

ANALYZE THIS

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**FOR EDUCATIONAL
PURPOSES ONLY**

1 CREDITS BEGIN OVER BLACK.

1

DOMINIC MANETTA

a man in his 70s, narrates nostalgically OVER a MONTAGE of related news photos.

MANETTA (V.O.)

1957 was a big year. The Russians put that Sputnik into outer space, the Dodgers played their last game at Ebbets Field, 'that guy' shot Frank Costello in the head, and missed, and the Gallo brothers whacked Albert Anastasia in that barber shop in the Park Sheraton Hotel. It was total chaos. With Anastasia gone, Vito Genovese figures he's king shit, but Carlo Gambino and 'Joe Bananas' both want to be boss of all bosses. So they call a meeting-- a big meeting.

2 EXT. UPSTATE NEW YORK - DAY

2

CREDITS CONTINUE. In FADED 16mm documentary-style, we see a country road winding through rolling hills. At the top of the hill, a black '57 Cadillac appears and sweeps through the peaceful landscape.

MANETTA (V.O.)

It was the first time the whole commission was ever gonna meet face to face. Bosses and wiseguys were comin' in from all over the country, and all the New York families, too-- maybe sixty bosses, the whole wiseguy world-- all headin' toward this little town upstate to figure out what's what.

3 EXT. ROADSIDE - DAY

3

A sign reads, "Entering Apalachin-- pop. 342." The black Cadillac speeds past the sign, then another black Caddy, then a black Lincoln, then another Caddy, a Lincoln, etc.

MANETTA (V.O.)

Your father and me, we were goin' up with Tommy D., Fat Tommy.
(MORE)

(CONTINUED)

3 CONTINUED:

3

MANETTA (V.O.CONT'D)

He was running the family at the time. Anyway, I don't know what anybody was thinking, but some asshole thought it would be a good idea to have this meeting at Joe Babara's farm in the country where nobody would notice.

4 EXT. RURAL GAS STATION - DAY

4

A local state police deputy is gassing up his motorcycle when the parade of shiny black cars rolls by. He looks up and scratches his head at the unusual sight.

MANETTA (V.O.)

Turns out the local cops were watching Joe Babara like a hawk. So now you got about fifty Caddies and Lincolns pullin' into Apalachin and some deputy sheriff with cow shit on his shoes notices all the traffic and calls the Feds.

5 EXT. JOE BABARA'S ESTATE - DAY

5

The Caddies and Lincolns are all parked around a rambling country manor. Bosses and wiseguys are meeting and greeting each other on the big front porch.

One WISEGUY is trying to shoo a cow away from his car.

WISEGUY

You wanna be a ribeye? Get away from the fuckin' car.

6 EXT. WOODS - SAME TIME

6

Federal agents start moving in quietly, heavily-armed, wearing big FBI arm bands.

MANETTA (V.O.)

The meeting never even got started. The Feds moved in□--

7 EXT. HOUSE - DAY

7

Agents with weapons drawn charge the house and start breaking down the front door.

8 EXT. BACK OF HOUSE - SAME TIME 8

MANETTA (V.O.)
-- and we moved out.

Gangsters in shiny suits are squeezing through windows and leaping off balconies.

WIDE - WISEGUYS

fleeing into the surrounding woods and fields.

MANETTA (V.O.)
Your papa and me hid in a field
with hay or corn, some kinda
foliage, I don't know.

9 EXT. FARM FIELD - DAY 9

Two wiseguys in suits crouch in the tall grass. Suddenly they see a John Deere harvester bearing down on them.

MANETTA (V.O.)
Then along comes this farmer who
almost runs us over in a tractor,
so your father hauls out his piece,
this .44 cannon he used to carry,
and hijacks the goddamn tractor.
Funniest fuckin' thing I ever saw.

10 EXT. COUNTRY ROAD - DAY 10

The farmer goes flying off the harvester and the two wiseguys drive off on it.

The farmer looks up to see the John Deere disappear in a swirling cloud of dust that FILLS the SCREEN.

END CREDITS.

DISSOLVE TO:

11 SWIRLING CLOUD OF CREAM 11

on top of an espresso. PULL BACK as a hand reaches in and runs a lemon rind along the rim of the cup. The espresso is picked up and sipped by MANETTA, the aging boss of a prominent New York crime family.

(CONTINUED)

INT. RITZ CLAM BOX - LATE AFTERNOON (PRESENT)

The place is nearly empty. Manetta is talking to PAUL VITTI, a dark, intense, intelligent man in his late forties, and a powerful boss in his own right.

MANETTA

Anyway, Carlo Gambino came out of it capo de tutti capi, and that was the last time the whole commission tried to meet -- until now.

VITTI

(brooding)

I don't know. I don't like it. What do we need a meeting for? Let everybody worry about their own business.

They finish eating.

MANETTA

The '57 meeting was about how we were going to divide up the whole country. This meeting is about how we're gonna survive. You got 'made' guys informing for the Feds; bosses going to jail; everybody's dealing drugs; people are getting whacked without permission. And on top of everything, now we got the Chinese Triads and these crazy Russians to deal with. Everything's changing. We need a leader. Someone with fresh ideas. Someone like you. It's gonna be a new century, Paul. We gotta change with the times.

VITTI

What are we gonna get, a fuckin' web site?

MANETTA

You remember what else happened in 1957, Paul?

VITTI

Yeah, I remember.

MANETTA

When your father died, I promised him I'd always look out for you. Come to the meeting.

(CONTINUED)

11 CONTINUED: (2)

11

They get up to leave. Vitti drops some money on the table. Bodyguards follow them to the door. The waiters and the owner bow to them as they pass. They are almost out the door when Vitti hesitates.

VITTI

Wait a second. I'm just gonna grab a toothpick.

The instant he steps back inside, Manetta and his bodyguard are struck by an incredible VOLLEY of GUNFIRE, which BLOWS OUT all the GLASS in the DOOR and WINDOWS.

Vitti's bodyguard, JELLY, grabs him and throws him behind the counter, shielding him with his body.

Outside, the shooting has stopped and curious bystanders are looking in the broken windows. Vitti's eyes well up with tears.

CUT TO:

12 KLEENEX

12

being pulled out of a box. CAROLINE, a woman in her early thirties, dabs at her eyes with the tissue. She's sitting on the couch in --

INT. BEN'S OFFICE - SAME TIME

The office is warm, comfortable, and nicely decorated.

CAROLINE

(weepy)

I kept telling him that I needed room to grow and find myself as a person. Not just as a woman but as an independent entity.

BEN SOBOL

her therapist, seems to be listening intently.

CAROLINE

I told him I needed to get in touch with my uniqueness, but he couldn't handle that. He said I was driving him away. Do you think I was driving him away, Dr. Sobol?

Ben leans forward sympathetically.

(CONTINUED)

He's in his mid-forties, has an expressive face and a quick wit, and despite the occasional lapse, he is a gifted and caring psychologist.

BEN

Things end, Caroline. That's just a part of life. It's how we deal with things ending that's important.

CAROLINE

I just can't believe it's over between me and Steve. Maybe there's still hope.

BEN

Well, he did take out a restraining order against you. I have to be honest, that's usually not a good sign.

CAROLINE

But what should I do?

BEN

Well, Caroline, I think the first thing you have to do...

(voice rising)

... is stop whining about this pathetic loser! You're a tragedy queen!

(mocking)

'Steve doesn't respect me. Steve doesn't love me anymore.' Who gives a shit! Get a fucking life! You are, without a doubt, the most boring human being I have ever met! Please, say something interesting before I lapse into a goddamn coma!

Caroline looks curiously at Ben, unperturbed.

CAROLINE

Dr. Sobol?

BEN

Lost in his fantasy, not really listening. He comes to attention and tries to cover.

(CONTINUED)

12 CONTINUED: (2)

12

BEN

Yes. Yes. I was just reflecting on your whole-- situation. It's very interesting what you were just saying. I want you to think about it, and I'm going to think about it, so we'll both think about it and we'll continue next week when I get back from my vacation.

Caroline bursts into tears again.

BEN

Or not.

CUT TO:

13 INT. UPSTAIRS HALLWAY - DAY

13

Ben rushes upstairs and into his bedroom. His 14-year-old son MICHAEL is in his room putting on a tuxedo.

MICHAEL

You're late.

BEN

(changing hurriedly)

I know. I couldn't get rid of my last patient. I think she was a tick in a past life.

MICHAEL

Yeah, what's Caroline's problem? Your boyfriend's gone, he hates your guts, get over it.

BEN

Michael! What did I tell you? You can't listen to my sessions! It's private stuff.

MICHAEL

I can't help it. I hear you through the vent in my room.

BEN

Funny how that happens when you lie on the floor and put your ear up against it.

(CONTINUED)

MICHAEL

Okay, okay. How's that guy who dreams about shitting trout?

BEN

(entering, putting
on his tux shirt)

Fine. He moved up to striped bass. Put on your cummerbund. Boy, have you grown. Did your mother move next door to a nuclear power plant?

MICHAEL

(struggling with the
cummerbund)

Why do we have to wear rented clothes to Grandpa's party? This blows.

BEN

(helping him)

We have to dress up because Grandpa can't have a good time unless everyone else is extremely uncomfortable.

(looks at Michael
and makes a quick
decision)

Forget the tux. Regular clothes.

Ben exits, pulling off the tux shirt.

MICHAEL

(taking off his
tux shirt)

Are you ambivalent about Grandpa Isaac?

BEN (O.S.)

(from his room)

Ambivalent? Where do you get that stuff?

MICHAEL

Mom.

BEN

(annoyed)

She's not supposed to do that, you know.

(MORE)

(CONTINUED)

BEN (CONT'D)

Your mother and I, when we got divorced, we agreed we wouldn't put you in the middle, or use you as a go-between to talk about each other. So just do me a favor and tell your mother to shut her big mouth.

(comes back into
Michael's room)

Did she say anything about me getting married again? I think she could be feeling a little anger about it.

MICHAEL

Oh, yeah. She really cares. She says you're intimidated by women your own age, and that's why you go for these young babes.

BEN

(fuming)

Okay. Listen, for two seconds, pretend I'm not your father. I'm just some guy, okay?

MICHAEL

You gonna vent?

BEN

Yeah.

(venting)

I hate her! I really hate her!
(a beat, then
brightly)

Okay. Dad again. Let's go.

CUT TO:

Paul Vitti gets out of his car and walks to the warehouse with his most trusted soldier, Jelly, a hulking bruiser, and his sidekick JIMMY, a tightly-wound ferret with chips on both shoulders.

VITTI

So what did you find out?

(CONTINUED)

14 CONTINUED:

14

JELLY
 (as they walk)
 The word is Primo Sindone must have
 ordered it, but, uh --

He hesitates.

VITTI
 What?

Jelly looks at Jimmy.

VITTI
What?

JELLY
 (reluctantly)
 A lot of people think you set him
 up.

VITTI
 Why the fuck would I want to kill
 Dominic? He was like a father to
 me.

JELLY
 So you could be the big boss.
 Everybody figures you're lookin'
 to wipe out the competition before
 the big meeting.

VITTI
 Oh, is that what they figure?

JELLY
 It's alright with me if you did--

VITTI
 I didn't kill him! I told you
 that! Don't you hear?

CUT TO:

14A INT. WAREHOUSE - CONTINUOUS ACTION

14A

They enter a room where other Vitti family soldiers,
 EDDIE COKES, TUNA, and JOHNNY BIGS are waiting. In the
 middle of the room, a young rat named NICKY SHIVERS is
 tied to a chair under a strong overhead light. When he
 speaks, we get a hint of mental incompetence.

(CONTINUED)

NICKY

Please, Mr. Vitti, I told 'em I don't know anything but they don't believe me 'cause that one time I said Little Joe hit Dukey and it turned out he didn't but I didn't know because --

JIMMY

(smacks him)

Shut the fuck up!

Nicky goes suddenly quiet. He watches in terror as Jimmy steps aside and Vitti moves close holding a short length of lead pipe.

VITTI

Nicky, you know me, right?

NICKY

Yeah. You're Mr. Vitti.

VITTI

And you know what I'm gonna do to you if you lie to me, right?

NICKY

Uh, you're gonna crack me on the head with that pipe?

JIMMY

(slaps him)

It's a rhetorical question, you fuckin' idiot.

VITTI

I'm only gonna ask you this one time. Who killed Dominic Manetta?

NICKY

I don't know.

VITTI

(roars)

Don't fuckin' lie to me!

NICKY

(in tears)

Honest to God, I don't know!

VITTI

You little rat bastard...

(CONTINUED)

14A CONTINUED: (2)

14A

Vitti winds up to brain him with the pipe. They all wince in anticipation of the blow. But Vitti just freezes there with his arm upraised. Then he drops his arm and seems to sag.

VITTI

Forget about it. He doesn't know anything.

He tosses the pipe aside.

VITTI

Get him outta here.

Jimmy looks at Jelly in surprise.

15 INT. MINIVAN - LATER

15

Ben is driving to the party with Michael. Sitting in stopped traffic, he checks his mirrors anxiously.

BEN

(to himself,
urgently)

Look at this. Everybody's nuts. Ooh, I hate walking into that house late.

MICHAEL

I think you're reacting like this because you're mad we have to go to this party.

BEN

No. Don't. I'm not going to be analyzed by someone who up until a few years ago believed in Santa. Sorry, but we only have room for one Dr. Sobol in this family.

MICHAEL

But there's two Dr. Sobols. There's you and Grandpa.

BEN

(a beat)

Can we talk about something else?

MICHAEL

Are you going to read Grandpa's new book? Mom says you won't because you're...

(CONTINUED)

15 CONTINUED:

15

BEN

Does your mother talk about anything else or is it just me twenty-four hours a day?

Wham! Ben REAR-ENDS the CAR in front of them.

BEN

That's your mother's fault! Your mother did that! Damn!

CUT TO:

16 EXT. EAST 90TH STREET - NIGHT

16

The minivan has rear-ended a black Lincoln Town Car. The trunk has sprung open and Nicky Shivers can be seen in the trunk, bound and gagged, kicking and squirming. Muffled shouts can be heard through the duct tape over his mouth.

Jelly and Jimmy jump out of the Lincoln and slam the top of the trunk just as Ben gets out of the minivan to inspect the damage.

JIMMY

(heading Ben off)

What's the matter with you? Are you some kind of moron?

BEN

I'm sorry. It's totally my fault.

Ben looks at the damage. The Lincoln has gotten the worst of it. The rear bumper is hanging off, and Jelly is struggling to latch the trunk.

JIMMY

Did you see anything?

BEN

I was talking to my son. I took my eyes off the road --

JIMMY

Forget that bullshit. Did you see anything?

Jelly steps in to defuse the situation, warning Jimmy off with a look.

(CONTINUED)

JELLY

That's all right, sir. It's our fault for being in front of you like that.

BEN

(surprised)

Well, I should have been watching. Let me give you my insurance information --

JELLY

It's okay. Forget about it.

BEN

Really? It looks like your whole rear end might be screwed up.

Jimmy is reattaching the rear bumper and securing the trunk lid with duct tape.

JELLY

No, it was like that before.

BEN

Maybe we should call the police?

JELLY

(suddenly menacing)

Why? Fuck the police.

BEN

Right! Fuck 'em.

HORNS start HONKING behind them.

BEN

At least take my card. You might look at the damage in the morning and change your mind.

Jelly takes the card and reads it.

JELLY

You're a doctor?

BEN

Ph.D. Psychologist.

JELLY

A shrink. You talk to a lotta nuts, huh?

Ben hears KICKING from inside the car trunk.

(CONTINUED)

16 CONTINUED: (2)

16

JELLY

Pings and knocks. Cheap gas.
Hey, how do those minivans handle?

JIMMY (O.S.)

Jelly! Let's go!

JELLY

Take it easy, Doc.

Ben looks totally confused as Jelly hustles back to his car.

CUT TO:

17 INT. SOBOL HOME - LIVING ROOM - ISAAC SOBOL

17

Ben's father, at the piano in the spacious, elegant, tastefully-decorated living room, surrounded by adoring guests, playing and singing an exuberant rendition of "You Must Have Been a Beautiful Baby." Isaac is a silver-haired patrician, overloaded with self-esteem.

