

HEAT

by

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EXT. CEDARS-SINAI - WIDE - DAY

A monolith with alienating foregrounds. A bus pulls in on Beverly. NEIL McCAULEY and a nurse get off. Neil carries a paper bag and wears white pants like a hospital attendant. Neil is an ice-cold professional: very big, very tough. At 42 his short black hair is graying. He spent eight years in McNeil and three in San Quentin. He got out and hit the street in 1987. Four of the McNeil years were spent in the hole. Neil's voice is street, but his language is precise like an engineer's. He's very careful and very good. Neil runs a professional crew that pulls down high line, high number scores and does it anyway the score has to be taken down: if on the prowl (a burglary), that's fine; if they have to go in strong (armed), that's fine too. And if you get in their way, that's got to be your problem. His lifestyle is obsessively functional. There's no steady woman or any encumbrance. Neil McCauley keeps it so there's nothing he couldn't walk from in 30 seconds flat.

ANGLE

Right now, he enters the big double doors and pulls a white intern's coat from his paper bag.

CUT TO:

INT. CEDARS-SINAI CORRIDOR - TRAVELING TWO SHOT - DAY

We DOLLY on Neil as he crosses through the long crowded corridor. Patients, nurses, interns and doctors pass by. A P.A. broadcasts occasional messages.

PROFILE

Neil crosses under an "EMERGENCY" sign and keeps going towards the exit doors.

TRAVELING - FRONTAL

Neil APPROACHES THE CAMERA. From the other direction two ambulance attendants wheel an old man under oxygen and pass by Neil.

CUT TO:

WIDE REAR SHOT

Without breaking his stride from the moment he got off the bus, Neil exits through the doors, examines four ambulances parked in the slots, climbs into one and drives off. Maybe he's stolen it. We don't know.

CUT TO:

EXT. R & C CONSTRUCTION SUPPLIES - ON CHRIS - DAY

CHRIS SHIHERLIS crosses past stacks of gravel and cement with a white-coated BLACK CLERK. Chris wears a hard hat over a mongol cut, Levi's, black boots and a sleeveless sweat shirt and carries on one shoulder a 150 lb., red, Milwaukee Tool Company case. He looks like a construction worker by day who by night hits L.A's slams, jams and raves. He's 29, from Austin, Texas. Chris is also a highline pro: a boxman who knows five ways to open any safe made. Right now he's buying a hollow core drill. He and McCauley were cellmates in San Quentin Penitentiary from 1984 to 1987. Chris hit the streets in 1988. He's a hot dog and spends money as fast as he makes it. Right now, he and the Clerk exit to the sales counter.

CUT TO:

EXT. SALES COUNTER - TWO SHOT

As they approach, the Clerk goes behind it.

CLERK

What you working on?

CHRIS

Drillin' some post holes into concrete ...

CLERK

(re: toolcase)

With that you can ream solid steel. Check, charge, or cash?

CHRIS

Cash. Put "Jack's Fencing" on the receipt.

CLERK

\$788. 30

Chris pays; Clerk writes receipt.

CLERK

(continuing)

...that a good racket? I ought to get out from behind this counter...

CHRIS

(takes receipt)

Yeah.

(beat)

Take it easy.

He leaves with the heavy red case.

INT. "TOYS 'R' US STORE" - ON CERRITO - DAY

MICHAEL CERRITO - at 40 - is looking at a doll house. He's a wide, thick, coarse-featured big man. Sicilian from Sunnyside, he's spent 15 years in Attica, Joliet and Marion penitentiaries. He's strictly a "cowboy": his natural inclination towards a score is "...get the guns and let's go." He's been off smack and everything else for five years. He's clean and sober. He's the nicest guy on the block and a loving father. If you get in his way, he'll kill you as soon as look at you. If you asked him about the contradictions, he wouldn't know what you were talking about.

CLOSE OR DOLL HOUSE DETAILS

It's 3 x 6 and two feet high. Miniature room sets are inside. Cerrito's thick fingers close the door. He picks it up. WIDEN. He crosses to a counter and MIDDLE-AGED CLERK.

CERRITO

Wrap this here up.

CLERK

Yessir. You're going to have a happy little girl.

CERRITO

Two. I got two girls.

CLERK

That's nice.

CERRITO

Yeah. And gimme those three masks there.

Clerk takes down Clark Gable, Three-eyed Monster, and Beautiful Lady, full-head rubber masks.

CERRITO

(continuing)

Gimme Donald Duck, too

CLERK

(does and laughs)

A little early for Halloween?

CERRITO

Yeah. Halloween's coming early this year. What do I owe you?

CUT TO:

INT. CONDOMINIUM - A HAND - MORNING

Slides across the back of JUSTINE'S thigh.

JUSTINE'S AND HANNA'S FACES

She is 29, auburn, languorous, her eyes are closed and she makes love with her husband, VINCENT HANNA. Pressing her face to his, their hair intertwined... It's morning. We are in an expensive condominium.

WIDE

The two bodies locked into the rhythms of their love-making, twisted in white sheets. OFF SCREEN a shower runs.

CUT TO:

INT. SHOWER - HANNA

Is in it. The water streams off his body. The glass is misted. He turns off only the hot and breathes fast in the cold spray. OFF SCREEN a cigarette lighter CLICKS.

CUT TO:

BEDROOM - JUSTINE

smoking, still under the white sheets, watches Hanna dress.

JUSTINE

... taking me out to breakfast?

HANNA

(looks at watch)

Can't. Bosko's waiting..

LAUREN

(passing door)

Hi Vincent. Mom, where's my barrettes?

LAUREN, Justine's daughter, is 15 and tall and anxious.

HANNA

Hi, sweetie.

JUSTINE

I saw them on the kitchen

(to Hanna)

Want me to make coffee?

HANNA

(to Lauren in other room)

No school today?

LAUREN (O.S.)

Daddy's picking me up! We're going to see the new site and then shopping and lunch.

(beat)

They're not on the table.

JUSTINE

Then I don't know...

(to Hanna)

He's already half an hour late.

HANNA

He gonna show? Or the son of a bitch gonna stand her up like last time?

Hanna clips a 2" .38 in his waistband. Justine shrugs and shakes her head.

JUSTINE

(starting out of bed)

Want the coffee?

HANNA

I'm out of time...

He leaves.

JUSTINE

Falls back on the pillow, disappointed. It's as if she'd been stood-up. The bed sheet falls half off of her. She's exposed, vulnerable. She looks out the window, occluded by light muslin, away from us and exhales.

CUT TO:

INT. MACARTHUR PARK, MEN'S ROOM - ON WAINGRO - DAY

Bare-chested washing at a sink. WAINGRO'S 27. He sports prison tattoos including an Aryan Brotherhood swastika covering his abdomen. He's a graduate of the "gladiator academies," Chino and Tracy.

He's dressed in Army and Navy Store gray workman's clothes. He combs his long hair straight back off his round forehead. Now he tucks his shirt in and puts on wrap around shades.

CUT TO:

EXT. MACARTHUR PARK - WAINGRO

Waits. His shell jacket is in a tight roll under his arm. Then a garbage truck - a Dempsey Dumpster (the kind with a power forklift on the front) - pulls up.

CUT TO:

INT. TRUCK - WIDE - DAY

Michael Cerrito is the driver.

CERRITO
You Waingro?

WAINGRO
Yeah.

He climbs in. Cerrito pulls out. Waingro - delayed - offers his hand. Cerrito has to wait until he finishes his gear change to shake it. The timing's a little weird.

WAINGRO
(continuing loud)
You're Cerrito huh?
(pause)
What kinda guy is this Neil?

CERRITO
(loud)
Okay.

Just do like he says. Exactly... like ... he ... says.

They have to talk loudly over the clapped-out ENGINE'S NOISE.

CUT TO:

EXT. ALLEY - ON GARBAGE TRUCK - DAY

It's ABRUPTLY QUIET. The truck's parked. The two men sit idly. Waingro finishes take-out coffee and tosses the empty.

INT. TRUCK - CERRITO

Lights a cigarette. Belatedly, he offers one to Waingro. Waingro lights up. The two men relax under the swirls of blue smoke.

WAINGRO
You guys always work together?

CERRITO
All the time.

WAINGRO

Real tight crew, huh?

CERRITO

That's right.

Awkward pause.

WAINGRO

This works good, maybe I could go again?

Cerrito looks at Waingro. He wants to protect his concentration.

CERRITO

Yeah. Stop talking, slick...

It ends the conversation. Waingro drums his fingernails on the dash. He's anxious.

CUT TO:

CHEVY TOWTRUCK - ON TOWNER - DAY

TOWNER'S a sloppy, nondescript man in his 40's. He slouches behind the wheel. A Bearcat 210 Scanner is under the dash and a walkie-talkie on the seat. As in the garbage truck, it's quiet and he waits. Then:

NEIL (V.O.)

(radio filter)

You ready if I need you?

TOWNER

(into radio; low)

Yeah.

NEIL (V.O.)

(radio filter)

Got their air?

TOWNER

Yeah.

At a low level we HEAR POLICE CALLS.

CUT TO:

INT. AMBULANCE - TWO SHOT - DAY

Chris and Neil are sitting in the front seat of the ambulance Neil drove away from the hospital.

RADIO ANNOUNCER

(radio filter)

...Daddio's jazz patio on KDCA.
Brought to you this fine day,
which is A-okay, by Twister.
Hey, mister, go out and buy a
bottle of that
Twister...Wiiiiiiine...

NEIL

Turn it off.

Chris turns it OFF. A little anxiety develops.

CUT TO:

INT. GARBAGE TRUCK - TWO SHOT - DAY

CERRITO

(checks watch)

Time.

Waingro stubs out his cigarette in nervous jabs. Cerrito pulls from a paper bag two of the rubber masks he bought and surgical gloves. He and Waingro put them on quickly. Cerrito has the monster mask three eyes and a twisted mouth. Waingro is a beautiful woman. Their movements now are very fast. Cerrito pulls the truck out of the alley.

CERRITO'S POV:

As we approach the street an armored truck passes by. We fall in behind. At this point we realize these men are going to pull down an armed robbery of this armored truck. But, we turn LEFT. The armored truck went straight. Then we turn RIGHT. However we SEE the armored truck again. It turned left. Our paths will intersect at 90 degrees. Meanwhile:

CUT TO:

INT. AMBULANCE - ON NEIL - DAY

He checks the chamber and then inserts into the grip of his 9mm. Browning a 14-shot clip. Chris works the slide of a Remington 810, 12-gauge shotgun and puts on a welder's helmet. Neil pulls on the rubber mask of Donald Duck and slings a stopwatch on a string around his neck.

CHRIS

Their response time?

NEIL

Two minutes, fifty seconds.

CUT TO:

EXT. STREET - WIDE ON AMBULANCE + STREET BEHIND IT

The lumbering armored truck approaches...

NEIL (V.O.)

(calm)

We ought to be down the chute
into the escape route in 2:20.

(beat; breath)

Here we go...

CUT TO:

INT. ARMORED TRUCK - DRIVER'S POV: APPROACHING AMBULANCE -
DAY

With FLASHERS going. Suddenly it pulls diagonally across
the narrow street, as if trying a three point turn: Driver
of the armored truck slams on his brakes.

CUT TO:

INT. GARBAGE TRUCK - CERRITO'S POV: ARMORED TRUCK IN
PROFILE - DAY

We're accelerating at it.

CERRITO'S FOOT

punches the accelerator.

FRONTAL: GARBAGE TRUCK

a prehistoric beast charging at us.

CERRITO'S POV: JAMMING

at the armored truck.

COLLISION

We SLAM into it,

WIDE: ARMORED TRUCK

knocked onto its side, crushes against a wall.

CUT TO:

INT. ARMORED CAR - DRIVER - DAY

Stunned, pinned inside. Their world is sideways. It rains
desposit slips. GUARD ONE grabs the radio mike:

GUARD #1
(into mike)
211! We're being taken down!

EXT. ALLEY - ON REAR OF ARMORED TRUCK

Neil, Chris, Cerrito and Waingro are on the move...

INT. CHEVY APACHE PICKUP - TOWNER - DAY

Listens to his BEARCAT POLICE SCANNER,

DISPATCHER (V.O.)
(radio filter)
Car 74, what's your ETA to the
211 in progress Hoover and 14th?
Over.

CAR 74 (V.O.)
(radio filter)
Car 74. Three minutes. Over.

DISPATCHER (V.O.)
(radio filter)
Car 74. Take it. Car 37, you're
back-up. Car...

TOWNER
(into radio to Neil)
There's the call. Three minutes.

CUT TO:

EXT. STREET - VEIL

With his radio earpiece starts a CHRONOMETER with a LOUD
CLICK.

ARMORED TRUCK - CHRIS

in a welder's mask with the hollow core drill drives the
10" diameter bit into the truck's armored plating. Neil
looks at his stopwatch.

WATCH:
28, 29, 30, 31, 32...

CLOSE - DRILL BIT

SCREAMING of metal as the hollow-core bit tears through
steel.

SHOTS

Neil with his Browning. Cerrito has an AR15 with its stock
collapsed. Waingro has a 9mm. Beretta.

CHRIS

The bit has cut a 10" circle into the side through the armored plating. Now Chris heaves the drill aside, steps away, swings up his shotgun as...

CERRITO

swings a sledgehammer at the 10" disc. It falls inside as.

NEIL

pulls the pin and tosses a grenade into the hole. It EXPLODES and pours smoke.

NEIL

(yelling after it)

Next one blows you up! Out!

Now...

(beat; 'shouts)

Now!

INT. ARMORED CAR - GUARD ONE

Coughing. His mask doesn't work. He lurches for the door...

EXT. STREET - ARMORED CAR

Door crashes down, opens, Guard One falls out. Then GUARD TWO. The DRIVER comes out his door. Cerrito grabs him. Neil handles the two Guards.

NEIL

Up against the wall!

He yanks their guns away - his 9mm. At the back of each man's head in turn.

THE DRIVER

tries to twist away as a reflex. Cerrito cracks him in the face with the AR15, driving him to the wall.

WIDE: CERRITO + WAINGRO

cover the three. Neil moves into the Armored Truck to join Chris who's already inside, ripping it apart, searching. We see him disregard cash.

NEIL'S STOPWATCH

1:12.

NEIL
(to Chris)
80 seconds left. Move it.

WAINGRO

behind the Beautiful Lady mask: trying hard to do good.
His gun jumps from Guard to Guard to Guard.

NEIL

looks at Waingro. WIDEN. Waingro's aware of Neil's
scrutiny.

WAINGRO
(to Guard Two)
Flatten - up against it! Higher!

He slaps the back of Guard Two's head with the gun barrel.

GUARD TWO
(a big, boastful
man, quietly)
...you didn't have that gun..

WAINGRO
What?!

CERRITO
(cuts in; cool)
That's true, slick, cause you're
a real tough guy. But he has
the gun. And me, too. So shut
the fuck up.

WIDE

Neil and Chris emerge from the van with one manila envelope.

NEIL
Move out!
(checks watch)
38 seconds left!

WIDE: WAINGRO

It's like Waingro can't hear. He's fixated with Guard
Two. Guard Two turns and looks at him arrogantly - more
concerned with his masculine pride than his safety. He's
a stupid man.

WAINGRO'S POV: VERY WIDE

Things happen slowly.

WAINGRO (O.S.)

(quietly)

...hadda mouth off? In front of
them?

Waingro's arm points out at the man - with the gun at the
end - and FIRES.

ANGLE

Guard Two is blown up against the wall. Driver moves...

NEIL

leaving, spins.

DRIVER

reaching for a two-inch hammerless .38 back-up tucked in
his boot. As he brings it up...

NEIL'S 9MM. BROWNING

FIRES TWO HAMMERED-ON SHOTS.

CERRITO'S AR15

covers Guard One. Guard One stares at the men in the masks.
Once killing begins, he knows what will happen. Cerrito
looks at Neil...

NEIL

angry; nods.

CERRITO

kills Guard One with THREE SHOTS.

ON AMBULANCE

Neil literally throws Waingro into the back.

INT. AMBULANCE - ON CERRITO - DAY driving, lays rubber
down the alley. ON NEIL at watch.

NEIL

(disgusted)

Ten. Nine.

(tosses the watch;
into walkie-talkie
to Towner)

Blew the margin. Here we come.

CUT TO:

INT. WHITE CHEVY APACHE TOWTRUCK - ON TOWNER - DAY
We HEAR police dispatcher on the Bearcat scanner.

TOWNER
(into radio)
One on your tail.

NEIL
(V.O.)
Here we come.

Towner drops the walkie-talkie out the window. He's fastened a professional racing harness.

CUT TO:

EXT. STREET - REAR SHOT ON AMBULANCE - DAY
Skidding right into another side street.

REVERSE: BLACK + WHITE

in Code 3 scraping between the garbage truck and wall - roars TO CAMERA. One cop already has his shotgun up.

CUT TO:

EXT. SIDE STREET - WIDE: AMBULANCE - DAY
Left down the street with FLASHERS going.

WIDE PROFILE: AMBULANCE

Streaks THROUGH THE FRAME. HOLD and SEE the Chevy towtruck with Towner.

TOWNER
guns the engine.

BLACK + WHITE

bounces around the corner, the rear end comes out, skidding left. Towner floors the towtruck. We SEE it's heavy front bumper RAM the police car sideways.

EXT. GAS STATION - BLACK + WHITE

Is SMASHED SIDEWAYS into the station, careens off two cars filling up...

ANGLE

... plows through a rack of pumps, takes out the air and water reservoirs and wraps itself around a lamppost.

Towner's towtruck's gone.

CUT TO:

EXT. RESIDENTIAL SIDE STREET - AMBULANCE - DAY

Pulls in and parks. Everyone abandons it, leaving masks, rubber gloves, equipment, outer clothing inside. They cross to a Chevrolet Caprice. They climb in. They pull out.

CUT TO:

EXT. GAS STATION - WIDE - DAY

One cop has a cut forehead, tries to stand. Two more black and whites pull in - flashers going. The driver staggers out from behind the wheel and tries to shake clarity into his head. He sits on the pavement.

CUT TO:

EXT. LAX PARKING LOT - WIDE BETWEEN THE CARS - DAY

Planes ROAR overhead in landings or takeoffs. Yellow vapor lamps glare. It's gaudy with lights. Neil and a man named NATE are parked next to each other facing opposite directions. Nate's 50 - an ex-prize fighter with his nose all over his face in a silver Mercedes. His big muscles have gone to flab. He wears a yellow rayon shirt. He's deeply tanned and pock-narked.

Nate functions as a middleman and fence for Neil. All calls from people who want to contact Neil come to Nate. Right now he examines the manila envelope from the armored truck. Neil's in a Lincoln Town car, gray suit, white shirt, no tie.

CLOSE: ENVELOPE

contains 80 x \$20,000 negotiable Treasury Certificates.
Nate's counting.

NATE

A million, six at 40 cents onna
dollar's 640. Here's a hundred
forty thou front money. Get you
the rest, 2-3 days.

WIDE - FROM THE FRONT

Nate gives a large envelope to Neil.

NATE

What happened out there?

NEIL

I don't want to talk about it.

NATE

(re-examining
securities)

Wait a minute.

NEIL

What's the matter?

NATE

(laughs)

You know who these belong to?

NEIL

(takes manila
envelope)

"Malibu Securities ...

NATE

You know John Van Zant?

NEIL

No.

NATE

Malibu Securities is a brokerage
he controls. Planned
bankruptcies, made out during
the S&L's, money laundering...

Nate pulls T.C.'s.

NATE

(continuing; laughs)

You ripped off his Treasury
Certificates.

NEIL

So what?

He's got insurance.

NATE

That's the point. On top of
collecting his insurance, maybe
he wants to buy back his bonds.
From him I can get you 60 cents
on the dollar instead of 40.
Means an extra 320 to you.

NEIL

Try it on.

NATE

You know Cezar Kelso?

NEIL

By reputation.

NATE

He's got this score he's putting out and wants you to look at.

NEIL

What do I need look at his score for? I got my own.

NATE

He said you'll get near eight figures. Very clean.

NEIL

(beat; then:)

9:00a.M. tomorrow.

NATE

Take it easy.

Neil starts the car. Nate pulls away in his Mercedes.

WIDE

an L1011 ROARS overhead. Neil pulls out.

CUT TO:

EXT. ALLEY - WIDE ON PAVEMENT - DAY

We're looking at chalk outlines of the bodies of Guard one and Driver from the armored truck. The pavement is bloodstained. Bright lights illuminate the crime scene.

HANNA (O.S.)

Where's the ambulance?

HEINZ (O.S.)

They dumped it four blocks from here...

WIDEN TO REVEAL Hanna who we now identify as a police lieutenant of detectives. He's just arrived. The alley's been roped off with sawhorses labeled "crime area." The armored truck with the holed side is still there. One of Hanna's crew, DRUCKER, a black intelligence analyst and technician at 45, was already there. A uniformed SGT. HEINZ was there first and by procedure took command. It's his crime scene.

HEINZ

Masks, guns, radios - all left behind. No prints.

HANNA

What about the crash, the white towtruck.

Two more of Hanna's crew arrive in an unmarked car and join him: CASALS - bald at 30 and wiry; BOSKO - a huge, oversized man.

HEINZ

Hasn't turned up. Got a witness: janitor next door.

HANNA

I.D. anybody? Plate? Description?

HEINZ

Shhaaapes ...
(beat)
One big. One thin. He heard it...

Guy's nearly blind.

HANNA

(re: body outlines)
What about them?

DRUCKER

According to the janitor, he...
(Guard Two outline)
Started mouthing off to one of the gunmen.

HANNA

Oh, that was smart.

DRUCKER

I figure the other went for...
(points)
... that gun when the shooting started. One guy called a guard "slick."

