THE DEPARTED

By

William Monahan

Based on Infernal Affairs
FADE UP ON

THE SOUTH BOSTON HOUSING PROJECTS. A maze of buildings against the harbor.

CLOSE ON:

YELLOW. Yellow ripples past the camera and when it clears we see through diesel smoke: A BUSING PROTEST in progress. The SCHOOLBUS, full of black kids, is hit with bricks, rocks. A brief, violent, destructive barrage.

The surging, rioting, crowd in the street is so Irish that it might as well have been photographed in Belfast. Placards of the period are displayed.

TITLE:

1974.

TV IMAGES

In a TV CLIP, Billy Bulger addresses the crowd (CAPTURED CONTEMPORARY AUDIO AND IMAGE) Go to regularly scheduled programming: JOHN LENNON is hosting "The Mike Douglas Show".

An OLD WOMAN with bad dentures and ROSARY BEADS turns the show off.

EXT. THE STREET. DAY

YOUNG COSTELLO, in his prime at thirty-odd, walks through the crowd, unconcerned with it: his neighborhood, his people. He is wearing double-knits, a white belt and shoes, but the last thing you would EVER do is laugh at him. He goes into an ICE CREAM SHOP.

INT. LUNCH COUNTER. DAY

COSTELLO comes in. The shop is one that sells papers, sundries, fountain drinks...and fronts a bookie operation.

YOUNG COSTELLO
(leaning over cluttered counter)

Hi.

The frightened proprietor hands over money. Fifty bucks, a hundred, doesn't matter.

YOUNG COSTELLO (CONT'D)

Riots. Disasters...the world goes on. You all right?

(CONTINUED)
CONTINUED:

COSTELLO is never the threatener. His demeanor is gentle, philosophical. Almost a shrink's probing bedside manner. He has great interest in the world as he moves through it. As if he originally came from a different world and his survival in this one depends on close continual observation and analysis.

PROPRIETOR
(observed, analysed)
I'm all right.

YOUNG COLIN looks up. CLOSE ON his eyes. He is fourteen or fifteen, but small for his age. Bookish.

COSTELLO takes a propane lighter, and, strangely, pays for it (the proprietor startled) and waits for change. He lights a MORE cigarette with the lighter.

YOUNG COSTELLO
I thought for a minute you thought I was still... in prison or something. How's your mother?

PROPRIETOR
She's good, Jimmy, she's good.

COSTELLO, through the smoke of his More, sees:

YOUNG COLIN (about 14) staring at the local hero.

COSTELLO
You Johnny Murphy's kid?

COLIN nods.

YOUNG CONNOLLY
Who you live with, your grandmother?

COLIN nods.

COSTELLO takes three loaves of bread and some soup off the shelves and puts them in Colin's bag. He reaches up above and behind the counter and takes down some cigarettes. He goes over to the fridge and puts two half gallons of milk in the bag. He adds a couple of comic books.

When the PROPRIETOR looks at him, he takes out the money he put in his pocket and gives back half.

YOUNG COSTELLO
You do good in school?
YOUNG COLIN nods, holding the big bag of loot.

YOUNG COSTELLO (CONT'D)
That's good. You keep doing good in school. I did good in school.
That's what they call a paradox.

Looks intently at COLIN to see if he gets it. Colin does.

YOUNG COSTELLO (CONT'D)
You ever want to learn a little extra money, you come by L street.
You know where I am on L street.

COLIN nods: everybody does. He pushes out with the bags of groceries.

The PROPRIETOR can do shit about it.

YOUNG COSTELLO watches YOUNG COLIN go off down the slummy street, puts out his MORE in a folded aluminum-paper ashtray of the period, and then sits down by a man (BILLY CONNOLLY SR). A sad, elegant, working man. The way you can get them in Boston. IQ of 200 and still working for the phone company.

YOUNG COSTELLO (CONT'D)
Still up the airport?

BILLY CONNOLLY SR
You know it.

YOUNG COSTELLO
You still on the straight and narrow?

BILLY CONNOLLY SR
The straight isn't narrow.

YOUNG COSTELLO
How's your kid? I been away.

BILLY CONNOLLY SR
He's with his mother. Up the North Shore.

YOUNG COSTELLO
You don't see him?

BILLY CONNOLLY SR
No, it's not like that. I see him.
CONTINUED: (3)

YOUNG COSTELLO
What is it like?

BILLY CONNOLLY SR
(pays his check)
Nothing's better than anything else you might have to put up with.

YOUNG COSTELLO
You can tell a mick because he wakes up every day and smells the coffin.

BILLY CONNOLLY SR
You're right about that.

INT. A CHURCH. MORNING

YOUNG COLIN, the good boy, the very good boy, is serving at a funeral Mass. Various views of the church. We see the OLD WOMAN from scene 1 (COLIN'S GRANDMOTHER). Stained-glass light. The altar is still wreathed in the smoke of incense.

PRIEST (V.O.)
(we have a sense of liturgy rather than coherent speech)
O God, to whom mercy and forgiveness belong, hear our prayers on behalf of your servant Thomas, whom you have called out of this world; and because he put his hope and trust in you, command that he be carried safely home to heaven and come to enjoy your eternal reward.

CLOSE on COLIN'S face.

PRIEST (VO) (CONT'D)
We ask this through our Lord Jesus Christ, you Son, who lives and reigns with you and the Holy Spirit, on God, for ever and ever.

A liturgical bell tings.

EXT. SOUTHIE. VARIOUS

The neighborhood. We won't be here long. This isn't where Costello ends up. It's where goes occasionally.

(CONTINUED)
CONTINUED:

It's where he began. Liquor stores with shamrocked signs. Catholic SCHOOLKIDS playing in an asphalted schoolyard.

COSTELLO (V.O.)
Back in the day, we had the Church. But that was only a way, the first way, to say we had each other. Back in the day, the Knights of Columbus were head-breakers. True knights. They took the City.

MEN FISHING near Castle Island.

COSTELLO (CONT'D)
Twenty years after an Irishman couldn't get a job, we had the presidency.

A YELLOW SCHOOLBUS goes past, battered by rocks.

COSTELLO (V.O.) (CONT'D)
That's what the niggers don't realize. If I got one thing against the black chaps it's this. No one gives it to you. You have to take it. Fuckin' take it, or shut the fuck up.

INT. THE AUTOBODY SHOP. CONTINUOUS WITH VO

COSTELLO is talking informally. YOUNG KIDS. Useful young men. YOUNG COLIN, three years older, is among them. YOUNG COSTELLO in his white belt and white shoes, his Quiana shirt, preens in the mirror.

YOUNG COSTELLO
Church wants you in your place. What sort of man wants to be kept in his place?

YOUNG MISTER FRENCH is drinking a Coke. MISTER FRENCH young and old will always be drinking Coke. MISTER FRENCH is Costello's highly intelligent contemporary and muscle.

YOUNG COSTELLO (CONT'D)
Do this don't do that, kneel, stand, kneel, stand... I mean if you go for that sort of thing...

YOUNG COLIN, the recent altar boy, visibly doesn't go for that sort of thing.
CONTINUED: (2)

YOUNG COSTELLO (CONT'D)
I don't know what to do for you. A man has to make his own way.
(a beat)
Non serviam.
(to YOUNG COLIN specifically)
Ever hear that?

YOUNG COLIN nods.

YOUNG COLIN
James Joyce.

SHOT FROM INSIDE THE TRUNK OF A CAR as YOUNG COSTELLO AND YOUNG MISTER FRENCH DUMP A STRUGGLING BODY IN.

YOUNG COSTELLO
Him and Lucifer. And me. Guineas from the North End and down Providence, tried to tell me what to do...

EXT. A REMOTE BEACH. DAWN

Rose-colored dawn. YOUNG COSTELLO, with a pistol, executes a man kneeling in the surf.

INT. THE AUTOBODY SHOP. DAY

COSTELLO walking, talking.

COSTELLO
Back in the day, they would say, we become cops or criminals. What I say to you...is...

very close on COSTELLO, holding Colin's shoulder.

YOUNG COSTELLO
...why not both.

ECU:

COLIN’S EYES swerve up. We are now on (MATURE) COLIN’S EYES eyes. This is how the character transits the “age leap”...on the unchanging eyes.

COSTELLO
Why not both.

THE SAME EYES.

(continued)
CONTINUED: (3)

Pull back to reveal:

POLICE CADETS. COLIN is in the class, wearing a cadet's uniform. He has a notebook, a pen. He has glasses on. Writing.

INSTRUCTOR
The slug enters the skull by
forming a small entrance hole.
Blood and brain matter is ejected
backwards from this hole. The
bullet, which may expand, fragment
or tumble, then passes through the
brain...

COLIN, light in his spectacles, writes.

INT. FIRING RANGE. DAY

POLICE CADETS ON A FIRING RANGE. As we go along the line we see COLIN, firing dry and then speed-changing a clip in a BERETTA 92F. He is a perfect cadet.

EXT. A TRAINING FIELD. DAY

STATE POLICE CADETS standing in a pissing rain, a DI yelling at them OS. COLIN is staring forward. RAIN streaming down his face. He is a man going through this, to get someplace he wants to be. Whether he likes it or hates it is a matter of indifference...he endures it because it is something to endure.

EXT. THE BOSTON COMMON. DAY

Guys we recognize from the previous shots at the State Police Academy (wearing Statie t-shirts) are playing Ultimate Frisbee against some FIREFIGHTERS. Very rough game, might as well be rugby (and it could be rugby instead). The game breaks up with each group giving each other the finger. COLIN, laughing, gets hit hard by BARRIGAN, another cadet. FIREFIGHTERS are moving away triumphantly.

COLIN

 Fucking firemen are getting pussy
for the first time in the history
of fire. Or pussy. Braggarts of the
rubble my man. "Fallen brothers".
Wah wah wah. Don't run into the
 fucking building fucking next time,
you fuckin' douchebags.

(CONTINUED)
CONTINUED:

BARRIGAN
You can say that as long as you
don't say it on TV.

COLIN sits on the ground looking at

COLIN'S POV

THE GOLD DOME OF BEACON HILL. The terraces of fine
townhouses. Aquaeous golden light behind. Misty golden
beauty.

COLIN
(looking at Beacon Hill)
That's the Boston I want, my man.
That one.

BARRIGAN
You're in New York a few weeks this
place feels like Manchester New
Hampshire.

COLIN
Got to make our way where we are.
(a beat)
I'm not anybody outside of Boston.
In the up from the gutter sense. In
Boston I'm the guy whose father's a
janitor. What's that worth anywhere
else?

BARRIGAN
Your father's was only a janitor
and his son's only a cop.

COLIN
You're in trouble if you're "only"
anything. Whatever I do...
(he smiles quickly and
omits whatever he was
going to say)
Means to an end, my friend. Means
to an end.

BARRIGAN
Don't tell me I'm looking at the
first dickhead-American president
of the United States!

COLIN doesn't have a great sense of humor but he knows how to
pretend that he does.

(CONTINUED)
CONTINUED: (2)

COLIN
Fuck yourself. You'll see what I'll be. How I'll end up.

EXT. STATE POLICE GRADUATION CEREMONY. DAY

Bagpipes and bullshit. Flags cracking. Line after line of paramilitary-looking graduates, among them COLIN.

SPEAKER (V.O.)
As the Governor of Massachusetts it is my duty, pleasure, and honor...

CAMERA swirls around COLIN as he moves, a lone person, through the breaking up crowd. Other graduates are hugged by family. COLIN, alone, comes to the gates of the yard.

COLIN'S POV:

AN OLDSMOBILE. Behind the wheel is COSTELLO, and standing by the car is MISTER FRENCH.

UNDERWATER sounds, heartbeat on soundtrack, as COLIN, alone, stares towards Costello, jostled by exiting cadets and their families.

COSTELLO stares at Colin and smiles. THE OLDSMOBILE drives off down the rainy street.

EXT. MT HOLYROOD CEMETARY, BROOKLINE. DAY

A WORKING CLASS BURIAL. Priest's cassock whipping in the wind. On top of the coffin we see a picture of BILLY SR. A triangled flag is handed to BILLY, making it plain that he is the dead man's son. Among the mourning workies, in his blue suit, the dry-eyed, introspective Billy looks like an ethereal prince. Across the grave from him in a collar and tie is his cousin CHRISTOPHER, a Southie villain. The Two cousins lock eyes. The funeral crowd is a good mix of the respectable middle class and the far-from respectable Southie poor.

LATER

BILLY is alone at the grave. He looks at the tags on wind-blown wreaths. One (WE do not read it) gives him pause.

EXT. THE CEMETARY GATES. DAY

Alone, Billy lights a cigarette and looks around. A bit of an echo of Colin-at-the-gates. The threshold of a new life. He smokes; flips the cigarette away, begins.
INT. AN EXAMINATION ROOM. DAY

A test is reversed on a desk lit with flourescents. BILLY takes up a Number Two pencil. He is in a room full of cadets, far enough along in their cadetship that their hair has grown in.

A CLOCK TICKS, sweep hand coming around.

BILLY'S EYES on it.

INSTRUCTOR (O.S.)

Begin.

BILLY takes the test, marking multiple choice answers swiftly while all around him cadets are sweating and still trying to read the questions.

EXT. A TRACK. DAY

BILLY, wearing a State Police sweatshirt, is running, alongside another cadet, BROWN, a black guy with specs.

BROWN
She says to me you never finish anything.
(puff puff)
You finish the police course you get taken care of again baby.
(puff puff)
So after graduation
(puff puff)
I get a blowjob again.

BILLY
That's great. Your mom must be a wonderful woman.

BROWN
Fuck yourself.

BILLY
I don't have to say fuck you, you're a black guy in fucking Boston. You don't need any help from me to be completely fucked.

BROWN
No shit. Ways to get ahead, though, man. Ways to get ahead.
EXT. TRAINING FIELD. DAY

BILLY with other cadets is being braced by a DI.

DRILL INSTRUCTOR
This isn't the regular police. This is the state police. What's the difference?

BILLY
(sotto voce to BROWN)
Rage issues, paramilitary fantasies, and lower median IQ.

DI turns.

DRILL INSTRUCTOR
You say something?

BILLY
Sir I was agreeing with you about our obvious superiority to other forms of police sir.

INT. FIRING RANGE. DAY

BILLY, in glasses and ear-protectors, waiting for the target to pop up. It does and he blasts it. BROWN beside him, firing.

EXT. A STREET IN BOSTON. DAY

AUTUMN LEAVES whirlwind and take us to:

A BLACK-WINDOWED, MODERN, POLICE BUILDING, beetling over a plaza. Older Boston reflected in the featureless glass. The Boston of this film is almost futuristic.

COLIN looks up at the building with great intensity. He puts on his sunglasses and walks towards the door.

INT. AN OFFICE, POLICE BUILDING. DAY

COLIN, in civvies (a very good suit), stands at suave attention.

CAPTAIN QUEENAN
Congratulations on passing the detective examination, and welcome to the Organized Crime Unit.
DIGNAM
(tonelessly)
Hurrah.

CAPTAIN QUEENAN
We won't be working directly together, you'll be working for Captain Ellerby, but I like to see everybody. You have a fine record. You rise fast.

DIGNAM
So do turds in a swimming pool.
Make sure you're not one of them.

COLIN
Thank you, Sergeant.
(to Queenan)
Thank you, sir.

INT. QUEENAN'S OFFICE WAITING ROOM. DAY

As COLIN leaves the office, looking very satisfied and not a little saturnine (it's not as if he isn't pleased by recognition and it's not as if he won't get revenge on Dignam), he barely glances--and does not actually see--the CADET sitting off to one side. He sees polished brogues, a hat on the lap, and walks on.

QUEENAN'S SECRETARY
(whispering, joyful, in love with Colin)
Congratulations.

As COLIN leaves she moderates her expression and:

QUEENAN'S SECRETARY (CONT'D)
(coldly)
You can go in now.

BILLY looks up. He has not seen Colin, and Colin has not seen him. He has his interview on his mind.

INT. QUEENAN'S OFFICE. MOMENTS LATER

BILLY, in uniform, stands at attention, hat under his arm. The picture of a spit-and-polish cadet.

CAPTAIN QUEENAN
You can sit.

(CONTINUED)
CONTINUED:

BILLY does. CAPTAIN QUEENAN is an intelligent, fairly refined man, witty, slow to smile. He tries to smoke more than he's allowed to by Society. He wears glasses and chews gum with his dentures. He's taking stock of Billy.

CAPTAIN QUEENAN (CONT'D)

So.

BILLY has no idea why he is in this room with the brass. Sgt. Dignam is drinking coffee and staring at him aggressively, with contempt. Stirring, stirring his coffee. DIGNAM is more intelligent than he seems.

CAPTAIN QUEENAN (CONT'D)

Do you know what I do? My section?

BILLY doesn't want to answer unless he can answer correctly.

BILLY

I have an idea...

SGT. DIGNAM

(a hard Southie accent)

Let's say you have no idea and leave it there. No idea. Zip, none. If you had an idea about what we do we would not be good at what we do. We would be cunts. Are you calling us cunts?

BILLY wouldn't normally take crap from this guy; but he does. He's openly intrigued by the situation. Dignam is staring at him. BILLY looks evenly at QUEENAN.

