY

I can take care of my own bills,  
Lilly.

LILLY

(indifferent shrug)

Whatever you say. The manager says  
your boss called.

(crooked grin)

Really pulled the wool over  
everybody's eyes, huh?

ROY

What are you talking about? So I've  
got a job. So what?

LILLY

Stop kidding me! Four years in a  
town like Los Ang-gleez, and a  
peanut selling job is the best you  
can do? You expect me to believe  
that?

ROY

(spreads hands; it's  
obvious)

It's there. The boss called, you  
said so yourself.

LILLY

And that dump you live in! Those  
clown pictures on the walls!

This reference alerts and worries Roy, which he tries to  
hide.

ROY

I like those.

LILLY

You do not! Roy Dillon? Cornball  
clown pictures? Commission  
salesman? It's all a front, isn't  
it? You're on the grift, I know you  
are. You're working some angle, and

don't tell me you're not because I wrote the book!

ROY

(defensive)

You're one to talk. Still running playback money for the mob.

LILLY

That's me. That's who I am. You were never cut out for the rackets, Roy, and if you --

ROY

How come?

She considers him. His expression is jaunty, daring her. She gives him a somber answer.

LILLY

You aren't tough enough.

He's afraid she's right. He covers the doubt with a display of self-assurance.

ROY

Not as tough as you, huh?

LILLY

(dead serious)

No. And you have to be.

She holds up her burned hand, showing it to him.

LILLY

You asked me about this. You really want to know what happened?

He isn't sure he does; but what choice does he have?

ROY

Up to you.

LILLY

My boss is a guy named Bobo Justus, back in Baltimore. When a long shot gets too much action, I have to put money on that horse at the track, because it's the only way to get the odds down.

ROY

Sure.

LILLY

The first day of the Delmar meet, there was a nag called Bluebell. I should have been on it. But that was the day after you came in here, so I stuck around to see how you were gonna be.

He would speak protest, deny, explain, but she cuts him off.

LILLY

That was my choice, nothing to do with you. I took a chance, and it didn't work out.

ROY

Bluebell came in?

LILLY

I sent Bobo ten grand of my own money, like it was the winnings from my bets. I hoped that would cover me.

(shrug)

It didn't.

EXT. DELMAR DAY

AN ANGLE on the exit doors toward the parking lot. Lilly comes out, self-absorbed, then sees something ahead of her, falters briefly, keeps walking, tries a very shaky smile.

REVERSE ANGLE, as Lilly approaches her car. BOBO JUSTUS, 50, a blunt hoodlum in a good suit and a civilized veneer, stands leaning against the car, arms folded, squinting behind sunglasses.

LILLY

Hi, Bobo.

BOBO

Did I buy you that dress, you piece of shit?

Lilly's scared, startled, but trying to figure out how to play this.

LILLY

Well, I guess so. You're the guy I work for.

BOBO

You work for me, huh? Then I just  
may flush you down the toilet.  
Drive me to the Durando.

Bobo gets into the passenger seat, while Lilly nods  
convulsive agreement and hurries around to get behind the  
wheel. The car jolts forward, then smooths, and heads for the  
gate.

INT. CHRYSLER - DAY

Driving along the highway. Lilly concentrates on traffic.  
Bobo heavily watches her profile, finally speaks.

BOBO

Bluebell.

Lilly's eyes briefly close, her shoulders sag. Then she goes  
back to the silent alert person she'd been. Bobo nods.

BOBO

How'd you figure you were gonna get  
away with that?

LILLY

I'm not getting away with anything,  
Bobo.

BOBO

You're fuckin right you're not. How  
much did your pals cut you in for  
on that nag, huh? Or did they give  
you the same kind of screwing you  
gave me?

LILLY

I was down on that horse, Bobo. Not  
as much as I should have been, but  
there was a lot of action on those--

Bobo taps a fingertip against the side of her head to shut  
her up. She shuts up.

BOBO

One question. Do you want to stick  
to that story, or do you want to  
keep your teeth?

LILLY

I want to keep my teeth.



BOBO

Now I'll ask you another. You think I got no contacts out here? That nag paid off at just the opening price. There wasn't hardly a flutter on the tote board from the time the odds were posted. There ain't enough action to tickle the tote, but you claim a ten grand win! You send me ten thousand dollars, like I'm some mark you can blow off!

LILLY

(terrified, broken)

Bobo, no, I --

BOBO

You wanna talk to me straight up?

LILLY

My son --

BOBO

Your what?

LILLY

My son was in the hospital --

BOBO

What the fuck are you doin with a son?

LILLY

He left home a long time ago. He was in the hospital, up in Los Ang gleez, real sick.

BOBO

(utter scorn)

Motherhood.

LILLY

I never fucked up before, Bobo.

BOBO

You expect me to buy this?

It's time for Lilly to show tough, and she knows it.

LILLY  
You do buy it, Bobo. I cost you,  
and I'm sorry.

Bobo thinks this over.

BOBO  
I got a lot of people work for me,  
Lilly. I can't have shit like this.

LILLY  
(begging)  
It'll never happen again. I swear.

BOBO  
It happened once. With me, that's  
making a habit of it.

Lilly drops back to her final position; fatalism.

LILLY  
You're calling the shots.

BOBO  
You got any kind of long coat in  
the car? Anything you can wear home  
over your clothes?

LILLY  
(deadened with fear)  
No.

BOBO  
(doesn't matter)  
I'll loan you a raincoat.

Lilly drives, holding herself together.

EXT. HOTEL DURANDO - DAY

A tall expensive hotel on the coast north of San Diego.  
CAMERA PANS with the Chrysler pulling in and stopping at the  
entrance, then PANS UP the balconied facade.

INT. HOTEL SUITE - DAY

Living room of a high-floor suite. CAMERA FACES across the  
room to the balcony and the view of the ocean. Entrance door  
to one side. A supermarket shopping bag is on the coffee  
table. Two THUGS sit on the sofa, watching TV.

The door opens and Lilly enters, followed by Bobo. The thugs

immediately rise and switch off the TV.

BOBO  
(to the thugs)  
Take a walk.

The thugs leave the room as Lilly crosses to stand between US and the view, followed by Bobo, neither looking out. Lilly turns to Bobo, who abruptly punches her hard in the stomach. She falls to the floor.

ANOTHER ANGLE as Bobo steps across her and goes over to close the drapes over the view. Lilly sits up, watching him, waiting obediently. Bobo looks at her.

BOBO (CONT'D)  
Get me a bath towel.

She gets up, hurting, and hurries to the bathroom. Bobo sits on the sofa, crosses his ankles on the coffee table next to the supermarket bag. He takes out and lights a cigar. Lilly comes back with a large white bath towel.

BOBO (CONT'D)  
You ever hear about the oranges?

LILLY  
You mean, the insurance frammis?

BOBO  
Tell me about the oranges, Lilly.

He kicks over the supermarket bag. Oranges roll on the floor.

BOBO (CONT'D)  
While you put those in the towel.

Lilly's very scared. She drops to her knees, spreads the towel, crawls around gathering oranges while she talks.

LILLY  
You hit a person with the oranges in the towel, they get big, awful looking bruises, but they don't really get hurt, not if you do it right. It's for working scams against insurance companies.

BOBO  
And if you do it wrong?

LILLY

It can louse up your insides. You  
can get puh, puh, puh...

BOBO  
(impatient)  
What's that, Lilly?

Lilly pauses, bent over, tightly holding an orange.

LILLY  
Permanent damage.

BOBO  
You'll never shit right again.

He gets to his feet, leaving his cigar in an ashtray.

BOBO (CONT'D)  
(hard, impatient)  
Bring me the towel.

Fumbling slightly, she folds the towel edges together to make a bag, then stands, brings the towel to Bobo. He makes a production out of getting his grip on the edges just right. She stands as limp as she can, just wanting to get through this. He looks at her without expression, rears back with the towel, swings it forward, lets it drop open. Oranges roll on the floor. Lilly stares, wide-eyed, recognizing reprieve. Bobo tosses the towel behind him onto the sofa, then gestures contemptuously for her to pick up the oranges again.

TWO SHOT, closer, as Lilly turns, bending toward the oranges, and Bobo picks up his cigar, then lifts a foot and kicks her flatfooted, hard, in the back. She sprawls on the floor. He follows and drops to his knees on her back.

AN ANGLE close on Lilly on the floor, Bobo's knees grinding back and forth into her back.

AN ANGLE on Bobo, grimacing as he bears down, pressing his weight onto her back. He leans forward, left hand bracing himself on the floor beside her head as he reaches down with the cigar held in his right hand and presses the ember against the back of her splayed-out right hand.

ECU, Lilly, clenching her teeth, tears squeezing from her eyes, simply bearing it.

AN ANGLE on Bobo, catching a bad smell, looking back down behind himself at Lilly's body. This is the result he wanted, but it disgusts him. He straightens up, still kneeling on her, puts the cigar in his mouth, doesn't like its taste,

removes it, braces his left hand against her back while he lifts off her, getting back up onto his feet.

WIDE SHOT, Bobo stepping over her, expression repulsed.

BOBO (CONT'D)  
Go clean yourself up.

He puts the cigar back in the ashtray as she rises, cradling her burnt hand. Not looking toward Bobo, hobbling with knees together, she starts from the room.

BOBO (CONT'D)  
The raincoat's on the bed.

She leaves. He opens the drapes, then picks up an orange from the floor and steps out onto the balcony.

EXT. BALCONY - DAY

Bobo stands looking out at the ocean. He enjoys breathing the sea air. He slowly peels the orange, dropping pieces of peel over the side.

Lilly appears in the doorway, wearing a too-large man's raincoat. Bobo doesn't seem to notice her at first, then nods to her.

BOBO  
Almost forgot. That ten grand of yours. It's in the envelope by the door.

LILLY  
(tries for animation)  
Oh, thanks, Bobo.

BOBO  
You want a drink?

LILLY  
Gee, I better not, if it's okay. I still gotta drive back up to Los Ang-gleez.

BOBO  
See your son, huh? Well, that's nice. A side of you I didn't know, Lilly.

Lilly chances taking a step out onto the balcony. It's vital that she encourage this forgive-and-forget dialogue.

LILLY

He's a good kid. A salesman.

BOBO

On the square, huh? And how are you making out these days? Stealing much?

Bobo's being jolly now. Lilly's scared, but has to be jolly, too.

LILLY

From you? My folks didn't raise any stupid kids.

Bobo's joshing now. He raises a humorous eyebrow.

BOBO

Not skimming a thing, Lilly?

LILLY

Oh, well, you know. I just clip a buck here and a buck there. Not enough to notice.

BOBO

(honest approval)

That's right. Take a little, leave a little.

LILLY

A person that don't look out for himself is too dumb to look out for anybody else. He's a liability, right, Bobo?

BOBO

(this is his creed)

You're a thousand percent right!

LILLY

Or else he's working an angle. If he doesn't steal a little, he's steeling big.

BOBO

You know it, Lilly.

LILLY

You know, I like that suit, Bobo. I don't know what there is about it,

but it somehow makes you look taller.

BOBO

(delighted)

Yeah? You really think so? A lot of people been telling me the same thing.

LILLY

Well, you can tell them I said they're right.

(looks at sky)

I better get going. Roy'll wonder where I am.

BOBO

Worries about his mother, eh? Give him a hug for me.

LILLY

I will. So long, Bobo.

Lilly leaves the balcony. Bobo eats more orange, looking out at the ocean. His expression is stern but calm.

INT. CHRYSLER - DAY

Lilly drives along the highway, weeping, shaking, teeth chattering. Her hands are both high on the wheel, the back of the right hand developing a large red burn.