HANNA

"Slick?"

DRUCKER

Yeah. And they ignored the loose cash.

HANNA

'Cause they had no time, cause they knew our response time, cause they were on our air.

HEINZ

You recognize their m.o.?

HANNA

Yeah. Their m.o. is that they are good. Once it escalated into a Murder One beef for all of them after they killed the first two, they popped guard number three 'cause it didn't rake any difference anymore, so why leave a living witness? Drop of a hat? They'll rock and roll. Also: the way they went into the side indicates they are equipped to go in on the prowl. So also start looking for recent highline burglaries that have 'mystified' us.

(to Drucker)

Run the "slick" bit to the FBI and see what it kicks out.

DRUCKER

I called it in already.

HANNA

(to Casals)

Split the fences. I'll take Cuzomano and Torena. You take the East side. Go through the tapes of who we been listening to.

(to Drucker)

Hang in with Forensics on all physical evidence.

(to Bosko)

How'd they know the route of the van and what it was carrying? Does Gage print the day's routes? What do they do with the printouts? Who collects their trash? Run makes on all their middlemanagement. Did someone give this score up?

(beat)

Check the three guards. See if one of them was a tipster.

BOSKO

What's the vibe: home-grown or
out-of-town?

HANNA

Out-of-town. Frankly, I hope
they are scoring once and passing
through. And I doubt it.

HEINZ

This going to stay in Area?

HANNA

This look like boosters working
the local Seven Eleven to you?
It goes to Major Crime.
(to his crew)
Go to work.

They move toward the Forensic Unit, scraping tire rubber
and measuring distances as we

CUT TO:

INT. EARLY 60'S COFFEE SHOP - WIDE - NIGHT

It's 1963 futuristic: flagstone and rubber plants. Most
of the patrons are night people: pimps, hookers, customers,
disintegrating couples, etc. We PAN AROUND the interior
and settle on a booth by a window. In the booth are Chris
and Cerrito on one side and Waingro alone.

WAINGRO

Anybody want some pie?

CERRITO

looks at Waingro, sips his coffee, and looks away again
Waingro is nervous.

CHRIS

sees something in the parking lot.

DOOR - NEIL

enters, crosses to the booth, slides in across from Waingro.

CLOSE

The four men huddle together and talk in a whisper. Neil
pulls out three yellow envelopes, presumably full of money.
Neil will talk about Waingro in the third person as if he
inanimate.

NEIL

(whispered)

This is a partial split, but I
took out of ours - every - to
make up...

(Waingro's)

...his full end. Because I want
to settle him up and get rid of
this jagoff right now.

Cerrito and Chris looks at Waingro.

CERRITO

Okay.

Chris nods. Waingro's speechless. Neil flips him an
envelope.

NEIL

(whispering)

Fuck off.

Waingro doesn't move.

WAINGRO

(whispered; tense)

I had to dust him!

Neil grabs the back of Waingro's neck, slams the side of
his face onto the table top and flicks the middle finger
of his left against waingro's temple. Neil could kill
him.

NEIL

(whispered)

Electricity and chemicals a little
fucked up?

(flick)

You a shooter? Speed? What?

Flick. Cerrito looks around the coffee shop: it's quiet.

NEIL

(continuing;

whispered)

You didn't have to. Now we got
extra heat off a clean score.

Waingro does nothing. Neil shoves him into the corner of
the booth. Plates fall. All three get up and walk out.

CUT TO:

EXT. COFFEE SHOP, REAR PARKING LOT - WIDE - NIGHT

Neil, Cerrito and Chris cross past cars.

ANGLE - WAINGRO

whines, cries and charges into Neil's shoulder from behind and spins him around, wanting to explain to him. This time:

NEIL

knees Waingro in the stomach. Waingro folds over. Neil slams both open palms on Waingro's ears and knees him in the face. Waingro sprawls over a car hood and falls off.

CLOSER - NEIL

kicks Waingro in the side driving him between cars where it is more secluded while Cerrito and Chris casually look a-round and back away to cover him because they know Neil is going to kill him now. As Neil draws his .45 ...

CERRITO

(low)
Hold it.

Neil looks. Across the street cruises a black and white. He watches it pass. His attention goes back to Waingro. As his .45 comes up.

CLOSER: NEIL

turning, mildly surprised.

NEIL'S POV: NOTHING

Waingro's disappeared.

WIDER: NEIL

searches under cars, carefully. Nothing.

HIGH + WIDE

Waingro's gone. Neil with Cerrito and Chris following scan the spaces and shadows as they back out of the large parking lot.

CUT TO:

INT. SHIHERLIS APARTMENT - ON CHARLENE - NIGHT

CHARLENE - twenty-six, in skin-tight black pants and black hair. They're on their way out. The apartment is heavy on computer games, video gear, appliances and children's furniture. Re: envelope:

CHARLENE
(counts the money)
Where's the rest?

CHRIS
That's it.

CHARLENE
Eight thousand dollars? You
gotta be kidding me!

Chris enters from the bedroom. While buttoning a shirt, he's mostly oblivious. It frustrates the hell out of Charlene.

CHRIS
(off-handed)
I squared the bookies and we had
to pay off some guy and were
short to start 'cause the rest
is comin', in a coupla days. So
don't sweat it.
(checks watch)
We're late.

Slips on a boot.

CHARLENE
Listen to me. "As The World
Turns" can get interrupted with
a news flash of you splattered
all over the street ...

Pulls on boot two.

CHARLENE
(continuing; running
on)
I can get sent up on an accessory
beef. Your son, Dominick, winds
up in a home. For \$8,000?
(voice breaks)
Honey, for \$8,000, it ain't worth
the risk. Risk versus reward?
Baby?

CHRIS
Don't worry about money. Neil's
got...
(checks watch)
Hey, if we're goin', let's go.

CHARLENE
Where's the club you were going
to open?

CHRIS

Here comes the "showgirl with a future" bit.

CHARLEJ

Shut up! I left for a good thing.
(beat)

Why am I even talking to you? I can't talk to you. All you are is a child growin' older...

CHRIS

The hell's that mean?

CHARLENE

It means we're not making forward progress like real adults and you won't listen.

CHRIS

I told you: me and Neil got planned ...

CHARLENE

"Me and Neil." I'm married to you, now. This isn't the fucking joint.

CHRIS

Don't mouth off to me!

CHARLENE

(screams)
I want out of here!

CHRIS

(shouts)
Well there's the fucking door!
(opens it)
Only leave Dominick, the bank book and the car keys on the kitchen table!

CHARLENE

You can keep that other crap!
But Dominick goes with me.

Chris shoves her up against the wall.

CHRIS

(suddenly low)
I'll find ya and kill you, you bitch, wherever you are - you ever try to take Dominick away from me.

He means it. She knows it. He takes the car keys and goes. She's frozen to the spot.

CUT TO:

EXT. CERRITO'S BUNGALOW - WIDE - NIGHT

A modest West L.A. bungalow that's been remodeled beyond neighborhood values. A 1990 Coupe de Ville's in the drive. Cerrito pulls his black '93 Eldorado up behind it. A NEIGHBOR shuts off his sprinkler. Cerrito gets out and pulls the wrapped up doll house out of the trunk.

ANITA (O.S.)
(to Michael)
Daddy, daddy!

WIDEN TO INCLUDE ANITA CERRITO (7) running up with LINDA CERRITO (9) not far behind. She jumps into her dad's arms.

CUT TO:

INT. CERRITO HOUSE - ON CERRITO - DAY

Entering: home theater system, Hawaiian art prints in lacquer frames.

ELAINE CERRITO - a dark, heavy-set woman who was dynamite at 25 and still sensual at 40 - enters from kitchen and kisses cerrito.

ELAINE
Hungry?

CERRITO
Starving.

ELAINE
(searching)
You okay?

CERRITO
(nods; gives her
envelope)
Put this away.

ANITA
(whispers)
Daddy, what's in the box?

She exits to kitchen. Cerrito sits down and pulls Anita onto his lap.

CERRITO
What do you care?

They start shouting: c'mon c'mon. Elaine enters with her class of red wine.

CERRITO

(continuing)

Open it up.

They run out. He whispers to Elaine who sits on the side of his chair and drapes an arm across his shoulder. Michael Cerrito is a family man and the nicest guy on the block.

CUT TO:

INT. UNDERGROUND GARAGE, ENTRANCE - A RECTANGLE OF NIGHT SKY - NIGHT

Then Neil's Town Car enters down the ramp and passes through. It's deserted and quiet.

CUT TO:

EXT. GARAGE - ON NEIL - NIGHT

Driving away in his personal car, an Eldorado in black.

CUT TO:

EXT. SANTA MONICA 3RD STREET - ON NEIL - NIGHT

It's almost deserted. Neil enters from Arizona Avenue. He's alone. It's windy. The collar of his gray suit is up, the lapels are closed over his white shirt.

CUT TO:

INT. HENESSEY AND INGALLS BOOKSTORE - NEIL - NIGHT

Looks at a large book in the Engineering section. He specifically flips back and forth between full-color plates of electronic micrographs of different kinds of steel.

EADY (O. C.)

Help you with something?

NEIL

(looks)

No thanks.

WIDEN TO INCLUDE EADY TSE - 28, 5'8". Chinese, long black hair to her waist. Her face is high cheek-boned and intelligent. She wears a gray corduroy smock over a turtleneck shirt and jeans. She speaks English in American vernacular with only the slightest trace of an accent.

NEIL
(continuing)
You closing in a few minutes?

Eady leans back against the book case.

EADY
Yeah.
(yawns)
Excuse me.
(beat)
You interested in metals?

NEIL
(alert)
No.
(lies)
It's the color reproduction of
these plates...

EADY
We have a first edition of
Kandinsky's Theory of Color with
hand pulled lithographic prints
bound in. Would you like see
it?

NEIL
Sure.

Crossing store.

EADY
I see you in here before.

NEIL
You're open late. Not many open
this late.
(beat)
What's your name?

Holds out hand.

EADY
Eady. Eady Tse. What's yours?

NEIL
(lies)
Bukowski. Neil Bukowski.

He holds onto her hand and stares down into her face.
They both smile. She laughs and looks away first. They
continue to a rear locked case.

CUT TO:

INT. HANNA'S CAR TRAVELLING - HANNA - NIGHT

Floating through the green xenon nightgown, hits a stored number in his cellular phone's memory.

CASALS (V.O.)

M. C. U.

HANNA

(cuts in)

Bobby, it's me.

CASALS (V.O.)

Boss, whoever's fencing the Bearer Bonds is either highline or out-of-town. Everyone's talking about it. No one knows about it.

(beat)

Schwartz went through the indexes on recent surveillance tapes? No armored cars. No witnesses on who stole the ambulance.

HANNA

Albert Torena call me back?

CASALS (V.O.)

No.

CUT TO:

INT. HANNA CONDOMINIUM - HANNA - NIGHT

Lets himself in the door. He's beat. He throws his coat at the chair.

INT. KITCHEN - STOVE

The dried-out remains of dinner. Hanna roots around, grabs a lamb chop, forgets the rest and goes into the living room. INT. HANNA LIVING ROOM - JUSTINE sees Hanna, goes back to book.

HANNA

Hi.

JUSTINE

Where have you been?

HANNA

Work. Harvey show or'd Lauren get stood up again?

JUSTINE

He didn't even call her.

HANNA

What an asshole. She okay?

JUSTINE

She's been in her room all day and won't talk. So "no," she's not okay. And neither am I.

(even tempered)

If I try to create something like a mood between us you back away. I made a great dinner for us. That was four hours ago.

(beat)

At least get yourself a plate...

HANNA

There's three dead bodies in an alley off Adams.

(beat)

I'm really sorry the lamb got overcooked.

Justine looks at him, elegantly rises, exits into the bedroom and closes the door.

HANNA

Looking after her is tired. Very tired. He doesn't know why he said what he did. He regrets it. So he turns on his TV to watch the news and his eyes glaze over.

CUT TO:

INT. DINER - GRILLMAN - NIGHT

Flips eggs, bastes, and covers them. The grill is all quilted steel and immaculate. At the other end of the counter a waiter reads a paper.

NEIL AND EADY

on stools.

EADY

What do you do?

NEIL

(looks at her, then away)

Swimming pools. Institutional. Schools, State, counties. I'm on the sales end.

(MORE)

NEIL (CONT'D)
(to Grillman)
Let me have another coffee.
(beat)
You like selling books?

EADY
(simply)
Yeah. Especially fine art books.
I study them.

NEIL
Yeah? Like what?

A little hesitant, Eady drinks her coffee.

NEIL
(continuing)
Tell me.

EADY
There's a Skira edition of
Delacroix charcoal sketches, I
like...

NEIL
What else?

EADY
Asian art work.

CUT TO:

EXT. EADY'S HOUSE, BALCONY - NEIL + EADY - NIGHT

The house is high in the hill's over sunset. They stare down at the City - like an ocean of small lights. From the previous scene we HEAR:

EADY (V.O.)
The plates are mezzotints. They evoke a feeling Japanese painters called "sabi". They believed there were eight scenes of transcendental loneliness. They painted them over and over again. One is a flock of geese hovering over a field. There's always mist. It's painted just as the leader touches down.

Pause. They drink scotch in highball glasses.

NEIL
City of lights.

EADY

Yeah.

NEIL

I flew over the arctic once at 40,000 feet. The moonlight was blue on all the snow. It felt like that.

There's a long pause. Then:

EADY

Do you travel a lot?

NEIL

Yeah.

EADY

Are you lonely?

NEIL

I'm alone. Not lonely.

He pulls her closer. A pre-dawn red band cracks the horizon.

NEIL

(continuing)

You?

EADY

I get lonely.

His hands hold her face as he looks into her eyes and she moves to him.

DISSOLVE TO:

INT. BEDROOM - WHITE - NIGHT

Fills the screen as we PAN ALONG the drapery of sheets to Neil's wide-awake eyes. Next to him Eady's asleep.

DISSOLVE TO:

SAME - HIGH ANGLE OVER NEIL ONTO EADY - LATER

Neil is dressed now. He stands at the foot of the bed looking at Eady.

DISSOLVE TO:

NEIL'S HAND

enters with a glass of water wrapped in a paper napkin and sets it on the bedside table.

It's odd: a convict's meticulousness. He moves the covers up to her chin. There is to his touch, tenderness, as if they were longtime lovers.

We realize what we are seeing is the emotionality Neil McCauley keeps in the closet.

DISSOLVE TO:

HIGH + WIDE

Neil is gone. He paused for that moment before he left, as if to engrave her image in his memory.

CUT TO:

INT. ALBERT TORENA'S APARTMENT - ALBERT TORENA - DAY

Answers the door. Daylight floods in past the silhouette of Hanna who shoves Torena in the chest, knocking him into the apartment. Hanna, following him in...

HANNA

You were supposed to get back to me last night. So where the fuck were you, Albert?

ALBERT

I couldn't break free, man!

HANNA

I oughta violate your ass right now.

ALBERT

I was all night hitting up Los vatos like one of those flamenco matador guys. Cuttin' in real smooth. Generating leads and shit. I'm a dancer, man!

ALBERT TORENA'S an anorexic Latino fence. Hanna scans the apartment. Religious objects crowd the mantle. Fourteen stolen tv's in packing cases in the dining room.

HANNA

You're a bust-out speed freak jackin' metamphetamine again.
(beat)
I'm in a hurry.

ALBERT

You talk to my brother, Raoul. He meet you tonight at...

HANNA

No. Right now.

ALBERT

I implore him, man. But he say
"no."

(beat)

He in Phoenix. Tonight's the
best I can do for you. The Zebra
on Crenshaw. Eleven o'clock.

HANNA

You be there, too.

ALBERT

Mon, I go

HANNA

Be there!

Hanna leaves.

INT - TRAILER - CEZAR KELSO - DAY

CEZAR

I picked you out to pitch it to
first, but don't think you're
the only action in town and I'm
giving it away. 'Cause I'm not.

CUT TO:

WIDEN TO INCLUDE NEIL - who doesn't say anything. CEZAR
KELSO'S a large crippled man in a wheelchair.

NEIL

What is it?

CEZAR

A bank. On Thursdays it gets
cash deposits for distribution
to other branches. The branches
have to buttress their cash
accounts to handle Friday payroll
checks from a Toyota and Nissan
plant, a steel mill and two
refineries. One day a week,
Thursday, the main branch carries
the full whack.

NEIL

You want a \$100,000 advance,
against a full 101. Why?

CEZAR

'Cause I can get it. 'Cause this is the best thing I seen in three years. 'Cause a screw-up makes 10 percent of nothin' equal nothin'. And 'cause those are the terms and they ain't negotiable.

NEIL

On the prowl or strong?

CEZAR

Strong. Through the front door. During the day.

NEIL

How many guys?

CEZAR

Four. Three plus a driver.

NEIL

That's not a \$100,000 worth anything. You're giving me an address to what's strictly a cowboy score: "Get the guns and let's go!" We smash, grab and boogie while they hit the alarm.

CEZAR

Three alarms. And that's why the price. 'Cause you chop-in through the roof the night before on the prowl and bypass 'em. I got circuit diagrams, blue prints, the works. So yeah, they hit the alarms, but nothing gonna happen.

NEIL

Do I have to kill people?

CEZAR

I doubt it. Two men have the two keys to open the box.

NEIL

Full architectural, plumbing and electric, camera placements?

CEZAR

All of it.

NEIL

What do you estimate?

CEZAR

Eight point, one. Eight point,
two million dollars.

That gives Neil pause. Kelso gets satisfaction from Neil's
reaction to the amount. Then:

CEZAR

(continuing)

Where's Nate?

NEIL

He hadda make a call.

(beat)

You're on.

(rising)

Here's five grand earnest money.
You get the rest after lunch.

They shake hands.

CUT TO:

EXT. TRAILER COURT, PAY PHONE - NATE - DAY

NATE

Look, Van Zant. Nobody knew the
merch was yours or they would
have respected it. Be that as
it may: now you get 100% from
the insurance company and you're
even, plus you can get the bonds
back for 60 cents onna dollar.
You make an additional 40%.
Your operation doesn't skip a
beat, and everybody's making
out.

CUT TO:

INT. MALIBU SECURITIES, VAN ZANT OFFICE - VAN ZANT - DAY

On the phone to Nate. There's green forest and blue water
dioramas inset into wood-panelled walls.

VAN ZANT

(into phone)

Sure. You got a deal.

NATE (O. S.)

(phone filter)

Good. Cause there's no percentage
in everybody getting their
underwear in a twist over this.

VAN ZANT

(into phone)

Absolutely. You have your man
call me to set the meet.

NATE (O.S.)

(phone filter)

Usually I'm the mailman.

VAN ZANT

(into phone)

I don't want to involve extra
people. What the fuck do I want
all kinds of people meeting each
other for?

NATE (O.S.)

(phone filter)

Okay.

VAN ZANT

(into phone)

Nice talking to you...

(click)

Van Zant hangs up. He's a tall
avuncular man with a flabby belly
and Arrow shirts: an accountant.
HUGH BENNY, a very large juice
collector, is in the office.

HUGH

(incredulous)

You gonna deal with these people?

VAN ZANT

So word hits the streets it's
okay to steal my stuff? I'm
gonna kill the sonsa-bitches.

CUT TO:

EXT. KELSO TRAILER COURT - NEIL - DAY

Entering from Kelso's trailer, meets Nate halfway to the
car. Walking and talking:

NEIL

I bought it.

NATE

What I tell you?

NEIL

The bonds?

NATE

We're on. You call him
tomorrow...
(gives slip paper)
... and set a meet.

NEIL

How is he?

NATE

Very cool. He's a businessman.

They walk to their cars and leave.

CUT TO:

INT. LILLIAN'S CAR - LILLIAN AND BREEDAN - DAY

Pull into Robert's Coffee Shop in Culver City. BREEDAN at 29 he's an ex-Eight Trey Hoover Street Crip with lots of scars who just did five years in San Quentin and is straightening up. He's gangster clean and pressed and it's there in his body movements and eyes.

LILLIAN

Here it is.
(kisses him)
You okay?

BREEDAN

Don 't worry, baby. Gonna do
good.

She laughs and drives away.

CUT TO:

INT. ROBERT'S COFFEE SHOP, KITCHEN - BREEDAN - DAY

Enters the kitchen. The manager is SOLENKO - large with gray features, smallpox scars and thinning hair. He's forty-five. NOISE OF DISHWASHER, P.A., POTS CLATTERING. Solenko throws orders together and plates onto the metal counter for waitress to pick up. They shout over the RACKET.

BREEDAN

(has to shout)
I'm Breedan. You Solenko?

SOLENKO

(shouts)
Yeah. Fucking hillbilly grill
ran didn't show. Been here since
4:30. You know this kinda
operation?

BREEDAN

(shouts)
The grill. Yeah.

SOLENKO

(shouts)
Grill? Empty the garbage, mopout
the toilets. You gimme a hard
time, I'll find something to
violate you back and blow your
parole.

(beat)
You kick back 25% of your salary
to me under the table. Grierson
your parole officer? Right?

BREEDAN

(shouts OVER NOISE)
Yeah.

SOLENKO

(shouts back)
Check it out. Change in the
back. Hurry up.

At this point we don't know what David Breedan's doing in
this picture.

CUT TO:

INT. XYZ DISCOUNT APPLIANCES BACK OFFICE - JOE CUZOMANO -
DAY

Hears a buzzer and looks up. His eyes go to a video
monitor.

VIDEO MONITOR: HANNA

among the racks and tv sets playing the sane soap.

HANNA (O .S.)

(filtered)
Cuzomano. Open up.

Joe pushes a button. The electric lock is released.
CUZOMANO is a 300-pound fat man.

HANNA

Whaddaya hear, whaddaya say?.

