

Al Pacino Robert DeNiro

Val Kilmer

HEAT
A Los Angeles Crime Saga

Written & Directed by Michael Mann

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EXT. CEDARS-SINAI - WIDE - DAY

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

ANGLE

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

CUT TO:

INT. CEDARS-SINAI CORRIDOR - TWO SHOT - DAY

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

TRAVELING - PROFILE

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

TRAVELING - FRONTAL

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

CUT TO:

WIDE REAR SHOT

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

CUT TO:

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

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

EXT. SALES COUNTER - TWO SHOT

As they approach, the Clerk goes behind it.

CLERK
What you working on?

CHRIS
Drillin' some post holes into concrete...

CLERK
(re: tool case)
With that you can ream solid steel. Check, charge, or cash?

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

CLERK
\$788.30

Chris pays: Clerk writes receipt.

CLERK
(continuing)
...that a good racket? I ought to get out from behind this counter...

CHRIS
(takes receipt)
Yeah. .
(beat)
Take it easy.

He leaves with the heavy red case.

CUT TO:

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

MICHAEL CERRITO - at 40 - is looking at a doll house. He's a wide, thick, coarse-featured big man. Sicilian from Sunnyside, he's spent 15 years in Attica, Joliet and Marion penitentiaries. He's strictly a "cowboy": his natural

inclination towards a score is "...get the guns and let's go." He's been off smack and everything else for five years.

He's clean and sober. He's the nicest guy on the block and a loving father. If you get in his way, he'll kill you as soon as look at you. It you asked him about the contradictions, he wouldn't know what you were talking about.

CLOSE ON DOLL HOUSE DETAILS

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

CERRITO
Wrap this here up.

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

CERRITO
Two. I got two girls.

CLERK
That's nice.

CERRITO
Yeah. And gimme those three masks there.

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

CERRITO
(continuing)
Gimme Donald Duck, too.

CLERK
(does and laughs)
A little early for Halloween?

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

CUT TO:

INT. CONDOMINIUM - A HAND - MORNING

slides across the back of JUSTINE'S thigh.

JUSTINE'S AND HANNA'S FACES

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

WIDE

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

CUT TO:

INT. SHOWER - HANNA

is in it. The water streaming off his body. The glass is misted. He turns off only the hot and breathes fast in the cold spray. OFFSCREEN a Cigarette lighter CLICKS.

CUT TO:

INT. BEDROOM - JUSTINE

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

JUSTINE

. . . taking me out to breakfast?

HANNA

(looks at watch)

Can't. Bosko's waiting...

LAUREN

(passing door)

Hi Vincent. Mom, where's my barrettes'? -

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

HANNA

Hi, sweetie.

JUSTINE I saw them on the kitchen table.

(to Hanna)

Want me to make coffee?

HANNA

(to Lauren in other room)

No school today?

LAUREN

(O.S.)

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

(beat) They're not on the table.

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JUSTINE

Then I don't know...

(to Hanna)

He's already half an hour late.

HANNA

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

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

JUSTINE

(starting out of bed)

Want the coffee?

HANNA

I'm out of time...

He leaves.

JUSTINE

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

CUT TO:

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

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

He's dressed in Army and Navy Store gray workman's clothes. He combs his long hair straight back off his round forehead.

Now he tucks his shirt in and puts on wrap around shades.

CUT TO:

EXT. MACARTHUR PARK - WAINGRO

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

CUT TO:

INT TRUCK - WIDE - DAY

Michael Cerrito is the driver.

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CERRITO
You Waingro?

WAINGRO
Yeah.

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

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

CERRITO
(loud)
Okay. Just do like he says.
Exactly...like...he...says

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

CUT TO:

EXT. ALLEY - ON GARBAGE TRUCK - DAY -

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

INT. TRUCK - CERRITO

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

WAINGRO
You guys always work together?

CERRITO
All the time.

WAINGRO
Real tight crew, huh?

CERRITO
That's right.

Awkward pause. .

WAINGRO
This works good, maybe I could go again?

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

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CERRITO
Yeah. Stop talking, slick...

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

CUT TO:

INT. 1986 CHEVY TOWTRUCK - TOWNER - DAY

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

NEIL (V.O.)
(radio filter)
You ready if I need you?

TOWNER
(into radio; low)
Yeah.

NEIL (V.O.)
(radio filter)
Got their air?

TOWNER
Yeah.

At a low level we HEAR POLICE CALLS.

CUT TO:

INT. AMBULANCE - TWO SHOT - DAY

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

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

NEIL
Turn it off.

Chris turns it OFF. A little anxiety develops.

CUT TO:

INT. GARBAGE TRUCK - TWO SHOT - DAY

CERRITO
(checks watch)
Time.

Waingro stubs out his cigarette in nervous jabs. Cerrito pulls from a paper bag two of the rubber masks he bought and surgical gloves. He and Waingro put them on quickly.

Cerrito has the monster mask, three eyes and a twisted mouth. Waingro is a beautiful woman. Their movements now are very fast. Cerrito puts the truck out of the alley.

CERRITO'S POV:

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

CUT TO:

INT. AMBULANCE - ON NEIL - DAY

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

CHRIS
Their response time?

NEIL
Two minutes, fifty seconds.

CUT TO:

EXT. STREET - WIDE ON AMBULANCE + STREET BEHIND IT

The lumbering armored truck approaches...

NEIL (V.O.)
(calm)
We ought to be down the chute
into the escape route in 2:20.
(beat; breath)
Here we go...

CUT TO:

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

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

CUT TO:

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

We're accelerating at it.

CERRITO'S FOOT

punches the accelerator.

FRONTAL: GARBAGE TRUCK

a prehistoric beast charging at us.

CERRITO'S POV: JAMMING

at the armored truck.

COLLISION

We SLAM into it,

WIDE: ARMORED TRUCK

knocked onto its side, crushes against a wall.

CUT TO:

INT. ARMORED CAR - DRIVER - DAY

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

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

EXT. ALLEY - ON REAR OF ARMORED TRUCK

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

CUT TO:

INT. CHEVY APACHE PICKUP - TOWNER - 'DAY

listens-to his BEARCAT POLICE SCANNER,

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

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

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

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

CUT TO:

EXT. STREET - NEIL

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

ARMORED TRUCK - CHRIS

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

WATCH:

28, 29, 30, 31, 32...

CLOSE - DRILL BIT

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

SHOTS

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

CHRIS

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

CERRITO

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

NEIL

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

NEIL
(yelling over it)
Next one blow you up! Out!
Now ...
(beat; . shouts)
Now!

INT. ARMORED CAR - GUARD ONE

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

EXT. STREET - ARMORED CAR

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

NEIL Up against the wall!

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

THE DRIVER

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

WIDE: CERRITO + WAINGRO

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

NEIL'S STOPWATCH

1:12.

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

WAINGRO

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

NEIL

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

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

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

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

WAINGRO
What?!

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

WIDE

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

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

WIDE: WAINGRO.

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

WAINGRO'S POV: VERY WIDE

Things happen slowly.

WAINGRO (O.S.)
(quietly)
... hadda mouth off? In front of them?

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

ANGLE

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

NEIL

leaving, spins.

DRIVER

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

NEIL'S 9MM. BROWNING

FIRES TWO HAMMERED-ON SHOTS.

CERRITO'S AR15

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

NEIL

angry; nods.

CERRITO

kills Guard One with THREE SHOTS.

ON AMBULANCE

Neil literally throws Waingro into the back.

CUT TO:

INT. AMBULANCE - ON CERRITO - DAY

driving, lays rubber down the alley.

ON NEIL

at watch ...

NEIL

(disgusted)

Ten. Nine.

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

Blew the margin. Here we come.

CUT TO:

INT. WHITE CHEVY APACHE TOWTRUCK - ON TOWNER - DAY

we HEAR police dispatcher on the Bearcat scanner.

TOWNER

(into radio)

One on your tail.

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NEIL (V.O.)
Here we come. .

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

CUT TO:

EXT. STREET - REAR SHOT ON AMBULANCE - DAY

skidding right into another side street.

REVERSE: BLACK + WHITE

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

CUT TO:

EXT. SIDE STREET - WIDE: AMBULANCE - DAY

left down the street with FLASHERS going.

WIDE PROFILE: AMBULANCE

streaks THROUGH THE FRAME. HOLD and SEE the Chevy tow truck with
Towner.

TOWNER

guns the engine.

BLACK + WHITE

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

EXT. GAS STATION - BLACK + WHITE

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

ANGLE

...plows through a rack of pumps, takes out the air and water reservoirs and
wraps itself around a lamppost. Towner's tow truck's gone.

CUT TO:

EXT. RESIDENTIAL SIDE STREET - AMBULANCE - DAY

pulls in and parks. Everyone abandons it, leaving masks, rubber gloves, equipment outer clothing inside. They cross to a Chevrolet Caprice. 'They climb in. They pullout.

CUT TO:

EXT. GAS STATION - WIDE - DAY

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

CUT TO:

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

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

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

CLOSE: ENVELOPE

contains 80 x \$20,000 negotiable Treasury Certificates.

Nate's counting.

NATE

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

WIDE - FROM THE FRONT

Nate gives a large envelope to Neil.

NATE

What happened out there?

NEIL

I don't want to talk about it.

NATE

(re-examining securities)
Wait a minute.

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NEIL
What's the matter?

NATE
(laughs)
You know who these belong to?

NEIL
(takes manila envelope)
"Malibu Securities...?"

NATE
You know John Van Zant?

NEIL
No.

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

Nate pulls T.C.'s.

NATE
(continuing; laughs)
You ripped off his Treasury Certificates.

NEIL
So what? He's got insurance.

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

NEIL
Try it on.

NATE
You know Cezar Kelso?

NEIL
By reputation.

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

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

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NATE
He said you'd net near eight figures.
Very clean.

NEIL
(beat; then:)
9:00a.m. tomorrow.

NATE
Take it easy.

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

WIDE

an L1011 ROARS overhead. Neil pulls out.

CUT TO:

EXT. ALLEY - WIDE ON PAVEMENT - DAY.

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

HANNA (O.S.)
Where's the ambulance?

HEINZ (O.S.)
They dumped it four blocks from here...

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

HEINZ
Masks, guns, radios –
all left behind. No prints.

HANNA
What about the crash,
the white tow truck.

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

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

HANNA
I.D. anybody?
Plate? Description?

HEINZ
Shhaaapes...
(beat)
One big. One thin.
He heard it...
Guy's nearly-blind.

HANNA
(re: body outlines)
What about them?

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

HANNA
Oh, that was smart.

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

HANNA
"Slick?"

DRUCKER
Yeah. And they ignored the loose cash.

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

HEINZ
You recognize their MO?

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

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

DRUCKER
I called it in already.

HANNA
(to Casals)
Split the fences. I'll take Cuzomano and Torena.
You take the East side. Go through the tapes
of who we been listening to.
(to Drucker)
Hang in with Forensics on all physical evidence.
(to Bosko)
How'd they know the route of the van and
what it was carrying? Does Gage print the day's routes?
What do they do with the printouts? Who collects their
trash? Run makes on all their middle management. Did
someone give this score up?
(beat)
Check the three guards. See if one of them was a tipster.

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

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

HEINZ
This going to stay in Area?

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

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

CUT TO:

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

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

WAINGRO
Anybody want some pie?

CERRITO

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

CHRIS

sees something in the parking lot.

DOOR - NEIL

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

CLOSE

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

NEIL

(whispered)

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

(Waingro's)

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

Cerrito and Chris looks at Waingro.

CERRITO

Okay.

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

Waingro doesn't move.

WAINGRO

(whispered: tense)

I had to dust him!

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

NEIL

(whispered)

Electricity and chemicals a little fucked up?

(flick)

You a shooter? Speed? What?

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

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NEIL
(continuing; whispered)
You didn't have to. Now we got extra
heat off a clean score.

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

CUT TO:

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

Neil, Cerrito and Chris cross past cars

ANGLE - WAINGRO

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

NEIL

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

CLOSER - NEIL

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

CERRITO
(low)
Hold it.

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

CLOSER: NEIL

turning mildly surprised.

NEIL'S POV: NOTHING

Waingro's disappeared.

WIDER: NEIL

searches under cars, carefully. Nothing.

HIGH + WIDE

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

CUT TO:

INT. SHIHERLIS APARTMENT - ON CHARLENE - NIGHT

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

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

CHRIS
That's it.

CHARLENE.
Eight thousand dollars? You gotta be kidding me!

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

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

Slips on a boot.

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

Pulls on boot two.

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

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

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CHARLENE

Where's the club you were going to open?

CHRIS

Here comes the "showgirl with a future" bit.

CHARLENE

(he hit a nerve)

Shut up! I left a good thing.

(beat)

Why am I even talking to you?

I can't talk to you.

All you are is a child growin' older...

CHRIS

The hell's that mean?