LILLY

Lucky! Lucky! Oh, am I lucky.! Am I lucky!

INT. HOSPITAL ROOM - DAY

Roy's appalled and embarrassed and ashamed by this story; the surface result is, he's mad at Lilly.

ROY

Lucky? You call that lucky?

LILLY

(simply)

He let me live. He let me be his friend.

Roy in his agitation wheels himself back and forth in the wheelchair, bumping into things.

ROY

You don't put up with that! Nobody has to put up with that!

LILLY

You do if you're where I am. Where you want to be. How'd you get that punch in the stomach, Roy?

He closes down, sullen, not caring if she believes him or not.

ROY

I tripped over a chair.

LILLY

(calm maternal advice)  
Get off the grift, Roy.

ROY

Why?

LILLY (CONT'D)

(faint smile)  
You don't have the stomach for it.

He stares at her, hurt and angry. She stares back, unflinching. Angrily, he spins the wheelchair around, his back to her.

Now she's hurt. She shrugs, speaks indifferently to his back.

LILLY

I just give you your life. What you do with it is up to you.

ROY

(his back turned)  
That's right.

She hesitates, then stalks out, shutting the door.

Hearing the door close, Roy spins around in the wheelchair to face where she'd been. He starts to get up, pauses midway.

INT. HOSPITAL CORRIDOR - DAY

Angry, Lilly takes a step away from the closed door, then stops, looks uncertainly back.

INT. HOSPITAL ROOM - DAY



Roy, on his feet now, stands still, indecisive.

INT. HOSPITAL CORRIDOR - DAY

Lilly shakes her head, turns firmly away, marches down the corridor.

INT. HOSPITAL ROOM - DAY

Roy makes an angry gesture, drops back into the wheelchair, spins it around and wheels over to the phone. Quick and angry, he makes a call. SOUND of ring; SOUND of click.

MYRA (V.O.)  
(filtered; little-girl  
flirtatious)  
Myra here. Sorry you missed me.  
Tell me how to reach you and I  
will, just as soon as I can.

SOUND of answering machine beep.

ROY  
Babe, I'm gettin out of here, and  
that's it. Let's take some time out  
this weekend, go down to LaJolla,  
hit the beach, have some fun.  
Forget all this other stuff, huh?

Roy hangs up, sits in the wheelchair looking determined.

INT. MADERO LOBBY - DAY

Simms talks with a MAID.

SIMMS  
Your difference between your folded  
towel and your clean towel is a  
trip to the laundry. When you're  
cleaning those bathrooms, what you  
do, you pick up the towel, you give  
it a good shake and a good look,  
and you say to yourself, 'Would I  
dry myself on this towel?' If the  
answer's yes, fold it.

Roy comes out of the elevator, crossing toward Simms.

MAID  
What if it's wet?

SIMMS

Mr. Dillon! Welcome back! You look fine, just fine.

ROY

Thanks, Mr. Simms, I'm feeling fine.

MAID

(shy)

I'm glad you're better.

Simms hands Roy a stack of mail.

SIMMS

You're well liked around here, Mr. Dillon. The entire staff will be pleased to see you're back.

Roy's touched and embarrassed by this reaction.

ROY

Well, thank you. And thank them.

SIMMS

Sickness comes to us all, Mister Dillon.

ROY

That's true, Mr. Simms.

SIMMS

We never know when and we never know why. We never know how. The only blessed thing we know is, it'll be at the most inconvenient and unexpected time. Just when you've got tickets to the World Series. And that's the way the permanent waves.

ROY

Well, I'm back now. I just wanted you to know. Gotta rush.

SIMMS

Happy to see you looking so good.

Roy crosses back to the elevator, enters it. Elevator door closes. Simms looks after him, avuncular.

SIMMS (CONT'D)

That fellow could be a congressman.

(turns to maid)  
If it's wet, you don't fold it. You  
shake it, and hang it neatly on the  
rod provided.

MAID  
Yes, sir.

EXT. SARBER & WEBB - DAY

A long low stucco building in an industrial section of Los Angeles. The company name is on the glass of the main door. KAGGS, a humorless hotshot of 28, dressed in short-sleeved white shirt and narrow dark tie, prowls the cracked sidewalk in front of the place, MAKING REMARKS into a small cassette recorder. Roy's Honda arrives and drives into the company lot at the end of the building. Kaggs watches, then goes on patrolling and TALKING into the recorder. Roy comes out to the sidewalk and heads for the entrance. Kaggs stops and watches him approach.

ROY  
(cheerful, confident)  
Whadaya say?

KAGGS  
(uptight, minimal)  
Hello.

Roy continues on and enters the building.

INT. SARBER & WEBB - DAY

A low rail separates the visitors from an area of desks with CLERKS typing or adding up figures or TALKING on the phone. Beyond them are floor-to-ceiling bins and shelves with narrow aisles between, in which more CLERKS move busily, filling orders or doing inventory. A great sense of activity and hubbub. Roy enters, looks around in surprise. A clerk at a front desk sees him, stands happily.

CLERK  
Roy! Welcome back.

ROY  
(approaching him)  
What's going on? This is usually  
coffee break time.

CLERK  
Not since Kaggs showed up.

Other clerks, aware of Roy, come over with AD LIB GREETINGS.

ROY

(happily basking)

Hey, yeah, I'm fine, everything's great. What's this Kaggs? Sounds like a disease.

2ND CLERK

It is.

CLERK

Troubleshooter from the main office. Came out here right after you went into the hospital, and he ain't had a kind word for anybody yet.

3RD CLERK

Nobody knows anything but him.

CLERK

He chopped off half a dozen salesmen; won't wholesale to them any more.

2ND CLERK

What kind of sense does that make? They're all on commission.

ROY

(unworried)

You think he'll chop me?

CLERK

If he does, he's crazy.

2ND CLERK

Here he comes!

The clerks all hurry back to their desks as Kaggs enters. He crosses to Roy, hand stuck out.

KAGGS

Kaggs. Home office.

ROY

(taking his hand)

Roy Dillon.

KAGGS

(keeping Roy's hand)

I know that. Knew it when I saw you out there. The best salesman here, which isn't saying much. Want to talk to you, Dillon.

Kaggs moves toward the gate in the rail, still holding Roy's hand, to move him along. Roy stands still, which yanks Kaggs back. Kaggs frowns at him, releases his hand.

KAGGS (CONT'D)

What's up?

ROY

That was a pretty backhanded compliment. If I let people get away with things like that, I wouldn't be a good salesman.

KAGGS

(brisk)

You're right. I apologize. But I still want to talk to you.

ROY

Lead on.

Kaggs leads the way through the rail.

INT. KAGGS' OFFICE - DAY

Small, crowded, efficient, with interior windows showing the aisles of bins. Kaggs leads Roy in, shuts the door, gestures at the second chair as he goes behind the desk.

KAGGS

Take a seat.

They both sit, Roy amused and observant.

KAGGS

When I said you being the best salesman here didn't say much, I meant for us. I know your record with Sarber and Webb, and I'd say you're a top-flight man, but you've had no incentive. No one walking on your heels. Just a lot of half asses, so the tendency's been not to stretch yourself. I'm bouncing the slobs, incidentally.

ROY

(dry)  
So I heard.

KAGGS  
Makes no difference to me if they're only on commission. If they don't make good money, they're not giving us good representation, and we can't afford to have them around. Ever supervise salesmen?

ROY  
Just myself.

KAGGS  
That's right, you've had to supervise yourself. This place needs a sales manager. Somebody who's proved he's a salesman and can handle other salesmen. He'd have a lot of deadwood to clear out, new men to hire. What do you think?

Roy doesn't yet know he's being offered the job.

ROY  
Sounds like a good Idea.

KAGGS  
I don't know offhand what your best year's been, we can look it up. The idea is, we'll top it by fifteen percent.

Now Roy gets it. He's startled, almost scared, thinks automatically of escape.

ROY  
What? Me?

KAGGS  
That's just the first year. If you aren't worth a lot more than that the second year, I'll kick you out. What do you say?

ROY  
Well, uh... No.

KAGGS  
(astonished)

No?

ROY

I can't take that job! I mean, I mean, I can't take it right away. I'm still recuperating, I just dropped in to say hello, see everybody --

KAGGS

I didn't realize. Yeah, you do look a little pale. How soon will you be ready? A week?

ROY

But you need a man right now. It wouldn't be fair to you to --

KAGGS

I take care of the being-fair-to-me department. Things've gone to hell this long, they can go a little longer.

ROY

(trapped)

Well...

Kaggs gets to his feet, terminating the meeting.

KAGGS

See you in a week, Roy. I can call you Roy?

ROY

(rising)

Oh, sure. Fine.

Kaggs sticks his hand out for another shake. Roy obliges.

KAGGS

And I'm Perk. Short for Percy, I'm afraid.

ROY

(distracted)

Perk.

INT. LIVING ROOM - DAY

Roy's place. Roy enters from the bedroom, carrying a suitcase, which he drops on the sofa. He goes to one of the

box-framed clown pictures, takes it off the wall, puts it face down on the coffee table, removes two wing nuts holding the back, lifts off the back, and reveals stacks of money hidden inside. He takes two wads of money out, counting them, putting them on the coffee table, then fits the back in place, reattaches the wing nuts, and hangs the picture on the wall. Stuffing the wads of money into the suitcase, he leaves.

EXT. UNION STATION - DAY

A cab pulls up to discharge passengers. Roy and the DRIVER get out. Roy pays the driver, who opens the trunk to take out several pieces of luggage. Myra leans hesitantly out, as though afraid it's raining out there.

ROY

This really is it. Union Station.

Myra comes out of the cab. She's feeling testy. Roy's in a good mood and ignores her bad temper.

MYRA

I don't see why we have to take the train.

ROY

Because it's comfortable.

Myra and Roy burden themselves with the luggage.

MYRA

What if we want to drive somewhere while we're there?

ROY

We'll rent a car.

They start for the station.

MYRA

Big spender.

ROY

You ain't seen nothin.

INT. TRAIN DAY

AN ANGLE from outside the passenger car through the window at Myra, mulish, watching the scenery go by. Beyond her Roy's easy, content. He moves to get up.



TWO SHOT, within the train. Myra looks questioningly at Roy as he stands.

ROY  
Stretch my legs. Come along?

She's not ready to relent and enjoy herself.

MYRA  
No.

ROY  
(unruffled)  
See you soon.

He walks down the aisle behind Myra, who sighs and looks out the window again.

INT. BAR CAR - DAY

Four young SOLDIERS sit at a table in a rudimentary bar car. They're drinking bloody Marys out of plastic glasses and having a good time together. In b.g., several customers are clustered at the small service bar, waiting for drinks.

AN ANGLE on Roy, at the service bar, looking back past other people at the soldiers. He gets his mixed drink, in a plastic glass, and turns away.

AN ANGLE on the soldiers as Roy starts by. The train lurches, and Roy falls heavily against their table, slopping their drinks and spilling some of his own on the table.

ROY  
Oh! Ow, I'm sorry! Oh, look, I spilled your drinks!

SOLDIER  
That's okay, don't worry about it.

SOLDIER 2  
You okay, pal?

ROY  
Let me buy you a new round.

SOLDIER  
Hey, no, no problem.

SOLDIER 3  
You didn't like spill much at all.

Roy firmly places his own glass on their table.

ROY

What are those, bloody Marys? Watch this, I'll be back.

He leaves, while the soldiers are still PROTESTING.

INT. TRAIN - DAY

Myra applies makeup, watching herself in her compact mirror. She becomes aware of eyes, and looks around.