CUZOMANO

Hiya, Vincent. About what?

HANNA

About this crew that knocked
down three guards yesterday and
took a Gates Armored truck.
Bearer Bonds. Start making calls.

Cuzomano starts punching numbers into his phone.

CUZOMANO

(into phone)

It's Cuzomano. Get me Francis.
(while we're waiting)
How'd I hear about this?

HANNA

Ridin' the airwaves. On every
news channel. Turn on a fucking
radio!

(pause)

Try to broker the Bonds. Make
some money. Then you'll shift
into Flip-o-matic and tell me
who they are. And what they are
doing next.

CUZOMANO

(Francis is on the
line)

Hey, Francis!

(Francis answers)

That score went down yesterday?

(beat)

Yeah, I'm lookin' to handle all
or a piece of the merch. All I
got are yo-yo's. One brings me
a container of Armani suits? He
didn't know they were knockoffs.
Schmuck stole knockoffs. They
should make stupidity a felony.

(beat)

You hear who they been downed
to?

Cuzomano gets an answer. He shakes his head "no" to Hanna.
Hanna's out the door. Cuzomano breathes easier.

CUT TO:

EXT. NEIL'S APARTMENT BUILDING - WIDE - DAY

The Camaro slides soundlessly down Wilshire and into the
underground garage of a high-rise, green glass steel.

CUT TO:

INT. NEIL'S - APARTMENT - NEIL - DAY

Enters. It's white and barren. A TV SET in one corner on the floor PLAYS a MUTE GAME SHOW. Chris is rolled up in a blanket in front of it. The apartment is lived in by one man. It tells us Neil's personal life is a blank.

NEIL

comes out of the bedroom with a pillow. He yanks Christ shoes off. Neil punches a number. RINGING. Then:

CHARLENE (V.O.)
(phone filter)
Hello?

NEIL
(into phone)
Chris is here. I called so you
shouldn't worry. What's wrong?

CUT TO:

INT. SHIHERLIS BEDROOM - CLOSE ON CHARLENE IN BED - DAY

Charlene rubs sleep from her eyes. Switches hands on the phone.

CHARLENE
(into phone; wary)
Husband and wife stuff. That's
all.

NEIL (V.O.)
(phone filter)
He can sleep it off here.

CHARLENE
(into phone)
Thanks, Neil.

She hangs up and closes her eyes. She hates his guts.

CUT TO:

INT. NEIL'S APARTMENT, KITCHEN - CHRIS - DAY

Is hung over. Neil brings coffee to a Formica table. Chris's shirt from last night is ripped and his lip's cut. He looks like hell. Neil puts his Browning on the table.

NEIL
What happened to you?

CHRIS
When you going to get some
furniture?

NEIL
When I get around to it.

CHRIS
My mouth tastes like a sewer.

Chris crosses to the sink and turns the dish sprayer onto
his face and the back of his neck.

CHRIS
(continuing; comes
down)
Charlene's going to leave me.

Big pause.

NEIL
(quietly)
Why?

CHRIS
There ain't no steaks in the
freezer.

NEIL
With everything we been taking?

CHRIS
Last trip to Vegas and the
Superbowl took care of that.
When you gonna get an old lady?

NEIL
When I get around to it. You
got something else on the side?

CHRIS
Nothing regular.

NEIL
(quiet)
She got another man?

CHRIS
No.

NEIL
(quietly)
You sure?

CHRIS

(rising)

Yeah, I'm sure.

NEIL

Jimmy - whatsisname - Bohunk, in the joint used to say: "On the street you wanna be makin' roves, you don't put anything in your life you can't walk out on in 30 seconds flat if you spot heat around the corner."

CHRIS

Jimmy Banghart. And to hell with Jimmy Banghart.

(beat)

I'd rather go ten rounds with Jesus Christ than fuck with her. But she and Dominick save my life, man; everyday. Everyday...

NEIL

So?

CHRIS

So.

Their feelings and understanding run deep. Chris is committed to making it work.

NEIL

Taking delivery from Van Zant on the rest of the armored car cash. I gotta drop a deposit on Kelso. He's got a bank score.

CHRIS

What about the platinum? It's ready to fall ...

NEIL

That goes, too. Meet me at the coffee shop at noon. I got stuff to do...

Neil slips his Browning back into his waistband.

CUT TO:

INT. HOTEL ROOM - MARCIANO - DAY

MARCIANO is Las Vegas sharp at 48: a tall, tanned, ponytailed, middle-aged hustler and sucker for a young chick. His phone is ringing. He answers it.

MARCIANO
(into phone)
Hello?

INT. SHIHERLIS BEDROOM - CHARLENE - DAY

Drinking coffee, speeding.

CHARLENE
(into phone)
Alan.

MARCIANO (V.O.)
(phone filter)
Hey!

CHARLENE
(into phone)
I've had it with him. I've had
it. Can you get us out of here?

MARCIANO
(into phone)
Absolutely. I got a coupla orders
to write. Meet you at 12.

EXT. HAMBURGER STAND - CLOSE NEIL - DAY

On phone.

EADY (V. O.)
(after a pause;
phone filter)
Hello?

NEIL
How you doing?

CUT TO:

INT. EADY'S HOUSE - EADY - DAY

In an ink-stained smock.

EADY
(into phone)
Neil. I wondered when you'd
call.

NEIL (V.O.)
(phone filter)
I been real busy.

EADY
(into phone)
Good.

NEIL (V.O.)
(phone filter)
Can I see you?

EADY
(into phone)
I was worried... was just...
(uncomfortable)
...the one night. You know?

NEIL (V.O.)
(phone filter)
Not for me it wasn't.

EADY
(into phone)
Me either.

NEIL (V.O.)
(phone filter)
Tonight. I'll pick you up at
work.

She hangs up. He wonders about doing this, puts it aside.

CUT TO:

EXT. HAMBURGER STAND, PHONE BOOTH - NEIL

Takes a deep breath. Maybe he's not sure of what he's into. It passes. He crosses the counter.

Across the street is the Hiawatha Motel in 40's stucco and desert pastels and Charlene's yellow El Dorado parked next to a Lexus in front of Room 18.

NEIL
(to Cook)
Change for a dollar?

COOK
There you go, honey.

NEIL DIALS

TELEPHONIST (V.O.)
(phone filter)
Malibu Securities.

NEIL
(into phone)
Yeah. Van Zant.

Suddenly Neil turns because he sees.

NEIL'S POV: ALAN MARCIANO

leaves Room 18, waves goodbye to Charlene and crosses to Lexus.

VAN ZAPT (V.O.)
(phone filter)
Yes?

NEIL
(into phone)
About the merchandise. What's
the story?

In the b.g. Marciano pulls away.

VAN ZANT (V.O.)
(phone filter)
Give me your number and somebody
will call you right back from a
different line to set the meet.

NEIL
(into phone)
333-6089.

He hangs up. He waits. The PHONE RINGS. He answers. He says nothing. He nods. He hangs up. He crosses the street lot to the Motel.

EXT. ROOM 18 - WIDE

Neil knocks.

CHARLENE (O.S.)
Yes?

NEIL
Open up.

She does. She closes her eyes, resigned to doom. He walks past her into the room.

CUT TO:

INT. ROOM 18 - WIDE - DAY

One unmade bed. Neil looks. At the tacky interior. He crosses to the bathroom and turns on the water. He advances on Charlene who's backing up.- She falls over a waste can.

NEIL
Who was that guy?

CHARLENE
I won't tell you.

NEIL

Listen...

Neil kicks the waste can out of the way. It clatters across the room.

NEIL

(continuing)

We got to know who he is!

CHARLENE

Nobody, Neil! A liquor wholesaler from Las Vegas. Alan Marciano.

NEIL

What he tell you? How connected he is? Get you a spot in a show?

CHARLENE

I figured it out for myself!

Neil closes in.

NEIL

Chris is gonna straighten it up with you. And you ...

CHARLENE

It's too late! I'm sick of it! I'm sick of you.

NEIL

I'm not part of your situation!

Charlene gets attentive. She's backed into the corner and can't get any smaller.

NEIL

(continuing)

Not anymore. And Chris has got two big jobs back-to-bick. You will give Chris this shot.

(beat)

After that, he fucks up, then okay.

(beat)

I will finance setting you up, separate, myself. Dominick will go with you. And my word counts. But right now he is puttin' it all on the line. So for the three of you, you are goin', to give Chris one more shot.

Neil grabs the whole lower part of her face in one hand. His face is inches from hers.

NEIL
(continuing; quietly)
Now that is what it is gonna be
.

Charlene hesitates; then acquiesces.

CHARLENE
(quietly)
All right.

Neil leaves.

EXT. CRENSHAW BLVD. - HANNA'S CAR - NIGHT,
Weaves through traffic. Horns BLARE.

CUT TO:

EXT. ZEBRA CLUB - DOORMAN - NIGHT

A muscular black man named ALPHONSE has his back to us at the rear delivery entrance to a mall awash with Korean neon.

HANNA (O.S.)
Gimme all your money!

Hanna's jammed two fingers in his back. Alphonse spins; sees it's Hanna.

ALPHONSE
Cuz, one day you get coldblasted
with that shit.

HANNA
Ain't gonna be you, mo-fo.

ALPHONSE
(low)
Homeboys talkin' about it.
Nothin' solid. Just B-boy jive
'bout outta-towners. Crew's
from outta town. I hear
something; I drop a dime.

HANNA
You holdin'?

Alphonse flips Hanna a small vial of coke.

ALPHONSE
Onna house.

Filtering up from downstairs comes 80dB of Jane's Addiction's cover of "Sympathy for the Devil".

CUT TO:

INT. FREIGHT ELEVATOR - HANNA - NIGHT

Descending alone uses a small, black, carbon steel sheath knife to take two hits from the vial. He shakes off the initial blast, pockets the vial, the doors open, Jane's Addiction's LOUDER. We're ...

INT. ZEBRA - HANNA

Crosses through the mostly black, affluent crowd of players, gangsters, dopesters, models and security in business suits openly carrying and wearing headset radios. Hanna crosses through like he owns the place, gestures to the bartender and slides into...

INT. BOOTH - RAOUL TORENA

HANNA

What do you got?

RAOUL

(conspiratorial)

This crew's ripping Porsches out of Orange County. Horrell, Piper and Voight. They're working in the back of a trim shop on Irvine. Somebody was to pay him a visit this weekend, they'd find a metallic blue Turbo...

RAOUL TORENA, Albert's brother, is a thirty-five-year-old with crew-cut black hair and a Varri Uomo sport jacket.
WIDEN To INCLUDE Hanna.

HANNA

...lookin' for me to rid you of your competition?

RAOUL

I'm a good citizen.

HANNA

You got something to say, or what?

RAOUL

Mi carnal: if I tell you what I got to tell you, how do I know you gonna do what the fuck I just told you I need to get done?

Hanna's gaze drifts up into Raoul's eyes: it's deadly.

ALBERT

(alarmed)

Raoul, Hanna do what he say!
That's why I reached for you..

Hanna jerks Raoul by the front of his Verri Uomo which is being destroyed in Hanna's fists.

HANNA

I'm not your 'carnal, you little
motherfucker.

(beat)

And you 'know' 'cause I say so...
after I hear what you got to
tell me!

RAOUL

Okay! Okay...

Hanna throws him back against the bench.

RAOUL

(continuing)

This is valuable shit! I could
get killed telling you this shit!

Low, flat and deadly:

HANNA

You can get killed ... walking
down the street...

RAOUL

(whisper)

A dude I knew in McNeil's been
out a couple, three years.

HANNA

Yeah?

RAOUL

He's an action junkie. If he'd
said nothin', I'd a thought
nothin'. But he goes on and on
into extra overtime on how he
ain't been do-in' nothin' and
then I know this cat's got
something goin' down...

Raoul leans back in the booth, nods his head, proud of this pearl of information. Hanna looks at Albert like he's crazy.

HANNA

(to Albert)

What's wrong with you? You drag me here to waste my time like this?

(to Raoul)

You saw a guy on the street... who's an ex-con?

RAOUL

Yeah.

HANNA

...what do you expect for that? A Junior G-Man badge?

RAOUL

You gonna make the call on the Porsches?

HANNA

Are you kidding?

Hanna gets up to leave.

RAOUL

I'm telling you this slick is double-duty! A real doubleblank mo-fo.

HANNA

What?

RAOUL

Huh ... ?

HANNA

You said "slick."

RAOUL

Yeah, that's what he calls people. "Slick."

Hanna plays it low key. Hanna sits back down.

HANNA

Tell me about him...

RAOUL

(thinks)

Six feet, built. Lotta jailhouse tattoos. Peacock right here. Probably was a shooter once Heavy time: Attica, Marion, could do a nickel or dine standing on his

(MORE)

RAOUL (CONT'D)

ear. He's in C-block two days,
and in the shower some Muslim
comes up into his face and he
cuts the guy a new opening for a
colostomy bag and goes back to
shampooing his hair...

(laughs)

HANNA

(leans in)

What's his ... name..

RAOUL

(easy)

Cerrito. Michael Cerrito.

CUT TO:

INT. CAR - HANNA - NIGHT

On the phone. The back side of downtown is a wall of light
moving past as ...

BOSKO (V.O.)

(filter)

Jacket's two inches thick. 38
busts since 1976.

INT. LAPD, MCU OFFICE - BOSKO - NIGHT

Hanna's on the speaker phone. Casals enters.

BOSKO

(into phone;

continuing)

Two for murder one. Eleven for
armed robbery. Three convictions.
Two out of a three year beef in
Attica. Three years in
Statesville. Five years in
Riker's Island off a knock-back
to involuntary manslaughter
Narcotics record. Methadone
treatment. Two kids. Wife's
named Elaine. Strictly a cowboy.

HANNA (V.O.)

Who else have I got?

SCHWARTZ

Drucker, Casals and me, boss

HANNA (V.O.)

Bob, get on the house.

(MORE)

HANNA (V.O.) (CONT'D)

24 hour surveillance, title search, the works. Drucker and Casals bug the car and whatever else we need, remembering it won't be evidentiary.

(beat)

When he moves or sits - like in a restaurant.

INTERCUT WITH:

Bosko answers another phone, puts that line on "hold" as...

HANNA (V.O.)

(continuing)

I want pictures of who he moves and sits with. Then run makes on them and their cars. They got jackets? I want to see who they move and they sit with and give them the same treatment.

(beat)

Bosko. Work the neighborhood. Tail the wife. Look for a drop that could garage a work car and tools. That's it.

BOSKO

(re: phone)

Richie the Medical Examiner's holding.

HANNA

(into phone)

Conference him in.

(clicks)

Yeah? Richie?

RICHIE (V.O.)

Vincent, can you fall by a crime scene on the strip? I think I got another one.

"Sympathy for the Devil" gets LOUDER and washes across onto...

CUT TO:

EXT. SUNSET. BOULEVARD MOTEL AND ALLEY - NIGHT

Neon under the vapor lamps. O.S. the cacophony of horns and sirens. Pimps and hookers crowd the background. A crime scene area near the garbage cans is roped off. An ambulance, black-and-whites, a Medical Examiner's van clog the alley.

CRANE DOWN as Hanna's car pulls in and he approaches the Medical Examiner, RICHIE, 25-35, black, diamond earring, gray lab coat.

RICHIE
(to Hanna)
Here's how we found her.

POLAROID - BLACK PROSTITUTE

in a nightgown, folded over the lip of a garbage can at the waist. She's a pitiful rag doll. Someone killed her and then threw her away.

HANNA

is too controlled. Anger's underneath.

HANNA
How old?

RICHIE
Sixteen, seventeen.

HANNA
How'd she die, Richie?

RICHIE
Blunt instrument. Cerebral
hematoma.

HANNA
Who are they?

THEIR POV: HEAVYSET BLACK WOMAN

and two stunned young boys. She's crying and arguing with two uniformed LAPD trying to hold her back. One LAPD is a black woman. The heavysset woman doesn't really know what happened yet except it's bad.

RICHIE (O.S.)
(low)
The family.

HANNA (O.S.)
What the hell are they doin'
here?

RICHIE + HANNA

RICHIE
(low; shrugs)
It's fucked up. Somebody inside
knew the girl and called the
family.

Now Richie bends over the body bag on the ground and unzips it. We don't see the dead girl. We only see Hanna. A third uniformed officer in the background spins away.

HANNA

Oh, this is nice.

RICHIE

I wanted you to see this 'cause
I got a feeling it's serial and
gonna end up in your court.

HANNA

Homicide getting anywhere?

RICHIE

Nowhere.

Hanna rises. The mother's arguing with the man cop because she wants to see. Horror and hysteria blossoming through shock. She pushes the uniformed cop of the way. Hanna goes to try to help. They grapple.

MOTHER

(reaches out)

Baby! Where's my baby.!

Anguish. It's a mess. The woman collapsing into Hanna's arms. For one moment Hanna's eyes lock onto hers. He freezes. One doesn't forget the look he sees in her eyes.

CUT TO:

EXT. DRIVE-IN THEATER - CAPRICE WORK CAR - DAY

driven by Neil to camera appears and disappears up and down the earthwork ramps. We don't know what he's doing in one the last drive-in theaters in California at high noon.

WIDE FROM THE REAR

The white screen reveals its cracks and patches.

CLOSE ON ENTRANCE

A yellow full size Dodge pickup with darkened windows enters. It hesitates and then slowly drives toward Neil - up and the ramps between the speaker poles.

ON DODGE PICK UP

circling wide and coming up almost parallel to the Caprice. As the driver pulls to a stop we see an envelope on the da...

NEIL

You keep your hands in sight! I tell you what to do, how to do it.

DRIVER

Yessir. I'm just the delivery boy.

REAR SHOTS

Of the two vehicles. Out of the covered bed of the pick-up a small man slowly slips out.

MAN

crawls under the pick-up and Neil's car and emerges on the passenger side behind Neil's rear wheel in Neil's blind spot. He inches towards the window. He carries a 15-shot Colt .22 Woodsman with a huge silencer. He is totally relaxed and professional.

NEIL

concentrates on the driver, who's calm.

NEIL

Now, with your right hand only: throw the envelope in my back seat.

DRIVER

Starts to reach for the envelope and tosses it into Neil's car.

NEIL

sees his eyes dart. Neil glances at his right rear view mirror.

NEIL'S POV: MAN

with the silenced .22.

WIDE FROM THE FRONT

Neil floors the Caprice and it catapults and bucks over rows of ramps.

REAR SHOT - MAN

pumps SHOTS into the rear of the Caprice.

INT. CAPRICE - NEIL

Jerks out his 9mm Browning as .22 SLUGS DRILL precise HOLES THROUGH THE WINDSHIELD.

EXT. DRIVE-IN - VERY WIDE

Neil throws the Caprice through a skidding 180 degree turn and accelerates toward the man who moves back towards the Dodge pickup for cover.

INT. PICKUP - DRIVER

Panics now. The Dodge takes off, abandoning the man with the .22.

INT. CAPRICE - NEIL'S POV: SKY-GROUND

PITCH BACK AND FORTH, UP AND DOWN. The Man runs, turns, stands, and FIRES.

EXT. DRIVE-IN - PROFILE: CAPRICE AND ABANDONED GUNMAN

Who FIRES until the Caprice smashes into him.

INT. CAPRICE - NEIL

Skids around to a stop and bails out.

EXT. DRIVE-IN - DODGE PICKUP

Accelerating to the exit lane, kicking up billows of dust.

INT. PICK-UP - DRIVER'S POV - CLEAR EXIT

Until Cerrito and Chris fold out from either side of the exit gate with shotguns. They FIRE:

CUT TO:

EXT. DRIVE-IN - WIDE

The windshield is blown out and the Driver's half into the back seat. The car rolls over onto its side. Cerrito FIRES into the exposed gas tank. It BLOWS UP.

NEIL

approaches the fallen Gunman and with the 9mm. Browning at his temple, kicks away the .22.

GUNMAN
(coughs blood)
Can I Make it?

Neil looks at his smashed, twisted body and bleeding mouth
He's choking to death. Neil shakes his head "no."

NEIL
You're all done, pal.

GUNMAN
Do it.

He closes his eyes.

NEIL

aims. FIRES ONCE.

VERY WIDE FROM THE TOP OF THE DRIVE-IN SCREEN - SUNSET

The whole landscape. Neil with the gun heavy at the end
of his arm walks from the Gunman to the Caprice. Chris
and Cerrito - like duck hunters - cradle their shotguns
and cross to a Lincoln away from the burning pickup.

CUT TO:

INT. MALIBU SECURITIES, VAN ZANT OFFICE - VAN ZANT - NIGHT

Phone rings. Occupied, he casually answers.

NEIL (O.S.)
John Van Zant?

VAN ZANT
Yeah. Who's this?

NEIL (O.S.)
Neil McCauley.

Van Zant reacts, racing, trying to cover.

VAN ZANT
This kid I sent to straighten
you up on the money... didn't
call. Is ... uh... everything
alright?

NEIL
(laid back)
Tell you what: keep the money.

VAN ZANT
What?

NEIL
(slow)
"... keep ... the ... money."

VAN ZANT

(fast)
It's a lot of money! What are
you doing?

NEIL

(slow)
What am I doin' I'm talking into
an empty telephone.

VAN ZANT

I don't understand.

NEIL

(matter of fact)
'Cause there is a dead man on
the other end of this line...

Neil hangs up. Hugh Benny has entered. Van Zant looks at
the phone, then Hugh:

VAN ZANT

(shouts)
Who are these people? Huh?!

CUT TO:

INT. CHINESE RESTAURANT, PHONE BOOTH - NEIL - NIGHT

Is re-dialing.

KELSO (V.O.)

(phone filter)
Yeah?

NEIL

(into phone)
You got a clean line?