CAPTAIN QUEENAN

(not looking up from papers)

Sergeant Dignam has a style of his own. I'm afraid we all have to deal with it.

SGT. DIGNAM

(getting to business, hard)

You have family connections down in Southie. Through your father. Tell me about your Uncle Jackie Connolly.

BILLY

He was a carpet layer for Jordan Marsh.

(CONTINUED)
CONTINUED: (2)

SGT. DIGNAM
He was a small-time bookie who tended bar at the Vets in Somerville. He got popped by Matorano in 1982. They found him out by the airport.

BILLY says slowly:

BILLY
That's right.
(tightly)
I remember his funeral.

SGT. DIGNAM
(cruelly)
Closed casket?

BILLY
That's right.

SGT. DIGNAM
You tell anybody at, ah, prep school, you had an uncle met his demise like that?

INT. HALLWAY POLICE BUILDING. DAY

COLIN, in his good suit, moves along the hall. He owns the building. He looks into offices. He is looking at his future. From one room BARRIGAN (still working in uniform) gives him the thumbs up. COLIN gets a coffee. He looks at a secretary's ass. Caught at it, he smiles beautifully. She smiles back.

BARRIGAN
What you got? "Sergeant".

COLIN
Organized Crime Unit.

BARRIGAN
Perfect.

COLIN
Thank you. I am.

INT. QUEENAN'S OFFICE. DAY

BILLY is still at attention. DIGNAM going with heavy wet thumb through papers.
CONTINUED:

SGT. DIGNAM
Your uncle Billy Costigan—you named after him?—got busted selling machine guns to federal officers. Among many other departures from, ah, "normative behavior".

QUEENAN is inspecting Billy, watching his reactions. Specs catching light.

BILLY
What's that got to do with me?

SGT. DIGNAM
Why are you pretending to be a cop? I got two reasons to ask you that.

BILLY
What's that mean?

SGT. DIGNAM
Let's talk about the class system in America.

INT. CID CONFERENCE ROOM. CONTINUOUS

COLIN is eyeing a woman COP across the table. She smiles at him and lowers her eyes. At the end of the table:

OCU CAPTAIN ELLERBY
This unit is new, and you are the newest members of it. You have been selected for it not on the basis of performance as cadets or officers, because a lot of A-plus cadets and officers, frankly, have strong backs and weak minds...

Everyone smiles.

CID CAPTAIN
...but on the basis of intelligence and aptitude, both as observed by your superiors and as documented in your records. This is an elite unit. Our job is to smash organized crime in this city by our own efforts and by enhanced cooperation with the FBI, represented here by Mr Lazio,

(show the deeply unreliable LAZIO)

(MORE)
CONTINUED:

CID CAPTAIN (CONT'D)
and we will do it. And by organized
crime in this city...you know who
we mean.

COLIN does. More than anybody. He sits back, face relaxed.

The picture of COSTELLO comes up. COLIN looks at it. In the
MUG SHOT Costello is serene, untouchable legally, untouchable
at the heart. He's like a hilarious devil.

CID CAPTAIN (CONT'D)
Work hard, and you will rise fast.
You're in the best position in the
department.
(a long beat)
Go to work.

The recruits disperse into a glittering modern office.
Windows above BOSTON HARBOR. COLIN, in his flash suit, gets a
cup of coffee, and with a smile of uncertainty looks around
at his new life.

INT. QUEENAN'S OFFICE. DAY

ECU on DIGNAM still working Billy.

DIGNAM
Your old man was a hump from
Southie. Baggage-handler at the
airport. Family's all criminals
except your old man.

BILLY
And one priest. Since you seem to
know everything.

DIGNAM
I ain't sure about him, either.
Family's dug into the Southie
projects like ticks. Lifers down
there. Three decker men at best.
You grew up, however, up the North
shore. La di da.

Dignam leans over Billy.
DIGNAM (CONT'D)

- Old man, handsome guy, working stiff, threw one to a girl from Beverly Farms and then one day she looked around a Roslindale apartment, which was the best he was ever going to be able to do, and said fuck it. You were kind of a double kid, I bet, right?

BILLY, opened up expertly and crudely, stares with contained hatred.

SGT. DIGNAM

So you begin your life. One kid with your old man. One kid with your mother. Upper middle class in the week, and then dropping your ahs and hanging with your dad the donkey on the weekends. But mostly...la di da. You have different accents? You did, didn't you. You were different people.

(smiles,)

Why didn't you become an actor?

BILLY

You a psychiatrist?

SGT. DIGNAM

If I was I'd ask you why you're a statie making twenty-six grand a year. And I think if I were Sigmund fucking Freud I wouldn't get an answer. Why's a North Shore lace curtain motherfucker like you in the Staties.

BILLY

Well. Families are always rising or falling in America. Right?

CAPTAIN QUEENAN

(appreciative, kindly, looking up from his papers)

Who said that?

BILLY

Nathaniel Hawthorne.
SGT. DIGNAM (although he knows perfectly well who Hawthorne is) makes a fart-noise with his mouth. BILLY looks at him with an "I'm going to kill you" expression which is not without wit and which Dignam seems to admire.

CAPTAIN QUEENAN
We have a question. You want to be a cop, or do you want to appear to be a cop. It's not a strange question. Life's all about appearances. Lot of guys want to appear to be cops. Gun. Badge. Pretend they're on TV.

SGT. DIGNAM
A lot of em just want to slam a nigger's head through a plate glass window.

BILLY
I don't need to know your personal history, Sir.
(to Queenan, as Dignam unexpectedly smiles approvingly)
What is it that I'm here for?

CAPTAIN QUEENAN
We play with appearances, here. With what seems to be. I'll ask you again, do you want to be a cop, or do you want to be seen as one?

BILLY
What do you want from me?

CAPTAIN QUEENAN
Three years of your career. You don't have any family.

CLOSE ON BILLY

BILLY
Almost.

EXT. HUNTINGTON AVENUE. DAY

A TROLLEY goes past. HOSPITAL HILL, above the trolley line, is sinister, quiet. NEW ENGLAND BAPTIST HOSPITAL at the top like a malign fortress, above rows of endlessly repeated condominiums.
CONTINUED: (3)

INT. A HOSPITAL ROOM. DAY

BILLY'S MOTHER lies as if floating in her bed. Tubes, lights. BILLY sits staring at her. A bald head on a barely-dented pillow. She is a cancer patient in a coma, weighing possibly 80 lbs. BILLY sits looking at her.

BILLY (CONT'D)
He's dead, you know. I didn't tell you.

INT. AN APARTMENT OVER THE HARBOR. NIGHT

A BUILDING MANAGER switches on lights. An empty, flash apartment. More than you'd think a cop could afford. It has a modern sterility. Colin looks at it.

BUILDING MANAGER
You can see the commuter boats. (uneasy)
You're a policeman?

COLIN
State police detective.

BUILDING MANAGER
Married?

COLIN
No.

BUILDING MANAGER
You intend to have a housemate?

COLIN
Let's say I have a co-signer. Give me the papers.

INT. HOSPITAL CORRIDOR. LATER

A RICH UNCLE is looking at BILLY, who is leaning against the wall.

RICH UNCLE
What's this all this I hear from Stephanie about your becoming a policeman?

BILLY
You mean Stephanie who was the only one who came to my father's funeral? That Stephanie?

(CONTINUED)
CONTINUED:

RICH UNCLE
That Stephanie.

BILLY
Nothing much to it, Uncle Edward. I became a policeman. Or...I might.

RICH UNCLE
Are you trying to prove something to the family?

BILLY
Oh yeah. I sit up nights thinking about "proving something to the family". When you say "The family" what do you mean? You?

RICH UNCLE
(giving up on Billy)
You have always questioned everything.

BILLY
Maybe it would have done you some good to have a question from time to time. Is this "accounting" thing really a thing for a man to do. Do I examine anything I say? you could ask yourself. Am I an asshole? Are my kids a mess? Is my wife a cunt? Am I being good to my dying sister or am I just pretending to be good? Too late now, right?

RICH UNCLE
Do you need any money?

BILLY
When my mother dies we don't have any connection. There won't be a funeral service. She doesn't want you around. I don't.

BILLY walks away.

EXT. HOSPITAL HILL OVERLOOK. TWILIGHT

BILLY sits on a bench looking out over the whole city. (It is the best view of Boston, never seen in a film). He's smoking a cigarette, making his decision. He makes it. He flips the cigarette away.

(CONTINUED)
INT. PRIVATE OFFICE, STATE POLICE BARRACKS. DAY

Close on QUEENAN. BILLY is now in civilian clothing.

CAPTAIN QUEENAN
I'm looking at a guy who has no real idea why he became a policeman and probably won't be one in five years. You joined the stateies, who knows why. You took the test. You were confused.

DIGNAM
Fuck, I was halfway through my physical for the Coast Guard before I knew what I was doing and got out of there.

CAPTAIN QUEENAN
This isn't police work for peanuts. There's money behind this operation. There's a bonus involved. You won't be paid as a cop, but there's this.

SGT. DIGNAM writes on a slip of paper and hands it to BILLY. BILLY looks up from the paper, impressed.

CAPTAIN QUEENAN (CONT'D)
Three years. This is a long term undercover operation. Your records at the Academy will show that you have been expelled. We're not going to try to hide that you've been a cadet. We can't. You're going to be convicted of a crime, and expelled. You're going to spend a month in jail. Nobody but us three knows.

BILLY nods.

DIGNAM
Three years, you got that money, and you're still young enough to fuck undergraduates.

(a beat)
I need you. You've already pretended to be a Connolly from South Boston.

BILLY looks up with a glazed insolence. In one beat he is not a scared cadet but a smart criminal.

(CONTINUED)
BILLY
Every weekend...Sergeant.

QUEENAN
Do it again. For me.

EXT. THE OVERLOOK. NIGHT

BILLY throws down his cigarette. He has decided.

FILM TITLE: THE DEPARTED

INT. A JAIL. DAY


EXT. THE BALCONY OF COLIN'S APARTMENT. MORNING

COLIN, in a bathrobe, leans on the rail and looks at gulls. White fragments of autonomy. Everywhere in the sky.

INT. A PROCESSING FACILITY. DAY

BILLY, naked, holds his clothes in a bundle. Being processed out of jail. Beside him another guy.

OTHER PRISONER
I know a Connolly. Chris. L Street.

BILLY
My cousin.

OTHER PRISONER
Connected. Not bright, but fuckin' connected.

BILLY registers this. Calculating.

INT. AN OFFICE AT THE POLICE BUILDING. DAY

On the wall is a rogues gallery of COSTELLO and all his primary guys...MISTER FRENCH, DELAHUNT, PIERO. COLIN and others sitting listening. COLIN, reading a paper (Boston Herald) which may or may not have the headline, CASE DROPPED AGAINST DRUGS CADET, looks up as SGT. DIGNAM comes in.

SGT. DIGNAM
Sorry I'm late.
(to new guys)
Welcome to the working world.

(CONTINUED)
OCU CAPTAIN
Sgt. Dignam is our liason with the undercover section. Their undercover work is extensive.

SGT. DIGNAM
They're out there. They're like the fuckin' Indians. You'll hear from them through me or Captain Queenan.

COLIN folds the paper away.

SGT. DIGNAM (CONT'D)
You will not, ever, know the identity of undercover officers. This place has more leaks than the Iraqi Navy.

COLIN
Do you have anybody in with Costello?

SGT. DIGNAM
Maybe. Maybe not. Maybe fuck yourself. OK, today, girls, what I got for you is microprocessors.

LAZIO, the Fed, comes in and sits down. With folders, pencil.

SGT. DIGNAM (CONT'D)
Somebody, as you may already know, stole five hundred microprocessors from the TechNorth company out Route 128. They're the kind of processors they put into computers that can put a cruise missile up the ass of your favorite camel at quite considerable distances. That's what they do out there on "America's Technology Highway". Worth a hundred grand a piece. Guy worked for the company two months walked out the door with a box of processors on Tuesday, had a ticket booked for Florida on Wednesday, but on Thursday he got found in a dumpster in Saugus. You know where that guy started his life? Southie projects. What's that mean to you?
COLIN
What was his name? The, ah, departed.

SGT. DIGNAM
Myles Quincannon. He got the job with a forged UMass transcript. UMass Boston which incidentally happens to be in...

LAZIO
South Boston?

SGT. DIGNAM

COLIN
His old man runs the Hibernian Liquor Mart. Quincannon's.

SGT. DIGNAM
(to ELLERBY)
Why don't you put him on this one. Make sure the Feds don't trip over their dicks. Anyway, we have a guy saying that he hears Costello is moving the processors to China...and that he set up the whole fucking job and popped Quincannon. You don't want to miss it if Costello takes a dump. Get me?

COLIN, eyes on Dignam.

ELLERBY
We don't miss anything Costello does, Sergeant. We'd miss less if your informants were available to us.

SGT. DIGNAM
(rolling his eyes)
Right...

EXT. A STREET OF TENEMENTS IN SOUTHIE. DAY

BILLY, his hair long, as if a month has been spent in preparation, steps off a bus at a corner. He goes up to a house, and knocks on the door. A Southie hag answers. On an oxygen cylinder, smoking.
CONTINUED:

BILLY
Aunt Regina. It's me.

AUNT REGINA
Billy?

BILLY nods. His aunt takes her cigarette out of her mouth and then embraces him fiercely. BILLY takes it like the imposter he is. But he might well love his aunt. He looks at her brokenly.

AUNT REGINA (CONT'D)
Good to see you. Good to see you.

INT. REGINA'S KITCHEN. DAY

BILLY is eating soup.

AUNT REGINA
They said you were in the staties, I couldn't believe it.

BILLY
I got kicked out about four months ago.

CHRISTOPHER (V.O.)
We saw it. It was in the papers.

BILLY'S COUSIN CHRISTOPHER is a villain leaning in a doorway. Bad tie: he takes it off. He has been at a funeral.

BILLY
Well. So you know.

CHRISTOPHER
And why are we graced with your presence?

BILLY
I brought your mother some pictures of my father.

Its true. They are on the table.

BILLY (CONT'D)
My mother had them. My mother's dead.

CHRISTOPHER
(reflexively)
I'm sorry for your troubles.

(CONTINUED)
CHRISTOPHER opens the fridge, opens a beer, and hands it to BILLY. He opens one for himself.

CHRISTOPHER (CONT'D)
I was at a funeral myself. Myles Quincannon, knew him in school. Beat the fuck out of him seven or eight times as a matter of fact. (affably to Billy)
You workin'? 

EXT. THE PORCH OF A THREE-DECKER. LATER

CHRIS and BILLY are still drinking beer.

CHRISTOPHER
That one time I went up your house was massive, dude. I never saw a house that big. We were just kids. When did I see you after that?

BILLY
Not for a long time. Down the cape after Janet's wedding, I think.

CHRISTOPHER
I remember that, dude. I remember that. I had that fuckin' buck knife, right, and I cut all the brass numbas off the doors at the hotel. All of them. That was a fuckin' night.

BILLY
Yeah. I left early.
(a beat)
We done catching up for the moment?

CHRISTOPHER looks deflated.

BILLY (CONT'D)
I got fifty thousand dollars when my mother died. Insurance.

CHRISTOPHER perks up.

CHRISTOPHER
Yeah?
CONTINUED:

BILLY
In your line of work, if I gave you ten thousand dollars what could you give me back?

CHRISTOPHER
I'm not in that line of work just presently because I don't have ten thousand dollars.

BILLY
That's what I'm saying.

CHRISTOPHER nods, and nods.

CHRISTOPHER
You know what you usually say at these moments. You say "Are you a cop"? And the cop has to answer or nothing else is legal.

BILLY
I'm not a cop. I tried to be. I never made it.

INT. A CAR. NIGHT
BILLY is waiting. CHRISTOPHER comes out of a squalid looking house and gets into a car. Fast. Billy puts the car in gear.

CHRISTOPHER
F*ckin' Ricans think they know everything. If they knew shit they wouldn't be Puerto Ricans.

He has a paper bag full of money. He opens a beer.

CHRISTOPHER (CONT'D)
(high as a kite)
Double the money, double the fun.
(confusing his TV jingles)
Cinnamon toasty apple bun... R is for Ricans... P is for pigs...

They drive past a cruiser. CHRISTOPHER gets silent and hides his beer.

CHRISTOPHER (CONT'D)
I can't stop drinking.

BILLY smiles.

(Continued)
CONTINUED:

BILLY
Why should you even think of stopping drinking?

CHRISTOPHER
He don't like it.

BILLY
Who's 'he'?

CHRISTOPHER
He don't like drinkin...he don't like fightin...he says stay out of the bars...he also says don't deal fuckin' coke for that matter.
(giggles wildly)
Unless you got a fuckin' license.

BILLY
Well fuck him, whoever he is.

CHRISTOPHER
No, that's not what you say to him. That's not what you say to him. You know who I'm talking about. You ought to. Don't you?

INT. A HORRIBLE BAR IN SOUTHIE. NIGHT

CHRISTOPHER, beyond wasted, is talking to some people, including MISTER FRENCH. A table wet with spilled beer.

CHRISTOPHER
He's good fucking people. He talks like his shit don't stink but he's good fuckin' people.

MISTER FRENCH
I knew his father. His father was all right. I liked his uncle Jackie better.