CHARLENE

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

CHRIS

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

CHARLENE

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

CHRIS

Don't mouth off to me!

CHARLENE

(screams)

I want out of here!

CHRIS

(shouts)

Well there's the fucking door!

(opens it)

Only leave Dominick, the bankbook and
the car keys on the kitchen table!

CHARLENE

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

Chris shoves her up against the wall.

CHRIS

(suddenly low)

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

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

CUT TO:

EXT. CERRITO'S BUNGALOW - WIDE - NIGHT

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

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

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

CPT TO:

INT. CERRITO HOUSE - ON CERRITO - DAY

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

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

ELAINE
Hungry?

CERRITO
Starving.

ELAINE
(searching)
You okay?

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

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

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

CERRITO
What do you care?

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

CERRITO
(continuing)
Open it up.

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

CUT TO:

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

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

CUT TO:

EXT. GARAGE - ON NEIL - NIGHT.

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

CUT TO:

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

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

CUT TO:

INT. HENESSEY AND INGALLS BOOKSTORE - NEIL - NIGHT

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

EADY
(O.S.)
Help you with something?

NEIL
(looks)
No thanks.

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

NEIL
(continuing)
You closing in a few minutes?

Eady leans back against the bookcase.

EADY

Yeah.

(yawns)

Excuse me.

(beat)

You interested in metals?

NEIL

(alert)

No.

(lies)

It's the color reproduction of these plates...

EADY

We have a first edition of Kandinsky's Theory
of Color with hand pulled lithographic prints bound in.

Would you like see it?

NEIL

Sure.

Crossing store.

EADY

I see you in here before.

NEIL

You're open late. Not many open this late.

(beat)

What's your name?

Holds out hand.

EADY

Eady. Eady Tse.

What' s yours?

NEIL

(lies)

Bukowski.

Neil Bukowski.

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

CUT TO:

INT. HANNA'S CAR TRAVELLING - HANNA - NIGHT

presented by vkn.com

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

CASALS (V.O.)
M.C.U.

HANNA
(cuts in)
Bobby, it's me.

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

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

HANNA
Albert Torena call me back?

CASALS (V.O.)
No.

CUT TO:

INT. HANNA - CONDOMINIUM - HANNA - NIGHT

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

INT. KITCHEN - STOVE

the dried-out remains of dinner. Hanna roots around, grabs a lamb chop,
forgets the rest and goes into the living room.

INT. HANNA LIVING ROOM - JUSTINE

sees Hanna, goes back book.

HANNA
Hi.

JUSTINE
Where have you been?

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

JUSTINE
He didn't even call her.

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HANNA

What an asshole.
She okay?

JUSTINE

She's been in her room all day and won't talk.
So "no," she's not okay. And neither am I.
(even tempered)
If I try to create something like a mood between us,
you back away. I made great dinner for us.
That was four hours ago.
(beat)
At least get yourself a plate...

HANNA

There's three dead bodies in an alley off Adams.
(beat)
I'm really sorry the lamb got overcooked.

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

HANNA

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

CUT TO:

INT. DINER - GRILLMAN - NIGHT

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

NEIL AND EADY

on stools.

EADY

What do you do?

NEIL

(looks at her, then away)
Swimming pools. Institutional. Schools,
State, counties. I'm on the sales end.
(to Grillman)
Let me have another coffee.
(beat)
You like selling books?

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

NEIL
Yeah? Like what?

A little hesitant, Eady drinks her coffee.

NEIL
(continuing)
Tell me.

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

NEIL
What else?

EADY
Asian art work.

CUT TO:

EXT. EADY' SHOUSE, BALCONY - NEIL + LADY - NIGHT

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

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

Pause. They drink scotch in highball glasses.

NEIL
City of lights.

EADY
Yeah.

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

There's a long pause. Then:

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EADY
Do you travel a lot?

NEIL
Yeah

EADY
Are you lonely?

NEIL
I'm alone. Not lonely.

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

NEIL
(continuing)
You?

EADY
I get lonely.

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

DISSOLVE TO:

INT. BEDROOM - WHITE - NIGHT

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

DISSOLVE TO:

SAME - HIGH ANGLE OVER NEIL ONTO EADY - LATER

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

DISSOLVE TO:

NEIL'S HAND

enters with a glass of water wrapped in a paper napkin and sets it on the bedside table. It's odd: a convict's meticulousness. He moves the covers up to her chin. There is to his touch, tenderness, as if they were longtime lovers.

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

DISSOLVE TO:

HIGH + WIDE

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

CUT TO:

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

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

HANNA

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

ALBERT

I couldn't break free, man!

HANNA

I oughta violate your ass right now.

ALBERT

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

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

HANNA

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

ALBERT

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

HANNA

No. Right now.

ALBERT

I implore him, man. But he say "no."
(beat)
He in Phoenix. Tonight's the best I can do for you.
The Zebra on Crenshaw. Eleven o'clock.

HANNA

You be there, too.

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ALBERT
Mon, I got...

HANNA
Be there!

Hanna leaves.

CUT TO:

INT. TRAILER - CEZAR KELSO - DAY

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

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

NEIL
What is it'?

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

NEIL
You want a \$100,000 advance against
a full 10%. Why'?

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

NEIL
On the prowl or strong?

CEZAR
Strong. Through the front door. During the day.

NEIL
How many guys?

CEZAR
Four.
Three plus a-driver.

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NEIL

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

CEZAR

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

NEIL

Do I have to kill people?

CEZAR

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

NEIL

Full architectural, plumbing and electric, camera placements?

CEZAR

All of it.

NEIL

What do you estimate?

CEZAR

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

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

CEZAR

(continuing)
Where's Nate?

NEIL

He hadda make a call.

(beat). .

You're on.

(rising)

Here's five grand earnest money.

You get the rest after lunch.

They shake hands.

CUT TO:

EXT. TRAILER COURT, PAY PHONE - NATE - DAY

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NATE

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

CUT TO:

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

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

VAN ZANT
(into phone)
Sure. You got a deal.

NATE (O.S.)
(phone filter)
Good. Cause there's no percentage in everybody getting their underwear in a twist over this.

VAN ZANT
(into phone)
Absolutely. You have your man call me to set the meet.

NATE (O.S.)
(phone filter)
Usually I'm the mailman.

VAN ZANT
(into phone)
I don't want to involve extra people.
What the fuck do I want all kinds of people meeting each other for?

NATE
(O.S.)
(phone filter)
okay.

VAN ZANT (into phone)
Nice talking to you...
(click)

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

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HUGH
(incredulous)

You gonna deal with these people?

VAN ZANT

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

CUT TO:

EXT. KELSO TRAILER COURT - NEIL - DAY

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

NEIL
I bought it.

NATE
What I tell you?

NEIL
The bonds?

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

NEIL
How is he?

NATE
Very cool. He's a businessman.

They walk to their cars and leave.

CUT TO:

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

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

LILLIAN
Here it is.
(kisses him)
You okay?

BREEDAN
Don't worry, baby. Gonna do good.

She laughs and drives away.

CUT TO:

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

enters the kitchen. The manager is SOLENKO - large with gray features, smallpox scars and thinning hair. He's forty-five.

NOISE OF DISHWASHER, P.A., POTS CLATTERING. Solenko throws orders together and plates onto the metal counter for waitress to pick up. They shout over the RACKET.

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

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

BREEDAN
(shouts)
The grill. Yeah.

SOLENKO
(shouts)
Grill? Empty the garbage, mop out
the toilets. You gimme a hard time, I'll find
something to violate you back and. blow your parole.
(beat)
You kick back 25% of your salary to me under
the table. Grierson your parole officer? Right?

BREEDAN
(shouts OVER NOISE)
Yeah.

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

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

CUT TO:

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

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

VIDEO MONITOR: HANNA

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among the racks and tv sets playing the same soap. -

HANNA (O.S.)
(filtered)
Cuzomano. Open up.

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

HANNA
Whaddaya hear, whaddaya say?

CUZOMANO
Hiya, Vincent. About what?

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

Cuzomano starts punching numbers into his phone.

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

HANNA
Ridin' the airwaves. On every news channel.
Turn on a fucking radio!
(pause)
Try to broker the Bonds. Make some money.
Then you'll shift into Flip-o-matic and tell me
who they are. And what they are doing next.

CUZOMANO
(Francis is on the line)
Hey, Francis!
(Francis answers)
That score went down yesterday?
(beat)
Yeah, I'm look into handle all or a piece of
the merch. All I got are yo-yo's. One brings me
a container of Armani suits? He didn't know
they were knockoffs. Schmuck stole knockoffs.
They should make stupidity a felony.
(beat)
You hear who they been downed to?

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

CUT TO:

EXT. NEIL'S APARTMENT BUILDING - WIDE - DAY.

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

CUT TO:

INT. NEIL'S - APARTMENT - NEIL - DAY

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

NEIL

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

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

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

CUT TO:

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

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

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

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

CHARLENE
(into phone)
Thanks, Neil.

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

CUT TO:

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

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

NEIL
What happened to you?

CHRIS
When you going to get some furniture?

NEIL
When I get around to it.

CHRIS
My mouth tastes like a sewer.

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

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

Big pause.

NEIL
(quietly)
Why?

CHRIS
There ain't no steaks in the freezer.

NEIL
With everything we been taking?

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

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

CHRIS
Nothing regular.

NEIL
(quiet)
She got another man?

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CHRIS
No.

NEIL
(quietly)
You sure?

CHRIS
(rising)
Yeah, I'm sure.

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

CHRIS
Jimmy Banghart. And to hell with
Jimmy Banghart.
(beat)
I'd rather go ten rounds with Jesus Christ
then fuck with her. But she and Dominick save
my life, man; everyday. Everyday...

NEIL
So?

CHRIS
So.

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

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

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

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

Neil slips his Browning back into his waistband.

CUT TO:

INT. HOTEL ROOM - MARCIANO - DAY

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

MARCIANO
(into phone)
Hello?

INTERCUT WITH:

INT. SHIHERLIS BEDROOM - CHARLENE - DAY

drinking coffee, speeding.

CHARLENE
(into phone)
Alan.

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

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

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

CUT TO:

EXT. HAMBURGER STAND - CLOSE NEIL - DAY

on phone.

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

NEIL
How you doing?

CUT TO:

INT. EADY'S HOUSE - EADY - DAY

in an ink-stained smock.

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

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

EADY
(into phone)
Good.

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

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

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

EADY
(into phone)
Me either.

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

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

CUT TO:

EXT. HAMBURGER STAND, PHONE BOOTH - NEIL

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

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

NEIL
(to Cook)
Change for a dollar?

COOK
There you go, honey.

NEIL DIALS

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

NEIL
(into phone)
Yeah. Van Zant.

Suddenly Neil turns because he sees...

NEIL'S POV: ALAN MARCIANO

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

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

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

In the background Marciano pulls away.

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

NEIL
(into phone)
333-6089.

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

EXT. ROOM 18 - WIDE

Neil knocks.

CHARLENE (O.S.)
Yes?

NEIL
Open up.

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

CUT TO:

INT. ROOM 18 - WIDE - DAY

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

NEIL
Who was that guy?

CHARLENE
I won't tell you.

NEIL
Listen...

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

NEIL
(continuing)
I've got to know who he is!

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

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

CHARLENE
I figured it out for myself!

Neil closes in.

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

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

NEIL
I'm not part of your situation!

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

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NEIL

(continuing)

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

(beat)

After that, he fucks up, then Okay.

(beat)

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

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

NEIL

(continuing quietly)

Now that is what it is gonna be.

Charlene hesitates; then acquiesces.

CHARLENE

(quietly)

All right.

Neil leaves.

CUT TO:

EXT. CRENSHAW BLVD. - HANNA'S CAR - NIGHT

weaves through traffic. Horns BLARE.

EXT. ZEBRA CLUB - DOOR - NIGHT

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

HANNA (O.S.)

Gimme all your money!

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

ALPHONSE

Cuz, one day you get cold-blasted with that shit.

HANNA

Ain't gonna be you, mo-fo.

presented by vkn.com

ALPHONSE

(low)

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

HANNA

You holdin'?

Alphonse flips Hanna a small vial of coke.

ALPHONSE

Onna house.

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

CUT TO:

INT. FREIGHT ELEVATOR - HANNA - NIGHT

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

INT. ZEBRA - HANNA

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

INT. BOOTH - RAOUL TORENA

HANNA

What do you got?

RAOUL

(conspiratorial)

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

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

HANNA

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

presented by vkn.com

RAOUL

I'm a good citizen.

HANNA

You got something to say, or what?

RAOUL

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

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

ALBERT

(alarmed)

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

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

HANNA

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

(beat)

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

RAOUL

Okay! Okay...

Hanna throws him back against the bench.