ISAAC

(ending the sing-
along)

All right, neurotics only! Well,
you must have been a beautiful
ba-a-by, 'cause baby look at you
now, thank God for Prozac, baby
look at you now!

BEN AND MICHAEL

standing off to the side talking to Ben's mother DOROTHY. In the corner is a large advertising display featuring Isaac's smiling picture on the front cover of his new book, Tell Me What You Feel, Tell Me What You Want.

BEN

What do you mean you're not
coming? It's my wedding.

DOROTHY

We understand it's a special day
for you, Benny, but your father
and I can't just pick up and
leave town every time you decide
to get married.

(CONTINUED)

BEN

Every time? This is a once-in-a--
twice-in-a-lifetime thing.

Isaac joins them.

BEN

Dad, you're not coming to my
wedding?

ISAAC

We want to be there, but I have
three book signings next weekend.
I can't piss off these big book
stores. If I cancel, they'll
stick me down on the bottom shelf.
That's how they are.

BEN

Yeah, that's the word on the
street. The self-help book
business is full of vindictive
pricks.

DOROTHY

(looking around)

Ben! The language.

BEN

I'm sorry, but I've been alone
for eight years, now I've finally
met someone I want to spend the
rest of my life with and I would
really like you to meet her
before we get married. You're
going to be her family. I think
it's better she knows that up
front.

ISAAC

You're really hostile tonight.

BEN

I'm joking.

DOROTHY

(jumping in)

I think I'll go talk to the mayor.

BEN

The mayor's here?

DOROTHY

I can only hope.

(CONTINUED)

17 CONTINUED: (2)

17

Dorothy exits.

ISAAC

What's wrong?

BEN

Nothing. Everything's fine.

ISAAC

How's your practice?

BEN

It's great. Just great. I've got some very interesting patients -- extremely interesting. Fascinating actually.

MICHAEL

Dad has a patient who dreams he shits trout.

BEN

Thanks, Mike.

ISAAC

Excuse us, Michael.

Isaac pulls Ben into the foyer.

ISAAC

Why are you wasting your time out there in the boondocks? New York City is the Mecca of Madness.

BEN

I'm just not sure I could spend my life dealing with people whose biggest crisis is how to fire the maid.

ISAAC

It beats a guy with an ass full of flounder.

BEN

Trout! And don't minimize my practice.

ISAAC

Why are you getting so defensive? This is about your own feelings of inadequacy.

(CONTINUED)

17 CONTINUED: (3)

17

BEN

You always turn it back on me.
Why do you do that?

ISAAC

Why do you think I do that?

BEN

Why do you think I think you do
that? Go ahead, now you ask me
why I think you think I think you
do that.

ISAAC

Enough. I want you to think about
what I said. And when you're ready
to talk to me like a normal person,
I'll be at the piano with
Regis Philbin.

(as he crosses away)

Rege!

REGIS PHILBIN

I'm not singing, Isaac!

ISAAC

Now, ladies and gentlemen, at the
piano, Regis Philbin!

Applause and laughter from the guests. Ben grabs a
glass of champagne from a passing waiter's tray.

BEN

(to the waiter)

Thomas Wolfe was right. You can't
go home again -- because your
parents still live there.

CUT TO:

18 INT. OLD LION SOCIAL CLUB - NIGHT

18

Vitti's men converse quietly while a soldier sweeps the
room for bugs. He gives the "all clear" and SALVATORE
MASIELLO, the old consigliere, speaks.

MASIELLO

The Manetta family is asking a lot
of questions. They think we hit
Dominic.

CARLO MANGANO, the burly underboss of the Vitti family,
jumps in.

(CONTINUED)

MANGANO

Forget Dominic! They were after Paul.

(to Vitti)

It's a miracle you survived. I thank God.

VITTI

Yeah, thank God. All I know is if I didn't have some veal stuck in my teeth, I'd be laying there with Dominic.

JOHNNY BIGS

This is all about the big meeting. Primo Sindone wants to run the whole show.

MANGANO

Yeah, but Primo's a boss. He knows the rules. He couldn't go after Dominic and Paul unless the other families gave their permission.

VITTI

(starting to sweat)

If they did, we're heading for one big fuckin' war.

(having trouble
breathing)

Talk to Zello and Baldassare. Find out what you can. We got two weeks. If the other New York bosses are against us, I want to know it before I walk into that meeting.

He feels a stabbing pain in his chest.

MANGANO

You all right, Paul? You don't look good.

VITTI

I'm a little choked up here. I gotta get some air.

He walks outside. Jelly follows. Mangano looks quizzically after them.

CUT TO:

19 EXT. OUTSIDE THE OLD LION - CONTINUOUS ACTION

19

Vitti is having trouble breathing.

JELLY

You feel all right?

VITTI

I feel like shit. This whole thing is like a huge fuckin' headache.

JELLY

(concerned)

You havin' one of those mindgrains?

Sweating profusely now, Vitti feels another stabbing chest pain.

VITTI

Get the car.

CUT TO:

20 INT. EMERGENCY ROOM - LATER

20

Vitti is putting on his shirt. He looks considerably better. Jelly is sitting down, tapping his own knee with the little rubber hammer. Nothing moves.

DOCTOR SHULMAN, a young cardiology resident, enters.

DOCTOR

Good news, Mr. Evans. Your heart is just fine.

VITTI

How could it be fine? I've had like eight heart attacks in the last three weeks.

DOCTOR

Well, based on everything, I'd say you probably had an anxiety attack.

VITTI

(a beat)

What?

DOCTOR

An anxiety attack. A panic attack. I can give you some Xanax if it happens again soon --

(CONTINUED)

VITTI

(menacing)

Look at me. Do I look like a guy who panics?

DOCTOR

(nervous now)

There's nothing -- I mean -- it's a common thing --

VITTI

Where did you go to medical school? I had a heart attack, you quack bastard.

DOCTOR

(very scared now)

Well, not according to these --

As Vitti moves toward the Doctor, Jelly instinctively grabs the Doctor from behind and holds him while Vitti wraps the blood pressure cuff around his neck.

VITTI

(low and deadly,
pumping up the
cuff with the
squeeze-ball)

Listen to me, jerk-off. I had a mild heart attack and now it's over. You understand?

The Doctor nods vigorously, his eyes bugging out as the pressure around his neck increases.

VITTI

If anyone asks you, you never saw me, and I was never here. Is that clear?

DOCTOR

(strangled)

Yes.

VITTI

Good.

(to Jelly)

Take the chart.

Jelly releases the Doctor, grabs all the papers and follows Vitti out the door.

CUT TO:

21 EXT. HOSPITAL - MOMENTS LATER

21

Vitti and Jelly come walking out the emergency room exit. Vitti stops.

VITTI

Jelly, I need you to do something for me as my friend.

JELLY

Anything.

VITTI

You have to find me a doctor.

JELLY

We just came from the doctor.

VITTI

Not that kind of doctor. I need a head doctor.

JELLY

You're gonna change your face like Sonny Black? Don't get his nose though, he looks like a pig.

VITTI

Not a plastic surgeon, ya spoostud. Do I have to spell everything out?

JELLY

It saves time.

VITTI

I need you to find me a psychiatrist.

JELLY

Wow. This is like the Psychic Network or something. I just ran into a psychiatrist. Actually he ran into me.

VITTI

Is he any good?

JELLY

Yeah, he seemed like a smart guy. He had a business card and everything --

VITTI

He had a card? That's a real fuckin' achievement.

(CONTINUED)

21 CONTINUED:

21

JELLY

What do you need a shrink for anyway?

VITTI

It's not for me. It's for a friend. This friend is having some problems, so I'm going to ask the shrink some questions and get some answers for my friend.

JELLY

Got it.

VITTI

And nobody can know. If anyone hears I'm talking to a shrink, it could be interpreted the wrong way. You know what I mean?

JELLY

Of course. Absolutely.

(then)

Can I ask you one thing?

VITTI

What?

JELLY

This friend. Is it me?

CUT TO:

22 INT. BEN'S OFFICE - DAY

22

Ben is with a patient, CARL ANDERSON, a high-strung milquetoast in his late forties.

BEN

Carl, I'm detecting a pattern here. You seem to settle too easily for things.

CARL

You're right. I do.

BEN

No, well, there you go. You just did it again. I suggested something and you immediately agreed.

(CONTINUED)

CARL

You're right. I did.

BEN

Why do you think you do that?

CARL

I don't know.

BEN

Well, sometimes people do it because they fear rejection or disapproval, but you can't let that worry you, Carl. And you can't agree with things just for the sake of agreeing. Stand your ground. Don't let people roll over you.

The door opens and Jelly enters.

JELLY

Dr. Sobol?

BEN

Excuse me! I'm in a session here.

JELLY

Yeah, I know, I'm sorry.

BEN

You're... You're one of the guys I rear-ended the other night.

JELLY

Bingo.

(to Carl)

Get outta here.

Jelly takes Carl by the elbow and lifts him off the couch.

JELLY

Upsa-daisy. You got a coat, nutbar?

BEN

What are you doing?

JELLY

He's leaving.

(CONTINUED)

BEN

The hell he is. He's not going anywhere until we're done with his session.

Jelly pulls a big roll of bills out of his pocket, removes the rubber band, and peels off a couple of fifties.

JELLY

(to Carl)

I'll give you a hundred bucks to get out of here.

Carl looks at the money, then he gives Ben a plaintive look.

BEN

Don't take it, Carl.

Carl looks back to Jelly.

JELLY

(peeling off another bill)

A hundred and fifty.

BEN

He's not leaving.

CARL

(trembling)

Three hundred.

JELLY

(pays him)

You're not that fuckin' crazy.

Carl takes the money, gives Ben the thumbs up and exits. Jelly follows him to the door and waves for someone to come in.

BEN

Listen, if you're upset about your car, I can understand that. But you don't just barge in here --

Paul Vitti steps into the office. Ben freezes. Jelly crosses to take Vitti's coat.

VITTI

You know who I am?

(CONTINUED)

BEN

Yes.

VITTI

No you don't.

BEN

Okay.

VITTI

You've seen my picture in the papers?

BEN

Yes. And no. Sometimes. Never.

VITTI

Jelly, wait outside.

Jelly exits. Vitti walks around the room, taking everything in. He picks up the phone and listens. Hangs up.

VITTI

Sit down.

BEN

Sure.

Ben sits quickly on the coffee table. He crushes a box of tissues, then moves them out from under his ass. Vitti picks up a stack of CDS and looks through them.

VITTI

Tony Bennett, huh?

BEN

Yeah. He's my favorite.

Vitti picks up an autographed baseball bat from Ben's desk.

BEN

(puts up his hands)

Mr. Vitti, I tried to give the guy my insurance information, but he wouldn't take it. Seriously, I tried several times because it was all my please don't kill me.

VITTI

I was just gonna ask if you liked baseball.

(CONTINUED)

BEN

Yes. Big Yankee fan.

Vitti puts the bat down.

BEN

Mr. Vitti. Not that it's your fault, but your friend, he interrupted a patient's session and that's -- not good. I think this is a matter for our insurance companies, don't you think?

VITTI

I don't care about the car.

BEN

Then what -- ?

VITTI

A friend of mine is having a problem and he might have to see a shrink, so I'm going to ask you a couple questions. Do we sit?

BEN

Whatever makes you comfortable.

Ben starts for his chair, but Vitti sits in it first. Ben sits on the couch. Vitti adjusts the cuffs of his shirt, and runs a hand down the crease in his slacks.

VITTI

Okay, the first thing I gotta know about is privacy. You must hear a lot of weird shit in here. How do I know you won't go testifying -- not testifying -- but, you know, talking about it to somebody else.

BEN

I won't discuss a patient with anyone for any reason, unless I know the patient may be a danger to himself. Like if I'm concerned a patient might kill himself...

VITTI

Not fuckin' likely --

BEN

-- or kill someone else.

(CONTINUED)

Ben looks to Vitti for a response. Vitti stares at him for a long, uncomfortable beat.

VITTI

So who starts?

BEN

Why don't you tell me why you think you need therapy?

VITTI

I don't need therapy. I'm helping out my friend. You didn't hear me say that?

BEN

Right. I'm sorry.

VITTI

You guys are supposed to be so great when it comes to listening. You can't remember what I said two seconds ago.

BEN

I'm very sorry.

VITTI

I have to tell you, Doc, I'm not thrilled with the level of service up to this point.

BEN

Why don't you tell me about your friend?

VITTI

He's a powerful guy. Never had a problem dealing with things, you know? Now all of a sudden, he's falling apart. He cries for no reason. He's having trouble sleeping. And then he started having these attacks. You know, can't breathe, dizzy, chest pains -- like you think you're gonna die.

BEN

Panic attacks.

(CONTINUED)

VITTI

What's with all you doctors and the fuckin' panic? Did I say panic?

BEN

Not panic. Dizzy -- breathing -- chest pain attacks.

VITTI

Right. So the question is, what can he do to make it stop?

Ben decides to go for it.

BEN

I'm going to go out on a limb here. I think your friend is you.

VITTI

You -- you -- you -- you have a gift, my friend. Go on.

BEN

Medication could help, but if you really want to get to the bottom of this, you're going to want to get some kind of therapy.

VITTI

With you?

BEN

(hedging)

With me? Oh, I don't know. I'd have to look at my schedule. I'm very heavily booked right now and I'm going on a short vacation tomorrow.

VITTI

Where you going?

BEN

I don't really share that information with...

VITTI

Where?

BEN

Miami Beach.

(CONTINUED)

22 CONTINUED: (7)

22

VITTI

You know, this could be good. Just getting that off my chest, I feel better already. It's like a load is off my shoulders. Thank you.

BEN

Well, I really didn't do anything --

VITTI

You did something. The load? Off. Where is it? Don't know. You're good, Doctor. I'll be in touch. But listen to me.

(leaning close,
menacing)

If I talk to you and it turns me into a fag, I'll kill you. You understand?

BEN

Could we define 'fag,' because some feelings may come up --

Vitti silences him with a wave of his hand.

VITTI

I go fag, you die. Got it?

BEN

Yes.

Vitti gives Ben a little pat on the cheek, then turns and exits. Ben is stunned.

CUT TO:

23 OMITTED

23

23A EXT. BACK YARD - LATER

23A

Ben comes out the back door of the house carrying a couple of suitcases. Michael follows behind him with his bags. They cross to the car in the driveway.

BEN

I hope you didn't leave any food in your room. I don't want to come home and find a science fair.

(CONTINUED)

23A CONTINUED:

23A

MICHAEL

I didn't. Hey, Dad? One thing though.

BEN

Yeah?

MICHAEL

I go fag, you die.

BEN

Michael! That's it! I am sealing that vent.

MICHAEL

You are so cool, Dad. Was that really Paul Vitti?

BEN

(throwing the bags
in the car)

I didn't ask to see his Mafia decoder ring, but yeah, it was him. And you cannot tell anyone he was here. You understand?

MICHAEL

Should I take it off the internet?

BEN

What?

MICHAEL

I'm kidding!

CUT TO:

24 OMITTED

24

24A EXT. MIAMI BEACH - DAY

24A

Helicopter SHOT of the hotels fronting the crowded beaches.

24B EXT. HOTEL SWIMMING POOL (MIAMI) - DAY

24B

LAURA MacNAMARA, a pretty and charming TV news correspondent, is on the air live, surrounded by her camera crew. Kids are frolicking in the pool, splashing off the water slide behind her.

(CONTINUED)

24B CONTINUED:

24B

LAURA

So judging from the mob scene around the pool here today, I think you'd have to say that there's nothing 'off' about the 'off-season' in Miami Beach this summer. Now, on a personal note, this is my last report for W.V.B.F. I'm getting married to a wonderful man and moving to New York, so if you're up that way, watch for me on the W.P.I.X. news team. Thanks for everything, Miami.

(voice catching slightly)

For the last time, this is Laura MacNamara, W.V.B.F. news.

She pulls a bouquet out from behind her back and tosses it to the camera.

LAURA

Catch!

She smiles for a long beat.