TWO SHOT, Myra and a BUSINESSMAN, sitting across the way, grinning at her. Myra registers him.

CU, Myra, considering the possibilities. Then she shrugs, shakes her head at the businessman almost reluctantly, and goes back to applying makeup.

INT. BAR CAR - DAY

Roy now sits with the soldiers, eagerly listening to them talk. There are plastic glasses enough on the table for three rounds of drinks.

SOLDIER 3

(to Soldier 2)

Yeah, but it was you like told the sergeant your grandmother was dead.

SOLDIER

(laughing)

Again!

SOLDIER 2

(to Soldier 3)

And you jumped right in.

(broad imitation)

I'll drive him, Sarge, he's too distraught.

SOLDIER 4

(astonished)

Distraught? You said distraught?

They all laugh, Roy laughing with them.

ROY

Boy! You guys could've got in a lot of trouble.

SOLDIER 3

Nah. Old Sarge, he's slowing down.

ROY

I don't know. I wouldn't take a chance like that.

(looks at floor)

What's that?

They watch as he bends, picks up one die from the floor, holds it where they can all see it, his manner open, guileless.

ROY (CONT'D)

One of you fellows drop this?

INT. TRAIN - DAY

Myra walks down the aisle, demurely looking at no one.

INT. BAR CAR - DAY

Roy's getting to his feet, the soldiers protesting.

SOLDIER 2

You can't buy every round!

SOLDIER 3

Like our turn!

ROY

Tell you what. We'll roll for it.  
Low number buys.

He hands the die to Soldier 2.

ROY

Go ahead. You roll for the four of you.

The soldiers are confused but agreeable, seeing this as some kind of fun.

SOLDIER 2

Here goes.

He tosses the die on the table.

SOLDIER 3

That's a four!

Roy picks up the die.

AN ANGLE close on Roy, his eyes glittering, his fist with the die shaking beside his head.

WIDE SHOT. Roy throws. They all look at the die. Roy spreads his hands; the good sport.

ROY  
Told you I'd buy.

SOLDIER  
It just doesn't seem fair, Tom.

ROY  
Tell you what. Give me a chance to  
get even when I come back.

INT. TRAIN - DAY

Myra reaches the end of one car, starts through.

INT. BAR CAR - DAY

AN ANGLE on Myra about to enter. She stops, looking through the glass in the door.

Myra's POV: Roy and the soldiers rolling the die for money.

ECU, Myra, absorbed, watching.

Myra's POV: MOS through the glass. ECU, Roy's hand with the die. ECU, Roy's profile, his smile, his innocent distress when he wins. ECU, Roy's hand scoops money.

ECU, Myra, smiling, pleased.

INT. DINER - NIGHT

A brightly lit Hopperish place. Lilly sits alone in a booth eating a bowl of chili and reading a newspaper folded beside the bowl. A DRUNK with a great deal of faith in his own charm sits with a male FRIEND at the counter, drinking coffee. The drunk keeps looking toward Lilly, grinning, COMMENTING playfully to his friend, who's bored by it all. Lilly doesn't seem to be aware of him.

The drunk rises from his stool, turning toward Lilly, staggering slightly. His friend makes a small move to stop him, then shrugs and lets him go. The drunk makes his way to Lilly's table, leans on it.

DRUNK

Pretty woman like you shouldn't eat alone. Whadaya wanna eat alone for?

Lilly gives him a flat look.

LILLY

Go away.

She looks past him toward the WAITRESS behind the counter.

LILLY (CONT'D)

(calling)

Could I have some coffee, please?

WAITRESS

Right away.

DRUNK

We could have coffee together. My name's Kenny.

Lilly looks over at the drunk's friend, who pointedly ignores the situation.

LILLY

Your pal wants you.

The drunk could turn mean; his gesture brushing away the idea of his friend is stronger than necessary.

DRUNK

Let him find his own pretty woman.

The waitress arrives, with the coffee pot and a mug. She puts the mug on the table, pours coffee.

WAITRESS

This fellow bothering you, Ma'am?

LILLY

Yes.

WAITRESS

(to the drunk)

Why don't you go sit down?

DRUNK

I'll sit here. Move over.

The drunk wants to sit beside Lilly, who looks to the waitress to solve the problem, but the waitress stands there with the coffee pot, looking helpless. The drunk bends to

slide onto the seat. Lilly, exasperated, rabbit punches him in the throat.

The drunk, astounded and in pain (and not breathing), staggers back, flailing, hitting the waitress's arm so that she slops coffee on him as his feet tangle and he falls heavily onto the floor.

Lilly, suddenly concerned, slides out of the booth.

LILLY

Oh! Are you all right?

She goes to one knee beside the drunk, who clutches his own throat with both hands, retching as he tries to inhale. Lilly looks up at the astonished waitress.

LILLY (CONT'D)

I shouldn't have hit him that hard.  
I guess I don't know my own strength.

The drunk's friend arrives and helps Lilly get the drunk to his feet. The drunk is breathing now, but shaken. He looks at Lilly with reproachful eyes. His friend transfers his annoyance at the drunk to Lilly.

FRIEND

You didn't have to do that.

LILLY

(matter of fact)  
I thought I did. You should take better care of your friend.

DRUNK

(mumbled)  
Outta here.

The drunk and his friend head for the exit, as Lilly turns to the waitress.

LILLY

I'm sorry a lady can't eat in here without being bothered.

The waitress is apologetic, and also in awe of Lilly.

WAITRESS

It won't happen again, Ma'am, I promise. Dinner's on the house.  
More chili? Dessert? We have lovely

pecan pie, my husband makes it himself.

LILLY

That sounds nice. Pecan pie. Thank you.

Lilly sits down as the waitress goes back behind the counter.

AN ANGLE on the waitress, as she puts down the coffee pot, brings out the pecan pie, prepares to slice it, pauses, looks with wonder toward Lilly.

EXT. RESTAURANT - NIGHT

The setting is a wide porch or lanai pretending to be a 19th century locale; a mix of western and antebellum south; the usual tourist confusion of histories. The effect is both romantic and false. Roy and Myra linger over wine, near the end of their meal. Roy's relaxed, happy, expansive. Myra's pleased but watchful, the bird watching the worm.

ROY

You were right, I had to get out of that hospital. Nothing wrong with me any more.

MYRA

(purring)

I'll sign that affidavit.

ROY

Great to get away, take it easy. Next week, I'll get back to work.

MYRA

You already went back to work.

ROY

(confused)

What?

MYRA

(indulgent smile)

I watched you. Working the tap on those soldier boys.

ROY

(elaborate innocence)

Working the what?

MYRA

Oh, come on, Roy.

She mimes rolling the die, slowly, showing how it will roll out of her hand just so, then speaks to him as though to a bright child.

MYRA

The tap. What you do for a living.

ROY

I'm a salesman.

MYRA

You're on the grift. Same as me.

ROY

(demonstrating patience)

Myra, I'm not following this.

MYRA

(demonstrating  
exasperation)

Roy, you're a short-con operator.  
And a good one, I think. Don't talk  
to me like I'm another square.

Roy leans back, studying her, thinking it over, makes up his mind.

ROY

You talk the lingo. What's your  
pitch?

MYRA

The long end. Big con.

ROY

(shaking his head)

Nobody does that single-o.

MYRA

I was teamed ten years with the  
best in the business. Cole Langley.

ROY

I've heard the name.

MYRA

It was beautiful. And getting  
better all the time.

ROY



(skeptical)  
Is that right?

MYRA  
(enthusiasm building)  
It is, Roy! And now, right now,  
it's the perfect time, the best  
time since I've been in the game.

EXT. DESERTED DOWNTOWN - DAY

New skyscrapers are separated by blank fields or small older buildings. Almost no traffic. A white limo drives alone down the street.

MYRA (V.O.)  
All over the southwest, you've got  
these businessmen, they were making  
money when everybody was making  
money, they think that means  
they're smart.

INT. LIMO - DAY

Myra, dressed expensively and fashionably, sits with GLOUCESTER HEBBING, a stocky businessman, sixtyish. Their manner suggests intimacy.

MYRA (V.O.)  
And now they're hurting. Everything  
they had was because of oil.

EXT. NEW BUILDING - DAY

Glossy, but no people around. The limo stops, the mustached CHAUFFEUR hops out and holds the door as Myra and Hebbing emerge and cross to enter the building, Myra carrying an attache case.

MYRA (V.O.)  
They still got money, but they need  
more money, and that's just the  
kind of guy Cole and me like.

INT. LIMO - DAY

The chauffeur gets back behind the wheel, adjusts the interior mirror so he can see himself, peels off his moustache, scratches his upper lip, refits the moustache more to his liking.

INT. ATRIUM - DAY

This building has a central atrium with corridors circling it, waist-high walls on the atrium side, glass-walled elevators rising up through the atrium. Myra and Hebbing are visible in an elevator coming up to a high floor. It stops and they exit, moving down the corridor.

MYRA (V.O.)

When the oil money was good, they  
put up all these office buildings,  
and now they're half empty.

INT. OFFICE - DAY

ECU, translucent glass in door with company name: COE, STARK, FELLOWES & ASSOCIATES, STOCK BROKERAGE - London - New York - Dallas - Los Angeles - Tokyo. CAMERA PANS to follow Myra and Hebbing as they enter the office.

AN ANGLE showing the well-furnished outer office, the attractive and competent RECEPTIONIST welcoming Myra as someone she knows, gesturing her through, Myra graciously accepting, moving on. Hebbing's impressed by everything, trying not to show it.

MYRA (V.O.)

They'll give you anything to move  
in; first two months free,  
re-decoration, whatever you want.

AN ANGLE in a clerical office, four CLERKS at well-equipped desks with computer terminals, hard at work. Maps and clocks on the walls indicate the world. Myra and Hebbing pass through.

MYRA (V.O.)

They help you set up the store!

AN ANGLE in the PRIVATE SECRETARY'S office, she on the phone, nodding and smiling at Myra and waving her through. Myra leads the way, opening a door marked HENRY FELLOWES, Partner.

MYRA (V.O.)

I'm the roper, I go out and find  
them and bring them in. Cole ran  
the store, and he was the best.

INT. COLE'S OFFICE - DAY

Myra and Hebbing enter an office decorated with sleekly understated opulence; the view through large windows is of apparently-prosperous skyscrapers. Cole, a plausible rich

businessman, happily greets Myra.

COLE

Mary Beth! As beautiful as ever.

He lifts a dubious eyebrow toward Hebbing.

COLE

(gentle disapproval)

I see you brought a friend.

As Mary Beth, Myra has a faint southern-belle accent and a clinging flirtatiousness.

MYRA

Mister Hebbing is my bodyguard, my strong right arm. Gloucester Hebbing, may I present my fine stockbroker, Henry Fellowes.

The men shake hands, Hebbing open and pleased and dignified, Cole clearly holding something back.

COLE

(to Myra; gentle warning)

Mary Beth, what we have here, uh...

MYRA

(gaily innocent)

Oh, I told Mister Hebbing all about it, how brilliant you are at making money for your special clients!

COLE

(alarmed)

Mary Beth, I hope you aren't spreading this good news too widely.

MYRA

Well, of course not! I know how dangerous this is. But I would trust Mister Hebbing with anything.

(to Hebbing; suggestive)

Wouldn't I, darling?

While Hebbing looks manly and flustered and pleased, Cole brings from under his desk a partially full gray canvas sack marked Federal Reserve Bank.

COLE

Well, I'll have to take your word

for it, Mary Beth. Here's your money.