RAOUL

(continuing)

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

Low, flat and deadly:

HANNA

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

PAOUL

(whisper)

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

HANNA

Yeah?

presented by vkn.com

RAOUL

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

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

HANNA

(to Albert)

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

(to Raoul)

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

RAOUL

Yeah.

HANNA

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

RAOUL

You gonna make the call on the Porsches?

HANNA

Are you kidding?

Hanna gets up to leave.

RAOUL

I'm telling you this slick is double-duty!

HANNA

What?

RAOUL

Huh...?

HANNA

You said "slick."

RAOUL

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

Hanna plays it low key. Hanna sits back down.

HANNA

Tell me about him...

presented by vkn.com

RAOUL
(thinks)

six feet, built. Lotta jailhouse tattoos.
Peacock right here. Probably was a shooter once, heavy time:
Attica, Marion, could do a nickel or dime standing on his ear.
He's in C-block two days, and in the shower some Muslim comes
up into his face and he cuts the guy a new opening for a colostomy
bag and goes back to shampooing his hair...
(laughs)

HANNA
(leans in)
What's his...name...?

RAOUL
(easy)
Cerrito. Michael Cerrito.

CUT TO:

INT. CAR - HANNA - NIGHT

on the phone. The backside of downtown is a wall of light moving past as...

BOSKO (V.O.)
(filter)
Jacket's two inches thick.
38 busts since 1976.

INTERCUT WITH:

INT. LAPD, MCU OFFICE - BOSKO - NIGHT

Hanna's on the speaker phone. Casals enters.

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

HANNA (V.O.)
Who else have I got?

SCHWARTZ
Drucker, Casals and me, boss

presented by vkn.com

HANNA (V.O.)

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

(beat)

When he moves or sits - like in a restaurant.

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

HANNA (V.O.)

(continuing)

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

(beat)

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

BOSKO

(re: phone)

Richie the Medical Examiner's holding.

HANNA

(into phone)

Conference him in.

(clicks)

Yeah? Richie?

RICHIE (V.O.)

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

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

CUT TO:

EXT. REAR SUNSET. BOULEVARD MOTEL AND ALLEY - NIGHT

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

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

RICHIE

(to Hanna)

Here's how we found her.

POLAROID - BLACK PROSTITUTE

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

HANNA

is too controlled. Anger's underneath.

HANNA
How old?

RICHIE
Sixteen, seventeen.

HANNA
How'd she die, Richie?

RICHIE
Blunt instrument.
Cerebral hematoma.

HANNA
Who are they?

THEIR POV: HEAVYSET BLACK WOMAN

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

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

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

RICHIE + HANNA

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

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

HANNA
Oh, this is nice.

presented by vkn.com

RICHIE

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

HANNA

Homicide getting anywhere?

RICHIE

Nowhere.

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

MOTHER

(reaches out)

Baby! Where' s my baby!

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

CUT TO:

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

driven by Neil to camera appears and disappears up and down the earthwork ramps. We don't know what he's doing in one of the last drive-in theaters in California at hi9h noon.

WIDE FROM THE REAR

The white screen reveals its cracks and patches.

CLOSE ON ENTRANCE

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

ON DODGE PICK UP

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

NEIL

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

DRIVER

Yessir. I'm just the delivery boy.

REAR SHOTS

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

MAN

crawls under the pick-up and Neil's car and emerges on the passenger side behind Neil's rear wheel in Neil's blind spot.

He inches towards the window. He carries a 15-shot Colt .22 Woodsman with a huge silencer. He is totally relaxed and professional.

NEIL

concentrates on the driver, who's calm.

NEIL

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

DRIVER

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

NEIL

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

NEIL'S POV: MAN

with the silenced .22.

WIDE FROM THE FRONT

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

REAR SHOT - MAN

pumps SHOTS into the rear of the Caprice. -

INT. CAPRICE - NEIL

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

EXT. DRIVE-IN - VERY WIDE -

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

INT. PICKUP - DRIVER

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

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

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

EXT. DRIVE-IN - PROFILE: CAPRICE AND ~BANDONED GUNMAN

who FIRES until the Caprice smashes into him.

INT. CAPRICE - NEIL

skids around to a stop and bails out.

EXT. DRIVE-IN - DODGE PICKUP
accelerating to the exit lane, kicking up billows of dust.

CUT TO:

INT. PICKUP - DRIVER'S POV CLEAR EXIT

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

EXT. DRIVE-IN - WIDE

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

NEIL

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

GUNMAN
(coughs blood)
Can I make it?

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

NEIL
You're all done, pal.

GUNMAN
Do it.

He closes his eyes.

NEIL

aims. FIRES ONCE.

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

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

CUT TO:

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

phone rings. Occupied, he casually answers.

NEIL (O.S.)
John Van Zant?

VAN ZANT
Yeah. Who's this

NEIL (O.S.)
Neil McCauley

Van Zant reacts, racing, trying to cover.

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

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

VAN ZANT
What?

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

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

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

presented by vkn.com

VAN ZANT
I don't understand.

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

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

VAN ZANT
(shouts) Who are these people? Huh?!

CUT TO:

INT. CHINESE RESTAURANT, PHONE BOOTH - NEIL - NIGHT
is re-dialing.

KELSO (V.O.)
(phone filter)
Yeah?

NEIL
(into phone)
You got a clean line?

CUT TO:

INT. KELSO TRAILER - CEZAR KELSO - NIGHT
in his wheelchair. He checks a meter attached to his telephone wire.

KELSO
(into phone)
Yeah.

NEIL (V.O.)
(phone filter)
I got a delay dropping the \$50,000.

KELSO
(into phone)
you don't have a delay.
What you don't have is a deal.
(beat)
Swing by and collect your
envelope sometime. Goodbye. I

Starts to hang up.

presented by vkn.com

NEIL (V.O.)
(phone filter)
Wait a minute, pal-o!!

Kelso does.

INT. CHINESE RESTAURANT - NEIL

NEIL
(into phone)
You're going to wait for me for - a week.
I'll buy a week with the five. It's above and
beyond the fifty and if I wash, you keep it.
(beat)
You're going to wait for me 'cause you want
me to take it down. You know it's got
better odds with me in.
(pause)
Now do we have an understanding?

KELSO (V.O.)
(phone filter)
Seven days.

CLICK.

WIDE ON ROUND TABLE

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

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

Everyone applauds and laughs and raises glasses of plum wine except Cerrito who drinks club soda. Elaine and Michael blow out the candles. The skeleton of a steamed sea bass is in the center of the table.

CUT TO:

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

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

NEIL
(loud over water)

presented by vkn.com

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

CERRITO

(loud over water)

You got the black boxes for the alarms?

CHRIS

(loud over water)

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

NEIL

(LOAD over water)

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

CHRIS

(loud over water)

I'm going to punch it...

(beat)

What do we do about Van Zant?

NEIL

(loud over water)

Kill him...after the score.

CHRIS

(loud)

Kelso?

NEIL

(loud)

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

Neil turns off the water and they leave.

CUT TO:

INT. CHINESE RESTAURANT - PLUM WINE AT TABLE - LATER

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

CHARLENE AND CHRIS

sedate, comfortable, each in separate thoughts.

presented by vkn.com

CHRIS
(quietly)
You okay?

CHARLENE
I'm fine.

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

CHARLENE
I hope so. I really hope so.

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

NEIL

looks at Charlene.

CHARLENE

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

NEIL

checks his watch. Waiter approaches Neil with the bill.

MICHAEL
(to Neil)
Hey!

CHRIS
Let me have it!

NEIL
(smiles)
I got it.

CUT TO:

EXT. CHINESE RESTAURANT - NEIL - NIGHT

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

HANNA (O.S.)
goddamn convention.

We HEAR a soft FILM ADVANCE and SHUTTER.

presented by vkn.com

CASALS (O.S.)
Who's "slick?"

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

DRUCKER
Cerrito, the wide one. He's bugged twice.
One if he finds it behind the wheel well.
The back-up's in the firewall. We got their plate

CASALS
Yeah.

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

HANNA
(re Neil)
Who's the big guy?

DRUCKER
First time we're seeing him.

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

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

CUT TO

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

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

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

EADY
What?
(surprised)
Where?

NEIL
New Zealand.

presented by vkn.com

EADY
When?

NEIL
Soon.

EADY
You're kidding

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

EADY
(laughs)
I don't know you.

NEIL
What's to know?

EADY
Are you married?

NEIL
(laughs)
Why?

EADY
Way you come and go...

NEIL
I deal with state officials. County.
Weird hours. A lot of traveling,
entertaining.
(beat)
The last thing I am is married.

There's a pause, then:

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

NEIL
I know enough.

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

presented by vkn.com

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

Neil looks right into Eady's face.

NEIL

I have to leave.

Come away with me.

(beat)

No one will ever tell you what to do...

You'll never lose yourself with me.

She believes him. So do we.

CUT TO:

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

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

ANGLE ON BED - WAINGRO

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

PROSTITUTE

(tired)

Hey, baby.

WAINGRO

Showed you a good time? Huh?

PROSTITUTE

Oh, yeah. You fly. You cool.

WAINGRO

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

PROSTITUTE

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

(pause)

Now I gotta get my ass streetside.

WAINGRO

You don't have a truth-telling style.

presented by vkn.com

PROSTITUTE
The fuck's wrong you?

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

PROSTITUTE

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

WAINGRO
(shouts)
You think I'm some john?
I'm a stone killer! I'm a sky-blue badass, bitch!

CUT TO:

INT. MIRACLE MILE BAR - ON WAINGRO - NIGHT

at the bar drinking alone. The legs of, an Asian girl dance Most patrons are Korean. BARTENDER approaches.

BARTENDER
(tired smile)
Once again?

WAINGRO
(feeling good now)
Sure, good buddy. Set it up.

BARTENDER

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

WAINGRO
I'm looking to get into something.

BARTENDER
(smiles)
Yeah? Where you been?

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

Bartender writes on a cocktail napkin.

presented by vkn.com

BARTENDER
Go see this guy.
This guy's is always putting guys on.

Waingro flips the Bartender a \$20.

WAINGRO
Thanks.

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

It's.. .

LILLIAN

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

LILLIAN
(heavy) . .
Get your fucking hand off my arm!

Waingro backs way off and shrugs - Lillian leaves.

CUT TO:

INT. LILLIAN'S CAR - LILLIAN - NIGHT

down the Strip. The RADIO is on.

RADIO ANNOUNCER (V.O.)
(radio filter) - .
Hey, hey!
(beat)
...there, old aware ones, and you, too,
my fair ones. When tears are falling like
rain the groove is strictly Coltraine ...

Lillian-turns right up into the driveway and pulls into Robert's Coffee Shop. She asks Solenko who's behind the cash register something, then leaves, heading across the street to.. .

CUT TO:

INT. NARROW POLYNESIAN BAR - BREEDAN - NIGHT

in a back corner, loaded, looks up.

BREEDAN
Hey!

presented by vkn.com

LILLIAN (O.S.)
Let's go, baby.

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

CUT TO:

EXT. POLYNESIAN BAR, TWO SHOT - NIGHT

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

BREEDAN
I got any left?

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

BREEDAN
(energy)
Yeah. That motherfucker ain't invented
the hard time this gangster can't handle!
(crashes)
Why you stickin' with me, Lillian? Why?

Lillian stares right at him.

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

BREEDAN
(cracks up)
Proud of me?
(beat)
What you proud of me for?

LILLIAN
(beat)
Come on home.

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

CUT TO:

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

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

CUT TO:

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

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

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

EXT. EMA PRECIOUS METALS, REAR ALLEY - PONTIAC.

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

CUT TO:

EXT. ADJACENT ROOFTOP - CAPT. JACKSON - NIGHT

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

JACKSON'S POV: ALLEY

Abandoned.

INT. EMA - HANNA'S STAKE-OUT

BRUCE
(into radio)
Okay.
(to Hanna)
Captain Jackson wants
to know what's goin' on.

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

He clicks off makes a drinking motion to...

HANNA

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

EXT. ALLEY - WIDE ON ALLEY - LATER

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

TIGHTER: CHRIS

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

CERRITO

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

TOP OF POLE - CERRITO

arrives. He's 18 inches away from 11 cops. Neither the SWAT Team nor Cerrito are aware of each other.

INT. EMA, INC. - HANNA

moves his head to ease the strain. A hearing aid receiver's in his ear. He looks at his men. The clock says 1:10 a.m.

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

HANNA

gestures for Bruce to quiet down.

EXT ALLEY – CERRITO

maneuvers past P.G.E. gear and opens the GTE junction box.

He hangs a small suitcase over the door with three black boxes and six alligator clips and starts searching for pairs of colored wires and bridging the jewelry store's alarm circuits.