PRODUCER

We're clear.

Laura's smile abruptly disappears.

LAURA

(to the crew, all business)

I'll do the re-asks, then you guys can just shoot the inserts and pack it up.

(looks off)

Ben!

Laura runs to Ben, standing on the sidelines, and embraces him. Michael is there too.

LAURA

This is him, everyone! This is the guy!

BEN

(to the crew)

Hi, everybody.

(CONTINUED)

24B CONTINUED: (2)

24B

LAURA

(as she hugs him)

Oh, I missed you.

BEN

I missed you too. Michael, say hello.

MICHAEL

Hi, Laura.

LAURA

(a little too big)

This is Michael? I don't think so. If I remember correctly, Michael was a little boy, and this, this is a great big kid. Hey, you. Tell us what you did with Michael Sobol.

Ben and Michael look at each other out of the corners of their eyes.

LAURA

Okay. Come on. Give me a break. I'm trying.

MICHAEL

No, it was nice, but I'm fourteen so it wasn't -- you know -- age appropriate.

LAURA

(smiles appreciatively)

Sorry. Just smack me if I do that again.

(hugs him)

How are you, Michael?

MICHAEL

Great.

There is an awkward silent moment, everyone smiling uncomfortably.

BEN

Mike, you want to go look at the camera?

MICHAEL

Why would I want to look at the camera?

(CONTINUED)

24B CONTINUED: (3)

24B

BEN

'Cause I bet there's all kinds of cool video stuff over there. Why don't you check it out?

MICHAEL

(gets the hint)

Oh, yeah.

(to Laura)

Is it okay?

LAURA

Go ahead. If you break something, don't worry. I'm out of here.

Michael crosses to the camera crew.

LAURA

You think he likes me?

BEN

Michael? He's crazy about you. I am too.

They embrace.

LAURA

You are? And you still really want to get married?

BEN

Of course.

LAURA

But what if you get tired of me? I know so many couples that were really happy, then they got married and just completely lost interest in each other.

BEN

That's not going to be us.

LAURA

I just don't want to lose the passion.

BEN

Yes, I'm brimming with passion. I'm up to here with passion.

(CONTINUED)

24B CONTINUED: (4)

24B

LAURA

I want us to be like animals.
You know just screaming and
sweating and tearing at each
other all the time□--

BEN

The sweating shouldn't be a
problem. The tearing sounds
painful.

The SOUND GUY crosses over.

SOUND GUY

(embarrassed)

Uhh, Laura? You want me to take
your mic, or at least turn it off?

Laura looks over at the crew. It's obvious that Michael
and the crew have heard this whole exchange.

LAURA

Oh my God.

25 OMITTED
&
25A

25
&
25A

25B INT. WALDORF-ASTORIA - HOTEL CORRIDOR - NIGHT

25B

A room service cart with the remains of a sumptuous meal
is standing in the hall outside one of the rooms.

SHEILA (O.S.)

Oh my God! Oh, yes. Oh, yes.

CUT TO:

26 INT. HOTEL ROOM - SAME TIME

26

Vitti is in bed making love to his mistress, SHEILA, a
pretty woman in her late 20s. They're really going at
it.

SHEILA

Oh, yes. Oh, yes.

(then)

Is everything okay, Paul?

(CONTINUED)

26

CONTINUED: (A1)

26

VITTI

What are you talking for? I'm
trying to do this here.

SHEILA

You seem -- distracted.

VITTI

I got things on my mind. Stop
talking.

SHEILA

Okay, I'm sorry. Just relax,
baby.

He goes back to lovemaking.

SHEILA

(after a beat)

Were you thinking about your wife?

(CONTINUED)

26 CONTINUED:

26

VITTI

No, I wasn't thinking about my wife.

(a long beat)

Now I'm thinking about my wife.
Goddamn it, Sheila, why can't you keep your mouth shut!

Completely frustrated now, he gets out of bed, leaving her alone and confused.

SHEILA

(small voice)

I'm sorry, Paul.

CUT TO:

27 INT. BEN'S MIAMI HOTEL ROOM - NIGHT

27

Ben and Laura are nestled together in bed, asleep.

JELLY (O.S.)

(whispering)

Dr. Sobol. Dr. Sobol.

Ben stirs.

BEN

Mom?

Jelly's head pops up on Ben's side of the bed. Ben wakes up and his eyes go wide. Jelly puts a finger to his lips.

JELLY

Mr. Vitti wants to see you. I have your robe.

CUT TO:

28 OMITTED

28

29 UNDERWATER

29

Kelp. Rocks. Bubbles. A mermaid swims INTO VIEW and meets up with another mermaid. They do beautiful back flips under the water.

VITTI (O.S.)

You no-good little two-bit piece of shit bastard!

(CONTINUED)

29

CONTINUED:

29

We PULL BACK to see the mermaids through the viewing windows of a large tank behind the bar of the --

INT. WIKI WACHI LOUNGE - LITTLE LATER

A tacky dive with a tropical motif. Ben, in his robe, is being berated by Vitti.

VITTI

I got news for you. I'm still fucked up. Whatever you did the other day, it didn't take. You did nothing for me.

BEN

(indignant)

I did nothing? What did you expect? I saw you for five minutes. I don't work miracles, Mr. Vitti. And I'll tell you something else. I don't appreciate it when someone breaks into my hotel room and kidnaps me. I don't go for that. I have a family and a life and a serious practice, and I don't have time for your bullshit!

(sheepishly)

That got away from me near the end.

Vitti stares at Ben.

VITTI

I couldn't get it up tonight.

BEN

(stopped cold)

You mean sexually?

VITTI

No, I mean for the big game against Michigan State. Of course sexually!

BEN

You flew fifteen hundred miles and dragged me out of bed in the middle of the night because you couldn't get an erection?

VITTI

Doesn't that prove I'm motivated?

(CONTINUED)

29

CONTINUED: (1A)

29

BEN

You can take a pill for that, you
know.

(CONTINUED)

VITTI

No, that's a cheat. You start with the pills, next thing you know you got implants with pumps. I think a hard-on should be gotten legitimately or not at all.

BEN

Did you see that embroidered on a pillow somewhere?

VITTI

Are you gonna help me or not?

BEN

I don't believe this. All right. Has this happened before?

VITTI

The dead dick thing? Never. Well, one time. Tonight. And another time.

BEN

So twice?

VITTI

Do the math. Two times.

(a beat)

There was another time. But it was after a big meal, so, you know, that don't count.

BEN

Listen, being unable to perform three or four times --

VITTI

Five.

BEN

Five times -- it isn't the end of the world.

VITTI

Maybe not to you -- look at you -- but if I can't get it up, that makes me less of a man and I can't have that.

(MORE)

(CONTINUED)

VITTI (CONT'D)

(moving closer
to Ben)

In my business I deal with animals. They may seem dumb to an educated guy like you, but make no mistake about it, Doctor, animals are very cunning. And they sense weakness. Right now I'm an injured animal. It's only a matter of time before one of the lions out there catches the scent. Then I'm dead. That's the way it is. If you don't understand that, then you don't understand the life I live and you don't understand me.

BEN

(nodding)

Okay.

VITTI

I have until the end of the week to get strong or they're gonna eat me up. If they don't kill me in the meantime.

BEN

What happens next week?

VITTI

I can't tell you and you don't want to know.

BEN

It's impossible. I can't do anything that fast. And even if I could, what's my goal here? To make you a happy, well-adjusted gangster?

VITTI

Look, the other day I saw a commercial on television, some kid playing with a couple of puppies. I cried for 45 minutes. Slap a pair of tits on me, I'm a woman!

BEN

I'm sorry. I can't help you.

VITTI

You're turning me down?

(CONTINUED)

BEN

Mr. Vitti, when I got into family therapy, this was not the family I had in mind. I'm turning you down.

VITTI

You with your schmucky little office in your schmucky little house out there in Schmuckville -- you're turning me down? What, so you can spend more time listening to housewives piss and moan about how nobody fucks them right?

BEN

I'd like to go now.

VITTI

(starts to cry)

You see this? This is what I'm talking about! I'm a dead man!

Ben turns away and starts for the door.

VITTI

(through the tears)

You call yourself a doctor? You should be ashamed. A real doctor couldn't turn his back on a person who's suffering!

BEN

(finally)

All right.

(hands him a handkerchief)

What happened with your wife tonight?

VITTI

(wiping away his tears)

I wasn't with my wife. I was with my girlfriend.

BEN

You have a girlfriend? We could do two months on that alone.

VITTI

What, you're gonna start moralizing with me now?

(CONTINUED)

BEN

Okay. Do you have marriage problems?

VITTI

No.

BEN

Then why do you have a girlfriend?

VITTI

I do things with her I can't do with my wife.

BEN

Why can't you do those things with your wife?

VITTI

Hey. That's the mouth she kisses my children good night with. What's the matter with you?

BEN

Okay, okay. Have you been under a lot of stress lately?

VITTI

You mean like seeing your best friend murdered? Yeah, I got stress.

BEN

Well, based on what you told me before about your attacks, I'd say that's probably it then.

VITTI

It's just stress?

BEN

I doubt if there's anything physically wrong with you.

VITTI

(brightening, pointing a finger at Ben)

You. You. You're very good.

BEN

There's a lot more to it --

(CONTINUED)

VITTI

No, you're right. You're right on the money. I can feel the juices rushing back to my manhood as we speak.

BEN

Well, I didn't need to know that.

VITTI

This settles it. You're my shrink.

BEN

I can't treat you, Mr. Vitti. I don't think you're really ready to open up and deal with --

VITTI

Listen to you. The honesty. Nobody -- and I mean nobody -- talks to me like this. I'm ready. Let's do it.

BEN

You don't hear the word 'no' that often, do you?

VITTI

I hear it all the time. Only it's more like, 'No, no, please, no!'

BEN

(relenting)

All right. I'm here for two more days. When we get back to New York, I'll treat you exclusively for two weeks. I just need to figure out what to tell my other patients.

VITTI

You want me to clear your schedule for you?

BEN

No thanks, I'll handle it. Now can I go?

Vitti throws his arms around him and kisses him on both cheeks. A look of concern crosses Ben's face.

(CONTINUED)

29 CONTINUED: (7)

29

VITTI

Thank you.

CUT TO:

29A INT. BEN'S MIAMI HOTEL ROOM - NIGHT

29A

Ben enters. Laura is sitting up in bed, pissed off.

LAURA

What is wrong with you? I woke up, you were gone, no note or anything. I've been going out of my mind, Ben. I walked all over the hotel looking for you. I almost called the police!

BEN

Okay, listen. I'm going to tell you the truth. I had a serious patient emergency.

LAURA

You have patients in Florida?

BEN

Just one. He followed me here from New York. I had to go.

LAURA

Who is this patient?

(CONTINUED)

29A CONTINUED:

29A

BEN

Paul Vitti!
(a beat)
Paul Vitti.

A long beat.

LAURA

(worried)
Oh, Ben.

BEN

I know. But don't worry. It's not like he's a real patient. He's got this idea in his head that I'm helping him. It's crazy.

LAURA

You're not going to treat him.

BEN

No.

LAURA

Tell me you're not.

BEN

I'm not!

LAURA

That would be too scary. You don't want a person like that in your life, believe me. I've covered the mob down here. I've seen what they can do.

BEN

Listen, it's been taken care of. I told him I couldn't see him again. He understood and it's over.

LAURA

You sure?

Ben nods.

LAURA

(tearing up)
I was so worried.

He hugs her and holds her tightly, feeling like a jerk for lying to her.

CUT TO:

30 INT. SEWING ROOM (NEW YORK) - NEXT MORNING 30

Immigrant garment workers cut and sew fabric.

31 INT. OFFICE - CONTINUOUS ACTION 31

This is Sindone headquarters. A few of his trusted guys are in attendance: HANDSOME JACK, POTATOES, and MOONY, his consigliere.

MOONY

It doesn't figure. We take out Manetta, what does Vitti do? Nothing. Why doesn't he move?

PRIMO SINDONE, a vain, pompous Mussolini, is standing on a stool in his underwear, being fitted for a suit by a nervous tailor.

SINDONE

Fuck him.

MOONY

I'm telling you, Primo, he's planning something big. The shit is really gonna come down.

SINDONE

Then let it come down. Vitti's a tough guy but a lot of tough guys got fed to the crabs off Red Hook over the years.

(looking down at
the tailor)

You been down there a long time. Are you measuring my inseam or contemplating a lifestyle change?

Sindone nods for the tailor to get out.

MOONY

Primo? What about Vitti?

SINDONE

Vitti. Vitti. The whole time we were growing up, he was the smart guy; I was the dope. My father was a nickel-and-dime shitheel; his father had it all. Vito Genovese blew it at Apalachin because he forgot to kill Gambino before the meeting.

(MORE)

(CONTINUED)

31 CONTINUED:

31

SINDONE (CONT'D)

I won't make the same mistake. I want Paul Vitti dead -- now. You two astronauts think you can handle that?

Handsome Jack and Potatoes nod their agreement.

HANDSOME JACK

You got it, Primo.

DISSOLVE TO:

32 MAN WITH FISH HANGING FROM HIS MOUTH

32

A killer whale leaps up and takes it from between his teeth.

EXT. MIAMI SEAQUARIUM - CONTINUOUS ACTION

The audience in the stands applaud as the killer whale splashes back into the water.

32A LAURA AND MICHAEL

32A

are clapping. Ben is clearly bored.

LAURA

(to Ben)

Come on. Get into it.

BEN

I don't understand. They jump out of the water, they splash, they eat fish. It's not a real stretch for a whale. If they did a number from West Side Story, then I'd be into it.

LAURA

Just stop.

(to Michael)

We're having fun, right?

MICHAEL

Well, to be real honest. I'm not having as much fun as it looks like I am. I'm pretending, you know, because we have to bond and everything.

(CONTINUED)

32A CONTINUED:

32A

Laura looks at Ben.

BEN
(to Laura)
You've got to admire the openness.

MICHAEL
(a tad too excited)
Here comes the whale again!

32B TANK

32B

The whale leaps high in the air and crashes back down, sending a wall of water flying into the first few rows.

JELLY AND JIMMY

walking by the tank, get soaked by the huge wave.

JIMMY
Fuck me!

STANDS

Ben looks and sees Jelly beckoning him.

BEN
(to Laura and
Michael)
I'm hungry. Yeah, I'm going to
get a hot dog. Who wants a
hot dog?

MICHAEL
(rising)
I'll go with you.

BEN
No, I'll go. You're pretending
to have a good time. I don't
want to spoil that. Be right
back.

CUT TO:

33 EXT. VOMITORIUM - MOMENTS LATER

33

Ben confronts Jelly and Jimmy, who are soaked to the skin.

(CONTINUED)

BEN

What is this? Are you guys following me?

JIMMY

Fuckin' fifteen-hundred dollar suit. You think the whales piss in that water?

JELLY

No, I think they use the men's room next door at the Burger King.

(to Ben)

Mr. Vitti wants to see you.

BEN

Is this a joke?

JELLY

You're an employee of Mr. Vitti's. That means you're on call twenty-four hours a day just like the rest of us.

BEN

No, he and I discussed this. I told him I'd see him when I got got back to New York.

JELLY

Don't be a skavootz. It is what it is. If he needs you sooner, you go.

BEN

No, I'm not going, and if you bother me again I won't treat him at all. Understand? That's it. End of story.

CUT TO:

Ben plunges into the tank in the middle of a school of sharks. He screams silently underwater and swims desperately for the top.

A couple of families watching THROUGH the viewing window laugh and applaud as if it's part of the show.

CUT TO:

An alligator loafer steps down on it. We TILT UP TO a SEVEN-YEAR-OLD BOY with a shovel and pail.

BOY

Asshole.

After a beat, a ten dollar bill falls where the sandcastle was. The Boy's face instantly brightens.

BOY

Thanks, mister.

EXT. BEACH - DAY

The alligator loafer belongs to Jelly. He's walking with Jimmy and other bodyguards who form a loose protective perimeter around Ben and Vitti as they walk along the shore. All the guys are wearing loud Jersey beach outfits.