MYRA  
(innocent avarice)  
Goody!

Myra opens her attache case on the desk. Cole takes banded stacks of bills from the sack, packs them neatly in the case. Hebbing tries not to look envious and impressed.

HEBBING'S POV: The top bill in each stack is a hundred.

PREVIOUS SHOT. Myra takes a stack, riffles it for Hebbing's benefit.

MYRA  
Isn't that just beautiful?

HEBBING  
Yes, it is.

Myra returns the stack to the case, talks to Cole.

MYRA  
Henry, next time, couldn't Mister Hebbing --

COLE  
(shocked)  
Mary Beth! This has never been anything but --

MYRA  
Oh, I know, I know, and you've been wonderful since I was widowed. But Mister Hebbing has--  
(to Hebbing)  
-- you don't mind my telling him, darling --  
(to Cole)  
-- suffered reverses. If he could...

She gestures vaguely, unable to describe the situation accurately. Hebbing fills in, bluff and hearty.

HEBBING  
Top up the tanks, as It were. Until this little glitch in the oil economy comes to an end.  
(man to man laugh)

Not that I understand exactly what you do, not from Mary Beth's explanation.

Cole broods, studying Hebbing, deciding at last to trust him.

COLE

Well. If Mary Beth vouches for you, and if she told you the story already...

MYRA

(girlish laugh)  
So here we are!

COLE

(solemn)  
Mister Hebbing, we are talking about breaking the law here, I want to be sure you understand that. No one gets hurt, but the law does get broken.

HEBBING

(a real sport; laughing)  
Well, that's what the law's for, isn't it?

COLE

(still serious)  
And I don't just mean the SEC. We could have the FBI breathing down our necks.

HEBBING

(suddenly serious)  
I certainly hope not.

COLE

Loose talk is the one thing I worry about.

HEBBING

I can keep my mouth shut, Mister Fellowes.

Describing the scheme, Cole becomes increasingly enthusiastic.

COLE

Okay, then. Sit down, sit down.

Hebbing sits on the sofa, Myra beside him, holding his arm in both of hers. Cole paces, describing.

COLE

The Tokyo Exchange is nine hours ahead of us, New York one hour behind. There isn't one hour of the day when both are open. Information moves, but it has to wait. Now, we have a young fellow working here -- Do you know what a hacker is, Mister Hebbing?

HEBBING

One of those computer geniuses, isn't it?

COLE

You're right! And this boy tapped into that main link between Tokyo and the New York Stock Exchange. He can give us, when it's really useful, a seven second delay in that movement of information. Do you know what that means?

Hebbing doesn't want to admit ignorance.

HEBBING

Well, you've got your information ahead of New York, I see that.

COLE

Every once in a while, a major change comes through. We have seven seconds to take advantage, put our buy order, our sell order, into the computer in New York before the Tokyo data comes in.

HEBBING

Not much time.

COLE

We have to be ready. We have to have the money, and we have to know what the information means, and we have to move immediately.

HEBBING

(impressed)

Seven seconds. I don't see how you do it.

COLE  
These machines -- They're in here.

Cole crosses to an inner door, pushes it partway open, looks back grinning with his hand on the knob.

COLE  
Want a look?

MYRA  
Oh, Henry, no, that's just boring.

INT. BARE ROOM - DAY

A bare dusty room. A ladder leans against a wall, a paint can on the floor beside it. Only Cole is visible in the open doorway. He speaks back into the main office.

COLE  
Come take a look. An entire-suite of main-frame computer.

MYRA (O.S.)  
We're not really interested, Henry.

INT. COLE'S OFFICE - DAY

Cole remains in the doorway, luring Hebbing with a smile.

COLE  
It's quite a sight. You sure?

Cole's pushing this too far. Hebbing's thinking politeness requires him to look. Myra's nervous, her smile with an edge to it.

MYRA  
Henry, don't try Mister Hebbing's patience. He knows what machines look like.

INT. BARE ROOM - DAY

Cole smiles at the empty room again, looks back.

COLE  
Well, if you're sure.

He shuts the door.

ROY (V.O.)

Cole liked to take risks, huh?

EXT. RESTAURANT - NIGHT

Roy and Myra at the table.

MYRA

He didn't think they were risks. He was so good, Roy, he could just play with the mark.

ROY

And when he got serious?

MYRA

He'd explain he had to have cash, so there wouldn't be any paper trail for the SEC. And a lot of cash, or it wasn't worth while. The least we ever took was forty thousand, and the most was one hundred eighty-five thousand dollars! From one sucker!

ROY

I thought these people were broke.

MYRA

No, no, Roy, just cash poor. They had savings accounts, stocks to sell, houses to mortgage. Sell their wife's jewelry. Oh, they had a lot of money, when they put their minds to it.

Or when I put their minds to it. I stayed with them, that's the roper's job, made them get up every penny they could raise, turn it all over to Cole.

ROY

And a month later, the sucker calls the cops and you're on the run.

MYRA

No no! He never calls the cops, not after we give him the blow-off.

ROY

Yeah? How?



INT. HOTEL ROOM - DAY

Myra puts a blood-filled four-inch-square plastic package into her bra on the left side, then puts on a white blouse.

MYRA (V.O.)

Three or four days after Cole got the money, he'd phone the sucker, tell him he'd made the move.

EXT. NEW BUILDING - DAY

Myra and Hebbing hurry across the sidewalk from the limo, each carrying an attache case.

MYRA (V.O.)

Our buy was in the computer, we were rich, he should come collect.

INT. COLE'S OFFICE - DAY

Myra and Hebbing enter, Cole meets them, all happy.

COLE

Here you are! Two rich people!

HEBBING

I must admit, Mister Fellowes, I had moments I was worried.

COLE

You brought a case? Good.

Cole brings out the canvas sack from under the desk, reaches in, brings out a stack of bills. The door opens and two men in suits and topcoats and hats enter, one of them flashing a badge. (These are, altered, two of the clerks from before.)

MAN

Hold it right there!

COLE

(cool outrage)

What? This is a private office!

MAN

FBI! Stock fraud, tampering with Exchange communications --

Cole suddenly loses all control, becomes a gibbering wreck.

COLE

Oh, my God! No! The scandal!

The second man approaches Hebbing, pencil and notebook at the ready, manner cold and tough.

SECOND MAN

Your name?

HEBBING

My --? I don't I only --

COLE

(screams at Myra)

You! You and your goddamn big mouth!

KYRA

(terrified)

Henry, no, I --

COLE

Who did you tell? Who?

MYRA

Just one or two of the girls, just, they wouldn't --

Cole pulls a pistol from his desk drawer.

COLE

Don't move!

MAN

Mister Fellowes, that isn't going to do you any good. Put that down, and --

Cole ignores him, staring in frantic hatred at Myra.

COLE

You ruined me! You destroyed me!

MYRA

Henry, no!

Cole shoots her, the SOUND very loud, the men flinching away. Myra slaps her hand to her breast; blood spurts between her fingers. In terror, she turns toward Hebbing, who stares at the blood seeping down her white blouse. She tries to speak, can't. She reaches out, her bloody hand sliding down Hebbing's front without getting any purchase, leaving a swath

of blood diagonally across his jacket, shirt and tie. She topples forward. Hebbing tries to hold her, but she slips to the floor.

Cole runs around the desk toward the door, waving the gun.

COLE  
Get back! Get back!

The men warily move away from the door.

COLE  
I'll kill the first one that follows me!

Cole runs from the room. The two men pull guns from hip holsters under their coat-tails. Hebbing, kneeling beside Myra, watches them approach the door, crouch, run through. Hebbing rises, looks around, runs to the inner door, finds it locked. He crosses to the main door, looks out, cautiously creeps from the room.

Myra sits up.

INT. OFFICE - DAY

Hebbing hurries through the empty secretary's office and out the other door. The two men enter from a different door and cross to re-enter Cole's office.

INT. ATRIUM - DAY

Cole stands behind a pillar, watching. Across the way, Hebbing comes out of the office, staring around, trying to wipe the blood from his clothes. In obvious panic, he runs to the elevator, presses the button.

AN ANGLE through the glass wall into the elevator as it stops. The doors open, Hebbing hurries in, frantically jabs the button. The elevator descends. CAMERA PANS to Cole coming around the corridor, entering the office.

INT. COLE'S OFFICE - DAY

General hilarity. The secretary, two men, other two clerks, chauffeur and receptionist are all present, opening champagne, Hebbing's money now out of the sack and spread on the desk. Myra, stripped to the waist (unconcerned about the others present) cleans blood from her breasts with damp towels. He and Myra look at one another across the room, broadly smile.

EXT. RESTAURANT - NIGHT

Myra's very up, from reliving this story.

MYRA

Oh, Roy, it was great! We were rolling in dough, lived wherever we wanted, only pulled two or three scams a year.

ROY

What happened to Cole?

MYRA

(suddenly evasive)  
He retired.

ROY

Where?

MYRA

Upstate.

ROY

Upstate where?

MYRA

Atascadero.

ROY

That's where they keep the criminally insane, isn't it?

Myra turns her face away.

INT. HOTEL ROOM - DAY

Expensive room. Cole, naked, expression haunted and crazed, sits cross-legged on the bed. Myra enters, happy, carrying dress shop boxes. She stops, shocked, when she sees Cole.

MYRA

No, baby. Not again.

He stares at the floor over the edge of the bed, like a shipwreck victim in a raft looking at the sea.

COLE

It's hollow. You'll fall through.

Myra drops the packages on a chair.

MYRA

Cole, it'll be all right. Honey?

COLE

(frightened but  
determined)

Can't move.

MYRA

It's just the strain again, the  
stress. We'll take a vacation.

COLE

It's all hollow. Nothing behind it.

She approaches him, scared but needing him.

MYRA

Cole, you scare me when this  
happens. One of these times...

She touches him. He suddenly lashes out, knocking her  
backward, glaring at her.

COLE

Demon! Demon! That's why you can  
walk on it! Demon!

MYRA

(heartbroken)

Oh, Cole, please. Please come out  
of it. What would I do without you?

Distracted, gone, unaware of her existence, he gazes around,  
hugs himself, sits staring at demons. She watches him,  
mournful, knowing he's gone.

EXT. RESTAURANT - NIGHT

Myra looks back at Roy. Her expression makes it clear she  
isn't going to tell him any more than she already has.

MYRA

He retired, and that's it. But I  
didn't. I'm still the best long-con  
roper you'll ever see.

Roy laughs, genuinely pleased by her and also tacitly letting  
his questions drop.

ROY

I just bet you are, too. And now

you're trying to rope me.

MYRA

(pushing enthusiasm)  
Join up with you! I watched you,  
Roy, I've been watching you,  
wondering if I should talk about  
this at all, or maybe just...  
(shrug)

ROY

Take a hike, you mean?

MYRA

I need a partner, Roy. I need an  
inside man, and you're it. You  
could be as wonderful as Cole.

ROY

(dubious)  
I don't know, Myra, I never had  
partners. I never needed them.

MYRA

Not to take soldiers for a hundred  
bucks. But how about taking a bank  
president for a hundred grand?

Roy doesn't like this; he's feeling pressured. Myra sees it,  
but believes she's got him anyway, so she can let up. She  
pats his hand.

MYRA

Think about it. Okay?

ROY

(easy to promise)  
Sure.

INT. HOTEL CORRIDOR - NIGHT

A little drunk and happy, Roy and Myra come down the corridor  
together, then make it obvious they're going into separate  
rooms, across the corridor from one another.

MYRA

(coy, sexy)  
See you later.

Roy complains, but half-heartedly, half humorously; this  
argument has already taken place.