CHRISTOPHER
Uncle Jackie was excellent. Fucking guineas.

They toast uncle Jackie and the fate he met among the fucking guineas.

Across the crowded room, BILLY is ordering at the bar.

(Continued)
CONTINUED:

BILLY
A cranberry juice.

WELL-DRESSED SCUMBAG AT BAR
It's a natural diuretic. My girlfriend drinks it when she got her period.
(to BILLY)
You got your period?

BILLY, after smiling, glasses the WELL DRESSED SCUMBAG in the face, and then takes out the scumbag's rising FRIEND. He is instantly grabbed and shoved against the wall by MISTER FRENCH. Popped into a payphone hard. The payphone comes off the hook.

MISTER FRENCH
Do you know who I am?

BILLY
No.

MISTER FRENCH
I'm the guy who tells you there are guys you hit and there are guys you don't. That's not quite a guy you can't hit, but it's almost a guy you can't hit, so I'm fucking ruling on it right now that you don't hit him.

BILLY
Excellent. Fine.

MISTER FRENCH
I know who you are. I know your family. Also I know you do another drug deal with your idiot fucking Cro Magnon cop-magnet cousin I'll cut your fucking nuts off.
(a beat: they stare at each other)
What are you drinking?

BILLY
Cranberry juice.

A beat.

MISTER FRENCH
What is it, your period?

(CONTINUED)
CONTINUED: (2)

BILLY laughs.

MISTER FRENCH (CONT'D)
Get him a cranberry juice.

MISTER FRENCH smacks the WELL-DRESSED SCUMBAG.

MISTER FRENCH (CONT'D)
Let me buy you something.
(points at BILLY)
You don't fucking touch him.

BILLY, arranging his clothes, notes the progress of this.

EXT. A THREE-DECKER IN SOUTHIE. DAY

COLIN and BARRIGAN stand at the door, talking, or trying to talk, with a fearful MRS QUINCANNON.

COLIN
We're obviously interested in determining Myles' associates.
Don't you want to see us catch who did this thing to him? Who used him to do a robbery and then killed him?

MRS QUINCANNON
Allegedly.

COLIN
(grimaces)
"Allegedly".

MRS QUINCANNON
I don't know anything. But if he was killed...

COLIN
Yes, he was killed.

MRS QUINCANNON
By somebody...He did something wrong.

COLIN
You don't mean the robbery. Do you. Do you think robbery is "wrong", Mrs Quincannon?

MRS QUINCANNON
I mean fuck yourself.

(CONTINUED)
CONTINUED:

Closes the door.

COLIN
Welcome to the neighborhood.

COLIN looks around as: COSTELLO cruises slowly past in a big American car. COLIN immediately looks for the TAIL and sees it: two plainclothesmen in a car.

INT. THE ELEVATOR AT POLICE HEADQUARTERS. DAY

COLIN boards with a bunch of other cops and workers. On board, directly beside him, is MADELEINE. Colin's age, beautiful, wearing a business suit. She has a thick stack of medical-looking files. She's a police psychiatrist.

COLIN
Making a house call?

MADELEINE
Have I seen you professionally?

COLIN
No, I've seen you over at the other building.

MADELEINE nods, and then because this is a sensitive subject ignores Colin, but she is visibly attracted by him.

COLIN (CONT'D)
(imitating cop-accent)
Guys have to "use their service weapons" in the "course of duty" and then you have to talk to them about their "feelings" and so forth and so on.

MADELEINE laughs despite herself.

COLIN (CONT'D)
Oh, I know how it goes.

A BELL DINGS.

MADELEINE
This is my floor.

COLIN
Mine's the next one.

Points up.

(continued)
MADELEINE
Fancy policeman.

COLIN
That's right. Fancy.

MADELEINE
Are you a fed or a statie?

COLIN
The first. But secretly between you and me I'm getting my law degree, so I can be the second... or neither.

MADELEINE
Suffolk, nights?

COLIN
(smiling but cold)
They don't run Harvard Law at night, last time I checked.

MADELEINE
I'm sorry, I didn't mean to sound--

COLIN
Well you did. And for that you have to take me to dinner.

MADELEINE
(hands him a card)
We'll see.

COLIN takes the card. The doors close. The elevator takes him up up up. He takes out his cellphone and looks at it. With distaste and a little fear. When the door opens and the signal bar lights up--

It rings.

COLIN
Yeah.
(walking, voice low)
I didn't know about your tail because it's Federal. Maroon sedan and a white delivery van, fucked up with graffiti on it, they're double-teaming, and in the van they got audio surveillance.

INT. A COFFEE SHOP IN SOUTHIE. MORNING

(continuing)
CONTINUED: (2)

The same shop in which YOUNG COSTELLO talked to YOUNG COLIN, all those years ago. Two ITALIANS are in the shop, talking hard to the (new, Pakistani) owner. Threatening him. BILLY is finishing his breakfast. Watching. He goes over. The two GOOMBAS are amazed.

BILLY
Since when did they let guineas in here? I thought that was all taken fucking care of.

The ITALIANS look at him.

FIRST GOOMBA
You work for Costello?

BILLY
(simply)
No.

FIRST GOOMBA
Then shut your ass before you get a gun stuck up it.

BILLY smiles and destroys them both. Maniacal violence. The biggest beatdown in gangster movie history—and obviously that’s saying something. In the course of the beat-down Billy breaks his right hand—a "boxer's fracture". BILLY stands over his victims, breathing hard, holding his broken hand.

PROPRIETOR
Get out of here.

Stuffs money in the surprised BILLY's coat.

PROPRIETOR
Get out of here.

BILLY
Call Costello.

PROPRIETOR
I am not one of his people.

BILLY
If guineas come in, you are. Call him. Or someone who knows him.
INT. EMERGENCY ROOM. NIGHT

BILLY, unlit cigarette in his mouth, is having his hand wrapped in plaster by a lady doctor. In another life he might have been dating her. Not in this one.

INT. L'ESPALIER. NIGHT

An expensive romantic restaurant. The best Boston has (which if you've been there isn't saying much, but whatever). COLIN, looking great, a man on the rise. MADELEINE in pearls, also looking great. A power-couple.

COLIN
What's it like, having people "find themselves"? All day long people "finding themselves".

MADELEINE
I don't need any shrink jokes.

COLIN
No, I mean, does it get messy, or anything? All those feelings flying around. When I hear about someone getting in touch with their true nature I always feel like I need a shower.

MADELEINE
You know what Freud said about the Irish?

COLIN
Yes.

MADELEINE looks up.

COLIN (CONT'D)
I do.

MADELEINE
If you actually do I'll date you again.

COLIN
I don't want to prevent you from "running the meeting", if that's what floats your boat, but who says I want to date you again?

(CONTINUED)
MADELEINE
(concerned, perhaps unexpectedly)
Don't you?

COLIN
Yes.
(a beat)
You want to know what Freud said about the Irish?
(she nods)
We're the only people impervious to psychoanalysis.

MADELEINE is impressed.

COLIN (CONT'D)
Tough luck for you with a client list of mick cops, isn't it. Or maybe it's light duty. I suppose you can give em some pills or something. But "opening up"? Good luck to you.

COLIN laughs but looks nervous about the concept of "opening up".

MADELEINE
I don't want to look inside people.
I want them to forget about themselves and do their jobs.

COLIN smiles appreciatively.

COLIN
You got that right. Are you Irish?

MADELEINE
I want people to look at the world as it is, and to see their place in it. My job is putting things in perspective.

COLIN
Like telling street officers that they're not on TV?

MADELEINE rolls her eyes.

MADELEINE
Not a small part of it.
CONTINUED: (2)

COLIN
"Freeze, police."

MADELEINE
Stop it.

COLIN
"You're going down."

MADELEINE
(trying not to laugh)
Stop it.

COLIN
Want to take a walk?

MADELEINE
Yes. Yes, I think I do.

INT. A HORRIBLE BAR IN SOUTHIE. NIGHT

A slow night. BILLY is bent over a Budweiser. The women available are two CRONES. Stark contrast to COLIN'S EVENING. A BOOKMAKER on the phone. BILLY, by the glances of people looking at him, has made his bones. He's treated with respect. His hand and wrist in a cast. Out of nowhere (though Billy is aware conversation has stopped he does not look around)...

COSTELLO sits down beside him.

BILLY observes:

MISTER FRENCH sitting down at a far table. Watching. Covering the room.

COSTELLO is brought a glass of whiskey by the silent bartender. No sound whatsoever in the bar.

COSTELLO
I like to take drives across the country. Stop wherever. I took a drive for a month, down to New Orleans, which is a hell of a city, if you haven't been there, and the guineas from Providence get brave. They do just not stop having the Mafia in Providence. Or for that matter shag carpet. You know the secret about Italians?

BILLY shakes his head.

(CONTINUED)
COSTELLO (CONT'D)
Italians do crime just about as well as they do government. But still they have ideas about themselves, and their honor and so forth and so on, and this can cause problems for me. A lot of problems, historically, come to think of it. I have a problem now, because of you.

BILLY sits motionless. He notices: DELAHUNT and PIERO, entering. They sit with MISTER FRENCH.

COSTELLO (CONT'D)
My associate Mister French met you the other night.

BILLY
Is his real name Mister French?

COSTELLO
(flatly)
No.
(a beat)
Do you know who I am?

BILLY does: the big cheese. The Man himself. He shakes his head, believably, "no".

COSTELLO (CONT'D)
I'm a man with your best interests at heart. Truly. For a couple of reasons.

Long pause. COSTELLO is smiling slightly.

COSTELLO (CONT'D)
Those guys you did are connected down in Providence, and what they're going to do is come back up with some guys and kill you in some way designed to prove and advertise that they are not pussies. Unless I stop them. Do you want me to stop them?

BILLY
I guess I do.

(continues)
COSTELLO
Did you stop doing coke deals with your moron cousin after my associate spoke to you?

BILLY nods.

COSTELLO (CONT'D)
Your cousin is coming very close to having an accident. He doesn't know anything and is too stupid to learn. Stay away from him.

BILLY NODS.

COSTELLO (CONT'D)
Let me tell you what I know about you. I knew your old man. We grew up shining shoes together. In those days you had to fight for your corner. Your dad was bigger, a little older, and he took care of me. He went his way, I went mine, which in my case was to prison, and in his case Korea, but we stayed in touch. When your grandmother couldn't get into the projects I pulled a string or two. Are you starting to know who I am?

Billy nods.

COSTELLO (CONT'D)
Your dad went to work out the airport as a baggage handler and he met a young lady whose father was a judge up on the North Shore. Love ensued, a child was born, and not long thereafter your mother realized she was living in a three decker with a baggage handler whose brothers were always coming to sleep on her couch when they were periodically out of jail.

BILLY
I think I've heard this story.

COSTELLO
I'm your godfather.
BILLY
I know.

COSTELLO
I know some guys in the Staties. They say you really fucked up. Isn't beating a guy up while you're drunk kind of cliche? What kind of guy are you?

BILLY
I'm drinking cranberry juice. Aren't I.

COSTELLO
Come with me. I own this place, we're going to go in the back room for a minute.
(MISTER FRENCH follows)
I drink sparkling water. Man's job on the face of the earth is to avoid the obvious. In the case of the Irish, you avoid shamrocks and bullshit, you're doing all right. Your mother's dead.

BILLY
Yes.

COSTELLO
I was sorry to hear it.

They go into the back room.

COSTELLO (CONT'D)
She was beautiful. I stood up for your father at the wedding. She and your old man were the best dancers I ever saw. They used to go to Moseleys. You ever hear of that place?

BILLY shakes his head.

COSTELLO (CONT'D)
I don't like to see you in this neighborhood. It makes me sad, and it makes me curious. I don't like to see people regressing and I have to wonder why you are. I am going to have my associate search you.

(CONTINUED)
BILLY nods. MISTER FRENCH searches him. Looks into his wallet.

COSTELLO (CONT'D)
Take your shoes off.

BILLY slips out of them. MISTER FRENCH inspects the shoes. COSTELLO'S cold eyes are on Billy.

COSTELLO (CONT'D)
The arm.

With amazing violence MISTER FRENCH smashes the cast on the corner of a table. Billy drops to his knees in tears of pain. MISTER FRENCH sorts through the pieces of the cast.

COSTELLO (CONT'D)
(holding Billy by the collar and whispering to him)
I don't know if it's beyond some son of a bitch like fucking Queenan to know you're my godson, pull you out of the Staties, and send you after me. I just don't know. I don't know what they do in... that department, anyway.

He grabs Billy's broken right hand.

COSTELLO (CONT'D)
A lot of people had to die for me to be me. One more won't make any difference. Are you still a cop?

BILLY
No.

COSTELLO twists his godson's broken hand.

COSTELLO
You swear on your mother's grave that you're not a cop.

BILLY
I am not a cop.

COSTELLO
Are you a shit-ass coke dealer like your fuckin' cousin?
CONTINUED: (7)

BILLY

No.

COSTELLO lets go of Billy's hand. Billy is weeping on the floor.

COSTELLO
Where do you live?

BILLY
Revere.

COSTELLO
Drink your cranberry juice over there.

COSTELLO straightens his suit.

COSTELLO (CONT'D)
Personally I only come into places like this if I have to hurt somebody. I want you to get some clothes. I can only use presentable people.

(takes out money, a lot of it, and puts it in Billy's jacket)

Wear a suit. Don't, ever, carry a piece unless I tell you to. Don't worry about the guineas. When you get yourself together, call me. You call this bar and ask for Mikey. Just Mikey. You got that? You ask for Mikey because there's no Mikey. And I'll call you back on this.

He sticks a cell phone into Billy's jacket.

COSTELLO (CONT'D)
(stands)
Get your hand taken care of. I'm sorry. It was necessary.

INT. THE MAIN PART OF THE BAR. MOMENTS LATER

COSTELLO goes. The visiting king of this shithole. Points at a drinker.

COSTELLO
What's this IRA motherfucker doing in my bar?

(Continued)
CONTINUED:

The IRA MOTHERFUCKER is terrified.

COSTELLO (CONT'D)
(slapping him on thye back)
Only kidding. How's your mother?

JIMMY
Ah, she's on her way out.

COSTELLO
We're all on our way out.
(straightens suit and tie)
Act accordingly.

EXT. MARSHLAND. DAWN

SEAGULLS squabble over unusual food. POWER PLANT IN THE DISTANCE, the B&M train going by. TWO BODIES lie in a tidal ditch in the saltmarsh. They are the Italians who Billy fought in the restaurant. Hands taped together behind their backs. One hole in the head each.

COLIN is with the DETECTIVE SQUAD and the forensics people. COLIN gets down and lifts a soaking lapel. Revealed is the tag of a men's shop in Providence.

DETECTIVE
I'd appreciate it if you got out of my crime scene.

COLIN gets up. He walks back across the marsh. Opens his cell phone.

COLIN
(walking)
I saw a dead guy. I think I have post traumatic stress. You available for lunch? See you then.

At a pay phone he dials another number.

INT. A CONDOMINIUM ON THE HARBOR. MORNING

One of Costello's homes. He has more than one. He continually moves between locations. This one is sparsely furnished. Tastefully furnished if not a masterpiece. COSTELLO is on the phone. Construction sounds outside.

COSTELLO
Who's the lead detective?...Good.
He's an idiot.
(MORE)
CONTINUED:

COSTELLO (CONT'D)
If they look at the gun that was used you'll see it came from Providence. Make sure they do. I want you to get the cops to look at Jimmy Pappas for the hit. Of course he had nothing to do with it. But if you look at him you'll find he has the gun in his car.

BILLY cannot hear what Costello is saying. COSTELLO hangs up. He sits down in the breakfast area in his bathrobe. He has a bowl of cornflakes.

COSTELLO (CONT'D)
Have a seat.

BILLY sits. DELAHUNT and PIERO sit nearby.

COSTELLO (CONT'D)
An artist can look at anything and see something he can use. Anything. You know John Lennon?

BILLY
Yeah, he was president before Lincoln.

COSTELLO
(smiles)
He said 'I'm an artist. You give me a fuckin' tuba and I'll get you something out of it'. That's good. You give me anything and I'll get you something out of it. I got the motive, I got means, and I watch for the opportunity. I look at anything, and I'll find an angle. I look at any person, and I'll find something to do with them.

(finishes his cornflakes)
Too bad you're not still in the Staties.

PIERO laughs. COSTELLO is looking down. BILLY is terrified.

COSTELLO (CONT'D)
(looks up, smiling)
Too bad.

(a beat)
I believe in good and evil. I believe in letting people make their choice. It's a public service.

(MORE)

(CONTINUED)
COSTELLO (CONT'D)
Guineas used to go oh no no no I
won't traffic in narcotics. I
think...why. If some sad sack of
shit wants to do a drug that makes
him feel like superman, I say give
it to him. I like to see what
people choose. Then I know what
they are.

INT. SURVEILLANCE OFFICE. CONTINUOUS

CAPTAIN QUEENAN and SGT. DIGNAM are listening to the live
broadcast.

COSTELLO (ON SPEAKER)
I look at you and I think what can
I use you for? Presentable guy, now
that you're not pretending to be a
scumbag for some personal reason.
Let's talk outside. Let me get
dressed.

QUEENAN is benign. Lights of equipment in his specs.