CUT TO:

INT. KELSO TRAILER - CEZAR KELSO - NIGHT

In his wheelchair. He checks a meter attached to his
telephone wire.

KELSO

(into phone)
Yeah.

NEIL (V.O.)

(Phone filter) I got a delay
dropping the \$50,000.

KELSO

(into phone)

You don't have a delay. What
you don't have is a deal.

(beat)

Swing by and collect your envelope
sometime. Goodbye.

Starts to hang up.

NEIL (V.O.)

(phone filter)

Wait a minute, pal-o!!

Kelso does.

INT. CHINESE RESTAURANT - NEIL

NEIL

(into phone)

You're going to wait for me for
a week. I'll buy a week with
the five. It's above and beyond
the fifty and if I wash, you
keep it.

(beat)

You're going to wait for me 'cause
you want me to take it down.
You know it's got better odds
with me in.

(pause)

Now do we have an understanding?

KELSO (V.O.)

(phone filter)

Seven days.

CLICK.

WIDE ON ROUND TABLE

Michael and Elaine Cerrito, Chris and Charlene, Towner and his wife ANNA - a striking black woman we'll see later - sit around the table and sing "Happy Anniversary" to the tune of "Happy Birthday" as a Chinese waiter brings Elaine and Michael Cerrito a cake; Neil returns.

VOICES

...Happy anniversary to you.
Happy anniversary dear Michael
and Elaine. Happy anniversary
to you.

Everyone applauds and laughs and raises glasses of plum wine except Cerrito who drinks club soda. Elaine and Michael blow out the candles.

The skeleton of a steamed sea bass is in the center of the table.

CUT TO:

INT. MEN'S ROOM OF CHINESE RESTAURANT - CLOSE ON FAUCET - NIGHT

It's a LOUD TORRENT - TILT UP TO THREE SHOT: Neil, Cerrito and Chris are clustered around the sink. The water runs seemingly aimlessly. It also would drown out a bug.

NEIL

(loud over water)

We'll down platinum through Nate. The deal is 72% of today's quote on the Bourse in the New York Times.

CERRITO

(loud over water)

You got the black boxes for the alarms?

CHRIS

(loud over water)

Yeah. Towner delivered. They're in the drop.

NEIL

(loud over water)

We pass by couple times tomorrow afternoon. Check nothing strange in the neighborhood. Tomorrow night: we take it down. You set on the rear door.

CHRIS

(loud over water)

I'm going to punch it...

(beat)

What do we do about Van Zant?

NEIL

(loud over water)

Kill him...after the score.

CHRIS

(loud)

Kelso?

NEIL

(loud)

We'll use Nate's advance off the platinum when I down the merch to pay Kelso for the bank package.

Neil turns off the water and they leave.

CUT TO:

INT. CHINESE RESTAURANT - PLUM WINE AT TABLE - LATER

Elaine drinks. WIDEN. Michael whispers in her ear. She smiles. Then she laughs and drapes an arm around his neck and plants a kiss that almost knocks him over. The party, winding down. Everyone luxuriates in the afterglow.

CHARLENE AND CHRIS

sedate, comfortable, each in separate thoughts.

CHRIS
(quietly)
You okay?

CHARLENE
I'm fine.

CHRIS
(arm around her)
Makin' it happen this time...

CHARLENE
I hope so. I really hope so.

They're close for this moment: the afterglow of the dinner.

NEIL

looks at Charlene.

CHARLENE

sees and holds his look and then her attention shifts to Elaine.

NEIL

checks his watch. Waiter approaches Neil with the bill.

MICHAEL
(to Neil)
Hey!

CHRIS
Let me have it!

NEIL
(smiles)
I got it.

CUT TO:

EXT. CHINESE RESTAURANT - NEIL - NIGHT

And everyone else exits from the restaurant, say their goodbyes and go to their cars: Neil's Lincoln, Chris's Seville, Cerrito's Sedan de Ville, Towner to a restored El Camino. WE HEAR: BEEP-BEEP-BEEP.

HANNA (O.S.)

A goddamn convention.

We HEAR a soft FILM ADVANCE and SHUTTER.

CASALS (O.S.)

Who's "slick?"

PULL BACK TO REVEAL REAR SHOTS of Hanna, Drucker, Casals and a surveillance team on the roof across the street behind some neon.

DRUCKER

Cerrito, the wide one. He's hugged twice. One if he finds it behind the wheel wall. The back-up's in the firewall. We got their plates.

CASALS

Yeah.

DRUCKER

One with the hair is Shiherlis. Got a revolving tail and a tap on the house phone.

HANNA

(re Neil)

Who's the big guy?

DRUCKER

First time we're seeing him.

Hanna rolls away from his line of sight and says to his men:

HANNA

Next time this crew scores?
When they walk in that door?
They will get the surprise of a lifetime.

CUT TO:

EXT. EADY'S HOUSE, DECK - TWO SHOT - NIGHT

Neil's shirt's open. Eady's in a terry robe. They've made love. It's late. They're awake. After a moment:

NEIL
(holds her close:
looks at her face)
Come away with me.

EADY
What?
(surprised)
Where?

NEIL
New Zealand.

EADY
When?

NEIL
Soon.

EADY
You're kidding.

NEIL
What's stopping you? What's
here?

EADY
(laughs)
I don't know you.

NEIL
What's to know?

EADY
Are you married?

NEIL
(laughs)
Why?

EADY
Way you come and go.

NEIL
I deal with state officials.
County. Weird hours. A lot of
traveling, entertaining.

(beat)
The last thing I am is married.

There's a pause, then:

EADY
You don't know me at all, Neil...

NEIL

I know enough.

EADY

My father wanted me to marry someone in Taipei. It was like I was a piece of furniture: "Go be his wife." After I left he won't talk to me. Because I went on my own. I can't let people tell me what to do again. And that trust comes from knowing someone over time.

(avoids Neil)

This is hard between us for me. Because I like you very much.

Neil looks right into Eady's face.

NEIL

I have to leave. Come away with me.

(beat)

No one will ever tell you what to do... You'll never lose yourself with me.

She believes him. So do we.

CUT TO:

INT. SOUTH LA BREA MOTEL - CLOSE ON HOOKER - NIGHT

She's a BLACK PROSTITUTE - all of 18. She looks bored and chews gum as she puts on a rayon Japanese Kimono and exits.

ANGLE ON BED - WAINGRO

sits on the edge of the rumpled bed in his Jeans. He wears a neck brace. His face is still swollen and bruised from Neil's beating. His belt isn't buckled. He's in a daze. O.S. we HEAR a TOILET FLUSH. Prostitute returns. Waingro looks over at her:

PROSTITUTE

(tired)

Hey, baby.

WAINGRO

Showed you a good time? Huh?

PROSTITUTE

Oh, yeah. You fly. You cool.

WAINGRO

Don't lie to me. I can always
tell when people lie to me.

PROSTITUTE

I ain't lyin'! You a hot dog.
You a cowboy. You hung like a
horse and this was the monster
fuck of my young life.

(pause)

Now I gotta get my ass streetside.

WAINGRO

You don't have a truth-telling
style.

PROSTITUTE

The fuck's wrong with you?

Waingro winds up and cracks the girl. She knocks over a
cheap lamp and bounces off a wall.

PROSTITUTE

on her stomach on the floor, dazed. Waingro kicks her and
throws a small table at her. It smashes apart.

WAINGRO

(shouts)

You think I'm some john? I'm a
stone killer! I'm a sky-blue
bad ass, bitch!

CUT TO:

INT. MIRACLE MILE BAR - ON WAINGRO - NIGHT

At the bar drinking alone. The logs of an Asian girl dance
Most patrons are Korean. BARTENDER approaches.

BARTENDER

(tired smile)

Once again?

WAINGRO

(feeling good now)

Sure, good buddy. Set it up.

BARTENDER

pours and Waingro knocks it back, watches the Asian dancer
and pops a five and a ten to him across the bar.

WAINGRO

I'm looking to get into something.

BARTENDER

(smiles)

Yeah? Where you been?

WAINGRO

Chino, Tracy. I'm a cowboy,
heavy-hitter. Billy Ricketts
said to come see you.

Bartender writes on a cocktail napkin.

BARTENDER

Go see this guy. This guy always
putting guys on.

Waingro flips the Bartender a \$20.

WAINGRO

Thanks.

Another woman takes Waingro's eyes. He spins around on
his bar stool and grabs her arm as she passes. Big smile.
Its...

LILLIAN

Breedan's woman. She, too, is a dancer and her shift's
over. She's wearing a raincoat over tights and a sweatshirt
She jerks her arm away.

LILLIAN

(heavy)

Get your fucking hand off my
arm!

Waingro backs way off and shrugs. Lillian leaves.

CUT TO:

INT. LILLIAN'S CAR - LILLIAN - NIGHT

Down the Strip. The RADIO is on.

RADIO ANNOUNCER (V.O.)

(radio filter)

Hey, hey!

(beat)

...there, old aware ones, and
you, too, my fair ones. When
tears are falling like rain the
groove is strictly Col-trane...

Lillian turns right up into the driveway and pulls into
Robert's Coffee Shop.

She asks Solenko who's behind the cash register something, then leaves, heading across the street to...

CUT TO:

INT. NARROW POLYNESIAN BAR - BREEDAN - NIGHT

A back corner, loaded, looks up.

BREEDAN

Hey!

LILLIAN (O.S.)

Let's go, baby.

Big drunk smile. She helps him up and supports his weight.

CUT TO:

EXT. POLYNESIAN BAR, TWO SHOT - NIGHT

It's later. Breedan's been sick. Now he's sober. They sit near trash barrels under a huge plaster half shell, fishing nets and blue lights.

BREEDAN

I got any left?

LILLIAN

There's other paychecks. You blow it off. It's worth it, baby, cause you mess with that man and you be violated right back to San Quentin. So you got to handle it 'til we get you a different job.

BREEDAN

(energy)

Yeah. That motherfucker ain't invented the hard time this gangster can't handle!.

(crashes)

Why you stickin' with me, Lillian?
Why?

Lillian stares right at him.

LILLIAN

'Cause I'm proud of you. Proud you my man.

BREEDAN

(cracks up)

Proud of me?

(MORE)

BREEDAN (CONT'D)

(beat)

What you proud of me for?

LILLIAN

(beat)

Come on home.

Breedan puts one arm around her waist and they strenuously rise.

CUT TO:

EXT. EMA PRECIOUS METALS, REAR - WIDE ON ALLEY - NIGHT

Nothing. Hold. Then the Pontiac work car cruises the alley. It's dark, but we recognize Cerrito driving with Neil in the passenger seat. Pontiac does not slow down at ERA, keeps going to the end of the block and turns left.

CUT TO:

INT. EMA PRECIOUS METALS, INC. - HANNA - NIGHT

Staked out inside. With him are Schwartz, Casals, Bosko and two uniformed policemen: BRUCE and BERRYMAN.

Bruce rearranges himself. Hanna shoots him a look. He stops fidgeting. Hanna looks at wall clock: 10:30p.M.

EXT. EMA PRECIOUS METALS, REAR ALLEY - PONTIAC

Cruises the alley a second time. Again, it doesn't stop.

CUT TO:

EXT. ADJACENT ROOFTOP - CAPT. JACKSON - NIGHT

And a ten man SWAT Team are spread out across roofs. The men wear flack vests and carry an array of shotguns and assault rifles and shotguns. Everybody is still. CAPT. JACKSON uses a periscope to see over the edge:

JACKSON'S POV: ALLEY

Abandoned.

INT. EMA - HANNA'S STAKE-OUT

BRUCE

(into radio)

Okay.

(to Hanna)

Captain Jackson wants to know what's goin' on.

HANNA
(into his radio)
Nothing. Clear the air.

He clicks off makes a drinking motion to...

HANNA

...who shakes his head "no." He puts a finger over his lips meaning silence. Hanna looks at the clock. It's 12:03 a.m. Hanna takes a deep breath. He closes and opens his eyes. They wait.

EXT. ALLEY - WIDE ON ALLEY - LATER

Nothing. Then the Pontiac with its lights off rolls forward. Chris gets out with a salesman's sample case and pads down the five steps to the rear entry of the jewelry store. Chris is in a black suit and sneakers. There are surgical gloves on his hands. The others stay in the car.

TIGHTER: CHRIS

assembles a heavy lock punch from the black case. It's formidable. He nods.

CERRITO

in lineman's gear is out of the car and he quickly climbs the telephone pole like an experienced lineman. The telephone pole is next to the roof upon which Jackson and the SWAT Team are staked-out.

TOP OF POLE - CERRITO

arrives. He's 18 inches away from 11 cops. Team nor Cerrito are aware of each other.

INT. EMA, INC. - HANNA

Neither the SWAT moves his head to ease the strain: A hearing aid receiver's in hit ear. He looks at his men. The clock says 1:10 a.m.

Casals, leg convulses. Bruce is the worst. He writhes with cramped muscles. Bosko's bulk doesn't move.

HANNA

gestures for Bruce to quiet down.

EXT. ALLEY - CERRITO

Maneuvers past P.G.E. gear and opens the GTE junction box. He hangs a small suitcase over the door with three black boxes and six alligator clips and starts searching for

pairs of colored wires and bridging the jewelry store's alarm circuits.

EXT. ROOF - JACKSON

Doesn't know Cerrito is there. He hears BREATHING. He's curious. He raises his head over the edge and his eyes go wide. WIDEN. He's inches from the back of Cerrito's head. Cerrito twists and turns and jerks back in effort - almost touching Jackson. Cerrito's too absorbed to sense Jackson's presence. Jackson carefully closes his eyes and sinks down.

EXT. EMA, INC., REAR ENTRANCE - CHRIS

He gets a nod from Cerrito. He slams the lock punch with a cut down sledge hammer.

ECU: DOOR

A 1" circle is punched into the steel lock mechanism next to the cylinder, exposing electrical wiring and magnetic tumblers and "gates."

ECU: CHRIS' FINGERS

like a cardiac surgeon's, have a balletic grace as they manipulate the tumblers so the groove cut in each one lines up. As they do, a bar of metal called the "fence" falls into the channel created by the lined-up gates, unlocking the mechanism.

WIDE: CHRIS

touches the door. It swings - soundlessly - open on its hinges. Surprisingly, they now pack up. Neil, Chris and Cerrito climb into the Pontiac and drive away. The door was left wide open.

EXT. ROOF - JACKSON

JACKSON
(into walkie-talkie)
Where'd...they...go?

INT. EMA, INC. - ON HANNA

HANNA
(pissed; into mike)
Fell back to see if the alarm
bypasses held. If they did,
they'll be back. Stay the fuck
off the radio!

INT. EMA, BASEMENT - WIDE ON VAULT DOOR

Nothing. It's black. Then there's light. Neil's entered. He illuminates the vault with his penlight.

CHRIS

sets up a heavy drill and tapes a template with drill points marked to the door.

INT. EMA, INC. - BRUCE

Is in agony. His muscles are cramped - he rolls on the floor trying to control himself. His head inches up, drops back.

HANNA

calms Bruce with hand gestures.

WIDE

The clock says 2:00 a.m.

HANNA
(tense whisper)
Quiet! !

Bruce starts shaking, violently. He twists. His belt buckle hits the floor. There is the smallest TAP. Hanna closes his eyes.

INT. BASEMENT - NEIL

Looks up at the ceiling. Down at the floor. He thinks. Pause. This is the first time we've heard them speak in this sequence.

NEIL
(he decides; whispers)
...We walk.

CHRIS
(tense whisper; re:
the box)
I'm 60 seconds away. It's a rat
or something.

NEIL
(whispers)
It is not an animal sound. We
are out of here.

CHRIS
(tense whisper)
We need the cash!!

NEIL
(tense whisper;
already going)
We walk!! Now.

No argument. Chris puts down his equipment.

They strip off and drop their surgical gloves. Chris tosses his shop coat on the floor. Both unpin the lapels of what is revealed to be dark suits with shirts underneath. They abandon everything. They walk out the back door and keep going.

EXT. ROOFTOP - ON JACKSON

JACKSON
(into radio;
whispered)
They're leaving. Why are they
leaving?!

ROOFTOP POV: WIDE ON ALLEY BELOW

Neil and Chris enter, approach the Pontiac with Cerrito behind the wheel.

JACKSON (O.S.)
(radio filter;
whispered)
I can take 'em, now!

HANNA (V.O.)
(radio filter;
whispered)
Let 'em go.

INT. EMA, INC. - HANNA

JACKSON (V.O.)
(radio filter)
At least we got 'em on a...

For the first time in the last seven minutes we hear a normal voice. Its LOUD.

HANNA
(cuts him off; into
radio)
Let em go. We got nothing! Not
even a burglary. They didn't
fucking steal anything yet.
Don't you get it? All we've
got's breaking and entry.

EXT. ROOFTOP POV: ON ALLEY BELOW

Neil and Chris are in the Pontiac. Jackson's men are poised.

JACKSON (V.O.)
(radio filter)
I'm not letting them walk!

HANNA
The fuck you aren't! That's exactly what you are gonna do. It's my investigation. And my authority supersedes your rank! And I am not settling for some chicken shit misdemeanor!

Cerrito pulls away. At the end he turns on his headlights, signals like a good driver, and turns right.

INT. EMA, INC., FIRST FLOOR - WIDE

Manna snaps off the radio.

HANNA
Back to work.

Then he pitches the radio in a line drive at Bruce, barely missing his head.

RADIO

SMASHES into pieces.

CUT TO:

EXT. GENERAL LIQUORS, LAS VEGAS - WIDE - DAY

A "Las Vegas Police Department" car pulls to the curb. Hanna and Schwartz get out and cross the crabgrass, dirt, and debris-filled forecourt to a cheaply constructed wood and glass one-story building.

CUT TO:

MARCIANO'S OFFICE - MARCIANO - DAY

Hangs up the phone. We HEAR the DOOR OPEN.

MARCIANO
(rising; big smile)
What can I do for you guys?
Ignores his hand and shoves him back into his office chair with an open hand.

CLOSER

Hanna rips open Marciano's desk drawer finds a gun, unloads it, throws it on the floor, finds a small tape recorder, pops the tape out and tosses it to Schwartz. Then he flashes a badge at Marciano.

MARCIANO

L.A.P.D. Who the hell you think you're pushing around? You got no jurisdiction and I know people here!

SCHWARTZ

Who? The fucking Tooth Fairy! So what?

HANNA

You go back to Newark on a New Jersey warrant for smuggling cigarettes up from North Carolina three years ago or you go to work for us. Cut and dried. That...is...it.

MARCIANO

Oh, my God...

HANNA

Charlene Shiherlis.

MARCIANO

Who?

SCHWARTZ

"Who?" The stranger you been talkin' dirty to on the telephone every day for the last month.

MARCIANO

You can't tie me to her!

HANNA

Who has to. You're onna plane to New Jersey, jagoff.

MARCIANO

Oh, man...

(to himself)

Why did I get mixed up with that bitch?

HANNA

(sits down)

'Cause she's got a great ass and you got your head all the way up it.

MARCIANO

(defeated)

So?

HANNA

So it's no big thing. I don't even want her. You can have her, after. I want her husband and all his buddies; that's all. And you're gonna help.

CUT TO:

INT. ROBERT'S COFFEE SHOP - NEIL + CHRIS - DAY

in a booth next to the window. Out the window is morning traffic on Beverly Boulevard. Empty coffee cups say they've been there a while. They lean close and talk low. Neil's explosive behind it.

NEIL

LAPD? The G? What? Where the hell did this heat come from?

CHRIS

Maybe it's only the EMA score, not us.

NEIL

(low)

Wake up!

(beat)

Assume they got our phones, our houses bugged, I beepers on all the cars. We got major problems.. Where's Cerrito?

Neil looks over at the cook behind the high counter and recognizes him.

NEIL'S POV: DAVID BREEDAN

NEIL (O.S.)

Recognize the cook?

CHRIS

No.

NEIL
D Block. San Q. Did a nickel on
armed robbery.

INT. KITCHEN - BREEDAN

Grim, cold, working his ass off on five breakfast orders
simultaneously.

NEIL (O.S.)
Hey, David. How you doing?

Breedan turns, recognizes Neil and warms as if the sun
rose.

BREEDAN
Hey, Homeboy! All right!
(flips eggs; checks
orders)
How bout you?

NEIL
(sits on counter)
Gettin' by. You okay?

BREEDAN
(embarrassed; re:
job)
Yeah. Temporary. Know what I
mean?

Neil looks out and sees Cerrito.

NEIL
Sure. See you around.

INT. RESTAURANT - ON BOOTH

Neil slides in.

NEIL
(to Cerrito)
What took you so long?

CERRITO
(low)
My car. Bugs. Two of 'em.
Count 'em. One in the wheel
well. Second behind the fire
wall. Night of the party? I
dropped Elaine and swung by EMA
to check out the junction box...

He doesn't have to say anymore.

CHRIS

Without the platinum how do we
buy the bank score?

NEIL

I cash in T-bills to pay-off
Kelso. That's not our problem.

CERRITO

What the hell happened to Van
Zant and our 750?

NEIL

With the heat we got, you wanna
play World War Two in the streets
with Van Zant?

CERRITO

Van Zant gets a pass?!

NEIL

Fuck Van Zant. I got more
motivation to whack him than you
do. He is a luxury. Our problem
is: jam and take the bank or
split.

(beat)

And I mean right fucking now.
Do not go home, pack, nothing.
Thirty seconds from now we are
on the road. Gone.

No answer. Chris and Cerrito are thinking.

CHRIS

For me, the bank's worth the
stretch. I say accept the risk,
stay.

NEIL

Michael?

CERRITO

(quietly)

I roll with you. Whatever...

NEIL

(quietly)

Not on this one, Michael. On
this one you make up your own
mind.