BEN

They threw me in the shark tank, Paul. The shark tank!

VITTI

They were trying to make a point.

BEN

What, that you're a scary guy? I get it.

VITTI

You're in a mood, you know that?

BEN

Yeah, I get that way when a shark tries to chew on my ass.

VITTI

Okay. Okay. Calm down.

BEN

I don't want to calm down. My girl friend saw me all wet? I told her I fell into a tank with the manatees. I lied to her last night, now this. I don't like it.

VITTI

Manatees. That's a funny word. Manatees.

(CONTINUED)

BEN

I'm glad you're entertained.
What's the problem?

VITTI

Oh, I can tell you really care.

BEN

Okay. What's going on?

VITTI

I had an episode. Not an actual
panic attack, but I started
panicking a little thinking I
might have one. Does that seem
weird to you?

BEN

I'm redefining 'weird' on an
hourly basis. What were you
thinking about when you started
feeling anxious?

VITTI

I don't know. The usual bullshit.
Family problems.

BEN

Which family?
(referring to
bodyguards)
This one?

VITTI

No, regular family.

BEN

(stops)
I want you to draw a picture of a
house. In the sand.

VITTI

What kind of house? A warehouse?
A whorehouse? My house? What
house?

BEN

A house.

VITTI

Why?

BEN

I'll tell you after you do it.

(CONTINUED)

35 CONTINUED: (2)

35

Vitti bends over and starts drawing in the sand.

VITTI

This is good. I come to Florida
and draw pictures in the sand like
a jerkoff.

36 BENCH

36

TINO, a local Miami hitman, is covertly watching Ben and Vitti on the beach. He talks into a cell phone.

TINO

I don't know what they're doing.
He's talking to some guy. Looks
like Vitti is drawing something in
the sand... What's he drawing?
What am I, Superman? I'm a
hundred yards away -- I can't see
shit... No way, he's got that fat
Jelly with him and his partner,
Jimmy Boots. We could take him
out with a rifle and a scope, but
I don't have any of that shit with
me. My scope's in the shop...
Nah, it's a warranty item... Hey,
don't sweat it. You told me to
take care of him, I'll take care
of him... Okay, I'll call you
back.

37 BACK ON BEACH

37

Vitti finishes drawing.

VITTI

There. You happy?

BEN

Where are the people?

VITTI

What people? You told me to draw
a house.

BEN

I know. But usually when people
draw a house they draw people.
Where are the people who live in
your house?

(CONTINUED)

VITTI

Well, you see, they'd come out and say hello, but the whole family's in the Witness Protection Program. It's very sad. What the fuck you want from me?

They start walking.

BEN

Okay, forget the house. I'm going to say some words, and you say the first thing that comes into your mind.

VITTI

Good, more games. Shoot.

BEN

Home --

VITTI

-- plate.

BEN

Mother --

VITTI

-- fucker.

BEN

Father --

VITTI

-- forgive me for I have sinned.

BEN

Wife?

VITTI

(clears his throat)

Love.

BEN

Son?

Vitti looks out to sea.

BEN

Son?

Ben can't see his face, but Vitti's eyes are full of tears. He wipes his eyes.

(CONTINUED)

37 CONTINUED: (2)

37

VITTI

See this? Again with the crying.
Let's get out of here. We're
being watched. Don't look.
There's Feds on the roof of
the hotel.

BEN

How do you know that?

VITTI

I'm a criminal. It's my job.

CUT TO:

38 EXT. HOTEL ROOF - DAY

38

FBI AGENTS STEADMAN, RICCI, and PROVANO CLICK away with
long-lens CAMERAS as they watch from the rooftop.

AGENT RICCI

Who's the new face?

AGENT STEADMAN

I don't know. Get somebody down
there to see what he drew in the
sand.

AGENT PROVANO

Whoever this guy is, he must be
important to the family.

AGENT STEADMAN

Maybe he's Vitti's new
consigliere. Put his picture
on the wire and see what you
come up with.

CUT TO:

39 INT. VITTI'S SUITE - DAY

39

Vitti, Ben and Jelly enter the suite. MARIE, Vitti's
wife, and their children, THERESA, 14, ANNA, 10, and
ANTHONY, seven, are there. Vitti greets them warmly,
suddenly a different man.

VITTI

Look at this, the whole crew.
(kissing Marie)
You all right? Good flight?

(CONTINUED)

MARIE

Yeah, we're fine. We're on our way to the pool. Kids, get your stuff. We'll get out of your way.

VITTI

That's okay. Marie, this is a friend of mine, Ben Sobol.

(as they AD LIB greetings)

He's -- from the boat. A fishing boat captain. Cuban refugee.

MARIE

(shaking his hand)

Nice to meet you, Senor Sobol.

Ben looks to Vitti, then to Marie.

BEN

Gracias.

VITTI

And this is Theresa and Anna --

ANNA

Anne.

VITTI

-- Anna, and the big guy, Anthony.

Anthony gives Ben a manly handshake.

ANTHONY

How you doin'?

BEN

Nice to meet you.

VITTI

(noticing Theresa's bikini)

Jesus, Theresa, you are not wearing that suit to the pool.

THERESA

What do you want me to wear, a one-piece?

VITTI

I want you to wear one of those Arab bathrobes with a veil over your face, is what I want.

(CONTINUED)

THERESA

Mom!

MARIE

Don't worry about it, Paul. We'll be back in time for dinner.

VITTI

Okay, babe. Hey, Anthony. Guess what I got?

ANTHONY

What?

VITTI

(holds up some tickets)

Marlins and the Braves -- right behind home plate, tonight.

ANTHONY

You and me?

VITTI

Of course, you and me.

(hugs him)

Have fun at the pool. Stay out of the deep end. And don't swim for a couple hours after you eat.

ANTHONY

Okay, Papa.

He kisses his father and exits with the others.

VITTI

(to Jelly)

Send Jimmy down with them.

JELLY

Already done.

Jelly exits.

BEN

Nice family. Cuban fishing boat captain?

VITTI

I can't tell Marie you're a shrink. She'd worry, you know.

(CONTINUED)

BEN

About this? I think she'd be more worried about your career choice.

VITTI

Just keep going with the therapy.

He crosses to the bar, pours himself a drink, and lights a cigarette.

BEN

You know, normally a patient wouldn't smoke or drink during a session.

VITTI

(blowing smoke)

That's an interesting fact I'll have to remember if I'm ever on 'Jeopardy.'

BEN

So tell me about your father.

VITTI

My father. He was a big man in the neighborhood -- very well respected. Everybody loved him, God rest his soul.

BEN

He passed away?

VITTI

No, I just like saying 'God rest his soul.' Yeah, he passed away. He died when I was about twelve.

BEN

How?

VITTI

Heart attack. Sudden thing.

BEN

Were you and your father close?

VITTI

Close? Yeah, you know, pretty close. I guess we weren't getting along that great right then.

(CONTINUED)

BEN

Why was that?

VITTI

I was hangin' out in the neighborhood. I had a borghata -- like a kid gang -- hooligan shit, nothin' big. But my father didn't like it.

BEN

You fought about it?

VITTI

He slapped the shit out of me.

BEN

And then?

VITTI

And then that night he died.

BEN

How did that feel?

VITTI

It felt great! How did it feel?
(shrugs)
I don't know.

BEN

Well, think about it. Were you angry, were you afraid? Sad?

VITTI

Yeah, I guess.

BEN

Any feelings of guilt?

VITTI

About what? I didn't kill him.

BEN

I'm just speculating, but maybe in some way you wanted him to die.

VITTI

Why would I want my father to die?

(CONTINUED)

39

CONTINUED: (5)

39

BEN

Well, you said you were fighting. You were rebelling against his authority. There may have been some unresolved Oedipal conflict.

VITTI

English.

BEN

Oedipus was a Greek king who killed his father and married his mother.

VITTI

Fuckin' Greeks.

BEN

It's an instinctual developmental drive. The young boy wants to replace his father so he can totally possess his mother.

VITTI

Are you saying I wanted to fuck my mother?

BEN

It's a primal fantasy --

VITTI

Have you seen my mother? That is the sickest fucking thing I've ever heard.

BEN

It's Freud.

VITTI

Well, then Freud's a sick fuck, and you are too for bringing it up.

CUT TO:

39A
and
40

OMITTED

39A
and
40

40A INT. OCEAN VIEW RESTAURANT - NIGHT

40A

Laura's family, the MacNamaras, and a few close friends have gathered for the rehearsal dinner. There are three tables in a roped-off section of the restaurant with large floral centerpieces, a small bar in the corner. The MacNamaras, SCOTT and BELINDA, are standing with Laura, Ben, Michael and a couple of other relatives.

BELINDA

Well, isn't this wonderful, all of us finally getting to spend some time together.

(CONTINUED)

40A CONTINUED:

40A

SCOTT

All set for the big day, Ben?

BEN

Can't wait, Scott. Can I call you 'Scott?'

SCOTT

My friends call me 'Captain.'

BEN

Captain.

BELINDA

Well, if tomorrow goes as well as the rehearsal, I'd say it's going to be a beautiful wedding.

BEN

Yes, thanks for going to all this trouble, and I have to thank you and the Captain for something else.

SCOTT

For what?

BEN

(pointing to Laura)

For this.

Everyone "ahhs" as Ben gives Laura a peck on the cheek. Michael makes a face.

LAURA

(to Ben)

Would you like a drink, because I'm definitely having eight or nine.

BELINDA

(disapproving)

Shall we go to the table?

As the woman go to their seats, Scott holds Ben back for a private moment.

SCOTT

Ben, there's a lot I'd like to say to you, but I'm going to skip the big father-in-law speech because I know you've been married before.

(CONTINUED)

40A CONTINUED: (2)

40A

BEN

Technically, it wasn't considered a marriage. It was like the Korean War -- more of a police action.

SCOTT

I served in Korea, son. I don't think you'd be laughing if you'd seen some of the things I saw.

BEN

You're right. Sorry.

VITTI (O.S.)

Senor Sobol!

Everyone turns to see Paul and Marie Vitti coming into the room, followed by their kids and a knot of bodyguards. Ben's face falls. He rushes over to intercept them.

BEN

(sputtering)

Mr. Vitti! How are you? Mrs. Vitti! Honey, it's the Vittis!

Laura glares at Ben.

VITTI

(charming)

Look at everybody. Everybody's smiling, everybody's happy. Nice. This is Marie, my girls, my boy, then all these guys.

BEN

Mr. and Mrs. Vitti, this is Laura, my fiancée.

VITTI

Nice to meet you.

LAURA

(stunned)

Thank you very much.

A tense moment. Ben presses on.

BEN

And this is my son Michael.

(CONTINUED)

40A CONTINUED: (3)

40A

VITTI

Whoa. He's a bruiser.

(to Ben)

You're sure this is your kid?
You're a pound and a half soaking
wet. I've had lobsters bigger
than you.

(to Michael)

You ever want a job, you come talk
to me, right?

MICHAEL

Seriously?

BEN

Michael!

SCOTT

You're Paul Vitti. The mobster.

BEN

Mr. MacNamara-- uh--

VITTI

Excuse me. Is that polite? Is
it? I'm trying to be nice here.
Do I walk up to you and go,
'You're whoever you are. The
prick'?

MARIE

Paul!

BEN

Mr. Vitti, this is Laura's father.

VITTI

Yeah? Okay, well, sorry. But
you should know, there is no mob,
and, P.S., I personally have
never been convicted of a crime.

(to Jelly)

We're nine for nine, right?

JELLY

That's right.

Vitti takes an envelope from his jacket pocket and
presses it into Laura's hand.

(CONTINUED)

40A CONTINUED: (4)

40A

VITTI

(quietly)

I heard about the wedding. Here you go. A little something for the bride and groom. God bless. You should live and be well.

LAURA

Mr. Vitti, we can't accept this.

VITTI

Yeah, you can. Now, if you don't mind, I just need to borrow this guy for a couple of minutes, then that's it. I'm out of here. Okay?

LAURA

Okay. Then you leave us alone, right?

VITTI

Of course. I wouldn't do anything to screw up your wedding.

(to Ben)

I gotta talk to you. Come on.

(to group)

Have a great night, everybody. Nice to meet you.

Vitti starts for the door.

BEN

(to Laura)

I've just got to talk to him for a sec. You okay?

LAURA

I've never been less okay.

BEN

Great.

Ben is yanked away by Jimmy. Marie stands with Laura.

MARIE

I bet you eat a lot of fish since your fiance's in the business.

Laura stares.

CUT TO:

40B EXT. TERRACE - FEW MINUTES LATER

40B

Vitti, Ben and Jelly step out.

VITTI

(to Jelly)

Watch that door. And don't listen to what we say.

JELLY

My ears are sealed.

VITTI

(to Ben)

Okay, listen. I had a really weird dream last night.

BEN

I feel like I'm having one right now. How could you interrupt our party?

VITTI

You know, you're very rigid about certain things.

BEN

Just tell me the dream.

VITTI

Okay. I'm asleep. I hear a baby crying. I go to the refrigerator, I get a bottle of milk, I take it to the baby, but when I go to give it to him, I see that the milk is black.

JELLY

That's fuckin' weird.

VITTI

Okay, get out of here!

JELLY

Sorry.

Jelly exits.

VITTI

(to Ben)

What's it mean? And I don't want to hear any more filth about my mother.

(CONTINUED)

40B CONTINUED:

40B

BEN

I don't know what it means. What does it mean to you?

VITTI

This is what I'm paying you for? I say something, you say it right back to me? I could get Jelly to do this for nothing.

BEN

Then get Jelly.

Ben starts to walk off the patio and comes face to face with Laura's father, Scott.

BEN

Mr. MacNamara.

Ben exits. Scott MacNamara stares suspiciously at Vitti, wondering about his connection to Ben.

(CONTINUED)

40B CONTINUED: (2)

40B

VITTI

(to Scott)

Why don't you look over that way
before I have to bust your fuckin'
head open?

Scott looks away, terrified, as Vitti exits past him.

CUT TO:

40C OMITTED

40C

&

&

40D

40D

40E EXT. HOTEL COURTYARD - DAY

40E

The sun shines brightly on the wedding day. Guests are
assembling for the ceremony.

CUT TO:

41 INT. HOTEL ENTRANCE - MOMENTS LATER

41

Tino, the hitman, arrives and saunters into the hotel.

CUT TO:

42 INT. AREA OUTSIDE HOTEL ROOM - MOMENTS LATER

42

Jelly walks up to one of the bodyguards.

JELLY

I'm gonna get something to eat.
You want like a sandwich or
somethin'?

BODYGUARD

Yeah. What kinda sandwich isn't
too fattening?

JELLY

A half a sandwich.

BODYGUARD

Sounds good.

JELLY

I'll be back in about twenty
minutes.

The elevator arrives, Jelly gets in and the doors close
behind him.

43 ANOTHER ELEVATOR 43

The doors open and the Bodyguard turns to look. TWO SHOTS from a PISTOL with a SILENCER strike him in the chest and he falls to the floor dead. Tino steps out and drags the body to the stairwell.

44 OMITTED 44

44A EXT. HOTEL COURTYARD - LATER 44A

The guests are seated, Ben and Michael stand with the justice of the peace as Scott walks Laura down the aisle. The harpist is playing and all's right with the world. Scott shakes Ben's hand.

SCOTT

(quietly, to Ben)

Nod your head and smile. Now, you listen to me, goombah. I know what your game is, and you'd better call it quits, because if you and your paisans do anything to hurt my little girl, I'll kill you. Understand? Nod and smile.

Scott crosses away.

LAURA

(sotto)

What was that about?

BEN

Nothing. Your father thinks I'm in the Mafia.

LAURA

Oh.

BEN

Let's get married.

CUT TO:

45 INT. VITTI'S HOTEL SUITE - SAME TIME 45

Using a stolen pass key, Tino quietly opens the door and enters. He steps into the living room and hears WATER RUNNING in the bathroom. He stealthily approaches the bathroom door and draws his pistol with a silencer on it from under his jacket.

46 INT. BATHROOM - SAME TIME 46

Vitti stares at his reflection in the mirror, then starts washing his face. In the mirror we can see the door starting to open behind him, and the long barrel of Tino's pistol through the crack. Vitti blindly gropes for a towel and starts drying his face.