INT. COSTELLO'S BATHROOM. DAY

BILLY runs the water in the sink. He starts to leave the
bathroom and then impulsively untapes his "wire" and chucks
it out the window as far as he can.

EXT. THE BUILDING. DAY
The "wire" falls into

EXT. A STREET BY THE HARBOR. DAY

BILLY walking, talking on the cell. He carries two visually
distinct phones. One that Costello gave him, and the other
which he is using now.

BILLY
We have to do it by cell phone. No
wires. I can't make it.
(listens)
He's not in the protection rackets
personally any more. Mister French
handles that...I'm going to work
with him.
(listens)
Yes he gave me a fucking job!
(listens)
He's moving something. Not into the
country, out of the country.
(MORE)

(CONTINUED)
CONTINUED:  

Billy (Cont'd)

On containers? I don't know. Containers, maybe. There was a guy in the room last night talking about containers.

(a beat)

I don't know what kind of goods.

(listens)

What microprocessors?

Exter. A Greek Restaurant. Day

A Greek Guy (Jimmy Pappas, the guy set up by) is cuffed and stuffed. Colin is preening, very much taking credit for the arrest.

Brown

How did you know he had the gun?

Colin

Informers. The world is all informers.

Brown

Who's the informer?

Colin

That would be informing.

Int. Office, OCJ. Day

Colin is rolling a quarter across the backs of his fingers. Brown (last seen as Billy's friend at the state police academy) and Maisie, new recruits to a special squad, sit across from him.

Colin

I've been put in charge of this small section. It is a small section but it is mine. I didn't take this job in order to fuck it up, or to let anyone else fuck it up. This is about intelligence-gathering. I want you to display intelligence and to gather intelligence. We have eyes in the field, we have eyes in the sky if we need it, we have every resource we need to do our jobs. We're at the nerve center of this operation. We're the brain of it.

Through glass we see Ellerby. Excluded and not happy.

(continued)
CONTINUED:

COLIN (CONT'D)
And our job, our exclusive job, is to make the case against Frank Costello. We don't communicate with the rest of the shop. We think Costello has an informer here.

BROWN
Really?

COLIN
Yeah. Really.

MAISIE
Do we have direct access to Queenan's informants?

COLIN
(not happy about this)
Ah... not presently. Not presently. But I'm hoping to get things reorganized. That's all.

The people leave. COLIN opens his cell phone.

COLIN (CONT'D)
Don't use Congress street. Today would be your day to go see that bookie.

INT. A BOOKIE SHOP. DAY

MISTER FRENCH backhands a guy into a table of betting slips.

MISTER FRENCH
Where's your fucking license? I don't see no fucking license.

BOOKIE
What license.

MISTER FRENCH
There's no such thing as a license, of course, but you definitely have to have one.

BILLY watches a HARD GUY sitting. The HARD GUY sitting reaches inside his coat.

BILLY in a flash breaks his jaw with a pistol barrel and then covers the sprawled HARD GUY with the gun.

(CONTINUED)
HARD GUY
(spitting teeth)
I was going for my fuckin' cigarettes. I was going for my fucking cigarettes...

He was. They fall from his fingers.

BILLY looks alarmed. MISTER FRENCH kneels and whispers into the guy's ear.

MISTER FRENCH
Whoops.

He stands and turns to the bookie.

MISTER FRENCH (CONT'D)
(to BOOKIE)
If you are not being run by us you will be run by someone else which means you will have let undesirable elements into Mr. Costello's area. If you let these people into Mr. Costello's area, you'll have to die. If you don't pay two grand a week you'll also die.

BOOKIE
Then there's no profit.

MISTER FRENCH
Then make more money or go out of business. What are you going to do?

BOOKIE
Make more money.

MISTER FRENCH
That's the spirit.

EXT. THE STREET OUTSIDE THE BOOKIE SHOP. LATER

BILLY and MISTER FRENCH emerge.

MISTER FRENCH
You're doing good.

BILLY
Yeah, well. Fuck.
CONTINUED:

MISTER FRENCH
Don't worry about it. Guy didn't need a cigarette anyway. May have needed his teeth but only if he was a Eskimo. In this country we can eat a variety of items.

BILLY
Why are you guys still doing this protection shit?

MISTER FRENCH
You expand from your base. You never give it up. You never burn your bridges. For example bank robbery.

BILLY
You do bank robbery?

MISTER FRENCH
No, we have guys do it. Assholes from Charlestown are the ones who rob banks.

BILLY
I mean, I don't have to do bank robbery.

MISTER FRENCH
You'll do whatever Mr Costello wants you to do.

INT./EXT MONTAGE OF CRIMINAL ACTIVITY.

BILLY in various situations. Sometimes nothing more than sitting in a car, smoking. The strain of what he is doing is getting to him.

EXT. SOME WINTER WOODS. DAY (SNOWING)

In a clearing in the snowy woods near a highway howling with commuter traffic, a trunk is opened and Billy sees: MACHINE GUNS. MP5s. The GUN DEALER is a survivalist-type. A fat older guy who thinks he's a universal bad-ass. BILLY stands with DELAHUNT and PIERO and MISTER FRENCH. They are letting Billy do the deal.

GUN DEALER
All clean, all still in the factory grease. You work for Costello?

(CONTINUED)
CONTINUED:

BILLY
If you ask me another question I'm going to kill you. Let's complete the transaction.

GUN DEALER
When you threaten to kill somebody, young man, you better make sure you can do it.

BILLY rolls his eyes and looks at the Gun Dealer.

GUN DEALER (CONT'D)
You think I come out on a transaction like this without people?

DELAHUNT and FIERO look around at the woods.

BILLY
I don't think you've ever had anybody who would go with you to watch a ball game, let alone come out here in the cold to sell stolen machine guns. I think you're a joke gun nut who got chucked out of the National Guard and likes to say he was in the Special Forces.

GUN DEALER
Watch your mouth.

BILLY smiles. Then kicks the GUN DEALER's legs out from under him and puts a pistol in his face. MR FRENCH is watching approvingly and says something to FIERO.

BILLY
Despite what may be going through your very poor, very limited, brain...we're not going to take the guns. We're going to pay you for them. And you're going to drive away with your mouth shut and keep your mouth shut except when I show up and put a fucking gun in it like this.

Crams gun into the GUN DEALER'S MOUTH. BILLY is losing it.

(CONTINUED)
CONTINUED: (2)

BILLY (CONT'D)

Like this.
(to DELAHUNT and PIERO,
who are looking at each other)
Get the guns and put the money in
his car.

INT. A TENEMENT APARTMENT. DAY

Billy's cousin CHRISTOPHER is doing coke. A pile of money on
the table. The door is kicked in. DELAHUNT and PIERO, very
hard guys, enter and grab Christopher. After a moment, BILLY
enters.

CHRISTOPHER looks up at Billy.

CHRISTOPHER
You.

BILLY
Me.

CHRISTOPHER
You're rising in the world. What
are you going to do?

BILLY
The way you live, there's not much
question about the way you die. You
know that. Your liver explodes at
thirty five or you get killed.

CHRISTOPHER nods, crying, a fuckup.

BILLY (CONT'D)
But you're going to do it in
Florida.

CHRISTOPHER
You did that for me.

BILLY hands him a plane ticket, money.

BILLY
Once. The next time I see you, I'll
kill you.

BILLY leaves.
INT. A WAREHOUSE. DAY

COSTELLO is doing business beyond a glass-brick wall. BILLY sits hollow-eyed at a table. DELAHUNT is reading a newspaper nearby.

BILLY
Did we do the computer chips? The processors?

DELAHUNT
Mind your own fuckin' business.

INT. BILLY'S APARTMENT. MORNING

It's a masterpiece of emptiness. Nothing on the walls. A futon on the floor, an alarm clock on a milk crate. He sits in the room as if there is a zen to emptiness. Perhaps there is. But it bothers him. He lifts part of the carpet, revealing: A FLOOR SAFE. We see: A PISTOL, magazines. Under that an envelope. He takes up the envelope. He lays out photographs like cards. Scenes from his life. His former life. His family life, his life as a child, his romantic life. He sits and stares at the pictures. He arranges them different ways.

EXT. A BEACH NEAR A POWERPLANT. DAY

BILLY leans against the wall of a concession stand. His knuckles are cut. A cut over his eye. He is agitated. Smoking. A car pulls up and Queenan and Dignam get out of it. In appearance, if anybody's watching, they're bracing Billy.

INSPECTOR QUEENAN
You taking it a little too seriously maybe?

BILLY
How you want me to take it?

SERGEANT DIGNAM
You pop somebody and there's no special card to play. The guy whose jaw you broke was Boston Police Department.

BILLY
I'm going fuckin' nuts. I can't be someone else.

(CONTINUED)
SERGEANT DIGNAM
Most of the people in the world do it every day.

Dignam is drinking coffee.

BILLY
I'm not them.

DIGNAM
You're nobody. You signed the paper.

Dignam laughs. Billy backhands his coffee out of his hand. It flies over Dignam's suit.

SERGEANT DIGNAM
We're the only people in the world who know that you're a cop. We don't know you when you ask for your money. Maybe we'll just erase your file.

This is Billy's deepest fear.

BILLY
And maybe I'll fucking kill you.

He gets free of DIGNAM and punches him.

CAPTAIN QUEENAN
That was a joke, Billy.

SERGEANT DIGNAM
(bleeding from the nose)
Just because you play a fucking tough guy doesn't mean you are one, you lace curtain fucking pussy.

BILLY hits Dignam seven or eight times and Dignam falls down some steps to the dirty beach. QUEENAN grabs Billy and holds him against the wall.

CAPTAIN QUEENAN
(gently, like a man calming a wild animal)
If someone was watching how are we supposed to not arrest you?

BILLY looks desperately inland.

BILLY'S POV:
REVERE BEACH condominium buildings. A thousand empty terraces, five thousand empty windows. BILLY is desperate.

CAPTAIN QUEENAN (CONT'D)
Keep your act together. It's just a little while longer. Just a little while longer.

BILLY nods, out of it. DIGNAM is looking at blood on his hands in disbelief.

CAPTAIN QUEENAN (CONT'D)
(still holding Billy)
Get in the car.

DIGNAM does not.

BILLY
When are you going to take Costello? When? He murders somebody and you don't take him. I mean they got fucking Al Capone on fuckin' **tax evasion**, what's wrong with taking Costello on one of any of the million fucking felonies I've seen him do or you've seen him do. Get him for pissing in the street. What are you waiting to bust him for? Murdering me?

DIGNAM
Well. That would stick...

CAPTAIN QUEENAN
We're building a case. You know that.

BILLY
There's something wrong.

DIGNAM and QUEENAN look at each other.

CAPTAIN QUEENAN
Maybe.

(lets Billy go)
Maybe. Name me one thing that people do that doesn't have some element of a clusterfuck. Just hang tight. Hang tight for me. Just a little longer.

BILLY nods reluctantly.

(CONTINUED)
CAPTAIN QUEENAN (CONT'D)
I want you to listen for any chatter about a spy in the Organized Crime Unit.
(BILLY looks at him)
You hear anything like that?

BILLY shakes his head.

QUEENAN
You're a mess. You need to talk to somebody?

BILLY
I need to fucking talk to somebody.
Yes. I need to talk to somebody.

INT. OCD OFFICE. DAY

COLIN walks into the office. BROWN and other team members are watching a closed-circuit monitor. The MONITOR shows PIERO sitting insolently in an interrogation room. COLIN is spooked.

COLIN
He's one of Costello's guys. What did you get him for?

BROWN
Uniform got him on the Pike for an expired license and a half ounce of weed. But he had keys on him with a tag giving the address of one of Costello's buildings. We're getting a warrant.

COLIN
So what's happening.

BROWN
He won't talk without his attorney. He paged his lawyer but the lawyer hasn't called back yet.

COLIN
Who's the lawyer?

BROWN
He didn't know the name. He just had the number on a card. It was a beeper number. Very high class.
CONTINUED:

COLIN nods.

Really.

COLIN glances around and sees: a briefcase lying on a desk. He picks it up. He takes off his ID badge and tosses it on a desk.

COLIN (CONT'D)
(to Maisie)
Give me your cell phone.

BROWN and the rest of the team are perplexed.

ON THE MONITOR

As COLIN is seen let into the interrogation room by a uniformed officer.

INT. INTERROGATION ROOM. CONTINUOUS

PIERO looks up at COLIN hopefully. COLIN says nothing. He sits down, opens his case, takes out a yellow pad.

PIERO
You my attorney?

COLIN
What do you think?

INT. OFFICE, CRIMINAL INTELLIGENCE BUREAU. CONTINUOUS

MAISIE and BROWN are watching on the monitor.

MAISIE
He can't do that.

BROWN
(appreciatively)
He's doing it.

BROWN touches two button and switches off the sound recorder and video feed. MAISIE is outraged.

INT. INTERROGATION ROOM. CONTINUOUS

COLIN uncaps a pen and starts writing. Hard fluorescents reflected in his borrowed glasses.
CONTINUED:

COLIN
Before we begin, I want to tell you
that Mister Costello told me to
tell you that your family will be
taken care of.

ON PIERO

Shocked to hear the name Costello and frightened at the
potential double meaning. He looks up at the (dead) CCTV
camera.

COLIN (CONT'D)
There's nothing being recorded. It
wouldn't be admissible in court. I
think you have to make a call, Mr
Piero.

PIERO
A call?

COLIN
The cops in there are suiting up
for a raid. I don't know where
they're going. But they do, and so
do you.

PIERO gets it. COLIN puts a cellphone on the table. PIERO
takes up the phone and punches in a number.

PIERO
Jimmy, get out of there.
(listens)
Get the fuck out of there now and
don't go back.

PIERO closes the cellphone. He puts it into COLIN'S hand.

PIERO (CONT'D)
Who are you?

No answer from COLIN. He puts the cellphone in his pocket.

COLIN
Apparently you want another
attorney, Mr PIERO. He'll be here
shortly.

COLIN winks, and then, as PIERO gets it, leaves.
INT. OFFICE, CRIMINAL INTELLIGENCE BUREAU. CONTINUOUS

COLIN comes back into the office and gives the cell phone to MAISIE.

MAISIE
(troubled)
Sir, your going in there....

COLIN
I didn't go in there. Look up the last number dialed.

MAISIE can't help herself. She punches up the last number dialed, and sits at a computer. She punches it in.

COLIN and BROWN look at each other.

COLIN (CONT'D)
Never happened.

BROWN
That's right.

COLIN is shaking slightly as he puts the borrowed glasses onto a desk.

MASIE
Landline. 42 Attorney Street, South End.

COLIN
An informant.

MASIE
But your cellphone call will be on their phone records.

COLIN
(taking Masie aside)
I left it in there by accident. He used it. What can I do?

MASIE
(a bit turned on)
Your reputation is by the book.

COLIN
Reputation's a funny thing. It all works out. We know where the bookie joint was and I still have my reputation. In fact it's enhanced.

(CONTINUED)
CONTINUED:

The Phone rings. BROWN hands it to Colin.

COLIN (CONT'D)
Overtime tonight with Ellerby.
Let's go.

INT. ELLERBY'S COMMAND CENTER. NIGHT

An establishing shot of the command center. It's an otherwise disused floor of a new luxury office building. Cables and monitors and computers everywhere. It's crawling with FBI as well as State Cops. COLIN comes in with BROWN and MASIE.

ELLERBY
This operation has been secret until now. Our target is a major transaction of microprocessors. Yes, those. Cash will be handed over in a building which we have under comprehensive AV surveillance. Where the goods will be delivered is still unknown, though we know they will be delivered tonight. Lieutenant Quire's team...

(he nods at Colin)
Will tag the target and tap the phone lines. Our unit will not take action until a man we have inside the operation has pinned down the delivery location. Just so there's no mistaking the seriousness of what we're doing tonight, this is who we're after.

QUEENAN pulls a sheet off a board, revealing Mugshots of many people we've seen. But the one we go in on is...COSTELLO.

ON COLIN as he reflexively touches his cell phone. Masie has noticed.

COLIN thinks about the best way out of this.

ELLERBY (CONT'D)
We've been after this son of a bitch for a long time, and we're getting him tonight. Get to work.

COLIN
(to team)
Go find out what we're doing and get on it.

(CONTINUED)
CONTINUED:

COLIN wanders off in the mill of officers. He is taking out his cell phone when QUEENAN comes up to him.

ELLERBY
Sorry to get you at the last minute. But things leak.

COLIN
Oh I know that.

ELLERBY walks on to a COFFEE STATION, a yard away.

COLIN (CONT'D)
(into cell)
Dad?

COSTELLO (O.S.)
(on phone)
Yes?

COLIN is completely normal on the phone.

COLIN
I'm working. I'm not going to make dinner.

INT. COSTELLO'S APARTMENT. CONTINUOUS

COSTELLO is on the phone.

COSTELLO
Too bad. Your mother worked all day. We'll just have to sit down without you and your friends.

Closes the phone. Smiling.

INT. COMMAND CENTER. CONTINUOUS

COLIN, confused, nervous, ends the call. QUEENAN is there.

COLIN
Is this operation all from your informant...whatever?

QUEENAN shrugs.

COLIN (CONT'D)
You look so relaxed. All this going on.