ROY

I still don't see why we have to have separate rooms. You expect your father to come through?

MYRA

Separate bathrooms, darling. I will not lay out all my cosmetics for you to knock over.

ROY

(nevertheless grumpy)  
Things a man isn't supposed to know.

MYRA

(soothing)  
You don't mind, really, do you, Roy? It's been such a wonderful evening, I guess I just wore myself out.

ROY

Sure. I'm pretty tired myself.

They unlock the opposing doors, look back at one another. Myra's smile and good-night wave are consciously cute. Roy's response is a little forced. They go into their rooms.

INT. HOTEL ROOM - NIGHT

Once he's alone, Roy stops trying to look like a good sport. Disgusted, he tosses the room key onto the dresser, then crosses to sliding glass doors closed in front of a balcony. He's about to close the drapes when he looks out, changes his mind, unlocks and opens the door. He steps outside.

EXT. BALCONY - NIGHT

A high floor, with a wide view of ocean and starry sky. Roy leans on the rail, looking out, thinking. He mutters to himself.

ROY

Long con. I'm the one's been conned. Who needs this?

He continues to stand there, taking some solace from the night. BEAT. Phone RINGS. Confused, irritated, he turns to look into the room. Phone RINGS. At last, he goes back into the room.

INT. HOTEL ROOM - NIGHT

Roy crosses to pick up the phone, grumpy and suspicious.

ROY

Yeah?

MYRA (V.O.)

(filtered)

Open your door.

ROY

What?

(grins; gets it)

What for?

MYRA (V.O.)

(filtered)

Open it and find out.

Roy hangs up and crosses to the door.

AN ANGLE directly at the door as Roy opens it, showing Myra's door open across the way, Myra standing in her doorway naked. She waves at him to move over.

MYRA (CONT'D)

Gangway!

Roy steps back, holding his door open.

INT. HOTEL CORRIDOR - NIGHT

AN ANGLE down the hall as Myra skips across from her room to Roy's, her door slamming behind her.

INT. HOTEL ROOM - NIGHT

Myra runs in, giggling. Roy shuts the door, laughing at her.

MYRA

(coquettish)

I hope you don't mind, sir. I just washed my clothes, and I couldn't do a thing with them.

Roy's pleased, but at a loss.

ROY

You -- I don't know.

MYRA



(sudden burst of laughter)

)

If you could have seen your face  
when I told you good night! You  
looked so, so... Ah!

ROY

Oh, come here.

They embrace.

INT. MOTEL ROOM - DAY

A clean anonymous Holiday Inn. Lilly, dressed for the track, sits at the round table under the swag light, sorting through her business purse. There's a folded newspaper on the table. KNOCK on the door. She's startled. For just a second, she's like a trapped animal. Then she's calm again. She turns the purse around, opens another zipper section, removes a pistol and a silencer, quickly screws the silencer onto the pistol, lays the pistol on the table and covers it with the newspaper. Then she crosses to open the door.

AN ANGLE to include Roy in the doorway, grinning, easy. Lilly's surprised, pleased, but wary.

LILLY

Roy! What are you doing in San  
Diego?

ROY

(entering)

Myra and me come down to LaJolla  
for the weekend.

Lilly makes a face, but no comment, at Myra's name, as she closes the door.

LILLY

If you come out to the track, don't  
know me.

ROY

We won't hit the track. The beach.  
Couple a nice restaurants.

He takes from his pockets the wads of money held removed from the clown pictures, extends them toward her.

LILLY

What's that?

ROY

Four grand. For the hospital. Is that enough?

LILLY

(distressed)

Roy, I don't want money from you.

ROY

I pay my debts.

LILLY

(level skeptical look)

You do?

Since she won't take the money, he turns to put it on the table beside her purse, pushing the newspaper out of the way, revealing the gun. He gives it a surprised smile.

ROY

Expecting visitors?

LILLY

No. That was the point.

She crosses to unscrew the silencer and put both pieces back in her purse. Roy, watching, points at the still angry burn on her hand.

ROY

You ought to put a bandage on that.

LILLY

No can do. Have to dip in and out of my bag too much. Besides, it'll heal in the air.

Disdainful and hurt, she pushes at the wads of money.

LILLY (CONT'D)

Roy, take that back.

His own hostility shows through.

ROY

No.

She's not used to being vulnerable, can neither hide it nor really express it; can't use it as a tactic.

LILLY

I thought... I was hoping we could

play it straight with one another.

ROY

I guess not. You'll be heading east from here, huh?

LILLY

(dull)

After the meet. Back to Baltimore.

ROY

Well... nice to see you again, Lilly.

LILLY

You, too, Roy.

Roy finds this parting unsatisfactory, but has nothing to add. With a shrug, he leaves. Lilly looks after him, her expression becoming resentful, dully angry.

LILLY

Prick.

EXT. HOLIDAY INN - DAY

Myra sits in the back seat of a taxi parked across the street from the motel. The door to Lilly's room is visible in b.g. Roy walks toward the street from Lilly's room.

DRIVER

Here he comes.

MYRA

I see him.

Reaching the sidewalk, Roy turns to an empty cab parked on that side of the street, in front of the motel. Myra's driver shifts into gear.

MYRA (CONT'D)

Wait. Hold it.

DRIVER

That's the guy we're following.

MYRA

Just wait.

Roy enters the other cab, which drives away, as Lilly comes out of her room in b.g.

MYRA (CONT'D)

Ah.

Lilly gets into her Chrysler, backs away from the slot, drives to the street.

MYRA (CONT'D)

Now we follow her.

DRIVER

You're the boss.

AN ANGLE on the two vehicles, as they leave the motel.

EXT. DELMAR - DAY

Where the surf meets the turf. Over the punters' heads, out beyond the track, spreads the Pacific Ocean, unnoticed, ignored. In every shot in this sequence, the ocean is visible but not looked at.

AN ANGLE on Lilly, with her heavy shoulderbag, moving along empty tables, here and there picking up used tickets.

AN ANGLE on Myra, on a different level, watching Lilly.

AN ANGLE on Lilly at the betting windows.

AN ANGLE on Myra, on a high vantage point in the stands. A MAN near her watches the field through binoculars. Myra ASKS if she can borrow them for a minute. Men are always happy to do Myra favors; the man gives her the binoculars. She looks at the field briefly, then turns and looks through the binoculars the other way, outside the track. The man, surprised, looks the same way.

MAN'S POV: The parking area.

PREVIOUS SHOT. The man looks in curiosity at Myra, who concentrates, adjusting the focus.

MYRA'S POV: Foreshortened through the binoculars, Lilly opens the Chrysler's trunk, stashes money.

PREVIOUS SHOT. Myra smiles, turns it into a sweet thank-you smile as she returns the binoculars to their owner.

EXT. HOTEL POOL - DAY

Roy dives into the pool, swims underwater to the ladder, climbs out near a YOUNG BLONDE on a chaise longue, who's been admiring him.

BLONDE  
You stay down real good.

ROY  
One of my talents.

BLONDE  
(pointing upward)  
Your mother's calling.

Roy looks up.

AN ANGLE to show Myra waving from her balcony, four flights up.

PREVIOUS SHOT. Roy's at first surprised, then amused by the blonde.

ROY  
Naughty.

He gathers up his towel and heads for the building.

INT. BATHROOM - DAY

Roy stands in heavy spray in the shower, half asleep, gently touching his stomach where the bruise used to be. KNOCK on door. He ignores it.

MYRA (O.S.)  
Roy! You drown in there?

He rouses himself.

ROY  
Be right out!

INT. HOTEL ROOM - DAY

Myra moves away from the bathroom door. She's in a bad mood. She paces back and forth, out onto the balcony, then back into the room as Roy comes out of the bathroom wearing a towel.

ROY  
You were gone for a while.

MYRA  
(casual)  
I went out to Delmar.

ROY  
(suddenly wary) )  
The track? Did you run into Lilly?

MYRA  
I saw her.

ROY  
She didn't see you, in other words.

MYRA  
I'm not trying to make trouble,  
Roy. It's just, she's always so  
nasty to me, I thought, who is she  
to be so high and mighty. I saw her  
out there, and I called a friend of  
mine in Baltimore, so now I know  
who she is.

ROY  
(dry)  
You must have some very  
knowledgeable friends.

MYRA  
I'm well connected, Roy, Cole  
introduced me to a lot of people.  
Very valuable. Valuable for us.

ROY  
Running your broker scam, you mean.

MYRA  
(enthusiastic)  
You and me, Roy. What a team we'll  
make. We think alike; we get along  
together.  
Once or twice a year we take some  
slob, the rest of the time we live  
like this. You won't regret this,  
Roy.

ROY  
Regret what? I didn't say I was  
coming aboard.

MYRA  
But why not? I thought it was  
settled. What's holding you back?

ROY  
Come on, Myra, don't talk business

here. This is time out.

She considers him.

MYRA

You mean, it would be too tough to give me a turndown here. Easier on home grounds.

ROY

(shrug)

Yes or no. They're both easier at home. Okay?

Myra makes a visible effort to be accommodating.

MYRA

Whatever you say, darling.

INT. KAGGS' OFFICE - DAY

Kaggs sits at his computer terminal, bringing up data, not pleased by what he sees. Buzzer SOUNDS. He swivels to the desk, presses the intercom button.

KAGGS

Yeah?

RECEPTIONIST (V.O.)

Roy Dillon, Mr. Kaggs.

KAGGS

Good! Send him in.

With a now-we're-getting-somewhere manner, Kaggs turns back to the VDT, punches up a different set of data, sits looking at it in gloomy satisfaction. Roy enters, and Kaggs rises, extending his hand across the desk. They shake hands.

KAGGS

Good to have you back, Roy. I was just looking at --

ROY

Mr. Kaggs, I'm sorry.

KAGGS

(keen)

You're turning me down? Makes no sense, Roy.

ROY

I guess I'm just not a leader of men.

KAGGS

Oh, come on, Roy.

ROY

The truth is, Mr. Kaggs --

KAGGS

Perk, remember?

ROY

Okay, fine. Perk, the truth is, I like things the way they are now. Pick my own hours, have time for, uh, other activities...

KAGGS

A well-rounded life. I respect that. But it has to have a center, Roy, something you care about, something you can think about.

ROY

Maybe I'm just not ready for that yet.

KAGGS

(deep sigh)

Well, Roy, if that's the way you feel, I won't badger you.

(forced laugh)

Don't want to lose you as a salesman, too.

ROY

Oh, I'd like to stay on. Just keep everything the way it was.

KAGGS

That's what we'll do, then. But I tell you what, Roy. Before I hire anybody else, I'll ask you one last time. Fair enough?

ROY

Fair enough.

They shake hands.

INT. LIVING ROOM - DAY



Roy's room. He has one of the clown pictures face down on the coffee table. He takes money from his jacket pockets, crams it into the space, which is now just about full. As he's tightening the wing nuts closing the back, doorbell RINGS. He hurries, finishing the job, hanging the picture on the wall, then crossing to open the door. Myra enters, ebullient.

MYRA

Darling, guess what? I had to tell you right away.

She gives him an enthusiastic kiss, then marches into the living room.

ROY

(grinning)

And hello to you, too.

MYRA

I called a fellow I know in Tulsa, the one who plays my chauffeur. There's a sucker there he says is made for us. And a broker that just shut down, we can use their office, not change a thing! Now, I can scrape up ten grand without much trouble. That leaves fifteen or twenty for your end. We could start this weekend, get the sucker into position --

ROY

Wait a minute! When did this happen, that we're partners?

MYRA

(bewildered)

What?