47 INT. VITTI'S BEDROOM - SAME TIME 47

Tino is about to shoot when Jelly comes up behind him, throws one strong arm around his neck in a powerful choke-hold, and grabs Tino's gun-hand with his free hand.

Vitti hears the sounds of a scuffle, steps out of the bathroom, and sees Jelly struggling with Tino.

Tino gets off a couple of wild SHOTS, but Jelly finally shakes the GUN loose from Tino's hand.

Vitti picks up the gun and puts it to Tino's head. Tino shuts his eyes and turns away, expecting the shot, but then Vitti's hand starts to shake and he breaks into a cold sweat.

Tino opens his eyes, sees Vitti frozen, and starts fighting with renewed strength. Jelly hangs on, looks at Vitti with concern, then wrestles Tino out onto the balcony.

CUT TO:

47A EXT. HOTEL COURTYARD - DAY 47A

The ceremony is in progress.

JUSTICE

If any man here knows why these
two people should not be joined in
holy matrimony, let him speak now
or forever hold his peace.

A beat, then a SCREAM is heard from above, then Tino crashes into a buffet table in the b.g. Wedding guests react in horror.

CUT TO:

48 OMITTED 48
& &
49 49

50

INT. VITTI'S SUITE - LATER

50

Jimmy and Jelly are hastily throwing clothes into suitcases. Vitti comes out of the bedroom hurriedly buttoning up his shirt.

VITTI

(urgently, to Jelly)

Tell Mikey to take Marie and the kids right to the airport.

(to Jimmy)

You get the car, bring it around to the back and wait for me.

Ben bursts into the room.

BEN

That's it. I've had it with you!

VITTI

What happened?

BEN

What happened? I just saw a man fall seven stories into a platter of poached salmon! That's what happened.

VITTI

Did he break anything?

BEN

Yes. Everything! They're still picking the capers out of his forehead.

VITTI

Hey, people get depressed, they jump. It's a human tragedy, but it's not my fault.

BEN

You're telling me it was suicide?

VITTI

(to Jelly)

I think he left a note. Jelly, did they find that note?

JELLY

No, but they will in a minute.

BEN

Oh, yeah, here it is.

(MORE)

(CONTINUED)

50

CONTINUED:

50

BEN (CONT'D)

(picks up a
slip of paper,
pretends to read)
'Life is bullshit. I can't
fuckin' take it no more. Tino.'

VITTI

Enough talking. We got to get
out of here. The place is
crawling with feds. I'm going
back to New York and I suggest
you do the same. They're
probably onto you too now.

BEN

Onto me? What are you talking
about? Being an accessory to
murder was not part of our
understanding.

VITTI

Hey, why you busting my balls? I
didn't kill him. I can't speak
for everyone in the room, but--
(he looks
at Jelly)
The son-of-a-bitch came after me!
It was self-defense. Trust me,
Doc. In this one, we're the
good guys.

Suddenly Laura bursts into the room, still in her wedding
dress, but disheveled.

BEN

Laura!

LAURA

(distraught, to
Vitti)
How could you do that?

VITTI

Great. Another country heard from.
(sotto voice
to Ben)
Get her outta here.

BEN

Honey, why don't you wait
downstairs?

(CONTINUED)

LAURA

Why, they're going to throw me
off the balcony, too?

(to Vitti)

I am thirty-- over thirty years
old and all my life I have dreamed
of walking down the aisle in a
beautiful white dress and
marrying the man I love.

VITTI

That's a beautiful dress.

LAURA

Thank you, but it's not about the
dress! We were supposed to get
married!

VITTI

You're upset.

LAURA

Of course I'm upset!

(to Ben)

I'm going downstairs to pack, then
I'm going to New York and I'm
getting married with you or
without you. Okay?

BEN

I'll be right there.

(walks her
to the door)

Everything's going to be all
right. I promise.

He kisses her and closes the door behind her.

BEN

Are you happy now? You ruined my
life!

VITTI

What, you think I wanted this?
I'm the victim here! I swear,
I'm going to kill that
son-of-a-bitch!

BEN

Is that all you know? Do you
hear yourself? I knew this
would happen.

(MORE)

(CONTINUED)

50 CONTINUED: (3)

50

BEN (CONT'D)

This whole thing has been one big disaster from the minute you walked into my office. We're finished! You hear me? I am no longer your doctor!

VITTI

Just 'cause of this?

BEN

Of course because of this! You don't have even the tiniest shred of human decency. All you know is threats and violence and that's all you'll ever know and I can't be around that!

Vitti stares at Ben for a long beat.

VITTI

What do you want me to do?

CUT TO:

51 INT. SINDONE'S OFFICE - CONTINUOUS ACTION

51

Sindone is watching "America's Most Wanted," rooting for the criminals. Moony comes to him looking concerned.

SINDONE

How come I can't get on this show? This is a good show.

MOONY

Primo. You got a phone call. It's Paul Vitti.

SINDONE

(warily)

Vitti.

(picks up the phone)

Hello?

INTERCUT Vitti and Sindone.

Vitti is on the phone, struggling to contain his rage. Ben watches.

VITTI

Primo, it's Paul Vitti.

(CONTINUED)

51

CONTINUED:

51

SINDONE

Yeah, how's it goin'?

VITTI

Not good. Whoever killed Dominic is shooting at me now and I'm having a lot of feelings about it and I'd like to get some kinda --

BEN

Closure.

VITTI

-- closure on this.

Ben nods in encouragement.

SINDONE

What kind of feelings?

VITTI

I feel very angry, you know. Very, uh, enraged. Mad. Real mad.

Thumbs up from Ben.

SINDONE

So why you telling me?

VITTI

Why am I telling you? Like you had nothing to do with it?

SINDONE

I don't know what you're talking about.

VITTI

Okay, whatever, I just wanted to tell you how I feel because I know that anger is --

He looks at Ben.

BEN

A blocked wish --

VITTI

-- a blocked wish, and I'm getting my wish unblocked and I'm looking forward to getting some closure --

(MORE)

(CONTINUED)

51 CONTINUED: (2)

51

VITTI (CONT'D)

(loses it)

-- and if you make one more move
on me I swear to God I'll cut
your fuckin' balls off and shove
'em up your ass!

SINDONE

Vaffancul'!

Vitti rips the phone cord out of the jack and smashes the
phone against the wall. He stands there fuming. Sindone
hangs up the phone on his end, worried.

SINDONE

Get a dictionary and find out what
this 'closure' is. If that's what
he's hitting us with, I want to
know what the hell it is.

CUT TO:

51A INT. VITTI'S SUITE - MOMENTS LATER

51A

Vitti is still fuming.

VITTI

Good?

BEN

Yeah, right up until the shoving
the balls. You can't keep doing
this! You want to get physical?
Take a walk. Get a punching bag.
Hit a pillow.

Vitti whips out a .9MM AUTOMATIC and EMPTIES the CLIP
into a pillow on the couch.

VITTI

There's your fucking pillow.

BEN

Feel better now?

VITTI

Yeah, I do.

CUT TO:

52 OMITTED
thru
5752
thru
57

58

LARGE ITALIANATE FOUNTAIN

58

Cheeky marble cherubs bathe in the soaring jets and
bubbling pools of a large rococo fountain.

PULL BACK TO:

(CONTINUED)

58 CONTINUED:

58

EXT. BEN'S DRIVEWAY - DAY

Ben, Laura and Michael are staring up at the elaborate fountain that now fills the back yard.

BEN

Call the Vatican. Ask them if anything's missing.

MICHAEL

So cool!

JANET

Michael, get your bags out of the car, please.

MICHAEL

It's almost as tall as the house!

Michael crosses away. Laura glares at Ben.

BEN

(reads the card)

He felt bad. It's a wedding gift.

LAURA

Well, we're not married, so I guess we'll have to send it back.

BEN

Hey, don't blame me. You didn't want to finish the ceremony.

LAURA

What did you expect? You think that's what I want to remember on our anniversary? 'Gee, honey, let's go look at the wedding video. There's my parents, there's your parents, and there's the guy who plunged to his death.'

BEN

I just want to marry you.

LAURA

I'm starting to think that's not going to happen.

BEN

Come on. Next Saturday. It's all set. I even asked for a room with a low ceiling, just to discourage the jumpers.

(CONTINUED)

58 CONTINUED: (2)

58

LAURA

And who's going to be there?

BEN

Us three, a clergyman, and any family members who've completed their crisis counseling.

LAURA

And no guests without necks. Everybody has to have a neck.

BEN

We'll do a neck check at the door.

They kiss.

CUT TO:

59 INT. SOBOL FAMILY ROOM - MOMENTS LATER

59

The back door opens and Ben, Laura and Michael enter, struggling with the luggage.

They freeze. Sitting in the family room are the three FBI agents: Steadman, Ricci and Provano.

AGENT STEADMAN

(showing his badge)

Doctor Sobol, Mrs. Sobol -- I'm Agent Steadman, Agent Ricci, Agent Provano, Federal Bureau of Investigation, O.C.D.

BEN

(stunned)

Obsessive-compulsive disorder?

AGENT PROVANO

Organized Crime Division. We need to talk.

Laura recognizes Provano from the hotel and glares at him.

MICHAEL

The FBI! This is better than the fountain!

BEN

Michael, go to your room.

(CONTINUED)

MICHAEL

But --

BEN

Go!

MICHAEL

Fine. I can hear better in there anyway.

Michael exits. On the coffee table are dozens of pictures of Ben and Paul Vitti taken in Miami and just about everywhere else.

BEN

(a beat)

So. FBI.

AGENT STEADMAN

Can you explain these photographs, Doctor Sobol?

BEN

I'm a psychotherapist. Paul Vitti is my patient.

LAURA

Was your patient.

BEN

Right. Was. That's what I meant.

LAURA

But not like a real patient.

BEN

Right.

PROVANO

So why did he send you that fountain?

BEN

That was a gift to celebrate the completion of his therapy. We got our television from an agoraphobic, so it's not that unusual -- you know, maybe you should discuss this with my attorney.

LAURA

Yeah, maybe you should.

(CONTINUED)

59 CONTINUED: (2)

59

AGENT STEADMAN

Doctor Sobol, Paul Vitti is an extremely dangerous man. We're talking conspiracy, fraud, extortion, racketeering, grand theft, murder...

BEN

Well, yeah, but don't forget, the man is a sociopath. You've got to expect that kind of behavior --

Ben looks out the window and does a double take.

60 BEN'S POV

60

Isaac and Dorothy are standing in the yard, gawking at the fountain.

61 BACK IN FAMILY ROOM

61

BEN

Excuse me, fellas. My folks are here and I'd like to -- well, die would be my first choice. Can I go out?

AGENT RICCI

It's your house.

LAURA

Too bad you didn't remember that when you were breaking in.

BEN

(as he goes)

Honey, maybe the federal agents would like something to drink? Could you see what we have?

LAURA

(firmly)

No.

BEN

(to the Agents)

I tried, guys.

Ben exits.

CUT TO:

62 EXT. BACK YARD - CONTINUOUS ACTION

62

Ben rushes up to Isaac and Dorothy.

BEN

Hi! What a surprise.

Ben kisses his mother as she stares at the fountain.

DOROTHY

That certainly makes a statement.
It's a little big for the yard,
don't you think?

BEN

What can I tell you, Mom? It
looked much smaller in the store.

ISAAC

Think it'll affect your water
pressure?

BEN

I think it'll affect the tides.
What are you doing here?

DOROTHY

Your father and I are just very
concerned about what happened
in Florida.

ISAAC

How was your flight home? Anyone
hang themselves in first class.

DOROTHY

We got in last night, we couldn't
sleep a wink. Is Laura inside?

BEN

Yeah, but she and Michael are
spending some time alone, you
know, getting to know each other.
That's important. I don't want
to disturb that dynamic.

DOROTHY

(a beat)

So you're not going to invite us
in?

BEN

(a beat)

No.

(CONTINUED)

DOROTHY

(insulted)

Well, I'm going to wait in the car. There's too much spray.

Dorothy crosses away.

ISAAC

All right. What's with you and Paul Vitti?

BEN

Well, Dad, I'm not at liberty to discuss that.

ISAAC

He's your patient? Are you joking? Have you thought about what this could do to your reputation?

BEN

You, know, I always wanted to be great, but then I realized that I might have to settle for just being good enough. Now I've got this guy who's hurting and I'm thinking that if I can help this guy, maybe I can be a little bit great.

ISAAC

Jesus, Ben, you're the one who's going to be hurting. I want you to stop seeing him.

BEN

Didn't you read your own book? Instead of trying to run my life, why don't you just close your eyes, take a deep breath, tell me what you feel, tell me what you want.

ISAAC

(uncomfortable)

This is bullshit.

BEN

You wrote it.

(CONTINUED)

62 CONTINUED: (2)

62

ISAAC

Okay.

(with difficulty)

I love you -- and I'm afraid for you -- I want you to be safe -- and I want you to have a good life.

BEN

(deeply touched)

Is that really it?

ISAAC

That's it.

They embrace awkwardly.

BEN

You know why I became a shrink? Because I grew up with a great one walking around the house.

ISAAC

I thought you became a shrink because you were sleeping with your psychology professor at Columbia.

BEN

Yes, and because of you.

CUT TO:

63 INT. FAMILY ROOM - MINUTES LATER

63

Ben comes back to Laura and the Agents.

BEN

Okay, so you were saying?

AGENT STEADMAN

Let me cut to the chase. Sometime in the next week or so, the heads of every major crime family in the United States are going to meet together somewhere in the New York area.

Ben nods, finally understanding Vitti's two week deadline.

AGENT PROVANO

We think the stage is set for a major bloodbath. Has he mentioned anything about it to you?

(CONTINUED)

LAURA

A bloodbath?

BEN

No. If he said anything about a bloodbath, I probably would've remembered it. Bloodbath is one of those words that, you know, stands out in a conversation.

AGENT STEADMAN

(gathering photos)

You could really help us out by supplying information about that meeting.

BEN

And if I don't?

AGENT STEADMAN

If you don't, I will personally make your life a living hell. I want you to think about that and call me at this number when you change your mind.

BEN

You mean if I change my mind.

AGENT STEADMAN

I mean when.

LAURA

(tough)

Okay. Guess what, fellas? You don't scare me.

BEN

Laura --

LAURA

Sit down!

(to the Agents)

There's going to be a bloodbath. Oh, yeah. Only it's going to be between you and me. You think you can break into our home and intimidate us? That ain't the way it works here, boys. Whatever he and Paul Vitti talked about is privileged. He doesn't have to tell you a thing.

(MORE)

(CONTINUED)

63 CONTINUED: (2)

63

LAURA (CONT'D)
 Tarasoff vs. The University of
 California. Look it up. Now, if
 he's done something wrong, take
 him downtown and book him.
 Otherwise, I'll ask you very
 kindly to get the hell out of
 my house.

AGENT STEADMAN
 We'll be in touch.

The Agents exit.

BEN
 (impressed)
 Laura, that was really --

LAURA
 (furious)
 Oh, shut up!

Laura storms out of the room in a fury. Ben stands,
 looking miserable, then we hear Michael's voice from
 the vent.

MICHAEL (V.O.)
 You are in trouble.

CUT TO:

64 INT. OLD LION SOCIAL CLUB - DAY

64

Vitti is conferring with Sal Masiello, his consigliere.

MASIELLO
 Paul, I don't mean this in a
 disrespectful way. You know I was
 a good friend to your father and I
 will always be a good friend to
 you. But the word is out that
 you've been talking to a shrink.
 Is that right?

Vitti shoots Jelly a sharp look. Jelly looks away.

VITTI
 What's the point here?

(CONTINUED)

MASIELLO

This concerns the whole family. Right now, we're the only ones who know about it, but if it gets out on the street -- what then? Who knows what you've been saying in there?

VITTI

It's none of anybody's business what I say in there.

MASIELLO

Paul, I beg to differ. If you're doing this to establish some kind of insanity defense later, that's one thing. But everybody's gonna think you're falling apart, and that ain't good. They'll take it as a sign of weakness, and that makes us all vulnerable. Sindone would take over everything.