EXT. ROOF - JACKSON

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

EXT. EMA, INC., REAR ENTRANCE - CHRIS

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

ECU: DOOR

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

ECU: CHRIS' FINGERS

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

WIDE: CHRIS

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

EXT. ROOF - JACKSON

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

INT. EMA, INC. - ON HANNA

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

INT. EMA, BASEMENT - WIDE ON VAULT DOOR

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

CHRIS

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

INT. EPC, INC. - BRUCE

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

HANNA

calms Bruce with hand gestures.

WIDE

presented by vkn.com

The clock says 2:00 a.m.

HANNA
(tense whisper)
Quiet!!

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

INT. BASEMENT - NEIL

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

NEIL.
(he decides: whispers)
...we walk.

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

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

CHRIS
(tense whisper)
We need the cash!!

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

No argument. Chris puts down his equipment.

ANGLE

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

EXT. ROOFTOP - ON JACKSON -

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

ROOFTOP POV: WIDE ON ALLEY BELOW

presented by vkn.com

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

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

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

INT. EMA, INC. - HANNA

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

For the first time in the last seven minutes we hear a normal voice. It's LOUD.

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

EXT. ROOFTOP POV: ON ALLEY BELOW

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

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

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

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

INT. EMA, INC., FIRST FLOOR - WIDE

Hanna snaps off the radio.

HANNA
Back to work.

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

RADIO

SMASHES into pieces.

CUT TO:

EXT. GENERAL LIQUORS, LAS VEGAS - WIDE - DAY

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

CUT TO:

INT. MARCIANO'S OFFICE - MARCIANO - DAY

hangs up the phone. we hear the DOOR OPEN.

MARCIANO
(rising; big smile)
Hi! What can I do for you guys?

HANNA

ignores his hand and shoves him back into his office chair with an open hand.

CLOSER

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

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

SCHWARTZ
Who? The fucking Tooth Fairy! So what?

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

MARCIANO
Oh, my God...

HANNA
Charlene Shiherlis.

presented by vkn.com

MARCIANO
Who?

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

MARCIANO
You can't tie me to her!

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

MARCIANO
Oh, man...
(to himself)
Why did I get mixed
up with that bitch?

HANNA
(sits down)
'Cause she's got a great ass and you
got your head all the way up it.

MARCIANO
(defeated)
So?

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

CUT TO:

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

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

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

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

presented by vkn.com

NEIL
(low)

Wake up! (beat) Assume they got our phones,
our houses bugged, beepers on all the cars.
We've got major problems.. Where's Cerrito?
Neil looks over at the cook behind the
high counter and recognizes him.

NEIL'S POV: DAVID BREEDAN

NEIL (O.S.)
Recognize the cook?

CHRIS
No.

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

INT. KITCHEN - BREEDAN -

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

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

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

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

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

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

Neil looks out and sees Cerrito.

NEIL
Sure. See you around.

INT. RESTAURANT - ON BOOTH

Neil slides in.

presented by vkn.com

NEIL
(to Cerrito)
What took you so long?

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

He doesn't have to say anymore.

CHRIS
Without the platinum how
do we buy the bank score?

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

CERRITO
What the hell happened to
Van Zant and our 750?

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

CERRITO
Van Zant gets a pass?!

NEIL
Fuck Van Zant. I got more motivation
to whack him than you do.
He is a luxury. Our problem is: jam and
take the bank or split. (beat) And I
mean right fucking now. Do not go home, pack, nothing.
Thirty seconds from now we are ~ on the road. Gone.

No answer. Chris and Cerrito are thinking.

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

NEIL
Michael?

presented by vkn.com

CERRITO
(quietly)
I roll with you. Whatever...

NEIL
(quietly)
Not on this one, Michael. On this
one you make up your own mind.

CERRITO
(he can't)
...you figure this the best thing to do?

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

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

Cerrito thinks. The he shrugs, laughs:

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

NEIL
All right. All right.

CUT TO:

EXT. WILMINGTON OIL FIELDS - OIL PUMP - DAY

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

CERRITO
That the place?

NEIL
Yeah. You see how the
road leads back around?

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CERRITO

Yeah.

NEIL

That's the escape route...

VERY LONG SHOT: NEIL, CERRITO AND CHRIS

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

SCHWARTZ (O.S.)

This is it.

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

CASALS

I know. Let's go!

WIDER

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

CUT TO:

SAME SCENE - WIDE - LATER - SUNSET

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

HANNA (O.S.)

What are they taking down out here?

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

CASALS

They were looking at something southwest...

HANNA

What's that down there?

CASALS

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

SCHWARTZ

The company only pays by check.

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HANNA

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

O. S. We HEAR a CLICK

HANNA

(continuing)

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

SCHWARTZ

That's what we were trying to figure

ANGLE ON HANNA

Recognition dawns.

HANNA

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

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

HANNA

(continuing; to Schwartz)

Is that guy something; or is that
guy something? I mean, you gotta give this
crew credit. They are so fucking good...
(beat) Know what he's looking at?

VERY TIGHT ON HANNA IN 3/4 REAR SHOT

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

HANNA

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

Hanna laughs.

EXT. KNOLL - L.S. HANNA - TWILIGHT

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

CUT TO:

EXT. KELSO'S TRAILER - WIDE - NIGHT

Neil comes out with Nate. Kelso moves in his wheelchair and closes the door. They cross to Nate's Buick and get in. Neil carries a large, black sample case.

CUT TO:

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

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

NATE
Worth it?

NEIL
(impressed)
There's enough circuit diagrams
and blueprints here to build
the bank. (beat) It's terrific.

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

NATE
His name is Hanna: first name, Vincent.
I smeared this sergeant in vice five yards.
Hanna's all over. He's a hot dog. Lieutenant in
Major Crimes Unit. He's taken down some heavy
crews. Blew away Frankie Yonder in Chicago
and he was a fucking maniac. Was working
Narcotics before that.
He's good, Neil. Dedicated. Divorced three times.
Current wife's Justine. He's why the extra heat.
(pause) Vice sergeant says Hanna likes you.
Thinks you're some kind of 'star.' 'You do this sharp,
you do that sharp. Look how sharp this guy is to figure that.

Neil laughs.

NATE
(continuing)
Funny as a heart attack.
(pause)
With this guy and this much heat,
you should pass on the bank.

NEIL
I've had heat before.

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NATE

That's not the point.

NEIL

This one's worth the stretch.

NATE

You sure?

NEIL

I'm sure. Drop me at the garage.

CUT TO:

INT. VAN ZANT OFFICE - ON VAN ZANT - DAY

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

HUGH BENNY

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

HUGH

Hear from him yet?

VAN ZANT

Not a thing.

HUGH

Maybe he went away.

VAN ZANT

(sarcastic)

Yeah. Sure. (beat) Not hearing
bothers me more...

(an afterthought)

Where's this guy?

Hugh gestures down the corridor.

WAINGRO

enters.

HUGH

(re: Wainqro)

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

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WAINGRO
Waingro.
My name's Waingro.
(smiles) .

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

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

VAN ZANT
(wry)
That's reassuring.

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

CUT TO:

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

enters. He's beat. He enters kitchen.

INT. KITCHEN - WIDE

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

HANNA
Justine?

No answer.

INT. JUSTINE'S BATHROOM - JUSTINE

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

HANNA
Where we going?

No answer. Hanna gets it.

HANNA
(continuing: acid)
Where are you going?

JUSTINE
Out.

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

INT. KITCHEN - HANNA

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

CUT TO:

EXT. 405 - TRAFFIC - NIGHT

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

CUT TO:

INT. TOWN CAR - NEIL - NIGHT -

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

NEIL'S POV: ONE UNMARKED POLICE CAR

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

NEIL

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

EXT. 405 SHOULDER - WIDE

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

NEIL

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

HANNA

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

NEIL

(beat; then)

Sure. Buy me a cup of coffee.

Hanna crosses back to his car.

CUT TO:

EXT. FOOD STAND - HANNA + NEIL - NIGHT

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

HANNA

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

NEIL

Yeah.

HANNA

Was McNeil as tough as they say?

NEIL

You looking to become a penologist?

HANNA

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

NEIL

You must have worked some dipshit crews. .

HANNA

I worked all kinds.

NEIL

(pause)

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

HANNA

No, I do not.

NEIL

Right. And I... (low threat)
I am never going back.

The adversarial intensity is eye-to-eye.

HANNA

Then don't take down scores.

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NEIL

I do what I do best. I take scores.
You do what you do best:
trying to stop guys like me.
(shrugs)

HANNA

You never wanted a
normal-type life?

NEIL

What the fuck is that?
Barbecues and ballgames?

HANNA

That's part of it.

NEIL

That's nice.
That your life?

HANNA

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

NEIL

A man told me once: you want to make moves?
Don't keep anything in your life you're not willing
to walk out on in 30 seconds flat if you feel the
heat around the corner. (pause) So it you're
chasing me and you gotta move when
I move, how do you expect to keep a family?

HANNA

What are you, a monk?

NEIL

No.
(pause)
I got a woman.

HANNA

What do you tell her?

NEIL

She thinks I sell swimming pools.

HANNA

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

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NEIL

That's the discipline

HANNA

What you're left with is pretty empty.

NEIL

Yeah? (beat) Then maybe you and me,
we should both go do somethin' else, pal.

HANNA

I don't know how to do anything else.

NEIL

(the shared confession)
...neither do I.

HANNA

And I don't much want to.

NEIL

Neither do I.

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

HANNA

We're sitting here like a coupla regular fellas.
You do what you do. I do what I gotta do.
What happens if I am there and I got to put you away?
(pause)
I won't like it. But, if it's between you and some poor
bastard whose wife you're going to make into a widow,
brother, you are gonna go down. 'Cause
you don't have to be there. You coulda gone and been
a... a mailman.

NEIL

There's a flip side to that coin. What if you got me
boxed in and I gotta put you down? (beat)
'Cause no matter what, you will not get in my way.
(beat) But now that we been face to face,
I would not feel good about that.
But I won't hesitate. Not for one second.

HANNA

(smiles)
Maybe it'll happen that way. Or who knows...

NEIL

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

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

HANNA
(to waitress)
Can we have the bill.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT -
entering.

DRUCKER
They dumped us!

HANNA
What?

DRUCKER
They dumped us.

HANNA
I was just with him!

DRUCKER
With who?

HANNA
Whattaya mean,
"they dumped us"?!

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

HANNA
(to Casals)
Cerrito?

CASALS
Disappeared. No calls to the house.
Not home.

HANNA
Locators on their cars?!

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

Hanna picks up phone to call someone.

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HANNA
(shouts)

They dumped all our tails?!!

CASALS

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

HANNA
(shouts)

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

CASALS

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

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

HANNA

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

No one does.

CUT TO:

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

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

NEIL
(whispers)

Got it. It's eighteen inches in.

CHRIS

opens his satchel and takes out a voltmeter.

CUT TO:

INT. BANK - UPPER STORAGE ROOM - WIDE - NIGHT

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

CUT TO:

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

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

ANGLE ON KITCHEN - BREEDAN

Sees Neil and nods. Neil waves.

NEIL

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

Chris looks at the wall clock: 12:30.

SOLENKO

crosses to CASHIER - an old lady with red lipstick.

SOLELNKO

(re: Neil, Chris and Cerrito)
How long those guys been sitting back there?

CASHIER

Hour or so...

SOLENKO

(crossing to grill)
They think this a hotel?

SOLENKO'S POV: OF NEIL, CHRIS AND CERRITO

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

SOLENKO (O.S.)

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

CUT TO:

INT. KITCHEN - BREEDAN - DAY

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

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BREEDAN

(without turning)

You spell me? I didn't take my break yet...

SOLENKO

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

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

BOOTH - CERRITO

on his fifth coffee, looks up.

CERRITO

Here he is.

TOWNER

crosses through and joins them. He's tense.

TOWNER

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

NEIL

What are you talking about?

TOWNER

Anna's got a perforated appendix.
We took her to the hospital.
They're operating right now.
It's a mess. I got to get back there.

NEIL

What the hell do I do for a driver?!

TOWNER

Look, I got her sister there, waiting at
the hospital. I came over 'cause
I didn't want to talk on the phone.
(continuing: rises)
I got to get back.
Last thing I'd do is let you down, Neil...

NEIL

What do you call this? Backing me up?

TOWNER

(tense; angry)

I waited too long trying to get past today!
So now maybe she got peritonitis. (beat) I got to be there...

He leaves.

CHRIS
What the fuck do we do now?

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

INT. KITCHEN - TWO SHOT - DAY

Neil enters. Breedan turns.

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

BREEDAN
Yeah?

NEIL
I need a driver.
Remember the drill?

BREEDAN
Yeah. When?

NEIL
Today. ...

BREEDAN
(looks at Solenko)
You're on.

NEIL
Out back in five.

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

SOLENKO

races in.

BREEDAN

rolls his apron into a ball and throws it away.

SOLENKO
(shouts)
Where the fuck you going?

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

CUT TO:

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

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

WAINGRO (O.S.)
They buy it'?

WAINGRO

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

TOWNER
Yeah.