(CONTINUED)
CONTINUED:

CAPTAIN QUEENAN
(with his coffee)
"If it be now, tis not to come; if
it be not to come, it will be now;
if it be not now, yet it will
come." Know that one?

COLIN shakes his head.

CAPTAIN QUEENAN (CONT'D)
It means don't worry about it.
(indicates comm center)
You know the players. Call the
game.

He walks off.

EXT. COSTELLO'S BALCONY. NIGHT

COSTELLO lights a cigarette, leaning against the rail,
looking out over the city. He smiles. He knows the cops are
onto him. He's confident anyway. He buttons his shirt. Leaves
the balcony fast.

INT. COMMAND CENTER. LATER

COLIN joins his team, who are seated in a U shaped work-area.
COLIN swallows as he notices on video about 20 angles of a
building he seems to know very well. He sits down and puts a
headset on. A COP leans over and shakes his hand.

COP
Piece of cake. I'll operate the
cameras. You ID the guys and log
them.

COLIN nods. QUEENAN comes up.

CAPTAIN QUEENAN
All cellphone signals are under
surveillance through the courtesy
of our Federal friends over
there...

COLIN looks.

ELLERBY
(as if on coke and he
probably is)
"Patriot Act." Love it. Love it.

(CONTINUED)
CONTINUED:

COLIN, using his left hand, not looking, opens his cellphone, autodials, and then taps morse into it.

ONSCREEN, CARS PULL UP IN FRONT OF THE TARGET BUILDING.

COLIN
That's Costello right there.
Costello, Mister French, Jumbo, Joe Black, Billy Connolly the new guy... Time is 7.46.

COP
(flipping switches like TV director)
Recording. We're up.

EXT. TARGET BUILDING. NIGHT

COSTELLO and the boys go into the building.

INT. COMMAND CENTER. CONTINUOUS

Watching images.

GEEK COP
They're in the lobby. We have a blind spot in the lobby.

INT. LOBBY. CONTINUOUS

COSTELLO looks at his IM screen and turns to his guys.

COSTELLO
Take out all your cell phones.

The cell phones are bagged and clean phones are produced from an envelope.

INT. COMMAND CENTER. NIGHT

Both Brown and Colin have their headsets on.

QUEENAN
Any calls?

COLIN
No. They probably changed their phones.

He looks utterly innocent.

(CONTINUED)
CONTINUED:

QUEENAN
Search randomly for calls made from the area.

COLIN
Eight thousand seven hundred phones are connecting in this area.

DIGNAM
Why the fuck did they change their phones. They've never changed their phones before.

QUEENAN looks at an IM on his phone.

QUEENAN
They did change phones. And the buyers are there.

COLIN wonders how Queenan knew this.

DIGNAM
Fuck it, they're on the floor we can't see.

INT. AN OPEN AREA IN THE UNFINISHED BUILDING. NIGHT

COSTELLOS BOYS spread out, holding the MP3s. As a stylistic note I'm thinking pretty frankly "Ipcress File". Across the open, lumber-strewn area, CHINESE TRIAD MEMBERS are standing, also armed to the teeth.

TRIAD BOSS
Hey man. You good?

COSTELLO takes out his More. Blows smoke.

COSTELLO
I'm good, Yan, I'm very good. How's your family.

COSTELLO gestures and a suitcase of processors is put on the floor. Opened. The TRIAD BOSS gestures and a case of money is put on the floor, opened. Experts in both chips and money go and have a look while the parties hold automatic weapons on each other. The deal is done.

COSTELLO (CONT'D)
Out.

To Billy's surprise they head out through the back industrial windows and rattle down a fire escape.
EXT. BEHIND THE BUILDING. NIGHT

Tied to a riprap wall there are two boats. The money and guns are put into one and it takes off. The TRIAD members get into the other, and jet away. COSTELLO removes his gloves and throws them into the harbor. The rest do the same. The OLD cellphones go into the water as well. COSTELLO turns to Billy.

COSTELLO
We got Staties out front. Always have a backup plan. For the people you're doing business with, too, cause that's what can fuck you.

BILLY
What do we do now?

COSTELLO
We just walk out. There's nothing here. We didn't do anything.

BILLY is stunned. Admiring.

MISTER FRENCH
Except sell the Ching Chongs a bunch of fuckin' plastic.

Everyone laughs. Billy is amazed.

INT. COLIN AND MADELEINE'S NEW APARTMENT. DAY

Just moved in. Colin in his socks, as MOVERS carry in a couch, is wandering around the apartment. He looks worried (it was a big night) but he can't fail to appreciate his new pad. It's a big place, a bit much, on examination, for the combined salaries of a shrink and a policeman, two bedrooms (one filled with office gear and unpacked boxes) a terrace, and a view of the dome of Beacon Hill. The futon has been slept on already. He whistles The Jeffereons theme, drinks coffee. MADELEINE comes in with bags of takeout food.

COLIN
I'm starting to feel that I can't do anything wrong.

MADELEINE
It's only an apartment.

COLIN
Uncle Alphonsus came in handy. It's nice to have first and last.
MADELEINE
(drily)
How long do we have to be engaged
before I find out what this famous
Uncle Alph left you?

COLIN
(shrugs)
Ten years...

He smiles. Kisses her.

MADELEINE
Can we afford an interior
decorator? Because even if I had
time, I really suck at it.

COLIN
Yes. We can.

A box of chinese food is put down on the counter beside
Colin's CELL PHONE, which rings. COLIN moves...but Madeleine
picks it up. Colin sweeps a second identical cellphone off
the top of the fridge and pockets it.

MADELEINE
Hello?

After a moment she holds the phone out to Colin who looks at
her evenly.

COLIN
Who is it?

MADELEINE
I think it's a guy with a, ah,

She touches her throat.

COLIN takes the cell phone and looks at the screen. He puts
the phone to his ear.

COLIN
Hello?

COSTELLO (ON VOICE ALTERING PHONE)
It's me.

COLIN exits the kitchen.
EXT. THE WATERFRONT. CONTINUOUS

COSTELLO, with his collar turned up, is walking along the modern waterfront. Wearing a headset.

COSTELLO
You know what happened.

INTERCUT TERRACE OF COLIN'S APARTMENT/WATERFRONT. CONTINUOUS

COLIN
I tipped you off is what happened and you're not in jail.

COSTELLO
There's a rat in my outfit. One of yours. Find out who he is.

COLIN
I have no access to undercover files.

COSTELLO
I don't care how fuckin' difficult it is. You like your new apartment?

COLIN
(aware of the threat)
Yes. Yes I do.

COSTELLO (NOW V.0, DISGUISED)
I don't care how difficult it is.

COLIN
The one thing I know, that's I've learned, I overheard it, is that Queenan's undercover people use Morse code.

(as Costello is silent, he panicks into intelligent reaction)

All right. We start here. Give me all the information on the people around you last night, everyone that works for you.

COSTELLO
(leaning on a bollard by the harbor)
What do you mean, information.

(CONTINUED)
CONTINUED:

COLIN
Real full names, social security numbers, drivers license numbers, dates of birth, bank account numbers. Everything you don't usually get from a criminal. That's where I'll start. Get the info today. Meet me tonight at the place.

COSTELLO
If you thought of this before it would be worth something. Don't disappoint me again.

Costello hangs up.

INT. COLIN AND MADELEINE'S NEW APARTMENT. CONTINUOUS

COLIN, looking worried, folding his phone away, comes into the apartment.

MADELEINE is at the door, tipping the departing movers. She turns and looks at Colin happily.

Colin manages to smile.

MADELEINE
There's a reason I haven't moved in ten years. Look at all this shit. When you're younger, every year is a different personality with different costumes, different books. Then you're just finally the same old shit, and so is your life. That's when you get married.

COLIN is looking at her, stricken. His mind racing. Happily she picks up her briefcase.

MADELEINE (CONT'D)
Well. The dread Saturday appointments.

COLIN
I can see how you make people feel better, in your profession.

MADELEINE
Haven't you been different people?
CONTINUED:

COLIN
I've always been the same. Nobody.

MADELEINE looks at him and laughs: it's a ridiculous thing for COLIN to say. She kisses him and goes out.

INT. IM PEI TYPE FOOTBRIDGE WITH A PEDESTRIAN CONVEYOR. DAY

BILLY is talking on the phone, in a fury.

BILLY
Why shouldn't I get on a fucking airplane? Meet up? Meet up? Do you actually want me dead? There's a rat in your department. I'm out until he's out, until you find him. Where's Queenan?

INT. SPECIAL UNIT OFFICE. CONTINUOUS

DIGNAM is alone. We see Queenan's empty desk in a fall of light. We see Dignam's arm, wrist, phone, an expensive heavy watch. Cigarette smoke.

DIGNAM
Queenan had a funeral to go to, cowboy. This is my shift. Calm down.

INTERCUT AIRPORT FOOTBRIDGE/DIGNAM'S OFFICE

BILLY
You have an informer inside. It's real. Smoke him out.

DIGNAM
And how do we do that?

BILLY
Carefully. Disinform. One piece of information to one person. One piece to another. Then see if it comes out the pipe. I want you to get a sealed wiretap warrant for an apartment...his mother's apartment. Don't tell anyone in our department but tell OCU. That's first. Narrow it down. You follow me?

DIGNAM
You calling the shots here?

(CONTINUED)
CONTINUED:

Billy
Fuck. I can't fucking micromanage it from here. Do you know what it's like to be the only person who can do anything, and to not be able to do it?! Where's Queenan.

Dignam
Not here.

Billy, hyperventilating, stands and looks through the glass at: Jets taking off. Dignam is talking, his voice buzzing, but Billy doesn't listen. He is in a full-on panic attack. He leans back against the glass, closes his eyes. The pedestrian conveyor carries him on towards the dark maw of the airport parking garage.

Billy
Tell Queenan to call me. I have an appointment.

He straightens up, switches off his phone, walks on.

Int. Madeleine's Office. Day

A clock ticking. Madeleine is looking across her desk at ...Billy. Madeleine is very much a guarded shrink. But no one's more guarded than Billy.

Billy
It's like confession. Isn't it. This sort of thing.

Madeleine
Then why don't you confess? We've been here for a half hour.

Billy
People make things up in confession. You know that?

Madeleine
I imagine they do.

Billy
People are liars. They want to be stars of their little films. Reinvent what happened. Pretend they had a snappy comeback when really they thought of it in the car.

(Continued)
MADELEINE
Do you like people?

BILLY
People who can examine themselves. Who can fix themselves. People who aren't full of shit. Those people.

MADELEINE
Obviously I know you're a policeman.

BILLY
Well. Don't spread it around.

MADELEINE
Can you tell me the nature of your work?

BILLY
You were told I wouldn't tell you that before I came in here.

MADELEINE
I see policemen exclusively.

BILLY
Are you looking for a better job?

MADELEINE
They normally have a lot to say.

BILLY
(cynically)
Come in here all tears?

MADELEINE
Sometimes they cry. If they have trouble at home. If they've had to...use their weapons.

BILLY
Let me tell you something. They signed up to use their fuckin' weapons. Most of them. But they watch enough TV so they know they have to go "boo hoo hoo" after they use their weapons. No one's more full of shit than a cop. What's the matter?
MADELEINE
I know someone you'd probably like.
Another policeman.

BILLY
Boyfriend?

MADELEINE
Fiancée. Actually. Let's not talk about it.

BILLY
Ask someone about their "feelings" and half the time you're listening to shit art. A bad novel. Stick a camera in a guy's face when he comes back from war or out of a burning building and he's a master thespian. He needs lines. He doesn't have anything to say for himself. He says what he's heard other people say on TV. No one's themselves, if anyone's watching. Sometimes I think that the happiest people are the ones who aren't themselves even when they're alone. Who are nothing.

(MADELEINE looks up at the surprise echo of COLIN)
I might get there. Is it Nirvana, you think?

MADELEINE is worried. She's attracted to this guy. And he's a patient...and she's with someone else.

BILLY (CONT'D)
I'm an undercover officer. All you need to know that I do is that I lie. Dissimulate. Sit there with a fucking murderer, my heart-rate jacked, my hand...

(he holds it out)
steady. That's something I found out about myself. That my hand doesn't shake. I was on a sailboat once in a storm. There were people who lost it. There were people who did their jobs. Everyone sorts out. Maybe I don't need you.
MADELEINE
I have to hope that you don't. But be available if you do.

The double-entendre is unavoidable. She is embarrassed.

BILLY
Do you lie?

MADELEINE
I lie sometimes.

BILLY
To do good, or to get somewhere?

MADELEINE
May I ask your level of education?

BILLY smiles cynically.

BILLY
Maybe we could play Trivial Pursuit or have an original-thought bake-off and see who wins.

MADELEINE
(offended)
What do you want? Coming here.

BILLY
You want the truth?

MADELEINE nods.

MADELEINE
Valium.

MADELEINE
(beginning to end the meeting)
If you lied, you'd have an easier time getting what you wanted.

BILLY
What's that say about what you do for a living?

MADELEINE is taken aback. She closes her book.
MADELEINE
I think we better have a few more meetings before we talk about prescriptions.

BILLY
Don't bother. I'm going to "sever this professional relationship". You just turned out an agitated man who needed help and puked in a trash barrel on the way in, while coming here at risk to his life. You did that because I said something true. Congratulations.

He leaves.

MADELEINE stares after him.

EXT. PLAZA OUTSIDE THE OFFICE BUILDING (GOVT CENTER). DAY

Very windy. Papers blowing. Billy is walking. MADELEINE catches up to him.

MADELEINE
I asked about your level of education. It was a clumsy way to say that I was interested in your thinking.

BILLY
My dad's IQ was registered as 170 when he was in the fucking army and he died working baggage at the airport. My grandfather went to Harvard and couldn't spell. This is fuckin' America. It's complicated, here. Wake up. Let me ask you something. You want to do your job or do you want to be a "professional"?

It's an echo of what Queenan said to him.

MADELEINE
Don't tell me how to do my job.

BILLY
I'll tell you to your face that you just didn't do it.

(MORE)
CONTINUED:

BILLY (CONT'D)
Guy comes in in pain, against every instinct of ... privacy, of, of, self reliance... that he has, and you don't help him? You send him off to score heroin?

MADELEINE holds out a paper.

BILLY (CONT'D)
What's that?

MADELEINE
A prescription for a hundred valium. And my private cellphone number. Call me when you need more.

BILLY
I don't think I'll live long enough to get through this prescription.

MADELEINE
You're safe with me. Let's continue next week.

BILLY looks at her for a long beat.

BILLY
Maybe.

BILLY turns and heads down the steps towards the waterfront.

TRACK with BILLY, walking. He shrugs along in his leather coat, agitated, agitated. His cellphone rings. He answers with dread. Listens.

BILLY (CONT'D)
I'll be there tomorrow.

EXT. DRIVING RANGE. DAY (WINDY)

Wearing a suit if anything even better than the good suits he has always worn, COLIN is watching ELLERBY hit golf balls. Well.

ELLERBY
Your promotion has gone through. Another one.

Winks at Colin.

(CONTINUED)
ELLERBY (CONT'D)
You'll be transferred to Internal Affairs but you will continue to work in the Organized Crime Unit.

COLIN
I don't understand.

ELLERBY
We are all convinced that Costello has at least one mole in the State Police. In the OCU. You'll investigate.

COLIN looks filled with a combination of hilarity and dread.

COLIN
(with real fear)
Why me?

ELLERBY
We have looked at all possible candidates. You have an immaculate record. Some people never trust a guy with an immaculate record. I do.

(a beat)
I have an immaculate record.

ELLERBY hits a drive.

ELLERBY (CONT'D)
Play golf?

COLIN
No.

ELLERBY
Ought to. Pretty much sucks as a game but you get to form relationships. Have a try.

COLIN takes the club. Hits one.

ELLERBY (CONT'D)
How's the wedding coming along?

COLIN
On schedule.
ELLERBY
That's good. Marriage is all part of getting ahead. You don't want anyone thinking you're a homo. Married guy seems stable. People look at a wedding ring and think: someone can stand the son of a bitch. Ladies see the wedding ring and know immediately that you must have some money and that your cock works.
(takes the club back)
Reality's important. Appearances are more important.

Hits a drive.

COLIN
You couldn't be more correct, sir.

EXT. CONSTRUCTION AREA. DAY

HEAVY EQUIPMENT stands on the thrashed earth. Hoardings. BILLY crosses the road under what remains of the Expressway, hops through mud, and after hiding in an angle of the building and cocking the gun in his pocket bangs on the door of a dead bar named Hooligans. Business destroyed by the traffic. The door is unlocked by: DELAHUNT.

INT. THE DEAD BAR. DAY

It's another of COSTELLO'S "locations". BILLY looks around. Every man from the previous night is there--but no COSTELLO. DELAHUNT closes the door behind him and bars it. Men are oddly enough filling out forms. These are not men used to pencil and paper. Billy is nodded at.

DELAHUNT
Boss wants your real name, your social, your license number, all your bank account numbers.

BILLY
I don't have a bank account.

PIERO
I'm a cash business myself.

BILLY
What's he doing, setting up IRAs?

(CONTINUED)
CONTINUED:

DELAHUNT
It's a raffle for a Thanksgiving turkey. You fill in the papers, real name, all your numbers, no fucking around, and then we all wait here.

BILLY looks around at the shithole.