VITTI

So what do you want me to do?

MASIELLO

It's time to end it.

VITTI

What do you mean, end it?

MASIELLO

Get rid of this shrink. He knows too much already.

VITTI

You want me to whack my doctor?

MASIELLO

If you don't do it, somebody else will. It's the only way.

VITTI

No. Nobody touches him. You hear me? Anybody lays a finger on him, I'll kill 'em. Is that clear?

CUT TO:

64A FLASHBACK - EXT. STREET ON LOWER EAST SIDE - DAY

64A

Vitti and Ben are walking down the street. For some reason, Vitti is wearing a hat.

BEN

I'm going to buy some fruit.
You want anything?

VITTI

No, go ahead.

Ben crosses to a sidewalk fruit stand and starts picking out oranges. Vitti leans up against a car waiting for him to finish. SHOTS are FIRED. He runs toward the car. More SHOTS are FIRED. Ben is hit. Vitti pulls out his gun but he fumbles and drops it. The gunmen run off. Ben sinks to the pavement, mortally wounded. Vitti kneels next to him and sobs loudly. He puts his hand to his head, knocking off his hat.

VITTI

Papa! Papa!

64B INT. BEN'S BEDROOM - NIGHT

64B

Ben jerks upright in bed, knocked awake by the nightmare.

DISSOLVE TO:

65 HOLY WATER FONT

65

Someone dips their fingers in.

INT. CATHOLIC CHURCH - NEXT DAY

It's Vitti. He goes down on one knee and genuflects in front of a big crucifix. Ben wiggles his finger in the holy water, just kind of curtsies and waves at Jesus on the cross.

VITTI

You look lousy. You all right.

BEN

Listen, Paul, please don't send me any more gifts.

VITTI

You didn't like the fountain?

(CONTINUED)

BEN

That's not the point. It's a boundary issue.

VITTI

Boundary issue? I say if more people gave from the heart, we'd all be better off. Let's see your watch.

(as Ben shows his wrist)

Piece of junk. You're getting a Rolex.

BEN

Don't buy me a Rolex.

VITTI

Who said anything about buying it?

They cross to the main aisle of the church.

BEN

Listen, I really need to talk to you.

Ben stops cold. A casket sits in front of the altar. A funeral service is in progress.

VITTI

Tommy Angels. We grew up together. Worked for a crew out of Jersey City.

BEN

How did he die?

VITTI

He was on his way to talk to a federal prosecutor. Got hit by a truck -- twice.

BEN

Do I need to know that? I'm having nightmares as it is.

The funeral procession comes down the aisle.

BEN

Last night I dreamed we were walking down the street, I stopped to buy some fruit, and they shot me -- like Brando in The Godfather.

(CONTINUED)

65 CONTINUED: (2)

65

VITTI

Good scene. Was I there?

A mourner walks up to Vitti, bows his head in respect and kisses Vitti on both cheeks. Vitti on both cheeks. Vitti gives him a consoling pat on the shoulder, then the man kisses Ben and walks off.

BEN

You dropped your gun, then you ran over to me and started yelling, 'Papa, Papa!'

VITTI

I was Fredo. I don't think so.

An older woman kisses Vitti's hand, then both his cheeks. Vitti whispers a few words to her, then she kisses Ben's hand and moves on. More old ladies kiss their hands as they walk by.

VITTI

You're losing it, Doc. You may need therapy yourself.

A man comes up to Vitti, kisses him on both cheeks, embraces him with excessive energy, then repeats the whole scene with Ben and exits. Ben looks at Vitti.

VITTI

Him I don't know. Let's get private.

65A OMITTED
&
65B

65A
&
65B

66 EXT. CHURCH - MOMENTS LATER

66

Ben and Vitti come out of the cathedral.

BEN

Don't you see? You called me 'Papa.' It's all about your father.

VITTI

What're you, nuts? It was your dream.

(CONTINUED)

BEN

Yes, but that's what your black milk dream was about, too.

VITTI

Uh-uh. I don't buy it. In my dream, I'm bringing the baby the black milk.

BEN

Freud believed you're everyone in your dreams.

VITTI

Yeah, well, that guy I don't need to hear about. I can't even call my mother on the phone after that thing you told me.

BEN

Let's say you are the baby. What kind of milk did you get from your father?

VITTI

Could we stop talking about my father?

BEN

(losing it)

That's the whole point! We have to start talking about your father. You know what it's like dealing with you? This is you.

(imitating Vitti)

You gotta help me, Doc. I'm a mess. I'm in pain.

(as himself)

Okay, Paul, I can help you.

(as Vitti)

Fuck you. Nobody helps Paul Vitti.

VITTI

Very good. Now I'll do you. 'Boo-fuckin'-hoo.' I never said this would be easy. Let's see how you like it. Let's talk about your father.

BEN

Let's not.

(CONTINUED)

VITTI

Is he still alive?

BEN

Yes, he's still alive.

VITTI

What kind of work does he do?

BEN

(a beat)

That's not important.

VITTI

You paused.

BEN

What?

VITTI

You paused. That means you had a feeling. What does he do?

BEN

He's a psychiatrist.

VITTI

Ooh, you're fucked up. Next patient, please.

BEN

We're running out of time, Paul. Let's not waste it talking about my problems.

VITTI

Your father's a problem?

BEN

No!

VITTI

That's what you just said! You seem upset.

BEN

I'm not upset!

VITTI

Hey, I'm good at this.

(CONTINUED)

66 CONTINUED: (3)

66

BEN

We have three days left. If you want to spend it screwing around, I can't help you.

(hailing a taxi)

Call me when you're ready to get serious.

VITTI

Say hello to your father for me!

A cab stops at the curb.

CUT TO:

66A EXT. CHURCH - SAME TIME

66A

Handsome Jack and Potatoes watch from a vantage point in the park nearby.

POTATOES

We could just pop him right now.

HANDSOME JACK

In front of a church? What are you, a fuckin' animal? It's a holy place.

POTATOES

Is the sidewalk holy, too? I mean, where does the holiness end?

HANDSOME JACK

(thinks)

I don't know. Second Avenue?

CUT TO:

67 OMITTED

67

&
68

&
68

69 DIGITAL SOUND MIXER

69

in the FBI van. A technician works at the computer console. Steadman listens.

Through speakers:

VITTI (V.O.)

You want me to whack my doctor?

(CONTINUED)

69 CONTINUED:

69

MASIELLO (V.O.)

If you don't do it, somebody else will. It's the only way.

VITTI (V.O.)

No. Nobody touches him. You hear me? Anybody lays a finger on him, I'll kill 'em. Is that clear?

Then the technician plays an altered version.

VITTI (V.O.)

You want me to whack my doctor?

MASIELLO (V.O.)

If you don't do it, somebody else will. It's the only way.

VITTI (V.O.)

(after a beat)

I'll kill 'em.

CUT TO:

70 INT. LIVING ROOM - SAME TIME

70

Steadman shuts off a tape recorder, having just played the altered tape for a stunned Ben and Laura. A long beat, then Ben looks up at the agents.

BEN

(quietly)

What do you want me to do?

CUT TO:

71 INT. JIMMY'S CAR - SAME TIME

71

Jimmy is parked at the corner watching the Sobol house as the three FBI agents leave.

CUT TO:

72 EXT. OLD LION SOCIAL CLUB - LATE AFTERNOON

72

Masiello is face to face with Vitti.

MASIELLO

Paul, he talked to the Feds.

(CONTINUED)

72 CONTINUED:

72

VITTI

I know this guy. He would never talk to the Feds.

Jelly's CELLULAR PHONE RINGS. He steps away and answers it quietly during the following.

MASIELLO

The FBI was at his house today.

JIMMY

It's the truth. I saw 'em.

MASIELLO

You'll see. Next thing is he's gonna call you and ask for a meeting.

VITTI

Come on. You don't know this guy.

Jelly covers the phone and turns to Vitti.

JELLY

It's Dr. Sobol. He says he needs to see you right away.

Vitti nods.

CUT TO:

73 EXT. STREET CORNER - NIGHT

73

Ben waits on a deserted corner in Brooklyn. A black Town Car appears and stops to pick him up. The windows are heavily tinted. Ben takes a deep breath, crosses to the car and opens the back door.

EXT. JELLY'S CAR - CONTINUOUS ACTION

Ben finds Jelly sitting in the back seat next to Vitti.

JELLY

Sit up front with Jimmy.

BEN

(anxiously)

You want me to sit in front?
Paul usually sits in front.

(CONTINUED)

73 CONTINUED:

73

JIMMY

So this time you'll sit up front.
Why you making a federal case?

BEN

(getting in the car)
Federal case? I'm not making a
federal case? Let's go.

CUT TO:

74 INT. PARETTI'S RESTAURANT (JERSEY CITY) - LATER

74

A waiter pours red wine. Ben is eating out of pure anxiety. Jelly and Jimmy watch him intently. Vitti stares off.

BEN

(prattling nervously)
Wow, this is really good.
Delicious. I love Italian food.
I've never been to Italy but I'd
love to go. I've been to France.
And Jamaica. That's nice, but I'm
sure it's very different from
Italy. A whole different, uh --
(silence)
So what's everybody doing this
summer?

Carlo Mangano comes to the table. Vitti gets up, hugs and fraternal kisses all around, then Mangano sits down with them.

VITTI

This is Ben. He's a friend of
mine.

(to Ben)

Say hello to Carlo Mangano.

MANGANO

How you doin'?

VITTI

(to Ben)

Carlo was on my father's crew.
He's always been like a -- I don't
know -- like a cousin to me.

MANGANO

I am your cousin.

(CONTINUED)

VITTI

I know, that's what I'm saying.
It's like a family thing. The
closeness.

MANGANO

Anything you need, anything I can
do for you, Paul, you know. I'm
here for you.

VITTI

I know. So did you take care of
that thing I asked you about?

MANGANO

Is it all right to talk business
in front of your friend?

VITTI

It's okay.

MANGANO

Yeah, I took care of it.

VITTI

How about that other thing?

MANGANO

I'm waiting for that first thing
to come through. I can't move
until it does.

VITTI

Did the guy give you a problem?

MANGANO

A little. He's a lunatic.

CUT TO:

The agents monitor the conversation through the bug Ben
is wearing. They shake their heads at the
incomprehensible dialogue.

VITTI (V.O.)

What did he say?

MANGANO (V.O.)

The usual.

(CONTINUED)

75 CONTINUED:

75

VITTI (V.O.)

Did you tell him you weren't going for it?

MANGANO (V.O.)

What was I gonna do?

76 BACK IN PARETTI'S

76

VITTI

You always gotta nip that shit in the bud.

MANGANO

Yeah. But if the first thing is okay, that should fix everything.

VITTI

Including the second thing.

MANGANO

Yeah, but --

VITTI

Exactly.

(to Ben)

Don't repeat any of that to anyone.

BEN

What? The first thing or the second thing?

VITTI

That's Stevie Beef over there. I gotta go say hello to him for a second.

(to Mangano)

Come on.

Ben watches Vitti and Mangano cross the room, then turns to Jelly and Jimmy.

BEN

Stevie Beef. Interesting name. When he was younger they probably called him Stevie Veal.

(off no response)

You guys come here often?

JELLY

Paretti's has a very special meaning to Paul.

(CONTINUED)

JIMMY
Yeah, this is where his father got whacked.

JELLY
Hey!

JIMMY
What's the big secret?

BEN
(incredulous)
Wait a second. Paul's father was murdered?

JIMMY
Right at that table. With his whole family there.

JELLY
Hey, just shut up.

BEN
Paul, too? He was there?

JELLY
He don't like to talk about it.

Everything is suddenly clear to Ben. He stands up.

JIMMY
Where you goin'?

BEN
Bathroom.

JELLY
I'll go with you.

CUT TO:

Ben and Jelly enter.

BEN
I gotta -- you know -- poop.

Ben goes into a stall, latches the door and drops his pants. Jelly combs his hair in the mirror.

(CONTINUED)

77 CONTINUED:

77

INT. STALL - SAME TIME

Ben hastily unbuttons his shirt, revealing a small microphone taped to his chest. He picks at the edge of the tape, takes a deep breath, then rips it off.

BEN

Ahhhh!

JELLY

at the urinal, reacts to Ben's cry.

JELLY

You need more roughage. A bran muffin in the morning would help with that.

CUT TO:

78 INT. PARETTI'S - BACK AT TABLE - FEW MINUTES LATER

78

Ben and Jelly rejoin Vitti. Ben starts right in on him.

BEN

I have to talk to you -- in private.

VITTI

(to Jelly and Jimmy)
Leave us alone.

They exit without hesitation.

BEN

Why didn't you tell me about your father?

VITTI

What about him?

BEN

You said he died of a heart attack.

VITTI

So what's the problem?

BEN

What's the problem? Your father was murdered!

(CONTINUED)

VITTI

Heart attack, murdered, what's the difference? He's dead.

BEN

There's a big difference. Why didn't you tell me?

VITTI

Because it's private. You think I tell you every little thing?

BEN

That is not a little thing!

VITTI

Okay, you want to know? Analyze this. I was twelve years old, the whole family was having dinner together right over there, two guys walked in and shot him dead right in front of us. Okay?

BEN

And you didn't think this was important enough to tell me?

VITTI

What am I supposed to do? Spend the rest of my life crying about the past? Forget about it.

BEN

You know what? I think you want to talk about it.

VITTI

No, I don't want to talk about it.

BEN

I think you do.

VITTI

No, I don't.

BEN

Then why did you choose this restaurant?

VITTI

'Cause I like it, okay?

(CONTINUED)

78

CONTINUED: (2)

78

BEN

Of all the places we could've gone,
why this one?

VITTI

White clam sauce. The best.

BEN

No, we're here because you wanted
me to know about your father.
You're reaching out to me.

VITTI

I'll reach out to you--

Vitti suddenly reaches over and rips Ben's shirt open.
All he sees is a bald patch on Ben's chest where the bug
was taped.

BEN

I think we have some major trust
issues here.

CUT TO:

78A

INT. SINDONE HEADQUARTERS - SAME TIME

78A

The cutting room is deserted except for Primo and his
men. Sindone is at his desk reading the entertainment
section of the New York Times.

SINDONE

(studying the paper)

I'd like to see a movie but
there's nothing out there. It's
all this shoot-'em-up action
bullshit. I get enough of that at
work.

They all laugh. Moony finishes a call on his cell phone.

MOONY

That was our friend. He marked
your guy at Paretti's.

SINDONE

Yeah? Then let's make it the last
supper. Jack?

HANDSOME JACK

You got it, Primo.
(to Potatoes)
Let's go.

(CONTINUED)

78A CONTINUED:

78A

SINDONE
(as they exit)
Hey, Jack. Just for fun, tear
out his heart and bring it to me.

CUT TO:

79 EXT. STREET - LATER

79

Vitti, Ben and the boys come out of the restaurant and
walk to the car.

BEN
Jimmy, you can have shotgun this
time. I don't mind.

JIMMY
Nah, sit up front. There's more
room for your legs.

BEN
My legs are short, it's fine in
the back.

JIMMY
Get in the front.

BEN
You know what? It's late. I think
I'm just going to call it a night.
Why don't I just grab a cab and
head on home.

(CONTINUED)

79

CONTINUED:

79

JIMMY

Get in the car.

BEN

No really, it's all right.

JIMMY

(pulls a gun)

Get in the fucking car.

Ben looks to Vitti for help.

VITTI

Do what he says.

BEN

You know, we call this a transference neurosis. It's when the patient starts acting out his problems with his therapist instead of out in the world. It's usually considered a good sign. Not for me, in this case, but --

Jimmy forces him into the back of the car.

CUT TO:

79A

EXT. PARETTI'S RESTAURANT - MOMENTS LATER

79A

The Lincoln makes a U-turn in front of Paretti's and drives off down the street passing Handsome Jack and Potatoes in a car parked at the corner. The car takes off after the Lincoln.

CUT TO:

80

INT. FBI VAN - SAME TIME

80

The agents are monitoring the bug, but all they hear is WATER RUNNING and TOILETS FLUSHING.