ROY

The last I looked, we were just talking things over.

MYRA

But the setup's there. It's there now.

ROY

I don't think I need it.

MYRA

You're too good for the small-time,  
Roy. Move up to where there's big  
dough to be made, and you don't  
have to stick your neck out every  
day.

ROY

Maybe I like it where I am.

Myra's need breaks through her good sense.

MYRA

Well, maybe I don't! I had ten good  
years with Cole, and I want them  
back! I gotta have a partner! I  
looked and I looked and believe me,  
brother, I kissed a lot of fucking  
frogs, and you're my prince!

Roy tries to treat this lightly.

ROY

Don't I get any say in this?

MYRA

No! Because I --

ROY

(pointing at her)

That's what I say.

MYRA

(thrown off course)

What?

ROY

What I say is, no. We don't do  
partners.

MYRA (CONT'D)

(raging)

For Christ's sake, why not?

ROY

Mostly, because you scare the shit  
out of me. I've seen people like  
you before, baby. Double-tough and  
sharp as they come, and you get  
what you want or else. But you  
don't make it work forever.

MYRA

Bullshit!

ROY

No; history. Sooner or later, the lightning hits. I don't want to be around when it hits you.

She stares at him, trying to find a chink in the armor, trying to find a reason, trying to find something.

MYRA

What is it? What's going on?

ROY

I'm happy the way I am.

MYRA

By God, it's your mother. It's Lilly.

ROY

(doesn't get it) )

What?

MYRA

Sure it is. That's why you act so funny around each other.

He frowns at her, not believing he understands her right.

ROY

What's that?

MYRA

Don't act so goddamned innocent! You and your own mother, gah! You like to go back where you been, huh?

He takes a step toward her, rising toward fury.

ROY

You watch that mouth.

MYRA

I'm wise to you, I should have seen it before, you rotten son of a bitch. How is it, huh? How do you like --

He slaps her openhanded but hard, and she staggers back. He pursues her.

ROY

How do you like this?

He slaps her as hard with the other hand. Astonished, frightened, befuddled, she backpedals, bringing her forearms up to protect her face. He grabs her two wrists in one hand, holds them out of the way, slaps her forehand and backhand, forehand and backhand.

MYRA

STOP!!

He suddenly gets control of himself, releases her, steps back into the middle of the room. He's angry, but also remorseful, sorry he lost control but still enraged at the enormity of her suggestion.

ROY

That's not like me. I don't do violence.

She cowers against the wall, peering in terror at him through her raised arms. He settles down, becomes heavily calm.

ROY

That's why we wouldn't work together. You're disgusting. Your mind's so filthy, it's hard even to look at you.

He crosses to the apartment door, pulls it open. Sunlight pours in.

ROY

Goodbye, Myra.

She lowers her arms slowly, as though her whole body aches. She's still scared, but angry now, too. She'd like to tell him off, but discretion tells her not to. She moves across the room toward the open door, but stops, not wanting to be that close to him.

Understanding, he backs away from the doorway, gestures with cold irony for her to proceed. She moves to the threshold, looks back at him.

MYRA

And you don't even know it.

Angry again, Roy steps forward. She hastily steps outside, and he slams the door.

EXT. ROY'S APARTMENT - DAY

Myra moves slowly along the balcony, muttering to herself.

MYRA

Mama. It's Mama. She's the one.

She stops, holding the balcony rail, looking out at the city.

MYRA

You'll get yours, Mama. Oh, yes.

INT. MOTEL ROOM - DAY

Lilly's room; empty. Phone RINGS. Lilly enters, tired, with her shoulderbag; the end of her work day. Phone RINGS. She frowns at it, expecting nothing good, then drops the shoulderbag on the bed, crosses, answers.

LILLY

Yes?

A sudden smile doesn't entirely hide the wariness.

LILLY

Roy! An unexpected pleasure.

INT. LIVING ROOM - DAY

Roy, troubled, paces while talking on the phone.

ROY

Lilly, I've got a couple things to think about. Well, kind of job offers, kind of. Different ways to go. I'd kind of like to talk them out, you know? Maybe just hear myself talk.

INT. MOTEL ROOM - DAY

Lilly's delighted, but can't trust this moment more than any other.

LILLY

Well, sure, Roy. You want me to drive up --? Okay, fine, come on down.

(kidding)

It won't be a home-cooked meal, you know.

TNT. LIVING ROOM DAY

ROY  
(kidding)  
Well, that's good news.

He hangs up, but he's nervous, still uncertain, pacing.

ROY  
Well? Who's a boy gonna talk to, if  
not his mother?

The sound of the question makes him laugh.

EXT. MOTEL - DAY

Myra's Cadillac eases to a stop across the street, where she earlier waited in the cab.

AN ANGLE through the windshield at Myra, settling down to wait, looking at the motel.

INT. MOTEL ROOM - NIGHT

Lilly comes out of the bathroom, putting her lipstick away in a small purse. She's dressed carefully for tonight; upscale and respectable, without being stodgy. She crosses to the window -- night view outside -- and as she pulls the drapes shut the phone RINGS. She looks at it in disappointment, crosses to answer.

LILLY  
(expecting rejection)  
Roy?

INT. OFFICE - NIGHT

Irv the accountant's office in Baltimore. He looks secretive and scared, talks in a hush.

IRV  
Lilly, listen, it's Irv. You were  
always decent with me, I'm taking a  
hell of a chance here.  
Somebody blew you out with Bobo.  
The car full of money. He's --  
Lilly?

INT. MOTEL ROOM - NIGHT

Empty. The phone receiver dangles off the table on its cord. The door finishes closing.

EXT. MOTEL - NIGHT

Lilly's Chrysler jounces out to the street, moving too fast, making the turn, racing away. CAMERA PANS to Myra's Cadillac, pulling away from the curb, following. CAMERA HOLDS with the two cars receding in b.g.

INT. HONDA - NIGHT

Roy drives down a San Diego street, is stopped by a red light, looks at his watch. He's late.

ROY

Damn.

INT. MOTEL ROOM - NIGHT

Empty; as before. The door opens and the two thugs we saw earlier with Bobo enter, one putting a thick ring of keys away in his jacket pocket. They close the door, look around the room. One goes to the closet, opens it, looks at the clothing inside, while the other goes into the bathroom. The first crosses to the dresser, pulls open a drawer full of clothing. The second comes out of the bathroom. They look at one another. The guy from the bathroom shakes his head. The other one points at the dangling phone, speaks.

THUG

Somebody spooked her.

SECOND THUG

White Chrysler.

THUG

Full of cash.

They leave the room.

EXT. MOTEL - NIGHT

Roy walks toward Lilly's room as the two thugs pass him, on their way out. Roy knocks on Lilly's door, waits, knocks again. He tries to look through a crack in the drapes into the room, then turns to look at the empty place where Lilly's Chrysler had been. He shakes his head, knocks once more, looks at his watch, turns away.

ROY

(disgusted)

Thanks a lot, Lilly.

He walks off.

EXT. ARIZONA MOTEL - NIGHT

Lilly's white Chrysler pulls off the road into the front parking area of a new small motel. The car brakes to a stop.

AN ANGLE from the road as Myra's blue Cadillac drives slowly by, while, in b.g., Lilly gets out of the Chrysler, moving as though she's stiff and tired. Lilly enters the motel office.

INT. MOTEL OFFICE - NIGHT

The CLERK, an elderly woman, turns away from a small TV set when Lilly enters.

CLERK

Evening. Welcome to Phoenix.

LILLY

Good evening. I'd like a single for tonight.

CLERK

Oh, everything's the same size, same price.

The clerk extends a registration card and pen to Lilly, who takes them but doesn't yet start to write.

LILLY

I'm a very light sleeper, traffic noise keeps me wide awake all night.

CLERK

(sympathetic)

Those trucks. I know exactly what you mean.

LILLY

Do you have something around back, facing away from the road?

The clerk turns to consider the key rack.

CLERK

I'll put you in one thirty-one. Very quiet. Faces the desert.

LILLY



Sounds perfect. I can park my car  
back there?

CLERK  
Right in front of the room.

LILLY  
Fine.

She starts to fill in the registration card.

LILLY  
And I'll want to leave an early  
wake-up call.

CLERK  
No problem. My husband gets up the  
crack of dawn.  
(confidential)  
It's his kidneys.

EXT. ROAD - NIGHT

Motel in b.g. The blue Cadillac, having turned around and  
come back, pulls off onto the shoulder of the road about  
fifty yards short of the motel.

INT. CADILLAC - NIGHT

Over Myra's shoulder as she watches, through the windshield,  
the Chrysler parked in front of the motel. Lilly comes out of  
the office over there, gets into the Chrysler, backs it up,  
drives it out of sight past the motel. Myra puts the Cadillac  
in gear.

INT. ROOM 131 - NIGHT

A clean anonymous motel room, with two beds. Lilly enters,  
very weary, puts her shoulderbag on one of the beds, goes  
back outside and leaves the door open. She has backed the  
Chrysler into its spot just outside her room, so its trunk is  
visible through the open doorway.

EXT. ARIZONA MOTEL - NIGHT

AN ANGLE on Lilly as she opens the rear door of the Chrysler  
and leans in.

INT. CHRYSLER - NIGHT

Lilly wrestles the rear seat out of position, reaches down  
into the space under and behind it, and brings out a soft

cloth overnight bag. It seems not too full but fairly heavy. She puts the bag on the ground outside the car and then pushes and prods the seat back into position.

EXT. ARIZONA MOTEL - NIGHT

Lilly shuts the car door, picks up the bag, and enters her room, shutting the door behind her.

INT. MOTEL OFFICE - NIGHT

Myra enters. The clerk looks at her in surprise.

CLERK

Something wrong?

(embarrassed)

I'm sorry. I thought you were the other lady.

MYRA

No. I'm me.

INT. ROOM 231 - NIGHT

Lilly puts the bag on the bed with her shoulderbag. She opens the overnight bag, takes from it a blond wig, a pair of horn rim glasses and a passport. From her shoulderbag she takes the pistol and silencer. She attaches the silencer to the pistol and puts the pistol under the pillow of the other bed.

INT. MOTEL OFFICE - NIGHT

Myra's checking in. She fills in the registration card while the clerk considers her key rack.

CLERK

I'll give you one oh seven. That's a very nice room, very handy, in the front, right by the pool.

MYRA

Oh, don't you have something around back, where it's quieter?

The clerk sighs, looks at the key she'd taken from the rack, reluctantly goes back to consider the situation again.

CLERK

Everybody wants the back tonight.

MYRA

I guess everybody wants privacy.

INT. ROOM 131 - NIGHT

Lilly, in nightgown, yawning, comes out of the bathroom, switching off its light. The shoulderbag and overnight bag and overnight bag's contents are still on one bed. Lilly gets into the other, switches off the light.

INT. ROOM 119 - NIGHT

Virtually identical to Room 131. Myra enters, lugging a suitcase, and shuts the door behind herself. She puts the suitcase on one of the beds, opens it, paws through it, and brings out slippers, nightgown and robe. Briskly, she strips and puts on the nightgown, the slippers and the robe.

Back into the suitcase, she brings out a small snubnose pistol which she puts in the pocket of her robe. Next out of the suitcase is a large ring of keys.

Sitting on the other bed, she compares her room key with keys on the ring, takes three keys from the ring, and puts them in her robe pocket along with the room key.

Getting to her feet, she crosses to the dresser, picks up the ice bucket, and leaves the room, closing the door behind herself.