BILLY
How long?

A man is tapping a pencil. It sounds like Morse code.

DELAHUNT
Until he says go.

BILLY
I'm not staying. You can tell him I said so.

BILLY takes a paper and, sitting at the bar beside PIERO, writes down his information. The other men are mostly finished and DELAHUNT is collecting the papers. DELAHUNT tosses the brown envelope on the bar.

DELAHUNT
Put the forms in there.

PIERO
I don't know if this is how you spell Citizens'.

BILLY glances at what PIERO is crawling: CITIZINS BANK.

BILLY
No, no, no. Jesus Christ.

He takes the brown envelope, and writes on it CITIZENS.

PIERO
What are you, retarded? That ain't right.

BILLY gives up. Both of their forms are stuffed in an envelope. BILLY gets up.

DELAHUNT
He said to stay here.
CONTINUED: (2)

BILLY
I don't know what's going on and
I'm not sitting in this room
without getting a tetanus shot. See
you.

He goes out. DELAHUNT puts his coat on. He picks up the brown envelope on which CITIZENS is written.

INT. CINEMA. NIGHT


COSTELLO
I never understood this shit. It finally dawned on me, call me innocent, that it's for people who want to jerk off in theaters. You see, I always got laid a lot. You develop your own personal habits. Be what they may.

He slides the brown envelope to Colin, who puts it in his coat. COLIN remains, like a man in a confessional.

COSTELLO
Anything interesting?

COSTELLO chuckles, truly enjoying this.

COSTELLO
Well. That's always more difficult than finding someone else.

COSTELLO
Can you lay low over the next couple of weeks? I'm serious.

COSTELLO
A man has to make a living. Laying low is not what I do. Not being caught is what I do.
CONTINUED:

COLIN
There is serious heat on you.

COSTELLO
You do your job. Keep me informed.
And find the spy in my organization. Take that envelope.
Find him.

COSTELLO
You're worried about yourself,
Detective Quire. You figure you got what you need, now, and fuck what I need? What I hired you for.

COSTELLO (CONT'D)
There's less chance they'll find you now. With you looking for yourself I'd put my money on utter failure.

COLIN doesn't dare respond.

COSTELLO (CONT'D)
COLIN recognizes the double edge and we see in his face, momentarily, hatred for Costello. The door opens again at the back of the theater and we see: BILLY. He slips into a dark back seat. He can see Costello's white hair. He slumps in his seat as Costello marches up the aisle and out of the theater. He has barely recovered from this when:

The dark shape of COLIN is moving rapidly towards and through the emergency exit under the screen.

Billy follows.

INT. CINEMA BACK STAIRCASE. NIGHT

It's open, and gives on to what Boston keeps trying to call the Theater District and what keeps being The Combat Zone. Billy sees the man he is following, holding an envelope, move fast out of an alley's end-- a silhouette of a man in a suit, Holding the ENVELOPE.

BILLY follows cautiously.
EXT. STREET OF STRIP CLUBS. MOMENTS LATER

BILLY is speeding up, moving through pedestrians, desperate to see his quarry's face.

COLIN is walking easily, he will easily be caught up to within minutes. He puts the envelope into his coat.

COLIN turns down another street.

BILLY starts into a half-run. He turns the corner.

ANOTHER STREET painted with neon light. This one arrows into the heart of Chinatown.

BILLY is nearly up to COLIN on this quieter street when...

His cellphone rings.

Instead of turning around, Colin, who has been hearing footsteps, accelerates. The only thing on his agenda is to not have his face seen.

BILLY spins into a door-opening and answers.

BILLY
Hello?

He peers out and sees COLIN turn another corner and disappear.

EXT. AROUND THE NEXT CORNER. NIGHT

COLIN is waiting, in a doorway of his own. He has a knife open in his hand. He waits: a WOMAN turns the corner. COLIN hides the knife. Then goes and looks around the corner.

No sign of Billy, no sign of a follower. But he does notice: CCTV cameras at the intersection. He spins and gets out of there.

INT. AN OFFICE. NIGHT

Colin is looking at CCTV tapes. We see Colin, unrecognizable on cheap video. Then we see a blurred image of BILLY. Crossing the street in beats like the coffin in "The Monkey's Paw". No more use as ID than the Shroud of Turin. COLIN tenses and switches off the tape as someone comes into the office. He leaves, with his envelope. On it: CITIZENS.
EXT. CHARLES STREET. NIGHT

Wet empty streets. The "gaslights" are on. About Nine pm.

INT. CHARLES STREET BRASSERIE. NIGHT

A Costello business. The restaurant is closed for the night. One bartender is sweeping up and the other is counting the takings. In a darker alcove of the bar COSTELLO sits alone at a broad table, drinking brandy. On sound, classical music. As a knocking is heard Costello looks up. A BARTENDER lets Billy in. COSTELLO watches Billy approach. We hear him sit down.

COSTELLO
Mobsters like restaurants. Angiulos used to have Cafe Pompeii. You'd be sitting there eating your fuckin' spaghetti and all of a sudden one guinea would chase another one out of the back office with a baseball bat. Tourists fucking loved it. You like French Onion soup?

BILLY
When I'm hungry.

COSTELLO
How long have you worked for me?

BILLY
Seven months. Eight. Almost a year.

COSTELLO
(looks at him carefully)
Seems longer.

A long pause. Costello is measuring Billy with his hard stare.

COSTELLO (CONT'D)
I have some goods coming in Thursday. This time I'm using some new guys. Nobody I normally use.

BILLY
Even Mister French?

COSTELLO
There's a spy in my organization.

He pours Billy some brandy. Then lays out a game of solitaire.

(CONTINUED)
COSTELLO (CONT'D)
What do you think I should do?

BILLY
I don't know.

COSTELLO
You're the new guy.

BILLY
Too obvious, isn't it?

COSTELLO
Why didn't you stay in the bar?
That day I wanted your social. Your numbers.

BILLY
Because it fucking stank and I'm not the rat.

COSTELLO turns over cards. Face cards. Different faces.

BILLY (CONT'D)
How many of these guys been with you long enough to be disgruntled?
Who needs more money than you pay them? You thinks that they could do what you do better than you do?

COSTELLO
The only one who could do what I do as well as I do is you.

BILLY stares over a precipice: he knows this as well.

COSTELLO (CONT'D)
But that's a matter of brains and aptitude. Wherewithal. I'm not saying you want to. In general, Billy, you telling me what I should be thinking?

BILLY
Can I be frank? About the other thing. Someone being a mole or not.

COSTELLO, laying out card after slow card, nods.

BILLY (CONT'D)
I am a criminal, too. A murderer. All these guys are murderers.

(MORE)

(CONTINUED)
BILLY (CONT'D)
But I think I really am one. I felt it, the day I bought the machine guns. You accuse me once, I'll put up with it. You accuse me twice, I'll quit. If you make me fear for my life, I'll put a fucking bullet in your fucking head as if you were anybody else.

COSTELLO looks up. This is new: but he's impassive. And impressed.

COSTELLO
You're not afraid of me.

BILLY
You've got to stop playing boogeyman and frightener with your crew of morons, fine. You're sixty fucking years old. One of these guys is going to pop you. As for running drugs, you don't need the money or the pain and the ass, and they're going to catch you.

COSTELLO smiles, and continues with the snicking cards.

COSTELLO
I haven't needed "the money" since 1979. And how do you think I ought to die, considering how I've lived. I am what I am till the end.

BARTENDER
We're out of here. You'll have to set the alarm, Mister Costello.

COSTELLO
(eyes on Billy)
Thank you, Jimmy. See you tomorrow.

ON SOUND the door closes and locks.

COSTELLO (CONT'D)
In jail you know what you do if someone challenges you?

BILLY
I'm not challenging you. I just don't want you to fuck with me.
COSTELLO
If anyone's my successor, you are.
(plays cards again)
I'll know who the rat is in the
next few days. There's a boat
coming in, up in Gloucester. Sully
will give you the details.

EXT. A SEAWALL COVERED WITH GRAFFITTI. DAY

BILLY sits throwing small stones into the dirty water. He
pulls out a bottle of pills and takes two.

INT. POLICE HEADQUARTERS. DAY

Everybody is busy in the office. It's Colin's first day of
Infernal Affairs. He comes out of the elevator and heads for
Queenan's office. COPS stare at him with resentment. Enters
as Dignam comes out. DIGNAM faces Colin down.

COLIN
A problem?

DIGNAM
I run squealers. I don't like them.

COLIN
The day you wouldn't take a
promotion, you let me know. Because
one of these days, Dignam, I'll be
giving them out. And if you'd
handled this problem I wouldn't be
here.

DIGNAM
Fuck yourself.

COLIN
I need to know the identity of your
informants.

DIGNAM
Not a chance.

INT. CONFERENCE ROOM. CONTINUOUS

QUEENAN is smoking and blowing the smoke out the window.
ELLERY, others, present.
INSPECTOR QUEENAN

It's undignified, doing this.
Having to blow smoke out the window.

He puts the cig into a cup of water, and throws it into the trash.

INSPECTOR QUEENAN (CONT'D)

Ah well.
(sits)
How's internal affairs?

COLIN

Seems like I'm a marked man today. They don't want me here. Neither does your Sergeant Dignam. Especially.

INSPECTOR QUEENAN

Everybody knows you're assigned here to find Costello's informer. They want to find the informer as much as you do. What they do not want is to be accused of being the informer. They do not want their personal business raked through.

COLIN sits uneasily.

COLIN

Well one of them has to be the informer. Right?

INSPECTOR QUEENAN

Two days ago, my informer in Costello's organization--

COLIN

Who is that?

INSPECTOR QUEENAN

Not a chance. You can go over my head. You still won't get an answer.

COLIN

Fair enough.
INSPECTOR QUEENAN
As I said, two days ago, my informer nearly found out who the bastard is. He lost him in the street.

COLIN
(swallows)
Any advice? Generally?

INSPECTOR QUEENAN
Don't concentrate too much on my people. Costello can't do business without coordinating with his informer...

(gestures out window)
who is out there. In OCU. Follow Costello. I hear he's back in the import business. If he's getting a shipment, he'll have to contact his informer. Just follow Costello, and you'll find the informer.

COLIN
That's not "internal affairs". Is it. I'm here to investigate the police.

QUEENAN
You ought to know that I'm running my own counter-intelligence operation. If I disinform my people person by person, and a particular piece of disinformation ends up with Costello, then we have the informer.

COLIN keeps his smile in place.

COLIN
I have a lot to learn from you.

INSPECTOR QUEENAN
I don't know about that. You're on the rise...That's not because you're bad at what you do. But you're IA. You're going to be looking at my people. Going through their bank statements. Don't expect them to get you a coffee or invite you to their houses.

(MORE)
CONTINUED: (3)

INSPECTOR QUEENAN (CONT'D)
(sinks a piece of paper
into the wastebasket)

Two.

COLIN looks at the wastebasket. At stacks of files.

INSPECTOR QUEENAN (CONT'D)
Let me get you a coffee.

INT. COLIN'S NEW OFFICE. DAY

COLIN is sitting in his office alone, remembering what Queenan has just told him.

QUEENAN (V.O.)
If he's getting a shipment, he'll have to contact his informer. Just follow Costello, and you'll find the informer.

COLIN, in the fishbowl of his glass office, is being stared at by pissed-off cops. One of them gives him the finger.

COLIN calms down. He opens the brown envelope. He takes out the forms that he was given by Costello, opens up POLICE PERSONEL DATABASE and starts searching.

He types in SS numbers. One, then another, then another. The result is always: "Person not found". He types in Connolly, William M, hits return. It comes up: "Person not found". COLIN keeps working.

INT. A GREEK RESTAURANT. DAY

BILLY is sitting at the very back with Madeleine. She is drinking tea, holding the cup with two hands.

BILLY
I don't want a secret life. Trust me. Neither do you.

MADELEINE
I'm not going to meet you any other way.

BILLY
This guy you're engaged to?

MADELEINE shakes her head slowly.

BILLY (CONT'D)
I mean, what would he think of this.

(CONTINUED)
CONTINUED:

MADELEINE
This part of my job is private. I
have my private life.

BILLY
You like it.

MADELEINE
I insist on it.

INT. A HOTEL ROOM. DAY

MADELEINE and BILLY have made love. MADELEINE is dressing,
gathering her things, walking back and forth. Billy reaches
for his pills, beside his pistol. He takes a pill.

BILLY
What does your fiancee do again?
It's security issue.

MADELEINE
Here's the deal. I don't talk about
him to you. I don't talk to him
about you.

BILLY
...Obviously. Well you have the
right to, don't you? Because you
dererve it. As a woman.
(having lacerated her, he
lights a cigarette)
And how long does this continue.

MADELEINE closes the bathroom door.

INT. COLIN'S NEW OFFICE. DAY

MUGSHOTS of all of Costello's guys. He looks at them
desperately...no one squares up with the blurred, impossible,
images he saw on the CCTV screen (which he has printed out).

COLIN closes the curtains on his fishbowl office (not fast
enough to avoid seeing Dignam give him the finger), locks his
door, opens the BROWN ENVELOPE and starts inputting SS
numbers and names into into the police personnel database.
Each search always comes up "Person not Found". COLIN stares
at the computer screen. He picks up the phone.

INT. INTERNAL AFFAIRS OFFICE. CONTINUOUS

BARRIGAN picks up the phone on his desk.
CONTINUED:

BARRIGAN

Yes?

COLIN

I want Inspector Dignam and Inspector Queenan followed around the clock.

BARRIGAN

Why?

COLIN

We have to find the informer in Costello’s outfit to find the one in ours. Follow Queenan, and you’ll find his informer.

He hangs up. Sits determined at the desk.

INT. COLIN AND MADELEINE’S NEW BEDROOM. SAME NIGHT

Colin is in bed with Madeleine at his side. MADELEINE gets up and goes to her desk. COLIN gets up and looks out the window at the city—his, if he can manage it. If he can keep his shit together.

COLIN

You ever feel like living anywhere else?

MADELEINE

We just got here.

COLIN

No, I mean some place other than Boston. What if when I get into the FBI we get based in...DC...New York. Wouldn’t you like that? Maybe?

MADELEINE

(looking at her email)
If there’s an advantage in it.

COLIN

Now what we called people like you back in the neighborhood? (puts on the accent)
A hand weanka.

(CONTINUED)
CONTINUED:

MADELEINE
What the middle class calls work isn't usually work. It's preoccupation.

COLIN
Do you like what you do?

MADELEINE
I have a new client...he's in an interesting situation.

COLIN
What's that?

MADELEINE
He can't be himself.

COLIN's radar is activated.

COLIN
(cautious)
You could say that for anybody. Who has a role in the world. Response-responsibilities. Right?

MADELEINE
Not like this.
(a beat)
I wasn't myself at Wellesley. Couldn't be. I had completely different politics. Completely...unnatural hair. My frends weren't the ones I wanted. My major wasn't the one I wanted. But it was all...a means...to an end.

This resonates with Colin.

COLIN
Right. Right. A means to an end. You can...be one thing with one person, and someone else to another.

MADELEINE
(she closes her laptop)
Yes.

COLIN, agitated, is reassurred. But he still is intrigued by the mystery. He eyes the computer.
MADELEINE (CONT'D)
Were you ever yourself in high school?

COLIN
I was an equivalency exam boy. More of 'em around than you think.
(a beat, he lies back on the bed, throwing balled socks into the air and catching them)
Is this a cop client you're talking about?

MADELEINE
I couldn't tell you if it was.

She leaves the room. COLIN eyes her laptop. He opens it. We hear water running in the bathroom. The passcode screen comes up. He mouths "fuck" and hits quit.

INT. A VAN. DAY

A COP is sitting in a parked van with blacked out windows. A notebook on his lap. A camera around his neck. A study in predatorial motionlessness.

EXT. THE CHARLES STREET BRASSERIE. DAY

PIERO and DELAHUNT (oblivious to the VAN) are smoking on the sidewalk outside the restaurant.

DELAHUNT
Of course I know how to spot a cop.

PIERO
How's that?

DELAHUNT
If he's not paying attention to us, he's a cop.

THEIR POV:

A MAN across the street is looking into the window of an antique shop.

DELAHUNT (CONT'D)
He's not paying attention to us.
He's a cop.

(CONTINUED)
CONTINUED:

A WOMAN walks by definitely ignoring both men, dragging a lapdog.

PIERO
She ignored us.

DELAHUNT
She's probably the fucking Police Commissioner.

INT. CHARLES STREET BRASSERIE. CONTINUOUS

Too early to be opened for business. The BACK FIRE DOOR opens, Connolly having opened it, and NEW GUYS, six hard customers, come in.

At the BAR, BILLY is drinking coffee and reading the Boston Herald. He notices the NEW GUYS.

COSTELLO looks at BILLY.

COSTELLO
How are you, kid?

BILLY
All right.

COSTELLO
You can get out of here. This is the crew for tonight.

BILLY
I thought I was on for this.

COSTELLO
I changed my mind. Delahunt and Piero will lead the tail away. Take the night off.

COSTELLO leads the NEW GUYS into a back office.

EXT. THE CHARLES STREET BRASSERIE. MOMENTS LATER

BILLY steps out, ignoring DELAHUNT and PIERO.

DELAHUNT
You're a cop.

BILLY
Huh?