WAINGRO
(buddy-buddy)
I got to hand it to you, sport.
You're slick, man.
Smart how you handled all this.
On the ball. Yeah.

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

TOWNER
(wry)
Thanks. Where's Anna'?

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

TOWNER
That's right.

WAINGRO
(to Hugh)
Make the call.

Hugh crosses to the phone.

TOWNER
Where's she?

WAINGRO
I dunno.

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TOWNER

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

WAINGRO

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

TOWNER

You hope.

(pause)

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

Towner looks at Hugh.

HUGH

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

TOWNER

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

TOWNER

(screams)

Anna?

WAINGRO

(following: to his back)
... showing her a good time.

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

CUT TO:

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

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

NEIL

(O.S.)

There's the slot.

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

BREEDAN

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

NEIL

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

BREEDAN

Police response time?

NEIL

There is none.

BREEDAN

Why?

CHRIS

Cause we bypassed all the alarms last night.
For you this whole thing is a slow
cruise down Hawthorne

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

CUT TO:

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

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

CUT TO:

INT. MERCURY WAGON - CERRITO - DAY

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

CLOSE SHOTS

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

NEIL

checks his watch.

NEIL

(with finality)

Drop us in the slot. Let's take it down.

The Mercury wagon pulls from the curb.

CERRITO

checks and he re-checks his gun.

BREEDAN

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

EXT. HAWTHORNE AVENUE - MERCURY

APPROACHES CAMERA. Breeden puts on the left turn signal and stops for the sign. Hawthorne is crowded with housewives, women and kids and commercial traffic. There's a Safeway down from them with afternoon shoppers and newspaper racks.

CUT TO:

INT. HANNA OFFICE - DIETER - DAY

enters.

DIETER

(casual)

Hey, Casals. I got this tip phoned
in about this bank.

It mean anything to you?

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

CASALS

(shouts)

Vincent! Vincent!

WIDE

Hanna comes up, coffee in his hand.

CASALS

Commercial Bank!

Wilmington! 2:50!

They look up at clock.

THEIR POV:

It's 2:43.

WIDE

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

CUT TO:

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

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

RADIO ANNOUNCER

(V.O., radio filter)

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

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

CUT TO:

INT. SHIHERLIS APARTMENT - DOMINICK - DAY

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

ANGLE

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

CUT TO:

INT. BANK - ON STREET DOOR - DAY

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

ON SIDE DOOR

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

NEIL

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

JOHN
(to Neil)
Hi!

NEIL
Hi! Can I borrow
your pen, John?

JOHN
(smiles)
Sure thing!

John reaches into the side jacket pocket.

NEIL

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

Meanwhile:

CERRITO

CERRITO
Say, Frank...?

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

Meanwhile:

CHRIS

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

WIDE - THE BANK

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

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NEIL

(very nicely)

Ladies and gentlemen!

We are holding up this bank.

We want to hurt nobody.

You do exactly like we say and you come
away okay. We're here for the bank's
money, not your money...

TIMMONS

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

NEIL

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

FACES

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

NEIL

(to customers - like a commercial)

...don't forget your money is insured
by the Federal Government.

You're not going to lose a penny.

Relax and you'll get through this okay.

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

He smiles.

NEIL

reaches Timmons.

NEIL

(smiles)

The key.

TIMMONS

What key?

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

NEIL

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

NEIL

Don't touch your face.
Let it bleed.

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

CERRITO

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

PAN ON KEY

through the air and is caught by Chris.

NEIL

throws Timmons' key. PAN it to Chris.

CHRIS

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

CERRITO

handcuffs Magid.

NEIL

handcuffs Timmons to his chair.

INT. VAULT

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

LOW ANGLE: STEEL INNER SANCTUM

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

THE CANVAS BAG

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

NEIL

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

CUT TO:

EXT. BANK - WIDE FROM FRONT - DAY

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

NEIL

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

CUT TO:

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

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

SCHWARTZ
Too many people.
This isn't how to handle it...
(shouts) Vincent! Fuck this crew!
Let 'em go!

CLOSE: HANNA

has to decide.

HANNA'S POV: CERRITO'S

dumped the FIRST BAG in the station wagon and Neil re-entering the bank for
the SECOND BAG.

HANNA

as car pulls in.

HANNA
(to Bosko)
Left flanking fire.
Across the street.

He made the decision.

CUT TO:

EXT. BANK AND STATION WAGON - CERRITO - DAY

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

PROFILE: NEIL

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

NEIL'S POV: HANNA + SCHWARTZ

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

CHRIS

is hit in the neck.

NEIL'S

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

BOSKO

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

COP #1
Drop! Drop down!

CERRITO

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

THE STREET - WIDE: A BUS

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

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

NEIL

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

HANNA

pulls Schwartz to cover.

CHRIS

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

EXT. PARKING LOT

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

MAN

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

EXT. BANK - CERRITO

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

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

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

ON STATION WAGON

Breedan floors it.

HANNA

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

BOSKO

rounds the bus with the AR-180 and OPENS UP.

STATION WAGON

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

NEIL

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

INT. STATION WAGON - BREEDAN

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

EXT. STREET - STATION WAGON

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

INT. STATION WAGON - CERRITO

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

CUT TO:

EXT. SIDE STREET - CERRITO

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

WIDER

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

CUT TO:

EXT. SAFEWAY - TRACKING NEIL + CHRIS - DAY

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

TRACKING HANNA

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

HANNA
(shouts at - pedestrians)
Get down! Get down!

EXT. SAFEWAY PARKING LOT - NEIL + CHRIS

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

NEIL

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

CUT TO:

EXT. SAFEWAY - HANNA + CIVILIANS -

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

HANNA

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

NEIL

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

EXT. ALLY - WIDE

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

HANNA

runs to the alley - pulling his radio:

HANNA
(into radio)
This is Hanna!
(no response: shakes it) .
Come In....

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

Meanwhile:

CUT TO:

EXT. SIDE STREET - WIDE - DAY

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

CERRITO

grabs up a girl out of the yard.

CERRITO
(nice)
C 'mere, honey.

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

Meanwhile:

EXT. ALLEY - HANNA

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

OVER HANNA'S SHOULDER: CERRITO'S

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

CERRITO

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

HANNA

FIRES ONCE.

WIDE - CERRITO

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

WIDE - HANNA, DRUCKER + BOSKO

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

BOSKO

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

HANNA

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

CUT TO:

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

is unconscious on the table. BOB, a veterinarian of 55 in a white coat and baldhead, works on him. DOGS BARK O.S. from the kennels. A CLAMP CLATTERS into the bowl. Chris moans in a dry rasp and convulses. Bob motions to Neil to hold Chris' shoulders.

NEIL

holds Chris down.

BOB
(O.S.)
Bottom tray.

With one hand Neil gives Bob a tray of syringes.

WIDE - THE SURGERY

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

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

CUT TO:

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

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

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

NEIL
(nods)
What's the bottom line?

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DR. BOB

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

NEIL

Six, seven hours.
What do I owe you?

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

DR. BOB

It's got to be twenty thou.

NEIL

What is this?

DR. BOB

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

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

NEIL

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

Bob looks at Neil's eyes and believes it.

CUT TO:

INT. SURGERY - CHRIS - DAY

on his stomach, breathing heavily.

NEIL

I'll be back for you.

CHRIS

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

NEIL

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

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CHRIS
(rasps)
Who.. .

NEIL
Who wasn't there ... Towner.

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

CUT TO:

EXT. HAWTHORNE - WIDE - SUNSET

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

ANGLE

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

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

ELAINE CERRITO

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

CLOSER

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

NEWS CAMERAMAN

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

CUT TO:

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

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

CUT TO:

IN POLYNESIAN BAR, DOOR – LILLIAN - NIGHT

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

LILLIAN

crosses to the bar and leans over.

LILLIAN
Say, bartender...?

BARTENDER

rings up a sale, changing a \$20.

BARTENDER
In a minute, lady.

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

LILLIAN

sees none of it. Then, impatient:

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

More robbery aftermath plays across the screen.

BARTENDER

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

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

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

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

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

CUT TO:

INT. SHIHERLIS APARTMENT - WIDE - NIGHT -

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

CHARLENE.

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

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

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

MARCIANO (V.O.)
(phone filter: eager)
Sugar. I'll catch the 8 o'clock and rent a car.
I'll be there at your place in two hours.
Get packed. Okay? I'll be right there.

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

CUT TO:

INT. TOWN CAR - NEIL - NIGHT

on the phone. No answer. He hangs up.

CUT TO:

INT. MARCIANO HOME - MARCIANO - NIGHT

WIDEN TO INCLUDE Las Vegas uniformed COP and a PLAINCLOTHESMAN who's risen off of his seat. A tape recorder's attached to the phone.

PLAINCLOTHESMAN
Let's get you on that plane.

CUT TO:

EXT. TOWNER'S HOUSE - ESTABLISHING - NIGHT

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

CUT TO:

INT. TOWNER LIVING ROOM - ON WINDOW - NIGHT

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

WIDE

Neil FLASHES his penlight around the room. Nothing.

INT. TOWNER BEDROOM - DOOR

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

INT. TOWNER KITCHEN - LOW

Neil - cautiously - enters. Nothing. O. S. we HEAR WATER RUNNING from another room. TIGHTEN. Neil works his way to the SOUND. He crosses to the bathroom off the kitchen.

INT. TOWNER BATHROOM - ON NEIL

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

NEIL'S POV: WIDE - ON THE FLOOR -

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

ANOTHER ANGLE

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

NEIL
Who?

TOWNER
(whispers)
Made me... Anna...?

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

NEIL

(grim)

She's dead... (beat) So's Cerrito and
Breedan...the guy who stood in for you.
(beat) Who did this...?

TOWNER

(whispers)

They had Anna.

NEIL

(softly)

Who?

TOWNER

Waingro.

NEIL

Waingro?

On his own?

TOWNER

(whispers)

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

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

NEIL

Van Zant?

Towner nods his head.

NEIL

(continuing)

You sure?

TOWNER

(nods; whispers)

Uh-huh.

NEIL

You say anything about
our exit? Our out?

TOWNER

(whispers)

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

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NEIL
C'mon!

TOWNER
(implores: whispers)
Neil...Neil...I don't think so.

Neil can't get a straight answer.

NEIL
(low)
The house clean?

Towner nods.

NEIL
(continuing; rising)
I'll call the medics.

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

CUT TO:

EXT. PUBLIC PHONE IN GAS STATION - NEIL - NIGHT

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

NEIL
(quietly; into phone)
...Nate

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

NEIL
(into phone)
No.

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

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

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

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

NATE (V.O.)
(phone filter)
Do you know it's blown?

NEIL
(into phone)
How can I trust it?

Hangs up. Neil drops another quarter and dials again. After a moment.

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

NEIL
(into phone)
Things are screwed up. You're not flying
out after me. We go together.
You and me got to straighten
something up first. I'll be by later.

EADY (V. O.)
(phone filter)
What's wrong? Neil?

Neil hangs up.

CUT TO:

EXT. VAN ZANT HOUSE, FRONT DOOR - WIDE - NIGHT

Neil enters directly from the front door and RINGS the bell. It's a \$3,000,000,
70's modern. Neil puts his finger over the peephole. After a few moments:

CUT TO:

INT. HOUSE - VAN ZANT

can't see. Tries light switch. Nothing. He puts his ear to the door to hear if
someone's there.

VAN ZANT
(O.S.)
Who is it?

No answer.

EXT. HOUSE - NEIL

kicks the door in.

INT. HOUSE - VAN ZANT

goes flying back.

NEIL

is four feet away. The big .45 Automatic is aimed into the center of Van Zant's chest.

NEIL
Waingro. Where is he?

VAN ZANT
(shouts)
How the hell should I know?

Neil pulls the trigger: TWO LOUD SHOTS blow Van Zant back into his foyer. He slides 15 feet across the highly polished black and white tiled floor. Neil walks away.

CUT TO:

EXT. L.A. CENTRAL MARKET PARKING LOT - WIDE - NIGHT

Porters wheel huge loads of fruits and vegetables and sides of beef. Massive semi's pull through the lot.

NEIL (O.S.)
How much?

NATE (O.S.)
\$165,000.

NEIL (O.S.)
That's a rip-off.

ZOOM onto cars parked side by side facing opposite directions: Neil's Lincoln and Nate's Cadillac. They talk car-to-car.

NATE
You want a good getaway and you're hot with a big score in your pocket. You're a media event. What the fuck do you expect?

NEIL
What do I get for those dollars?

NATE
You end up in Ireland with good papers and plastic

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NEIL
Via what?

NATE
Lear jet to Vancouver.
Then commercial to Reykjavik:
then Dublin.

NEIL
Reliable?

NATE
For those bucks? 100 per cent.
I got the plastic on me.
The passports will be on the plane.
Who's the third?