CERRITO

(he can't)

...you figure this the best thing
to do?

NEIL

I got some plans. To go away after. So for me, it's worth the stretch.

Chris is surprised.

NEIL

(continuing)

But, Elaine takes good care of you. You got plenty put away. T. Bonds; real estate. If I were you, I'd be smart and cut loose of this.

CERRITO

thinks. The he shrugs, laughs:

CERRITO

Hey. To me the action's half the juice anyway. I'm in.

NEIL

All right. All right.

CUT TO:

EXT. WILIMINGTON OIL FIELDS - OIL PUMP - DAY

WIDEN. It's a desolate area - empty space. Off in the distance is a manufacturing plant and a billboard. PAN LEFT and HOLD on Cerrito's Coupe de Ville. It pulls down the dirt access road, lurching up and down on its soft shocks, and raising billows of tan dust. It stops. Neil - in a gray chamois jacket over a black T-shirt - gets out. He hasn't shaved in a couple of days. Chris and Michael Cerrito get out the left side. They walk TO CAMERA and:

CERRITO

That the place?

NEIL

Yeah. You see how the road leads back around?

CERRITO

Yeah.

NEIL

That's the escape route...

VERY LONG SHOT: NEIL, CERRITO AND CHRIS

the three men point. Chris draws a map. Then they climb back into the sky-blue Cadillac and drive away.

SCHWARTZ (O.S.)

This is it.

PULL BACK and REVEAL Schwartz with binoculars and Casals with earphones. They had been surveilling Neil and Cerrito. There's a tape recorder with a directional microphone in a parabolic dish.

CASALS

I know. Let's go!

WIDER

The two men run back from their observation position to an unmarked car parked a hundred yards behind.

CUT TO:

SAME SCENE - WIDE - LATER - SUNSET

It's later. The CAMERA PANS the empty, desolate landscape of oil pumps, dirt roads and a solitary billboard.

HANNA (O.S.)

What are they taking down out here?

PULL BACK to REVEAL Hanna, Schwartz, Casals and Bosko. Hanna looks through binoculars.

CASALS

They were looking at something southwest...

HANNA

What's's that down there?

CASALS

An auto parts company. They're going to knock over a payroll?

SCHWARTZ

The company only pays by check.

HANNA

Maybe they're gonna steal the hub caps ...

O.S. we HEAR a CLICK.

HANNA

(continuing)

A billboard. Oil pumps. What the hell's goin' on?

SCHWARTZ

That's what we were trying to figure.

ANGLE ON HANNA

Recognition dawns.

HANNA

I got an idea what they're looking at. You know what they're looking at?

Hanna turns his back on the rest of the detectives and a big smile dawns upon his face. He raises his arms out wide. Hanna turns in one direction, then another. Schwartz doesn't understand.

HANNA

(continuing; to Schwartz)

Is that guy something; or is that guy something? I mean, you gotta give this crew credit. They are so fucking good...

(beat)

Know what he's looking at?

VERY TIGHT ON HANNA IN 3/4 REAR SHOT

The image vibrates. Hanna says more. We don't hear it. We HEAR a CAMERA SHUTTER CLICK. The IMAGE FOCUSES and DEFOCUSES. Another CLICK.

HANNA

Us. The L.A.P.D. The Police Department. We just got made...

Hanna laughs.

EXT. KNOLL - L.S. HANNA - TWILIGHT

Pull back to reveal he's being surveilled by Neil. He's been photographing Hanna with a black Nikon on a tripod with a 1300Mm Questar Reflector lens. Neil's made his tail. The recce in the blue Cadillac was bait. Neil half returns Hanna's smile. He climbs into the Caprice. Cerrito roars off, leaving a cloud of dust which billows into mauve against the deep sky.

CUT TO:

EXT. KELSO'S TRAILER - WIDE - NIGHT

Neil comes out with Nate. Kelso moves in his Wheelchair and closes the door.

They cross to Nate's Buick and get in. Neil carries a large, black sample case.

CUT TO:

INT. NATE'S MERCEDES - TWO SHOT - TRAVELING - DAY

Vapor lights glide past. Neil examines circuit diagrams and architectural blueprints of the bank. Next he unfolds a pasted-together 180 degree view of the street.

NATE

Worth it?

NEIL

(impressed)

There's enough circuit diagrams and blueprints here to build the bank.

(beat)

It's terrific.

Neil puts the materials back in the case and snaps it shut. Next, Nate hands Neil a thick envelope. Inside are the pictures Neil took of Hanna and xeroxes of Hanna's employment records.

NATE

His name is Hanna; first name, Vincent. I smeared this sergeant in vice five yards. Hanna's all over you. He's a hot dog. Lieutenant in major Crimes Unit. He's taken down some heavy crews. Blew away Frankie Yonder in Chicago and he was a fucking maniac. Was working Narcotics before that. He's good, Neil. Dedicated. Divorced three times. Current wife's Justine. He's why the extra heat.

(pause)

Vice sergeant says Hanna likes you. Thinks you're some kind of 'star.' 'You do this sharp, you do that sharp. Look how sharp this guy is to figure that.'

Neil laughs.

NATE

(continuing)

Funny as a heart attack.

(pause)

With this guy and this much heat, you should pass on the bank.

NEIL

I've had heat before.

NATE

That's not the point.

NEIL

This one's worth the stretch

NATE

You sure?

NEIL

I'm sure. Drop me at the garage.

CUT TO:

INT. VAN ZANT OFFICE - ON VAN ZANT - DAY

He's checking a computer print-out against a ledger sheet. He looks like he's been sleeping in his clothes. His door opens. He's startled.

HUGH BENNY

in an iridescent gold suit no tie - sticks his head in. He breaks the ankles of people who - for the most part - work for a living and have fallen behind on a juice loan. He looks the part.

HUGH

Hear from him yet?

VAN ZANT

Not a thing.

HUGH

Maybe he went away.

VAN ZANT

(sarcastic)

Yeah. Sure.

(beat)

Not hearing bothers me more...

(an afterthought)

Where's this guy?

Hugh gestures down the corridor.

WAINGRO

enters.

HUGH

(re Waingro)

This guy here...we put him on.
Turns out he knows McCauley.

WAINGRO

Waingro. My name's Waingro.
(smiles)

VAN ZANT

I been living in this office day
and night. What's with your
friend?

WAINGRO

I know all about how he thinks.
We took some major scores
together. He's probably busy
right now. But he's real
thorough. He won't forget you...

VAN ZANT

(wry)

That's reassuring.

WAINGRO

Yeah, I got some moves I could
make here, that could be a big
help to you...

CUT TO:

INT. HANNA CONDO - HANNA - 6:00 P.M.

enters. he's beat. He enters kitchen.

INT. KITCHEN - WIDE

It's a mess with dirty dishes stacked in the sink.

HANNA

Justine?

No answer.

INT. JUSTINE'S BATHROOM - JUSTINE

Putting on makeup. She's dressed up: short black dress,
fish net stockings.

HANNA

Where we going?

No answer. Hanna gets it.

HANNA
(continuing; acid)
Where are you going?

JUSTINE
Out.

Hanna leaves. Then Justine looks at where he stood. Her cold demeanor cracks, then reassembles and she lights a roach, takes a hit, dumps it in the toilet and finishes her makeup.

INT. KITCHEN - HANNA

starts cleaning dishes in the sink. A DOOR CLOSES (O.S.). He pumps Liquid Vel. It suds. Hanna picks up a plate to wash it. He looks at it. Pauses. Then he SMASHES the plate into the piles of dirty dishes and rests on his forearms.

CUT TO:

EXT. 405 - TRAFFIC - NIGHT

under the flight path near LAX. We CRANE DOWN and pick up Neil's Town Car.

CUT TO:

INT. TOWN CAR - NEIL - NIGHT

driving, looks into the rear mirror. FLASHERS hit his car and a spotlight waves him over. He checks for helicopters. There are none.

NEIL'S POV: ONE UNMARKED POLICE CAR

This is a routine stop. It's early evening, rush hour.

NEIL

slips his 9mm. Browning under his thigh and pulls over.

EXT. 405 SHOULDER - WIDE

Both cars pull onto the shoulder. Out of the unmarked police car walks Vincent Hanna in jeans and a sweatshirt. He approaches Neil's car.

NEIL

watches Hanna approach, wary. He didn't expect this to happen.

HANNA
You know I'm on you. Let's talk.

NEIL
(beat; then)
Sure. Buy me a cup of coffee.

Hanna crosses back to his car.

CUT TO:

EXT. FOOD STAND - HANNA + NEIL - NIGHT

at a table. Headlights stream by to and from the airport: business people, families going on vacations, people living normal lives who have never used guns to kill people, never experienced physical violence, some who have never been stolen from and never steal. Surrounded on all sides by this flow of normalcy:

HANNA
Seven years in San Quentin. In the hole for three. McNeil before that.

NEIL
Yeah.

HANNA
Was McNeil as tough as they say?

NEIL
You looking to become a penologist?

HANNA
You looking to go back? I chased some crews, the guys were lookin' to fuck up and get busted back.

NEIL
You must have worked some dipshit crews.

HANNA
I worked all kinds.

NEIL
(pause)
You see me doing thrill-seeker liquor store holdups with a "Born to Lose" tattoo on my chest?

HANNA
No, I do not.

NEIL
Right. And I...
(MORE)

NEIL (CONT'D)

(low threat)

I am never going back.

The adversarial intensity is eye-to-eye.

HANNA

Then don't take down scores.

NEIL

I do what I do best. I take scores. You do what you do best trying to stop guys like me.

(shrugs)

HANNA

You never wanted a normal-type life?

NEIL

What the fuck is that? Barbecues and ballgames?

HANNA

That's part of it.

NEIL

That's nice. That your life?

HANNA

No. My wife spends half her time on the couch. My stepdaughter's got problems 'cause her real father's a world class asshole. And every moment I got, I'm chasing guys like you.

NEIL

A man told me once: you want to make moves? Don't keep anything in your life you're not willing to walk out on in 30 seconds flat if you feel the heat around the corner.

(pause)

So if you're chasing me and you gotta move when I move, how do you expect to keep a family?

HANNA

What are you, a monk?

NEIL

No.

(pause)

I got a woman.

HANNA

What do you tell her?

NEIL

She thinks I sell swimming pools.

HANNA

And if you spot me around the corner. You gonna walk out on her? Leave her flat? Like that? Not even say goodbye?

NEIL

That's the discipline.

HANNA

What you're left with is pretty empty.

NEIL

Yeah?

(beat)

Then maybe you and me, we should both go do somethin' else, pal.

HANNA

I don't know how to do anything else.

NEIL

(the shared
confession)

...neither do I.

HANNA

And I don't much want to.

NEIL

Neither do I.

Both of these guys look at each other and recognize the mutuality of their condition. Hanna's light laughter:

HANNA

We're sitting here like a coupla regular fellas. You do what you do. I do what I gotta do. What happens if I am there and I got to put you away?

(pause)

I won't like it. But, if it's between you and some poor bastard whose wife you're going to make into a widow, brother, you are gonna go down. 'Cause you don't

(MORE)

HANNA (CONT'D)

have to be there. You coulda gone and been a... a mailman.

NEIL

There's a flip side to that coin. What if you got me boxed in and I gotta put you down?

(beat)

'Cause no matter what, you will not get in my way.

(beat)

But now that we been face to face, I would not feel good about that. But I won't hesitate. Not for one second.

HANNA

(smiles)

Maybe it'll happen that way. Or who knows ...

NEIL

...maybe we'll never see each other again.

They look at each other for a moment. Neil's wry smile.

HANNA

(to waitress)

Can we have the bill.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT

entering.

DRUCKER

They dumped us!

HANNA

What?

DRUCKER

They dumped us.

HANNA

I was just with him!

DRUCKER

With who?

HANNA

Whattaya mean, "they dumped us"?!

DRUCKER

Chris slipped his tail. And
Chris doesn't talk about jobs
with Charlene so there's nothing
for Marciano to get from her.

HANNA

(to Casals)
Cerrito?

CASALS

Disappeared. No calls to the
house. Not home.

HANNA

Locators on their cars?!

CASALS

(painful)
Cerrito dumped his on a UPS van.
Surveillance tailed a UPS van to
Oxnard.

Hanna picks up phone to call someone.

HANNA

(shouts)
They dumped all our tails?!!

CASALS

Yeah.

All at the same time. About nine p.m.

HANNA

(shouts)
I had coffee with McCauley half
an hour ago. What happened?

CASALS

Our tail saw you. McCauley pulled
into a car wash. Car came out.
He didn't.

Hanna's got no one to call. He throws the phone at the
wall.

HANNA

Does anybody have Any idea where
the fuck these people are at?
'Cause whatever they are gonna
do, they are doing it right now!

No one does.

CUT TO:

EXT. ALLEY - WIDE - NIGHT 1:00A.M.

We see nothing. The alley is black. We HEAR a BUZZ. ZOOM IN to a figure in black - almost invisible. The BUZZ becomes an intense TEARING SOUND. At the end of the ZOOM we realize it's Neil.

NEIL

(whispers)

Got it. it's eighteen inches
in.

CHRIS

opens his satchel and takes out a voltmeter.

CUT TO:

INT. BANK - UPPER STORAGE ROOM - WIDE - NIGHT

It's deserted and unlit. We HEAR the SCRAPING NOISE of Neil and Chris working. SLOWLY ZOOM INTO the upper corner near the ceiling: A row of large fuse boxes. We ZOOM INTO the center one. A sign: "Lighting and Alarm Systems"

CUT TO:

INT. ROBERT'S COFFEE SHOP - ON NEIL - DAY

He, Cerrito and Chris sit in a back booth. No one says anything and they wait. There's the monotonous drone of MUSAK. Neil watches the cook behind the high counter.

ANGLE ON KITCHEN - BREEDAN

Sees Neil and nods. Neil waves.

NEIL

Where the hell's Towner? I wanted
to pass by early. I want to
check the slot for the work car.

Chris looks at the wall clock: 12:30.

SOLENKO

crosses to CASHIER - an old lady with red lipstick.

SOLENKO

(re: Neil, Chris
and Cerrito)

How long those guys been sitting
back there?

CASHIER

Hour or so...

SOLENKO
(crossing to grill)
They think this a hotel?

SOLENKO'S POV: OF NEIL, CHRIS AND CERRITO

in the booth. They're tense. Solenko doesn't know he ought not to want to mess with them.

SOLENKO (O.S.)
(tough)
Twenty minutes, then I toss their asses out of here.

INT. KITCHEN - BREEDAN - DAY

flips six eggs on the grill, throws frozen French fries in the oil, turns bacon, flips pancakes and dumps eight pieces of bread in the toaster. Solenko enters.

BREEDAN
(without turning)
You spell me? I didn't take my break yet ...

SOLENKO
That spic, Cisco Kid, whatever, didn't show. After the lunch rush, haul out the garbage and mop the back. Take your break later.

Breedan takes it out on the toaster handles - banging down each one.

BOOTH - CERRITO

on his fifth coffee, looks up.

CERRITO
Here he is.

TOWNER

crosses through and joins them. He's tense.

TOWNER
Hey! I'm out! I can't go.

NEIL
What are you talking about?

TOWNER
Anna's got a perforated appendix.
We took her to the hospital.
(MORE)

TOWNER (CONT'D)

They're operating right now.
It's a mess. I got to get back
there...

NEIL

What the hell I do for a driver?!

TOWNER

Look, I got her sister there,
waiting at the hospital. I came
over 'cause I didn't want to
talk on the phone.

(continuing: rises)

I got to get back. Last thing
I'd do is let you down, Neil...

NEIL

What do you call this? Backing
me up?

TOWNER

(tense; angry)

I waited too long trying to get
past today! So now maybe she
got peritonitis.

(beat)

I got to be there...

He leaves.

CHRIS

What the fuck do we do now?

In answer, Neil rises and goes back into the restaurant
kitchen.

INT. KITCHEN - TWO SHOT - DAY

Neil enters. Breedan turns.

NEIL

Here comes your second chance
for a change of luck...

BREEDAN

Yeah?

NEIL

Need a driver. Remember the
drill?

BREEDAN

Yeah. When?

NEIL

To-day.

BREEDAN

(looks at Solenko)

You're on.

NEIL

Out back in five.

Neil leaves. Breedan rips off his apron. Eggs are burning on the grill. The toast is smoking - clouds billow. Sprinklers come on. Breedan couldn't care less.

SOLENKO

races in.

BREEDAN

rolls his apron into a ball and throws it away.

SOLENKO

(shouts)

Where the fuck you going?

Breedan throws Solenko out of the way. Solenko slips and falls into the wet mess on the floor.

CUT TO:

INT. TOWNER'S HOUSE KITCHEN - TOWNER'S PICKUP - DAY

approaches, parks. He cuts the engine. FOOTSTEPS. Then Towner enters his living room.

WAINGRO (O.S.)

They buy it?

WAINGRO

is revealed leaning against the door jam to the rear bedroom. He straightens his clothes. A baseball bat rests against the wall.

TOWNER

Yeah.

WAINGRO

(buddy-buddy)

I got to hand it to you, sport. You're slick, pal smart how you handled all this. On the ball. Yeah.

He winks. Hugh Benny (from Van Zant's office) rests against a bamboo bar with a 9mm. Beretta in his waistband.

TOWNER

(wry)

Thanks. Where's Anna?

WAINGRO

She's resting. It's going down anyway? On schedule?

TOWNER

That's right.

WAINGRO

(to Hugh)

Make the call.

Hugh crosses to the phone.

TOWNER

Where's she?

WAINGRO

I dunno.

TOWNER

Know what happens when Neil finds out? To both of us?

WAINGRO

I know what's gonna happen. Nothing's gonna happen. 'Cause I got it master minded. I got it jammed. This is solid. Take it from the kid.

TOWNER

You hope.

(pause)

What do you mean, you don't know where she is?

Towner looks at Hugh.

HUGH

dialing the phone - stares at Towner with a blank look.

TOWNER

Fear blossoms. He races to the bathroom off the kitchen from which Waingro entered.

TOWNER

(screams)

Anna?

WAINGRO

(following; to his
back)

...showing her a good time.

We see Anna's arm on the floor. Waingro's picked up the baseball bat he rested against the door jamb.

CUT TO:

EXT. FIRST COMMERCIAL BANK OF WILMINGTON - TRAVELING PAST
ENTRANCE - DAY

We PAN to HOLD IT. The entrance is on the street. The parking lot is on the side.

NEIL (O.S.)

There's the slot.

PULL BACK to REVEAL we're SHOOTING from inside a Mercury station wagon. Breedan drives. By now we're WIDE all the way from behind the rear seat. Cerrito and Chris sit in the rear. Ahead, cones block parking in one slot.

BREEDAN

Looks right. Come out the door, your angle takes you into the car. Don't have to run around the doors. You want them open?

NEIL

No. 'Cause time is not a problem. And I want nothing to look weird.

BREEDAN

Po-lice response time?

NEIL

There is none.

BREEDAN

Why?

CHRIS

Cause we bypassed all the alarms last night.

(continuing)

For you this whole gig is a slow cruise down Hawthorne...

Cerrito hands out women's stockings. The men rip open the packages and start to roll them up.

CUT TO:

INT. DIVISION HEADQUARTERS, HANNA'S OFFICE - BURGLARY
DETECTIVE - DAY

named HARRY DIETER - crosses through the corridor, taking his time - stopping for water and the candy bar machines - enroute to Hanna's office.

CUT TO:

INT. MERCURY WAGON - CERRITO - DAY

Breedan at the curb on a residential street off Hawthorne in view of the bank. Cerrito from a paper bag hands out three H & K model 53 small machine-guns and gives Breedan a .45 and two extra clips.

CLOSE SHOTS

Neil, Chris and Cerrito wear their stubby weapons concealed under nylon shell jackets on shoulder straps. They shove into place the curved clips, and release the top bolts, jacking the first rounds into chambers.

NEIL

checks his watch.

NEIL
(with finality)
Drop us in the slot. Let's take
it down.

The Mercury wagon pulls from the curb.

CERRITO

checks and he re-checks his gun.

BREEDAN

drives. Cool. Unharrassed. His own ran, performing the simple and critical task of driving a station wagon and obeying perfectly every single rule of the California Vehicle Code.

EXT. - HAWTHORNE AVENUE - MERCURY

APPROACHES CAMERA. Breedan puts on the left turn signal and for the sign. Hawthorne is crowded with housewives, women and kids and commercial traffic.

There's a Safeway down from them with afternoon shoppers and newspaper racks.

CUT TO:

INT. HANNA OFFICE - DIETER - DAY

enters.

DIETER

(casual)

Hey, Casals. I got this tip
phoned in about this bank. It
mean anything to you?

Casals, bored, looks at the paper and explodes out of his chair. Running for Hanna's desk:

CASALS

(shouts)

Vincent! Vincent!

WIDE

Hanna comes up, coffee in his
hand.

CASALS

Commercial Bank! Wilmington!
2:50!

They look up at clock.

THEIR POV: IT'S 2:43.

WIDE

Hanna spills his coffee and runs out without his coat.
Casals, Bosko and Schwartz follow.

CUT TO:

INT. HENESSEY AND INGALLS, STOCKROOM - CLOSE ON EADY - DAY

unpacking a box of new books. A RADIO DRONES in the
background.

RADIO ANNOUNCER (V.O.)

(radio filter;
strident)

This is L.A.'s all news, 24-hour,
around the clock coverage of the
day's local, national and
international news, sports,
finance and weather, brought to
you by ...

Eady has crossed to the RADIO and now turns it OFF.

CUT TO:

INT. APARTMENT - DOMINICK - DAY

rolls on the white rug. WIDEN. Charlene holds out her finger and Dominick grips it like a monkey and she pulls him up.