AGENT RICCI

What's he doing in there? He's been in the bathroom for half an hour.

Ricci and Steadman look at each other.

CUT TO:

81 EXT. PARETTI'S RESTAURANT - MOMENTS LATER 81

The FBI van pulls up and lurches to a stop.

CUT TO:

82 INT. PARETTI'S BATHROOM - MOMENTS LATER 82

Steadman rushes in, pushes open the stall and sees the microphone and transmitter in the bottom of the toilet bowl.

CUT TO:

83 OMITTED 83

& &

84 84

85 EXT. SCRAP YARD - NIGHT (LATER) 85

Jelly's car pulls into a scrap metal yard and parks. They all get out. Jelly hands Vitti a gun.

VITTI

(to Jimmy and Jelly)

Leave us alone.

Jelly looks apologetically at Ben.

JELLY

Sorry, Doc. It's not personal, you know.

BEN

Don't kid yourself, Jelly. It doesn't get more personal than this.

(CONTINUED)

Jelly and Jimmy walk away, leaving Ben alone with Vitti.

VITTI

You know why I have to do this,
don't you?

BEN

Because you're a paranoid? No,
actually you're a reverse
paranoid. You think you're out to
get everybody.

VITTI

Don't bullshit me! You betrayed
me! You stabbed me in the back.

They start shouting at each other.

BEN

I betrayed you? What are you
talking about? Who's got the gun?

VITTI

You think I'm an idiot? Don't
insult my intelligence. You
cooperated! You talked to the
Feds!

BEN

They played me a tape! You said
you were going to kill me.

VITTI

Never. I never said that.

They glare at each other for a moment.

BEN

It doesn't matter. I didn't
betray you, Paul. Yes, they
made me wear a wire, but I took it
off, because I think I know how to
help you now.

VITTI

I don't want to know what you
think.

BEN

Yes, you do.

VITTI

No, I don't!

(CONTINUED)

85

CONTINUED: (2)

85

BEN

I think you do.

VITTI

(puts the gun
to Ben's head)

It's over! Don't you get it?
I took one chance and that's it.

BEN

Okay.

(as Vitti cocks
the gun)

Can I ask you one last question?

VITTI

(a beat)

What?

BEN

What did you order?

VITTI

What?

BEN

What did you order?

VITTI

When?

BEN

That night. What were you eating
the night your father got killed?

VITTI

How the hell do I know?

BEN

You don't remember?

VITTI

It was 35 years ago.

BEN

What did your father have?

VITTI

I told you! I don't remember.

BEN

Try.

(CONTINUED)

VITTI

What's the matter with you?

BEN

It's a simple question. What was your father eating!

VITTI

(after a long
pause)

Penne.

BEN

Good. And you.

VITTI

Ravioli.

BEN

The food was on the table?

VITTI

They were just serving it.

BEN

Did you see the guys coming?

VITTI

One of them. Dressed like a busboy.

BEN

Did your father see him?

VITTI

No, but I knew he looked wrong.

BEN

Why?

VITTI

His pants. They looked too good for a busboy.

BEN

He walked over to the table?

VITTI

I watched him the whole way.

BEN

Did you say anything?

(CONTINUED)

85

CONTINUED: (4)

85

VITTI

My father was so mad at me.

BEN

And you were mad at him.

VITTI

I couldn't say anything.

BEN

And then.

VITTI

I never saw the second guy. My mother started screaming.

BEN

And you blame yourself?

VITTI

I coulda saved him.

BEN

But you were mad at him.

VITTI

(starting to
hyperventilate)

I killed my father.

BEN

You didn't kill him, Paul. You were angry but you didn't kill him. That's the life he chose.

VITTI

I never got to say good-bye.

BEN

Say it now, Paul. Talk to him. What do you want to tell him?

VITTI

I can't.

BEN

You have to. Tell him, Paul.

VITTI

(breaks down)

I'm sorry. I'm so sorry.

(CONTINUED)

85 CONTINUED: (5) 85

BEN

It's okay, Paul. You can let go
of it now.

Vitti leans back against the car, slumps to the ground
and starts sobbing, 35 years of pent-up grief finally
finding expression.

86 JELLY AND JIMMY 86

Standing around smoking, waiting for the death shot.

JIMMY

What's taking so long? I'm ruining
my goddamn shoes here. Fuckin'
\$350 Bruno Maglis.

JELLY

What's wrong with you? Don't you
have any respect? This is a very
difficult thing for Paul.

JIMMY

Shoulda let me do it. I'd be
home watchin' E.S.P.N.2 by now.
World's strongest man. You should
see these guys.

87 VITTI AND BEN 87

Ben is comforting Vitti.

BEN

You couldn't save him, Paul. He
was trying to save you. That's
what you fought about. He didn't
want this for you, and you don't
want it for Anthony. You don't
want him to grow up the way you
did -- without a father.

Vitti just cries louder.

88 JELLY AND JIMMY 88

hearing the crying.

JELLY

Jesus, the guy's fallin' apart.

JIMMY

Why doesn't he just pop him? It's
embarrassing.

89

BEN AND VITTI

89

Ben tries to comfort Vitti who is still crying.

BEN

Your father's not dead, Paul. He's
alive -- in you. And he's trying
to tell you something.

(CONTINUED)

89 CONTINUED: 89

Suddenly, there is a GUNSHOT and a BULLET RICOCHETS off the TOP of the CAR.

BEN

Oh, my God!

90 HANDSOME JACK 90

He OPENS UP with a MAC-10.

JELLY AND JIMMY

Jimmy goes down, hit in the shoulder. Jelly dives for cover behind a rusted car body.

VITTI AND BEN

BEN

(in a panic)

Paul! They're shooting!

Vitti continues to sob, oblivious to the GUN BATTLE raging around him.

JELLY

He FIRES back at Handsome Jack.

POTATOES

He rakes the Lincoln with a BURST from the ASSAULT RIFLE.

JELLY'S CAR

All the WINDOWS ARE BLOWN OUT by the GUNFIRE. Ben screams.

BEN

Paul! For God's sake, shoot somebody!

Vitti just sits there on the ground, still sobbing quietly.

JELLY

He reloads and FIRES again.

(CONTINUED)

90 CONTINUED:

90

POTATOES

Jelly's last SHOT strikes him right in the chest, and he goes down.

HANDSOME JACK

He sees Potatoes fall and starts moving out, covering his retreat with another BURST from his MACHINE GUN.

JELLY'S CAR

Something snaps inside Ben.

BEN

Goddamn it!

He takes the GUN out of Vitti's hand and starts FIRING WILDLY.

JELLY

He sees Handsome Jack emerge from cover and takes him out with FIVE QUICK SHOTS.

HANDSOME JACK

He goes down FIRING, dead before he hits the ground.

SCRAP YARD

It's suddenly quiet. After a long moment, Jimmy rolls over and moans. Jelly goes to him and starts examining his wound.

91 JELLY'S CAR

91

Ben stands up, still holding Vitti's gun. He sees Handsome Jack lying dead on the ground.

BEN

Oh my God! Did I do that?

JELLY

No, Doc. That one's mine. You got the Chevy Camaro and the side-by-side refrigerator-freezer.

(CONTINUED)

91 CONTINUED:

91

Vitti emerges from behind the car looking red-eyed but composed again and looks at Ben.

VITTI

Pretty fuckin' ironic, isn't it?
You can give me back the gun now,
Doctor.

Vitti holds out his hand. Ben hesitates for a moment, then hands him the gun.

VITTI

It's okay. I wasn't really gonna
whack you.

(off Jelly's
skeptical look)

All right, maybe I was gonna whack
you, but I was real conflicted
about it. Progress, right?

BEN

I don't think I can see you
anymore.

VITTI

Yeah, I figured.

BEN

This was big tonight. You might
feel a little raw for a while.

VITTI

Yeah.

BEN

So good luck. It's been --

Vitti nods, they stand there for another moment, then Ben walks off into the night.

CUT TO:

92 INT. BEN'S OFFICE - MORNING

92

ELAINE, a fortyish, tired-looking wife and mother sits on the couch across from Ben. Ben looks bored and depressed.

ELAINE

I want to please him in bed, but
whatever I do it seems like it's
never enough. Now he wants me to
say things when we're making love.

(CONTINUED)

92 CONTINUED:

92

BEN

What kinds of things does he want you to say, Elaine?

ELAINE

Well, he wants me to call him 'big boy.' And he's my bucking bronco, and I'm supposed to ride him hard and put him back in the barn wet.

Michael's laughter is heard coming through the vent. Ben closes his eyes and sighs deeply.

ELAINE

Are you all right, Dr. Sobol?

BEN

Let me suggest something, Elaine. If the man wants you to say things ... damn it, you should get down on all fours and bark like a dog if that's going to get the job done. Break out the wine, baby. Smoke a joint. Do what you have to do, because life is too short. It's just too fucking short.

Elaine stares, taken aback, then she smiles.

ELAINE

Okay.

CUT TO:

93 EXT. VITTI'S HOUSE - SEVERAL DAYS LATER

93

Jelly, Jimmy and Iron Mike arrive and walk up to the house. The rest of the crew are standing around on the porch.

CUT TO:

94 INT. VITTI'S BEDROOM - MOMENTS LATER

94

Jelly enters and finds Vitti in his undershorts, putting on his tie, looking very strong.

JELLY

How you feelin', boss? You need anything?

(CONTINUED)

94 CONTINUED:

94

VITTI

No, I'm great. Never felt better in my life. When this meeting is over they won't know what hit 'em.

Jelly gives him the thumbs up and exits. Vitti turns to the TV and starts knotting his tie as a PRUDENTIAL INSURANCE COMMERCIAL STARTS PLAYING, featuring a father and his son. As Vitti watches the sentimental ad, his eyes fill with tears.

CUT TO:

95 EXT. WALDORF-ASTORIA HOTEL - LITTLE LATER

95

The sun is shining. A beautiful day for a wedding. "HERE COMES THE BRIDE" is heard.

96 INT. WALDORF-ASTORIA BANQUET ROOM - LATER

96

The crowd oohs and aahs as Laura starts down the aisle in her wedding dress. Isaac and Dorothy are standing near the chupah ready to receive her.

DOROTHY

Is Ben going to step on the glass?

ISAAC

No. He doesn't want to hurt his foot, so they're going to drop a person on it.

DISSOLVE TO:

96A INT. WALDORF-ASTORIA BANQUET ROOM - MOMENTS LATER

96A

Laura and Ben stand before a REFORMED RABBI. The family is gathered again. Michael stands just to the side.

RABBI

We are put on this earth to find a love, a soulmate, someone with whom we can create joy. How glad we are today that Ben and Laura have found each other, and we anticipate and celebrate the years of joy they will share together from this day on.

We hear a PSST from somewhere. Ben and Laura don't seem to notice it.

(CONTINUED)

RABBI

Ben, do you take this woman, Laura,
to be your lawfully wedded wife, for
richer, for poorer, in sickness and
in health, 'til death do you part,
so help you God?

Another PSST. Ben looks over and sees Jelly standing
behind some flowers to the side of the altar.

BEN

(hissing)

No!

RABBI

Excuse me?

BEN

No, not you. I was talking to him.

RABBI

Who him?

BEN

It's not important. Yes.

RABBI

Yes what?

BEN

Yes to the thing before. To her.
That's a yes. Pick it up from
there.

Jelly moves closer. The guests start to mutter.

JELLY

(to Ben)

Doc, we're going to need to hurry
it up here.

(to Michael)

Hi, kid.

LAURA

I do not believe this!

JELLY

(to the Rabbi)

Haul ass, buddy. We got a problem.

LAURA

Who the hell do you think you are?

(CONTINUED)

JELLY

(to Ben)

Ooh, she's feisty. Watch out, Doc.

(to the Rabbi)

Tick tock, let's go. Hurry up and pronounce them, huh?

RABBI

By the power vested me by the state of New York, I now pronounce you man and wife.

JELLY

Okay. Kiss, kiss --

Ben and Laura kiss.

JELLY

I'm sorry about this, Mrs. Sobol, but duty calls, you know?

LAURA

(tearing up)

Oh. You're the first person to call me Mrs. Sobol.

JELLY

Nice, huh?

LAURA

No.

BEN

Laura, I'm sorry. It's the job.

LAURA

Go. Just go.

(to Jelly)

Have him back here by the salad course or you're in serious trouble. Capiche?

JELLY

You're a pistol.

(to Ben)

I like her.

Ben kisses Laura, then the organist plays "Here Comes the Bride" as Jelly and Ben hurry down the aisle together.

ANGLE ON SCOTT AND BELINDA, ISAAC AND DOROTHY

shaking their heads in confusion.

CUT TO:

97 OMITTED 97
 & &
 98 98

99 INT. WALDORF-ASTORIA HOTEL - RECEPTION AREA 99

Ben comes out of the function room with Jelly.

JELLY

He's bad, Doc. Worse than I ever
 seen him. I think his inner child
 is all fucked up.

BEN

Have you ever seen an episode like
 this?

JELLY

Yes. Once on 'Bonanza,' Hoss
 Cartwright got bit by a raccoon.
 He got this fever and he was shaking --

BEN

Never mind.

CUT TO:

100 OMITTED 100

100A INT. WALDORF GARAGE - MOMENTS LATER 100A

Jelly and Ben come out of the hotel into the garage area.

JELLY

This is serious, Doc. If he
 doesn't make this meeting, they'll
 kill him for sure.

BEN

Can't someone else in the family go
 for him? Tommy the Tongue? Louie
 the Lip? What about you? You go?

JELLY

That would work except for one
 little detail. I'm a fucking
 moron. I'm known for it.

(a beat)

You have to go.

BEN

Me? You must be a moron.

(CONTINUED)

100A CONTINUED:

100A

JELLY

Hey! Watch that.

BEN

You just said it yourself.

JELLY

It's different when I say it.
When you say it, it sounds very
negative.

BEN

I'm sorry, Jelly, but I'm not going.
I'm not on the payroll anymore, so
forget about it. My wife is waiting --

He turns to go back into the hotel.

JELLY

Doc.

Ben feels a gun pressed against his back.

BEN

You can't shoot me, Jelly.

JELLY

Correction. Mr. Vitti couldn't
shoot you. But here's something
about me you should know. I never
got married, Doctor Sobol. I
don't have a hobby. I never got a
dog or a cat. I don't even have a
goldfish. I live for one reason
only, and that's to serve Mr. Paul
Vitti. He's what I'm thinking about
when I wake up, and he's what I'm
thinking about when I close my eyes
to sleep. If he told me to jump off
a tall building, not only would I do
it, I would hope to survive so I could
do it again and again until he told me
to stop. This is all I know. This is
all I got. So please don't think I
won't kill you, because I'd hate for
your last thought to be a wrong one.
You're going to that meeting.

CUT TO:

- 100B INT. FBI CAR - MOMENTS LATER 100B
- Parked on 50th Street, Ricci and another agent watch the limo emerge from the Waldorf garage. Ricci signals someone on the radio.
- 100C FBI HELICOPTER 100C
- flies INTO VIEW over Park Avenue and starts tracking the limo.
- 101 EXT. MID-TOWN TUNNEL - DAY 101
- The black stretch limo approaches the tunnel entrance. An FBI helicopter zooms INTO VIEW high above.
- CUT TO:
- 102 INT. HELICOPTER - SAME TIME 102
- Steadman and Provano track the limo from the air as it enters the tunnel.
- 103 OMITTED 103
- 104 EXT. TUNNEL EXIT - MOMENTS LATER 104
- Fifteen identical limos emerge from the tunnel on the Queens side and start criss-crossing as they leave the toll booths, then head off in different directions.
- CUT TO:
- 105 INT. HELICOPTER - SAME TIME 105
- Steadman and Provo try to pick Ben's limo out of the pack of identical limos heading up the Long Island Expressway.
- STEADMAN
(desperately)
Which one is it?
- AGENT PROVANO
The black one.
- CUT TO:

105A INT. LIMOUSINE - DAY

105A

Ben is in the back with Jelly and Jimmy. One of their crew, IRON MIKE, is driving. Ben is putting on a suit of Jimmy's. He looks very anxious.