NEIL
A girl. With her own papers.
(takes cards)
What are these good for?

NATE
Forty-five to sixty days.

NEIL
How soon?

NATE
Twenty-four hours.

NEIL
Make it twelve.

NATE
You're going for an important ride.
If they say twenty-four for it to
be right, then it's twenty-four!

NEIL
You checked all around?

NATE
All around. (beat) You and I go
way back, kiddo, I bought you the best.

Neil says nothing. Then:

NEIL
Where's the pick-up?

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NATE
Santa Monica Airport.
They're a legit operation. I won't have
details until tomorrow morning.

He hands over a small briefcase.

NATE
(continuing)
What is it?

NEIL
Kelso's share. Ten percent. \$400,000.
That's less the 50 advance.
The other bag was with Cerrito.

CUT TO:

INT. LAPD CORRIDOR - ON HANNA, DRUCKER + FARINA - HAND HELD

They're moving fast down the corridor. Hanna is throwing everything into
motion. -

HANNA
(to Farina)
You stick with the Charlene Shiherlis piece.

FARINA
Marciano's on a plane in here from
Las Vegas to pick her up.
We got a house all set..

HANNA
Maybe Chris or Neil will come for her.
Frankly, I doubt it.
(to Drucker; continuing)
You work Neil's transport
from here on the phones.

DRUCKER
McCauley's gotta be gone. He
hadda have a getaway planned.

HANNA
And now he's gotta get a new one!
Would you trust it after this afternoon?
Someone, somewhere's aqenting it for him.
That's a main track. We got Shiherlis setting up.
That's a main track. I want more.

FARINA
How much time we got?

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Hanna turns toward a door.

HANNA

Eight, ten, twelve hours.
For him to set up a new out.
After that? He's gone. Bam! Bye-bye.

Hanna exits through the door.

CUT TO:

INT. INTERROGATION ROOM - WIDE - NIGHT

Hanna and Drucker enter. Bosko's there with HARRY DIETER the burglary cop who gave Casals the tip on the bank job.

HANNA

(to Bosko: sarcastic)
He's the burglary cop
with the "terrific tip?"

BOSKO Yeah.

DIETER

Who are you?

HANNA

Hanna.
Where'd it come from?

DIETER

(defensive)
I got my informants.
Just like you got...

Hanna kicks a chair out of the way and bounces Dieter up against the wall.
Bosko starts to restrain him.

HANNA

(explodes)
I got Schwartz. Dead.
Casals got no liver. He's dying.
Don't come on to me with
"confidential source" crap!

He slams Dieter into the wall.

DIETER

(shouts)
Hugh. Hugh Benny.
He gives me tips!

Hanna's gone. Bosko follows.

CUT TO:

INT. HUGH BENNY'S APARTMENT - FRONT DOOR - NIGHT

HOLD. Then it EXPLODES off its top binges and hangs disabled. Hanna comes through with the cut down sledge hammer. He's backed up by Bosko and Berryman - another middle-aged heavyweight - with a regulation 12-gauge.

REVERSE - LIVING ROOM - HUGH BENNY

himself a heavyweight, races across the room for the rear. Hanna tackles him.

BOSKO

hauls Hugh up, kicking, punching and bouncing him off the walls. Hugh swings at Bosko. Bosko knocks it aside, and spins him to Hanna. Hanna throws him into the bathroom.

INT. BATHROOM - BENNY

crashing in. Hanna throws him through the shower door into the bathtub. Hugh's cut.

HANNA

(shouts)

Who ratted-out McCauley?

C'mon! Who? You?

CUT TO:

EXT. MARINA DEL RAY CONDOS - NIGHT

Farina gets out of an unmarked car with Charlene Shiherlis and a sleeping Dominick and they cross into the building. It's a rough cedar, two-story studio. A second car empties four cops - including Cop #4 and Cop #5 - carrying flack vests and M-16's. As they confer about positioning...

CUT TO:

INT. SECOND FLOOR APARTMENT - CHARLENE - NIGHT

enters and sees Marciano already there. Surprised:

CHARLENE

(screams)

Whose side are you on?

MARCIANO

I'm on yours.

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CHARLENE

You slimy piece of shit.
What a joke.

MARCIANO

You told me you want out from under?
You're scared to death of Neil.
You wanted out? This is out!

CHARLENE

What's your end?

MARCIANO

You dumb broad!
How'd I get into this?

FARINA

Hey, hey! Go easy on the lady!

MARCIANO

(surprised)
Huh?

FARINA

You heard me.
She had a rough ride.
(beat)
Go mix her a drink.
Cabinet above the sink.

MARCIANO

Fuck her.

FARINA

Get the fuck in there!

Marciano does. Charlene seems to soften and relax and take satisfaction at Marciano's put-down.

FARINA

(continuing - soft)
He's right. And you know it.
You think you'd be betraying Chris?

CHARLENE

(right to his face)
Yes

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FARINA

Well, you're right. You would be.
But if you don't betray Chris,
you betray Dominick. Because he becomes an
orphan when you go to prison as an accessory
'cause you got no living parents to take him.
Then he ends up state-raised and fucked for life.
Your son Dominick's innocent.
He didn't choose a life like that. Chris did.

Charlene rises and crosses to a bedroom and looks in the door - presumably
at Dominick.

FARINA

(continuing)

Give up Chris.
You get off clean.
Do it for your kid.

Charlene sits - shell-shocked - dressed in black with white face and red
lipstick. Marciano re-enters with a drink for her. Charlene looks towards the
bedroom containing Dominick, then nods her head "yes." Farina dials a
number.

FARINA

(continuing into cellular phone)

Vincent. It's me.
We're set here.
She'll make the call.

Charlene dials a number into the regular phone. Then:

CHARLENE

(into phone)

I'm going to give you an address
of where I'm staying.
Could you get it to Chris?

CUT TO:

INT. HUGH BENNY' 5 APARTMENT - HANNA - NIGHT

HANNA

(into phone)

Okay.

He hangs up. Redials Drucker. In the b.g. Hugh Benny is handcuffed, soaking
wet and half-conscious on the floor. Berryman watches him.

DRUCKER (O.S.)

M.C.U.

presented by vkn.com

HANNA

(into phone)

It's me. Tracks back to this union guy,
Van Zant. He had some beef with Neil.

Neil already settled it. Van Zant got
dead earlier tonight. (pause) Now Hugh

Benny has reformed his wayward life and become a
born again good citizen. So, he's revealed the key
player is this cowboy Waingro. Used to be part of
Neil's crew. Waingro committed a double murder
today on Towner, a driver, and his old lady.

(pause)

Meanwhile Waingro's checked into the Airport
Hyatt House under "Jamieson."

Maybe Neil will make a move on him,
but not likely.

(pause)

Get the word to bailbondsmen, bookies,
snitches in County, etc. where Waingro is.
And get a team down there to set it up.

DRUCKER (V.O.)

(phone filter)

Want me to do it?

HANNA

(into phone)

No. You stay on who's agenting
Neil's getaway. What have you got?

DRUCKER (V.O.)

(phone filter)

Nothing yet.

Hanna hangs up.

HANNA

(to Berryman)

He's here. He's still here.

I can feel it.

BERRYMAN

For how long?

HANNA

Eight, ten hours max.

CUT TO:

INT. EADY'S HOUSE - EADY - NIGHT

was in bed. Now she answers the door. The bamboo shades are partly raised revealing the L.A. basin: the city of light. She wears a red and black Japanese kimono. Neil McCauley enters. Eady stares at him as he crosses to the fridge and drinks from a bottle of club soda.

EADY
(quietly)
What did you do?
(re: TV)
Was that you?

NEIL
It's what I don't do.
(beat)
I don't sell swimming pools.
It would have been okay.
You would have flown out after.
You didn't need to do a thing.
Now I'm jammed.
We got to go together.
Because we get dropped in a place
and then I decide: New Zealand or Brazil
or Tunisia, whatever. I can't leave
a string back here to where I am.

EADY
(confused)
What...?

He realizes he's way ahead of her.

NEIL
I rob and steal for a living.
Do you understand?

EADY
(amazed)
You killed people?

NEIL
If they got in the way.
Yes. It's their problem.

EADY
The woman on the grass...
where her husband got shot...

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NEIL

Elaine Cerrito.

(pause)

Michael Cerrito's wife.

Michael was my friend.

He knew the risks.

He didn't have to be there.

He coulda been a... been a mailman.

(he stops)

EADY

I don't believe it.

NEIL

Believe it.

She stares at him.

NEIL

(continuing)

Eady. Get packed.

Get dressed. Let's go.

Eady runs out the door.

CUT TO:

EXT. HILLSIDE - WIDE - NIGHT

Eady - in her black and red kimono - tears up the steep hillside of golden fountain grass TO CAMERA from her house on the side of the hill. We HEAR her BREATHING.

NEIL

(after her)

Eady!!

ANOTHER ANGLE

She keeps going. Neil catches her and she falls into the grass.

CLOSE - TWO SHOT

EADY

(explosively hysterical)

Why you do this to me!

What I do to you?!

NEIL

Shut up!

She does. She goes totally blank. Neil picks her up.

CUT TO:

INT. EADY'S HOUSE - WIDE - DAY

It's morning. Eady' s affect is flat, robotic.

NEIL

(soft)

Use these credit cards.
They say "Mr. and Mrs."
I reserved the car.
Buy me some clothes.
Here's a list.
I can't go home for my stuff.
Can you do it?

EADY

When's it over?

NEIL

Twenty-two hours.
Then we fly out of here
...clean.

He kisses her. She doesn't respond. She stares at him.

EADY

I want you to let me go.
When will you let me go?

NEIL

You can go now.
There's the door, you want out...

EADY

No, I have to do what you say.
But will you let me leave after?

NEIL

It will be different...

She starts to leave. Neil stops her. She glances at him and leaves.

CUT TO:

INT. CAR - HANNA - DAY

driving. It's morning. He's been up all night.

CUT TO:

INT. HANNA CONDO - HANNA - DAY entering door.

COOKING SOUNDS. He stops. Frozen.

HANNA'S POV: A MAN on his sofa watching his TV. His name is RALPH.

JUSTINE (O.S.)
(ignorant of Hanna's presence
(to Ralph)
It's ready...

JUSTINE

enters, sees Hanna.

JUSTINE
(Cool)
Oh. Meet Vincent...

RALPH
Excuse me.
You didn't tell me you were...

Ralph sees Hanna's 2" .38 in his waistband.

RALPH
(continuing)
Oh, my God...

HANNA
What's your name?

RALPH
(frozen)
I should....Ralph...I'm...

Hanna's reaction to Ralph is vacant of emotion.

HANNA
I'm Vincent Hanna.

JUSTINE
Don't you even get angry?

HANNA
(to Justine)
I'm angry.
(to Ralph)
Ralph, you can ball my wife.
You can lounge around her \$1.7
million condominium on her sofa.
You can do all those things.
But you do not get to watch my fucking TV...!

Hanna lifts it off the table ... spilling framed pictures. A commercial segues to a quiz show.

HANNA

(continuing: to Justine)
I've never screwed around.
I've been true blue to you since
the day we met.

JUSTINE

It would have been preferable if you had!
You made me do this!

HANNA

Right. I had Ralph fuck you 'cause
it makes me feel so good.

JUSTINE

Put down the television.
You look ridiculous.
(he doesn't)
Dr. Prince says I'm trying to get
your attention. Christ! I have to pay
someone to figure out my life with you.

RALPH

Maybe I should...

HANNA

Shut up!

JUSTINE

Why's it my job to figure it
all out and explain it to you?

HANNA

'Cause you're the one who
spends all the time on the couch.

JUSTINE

And what do you do?

HANNA

What do I do? I speak the English
language. Words. Sentences even.

JUSTINE

How admirable: proletarian candor.

HANNA

Thank you.

JUSTINE

Except you don't say a damned thing.
You neglect me. You don't call.
I can worry about you or not. So I withdraw.
You don't notice. You're walking through our
life chloroformed, Vincent. wake up.
It's almost over.

She unplugs the TV. The Omega Hanna's holding dies. Hanna looks at her and leaves.

CUT TO:

EXT. DR. BOB'S DOG AND CAT HOSPITAL, KENNELS - WIDE - DAY

Basset Hounds BAY. Nate, Neil and Chris walk between the cages of parked pets - all of whom make a RACKET. The talk loudly over it. Chris' left arm is in a canvas sling. His hair has been cut short. He looks different. Dogs BARK throughout.

NATE

I got Cerrito's share deposited in
the Delaware Trust for Elaine. She's pretty bad...
(pause) Passports. Traveler's checks. Plastic.
(hands them over) Hangar 17.
Plane call letters are 1011 Sierra.
Touches down, holds for five minutes and splits.
The plane will stand an FAA check.
Filed flight plan. The works.
(to Chris) Here's the address Charlene
said she was at. But I don't have documents for her.