ANGLE

She crosses and turns on the TV without volume. A newscaster appears. Charlene turns her back on the TV. On all fours, she advances on Dominick. He shrieks and laughs and crawls away.

CUT TO:

INT. BANK - ON STREET DOOR - DAY

Neil and Chris enter the street door. Chris lingers by the guard. He reads a Rosicrucian handout. They smile at each other. Neil approaches the window of teller JOHN FISKE.

ON SIDE DOOR

Cerrito enters and hesitates to tie his shoe near Guard FRANK MAGID.

NEIL

in line, waits: an old lady finishes and leaves.

JOHN
(to Neil)

Hi!

NEIL

Hi!

Can I borrow your pen, John?

JOHN
(smiles)
Sure thing!

John reaches into the side jacket pocket.

NEIL

pulls his stocking mask down over his face. He reaches over the counter and grabs smiling John Fiske's lapels and yanks him over the counter top and throws him across the floor. Meanwhile:

CERRITO

Say, Frank...?

Magid turns. Cerrito saps him expertly on the right shoulder, paralyzing his gun arm, spins him and swipes the sap across his neck. Meanwhile:

CHRIS

has smashed Guard One in the stomach with the H & X - doubling him up. Now he braces him against the wall, disarms and handcuffs him. He jerks on his stocking mask.

WIDE - THE BANK

There are two FEMALE TELLERS and four CUSTOMERS. Neil moves toward the bank Officers at their desks, specifically, while bringing up his H & K.

NEIL

(very nicely)

Ladies and gentlemen! We are holding up this bank.

(continuing)

We want to hurt nobody. You do exactly like we say and you come away okay. We're here for the bank's money, not your money...

TIMMONS

with Neil approaching, frantically stomps the alarm button under his desk.

NEIL

...you people behind the windows: the salaries this bank pays aren't big enough to take risks for, so think of your take-home pay before you risk your life.

FACES

of Tellers and customers. Scared, but Neil's monologue holds their attention. Throughout he's approaching Timmons.

NEIL

(to customers -
like a commercial)

...don't forget your money is insured by the Federal Government. You're not going to lose a penny. Relax and you'll get through this okay.

(MORE)

NEIL (CONT'D)

(nice)

Any of the ladies feel ill or anybody with heart trouble wants to sit down, go right ahead.

He smiles.

NEIL

reaches Timmons.

NEIL

(smiles)

The key.

TIMMONS

What key?

Neil slams a punch into Timmons' face in calculated contrast to his friendliness. It's an object lesson to customers of the result of disobeying. Timmons flips backwards over his chair.

NEIL

hauls him up, rips open his white shirt and pulls the key an a lariat off his neck.

NEIL

Don't touch your face. Let it bleed.

The white shirt is already splattered with blood. Customers watch. They do not want this to happen to them.

CERRITO

pulls a straight razor and leans over Guard Magid. He slits his pants leg and pocket open and extracts the other key and it.

PAN ON KEY

through the air and is caught by Chris. throws Timmons' key. PAN it to Chris.

CHRIS

spins the ring handle for five seconds. The massive round vault door opens. It reveals a second, rectangular door.

CERRITO

handcuffs Magid. handcuffs Timmons to his chair.

INT. VAULT

Chris inserts both keys, turns them simultaneously and the second massive door opens inward.

LOW ANGLE: STEEL INNER SANCTUM

Inside is the four-wheel cart and the two large canvas bags of money. WIDEN TO REVEAL Neil is there as well and opens the Hefty Garbage bag while Chris whips out an Exacto blade and slices the canvas bags open to check the contents.

THE CANVAS BAG

disemboweled, spills money. Lots of it. Chris loads both into two Hefty bags Neil holds open.

NEIL

tosses one on his shoulder like a sailor's duffle bag, his machine-gun in front...

CUT TO:

EXT. BANK - WIDE FROM FRONT - DAY

Cerrito exited the bank via the side door and now moves quickly TO CAMERA up the side - his stocking mask off - his H & K low, concealed.

NEIL

exits the bank through the front door TO CAMERA. The sidewalk is crowded with school kids now and housewives. No one pays attention as Neil tosses the first bag to Cerrito...

CUT TO:

INT. HANNA'S CAR - HANNA, SCHWARTZ + BOSKO - DAY

racing in and out through the Hawthorne Boulevard traffic to get past cars. Drucker and casals follow in a second car. No sirens. Schwartz drives. The bank is seen 200 yards ahead..

SCHWARTZ

Too many people. This isn't how
to handle it

(shouts)

Vincent! Fuck this crew! Let
'em go!

CLOSE: HANNA

has to decide.

HANNA'S POV: CERRITO'S

dumped the FIRST BAG in the station wagon and Neil's reentering the bank for the SECOND BAG.

HANNA

as car pulls in.

HANNA

(to Bosko)

Left flanking fire. street.

He made the decision.

CUT TO:

EXT. BANK AND STATION WAGON - CERRITO - DAY

awaiting bag number two. Breedan - calm and alert - IDLES THE ENGINE in Drive while braking with his left foot.

PROFILE:

NEIL

coming out with the second bag. Chris follows - backwards covering the interior. Neil avoids a lady pushing a supermarket shopping cart, looks up and SEES:

NEIL'S POV: HANNA + SCHWARTZ

entering rapidly but surreptitiously 50 yards down the sidewalk. Bosko's moving 90 degrees to the right, crossing the street. There would be no, there was no, and there never is any, warning. Neil Hanna and Schwartz with 12-gauges OPEN FIRE. World War III ERUPTS. Now we hear distant POLICE SIRENS.

CHRIS

is hit in the neck.

NEIL'S

FIRING 3-SHOT BURSTS that blow up Schwartz and a lamppost and hit a woman who falls over her shopping cart, shrieking. Hanna's behind the lamppost.

BOSKO

across the street with his AR-180, opens up on the station wagon which takes HITS. A BLACK AND WHITE slides sideways and COP #1 with a shotgun runs across the street hollering at kids who stop and stare and drop school books.

COP # 1
Drop! Drop down!

CERRITO

over the station wagon roof FIRES a BURST at Bosko, then swings onto Cop #1 and fires, killing him. Cerrito jumps into the wagon.

THE STREET - WIDE: A BUS

The driver panics and slams on his brakes and his bus full of people stalls in the combat zone between Bosko and the wagon.

BOSKO (O.S.)
(screams)
Get the bus out of here..

NEIL

shielded by the green bag of money which has taken hits, FIRES at Hanna and backs to Chris.

HANNA

pulls Schwartz to cover.

CHRIS

dazed - holding his bleeding neck while Neil FIRES into the parking lot...

PARKING LOT

...hitting Casals getting out of his car. Casals sits down as if stunned.

MAN

pulling his car out of the lot ducks behind the wheel and crashes it into a parked car.

EXT. BANK - CERRITO

CERRITO
(to Neil)
C'mon! C'mon! C'mon!

Neil can't rake it through the incoming FIRE from Hanna and Cop #2 to the station wagon and Cerrito and knows it.

NEIL
(to Breedan and
Cerrito)
Go!! Go!!

ON STATION WAGON

Breedan floors it.

HANNA

re-emerges, kneels and PUMPS SHOTS into the station wagon.

BOSKO

rounds the bus with the AR-180 and OPENS UP

STATION WAGON

draws everyone's FIRE. Breedan ducks and pilots it through the gauntlet.

NEIL

has taken off down the sidewalk, supporting Chris. TIGHTEN. He runs in among crowds of civilians. He knocks over a man, breaks through. People are screaming, staring, shocked.

INT. STATION WAGON - BREEDAN

getting BLOWN APART by Hanna, Bosko, and Cop #2 falls over the wheel and then is thrown back.

EXT. STREET - STATION WAGON

tires are BLOWN OUT.

It spins across the street on steel rims and crashes sideways into a parked car on the east side of Hawthorne.

INT. STATION WAGON - CERRITO

shot three times, holds his abdomen and bails, returning FIRE. Breedan, like a rag doll is half over into the rear seat and still being hit by more rounds. We HOLD on David Breedan. He's dead.

CUT TO:

EXT. SIDE STREET - CERRITO

east up a side street past people who stand on their lawns and stare - traumatized.

WIDER

Bosko and Cop #3 chase Cerrito. Cerrito FIRES a long BURST. They can't fire back because of the people.

CUT TO:

EXT. SAFEWAY - TRACKING NEIL + CHRIS - DAY

and the money - running, skipping and dodging past all manner of pedestrians, newspaper coin boxes, fruit vendors and parking meters. People dodge, scream and fall down. It's chaos.

TRACKING HANNA

a half block behind, chasing Neil - pushing through the same people.

HANNA
(shouts at
pedestrians)
Get down! Get down

EXT. SAFEWAY PARKING LOT - NEIL + CHRIS

Neil - supporting Chris - throws a lady, who was getting out, back into her Olds Cutlass. He dumps Chris and the money in the back seat and turns on Hanna.

NEIL

extends the collapsible stock braces on the roof for accuracy and FIRES over the roof of other cars and through people at Hanna closing in 50 yards away.

CUT TO:

EXT. SAFEWAY - HANNA + CIVILIANS

who panic. SHOOTING. Windows EXPLODE. A lady holds her ears and shrieks. A newspaper coin box SHATTERS. A man's bag of groceries explode milk and eggs everywhere. He goes down.

HANNA

doesn't have a clear shot and drops, dragging people down with him.

NEIL

behind the wheel - burns rubber pulling out of the lot over curbstones and through a fence into the alley.

EXT. ALLEY - WIDE

Suddenly Neil drives very normally and jerks the lady upright next to him like a wife. He drives away.

HANNA

runs to the alley - pulling his radio:

HANNA
(into radio)
This is Hanna!
(no response; shakes
it)
Come in...

No response. Dead batteries. He throws the radio at the Safeway wall: SMASH. And runs up the alley. Meanwhile:

CUT TO:

EXT. SIDE STREET - WIDE - DAY

Cerrito runs TO CAMERA through kids playing in a front yard, looking over his shoulder at Drucker and Bosko who can't fire because of the kids.

CERRITO

up a girl out of the yard.

CERRITO
(nice)
C'mere, honey.

She's the same age as his own daughters. He holds her to his chest with one arm as a shield against Drucker and Bosko. He FIRES a wild THREE SHOT BURST running up the sidewalk. Meanwhile:

EXT. ALLEY - HANNA

emerges, cuts right. He brings up his 9mm. Smith and Wesson. He slows. He stops. Hear his BREATHING. WIDEN and PAN AROUND. Cerrito is running right at Hanna and doesn't see him.

OVER HANNA'S SHOULDER: CERRITO'S

attention on Drucker and Bosko. Cerrito FIRES. The little girl sees Hanna because he's aiming the 9mm. directly at her with both hands. She stares into his eyes.

CERRITO

turns, sees Hanna. He starts swinging around the H & K on its shoulder strap..

HANNA

FIRES ONCE.

WIDE - CERRITO

is hit dead center in the forehead and topples backwards like a felled oak. The little girl falls half on and off his dead chest, screaming.

WIDE - HANNA, DRUCKER + BOSKO

get to Cerrito simultaneously. Bosko pulls the girl up and turns her away.

BOSKO

takes the girl and folds her into his bear-like chest. He carries her off. He holds onto her and wraps his jacket around her. Tears stream down his face.

HANNA

standing there in the center of the mess: bodies, disabled vehicles, people, shouting, SIRENS arriving, etc.

CUT TO:

INT. DR. BOB'S DOG AND CAT HOSPITAL SURGERY - CHRIS - DAY

is unconscious on the table. BOB, a veterinarian of 55 in a white coat and bald head, works on him. DOGS BARK O.S. from the kennels.

A CLAMP CLATTERS into the bowl. Chris moans in a dry rasp and convulses. Bob motions to Neil to hold Chris' shoulders.

NEIL

holds Chris down.

BOB (O.S.)

Bottom tray.

With one hand Neil gives Bob a tray of syringes.

WIDE - THE SURGERY

Bob's back obscures a series of injections into Chris' neck and shoulder.

It's a veterinarian surgery and the metal table Chris is an is for holding down dogs. Long leather straps aren't buckled. There's pictures of cocker spaniels on the walls. Spent syringes CLATTER into pans.

CUT TO:

INT. DR. BOB'S OFFICE - DR. BOB - DAY

washes his hands in the sink. Neil sits on his desk. A tv plays news footage from Bosnia.

DOC

Blood loss and shock and he'll
have a lot of pain in the shoulder
and back, but I'll give you
quarter-grain phials of morphine.
Subcutaneous injections.

NEIL

(nods)

What's the bottom line?

DR. BOB

Missed the carotid artery by
millimeters. There is mostly
tissue damage. And the collar a
bone's smashed. Can he rest
awhile?

NEIL

Six, seven hours. What do I owe
you?

News coverage switches to scenes from the robbery with the
commentator in a window.

DR. BOB

It's got to be twenty thou.

NEIL

What is this?

DR. BOB

You're number one with a bullet
on the six o'clock news. It's
at least double the risk. So
I'm doubling my price.

Neil opens a shopping bag and stacks packets of bills.
News coverage switches to sports and weather.

NEIL

You're wrong. It's four times
the risk. 'Cause something happens
to him, I'm coming back for you.
And I'm double the worst trouble
you ever had.

Bob looks at Neil's eyes and believes it.

INT. SURGERY - CHRIS - DAY

on his stomach, breathing heavily.

NEIL
I'll be back for you.

CHRIS
(a little dazed;
rasp)
Charlene? Get her out!

NEIL
First, I got to know if our escape
route got ratted-out along with
everything else.

CHRIS
(rasps)
Who...

NEIL
Who wasn't around Towner.

Chris hacks, coughs; Neil helps him spit into a steel pan.

CUT TO:

EXT. HAWTHORNE - WIDE - SUNSET

It's the taped-off crime scene where Michael Cerrito
dropped. News media are all over. Spectators mill.
Emergency vehicles FLASHERS spin. Motorcycle cops re-route
traffic.

ANGLE

The battered Mercury wagon is still in situ, being dusted
by two TECHNICIANS for prints. We HEAR a car pull in o.S.
and.

ELAINE (O.S.)
(screaming; shouting)
Get out of my way!
(shrieks; sobs)
Michael. Michael. Michael.
Michael!!!

ELAINE CERRITO

knocks over a Uniformed Cop and runs down the sidewalk to
the chalked outline of Cerrito's body on the cement and
lawn.

CLOSER

Another cop moves to stop her. She dodges him. Disheveled, screaming, hysterical - she throws herself on the bloodied ground Michael Cerrito died upon and clutches at the outline drawing of his body and blood stains as if it were him.

NEWS CAMERAMAN

with lights moves in and tapes her. A Police woman tries to help Elaine up. Elaine bats her away.

CUT TO:

EXT. ROBERT'S COFFEE SHOP - ON LILLIAN - NIGHT

enters from the coffee shop and crosses the street TO CAMERA.

CUT TO:

INT. POLYNESIAN BAR, DOOR LILLIAN - NIGHT

enters. A TV mounted high in the corner BROADCASTS the news with the SOUND OFF. A Man in a motorcycle jacket plays the pinball machine. It CLICKS, bells RING, lights FLASH.

LILLIAN

crosses to the bar and leans over.

LILLIAN
Say, bartender... ?

BARTENDER

rings up a sale, changing a \$20.

BARTENDER
In a minute, lady.

Lillian waits. Behind and above her the Newscaster cuts from Last coast storms to coverage of the bank robbery aftermath: bullet holes in windows, Cerrito's body, Breedan's body, etc.

LILLIAN

sees none of it. Then: impatient:

LILLIAN
(shouts to Bartender)
You seen that fella I pulled out
of here the other night? Big
fella with a beard?

More robbery aftermath plays across the screen.

BARTENDER

at end of bar. Finishes with the customer. On his way to Lillian he turns up the TV volume.

TV ANNOUNCER (V.O.)
...dead were Michael T. Cerrito,
Caucasian male and the driver,
an unidentified black male in
his early 30's, who died enroute
to St. Vincent's Hospital...

As the bartender reaches her - WIDEN TO INCLUDE Lillian.
She stares at the television - stunned - at seeing David's
face on the paramedic stretcher in a FREEZE FRAME.

BARTENDER
(to Lillian)
What can I get you, ma'am?
(she says nothing)
Lady, you okay.

She stares at the TV and holds onto the deep polished grain
of the bar.

CUT TO:

INT. SHIHERLIS APARTMENT - WIDE - NIGHT

Charlene ignores Dominick playing at her feet as she watches
the news coverage of the bank robbery with her hand over
the mouth.

CHARLENE

rises, picks up Dominick, crosses to the phone. She punches
11 digits. We HEAR the phone RING on the other end.

MARCIANO (V.O.)
(phone filter)
Yeah.

CHARLENE
(into phone)
Harry? If you want me, Come
right down and get me and Dominick
out.

MARCIANO (V.O.)
(phone filter; eager)
Sugar. I'll catch the 8 o'clock
and rent a car. I'll be there
at your place in two hours.
(MORE)

MARCIANO (V.O.) (CONT'D)

Get packed. Okay? I'll be right there.

Charlene hangs up. The PHONE RINGS again. She doesn't answer.

CUT TO:

INT. TOWN CAR - NEIL - NIGHT

on the phone. No answer. He hangs up.

CUT TO:

INT. MARCIANO HOME - MARCIANO - NIGHT

WIDEN TO INCLUDE Las Vegas uniformed Cop and a PLAINCLOTHESMAN who's risen out of his seat. A tape recorder's attached to the telephone.

PLAINCLOTHESMAN

Let's get you on that plane.

CUT TO:

EXT. TOWNER'S HOUSE - ESTABLISHING - NIGHT

The white frame house with one palm tree in front on the hilltop overlooking downtown L.A. No lights are on. It's sinister.

CUT TO:

INT. TOWNER LIVING ROOM - ON WINDOW - NIGHT

It's gray muslin drapes blow in TO CAMERA on the night wind. SLOWLY we TRACK LEFT into the draperies and shadows. it's eerie. Suddenly a face is there. It's Neil, flattened against the wall, his .45 in his hand.

WIDE

Neil FLASHES his penlight around the room. Nothing.

INT. TOWNER BEDROOM - DOOR

It opens silently. Neil's cautious, sweeping his .45 into the corners, clearing them. He looks around. There's a wallet with money and scattered clothes. It means they haven't split.

INT. TOWNER KITCHEN - LOW

Neil - cautiously - enters. Nothing. O.S. we HEAR WATER RUNNING from another room. TIGHTEN.

Neil works his way to the SOUND. He crosses to the bathroom off the kitchen.

INT. TOWNER BATHROOM - ON NEIL

through the crack in the door. He starts to push it open. Something blocks it. The water SOUNDS are LOUDER. Neil shines his light INTO CAMERA.

NEIL'S POV: WIDE - ON THE FLOOR

Towner is near death, beaten to a pulp. Something or someone is in the shower stall. Blood's all over.

ANOTHER ANGLE

Neil uses his penlight. He puts a towel under Towner's head. Towner's face - against the white octagonal tile floor - is a mess. He opens his eyes. TILT UP to Neil.

NEIL

Who?

TOWNER

(whispers)

Made me...Anna...?

Neil crosses to the shower stall and looks in. He comes back to Towner.

NEIL

(grim)

She's dead...

(beat)

So's Cerrito and Breedan...the guy who stood in...for you.

(beat)

Who did this...?

TOWNER

(whispers)

They had Anna.

NEIL

(Softly)

Who?

TOWNER

Waingro.

NEIL

Waingro? On his own?

TOWNER

(whispers)

Uh-uh. For someone. The other
worked for...said...

Coughs and shakes his head. He doesn't remember the name.
Neil thinks. Then:

NEIL

Van Zant?

Towner nods his head.

NEIL

(continuing)

You sure?

TOWNER

(nods; whispers)

Uh-huh.

NEIL

You say anything about our exit?
Our out?

TOWNER

(whispers)

...don't remember. I...

NEIL

C ' mon!

TOWNER

(implores; whispers)

Neil...Neil...I don't think so.

Neil can't get a straight answer.

NEIL

(low)

The house clean?

Towner nods.

NEIL

(continuing; rising)

I'll call the medics.

PAN RIGHT with Neil. He turns off the water in the sink
and leaves.

CUT TO:

EXT. PUBLIC PHONE IN GAS STATION - NEIL - NIGHT

The freeway's nearby. Traffic ZOOMS past. It's all concrete, public toilets, and green vapor lights.

NEIL
(quietly; into phone)
...Nate.

NATE (V.O.)
You on a cellular?

NEIL
(into phone)
No.

NATE (V. O.)
(phone filter)
A brick house on Swallow Drive
in Bel Air.

NEIL
(quietly; into phone)
Next: Waingro. Okay?

NATE (V.O.)
(phone filter)
You got the time...?

NEIL
(into phone)
I'll make time.
(beat)
I need a new "out" laid on.

NATE (V.O.)
(phone filter)
Do you know it's blown?

NEIL
(into phone)
How can I trust it?

Hangs up. Neil drops another quarter and dials again.
After a moment.

EADY (V. O.)
(phone filter)
Hello?

NEIL
(into phone)
Things are screwed up. You're
not flying out after me. We go
together.

(MORE)

NEIL (CONT'D)

You and me got to straighten something up first. I'll be by later.

EADY (V. O.)

(phone filter)

What's wrong? Neil?

Neil hangs up.

CUT TO:

EXT. VAN ZANT HOUSE, FRONT DOOR - WIDE - NIGHT

Neil enters directly from the front door and RINGS the bell. It's a \$3,000,000, 70's modern. Neil puts his finger over the peephole. After a few moments:

CUT TO:

INT. HOUSE - VAN ZANT - NIGHT

can't see. Tries light switch. Nothing. He puts his ear to the door to hear if someone's there.