(CONTINUED)
CONTINUED:

DELAHUNT
You're ignoring us. You're a cop. We're guessing who cops are. Most good looking women are cops.

BILLY
Right. I'm going home. He's playing with his new boys.

DELAHUNT
See you later.

BILLY
Later.

BILLY walks down the street and heads into an ATM kiosk. Inside, he opens his phone.

BILLY (CONT'D)
He's moving drugs with a crew of new guys. I'm not going to say where he told me the drugs are coming in. It might be disinformation. It probably is. I need to see you. In person. Today. I'm out.

EXT. POLICE STATION. DAY

BARRIGAN is leading the team to trail after Inspector Queenan. On foot. A plug in his ear. Two other officers nearby. They get alert as QUEENAN comes out of the building.

INT. COLIN'S CAR. CONTINUOUS

COLIN, parked nearby, also watches Inspector Queenan come out of the police station.

COLIN
I see him. You follow him alone.

BARRIGAN
You can't really think he's the informer in his own section.

COLIN
When I want you to know everything I'll let you know, all right? Right now just follow him, alone, and don't get made. I'm going up to the office.
EXT. FINANCIAL DISTRICT. DAY

BARRIGAN AND TEAM trail Inspector Queenan through the crowds of people heading towards work.

INT. STATE ST. SUBWAY STATION. MORNING

INSPECTOR QUEENAN begins to light a cigarette and then gives it up. A TROLLEY comes in, and Queenan boards. BARRIGAN AND TEAM move and board the next car.

BARRIGAN
(into mic)
He's taking the subway.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN also wears an earpiece.

COLIN
Stay with him.

INT. SUBWAY CAR. CONTINUOUS

Looking through smeared glass into the next car BARRIGAN sees Inspector Queenan answer a cell call. BARRIGAN is pissed that he can't hear.

INT. FIRST SUBWAY CAR. CONTINUOUS

Inspector Queenan is on his cell.

INSPECTOR QUEENAN
Where are you now?

BILLY
Look down the car but don't make a big deal about it.

QUEENAN looks up mildly as the car rocks.

QUEENAN'S POV:

BILLY is slumped in a seat at the far end, not looking towards QUEENAN.

BILLY (CONT'D)
Is there any reason you'd have a tail.

QUEENAN
No.

(CONTINUED)
CONTINUED:

BILLY
There's a guy who looked weird.

QUEENAN
I DON'T have a tail, Billy.

Through the glass we see BARRIGAN watching Queenan.

BILLY
You wait in the station for ten minutes after I leave and then follow me to this address. Make sure you don't have a tail.

As the train stops he vaults off of it.

EXT. AQUARIUM SUBWAY STATION. LATE MORNING

QUEENAN, mild in his specs, chewing gum with his dentures, comes out of the station.

EXT. A WATERFRONT STREET. MOMENTS LATER

A building under rehab, covered with scaffolding, but still functioning as a corporate building. Inspector Queenan goes along to the entrance, and in.

BARRIGAN comes along after him. The TEAM is triangulated on the street. BARRIGAN dials his cellphone.

BARRIGAN
He went into a building on the waterfront.

INT. THE LOBBY. MOMENTS LATER

BROWN looks at the elevator-indicator, and the building directory.

BROWN
He went to the top floor. No tenants.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN, listening.

COLIN
Get the van there right now.

(CONTINUED)
CONTINUED:

BROWN
Boss, are we hunting Costello's mole or ours?

COLIN
I said get the surveillance van there right now.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

THE INTERNAL AFFAIRS TEAM pulls up in its unmarked van to the front entrance. BARRIGAN comes out of the building, in charge.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN, after fumbling between cell phones, dials the correct one.

COLIN
I think I've. I've got him.

EXT. CHARLES STREET BRASSERIE. CONTINUOUS

PIERO and DELAHUNT'S phones ring simultaneously.

DELAHUNT
Get the van. Get the boys.

EXT. COMMERCIAL BUILDING ROOFTOP. CONTINUOUS

BILLY is waiting on the roof as Queenan finally arrives.

INSPECTOR QUEENAN
At least I can smoke up here. Any news?

BILLY
He's got dope coming in. I don't know where, as I told you. But I think it will be warehoused down in the Fort Point Channel. He's using new guys to move the next load. Nothing on who Costello's informer is, but I know I'm going to get blown. He's got to be someone high up... Costello suspects me... he's getting private, starting to disinform... not including his regular guys... I can't get any more information for you.

(CONTINUED)
CONTINUED:

INSPECTOR QUEENAN
Then maybe we better call the whole thing off. Get you out of there. We can bust him for what we have.

BILLY
You'd do that for me?

QUEENAN
Yes.

Billy's phone rings.

INT. PIERO'S VAN. CONTINUOUS

DELAHUNT is calling Billy from a van crowded with Costello's usual bad guys as it scorches through traffic.

DELAHUNT
We found the rat. We're taking care of him. Where the fuck are you? The address is...

EXT. COMMERCIAL BUILDING ROOFTOP. CONTINUOUS

BILLY listens in horror, staring at the oblivious Inspector Queenan.

CAPTAIN QUEENAN
What?

BILLY
They're coming. You were followed.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

PIERO'S VAN stops outside the building. COSTELLO'S MEN get out of the van, and head into the lobby.

INT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN with other cops is watching.

BARRIGAN
Holy fucking shit. Looks like Queenan's meeting with all of them.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN listens.

(CONTINUED)
CONTINUED:

COLIN
Yes. He must be our man.

INT. STAIRCASE. DAY

Billy and Queenan are running downstairs when they hear footsteps coming up from below. They immediately go back up to the elevator lobby. Pushing through plastic sheeting.

INT. LOBBY ON THE TOP FLOOR. CONTINUOUS

Billy is slamming elevator buttons. The indicator shows both elevators coming up.

BILLY
Fuck, they'll be on the elevators, too.

QUEENAN
Take the scaffolding.

BILLY
What about you?

QUEENAN, in his specs, very mild, takes out his gun and breaks the cylinder, checking that it is loaded, and putting a shell into the empty sixth chamber.

QUEENAN
What are they going to do to me. Costello isn't going to kill a police captain.

BILLY goes. Fast.

QUEENAN (CONT'D)
Billy.

BILLY turns.

QUEENAN (CONT'D)
You done good.

BILLY gets out of there. Queenan waits. Watching the elevator indicator.

EXT. THE ROOF. MOMENTS LATER

BILLY runs across the roof, and climbs out onto the scaffolding at the back of the building and starts dropping down, fast.
INT. THE TOP FLOOR LOBBY. DAY

The elevator door opens, revealing DELAHUNT and BOYS. QUEENAN looks right as the door to the staircase opens revealing PIERO and boys.

QUEENAN
Can I help you gentlemen?

DELAHUNT
I guess we've had enough of this shit. Where's your boy?

QUEENAN doesn't answer, and never will. He draws his gun and is tackled.

EXT. BACK ALLEY, COMMERCIAL BUILDING. DAY

BILLY drops off the scaffolding, runs down the alley, and catches a taxi.

BILLY
Go around to the main entrance of this building.

BILLY is terrified.

EXT. COMMERCIAL BUILDING. MOMENTS LATER

The TAXI stops on the street near the building's front entrance. BILLY gets out and runs towards the doors just as--

QUEENAN'S BODY smashes into the roof of the taxi he has just exited.

INT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN screams into his headset.

BARRIGAN
Fuck!

EXT. THE COMMERCIAL BUILDING. CONTINUOUS

PIERO, DELAHUNT and boys come out. All wearing ski masks for the escape. PIERO grabs BILLY.

PIERO
You're fuckin' late.

They start piling into a van.
INT. THE INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN is yelling both at his team and into the mic.

BARRIGAN
Stay in the fucking van. Stay in the fucking van. Do I pursue.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN is sitting very calmly.

COLIN
No.

INT./EXT. INTERNAL AFFAIRS VAN. CONTINUOUS

BARRIGAN
No pursuit.

TEAM MEMBER
Fuck that.

He gets out of the van and runs towards the fleeing men, guns drawn.

BILLY is shoved into the van. PIERO and BOYS turn on the TEAM MEMBER with guns drawn and shoot him down in the street. The guys get into the van, which speeds off.

BARRIGAN, as his team members run to the wounded cop, walks towards the crumpled taxi (bleeding driver reeling in the street), and tries for a pulse in the neck of the very dead QUEENAN.

BARRIGAN
(Into mic)
He's dead.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN nods. He has never felt more guilty in his life. He switches off the light.

INT. THE DEAD BAR. NIGHT

DELAHUNT, PIERO, BILLY, and the BOYS are drinking. Dirty, paranoid, guilty, frightened, smoking. DELAHUNT has been shot. He is being worked on by a doctor.

PIERO
No hospitals. You know the drill.

(CONTINUED)
CONTINUED:

DELAHUNT nods. They shake hands. PIERO sits down.

PIERO (CONT'D)
And where were you.

BILLY
I was late. What do you want. He told me to go home.

PIERO
Maybe he did and maybe he didn't. At any rate you weren't at home.

BILLY
I was in a fucking grocery store with no signal. What the fuck do you want. Was I there or was I not there at the building. The cop fell on my fucking cab.

PIERO looks at him. And then smiles reassuringly.

DOCTOR
This guy is fucked. But here's the evidence.

The BLOODY BULLET tings into a shotglass full of whiskey. Blood clouds the liquor.

DELAHUNT (OS)
Billy.
(Billy goes over to him)
Two days ago the Boss says to me how long have you worked for me. I had no fuckin' idea. He said it's been ten years already, and you've never done me wrong. He asked me, if one of the other guys is a rat, would I take him out. I told him I would but I don't know if I would. Now I know I can't. I've done a lot of bad things but I've never been a murderer.

BILLY realizes that DELAHUNT is dying.

DELAHUNT (CONT'D)
I don't want no one to put me in a dumpster. Just don't put me in a dumpster.
CONTINUED: (2)

BILLY
There's no place better than another when you're dead.

DELAHUNT
Departed. I'm nearly the departed.

BILLY lights him a cigarette.

DELAHUNT (CONT'D)
You know what I thought today? Who didn't show up today is the rat. You never been late in your life. And when I called you...

BILLY
What.

DELAHUNT
I gave you the wrong address. But you showed up at the right one.

BILLY is terrified. He waits for DELAHAUNT to continue. But DELAHAUNT after an odd smile of complicity, finally dies. BILLY, the only one who knows that DELAHAUNT is dead, stares down at him.

A GUY
That cop was tough.

PIERO
We were excessive with the cop.

BILLY walks past the table.

BILLY
He's dead. I'm going home.

BILLY leaves by the front door.

INT. CONFERENCE ROOM. DAY

All hands present. Dignam is in a black silent rage.

COLIN
There's no evidence that it was Costello's boys. None.

ELLERBY
Do you know why Queenan went to that building?
COLIN

No.

DIGNAM

A better question is why your fuckers were following him.

COLIN

I told Internal Affairs to follow him.

DIGNAM

Why?

COLIN

That's internal affairs business.

DIGNAM grabs COLIN by the neck and runs him into a wall. Colin gets a palm under Dignam's chin and comes close to breaking his neck. The men at length are separated. Colin straightens his good clothes.

COLIN (CONT'D)

Nobody wanted this. I was not following Queenan for any particular reason...

DIGNAM

I'm not sure of that.

COLIN

But because I have to investigate everybody and anybody. Costello's mole will meet Costello. Period. I don't have to justify anything. Nor does anyone have to like it. I now have information...from a very good source...that Queenan may have been killed by his own informer.

COLIN is trying this on.

DIGNAM

That's a fucking lie.

COLIN

Captain Queenan and Sergeant Dignam here have information on this informant, and other informants, in a locked file. I need those files unlocked.

(CONTINUED)
DIGNAM
I don't have the password.

COLIN
That's a lie.

DIGNAM
Prove it.

ELLERBY
(to BROWN)
Work with the tech guys to unlock the files. Dignam. You take a leave of absence.

INTERCUT MAIN POLICE OFFICE/COSTELLO'S CONDOMINIUM. NIGHT
COSTELLO is in a bathrobe listening to something baroque. Eating a little something.

COLIN needs a shower and is gunshy as people move past the glass windows.

COLIN
Your guys shouldn't have done that.

COSTELLO
One of us was going to have to die. In Renaissance Italy I would have had him to dinner and strangled him. We've never had dinner together. Have we?

COLIN
I'm now in charge of everything here. Including Queenan's informers. But we can't unlock the files. Can you lay low.

COSTELLO
No dice. I told you. That's not what I do.

COLIN
Don't move anything. Don't move anything.

COSTELLO
I moved some goods exactly when they were killing the cop. I never miss an opportunity.

(continues)
COLIN closes his eyes.

COSTELLO (CONT'D)

You having problems with your job?

COLIN

No.

COSTELLO

It's not much longer. Only as long as I last and even I don't last forever. I got something for you. "Amid the wreck of thousands I am whole. For every crime, a laurel wreath/ for every lie, a lordship".

COLIN

(a headache, rubbing his temples)

Who's that.

COSTELLO

Johnny Keats. He lived a long time ago. He is among the faithful departed. I'm moving some dope tonight.

COSTELLO hangs up, and sips wine. COLIN wanders through the room. People working. On a table he sees a plastic EVIDENCE BAG which contains Queenan's bloodstained cellphone. He glances around, and picks it up. Blood gets on his fingers. He moves into the office, and seen through the glass, he punches up the last incoming number.

INT. BILLY'S APARTMENT. NIGHT

BILLY is eating something--sheer maintenance, and drinking wine from the bottle. His phone rings. He looks at the ID and is stunned. Queenan's number! He picks up the call but remains silent. The caller is also doing the same.

INT. COLIN'S NEW OFFICE. CONTINUOUS

COLIN hears that the other side has hung up the phone. He sees:

DIGNAM looking at him through the glass. But Dignam hasn't seen the phone.
BILLY is agitated. Exhausted. Frightened. He paces, and looks at the phone. He begins to pack, taking things, money, from his floor safe. Finally, like a man committing suicide--it's that intense--he dials the number.

**BILLY**

You called this number. Who are you.

**COLIN**

So you're the one.

**BILLY**

Who are you?

**COLIN**

Inspector Colin Quire. I've taken over Queenan's department.

**BILLY**

Let me talk to Dignam.

Just as Dignam goes out the door...

**COLIN**

Dignam has taken a leave of absence. He's very upset. We're all very upset. Come in.

**BILLY**

I have unfinished business. I don't know exactly what I'm going to do...

**COLIN**

We're all upset. We have to join forces, you and me. And get Costello.

BILLY listens to Colin go on.

**INT. THE CHARLES STREET BRASSERIE. NIGHT**

COSTELLO is eating something rather nice. Fish. And drinking Loire wine. A TV station plays above the zinc bar.

(CONTINUED)
CONTINUED:

NEWS ANCHOR
State Police have confirmed that
the body of the man found dead in
the Fenway marshes yesterday
afternoon is that of John Delahunt,
and undercover policeman for the
City of Boston.

The TV shows DELAHUNT'S BODY being loaded into an ambulance.
A crime scene. COSTELLO's eyes have widened slightly. But he continues eating. Strangely undisturbed.

PIERO
I can't fucking believe it. Him.

COSTELLO
Well. You never know.

PIERO
Billy's here.

BILLY comes up to Costello.

COSTELLO
So we know who the rat was. Next
time, though, I tell you to dump a
body in the marshes, put it in the
marshes, not where some guy from
John Hancock goes every Thursday to
get a blowjob. Let's go down the
warehouse.

BILLY
Did Delahunt know the warehouse?

COSTELLO is taken aback. But the men move out anyway. The Boys, and the FNGs (Fucking New Guys).

EXT. SOUTHEAST EXPRESSWAY. NIGHT

Two cars carrying Costello and his men are speeding down the highway. Behind them, two OCU CARS are trailing.

INT. COLIN'S OFFICE. CONTINUOUS

COLIN closes his door punches in a number.

COLIN
You've got a tail. Two cars. Not
very subtle. They won't be subtle
any more. That's what I've been
trying to tell you.

(CONTINUED)
COSTELLO
Get rid of them.

COLIN
I'll find a way. You know. There's no need to go yourself.

COSTELLO
I never give anyone a key to anything valuable.

COLIN
Well. We all have an Achilles heel.

COLIN leaves the office and goes out to the SURVEILLANCE STATION. BROWN is there. ELLERBY. Others.

COLIN (CONT'D)
Brown, tell those boys to stop following Costello.

ELLERBY
What the fuck are you talking about?

COLIN
I just heard from the informant that Costello knows he's being followed. He will not go to the warehouse if he knows he's being followed. And we're that much further away from getting him.

ELLERBY
I thought you just wanted promotion. What informant?

COLIN
Queenan's mole.

Everyone is surprised to hear this.

COLIN (CONT'D)
He called Queenan's office. I'm running him. Don't follow Costello. Let our informant take us in.

EXT. SOUTHEAST EXPRESSWAY. NIGHT
COSTELLO is checking the rearview mirror. He sees:
The TWO OCC CARS exit the highway.

(CONTINUED)
CONTINUED:

COSTELLO smiles.

COSTELLO
It's good to know people in high places.

The cars exit the highway.