EXT. ROOM 131 - NIGHT

CU, the door, with its number. CAMERA PANS to pick up Myra, approaching. She stops at room 132, looks at the Chrysler, smiles at it in proprietary fashion, and pats the Chrysler on the trunk.

Then she turns to the room. She takes the keys from her pocket, looks around to be sure she's alone, and bends over the lock.

INT. ROOM 131 - NIGHT

In very dim light, Myra enters the room, closes the door, moves toward the beds. CAMERA PANS with her. Keeping her eyes on the sleeping form of Lilly, she puts the empty ice bucket on the empty bed, then moves closer to Lilly. CAMERA PANS in, moving forward as Myra's arms move forward, moving to CU on Lilly as Myra's hands (remaining IN FRAME) move forward and down. Her hands abruptly clamp on Lilly's throat. QUICK CUT.

EXT. PHOENIX AIRPORT - DAY

ESTABLISHING SHOT. A plane lands.

INT. PHOENIX AIRPORT - DAY

Roy, looking stunned, is among the deplaning passengers spreading out across the terminal. He's met by PIERSON, a plainclothes detective, and a uniformed COP.

PIERSON  
Roy Dillon?

ROY  
Yes?

PIERSON  
Lieutenant Pierson, Phoenix police.  
I have a car here.

ROY  
Thank you.

INT. POLICE CAR - DAY

The uniformed cop drives. Pierson and Roy sit in back.

PIERSON  
I realize this is a shock.

ROY  
Well, mostly, I don't believe it.

PIERSON  
That's natural.

ROY  
No. I mean, I don't believe it.  
Lilly is not a suicide. I know my  
mother, nothing would make her  
check out.

PIERSON  
I'm sorry, it was her all right.  
Her gun, even.

ROY  
Gun?

PIERSON  
I grant you, it's a little odd,  
shoot yourself with a gun with a  
silencer on it, but it was hers,  
all right. It really is your  
mother, Mister Dillon.

ROY

It may be Lilly, but it isn't  
suicide.

PIERSON

(interested)

Do you have any particular reason  
to say that?

ROY

My mother... Well, I guess it  
doesn't matter now. She worked for  
gamblers. She always knew they  
might turn on her some day.

PIERSON

(thoughtful)

A hit, you mean. Honestly, it  
doesn't have that feel to it, but  
I'll certainly consider the  
possibility. Thank you for telling  
me.

The car stops.

ROY

Not that it matters.

(looks out)

This is the morgue?

PIERSON

You up to it now?

ROY

Sure. Let's get it over.

PIERSON

One thing I have to caution you  
about. A gunshot wound...

ROY

(impatient)

Yes, I know, I know.

PIERSON

(reluctant)

Well, uh, you know, she ate the  
gun.

ROY

(not understanding)

What?

PIERSON

I'm sorry, that's an unfortunate phrase, it slipped out, I'm, to tell you the truth, Mr. Dillon, this isn't an everyday occurrence around here.

ROY

(low; getting it)

Ate the gun. Oh.

PIERSON

Someone who knows her well could still identify her, that's not the problem. It's just there's, uh, it's likely to be a shock.

ROY

(opening the door)

Well, let's get the shock over with.

INT. MORGUE VIEWING ROOM - DAY

A bare bright room with tiled walls, a few plastic chairs, an ordinary office door on one side and wide hospital swinging doors on the other. Pierson and Roy stand watching.

ROY

Not many laughs in this room, eh?

PIERSON

Not many.

The swinging doors open and an ATTENDANT wheels in a gurney containing a body covered by a sheet. Roy braces himself. The attendant pulls the sheet away from the face.

PIERSON (CONT'D)

(to the attendant)

Remove that. We'll want a full, uh, identification.

The attendant removes the sheet. The body wears a nightgown.

AN ANGLE on Roy, swallowing bile, as he forces himself to move forward and look down at the face. He immediately looks away again.

ROY

Oh, Jesus.

PIERSON  
No question, huh?

ROY  
No, its -- Why did she--?

He forces himself to look at the body again, his own face full of the unanswerable question. He looks her up and down, then his eyes stop. He focuses on something, a look of surprise coming into his eyes.

Roy's POV: CU, the body's hands, crossed over the stomach, the wrists crossed, the palms down, the clear backs of both hands visible.

CU, Roy. He knows. Sharpness comes back into his expression.

PIERSON (O.S.)  
That's that, then.

ROY  
(starting to grin)  
Oh, yeah. That's that.

TWO SHOT, Roy and Pierson. Pierson wants to leave, but Roy stands over the gurney. He chuckles. Pierson looks at him, surprised and appalled. Roy ignores him.

ROY (CONT'D)  
(laughing quietly)  
Mom.

QUICK CUT.

EXT. DESERT HIGHWAY - DAY

MONTAGE. Myra's baby blue Cadillac drives, at extreme high speed, alone on the highway.

EXT. MADERO APARTMENTS - NIGHT

Myra's Cadillac drives slowly past, comes to a stop at the curb half a block away.

INT. CADILLAC - NIGHT

AN ANGLE through the windshield at the driver, a woman, deeply weary. Her forearms are crossed on top of the steering wheel, her brow resting on the forearms. The burn on the back of her right hand is visible in illumination from a nearby

streetlight. Traffic goes by. BEAT. Lilly lifts her head, looking out at the night. She's very tired, but determined.

AN ANGLE beside Lilly, inside the car. From the seat beside her she picks up Myra's large dangly earrings and fixes them in place. Then she puts on Myra's big-lensed dark sunglasses. (She's wearing the clothes Myra wore when checking into the motel.) Lilly checks her appearance in the rearview mirror, then gets out of the car.

INT. MADERO LOBBY - NIGHT

AN ANGLE on Simms at the desk, talking to a TELEPHONE REPAIRMAN steadily at work fixing the switchboard.

SIMMS

The last modern thing I liked was the miniskirt. Your technology, now, nobody understands it, and that's the simple fact of the situation.

Lilly enters in b.g., crosses to the elevator, presses the button. Simms waves to her.

SIMMS

(calling) )

Evening, Mizz Langley!

The elevator door opens, Lilly boards and presses the button. The elevator door closes.

SIMMS

New things come in here all the time, how do they work? You can ask your Ph.Ds, your highly educated, intelligent, professional people, you can say to them, how does that work, and you know what they'll tell you? You plug it in. And that's the way the donut dunks.

EXT. MADERO APARTMENTS BALCONY - NIGHT

The balcony leading to Roy's apartment. It's illuminated by a light next to the public door from the interior hall.

AN ANGLE on that door as Lilly cautiously opens it, looks out and around while remaining mostly behind the door, then focuses on the light. She reaches out and unscrews the bulb. GO TO BLACK.

INT. LIVING ROOM - NIGHT



Roy's place. Dark. SOUNDS of lock being picked. The door opens, showing only blackness outside, Lilly enters and shuts the door, then switches on the main light.

Ah ANGLE on Lilly, in the middle of the room, distractedly biting her thumbnail as she looks around, calculating. She looks directly at something.

Lilly's POV: One of the box-framed pictures hanging on the wall.

PREVIOUS SHOT. Lilly, making up her mind, crosses to the picture and takes it off the wall. She finds it surprisingly heavy. She carries it to the coffee table, puts it down there on its back, sits on the sofa.

AN ANGLE on Lilly studying the picture. She raps her knuckle against the sides, looks to see if the front or sides open somehow, and finally turns the picture over, laying it face down on the coffee table. She sees how to remove the back, lifts it off, and looks at the stacks of money lying in there.

CU, Lilly, almost fainting with relief.

WIDE SHOT. Lilly looks at the other picture, looks again at the money, comes to a conclusion. She rises and leaves the room, deeper into the apartment.

INT. BEDROOM - NIGHT

Lilly switches on the light as she enters the room. She looks around, crosses to the closet, goes through the stuff in there, finds an old attache case on the shelf. She brings it out, puts it on the bed, opens it. Inside are a few decks of cards and a paperback book. She tosses them onto the bed, checks the case, finds that one of the clasps works but the other doesn't. One is good enough. She carries the attache case out of the room, leaving the light on.

INT. LIVING ROOM - NIGHT

Lilly enters, puts the case on the coffee table beside the picture, scoops the money out of the picture and puts it in the case. Then she unceremoniously dumps the picture on the floor.

Lilly takes the second picture from the wall, puts it face down on the coffee table, opens the back, transfers the money to the case. She closes the case, attaches the one clasp that works, picks up the case.

ROY (O.S.)  
Hello, Lilly.

TWO SHOT, as Lilly whirls around, terrified and then relieved. Roy stands in the open apartment doorway, blackness behind him.

LILLY  
Oh! Roy! You scared me.

Roy enters the room and shuts the door.

ROY  
Going somewhere?

LILLY  
Somewhere else, that's for sure.

ROY  
I just came back from Phoenix.

LILLY  
(anxious)  
Oh, yeah? Is the frame holding?

ROY  
Looks very solid, Lilly. Sit down.  
Take a minute, tell me about it.

LILLY  
I've really got to --

ROY  
You're dead, Lilly, it worked.

LILLY  
Not for long. Not when they do a  
fingerprint check.

ROY  
Why should they? The cops are  
satisfied.

LILLY  
Bobo won't be. He'll spend the  
money to make sure.

ROY  
Even so. You still got time. Relax  
a minute, tell me what happened.  
Sit down.

He gestures at the sofa. Lilly's holding the attache case. The gutted pictures are lying around, one on the coffee table and one on the floor. She looks around at everything, awkward and embarrassed. But Roy hasn't said anything. And he's between her and the door.

LILLY  
Just for a minute.

She backs up, sits on the sofa, puts the case on her lap. Roy pulls a chair over so it's directly between Lilly and the door. He sits, looking at her with polite interest.

ROY  
Myra followed you, huh?

LILLY  
She must have been the one that blew me off with Bobo. I guess to get me running. Did you tell her about my stash?

ROY  
(isn't worth discussing)  
No.

LILLY  
No, you wouldn't. That's what she was after, though. But why hit on me?

ROY  
I wouldn't go in on a deal with her. She blamed you for it.

LILLY  
(a shaky laugh)  
As though you do what I say.

ROY  
(cold grin)  
That's pretty funny, all right.  
What happened in Phoenix?

Remembered emotion makes Lilly talk in little fast clusters of words.

LILLY  
Roy, it was terrible. You read about people killing people and all that, but when it happens, my God.

EXT. ARIZONA MOTEL - NIGHT

Myra, in nightgown, carrying the ice bucket, approaches Room 131.

LILLY

She was in her nightgown, you know,  
the old grifter's dodge, nightgown  
and the Ice bucket and she just got  
into the wrong room by mistake.

INT. ROOM 131 - NIGHT

CU, Lilly asleep. Very dim light. The shadows shift on her face as Myra OUT OF FRAME approaches. Myra's hands ENTER FRAME, abruptly clamp on Lilly's throat. Lilly's eyes pop open wide, staring, her mouth stretches open. Myra's arms are locked straight, pressing her weight down onto her hands squeezing Lilly's throat. Lilly clutches at Myra's fingers, tries to reach Myra's face, twists and squirms, then suddenly lifts her arm up and behind her head, hand dipping under the pillow, coming out with the silenced gun, pushing the gun upward, straight-arm, the gun moving up OUT OF FRAME. SOUND of shot. Blood sprays Lilly's face. Myra's body drops down onto her, at an angle, so we can still see Lilly's horrified face over Myra's shoulder as Lilly gasps for breath.

INT. LIVING ROOM - NIGHT

Lilly stares across the room, breathing hard, reliving the experience.