VKN ZANT (O.S.)

Who is it?

No answer.

EXT. HOUSE - NEIL

kicks the door in.

INT. HOUSE - VAN ZANT

goes flying back.

NEIL

is four feet away. The big .45 Automatic is aimed into the center of Van Zant's chest.

NEIL

Waingro. Where is he?

VAN ZANT

(shouts)

How the hell should I know?

Neil pulls the trigger: TWO LOUD SHOTS blow Van Zant back into his foyer. He slides 15 feet across the highly polished black and white tiled floor. Neil walks away.

CUT TO:

EXT. L.A. CENTRAL MARKET PARKING LOT - WIDE - NIGHT

Porters wheel huge loads of fruits and vegetables and sides of beef. Massive semi's pull through the lot.

NEIL (O.S.)

How much?

NATE

\$165,000.

NEIL (O.S.)

That's a rip-off.

ZOOM onto cars parked side by side facing opposite directions: Neil's Lincoln and Nate's Cadillac. They talk car-to-car.

NATE

You want a good getaway and you're hot with a big score in your pocket. You're a media event. What the fuck do you expect?

NEIL

What do I get for those dollars?

NATE

You end up in Ireland with good papers and plastic.

NEIL

Via what?

NATE

Lear jet to Vancouver. Then commercial to Reykjavik; then Dublin.

NEIL

Reliable?

NATE

For those bucks? 100 per cent. I got the plastic on me. The passports will be on the plane. Who's the third?

NEIL

A girl. With her own papers.
(takes cards)
What are these good for?

NATE

Forty-five to sixty days.

NEIL

How soon?

NATE

Twenty-four hours.

NEIL

Make it twelve.

NATE

You're going for an important ride. If they say twenty-four for it to be right, then it's twenty-four!

NEIL

You checked all around?

NATE

All around.

(beat)

You and I go way back, kiddo, I bought you the best.

Neil says nothing. Then:

NEIL

Where's the pick-up?

NATE

Santa Monica Airport. They're a legit operation. I won't have details until tomorrow morning.

He hands over a small briefcase.

NATE

(Continuing)

What is it?

NEIL

Kelso's share. Ten per cent. \$400,000. That's less the 50 advance. The other bag was with Cerrito.

CUT TO:

INT. LAPD CORRIDOR - ON HANNA, DRUCKER + FARINA - HAND HELD

They're moving fast down the corridor. Hanna is throwing everything into motion.

HANNA

(to Farina)

You stick with the Charlene
Shiherlis piece.

FARINA

Marciano's on a plane in here
from, Las Vegas to pick her up.
We got a house I set..

HANNA

Maybe Chris or Neil will come
for her. Frankly, I doubt it.

(to Drucker;

continuing)

You work Neil's transport from
here on the phones.

DRUCKER

McCauley's gotta be gone. He
had to have a getaway planned.

HANNA

And now he's gotta get a new
one! Would you trust it after
this afternoon?

(beat)

Someone, somewhere's agenting it
for him. That's a main track.
We got Shiherlis setting up.
That's a main track. I want
more.

FARINA

How much time we got?

Hanna turns toward a door.

HANNA

Eight, ten, twelve hours. For
him to set up a new out. After
that? He's gone. Bam! Bye-
bye.

Hanna exits through the door.

CUT TO:

INT. INTERROGATION ROOM - WIDE - NIGHT

Hanna and Drucker enter. Bosko's there with HARRY DIETER
the burglary cop who gave Casals the tip on the bank job.

HANNA
(to Bosko; sarcastic)
He's the burglary cop with the
"terrific tip?"

BOSKO
Yeah.

DIETER
Who are you?

HANNA
Hanna. Where'd it come from?

DIETER
(defensive)
I got my informants. Just like
you got...

Hanna kicks a chair out of the way and bounces Dieter up against the wall. Bosko starts to restrain him.

HANNA
(explodes)
I got Schwartz. Dead. Casals
got no liver. He's dying. Don't
come on to me with "confidential
source" crap!

He slams Dieter into the wall.

DIETER
(shouts)
Hugh. Hugh Benny. He gives me
tips...!

Hanna's gone. Bosko follows.

CUT TO:

INT. HUGH BENNY'S APARTMENT -FRONT DOOR - NIGHT

HOLD. Then it EXPLODES off its top hinges and hangs disabled. Hanna comes through with the cut down sledge hammer. He's backed up by Bosko and Berryman - another middle-aged heavyweight - with a regulation 12-gauge.

REVERSE - LIVING ROOM - HUGH BENNY

himself a heavyweight, races across the room for the rear. Hanna tackles him.

BOSKO

hauls Hugh up, kicking, punching and bouncing him off the walls. Hugh swings at Bosko.

Bosko knocks it aside, and spins him to Hanna. Hanna throws him into the bathroom.

INT. BATHROOM - BENNY

crashing in. Hanna throws him through the shower door into the bath tub. Hugh's cut.

HANNA

(shouts)

Who ratted-out McCauley? C'mon!
Who? You?

CUT TO:

EXT. MARINA DEL RAY CONDOS - NIGHT

Farina gets out of an unmarked car with Charlene Shihherlis and a sleeping Dominick and they cross into the building. It's a rough cedar, two-story studio. A second car empties four cops - including Cop \$4 and Cop #5 - carrying flack vests and M-16's. As they confer about positioning...

CUT TO:

INT. SECOND FLOOR APARTMENT - CHARLENE - FIGHT

enters and sees Marciano already there. Surprised:

CHARLENE

(screams)

Whose side are you on?

MARCIANO

I'm on yours.

CHARLENE

You slimy piece of shit. What a joke.

MARCIANO

You told me you want out from under? You're scared to death of Neil. You wanted out? This is out!

CHARLENE

What's your end?

MARCIANO

You dump broad! How'd I get into this?

FARINA

Hey, hey! Go easy on the lady!

MARCIANO

(surprised)

Huh?

FARINA

You heard me. She had a rough ride.

(beat)

Go mix her a drink. Cabinet above the sink.

MARCIANO

Fuck her.

FARINA

Get the fuck in there!

Marciano does. Charlene seems to soften and relax and take satisfaction at Marciano's put-down.

FARINA

(continuing; soft)

He's right. And you know it. You think you'd be betraying Chris?

CHARLENE

(right to his face)

Yes.

FARINA

Well, you're right. You would be. But if you don't betray Chris, you betray Dominick. Because he becomes an orphan when you go to prison as an accessory 'cause you got no living parents to take him. Then he ends up state-raised and fucked for life. Your son Dominick's innocent. He didn't choose a life like that. Chris did.

Charlene rises and crosses to a bedroom and looks in the door - presumably at Dominick.

FARINA

(continuing)

Give up Chris. You get off clean. Do it for your kid.

Charlene sits - shell-shocked - dressed in black with white face and red lipstick. Marciano re-enters with a drink for her. Charlene looks towards the bedroom containing Dominick, then nods her head "yes." Farina dials a number.

FARINA

(continuing; into
cellular phone)

Vincent. It's me. We're set
here. She'll make the call.

Charlene dials a number into the regular phone. Then:

CHARLENE

(into phone)

I'm going to give you an address
of where I'm staying. Could you
get it to Chris?

CUT TO:

INT. HUGH BENNY'S APARTMENT - HANNA - FIGHT

HANNA

(into phone)

Okay.

He hangs up. Redials Drucker. In the b.g. Hugh Benny is handcuffed, soaking wet and half-conscious on the floor. Berryman watches him.

DRUCKER (O.S.)

M. C. U.

HANNA

(into phone)

It's me. Tracks back to this
union guy, Van Zant. He had
some beef with Neil. Neil already
settled it. Van Zant got dead
earlier tonight.

(pause)

Now Hugh Benny has reformed his
wayward life and become a born-
again good citizen. So, he's
revealed the key player is this
cowboy Waingro. Used to be part
of Neil's crew. Waingro committed
a double murder today on Towner,
a driver, and his old lady.

(pause)

Meanwhile Waingro's checked into
the Airport Hyatt House under
"Jamieson." Maybe Neil will make
a move on him, but not likely.

(pause)

Get the word to bailbondsmen,
bookies, snitches in County,
etc. where Waingro is. And get
a team down there to set it up.

DRUCKER (V.O.)
(phone filter)
Want me to do it?

HANNA
(into phone)
No. You stay on who's agenting
Neil's getaway. What have you
got?

DRUCKER (V.O.)
(phone filter)
Nothing yet.

Hanna hangs up.

HANNA
(to Berryman)
He's here. He's still here. I
can feel it.

BERRYMAN
For how long?

HANNA
Eight, ten hours max.

CUT TO:

INT. EADY'S HOUSE - EADY - NIGHT

was in bed. Now she answers the door. The bamboo shades are partly raised revealing the L.A. basin - the city of light. She wears a red and black Japanese kimono. Neil McCauley enters. Eady stares at him as he crosses to the fridge and drinks from a bottle of club soda.

EADY
(quietly)
What did you do?
(re TV)
Was that you?

NEIL
It's what I don't do.
(beat)
I don't sell swimming pools. It would have been okay. You would have flown out after. You didn't need to do a thing. Now I'm jammed. We got to go together. Because we get dropped in a place and then I decide: New Zealand or Brazil or Tunisia, whatever. I can't leave a string back here to where I am.

EADY
(confused)
What.

He realizes he's way ahead of her.

NEIL
I rob and steal for a living.
Do you understand?

EADY
(amazed)
You killed people?

NEIL
If they got in the way. Yes.
It's their problem.

EADY
The woman on the grass...where
her husband got shot..

NEIL
Elaine Cerrito.
(pause)
Michael Cerrito's wife. Michael
was my friend. He knew the risks.
He didn't have to be there. He
coulda been a...been a mailman.
(he stops)

EADY
I don't believe it.

NEIL
Believe it.

She stares at him.

NEIL
(continuing)
Eady. Get packed. Get dressed.
Let's go.

Eady runs out the door.

CUT TO:

EXT. HILLSIDE - WIDE - NIGHT

Eady - in her black and red kimono - tears up the steep
hillside of golden fountain grass TO CAMERA from her house
on the side of the hill. We HEAR her BREATHING.

NEIL
(after her)
Eady! !

ANOTHER ANGLE

She keeps going. Neil catches her and she falls into the grass.

CLOSE - TWO SHOT

EADY
(explosively
hysterical)
Why you do this to me! What I
do to you?!

NEIL
Shut up!

She does. She goes totally blank. Neil picks her up.

CUT TO:

INT. EADY'S HOUSE - WIDE - DAY

It's morning. Eady's affect is flat, robotic.

NEIL
(soft)
Use these credit cards. They
say "Mr. and Mrs." I reserved
the car. Buy me some clothes.
Here's a list. I can't go home
for my stuff. Can you do it?

EADY
When's it over?

NEIL
Twenty-two hours. Then we fly
out of here...clean.

He kisses her. She doesn't respond. She stares at him.

EADY
I want you to let me go. When
will you let me go?

NEIL
You can go now. There's the
door, you want out...

EADY
No, I have to do what you say.
But will you let me leave after?

NEIL

It will be different...

She starts to leave. Neil stops her. She glances at him and leaves.

CUT TO:

INT. CAR - HANNA - DAY

driving.

It's morning. He's been up all night.

INT. HANNA CONDO - HANNA - DAY

entering door.

COOKING SOUNDS. He stops. Frozen.

FARINA'S POV:

A MAN

on his sofa watching his TV. His name is RALPH.

JUSTINE (O.S.)

(ignorant of Hanna's
presence; to Ralph)

It's ready...

JUSTINE

enters, sees Hanna.

JUSTINE

(cool)

Oh. Meet Vincent.

RALPH

Excuse me. You didn't tell me
you were...

Ralph sees Hanna's 2" .38 in his waistband.

RALPH

(continuing)

Oh, my God...

HANNA

What's your name?

RALPH

(frozen)

I should....Ralph...I'm...

Hanna's reaction to Ralph is vacant of emotion.

HANNA

I'm Vincent Hanna.

JUSTINE

Don't you even get angry?

HANNA

(to Justine)

I'm angry.

(to Ralph)

Ralph, you can ball my wife.
You can lounge around her \$1.7
million condominium on her sofa.
You can do all those things.
But you do not get to watch my
fucking TV...!

Hanna lifts it off the table, spilling framed pictures. A commercial segues to a quiz show.

HANNA

(continuing; to
Justine)

I've never screwed around. I've
been true blue to you since the
day we met.

JUSTINE

It would have been preferable if
you had! You made me do this!

HANNA

Right I had Ralph fuck you 'cause
it makes me feel so good.

JUSTINE

Put down the television. You
look ridiculous.
(he doesn't)
Dr. Prince says I'm trying to
get your attention. Christ! I
have to pay someone to figure
out my life with you.

RALPH

Maybe I should...

HANNA

Shut up!

JUSTINE

Why's it my job to figure it all
out and explain it to you?

HANNA

'Cause you're the one who spends
all the time on the couch.

JUSTINE

And what do you do?

HANNA

What do I do? I speak the English
language. Words. Sentences
even.

JUSTINE

How admirable: proletarian candor.

HANNA

Thank you.

JUSTINE

Except you don't say a damned
thing. You neglect me. You
don't call. I can worry about
you or not. So I withdraw. You
don't notice. You're walking
through our life chloroformed,
Vincent. Wake up. It's almost
over.

She unplugs the TV. The image Hanna's holding dies. Hanna
looks at her and leaves.

CUT TO:

EXT. DR. BOB'S DOG AND CAT HOSPITAL, KENNELS - WIDE - DAY

Basset Hounds BAY. Nate, Neil and Chris walk between the
cages of parked pets - all of whom make a RACKET. The
talk loudly over it. Chris' left arm is in a canvas sling.
His hair has been cut short. He looks different. Dogs
BARK throughout.

NATE

I got Cerrito's share deposited
in the Delaware Trust for Elaine.
She's pretty bad...

(pause)

Passports. Traveler's checks.
Plastic.

(hands them over)

Hangar 17. Plane call letters
are 1011 Sierra. Touches down,
holds for five minutes and splits.
The plane will stand an FAA check.
Filed flight plan. The works.

(MORE)

NATE (CONT'D)

(to Chris)

Here's the address Charlene said she was at. But I don't have documents for her.

CHRIS

I'm not flying. I'm drivin'.

NATE

(looks at Neil; to Chris)

Fly. Send for her later.

(to Neil)

Can't you talk to him?

NEIL

I been trying.

NATE

(to Neil)

Talk to you in three hours in case there's changes.

Nate leaves.

NEIL + CHRIS

NEIL

Use the Camaro. Its clean and will stand a DMV check.

Registration in the glove box.

CHRIS

How you getting around?

NEIL

Someone's picking me up.

CHRIS

A girl on the side?

NEIL

(laughs)

See you, cowboy.

CHRIS

So long, brother.

They embrace. Neil slaps the side of his face slowly - and leaves.

CUT TO:

INT. MERCEDES 560 SL, TRAVELING - NEIL + EADY - DAY

EADY
(driving)
Clothes are in the trunk.

NEIL
Any trouble?

EADY
No. When's it over?

NEIL
Six hours. 8 p.m.

She stops for a red light - a little sharply.

NEIL
(continuing)
I'll buy you lunch. Everything's
smooth. We're going to fly
away...

Neil looks for Eady's reaction: no response.

CUT TO:

INT. FARINA APARTMENT - WIDE DAY

FARINA'S

been up all night and looks it. Bags of take-out food and coffee containers litter the table. Dominick crawls over and up Farina's leg.

Charlene comes over. Farina picks Dominick up and makes a face and growls. Dominick laughs. Charlene smiles and takes him. Phone RINGS. Farina takes it, listens. Then:

FARINA
(into phone)
Not a thing. What about you?

CUT TO:

INT. HANNA OFFICE - WIDE - DAY

Hanna, Drucker and Bosko - more all-nighters with one day growths - pore through files and hang on phones.

It's frantic. Hanna's on with Farina.

HANNA
(into phone)
Someone's agenting Neil's stuff?
(MORE)

HANNA (CONT'D)

Who? The Tooth Fairy? Talk to
you later.

Hanna hangs up. He thinks for a second.

HANNA

(continuing; suddenly
to Drucker)

...how did Charlene get the Marina
address passed to Chris?

They come up out of their chairs and Hanna's punching
numbers. He's furious.

HANNA

(continuing; to
Drucker)

I don't believe I didn't think
of this.

(into phone)

Farina?

CUT TO:

EXT. SAN DIEGO FREEWAY, PHONE BOOTH - NEIL - TWILIGHT

Green vapor lights have ignited on the freeway behind them.
Neil drops the quarter and dials. Eady sits in the Mercedes -
waiting. Behind them streams of cars and headlights pass
by. We HEAR a PHONE RING.

NATE (V.O.)

(phone filter)

Yeah?

NEIL

(into phone)

Hi ya.

NATE (V. O.)

(phone filter)

You okay?

NEIL

(into phone)

Yeah, Breedan's end?

NATE

(phone filter)

Still can't find nobody. It's
in the Delaware Trust. You tell
me later what to do. And about
your ride. No changes. Right
on schedule.

NEIL
(into phone)
Okay...

Starts to hang up...

NATE (V. O.)
(phone filter)
By the by: I heard your pal is
checked into the Airport Hyatt
under "Jamieson"...if you still
care...

Neil doesn't answer.

NATE (V.O.)
(continuing; phone
filter)
I figured you wouldn't waste the
time.

In the background Eady turns on the radio and watches Neil in the phone booth and rests her chin on her hand on the door.

NEIL
(into phone)
You figured right.
(smiles)
Take it easy, old man.

NATE
(phone filter; laughs)
You take it easy. Be careful,
huh?

Neil hangs up and turns to Eady. He stands there. He nods.

NEIL
(to Eady)
That was the last bridge.

Eady looks away.

NEIL

gets in and hugs her desperately. It's the most emotional we've ever seen him. Eady responds not at all. Neil lets her loose.

CUT TO:

INT. NATE'S STOREFRONT TAX OFFICE - NATE - DUSK

hangs up - still smiling. Behind him - out the window - two cars SCREECH to a halt. Hanna's the first one out. Bosko and Drucker are in the second car. Guns drawn, they bust into the Tax office. As they come through the door:

CUT TO:

INT. HANNA'S CAR, TRAVELING WIDE ON REAR SEAT - NIGHT

Nate's handcuffed behind his back between Hanna and Bosko.

HANNA

He blows out of here, you'll do his time. I want...

NATE

(shouts back)

Screw what you want. Who the fuck are you?

HANNA

(shouts)

Your worst nightmare. Hard time, Nate!

NATE

(shouts back)

I ain't looking at shit, and you know it! So don't con me.

BOSKO

(grabs Nate; to Hanna)

I'll work him...

NATE

(shouts at Bosko)

Go ahead!

HANNA

(to Bosko)

Don't touch him!

(to Nate)

Accessory. Armed robbery and murder one. Dealing stolen merchandise and securities. You agent for Neil. At least the armored car and bank. Everything I tie him into, I tie you into. Two cops dead. Other bodies on the sidewalk. You understand that kind of heat? You fucking get it!

NATE

Neil who...?

CUT TO:

INT. DIVISION, BOOKING ROOM - TRACKING ON - NIGHT

Hanna dragging in Nate followed by Drucker and Bosko. A Booking Officer's in front of a cage. Hanna throws Nate at the cage.

HANNA

(shouts to Drucker)

Book him on Accessory to Armed Robbery, Murder One, A.D.W., and Trafficking Stolen Merchandise.

(shouts at Nate)

The Nazi's in Quentin will turn your ass into a satchel. You're an old man. Gimme Neil!

NATE

(shouts back)

What I'll give you is so many false arrest lawsuits, you won't have time to write traffic tickets!

Nate's dragged away.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT

with Drucker and Bosko - enters and kicks a chair out of the way.

HANNA

Get me Farina.

Drucker punches in the number.

DRUCKER

Can we put Nate away?

HANNA

With a staff of five or six marshaling physical evidence for six months after two years' worth of continuances...maybe he'll do 18 months. Won't fucking happen.

(to Bosko)

Check the bait.

BOSKO

Waingro?

HANNA

Yeah. At the hotel.

Bosko starts dialing. Drucker hands Hanna the phone with Farina on the other end.

CUT TO:

EXT. PACIFIC PALISADES CLIFFS - TWO SHOT- TWILIGHT

The sun is setting beyond Point Dume. Neil and Eady are at the edge of the sea cliff. He checks his watch. He looks out at the sky. He wears clothes Eady bought.

POV: SANTA MONICA BAY

The swells rock a few small boats near the reef: PAN RIGHT. The sun is gone. The sky To the LEFT the bulk of a 747 rises over the ocean slowly, as if gravity didn't exist.

NEIL

Look over there.

EADY

watches screaming gulls swirling below against the water.

NEIL

(talks to the back
of her)

I don't even know how to think
like this...cause this has
happened to me late in my life.
But I got some expectations.
For us. You can walk right now
if you want. Walk away. Or
you...on your own...you choose
to come with me. I got enough
in there to take care of us for
forever.

There's no response.

NEIL

(continuing)

Eady.

She turns and looks into his eyes. He touches the side of her face.

NEIL

(continuing)

Eady?

She folds into his arms and they stand there against the darkening sky and red cirrus.

CUT TO:

EXT. MARINA - WIDE ON ALLEY FROM ROOF - TWILIGHT

Neil's Lincoln driven by Chris enters and parks near six guys playing shirts and skins under two spotlights. He winces from the pain. His arm is in the sling. He looks at the piece of paper Nate gave him and looks up TOWARDS CAMERA at the address. He doesn't get out of the car.

COP #6 (V.O.)
(radio filter; matter
of fact)
Richie. A possible moved into
the zone.