CHRIS

I'm not flying. I'm drivin'.

NATE

(looks at Neil: to Chris)
Fly. Send for her later.
(to Neil)
Can't you talk to him?

NEIL

I been trying.

NATE

(to Neil)
Talk to you in three hours
in case there's changes.

Nate leaves.

NEIL + CHRIS

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NEIL

Use the Camaro. It's clean and will
stand a DMV check.
Registration's in the glove box.

CHRIS

How you getting around?

NEIL

Someone's picking me up.

CHRIS

A girl on the side?

NEIL

(laughs)

See you, cowboy. .

CHRIS

So long, brother.

They embrace. Neil slaps the side of his face slowly - and leaves.

CUT TO:

INT. MERCEDES 560 SL, TRAVELING - NEIL + EADY - DAY

EADY

(driving)

Clothes are in the trunk.

NEIL

Any trouble?

EADY

No. When's it over?

NEIL

six hours. 5 p.m.

She stops for a red light - a little sharply.

NEIL

(continuing)

I'll buy you lunch. Everything's smooth.
We're going to flyaway...

Neil looks for Eady's reaction: no response.

CUT TO:

INT. MARINA APARTMENT - WIDE - DAY

Farina's been up all night and looks it. Bags of take-out food and coffee contains-litter the table. Dominick crawls over and up Farina's leg. Charlene comes over. Farina picks Dominick up and makes a face and growls. Dominick laughs.

Charlene smiles and takes him. Phone RINGS. Farina takes it, listens. Then:

FARINA
(into phone)
Not a thing. What about you?

CUT TO:

INT. HANNA OFFICE - WIDE - DAY

Hanna, Drucker and Bosko - more all-nighters with one day growths - pore through files and hang on phones.

It's frantic. Hanna's on with Farina. -

HANNA
(into phone)
Someone's agenting Neil's stuff?
Who? The Tooth Fairy?
Talk to you later.

Hanna hangs-up. He thinks for a second.

HANNA
(continuing; suddenly to Drucker)
...how did Charlene get the
Marina address passed to Chris?

They come up out of their chairs and Hanna's punching numbers. He's furious.

HANNA
(continuing; to - Drucker)
I don't believe I didn't think of this.
(into phone)
Farina?

CUT TO:

EXT. SAN DIEGO FREEWAY, PHONE BOOTH - NEIL - TWILIGHT

Green vapor lights have ignited on the freeway behind them. Neil drops the quarter and dials. Eady sits in the Mercedes - waiting. Behind them streams of cars and headlights pass by. We HEAR a PHONE RING.

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NATE
(phone filter)
Yeah.

NEIL
(into phone)
Hi ya.

NATE (V.O.)
(phone filter)
You okay?

NEIL
(into phone)
Yeah, Breedan's end?

NATE (V.O.)
(phone filter)
Still can't find nobody.
It's in the Delaware Trust.
You tell me later what to do.
And about your ride. No changes.
Right on schedule.

NEIL
(into phone)
Okay...

Starts to hang up ...

NATE (V.O.)
(phone filter)
By the by: I heard your pal is
checked into the Airport Hyatt under
"Jamieson"...if you still care...

Neil doesn't answer.

NATE (V.O.)
(continuing; phone filter)
I figured you wouldn't waste the time.

In the background Eady turns on the radio and watches Neil in the phone booth and rests her chin on her hand on the door.

NEIL
(into phone) You figured right
(smiles)
Take it easy, old man.

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NATE (V.O.)
(phone filter; laughs)
You take it easy. Be careful, huh?

Neil hangs up and turns to Eady. He stands there. He nods.

NEIL
(to Eady)
That was the last bridge.

Eady looks away.

NEIL

gets in and hugs her desperately. It's the most emotional we've ever seen him. Eady responds not at all. Neil lets her loose.

CUT TO:

INT. NATE'S STOREFRONT TAX OFFICE - NATE - DUSK

hangs up - still smiling. Behind him - out the window - two cars SCREECH to a halt. Hanna's the first one out. Bosko and Drucker are in the second car. Guns drawn, they bust into the Tax Office. As they come through the door:

CUT TO:

INT. HANNA'S CAR, TRAVELING - WIDE ON REAR SEAT - NIGHT

Nate's handcuffed behind his back between Hanna and Bosko.

HANNA
He blows out of here,
you'll do his time. I want ...

NATE
(shouts back)
Screw what you want.
Who the fuck are you?

HANNA
(shouts)
Your worst nightmare.
Hard time, Nate!

NATE
(shouts)
I ain't looking at shit, and you
know it! So don't con me.

BOSKO
(grabs Nate: to Hanna)
I'll work him...

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NATE
(shouts at Bosko)
Go ahead!

HANNA
(to Bosko)
Don't touch him! .
(to Nate)
Accessory. Armed robbery and
murder one. Dealing stolen
merchandise and securities.
You agent for Neil.
At least the armored car and bank.
Everything I tie him into, I tie you into.
Two cops dead.
Other bodies on the sidewalk.
You understand that kind of heat?
You fucking get it!

NATE
Neil who...?

CUT TO:

INT. DIVISION, BOOKING ROOM - TRACKING ON - NIGHT

Hanna dragging in Nate followed by Drucker and Bosko. A Booking Officer's in front of a cage. Hanna throws Nate at the cage.

HANNA
(shouts to Drucker)
Book him on Accessory to Armed
Robbery, Murder One, A.D.W.,
and Trafficking Stolen Merchandise.
(shouts at Nate) The Nazi's in
Quentin will turn your ass into a satchel.
You're an old man. Gimme Neil!

NATE
(shouts back)
What I'll give you is so many
false arrest lawsuits, you won't have time to
write traffic tickets!

Nate's dragged away.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT

with Drucker and Bosko - enters and kicks a chair out of the way.

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HANNA
Get me Farina.

Drucker punches in the number.

DRUCKER
Can we put Nate away?

HANNA
With a staff of five or six marshaling
physical evidence for six months
after two years' worth of continuances...
maybe he'll do 18 months.
Won't fucking happen.
(to Bosko)
Check the bait.

BOSKO
Waingro?

HANNA
Yeah. At the hotel.

Bosko starts dialing. Drucker hands Hanna the phone with Farina on the other end.

CUT TO:

EXT. PACIFIC PALISADES CLIFFS - TWO SHOT- TWILIGHT

The sun is setting beyond Point Dume. Neil and Eady are at the edge of the sea cliff. He checks his watch. He looks out at the sky. He wears clothes Eady bought.

THEIR POV: SANTA MONICA BAY

The swells rock a few small boats near the reef: PAN RIGHT. The sun is gone. The sky turns red. To the LEFT the bulk of a 747 rises over the ocean slowly, as if gravity didn't exist.

NEIL
Look over there.

EADY

watches screaming gulls swirling below against the water.

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NEIL

(talks to the back of her)

I don't even know how to think like this
...cause this has happened to me late in my life.
But I got some expectations. For us.
You can walk right now if you want.
Walk away. Or you... on your own...
you choose to come with me.
I got enough in there to take care of us for forever.

There's no response.

NEIL

(continuing)

Eady.

She turns and looks into his eyes. He touches the side of her face.

NEIL

(continuing)

Eady?

She folds into his arms and they stand there against the darkening sky and red cirrus.

CUT TO:

EXT. MARINA - WIDE ON ALLEY FROM ROOF - TWILIGHT

Neil's Lincoln driven by Chris enters and parks near six guys playing shirts and skins under two spotlights. He winces from the pain. His arm is in the sling. He looks at the piece of paper Nate gave him and looks up TOWARDS CAMERA at the address. He doesn't get out of the car.

COP #6 (V.O.)

(radio filter: matter of fact)

Richie.

A possible moved into the zone.

COP #5 (V.O.)

(radio filter)

We got him.

FARINA (V.O.)

(radio filter)

I copy.

PULL BACK TO REVEAL we're SHOOTING FROM the roof of the apartment building DOWN onto the alley and in the FOREGROUND, prone on the roof is COP #5 in flack vest with an AR-180 rifle with a nite-site scope aimed at Chris. Two buildings away is Cop #4.

CUT TO:

INT. HANNA'S OFFICE - WIDE - NIGHT

Hanna's on the phone.

FARINA (V.O.)
(phone filter)
Got a live one.

HANNA
(into phone)
I'll hold.

CUT TO:

INT. SECOND FLOOR APARTMENT - FARINA - NIGHT

WIDEN TO INCLUDE Charlene, two cops and Marciano (very nervous). Farina folds away from the window and sets down the phone - off the hook.

FARINA
(to Charlene)
C'mon, sugar: show yourself.

MARCIANO
(to Charlene)
Do it!

FARINA
(to Marciano)
Shut up!!

Marciano fades back. Charlene sits frozen to the spot. It's as if the pressure had battered her into a stupefied tranquility.

FARINA
(continued)
One second at the window.
Then it's allover...

CHARLENE

looks at Farina. She slowly crosses to the window. Marciano has faded to the back of the room.

CUT TO:

EXT. ALLEY - CHRIS

looks up.

CHRIS POV: CHARLENE

looks down at Chris - deep into his eyes. She's disturbed. She's unsure. Then she decides.

CHRIS

looking up into Charlene's open face from inside the Lincoln. He starts to get out. Then he sees...

CHARLENE

And we TILT DOWN her body to her hand at her side. Her hand subtly waves him away, gestures towards the roof.

INT. APARTMENT - REAR SHOT ON CHARLENE

CHARLENE
(irritated)

For Christ's sake...that's not even him.
That's not Chris.

EXT. ALLEY - WIDE ON CHRIS

turns to basketball players.

CHRIS
(loud; tight)

Any of you guys know anything
for rent around here?

BASKETBALL PLAYER #1
Alberiz's grocery on Dell Avenue
got cards on the wall.

He dribbles and fakes a hook shot and passes. Chris starts to look down the alley.

FARINO (V.O.)
(radio filter) Unit two.
This is command.
Take him at the street.
Check him out.

UNIT TWO (V.O.)
(radio filter) 10-4

INT. APARTMENT - WIDE

Charlene crosses back to her chair. Farina stares at her unsure. Marciano re-enters and paces idly.

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MARCIANO
(worried)
Where the hell is he?

CHARLENE
(taunts him)
Maybe he's not coming.

MARCIANO
(explodes)
You better hope he shows!
Or you're going to the can, you two dollar...

Farina grabs Marciano, spins and slams him into the wall.

FARINA
(shouts at cop)
Get him the hell out of here!

UNIT TWO (V.O.)
(radio filter)
Command

FARINA
(into radio)
Yeah?

UNIT TWO (V.O.)
(radio filter)
This guy's John Pearson. Valid I.D.
Car's registered to one Bukowski.
Ran a make to DMV.
It's clean. So's the car.

FARINA
(into radio)
Let him go.

Farina clicks off the radio and picks up the phone.

FARINA
(continuing: to Charlene)
Want a cup of coffee while
we wait, Mrs. Shihlerlis?

CHARLENE
(sad smile)
That would be nice.

Farina dials. Charlene closes her eyes. It's like she sees the gray institution of a women's prison. She shuts her eyes tighter to make the vision go away. Tears start flowing.

CUT TO:

INT. HANNA'S OFFICE - HANNA - NIGHT

FARINA
(V.O.)
(phone filter)
False alarm, Lieutenant.

Hanna hangs up. He dials another number. It rings.

CUT TO:

INT. HYATT HOUSE LOBBY - DESK CLERK - NIGHT

DESK CLERK/COP - in hotel blazer - answers the phone.

HANNA (V.O.)
(phone filter) What's the score?

DESK CLERK/COP
(into phone)
On this Waingro?
I just told Bosko. Zero.
Nothing's happening.

CUT TO:

INT. HANNA'S OFFICE - HANNA

hangs up.

You know what?
(beat)
Neil's gone.
Bam!! Flyin' like' a bird.

BOSKO
(jumps up)
C'mon! How do you know?
We still got...

HANNA
What do we got?
(as if to Neil)
Bon voyage, motherfucker,
you were good.
(low)
I'm going to the hotel.
I'm gonna take a shower.
I'm gonna sleep for a month.

CUT TO:

EXT. POLICE- PARKING LOT - HANNA - NIGHT

gets into his Olds with his TV set still on the front seat and pulls out, laying rubber.

CUT TO:

INT. CAR - HANNA - NIGHT

stops sharply for a red light. The TV bounces against the dash. Hanna looks at it. It's idiotic. He drops the car into park, opens the passenger door.

WIDER - HANNA'S

foot comes up. He braces his back against the driver's door and kicks the TV set out of the car.

EXT. STREET - THE TV SET

SMASHES onto the pavement. Passengers at a bus stop stare at Hanna. The light changes green. Hanna pulls away.