LILLY

I sat in there with her, I thought,  
what do I do now? Run and I've got  
Bobo and the law after me. Stay,  
and how do I explain?

ROY

This way's perfect.

Lilly sits back, showing that relief again.

LILLY

It is, isn't it? And maybe it's a  
break for me after all.  
I've been wanting out of the racket  
for years, and now I'm out. I can  
make a clean start, and --

ROY

You've already made a start.  
Doesn't look that clean, though.

Here's the awkwardness. Lilly looks guilty and embarrassed.

LILLY  
I'm sorry. I hated to take your  
money, but --

ROY  
Don't be sorry. You're not taking  
it.

Lilly reacts as though he's slapped her. But then she gets her determination back. She splays out both hands, palm down, on the attache case on her lap.

LILLY  
I need this, Roy. I can't run  
without money, and if I can't run  
I'm dead.

ROY  
You must have some money.

LILLY  
Just a few bucks.

ROY  
And Myra's stuff?

LILLY  
(scornful)  
Her credit cards. How far am I  
gonna get with that?

ROY  
Far enough. Maybe up to San  
Francisco. Or St. Louis, someplace  
new. Start over.

LILLY  
At what?

ROY  
You're smart, Lilly, and you're  
good-looking. You won't have any  
trouble finding a job.

LILLY  
(appalled)  
A job? I've never had a legit job

in my life!

ROY

Well, you're gonna start, if you hope to live through this. A square job and a quiet life. You start showing up at the track or the hot spots and Bobo's boys will be all over you.

LILLY

(exasperated)

Roy, I know what to do with myself! It's a big world out there.

ROY

Not any more. Lilly, listen, I'm giving you good advice. I'm following it myself.

LILLY

(doesn't get it)

What?

ROY

I thought it over, and you were right. You wanted me out of the rackets, and now --

LILLY

(bedeviled, aggravated)

Roy, that's fine, but I don't have time for this. Bobo --

ROY

I thought you'd be happy for me. After all, you --

LILLY

Bobo isn't after you! Bobo's after me, and he's goddamn good! But so am I. I'm a survivor, Roy. I survive.

ROY

I know you do, so that's why --

LILLY

And to survive, my way, I need money. Bobo knows about the stash in the car, so I didn't dare touch it, not

if Lilly Dillon's dead. So that leaves this.

ROY

No.

Lilly sits back again, brooding at Roy, trying to think how to get to him, how to get through him or around him. She sighs, licks her lips.

LILLY

You want a drink?

ROY

I don't think so. You probably shouldn't either.

LILLY

No, but I'm goddamn thirsty. Ice water?

ROY

Yeah, sure, that sounds nice.

LILLY

I'll get it.

She stands, putting the attache case on the sofa next to where she was sitting. Roy, with a faint smile, watches her leave the room.

INT. KITCHEN - NIGHT

Very small, little used. Dark. Lilly switches on the light when she enters, then leans against the counter, fists clenched and trembling on the counter in front of her. She grits her teeth, hyperventilates, stares around the room in search of escape, an answer, something.

CU, Lilly's face, desperate, grim, but not giving up.

WIDE SHOT. Lilly opens cabinets, finds two glasses, opens the nearly-empty refrigerator, gets ice cubes from a tray, puts them in the glasses, puts the partial tray back in the freezer compartment, fills the glasses from the cold water tap, puts the glasses on the counter, stares at them briefly. She then shakes her head, searches the kitchen some more, and finds a cookie sheet she can use as a tray. She puts the glasses on the tray, carries the tray from the room, leaving the light on.

INT. LIVING ROOM - NIGHT

Lilly enters with the tray, crosses to Roy, presents the glasses, speaks as he reaches for one.

LILLY

Take whichever one you want.

He hesitates. It hadn't occurred to him Lilly might try to poison him or knock him out. He grins at her and takes a glass.

ROY

You wouldn't do that.

Lilly takes the other glass, puts the cookie sheet on a table, looks down at Roy.

LILLY

You don't know what I'd do, Roy.  
You have no idea. To live.

ROY

(easy)

Oh, you'll live, Lilly.

Lilly crosses back to the sofa, sits beside the attache case, pats it absently as though it is a pet and she's glad it didn't move, waited for her. She sips water, puts the glass on the end table.

LILLY

I know what's bugging you, of course.

ROY

Oh? I didn't know anything was.

LILLY

(twisted grin)

Oh, really? You've got a legitimate complaint, Roy, I don't deny that. I wasn't a very good mother when you were a kid.

ROY

(full laugh)

Not very good!

She nods, accepting the correction.

LILLY

A bad mother. By any standards.



I've thought about it, you know,  
from your side, since then. I know  
just how bad I was.

ROY

(closed against her)

Uh-huh.

LILLY

I wonder did you ever think about  
it from my side.

ROY

(not worth discussing)

Never.

LILLY

No, I guess not. It was pretty  
lousy of me, I guess, to be a child  
at the same time you were. Not to  
stop being a child just because I  
had a child. I guess I was a real  
stinker not to be a grown-up when  
you needed a grown-up.

Roy didn't expect to be made uncomfortable and defensive, and  
he resents it.

ROY

What do you want me to do? Pin a  
halo on you? You're doing a pretty  
good job of that yourself.

LILLY

And making you feel bad at the same  
time, huh? But that's the way I am,  
you know, the way I've always been.  
Always picking on poor little Roy.

ROY

For God's sake, Lilly!

LILLY

(intense)

I gave you your life twice. I'm  
asking you to give me mine once. I  
need the money.

ROY

(not worth discussing)

No.

Lilly subsides back onto the sofa. One hand rests on the attache case. With the other, she sips water, puts the glass back down. Roy watches her, unmoving, expressionless. Lilly frowns, not quite looking at him.

LILLY

You're getting off the grift?

ROY

That's right.

LILLY

That's good. You don't really belong on this side of the fence, you know.

ROY

(amused)

I don't?

LILLY

If you stayed a crook, do you think you'd live to be my ripe age?

ROY

I don't see why not.

LILLY

Well, I guess I got it wrong, then. Seems to me I heard about a guy just your age that got hit so hard in the guts it almost killed him.

Roy's again unexpectedly uncomfortable. He shifts uneasily in his chair, trying to think of a response.

ROY

Well, uh...

LILLY

Sure, sure, that doesn't count. That's different.

ROY

Well, it doesn't matter, does it? I'm getting out.

LILLY

(intense)

And that's why you've got to get rid of this money. If you keep it around, it'll just make you think

how clever you are.  
It'll be a temptation to get back  
into the game.

ROY

(full laugh)

Oh, that's it! You're stealing my  
money for my own good! How very  
motherly of you, Lilly.

Once again, Lilly drops back against the sofa back. Another  
round in the fight is over. Roy watches her, patient, waiting  
for her to give up, seeing no other outcome.

AN ANGLE on Lilly, frustrated, feeling the need to move, the  
pressure of pursuit. Her head turns back and forth, her body  
starts false gestures. Finally, abruptly, she gets to her  
feet, looks at Roy, looks away, picks up the attache case.

CU, Roy, alert. He won't let her reach the door.

AN ANGLE PANNING with Lilly as she prowls the room, pacing  
back and forth, the attache case swinging at her side.  
Finally, she stops, standing the attache case on the coffee  
table, her hand still on its handle.

ROY

Lilly.

She looks at him, attentive without hope.

ROY

If I should get out of the racket,  
that goes double for you. That's  
why you've got to change your life  
completely, go to some town, get a  
square job, live like a john  
yourself. If you try to do it your  
way, what future is in it?

LILLY

A future. The only future I've got.

ROY

That money wouldn't last forever.  
And then what? You'd be back in  
some other part of the rackets.  
Another Bobo Justus to slap you  
around and burn holes in your  
hands. This way, you've got to go  
the square route. You could send me  
a card when you're settled, I could

maybe help out sometimes...

LILLY

(bitter laugh) )

That's what it is, isn't it? Keep me down. Your turn to be in charge, have the power.

ROY

(stonewalling)

Just trying to help, Lilly.

She sits on the sofa again, this time leaving the attache case to stand on the coffee table. She studies Roy, calculating.

LILLY

Roy... What if I told you I wasn't really your mother? That we weren't related?

ROY

(bewildered)

What?

Lilly leans back again, but this time her manner is different; languorous, sexy. She crosses her legs, the upper leg swinging gently. She smiles gently, encouragingly, at Roy.

LILLY

You'd like that, wouldn't you? Sure you would. You don't need to tell me. Now, why would you like it, Roy?

AN ANGLE on Roy, understanding and not wanting to understand.

ROY

(hoarse)

What's that all about? Of course you're my mother. Of course you are.

TWO SHOT. Lilly leans forward toward Roy, inviting him.

LILLY

(very soft)

Roy... Roy

Roy will not let anything complicated come to the surface.

ROY

There's nothing more to talk about.

LILLY

(very soft)

I have to have that money, Roy.

What do I have to do to get it?

AN ANGLE on Roy, his face bruised-looking, eyes scared. He will not know what's going on. He shakes his head, not trusting himself to speak.

AN ANGLE on Lilly, leaning forward, tension showing through the seductive manner.

LILLY

No? Won't you give me the money,  
Roy? Can't I change your mind? What  
can I do to change your mind?

TWO SHOT, as Lilly gets to her feet and takes a step toward him. Roy's pressed back into his chair, trying to maintain a cold facade.

ROY

Lilly, Jesus, what are you doing?

LILLY

Is there nothing I can do, Roy,  
nothing at --

ROY

NO!

They both turn away at the same instant. Roy turns to the side to pick up the glass of water, to break the spell and the tension. Lilly turns back toward the coffee table and picks up the attache case. Roy, lifting the glass to drink, turns forward again as Lilly spins forward, swinging the attache case at his head with all her might. The case crashes into the glass and into his face. Roy SCREAMS and topples off the chair, as the one remaining clasp on the case lets go and money goes flying, filling the air.

AN ANGLE DOWN at Roy, face up, expression horrified, hands to his throat. A large triangle of glass is in his throat. Blood pumps thickly, fountaining up.

CU, Lilly, staring down in horror. She lurches forward, but there's nothing to do. She stares around.

ECU, wads of bills on the floor, getting bloody.

CU, Lilly, in agony, but looking down, kicking.

ECU, Lilly's feet kicking the bills away from the blood.

TWO SHOT, as Lilly drops to her knees beside Roy, who's already dying. Blood spurts less forcefully. His hands fall to his sides, eyes stare upward, mouth still moves slightly. Lilly, shoving money away with her hands now, stares at him, willing it not to happen. He stops moving. His eyes dull. Lilly clasps her arms around herself. She knows she doesn't dare scream. Lips drawn back in a snarl, teeth clenched, she HISSES her agony through her teeth. She HISSES; she HISSES; she HISSES. Then, slowly, she regains control.

WIDE SHOT as Lilly gets to her feet. She seems dazed now, like someone who's just been in a traffic accident. She blunders around the room, kicks the attache case, bends to pick it up. She studies the clasp, sees it still works, goes back to her knees.

LOW ANGLE, Lilly in f.g., Roy in b.g., as Lilly repacks the money into the case, wiping the blood from some wads onto the carpet. Finishing, she closes the case, then remains on her knees, bending over the case. She WEEPS grindingly.

WIDE SHOT, entrance door in b.g. Lilly's weeping subsides. She gets wearily to her feet, and leaves the room. CAMERA HOLDS. SOUND of water running in sink. SOUND STOPS. Lilly reappears. She does not again look toward Roy. She picks up the attache case, crosses to the door, opens it, steps across the threshold, reaches back to switch off the light. GO TO BLACK.

THE END