JIMMY

(his shoulder bandaged)

Just remember. That's a fuckin' \$1200 Valentino suit. You spill anything on it, I'll mess you up good.

JELLY

Shut up. You're making him nervous. If he gets nervous and fucks up, they'll kill him for sure.

(to Ben)

Let's go over it again.

BEN

This is insane.

JELLY

Mr. Vitti's been detained, apologies all around, blah, blah, blah. Then you say you're the new consigliere, and you're prepared to speak for Mr. Vitti.

BEN

Then what?

JELLY

Then you just keep your mouth shut, and hope nobody asks you nothin'.

JIMMY

Boy, this is some fuckin' plan.

JELLY

Shut up.

(to Ben)

If you have to talk, just be vague. Can you do that?

BEN

I'm a psychologist. Believe me, I can be vague.

CUT TO:

106 INT. VITTI'S BEDROOM - SAME TIME

106

Vitti is lying on the bed staring at the ceiling. Marie is stroking his forehead. Then he looks over and sees Anthony sitting in a chair at the foot of the bed, watching him with concern.

VITTI

Shouldn't you be outside playing or something?

ANTHONY

No, it's all right.

VITTI

How long you gonna sit there?

ANTHONY

(shrugs)

How long you gonna lay there?

Vitti smiles.

VITTI

I'm done.

CUT TO:

107 EXT. OZONE PARK (QUEENS) - MINUTES LATER

107

The limo pulls into the parking lot of the Tops Limousine Service. Fifty other limos are already parked there. Jelly and Jimmy get out, followed by Ben, now dressed in shiny suit and pinky ring.

CUT TO:

108 INT. TOPS LIMO GARAGE - CONTINUOUS ACTION

108

Ben, Jelly, and Jimmy enter a garage the size of a small airplane hangar. The floor has been cleared and long tables set up to form a square in the middle of the room. Wiseguys with shotguns patrol the catwalks above the floor and soldiers are posted at all the doors.

BEN

(sotto voce)

I can't do this. I'm telling you, I cannot do this.

JELLY

Don't fucking whine! Whining's a dead giveaway. Come on! You're the consigliere, for Chrissake.

(CONTINUED)

Around the tables sit forty or fifty of the biggest gangsters in the world. A few captains stand around the perimeter, ready to serve their bosses.

BEN

These are the bosses? That one looks like my Uncle Max.

Jelly steers Ben to an empty seat next to Carlo Mangano.

MANGANO

(surprised)

What's goin' on? Where's Vitti?

JELLY

On his way. Don't worry.

Mangano eyes Ben with contempt.

MANGANO

What's he doin' here?

JELLY

He's -- it's okay. Forget about it.

MANGANO

Forget about it? What the hell is that?

Seated directly across the room from Ben is Primo Sindone. He stares hard at Ben, trying to place him, then leans over to Moony, his consigliere.

SINDONE

Who's the guy with Jelly?

MOONY

I don't know.

Ben looks away nervously.

BEN

(to Jelly, borderline hysterical)

I can't do this.

He starts to get up but Jelly pulls him back down.

Moony stands up and gets everyone's attention.

(CONTINUED)

MOONY

All right, gentlemen. I think we better start. We have a big agenda, so for now let's stick to the big issues. And it would help if you identify yourselves when you speak, since we don't all know each other, and we didn't think anybody would be into wearing any fucking name tags.

Laughter around the table.

Sindone stands up and looks straight at Ben.

SINDONE

I'm Primo Sindone. They call me Sonny Long. It's good to see so many of the old faces here, and to welcome the new ones from all over the country. I see Frank Zello, and Joe Baldassare, but I'm a little disappointed to see that the head of our other New York family isn't here today. All I see is his man Jelly and some sawed-off little prick nobody knows.

Jelly looks at Ben, waiting for him to speak, but Ben just sits, frozen, looking down at his hands.

JELLY

(stands up, rattled)

Yeah, well, the thing is Mr. Vitti has been detained and he sends his apologies for -- being detained -- and he apologizes for his -- detainment.

SINDONE

Detained? What kind of bullshit is that? What's more important than this? As the host of this meeting, I take his not being here as a sign of disrespect to me and to all these other men, too, who came a long way to be here.

JELLY

Mr. Vitti meant no disrespect. The thing is, he's not feeling well. He's sick and he -- didn't feel well --

(CONTINUED)

Ben rises and slaps Jelly hard across the face.

BEN

(quietly)

Jelly! We don't ever discuss Mr. Vitti's health outside the family. You know better.

Jelly is stunned. The bosses murmur.

SINDONE

All right, who is this guy and what the fuck is he doing here?

BEN

In answer to your first question, my name is Ben Sobol --

(off Sindone's look)

-- leone. Sobboleone. They call me -- 'The doctor.' As for your second question. I'm here representing Paul Vitti. As his conser -- conghili --

JELLY

(prompting)

Consigliere --

BEN

(slaps him again)

Don't you ever correct me again! As his consigliere, I'm intimately involved in all aspects of the family business and I'm prepared to speak for Mr. Vitti on all matters.

SINDONE

Okay, Doctor, then let's get down to business. Everybody knows there's been this thing between me and Paul Vitti for a long time.

BEN

Which thing are you talking about? The first thing or the second thing?

SINDONE

What second thing? I only know one thing.

(CONTINUED)

BEN

Well, I don't see how we can discuss the first thing without bringing up the second thing. Didn't you talk to the guy?

He tugs meaningfully on his earlobe.

SINDONE

What guy?

BEN

The guy with the thing.

SINDONE

What thing? What the fuck are you talking about?

BEN

How should I know? You brought it up.

(gestures helplessly
to the others)

This is the whole problem. You can't have an intelligent conversation with the man.

SINDONE

How about if I just break your fuckin' neck? What do you think of that?

BEN

It's not important what I think. What do you think?

SINDONE

What do I think? I think it's a good idea! Why would I say it if I didn't think it was good?

BEN

I don't know. Why would you?

SINDONE

(frustrated)

I wouldn't! That's what I'm saying!

BEN

Have you always had a problem dealing with your anger?

(CONTINUED)

SINDONE

What are you talking about?

BEN

What do you think I'm talking about?

SINDONSINDONE

(explodes)

I don't know what the fuck you're talking about!

BEN

See, you're angry again. Do you feel you have to get angry to be heard?

Sindone turns to a couple of other bosses, FRANK ZELLO and JOE BALDASSARE.

SINDONE

What's he talking about?

ZELLO

I don't know. But you do have a tendency to get angry a lot.

BALDASSARE

I agree, Primo.

SINDONE

I'm trying to talk about Vitti! Why are we talking about me?

BEN

Interesting. Do you feel you're not worthy enough to be talked about?

SINDONE

What does that mean?

BEN

What do you think it means?

SINDONE

Fuck you!

ZELLO

Primo, calm down.

(CONTINUED)

108 CONTINUED: (6)

108

SINDONE

Calm down? How can I calm down
when this prick won't stop with
the questions?

BEN

Could you pass the fruit, please?

SINDONE

That's it! You're a dead man!

Sindone whips out a pistol and points it at Ben, but just
as he's about to shoot --

VITTI (O.S.)

Primo!

All eyes turn.

109 PAUL VITTI

109

He's standing there, staring at Sindone, cool, clear, and
unafraid. He looks like a king. The room goes silent.
Vitti looks around the table, nods, and crosses to Ben.
Jelly gets up to greet him.

VITTI

(quietly, to Jelly)

Wait outside with the car running.

Jelly nods and exits.

BEN

What are you doing here?

VITTI

Saving your ass. Sit down. I'll
take it from here.

Ben sits, greatly relieved.

VITTI

(to the group)

I'm Paul Vitti. I'm sorry I was
late. Those of you who know me
will know I meant no disrespect.
If it's all right with you,
there's something I'd like to say,
then I'll leave you to your
business.

Ben looks at Vitti and sees a kind of serenity and
clarity he's never seen before.

(CONTINUED)

VITTI

About two and a half weeks ago,
somebody killed my friend, Dominic
Manetta.

He looks straight at Sindone.

SINDONE

Don't look at me. Everybody knows
you whacked him so you could take
over everything.

VITTI

What I really came here to say is
that I've come to a very important
decision in my life. I want out.

A great murmur of surprise sweeps around the room. Ben
looks at him proudly.

VITTI

I'm going away for a while, but I
will respect the oath I took the
day I was made, and whatever I
know about anyone else's business,
I take with me to the grave. You
have my word.

A negative buzz among the bosses.

VITTI

As for my own organization, I know
Carlo Mangano would like to be the
new boss.

Mangano smiles gratefully.

MANGANO

Thank you, Paul.

VITTI

That's why he betrayed Dominic and
me to our enemies and sent his own
man to kill me in Miami.

Mangano is stunned.

VITTI

But I leave it to my people to
deal with that and choose their
own boss. And even though it's my
right, I won't take revenge,
mostly because I'm in a good place
mentally and feeling good about me.

(CONTINUED)

109 CONTINUED: (2)

109

ZELLO

(perplexed)

I don't know, Paul. I can see where some people might have a problem with this.

VITTI

I realize that, so as an extra token of good faith between us, I've taken the liberty of writing down everything I know and putting it in a safe deposit box in case anything happens to me or my family.

There's a long tense silence while the other bosses consider all this. Then, finally --

ZELLO

I don't know what anybody else thinks, but I say good luck and God bless, Paul.

BALDASSARE

Good luck, Paul. Salut.

They all raise their glasses and toast Vitti. Ben raises his glass to Vitti and drinks.

BEN

(to Vitti)

Well done.

Vitti smiles at him and drinks.

CUT TO:

110 EXT. PARKING LOT - MOMENTS LATER

110

Ben and Vitti come out of the building and cross to the car. Jelly is waiting, Iron Mike has the MOTOR RUNNING, and Jimmy is in the front seat with him.

VITTI

Let's move.

Sindone and Mangano come out with guns drawn, flanked by two wise guys.

SINDONE

Vitti!

(CONTINUED)

Vitti and his crew turn and face Sindone and Mangano across the parking lot.

VITTI

I don't want to do this, Primo.

SINDONE

You don't want to do this? That's fuckin' rich. What did you think, you could just quit and walk away? You think this is a fuckin' civil service job? What are you, crazy?

VITTI

Not anymore.

(to Mangano)

Hey, Carlo, tell me. You gonna stab me in the back like the piece of shit I always knew you were?

Mangano stares at him, cold and hard.

MANGANO

I'm not gonna stab you in the back, Paul. I want to see your face when I do it.

VITTI

I don't think so.

(calls out)

Mo-Mo!

Mo-Mo stands up from behind a car pointing a shotgun at Mangano and Sindone.

VITTI

Bigs!

Johnny Bigs steps out from behind a shed holding an assault rifle.

VITTI

Eddie!

The back of a van opens to reveal Eddie "Cokes" and Tuna manning a military air-cooled machine gun on a tripod.

VITTI

It's over, Primo. Now get the fuck outta here.

Sindone glares at him, then lowers his gun, turns, and starts to walk back into the building joined by Mangano and the soldiers.

(CONTINUED)

110 CONTINUED: (2) 110

Vitti and Ben relax.

BEN

Good thinking. I was going to bring a machine gun but I don't have one. Of course, we haven't opened the wedding gifts yet.

Suddenly, Sindone whirls and FIRES at Vitti.

Ben staggers in front of Vitti and takes the bullet in the shoulder.

CUT TO:

111 INT. GARAGE - CONTINUOUS ACTION 111

The assembled bosses hear the sound of GUNFIRE outside. Zello looks at Baldassare.

ZELLO

Oh, shit.

The bosses all jump up and run for the exits.

CUT TO:

112 EXT. PARKING LOT - SAME TIME 112

As the GUN BATTLE CONTINUES, Sindone jumps into a car and tries to escape, but Eddie Cokes RIPS his car with the MACHINE GUN, stopping it dead.

113 OMITTED 113

113A GATES 113A

An NYPD armored assault vehicle bursts through the gates. Police cruisers and SWAT vans come racing up to the scene, SIRENS SHRIEKING.

Then, from out of the sky, the FBI helicopter descends, blaring a warning.

AGENT STEADMAN (V.O.)

(on a loudspeaker)

Drop your weapons and lie facedown on the ground. I repeat. Drop your weapons and lie facedown on the ground.

CUT TO:

114 EXT. ALLEY - CONTINUOUS ACTION 114

Bosses and fat capos go running through the alleys and clambering over fences in their silk suits and expensive loafers.

115 EXT. PARKING LOT - CONTINUOUS ACTION 115

Agent Ricci, wearing a flak jacket and FBI baseball cap, has Sindone down on the ground with his foot on Primo's neck and a .45 aimed at his head.

AGENT RICCI

(screaming)

Don't move! Don't you fucking move!

SINDONE

Hey! Take a pill, Robocop.

Vitti is tending to Ben who is on the ground leaning against the side of the limo.

VITTI

(deeply moved)

I can't believe it. You took a bullet for me. What doctor ever did that much for a patient? I'll never forget that.

BEN

Paul -- I tripped.

VITTI

Yeah. You tripped over your unconscious.

DISSOLVE TO:

116 EXT. FEDERAL PRISON - MANY WEEKS LATER 116

It's a beautiful summer day. Convicts are playing basketball and lounging in the yard.

CUT TO:

117 INT. PRISON LIBRARY - SAME TIME 117

Ben in a sport coat, and Vitti, in prison whites, are sitting around in a circle with several other convicts. DONNY, a heavyweight con with a shaved head and numerous tattoos is talking.

(CONTINUED)

117 CONTINUED:

117

DONNY

I don't think my mother really listens when I talk. She never listened.

VITTI

And how does that make you feel?

DONNY

It makes me feel angry.

VITTI

I'll bet you feel hurt, too, don't you?

DONNY

(suddenly vulnerable)

Yes, I do.

BEN

Paul, what would you say about what Donny's feeling?

VITTI

Donny, when you're thirsty, you don't go to the wall -- you go to the well. You know what I'm saying? Your mother may never be able to listen to you, but you have friends here who will. Okay?

Ben is proud of Vitti's new sensitivity.

BEN

And be patient, Donny. Most people's problems take months, sometimes years to resolve.

DONNY

I'm doing twenty-five to life.

BEN

That should be plenty of time.

CUT TO:

118 INT. PRISON CORRIDOR - LATER

118

Ben and Vitti have just left the therapy group.

(CONTINUED)

118 CONTINUED:

118

BEN

You know they found Primo Sindone
dead in a field near LaGuardia.

VITTI

I heard.

(off Ben's look)

I had nothing to do with it.
There were guys lined up from
Canarsie to Atlantic City who
wanted to whack that bastard.

BEN

Okay, just checking.

VITTI

You know, Doc, I don't think I
ever thanked you properly for
curing me.

BEN

We don't say 'cured.' We say you
had a 'corrective emotional
experience.'

VITTI

You, you, you're very good.

BEN

(pointing)

No. You. You.

CUT TO:

119 OMITTED

119

120 EXT. SOBOL BACK YARD - NIGHT

120

Ben and Laura are dancing in the yard. Paper lanterns are
hung here and there. A bottle of champagne sits open on
the table. A great TONY BENNETT SONG can be heard playing.

BEN

Happy?

LAURA

I just can't get used to it.

BEN

What?

(CONTINUED)

LAURA

It's been three weeks since the last time you were kidnapped. I don't know if I can adjust.

They kiss as the SONG ENDS. Ben turns and speaks to someone O.S.

BEN

What do you say, Tony? One more?

TONY BENNETT and his trio are set up on the back porch.

TONY BENNETT

Whatever you want, Dr. Sobol. My friend told me to stay as long as you wanted me. What do you want to hear, Mrs. Sobol?

LAURA

Your choice, Tony.

TONY BENNETT

I was hoping you'd say that.
(quietly, to trio)
'World on a String,' fellas.

Tony sings "I've Got the World on a String" as Ben and Laura continue to dance. The CAMERA PANS UP and we see Michael smiling and shooting video from his bedroom window, then the CAMERA PANS UP TO a starry sky, and we...

FADE OUT.

THE END