BILLY, riding in the back seat, is trying desperately to see where they are. He sees a STREETSIGN and taps out a signal in Morse Code on his phone, held low beside his leg.

The cars pass through a maze of industrial streets.

INT. COMMAND VAN. LATER

COLIN, observed by the skeptical Brown, is writing down the Morse code.

COLIN
You know Morse?

BROWN
No one knows Morse.

COLIN keeps at it.

COLIN
It's a parking garage Costello owns on A Street. He must have a container or a truck in there. Go.

The Van takes off.

EXT. PARKING GARAGE. NIGHT

It is an unfinished structure, the lower parts used, the upper parts accessible but still under construction. It is built on a pier, the harbor lights beyond it.

The COMMAND VAN and POLICE CARS pull up with lights off.

COLIN
There's another entrance on the other side. Cover it.

A COUPLE OF GUYS
Yes sir.

COLIN realizes they have said "Yes sir" to him. He likes it. He wants it.
COLIN
We'll take him when he comes out.

INT. AN UPPER FLOOR OF THE PARKING GARAGE. CONTINUOUS

COSTELLO unlocks a CONTAINER with a construction company logo on it, opens the doors, and steps back. BILLY looks into the container. It's not a huge load, as one would expect with marijuana. It's cocaine or heroin in kilo bricks. Men stand around with MP5s under their coats.

COSTELLO
Get it loaded. We don't have a tail. We can go straight to Lynnfield.

BILLY
How do you know you don't have a tail?

COSTELLO
Put it this way. I know.

Billy, of course, knows otherwise. He is actually guilty about it.

BILLY
What if they took one off and put another one on?

The drugs are loaded into the open trunks.

COSTELLO
It don't work that way. Listen to me. I'm your godfather. I knew you weren't the rat.

BILLY
Thank you.

COSTELLO
You know me and your father... anyway. I'm never gonna be in a legitimate business. But we're gonna set you up in one.

The drugs having been loaded fast, the container is hosed out.

BILLY gets into a car preparing to go.
CONTINUED:

BILLY
Oh, I'm in the other car.

But instead of getting into the other car he is able to stand back in the shadow as both cars leave.

INT. COSTELLO'S CAR. NIGHT

FOUR CARS with no headlights bracket the vehicles as soon as they come out of the garage. COSTELLO realizes that something he has gone wrong.

COSTELLO
It's a robbery. Fuckin' Ricans.

Men get out their guns. But as they do...

LIGHTS come on, and Policemen are everywhere, guns in their hands.

COSTELLO (CONT'D)
Run them over!

POLICE fire at Costello's car. MISTER FRENCH (the driver) is shot in the head, and the car crashes into a wall. A gunfight opens up. COSTELLO, limping, gets out of the action, fast. He runs into the parking garage.

INT. PARKING GARAGE. NIGHT

COSTELLO is moving through the dark. All that's stored in this garage is heavy equipment for the big dig. Plenty of places to hide. We hear gunfire in the distance. COSTELLO hides between two pieces of heavy equipment and dials his telephone. To his surprise the phone rings quite nearby. And keeps ringing. COSTELLO moves out into the open, and sees, at a near distance, COLIN, his shadow long on the concrete. He has a gun in his hand. Costello moves out to face him.

COLIN
Amid the wreck of thousands I am whole. For every crime I have a laurel wreath...for every lie a lordship...You remember that?

COSTELLO nods.

COLIN (CONT'D)
"What thousands must die that Caesar can be great. You also told me that. I was just a kid from the projects. I never forgot it.

(CONTINUED)
CONTINUED:

GUNFIRE has stopped OS.

COSTELLO
You want some last advice from me?

COLIN
Sure.

COSTELLO
You better get it over with before the others come.

Colin fires, twice. Then goes forward and drops a gun. COSTELLO is still heard breathing his last.

COLIN
I've got to go get counseling. I had to use my weapon.

He walks away.

COSTELLO is left alone lying in a pool of blood in the deserted parking garage.

INT. OCU OFFICE. NIGHT

COLIN enters, tired from a debriefing.

Applause from everyone in the office—the full crew. COLIN is a bit embarrassed by the attention. BROWN is leading the whole team to a standing ovation. COLIN looks past the heads of the crowd and sees: Dignam, staring at him evenly.

COLIN
(to crowd)
A guy's dead. It's not any reason for, ah...

He takes a glass of wine. Then guiltily, almost in tears, he drinks.

DIGNAM jerks a thumb towards Queenan's old office.

DIGNAM
He's waited a long time for you. How'd you get him without the files?

COLIN
Caller ID.

COLIN warily goes off.
INT. COLIN'S NEW OFFICE. NIGHT

Everything has been put into boxes. Among the boxes sits BILLY. He has his ankle on his knee. He looks very tired, dirty. Wearing a VISITOR badge.

COLIN
Just visiting?

BILLY
You're all packed up. Moving?

COLIN
I've been promoted again.

BILLY is unimpressed. But that's all right, because Colin is embarrassed.

COLIN (CONT'D)
How long have you been undercover?

BILLY
A year.

COLIN
Well you deserve something for that. My admiration...a drink.

BILLY
I just want my identity back.

COLIN
You want to be a cop again?

BILLY
I said I wanted my identity. I have to be a regular cop though, first. To start with.

COLIN
You're tired.

BILLY
You've never lived like I have. You can't understand.

A moment of irony.

BILLY (CONT'D)
I've had no contact with anybody. Except a shrink.

(CONTINUED)
CONTINUED:

COLIN
A shrink.

BILLY
A police shrink.

COLIN
Was it helpful?

BILLY
The only thing undone is finding the rat in this building. Who killed Queenan.

COLIN
I'm still on that, you know. Let me give you back your identity. I'd open your personnel file but I don't have the password.

BILLY
It's the Morse code for "Undercover".

He writes it.

COLIN
I have to use another computer. This one's...

BILLY nods. COLIN goes off.

INT. COMPUTER ROOM. NIGHT

Colin accesses the personal database, enters the password. Billy's confidential file opens up. Every fact about the man. Photos.

INT. COLIN'S NEW OFFICE. CONTINUOUS

Billy takes a drink from the bottle Colin has put on the desk. As he puts the bottle down he sees, sticking out of a box, a BROWN ENVELOPE. On it is written "CITIZEN." BILLY picks up the envelope...and knows everything.

INT. COMPUTER ROOM. CONTINUOUS

BILLY'S FILE comes up. COLIN is reviewing it. Outside the glass wall we see BILLY, staring at Colin's back...and then moving on.
INT. COLIN'S NEW OFFICE. LATER

COLIN enters, holding a printout of Billy's personnel file. He looks around the empty room. He sees the BROWN ENVELOPE lying on the desk, and understands everything. He sits down at his own computer—which does in fact work, and opens the personnel file.

COLIN clicks DELETE.

"Do You Really Want to Delete?"

COLIN clicks "Yes" and Billy's picture, file, life, disappear.

EXT. POLICE BUILDING. NIGHT

BILLY exits the police building and moves across the plaza.

INT. MADELEINE'S OFFICE. NIGHT

MADELEINE is doing some paperwork.

MADELEINE
I haven't seen you. You want more pills?

BILLY
There aren't enough. What's this?

He indicates a box.

MADELEINE
It's a new CD player. I bought it for my husband.

BILLY
What's he like to listen to?

MADELEINE
His own voice, mainly. Self-made men are sometimes pretty hard to take.

BILLY
Self-destroyed ones can't be a bed of roses, but we're all either one or the other. Any future here? You and me?

MADELEINE
I don't think so.

(CONTINUED)
CONTINUED:

BILLY looks at the Christmas gift for Colin, and then he looks and sees: COLIN'S PICTURE on a shelf. It all comes together.

MADELEINE (CONT'D)
You get to a certain age and it's all about deciding to commit. Sometimes not what you want. You have to want what you don't. You keep wanting what you want and it's chaos. What do you want?

BILLY
Something simple, which I can't have. And which I don't know I want to bother getting.

MADELEINE
(not understanding that he doesn't mean her)
You should try.

BILLY nods, and backs out of the room.

BILLY
I'll see. Goodbye.

MADELEINE stares at the closed door.

INT. COLIN AND MADELEINE'S APARTMENT. MORNING

It is Christmas morning. They are opening gifts. The GIFT CD player is already on. COLIN is on the floor by the tree propped on an elbow. Madeleine spins him a small flat package. He reads the label.

COLIN
What's this one?

MADELEINE
It came under the door last night.

COLIN
Under the door?

MADELEINE
A secret admirer, probably.

COLIN opens the wrapping paper. He finds: a jewel case containing a CD. No label. A stickie on it reads PLAY ME NOW.

(CONTINUED)
CONTINUED:

COLIN puts the CD into his new player, replacing the Christmas music. He presses "Play" and hears (as does Madeleine):

COLIN
Can you lay low over the next couple of weeks? I'm serious.

COSTELLO
A man has to make a living. Laying low is not what I do. Not being caught is what I do.

COLIN
There is serious heat on you.

COSTELLO
You do your job. Keep me informed. And find the spy in my organization. Take that envelope. Find him.

COLIN
I don't know if I can handle it. Lay low.

COSTELLO
You're worried about yourself, Detective Quire.

MADELEINE and COLIN lock eyes.

COSTELLO (CONT'D)
You figure you got what you need, now, and fuck what I need? What I hired you for? There's less chance they'll find you now. With you looking for yourself I'd put my money on utter failure.

COLIN looks up at Madeleine. From his low angle we see her get up, barefoot, and walk out of shot. Dropping her coffee-cup. The liquid spatters the presents.

EXT. COMMERCIAL BUILDING ROOFTOP. DAY

BILLY is walking, on the phone.

BILLY
Costello wore a wire. Like fuckin' Nixon. He put all the tapes in a little box and kept them with a lawyer. That was his insurance.

(MORE)
CONTINUED:

BILLY (CONT'D)
You know what turned up at my apartment? That box. Sound quality good enough? I was a little worried.

INT. MADELEINE AND COLIN'S APARMENT. CONTINUOUS

Colin closes a door to speak privately.

COLIN
What do you want?

BILLY
My identity.

COLIN
There are plenty of identities out there, man. You want me for Queenan.

BILLY
Three o'clock. Where Queenan died. Keep your cell on.

COLIN goes to the bedroom door and tries it. Locked. He knocks.

COLIN
You can leave. Or stay. It's all about the choices you make. I'll be me without you or with you. You'll be thirty-seven with one shit income. We're in this to get ahead. To get ahead. If I wasn't going to be a good guy now, why did I shoot Costello?

The lock clicks. COLIN hesitates and opens the door.

INT. BEDROOM. LATER

COLIN sits on the bed. Tying a tie.

COLIN
I'm going to meet him. No matter what, I'm going to give him back his identity. The file is in my laptop. The password is your birthday.

He leaves the shot. Madeleine sits where she is, staring into space.

(CONTINUED)
CONTINUED:

COLIN (CONT'D)
But. Do you really want me to maybe go to jail? Do you?

She does not answer. Colin leaves the room.

EXT. COMMERCIAL BUILDING. DAY

COLIN comes along and walks into the lobby. He is not looking for a tail...but if we're careful we see in the glass of the closing door the reflection of a man in a suit standing across the street.

EXT. COMMERCIAL BUILDING ROOFTOP. DAY

COLIN walks on the crunching gravel, among the ventilators. A windy day. Gulls are everywhere, screaming. He walks past a tall ventilator and...

He has a gun to his head.

BILLY
Hands behind your back.

BILLY cuffs Colin, one-handed.

COLIN
You know what you're doing.

BILLY
I went to the cadet school.

COLIN
You got a thing for rooftops? You brought Queenan here.

BILLY shoves Colin to his knees. The knees of the suit open on the gravel. Billy crouches.

BILLY
I like the light. Space.

He searches COLIN'S pockets.

BILLY (CONT'D)
Where's the stuff I want.

COLIN
Where are Costello's tapes?
CONTINUED:

BILLY
(pocketing Colin's pistol)
Guess we're here for a nice view of the harbor and that's it. We didn't come here to trade. You came here to be arrested.

COLIN
Citizens arrest?

BILLY hits him in the mouth. COLIN stays upright.

COLIN (CONT'D)
I'm going to ask you something. Something I never asked anybody.

BILLY
What's that?

COLIN
Give me a chance.

BILLY
What?

COLIN
Why do you think I killed Costello? To go straight.

BILLY
You did it. I'm not your confessor. There's no absolution. I'm a cop. You talk to a judge. Get up.
(Colin stands)
Come on.

As COLIN doesn't move, BILLY presses the gun to his forehead.

A crunch of gravel, off. BILLY and COLIN both hear it.

BROWN (V.O.)
Don't move. Police.

BILLY
You know who I am.

BROWN
I don't know who you are. Drop your weapon and move away from Lieutenant Quire.
BILLY
Your boss got Queenan killed. He was Costello's spy. I got evidence. Tapes. Other documents. Let's go to the office.

BROWN
Drop your weapon now or I will fucking shoot you.

BILLY
Are you the police? Are you sure you're the police? Because I called the police.

On hearing this, Brown is startled, and COLIN is terrified.

BILLY (CONT'D)
I've got a gun to this fuckers head and if I shoot him I've got five boxes of evidence that explain why. You know me.

BROWN
I know who you used to be.

BILLY
You're off the hook. I said that I will shoot him. I will. I'm taking him downstairs. Now.

BROWN lowers his gun, and watches the men go.

INT. ELEVATOR LOBBY/ELEVATOR. DAY

BILLY moves COLIN into the elevator and as the doors close looks back at BROWN.

BILLY
It's all right. You ever get that blowjob from your mother?

BROWN smiles despite himself. The doors close.

COLIN
You take what you're dealt, right?

BILLY
Yeah. It's the essence of cards. You play what you're dealt, or you're a fucking cheat.

(CONTINUED)
CONTINUED:

COLIN
Who dealt me the projects? Who
dealt me no money. Who dealt me
nothing but shit.

BILLY
Talk to a priest when you're in
jail.

The doors open and for a frozen moment BILLY, holding the gun
on COLIN, stares out of the car.

A LOUD BANG. BILLY is shot through the head. BLOOD sprays the
walls, and COLIN is hit by flying blood and matter. BILLY
falls, crumpled, on his face, half in and half out of the
elevator. The doors try to close...open...

COLIN, covered with blood, looks up.

BARRIGAN lowers his pistol.

BARRIGAN
Don't remember me from L-Street?

COLIN shakes his head.

BARRIGAN (CONT'D)
Costello's dead. I need someone to
look after me. You gonna look after
me?

COLIN nods.

BARRIGAN uncuffes him.

BARRIGAN (CONT'D)
You got it.

BARRIGAN picks up BILLY'S gun. The other elevator doors open
and BROWN emerges. He looks down at the dead man. BARRIGAN
pulls out Billy's gun and shoots BROWN in the head. He turns
to find:

COLIN draws and fires at him.

BLACK.

EXT. THE COMMERCIAL BUILDING. DAY

POLICE TAPE, plenty of cars. Three corpses being loaded onto
ambulances. COLIN, hands free, is drinking coffee from a
paper cup, being checked out by a doctor.

(CONTINUED)
CONTINUED:

ON SOUND

BAGPIPES (Something like "Cross of Fire") as we

DISSOLVE TO:

EXT. MT. HOLYROOD CEMETARY, BROOKLINE. DAY

BILLY'S GRAVESITE. The same cemetery as his father is buried in. UNIFORMED POLICEMEN (not only State, but MDC, the way they do it, for "brother officers"), saluting.

MADELEINE is at the gravesite, dry-eyed though in, distinctly apart from COLIN. He looks at her. She looks away from him, apparently forever.

COLIN squares off: his job in the world is to get ahead. A salute is fired with rifles. But later...

COLIN and MADELEINE are walking through the graves.

   COLIN
   What are you going to do?

   MADELEINE
   What do you think?

   COLIN
   Did you open his file?

   MADELEINE
   There was no file.

COLIN knows it. She moves a little way away from him. He sees at the gates: two uniformed officers not dressed for the funeral. Madeleine walks out through the cemetery gates. COLIN hesitates. He thinks that the police are going to arrest him. But they don't. He walks on by, and to his car.

INT. THE STAIRWAY OF COLIN'S APARTMENT. EVENING

CCLIN has a bag of expensive groceries and wine. Living the Beacon Hill dream. He climbs the steps slowly. He nods to a neighbor, an old lady coming down with her dog (who incidentally will never accept him as a neighbor, and Colin briefly seems aware of this). (Don't be afraid to get a bit French here). He gets to his door, and beginning to use his key, just starts to cry, and nearly crumples. But he gets into the apartment. He looks up and sees a gun. Behind it, stepping fast out of the shadows, DIGNAM. Avenging a guy he didn't even like, because it's the right thing to do.
CONTINUED:

Colin looks down and sees that Dignam has plastic hospital boots on his feet.

COLIN
(accepting it, sort of, but only in a Colin way)
OK.

DIGNAM fires. Flash groceries fall all over the floor. Dignam's feet, step over Colin's body, crushing one of a half dozen croissants, and DIGNAM goes down the expensive staircase, leaving the door to the apartment open. The strangest thing happens: a rat emerges and begins to eat the dead man's upwardly mobile croissants. The rat hears something and runs so it's not in the shot when it FREEZES.