COP #5 (V.O.)
(radio filter)
We got him.

FARINA (V.O.)
(radio filter)
I copy.

PULL BACK TO REVEAL we're SHOOTING FROM the roof of the apartment building DOWN onto the alley and in the FOREGROUND, prone on the roof is COP #5 in flack vest with an AR-180 rifle with a nite-site scope aimed at Chris. Two buildings away is Cop #4.

CUT TO:

INT. HANNA'S OFFICE - WIDE - NIGHT

Hanna's on the phone.

FARINA (V.O.)
(phone filter)
Got a live one.

HANNA
(into phone)
I'll hold.

CUT TO:

INT. SECOND FLOOR APARTMENT - FARINA - NIGHT

WIDEN TO INCLUDE Charlene, two cops and Marciano (very nervous). Farina folds away from the window and sets down the phone - off the hook. -

FARINA
(to Charlene)
C'mon, sugar: show yourself

MARCIANO
(to Charlene)
Do it!

FARINA
(to Marciano)
Shut up!!

Marciano fades back. Charlene sits frozen to the spot. It's as if the pressure had battered her into a stupefied tranquillity.

FARINA
(continuing)
One second at the window. Then
it's all over...

CHARLENE
looks at Farina. She slowly
crosses to the window. Marciano
has faded to the back of the
room.

CUT TO:

EXT. ALLEY - CHRIS

looks up.

CHRIS POV: CHARLENE

looks down at Chris - deep into his eyes. She's disturbed. She's unsure. Then she decides.

CHRIS

looking up into Charlene's open face from inside the Lincoln. He starts to get out. Then he sees...

CHARLENE

And we TILT DOWN her body to her hand at her side. Her hand subtly waves him away, gestures towards the roof.

INT. APARTMENT - REAR SHOT ON CHARLENE

CHARLENE
(irritated)
For Christ's sake...that's not
even him. That's not Chris.

EXT. ALLEY - WIDE ON CHRIS

turns to basketball players.

CHRIS
(loud; tight)
Any of you guys know anything
for rent around here?

BASKETBALL PLAYER #1
Alberiz's grocery on Dell Avenue
got cards on the wall.

He dribbles and fakes a hook shot and passes. Chris starts to look down the alley.

FARINA
(radio filter)
Unit two. This is command.
Take him at the street. Check
him out.

INT. APARTMENT - WIDE

UNIT TWO (V.O.)
(radio filter)
10-4.

Charlene crosses back to her chair. Farina stares at her unsure. Marciano re-enters and paces idly.

MARCIANO
(worried)
Where the hell is he?

CHARLENE
(taunts him)
Maybe he's not coming.

MARCIANO
(explodes)
You better hope he shows! Or
you're going to the can, you two
dollar...

Farina grabs Marciano, spins and slams him into the wall.

FARINA
(shouts at cop)
Get him the hell out of here!

UNIT TWO (V.O.)
(radio filter)
Command.

FARINA
(into radio)
Yeah?

UNIT TWO (V.O.)
(radio filter)
This guy's John Pearson. Valid
I.D. car's registered to one
Bukowski. Ran a make to DMV.
It's clean. So's the car.

FARINA
(into radio)
Let him go.

Farina clicks off the radio and picks up the phone.

FARINA
(continuing; to
Charlene)
Want a cup of coffee while we
wait, Mrs. Shihertlis?

CHARLENE
(sad smile)
That would be nice.

Farina dials. Charlene closes her eyes. it's like she sees the gray institution of a women's prison. She shuts her eyes tighter to make the vision go away. Tears start flowing.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT

FARINA (V.O.)
(phone filter)
False alarm, Lieutenant.

Hanna hangs up. He dials another number. It rings.

CUT TO:

INT. HYATT HOUSE LOBBY - DESK CLERK - NIGHT

DESK CLERK/COP - in hotel blazer - answers the phone.

HANNA (V.O.)
(phone filter)
What's the score?

DESK CLERK/COP
(into phone)
On this Waingro?
(MORE)

DESK CLERK/COP (CONT'D)

I just told Bosko. Zero.
Nothing's happening.

CUT TO:

INT. HANNA'S OFFICE - HANNA

hangs up.

HANNA

You know what?
(beat)
Neil's gone. Bam! Flyin' like'
a bird.

BOSKO

(jumps up)
C'mon! How do you know? We
still got...

HANNA

What do we got?
(as if to Neil)
Bon voyage, motherfucker, you
were good.
(low)
I'm going to the hotel. I'm
gonna take a shower. I'm gonna
sleep for a month.

CUT TO:

EXT. POLICE PARKING LOT - HANNA - NIGHT

gets into his Olds with his TV set still on the front seat
and pulls out, laying rubber.

CUT TO:

INT. CAR - HANNA - NIGHT

stops sharply for a red light. The TV bounces against the
dash. Hanna looks at it. It's idiotic. He drops the car
into park, opens the passenger door.

WIDER - HANNA'S

foot comes up. He braces his back against the driver's
door and kicks the TV set out of the car.

EXT. STREET - THE TV SET

SMASHES onto the pavement. Passengers at a bus stop stare at Hanna. The light changes green. Hanna pulls away.

CUT TO:

INT. HOLIDAY INN: HANNA'S ROOM WIDE - NIGHT

It's empty. Out the windows the mustard Hollywood glare stays low into the building.

ANGLE - A SHADOWY FIGURE

surreptitiously moves through the room examining things. It's a woman and in rear shot she is naked. We HEAR a key in the lock. She turns: it is Lauren.

DOOR

opens. Hanna - disgusted - tips off his clothes and throws them at the furniture. He turns on the shower and goes in. He didn't see Lauren.

INT. SHOWER - HANNA

under the water, half opens his eyes and just stands there.

LAUREN'S BARE LEGS

enter the bathroom and quietly slide the shower curtain. Hanna doesn't hear her.

HANNA + LAUREN

from the front. He's oblivious. She's behind him.

ANGLE

She does two things: she runs her hands across his stomach and says:

LAUREN

...Daddy?

Hanna, terror-stricken, swings around and Lauren, screaming, starts assaulting him.

WIDE

They slip in the tub and crash onto the bottom. Hanna can barely restrain Lauren who has the strength of someone in a psychotic episode.

CUT TO:

EXT. CHILDREN'S HOSPITAL - BLACK AND WHITE - DAY

Code 3, pulls up and Justine runs out and sees:

JUSTINE'S POV: HANNA CARRYING LAUREN

out of a police ambulance wrapped in a towel like a baby. His face is scratched and bleeding.

She struggles, but bent double in his arms, she's immobilized. Attendants rush at them with a stretcher with restraining belts. Hanna shoulders them aside and races into emergency.

CUT TO:

INT. EMERGENCY CORRIDOR - TRACKING HANNA WITH LAUREN AS JUSTINE - DAY

catches up.

HANNA

(to Lauren)

You're gonna be okay, baby.
Your mommy and me are here.
Everybody's here. We're going
to take care of you. We love
you...

Lauren relaxes in his arms, carried like a baby; and tears stream down her face.

JUSTINE

one arm locked around Hanna - trying to see her daughter. Then Lauren goes wild again and Hanna tightens.

ORDERLY

Let me take her.

HANNA

I got her.

DOCTOR

Watch her tongue!

HANNA

She's not epileptic! This isn't
a seizure.

DOCTOR

(to nurse)

5 mg of Thorazine.

HOSPITAL WAITING ROOM - HANNA + JUSTINE - LATER

his arm around her. She leans back against him.

HANNA

You okay, baby?

She shrugs. Then she moves closer to him and he pulls her into his shoulder.

CUT TO:

INT - MERCEDES - NEIL + EADY - NIGHT

Neil drives. He's pensive. He sees the "Hyatt" sign.

RADIO ANNOUNCER (V.O.)

(radio filter)

Hey there, old aware ones, and
you, too, my fair ones ...

Neil KILLS THE RADIO.

EADY

What is it?

NEIL

(lies)

Nothing.

He turns the RADIO BACK ON.

RADIO ANNOUNCER (V.O.)

(radio filter)

Brought to you this fine day
which is A-okay!

The Mercedes is in the left. Suddenly Neil pulls across three lanes and shoots up an offramp - fast. Neil checks his watch.

NEIL

I got this errand to run that I
forgot.

EADY

The airport is right there. Is
there time?

NEIL

(continuing)

Sure. It's a thing I got to
take care of... is all.

CUT TO:

EXT. HYATT HOUSE HOTEL - WIDE ON FRONT - NIGHT

A lot of traffic and lights. Neil drives the Mercedes past the front and turns left at the corner into a dark side street on the side of the hotel. He parks.

NEIL
(getting out)
Leave it running.

NEIL

crossing the street in his dark suit towards the hotel's side entrance.

NEIL
...be right back, Eady.

He waves without looking.

EADY
(worried)
Neil...?

Some employees exit.

CUT TO:

INT. OFFICE - ON PAINTERS - NIGHT

Two house PAINTERS and all their gear are in an empty office in front of a big picture window. Out the picture window across the street is the Hyatt House. They're not painting. They're playing gin on a cardboard box. Maybe they're on their break.

CLOSE ON ONE PAINTER

He has a Nite vision light accumulater scope and looks across at the hotel.

PAINTER ONE'S POV: STREET + MERCEDES

with Eady, exiting employees and Neil slips in the side door.

PAINTER ONE

pans his scope up the hotel.

PAINTER TWO
What's going on?

PAINTER ONE
Nothing. He's watching TV.

PAINTER ONE'S POV: ROOM 1403 + WAINGRO

across the way. He watches TV with his feet up.

PAINTERS

are police - Waingro's surveillance team.

PAINTER TWO

We going to finish this game or
what?

CUT TO:

INT. LOCKER ROOM - NEIL - NIGHT

crosses to a desk and red wall phone near some lockers.
The place is abandoned.

OPERATOR (V.O.)

(phone filter)

Hyatt House.

NEIL

(into phone; familiar)

Hi. It's the kitchen again.
A... "Jamieson" ordered a BLT
and they got his room number
screwed up.

OPERATOR (V.O.)

(phone filter)

They're always doing that.
(beat)

NEIL

(into phone)

Thanks, love.

Neil starts ransacking the lockers.

CUT TO:

EXT. HOTEL - EADY - NIGHT

in the Mercedes. Waiting. She stares at something strange.
WIDEN: it's her hand. It spasms. She grabs onto the
steering wheel to make it stop.

CUT TO:

HOTEL LOCKER ROOM - NEIL'S

found a Hyatt security uniform. He puts on the short jacket and San Brown belt and hat.

CUT TO:

INT. HYATT HOUSE, LOBBY - SERVICE DOOR: NEIL - NIGHT

enters and crosses to the elevators. He glances to his left.

NEIL'S POV: DESK CLERK

talks on his police radio. TILT DOWN. A 9mm. Beretta is under the counter top.

NEIL

continues to the elevators. It says he KNOWS Waingro is a trap. He knows the LAPD are here. He's come for him anyway.

CUT TO:

INT. SERVICE ELEVATOR - NEIL'S HAND - NIGHT

punches 14. PAN AROUND to Neil. The elevator rises. He pulls his .45 and checks that there's a round in the chamber. He slips it back into his waistband, cocked and locked.

CUT TO:

INT. HOTEL, 14TH FLOOR ELEVATOR LOBBY - DOORS - NIGHT

slide open. Neil emerges. He does two things. He wedges the ash tray to hold open the elevator door. Then, he smashes the glass and sets off the fire alarm. Immediately a SIREN SOUNDS. The building's elevators - except Neil's descend. We HEAR:

PA (V.O.)

A fire has been reported. Please leave your rooms now. Proceed down marked fire exits. Use the staircases. Do not use the elevators. This is NOT a drill. A fire...etc.

CUT TO:

INT. APARTMENT - ON PAINTERS - NIGHT

PAINTER ONE

(still looking)

Yeah. Whyn't you call out for
pizza? Sausage, peppers,
onions...

(suddenly)

Hey.

PAINTER TWO

(ready)

What?

PAINTER ONE

That chick on the ninth floor
got naked and she's pressing
herself against the glass again.

PAINTER TWO

(crosses to window)

Let me see.

Painter One looks through the scope. He looks down at the ninth floor and laughs. Then he looks away and sees something else:

PAINTER TWO'S POV: ROOM

Waingro goes to a drawer, pulls out a gun and starts towards the door.

PAINTER TWO (O.S.)

(shouts)

Oh, boy...!

CUT TO:

INT. HOSPITAL WAITING ROOM - HANNA WITH JUSTINE

OPERATOR (V.O.)

(PA system)

Lt. Hanna. Telephone. Lt. Hanna.

Hanna crosses to the nurse's station. TIGHTEN. He answers:

HANNA

(into phone)

Fuck McCauley. You handle it.
Call Bosko and Drucker in. Get
me at the hospital after.

JUSTINE

watching Hanna, heard the conversation.

HANNA

rejoins her and takes her hand. He looks at her and then at the floor. He puts an around her.

JUSTINE
(really questioning)
...Will things change between us?

HANNA
(beat)
I don't know...
(beat)
Probably not...
(beat)
...but I am reminded of how much I love you. But that may not be enough.

JUSTINE
(kisses him)
You have to go to work, don't you?

HANNA
(touches her face)
Yeah.

As he's rising.

JUSTINE
Be careful, Vincent. Be very careful...
(beat)
Let's keep on trying?

HANNA

walking backwards, facing her, nods "yes." The last thing in the world he wants to do is leave. Then he turns and starts running down the white marble corridor...

CUT TO:

INT. 14TH FLOOR CORRIDOR - NEIL - NIGHT

in the hotel security uniform approaches against the flow of people leaving the floor. The emergency LIGHTING is on and the PA fire alarm message still SOUNDS. Neil taps his flashlight on the doors of 1404, 1405 and 1406 as well as 1403.

WAINGRO (O.S.)
Yeah?

NEIL

I'm hotel security. We're
evacuating the floor.

WAINGRO (O.S.)

I can't leave.

NEIL

Sir, I'm afraid you'll have to.

CUT TO:

INT. ROOM 1403 - WAINGRO - NIGHT

looks through the peep hole.

WAINGRO'S POV: NEIL'S BACK AND CORRIDOR

A few patrons exit past the uniformed Neil. It looks
legitimate.

CUT TO:

INT. 14TH FLOOR HALLWAY - DOOR TO 1403

opens silently, half-way.

NEIL

looks inside. Waingro's obviously hidden behind the door

WIDE

Neil kicks the door and...

INT. 1403 - DOOR

smashes into Waingro. Neil hits the door again and it
smashes into waingro a second time.

NEIL

reaches around, grabs Waingro by the arm, dislocates his
shoulder, breaks his collarbone and throws him across the
room. Waingro's gun goes flying.

WAINGRO

on the sofa, seeing Neil McCauley. He feels his internal
organs drop through the floor. He looks away.

LOW + WIDE

NEIL

I should have dumped you in that parking lot. Look at me, you sick fuck.

Waingro won't look at Neil.

NEIL

(continuing)

Gimme your eyes. 'Cause you're gonna die.

Waingro, pathetically, obeys and looks up. Neil's .45 EXPLODES TWICE.

CLOSER: NEIL

now looks out the window, searching.

NEIL'S POV: HIGH RISE ACROSS THE STREET + "PAINTER" TWO

staring at Neil through the Nite vision scope, disbelieving. Neil sees "Painter" One is shouting into his police radio...

INT. 1403 - NEIL'S

surprised not at all. He expected the police. He turns away from the window, looks once at Waingro and leaves the room.

CUT TO:

INT. MERCEDES - EADY - NIGHT

twisted in her seat, trying to see, frightened by the noise and sirens. WIDEN. An L.A.P.D. fire engine ROARS in. Now an unmarked car skids into the driveway. Drucker, Bosko and others spill out carrying shotguns. A black and white parks perpendicular to the traffic flow and halts cars. She's worried, confused.

CUT TO:

INT. ROOM 1403 - WAINGRO - NIGHT

dead in sitting position on the sofa with his head back as if he fell asleep watching the football game.

CUT TO:

INT. HANNA'S UNMARKED CAR - HANNA - NIGHT

cruising scanning the streets. He's aggressively searching for something.

HANNA
(into radio)
Casals come in.

CASALS (V.O.)
(radio filter)
Vincent. I'm in the southeast
stairwell.

HANNA
(into radio)
What's the situation?

CASALS (V.O.)
(radio filter)
Three teams are moving up the
other three stairwells to the
14th floor. Elevators are out
of commission because of the
fire alarm. Surveillance said
McCauley looked right at 'em.
Didn't seem surprised.

HANNA
(into radio)
It means he knew we were here
and came anyway.

CASALS (V.O.)
(radio filter;
continuing)
I got two Special Weapons Teams
deployed at the front and back
exits. Choppers.

On their way. You want a command center in the...

HANNA
(into radio;
interrupts)
Yeah, yeah, that's fine. Stay
on it. 10-4.

For some reason Hanna's disinterested. He's moving down a
different track. He's cruising the streets looking for
something else.

HANNA'S POV: SIDE STREETS

adjoining the hotel are cluttered with emergency vehicles,
cars, pedestrians, on-lookers, service people from adjoining
buildings.

HANNA

trying to see through, past, around everything. We don't know what it is he's looking

HANNA'S POV: FIRE ENGINE, AMBULANCE, MERCEDES, BLACK AND WHITE...

Then Hanna's P.O.V. PANS LEFT back to the Mercedes. The woman waiting in the passenger seat. It is Eady. She's a block down. A woman waiting...in a car...alone.

CLOSER: HANNA

It's what he was looking for.

EXT. STREET - WIDE

Hanna is out of the car in the jammed street, running towards Eady and the Mercedes a block away.

EXT. HOTEL, SIDE DOOR - NEIL

emerges and APPROACHES CAMERA. In the foreground is Eady in the Mercedes.

CLOSER: NEIL

calm, assured, approaches the car for the short drive to the airport. Then, Neil senses and...

SIDE ANGLE: NEIL

turns and looks over his left shoulder.

NEIL'S POV: VINCENT HANNA

a half block away, running through vehicles and incoming on-lookers right at him.

NEIL MCCAULEY

stops. He turns to Eady.

EADY

looks at him, quizzically.

HANNA

running towards Neil and Eady.

EADY

climbing out of the Mercedes, now, confused...

NEIL

starting to leave, moving at an oblique angle. Looking at her ... leaving her ...

EADY

next to the Mercedes. Shouting at Neil. We can't hear what she says. SIRENS and NOISE of an ambulance.

HANNA

AMBULANCE pulls in front of him, blocks him. He's around it, pushing a news crew out of the way, stops.

MERCEDES WITH EADY

in the street. Alone. No Neil.

HANNA

spins around, searching.

HIGH + WIDE: HANNA

in the sea of people and vehicles, crossing driveways and landscaping. Hanna - against the tide - moving away from the crime scene and police barricades to neighboring buildings.

FRONTAL: HANNA

through the crowd, searching. People pushed aside so he can see. Then...

HANNA POV: THROUGH OFFICE BUILDING LOBBY TO REAR PARKING LOT

A figure is running between cars. Beyond are the lights of an L1011 ten feet off the ground about to touch down.

CUT TO:

EXT. RUNWAY APRON - L1011 - NIGHT

ROARING through the frame. Reveal Neil jumping a fence and running across the grass between power units and the racks of lights strobing their arrow sequence at the head of the runway. Beyond is Sepulveda Boulevard and normal traffic.

NEIL

running towards us.

EXT. RUNWAY - L1011

it's landing gear down, its lights blasting into the lens fills the frame as it descends to the runway. It wipes out the strobe racks in a chaotic blast of xenon.

EXT. RUNWAY APRON - LONG SHOT:

HANNA

runs across the grass between the fence to the strobe lights.

CLOSER: HANNA

among the structures housing the ballasts for the lights. The ROAR of a 757's 95,000 lbs. of thrust beats an him. He spins to protect his face. His clothes and hair are whipped. As he runs to us ...

CLOSER: HANNA

looks up..

HANNA POV: UP INTO LIGHTS SEARCHING FOR NEIL. SUDDENLY:

NEIL (SLO MO)

is there. His .45 is up, centered into Hanna's face. He's eight feet away, framed against the glaring racks of strobes.

NEIL'S HAND (SLO MO)

squeezing the trigger, both eyes over the front sight, moving laterally on target through the liquid air and lights...

NEIL'S .45 (SLO MO)

as the trigger's squeezed and the sear's released and...

MACRO: THE .45's HAMMER (SLO MO) falling.

HANNA (SLO MO)

coming up with his 9mm. He's too late...

NEIL

The hammer drops. Nothing. His .45 misfires.

HANNA (SLO MO)

His 9mm. coming up...

NEIL'S HAND (SLO MO)

swipes across the .45's slide.

MACRO: THE BREECH OF NEIL'S .45 (SLO MO)

The misfired round, ejected and spinning away. The new round, moving forward, the slide returning to battery...

HANNA

FIRES THREE perfectly controlled, hammered-on SHOTS. His front sight barely moved.

NEIL

HIT THREE TIMES in the chest - is blown back into the racks of lights. He lies still.

HANNA

approaches, slowly. His gun hand drops to his side.

WIDE: NEIL + HANNA

Neil's on the ground, his back against the rack. One arm is in his lap. The other is flung over the top bar of the strobe rack. Neil looks at Hanna and gestures with his hand. Hanna takes it. Neil holds on tight.

NEIL

last breath.

NEIL
...not half bad.

HANNA
...pretty good your own self.

Then Neil's eyes dim. And he dies.

LONG REAR SHOT: HANNA + NEIL

Neil's head has fallen onto his shoulder. Hanna still grips his hand and looks down the runway into the west at the lines of blue runway lights like rivers. The two of them stay there like that.

THE END