CUT TO:

INT. HOLIDAY INN: HANNA'S ROOM - WIDE - NIGHT

It's empty. Out the windows the mustard Hollywood glare stays low into the buildings

ANGLE - A SHADOWY FIGURE

surreptitiously moves through the room examining things. It's a woman and in rear shot she is naked. We HEAR a key in the lock. She turns: it is Lauren.

DOOR

opens. Hanna - disgusted - rips off his clothes and throws them at the furniture. He turns on the shower and goes in. He didn't see Lauren.

INT. SHOWER - HANNA

under the water, half opens his eyes and just stands there.

LAUREN'S BARE LEGS

Enter the bathroom and quietly slide the shower curtain. Hanna doesn't hear her.

HANNA + LAUREN

from the front. He's oblivious. She's behind him.

ANGLE

She does two things: she runs her hands across his stomach and says:

LAUREN
...Daddy?

Hanna, terror-stricken, swings around and Lauren, screaming, starts assaulting him.

WIDE

They slip in the tub and crash onto the bottom. Hanna can barely restrain Lauren who has the strength of someone in a psychotic episode.

CUT TO:

EXT. CHILDREN'S HOSPITAL - BLACK TO WHITE - DAY

Code 3, pulls up and Justine runs out and sees:

JUSTINE'S POV: HANNA CARRYING LAUREN

out of a police ambulance wrapped in a towel like a baby. His face is scratched and bleeding. She struggles, but bent double in his arms, she's immobilized. Attendants rush at them with a stretcher with restraining belts. Hanna shoulders them aside and runs into emergency.

CUT TO:

INT. EMERGENCY CORRIDOR - TRACKING HANNA WITH LAUREN AS JUSTINE
- DAY

catches up.

HANNA
(to Lauren)
You're gonna be okay, baby.
Your mommy and me are here.
Everybody's here.
We're going to take care of you.
We love you.

Lauren relaxes in his arms, carried like a baby: and tears stream down her face.

JUSTINE

one arm locked around Hanna - trying to see her daughter. Then Lauren goes wild again and Hanna tightens.

ORDERLY
Let me take her.

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HANNA
I got her.

DOCTOR
Watch her tongue!

HANNA
She's not epileptic!
This isn't a seizure.

DOCTOR
(to nurse)
5 mg of Thorazine

CUT TO:

HOSPITAL WAITING ROOM - HANNA + JUSTINE - LATER

his arm around her. She leans back against him.

HANNA
You okay, baby?

She shrugs. Then she moves closer to him and he pulls her into his shoulder.

CUT TO:

INT. MERCEDES - NEIL + EADY - NIGHT

Neil drives. He's pensive. He sees the "Hyatt" sign.

RADIO ANNOUNCER (V.O.)
(radio filter)
Hey there, old aware ones,
and you, too, my fair ones...

Neil KILLS THE RADIO.

EADY
What is it?

NEIL
(lies)
Nothing.

He turns the RADIO BACK ON.

RADIO ANNOUNCER (V.O.)
(radio filter)
Brought to you this fine
day which is A-okay!

The Mercedes is in the left. Suddenly Neil pulls across three lanes and shoots up an off-ramp - fast. Neil checks his watch.

NEIL

I got this errand to run that I forgot.

EADY

The airport is right there.
Is there time?

NEIL

(continuing)

Sure. It's a thing I got to
take care of...is all.

CUT TO:

EXT. HYATT HOUSE HOTEL - WIDE ON FRONT - NIGHT

A lot of traffic and lights. Neil drives the Mercedes past the front and turns left at the corner into a dark side street on the side of the hotel. He parks.

NEIL

(getting out)

Leave it running.

NEIL

crossing the street in his dark suit towards the hotel's side entrance.

NEIL

...be right back, Eady.

He waves without looking.

EADY

(worried)

Neil...?

Some employees exit.

CUT TO:

INT. OFFICE - ON PAINTERS - NIGHT

Two house PAINTERS and all their gear are in an empty office in front of a big picture window out the picture window across the street is the Hyatt House. They're not painting. They're playing gin on a cardboard box. Maybe they're on their break.

CLOSE ON ONE PAINTER

presented by vkn.com

He has a Nite vision light accumulater scope and looks across at the hotel.

PAINTER ONE'S POV: STREET + MERCEDES

with Eady, exiting employees and Neil slips in the side door.

PAINTER ONE

pans his scope up the hotel

PAINTER TWO
What's going on?

PAINTER ONE
Nothing. He's watching TV.

PAINTER ONE'S POV: ROOM 1403 + WAINGRO

across the way. He watches TV with his feet up.

PAINTERS

are police - Waingro's surveillance team.

PAINTER TWO
We going to finish this game or what?

CUT TO:

INT. LOCKER ROOM - NEIL - NIGHT

crosses to a desk and red wall phone near some lockers. The place is abandoned.

OPERATOR (V.O.)
(phone filter)
Hyatt House.

NEIL.
(into phone: familiar) .
Hi. It's the kitchen again.
A... "Jamieson" ordered a BLT
and they got his room number screwed up.

OPERATOR (V.O.)
(phone filter)
They're always doing that.
(beat)
1403.

NEIL
(into phone)
Thanks, love.

Neil starts ransacking the lockers.

CUT TO:

EXT. HOTEL - EADY - NIGHT

in the Mercedes. Waiting. She stares at something strange.

WIDEN: it's her hand. It spasms. She grabs onto the steering wheel to make it stop.

CUT TO:

INT. HOTEL, LOCKER ROOM – NEIL'S

found a Hyatt security uniform. He puts on the short jacket and Saw Brown belt and hat.

CUT TO:

INT. HYATT HOUSE, LOBBY - SERVICE DOOR: NEIL - NIGHT

enters and crosses to the elevators. He glances to his left.

NEIL'S POV: DESK CLERK

talks on his police radio. TILT DOWN. A 9mm. Beretta is under the counter top.

NEIL

continues to the elevators. It says he KNOWS Waingro is a trap. He knows the LAPD are here. He's come for him anyway.

CUT TO:

INT. SERVICE ELEVATOR - NEIL'S HAND - NIGHT

punches 14. PAN AROUND to Neil. The elevator rises. He pulls his .45 and checks that there's a round in the chamber. He slips it back into his waistband, cocked and locked.

CUT TO:

INT. HOTEL, 14TH FLOOR ELEVATOR LOBBY - DOORS - NIGHT

slide open. Neil emerges. He does two things. He wedges the ashtray to hold open the elevator door. Then, he smashes the glass and sets off the fire

presented by vkn.com

alarm. Immediately a SIREN SOUNDS. The building's elevators - except Neil's descend. We HEAR:

PA (V.O.)
A fire has been reported.
Please leave your rooms now.
Proceed down marked fire exits.
Use the staircases.
Do not use - the elevators.
This is NOT a drill. A fire... etc.

CUT TO:

INT. APARTMENT - ON PAINTERS - NIGHT

PAINTER ONE
(still looking)
Yeah. Whyn' t you callout for pizza?
Sausage, peppers, onions...
(suddenly)
Hey.

PAINTER TWO
(ready)
What?

PAINTER ONE
That chick on the ninth floor got naked
and she's pressing herself against the glass again.

PAINTER TWO
(crosses to window)
Let me see.

Painter One looks through the scope. He looks down at the ninth floor and laughs. Then he looks away and sees something else:

PAINTER TWO'S POV: ROOM 1403

Waingro goes to a drawer, pulls out a gun and starts towards the door.

PAINTER TWO (O.S.)
(shouts)
Oh, boy...!

CUT TO:

INT. HOSPITAL WAITING ROOM - HANNA WITH JUSTINE

OPERATOR (V.O.)
(PA system)
Lt. Hanna.
Telephone. Lt. Hanna.

Hanna crosses to the nurse's station. TIGHTEN. He answers:

HANNA
(into phone)
Fuck McCauley.
You handle it.
Call Bosko and Drucker in.
Get me at the hospital after.

JUSTINE watching Hanna, heard the conversation.

HANNA

rejoins her and takes her hand. He looks at her and then at the floor. He puts an arm around her.

JUSTINE
(really questioning)
...will things change between us?

HANNA
(beat)
I don't know...
(beat)
Probably not...
(beat)
...but I am reminded of how much
I love you. But that may not be enough.

JUSTINE
(kisses him)
You have to go to work, don't you?

HANNA
(touches her face)
Yeah

As he's rising.

JUSTINE
Be careful, Vincent.
Be very careful...
(beat)
Let's keep on trying?

HANNA

walking backwards, facing her, nods "yes." The last thing in the world he wants to do is leave. Then he turns and starts running down the white marble corridor...

CUT TO:

INT. 14TH FLOOR CORRIDOR - NEIL - NIGHT

in the hotel security uniform approaches against the flow of people leaving the floor. The emergency LIGHTING is on and the PA fire alarm message still SOUNDS. Neil taps his flashlight on the doors of 1404, 1405 and 1406 as well as 1403.

WAINGRO (O.S.)
Yeah?

NEIL
I'm hotel security.
We're evacuating the floor.

WAINGRO (O.S.)
I can't leave

NEIL
Sir, I'm afraid you'll have to.

CUT TO:

INT. ROOM 1403 - WAINGRO - NIGHT

looks through the peep hole.

WAINGRO'S POV: NEIL'S BACK AND CORRIDOR

A few patrons exit past the uniformed Neil. It looks legitimate.

CUT TO:

INT. 14TH FLOOR HALLWAY - DOOR TO 1403 -

opens silently, half-way.

NEIL

looks inside. Waingro's obviously hidden behind the door.

WIDE

Neil kicks the door and...

INT. 1403 - DOOR

smashes into Waingro. Neil hits the door again and it smashes into Waingro a second time.

NEIL

reaches around, grabs Waingro by the arm, dislocates his shoulder, breaks his collarbone and throws him across the room. Waingro's gun goes flying.

WAINGRO

on the sofa, seeing Neil McCauley. He feels his internal organs drop through the floor. He looks away.

LOW + WIDE

NEIL

I should have dumped you in
that parking lot. Look at me,
you sick fuck.

Waingro won't look at Neil.

NEIL

(continuing)
Gimme your eyes!
Cause you're gonna die.

Waingro, pathetically, obeys and looks up. Neil's .45 EXPLODES TWICE.

CLOSER: NEIL

now looks out the window, searching.

NEIL'S POV: HIGH RISE ACROSS THE STREET + "PAINTER" TWO

staring at Neil through the Nite vision scope, disbelieving. Neil sees "Painter"
One is shouting into his police radio...

INT. 1403 - NEIL'S

surprised not at all. He expected the police. He turns away from the window,
looks once at Waingro and leaves the room.

CUT TO:

INT. MERCEDES - EADY - NIGHT

twisted in her seat, trying to see, frightened by the noise and sirens. WIDEN.
An L.A.F.D. fire engine ROARS in. Now an unmarked car skids into the
driveway. Drucker, Bosko and others spill out carrying shotguns. A black and
white parks perpendicular to the traffic flow and halts cars. She's worried,
confused.

CUT TO:

INT. ROOM 1403 - WAINGRO - NIGHT

dead in-sitting position on the sofa with his head back as if he fell asleep watching the football game.

CUT TO:

INT. HANNA'S UNMARKED CAR - HANNA - NIGHT

cruising scanning the streets. He's aggressively searching for something.

HANNA
(into radio)
Casals come in.

CASALS (V.O.)
(radio filter)
Vincent.
I'm in the southeast stairwell.

HANNA
(into radio)
What's the situation?

CASALS (V.O.)
(radio filter)
Three teams are moving up the other
three stairwells to the 14th floor.
Elevators are out of commission because
of the fire alarm. Surveillance said McCauley
looked right at 'em.
Didn't seem surprised.

HANNA
(into radio)
It means he knew we were
here and came anyway.

CASALS (V.O.)
(radio filter; continuing)
I got two Special Weapons Teams
deployed at the front and back exits.
Choppers. On their way. You want a
command center in the...

HANNA
(into radio; interrupts)
Yeah, yeah, that's fine. Stay on it. 10-4.

For some reason Hanna's disinterested. He's moving down a different track. He's cruising the streets looking for something else.

HANNA'S POV: SIDE STREETS

adjoining the hotel are cluttered with emergency vehicles, cars, pedestrians, on-lookers, service people from adjoining buildings.

HANNA

trying to see through, past, around everything. We don't know' what it is he's looking for

HANNA'S POV: FIRE ENGINE, AMBULANCE, MERCEDES, BLACK AND WHITE...

Then Hanna's P.O.V. PANS LEFT back to the Mercedes. The woman waiting in the passenger seat. It is Eady. She's a block down. A woman waiting...in a car...alone.

CLOSER: HANNA.

It's what he was looking for.

EXT. STREET - WIDE

Hanna is out of the car in the jammed street, running towards Eady and the Mercedes a block away.

EXT. HOTEL, SIDE DOOR - NEIL

emerges and APPROACHES CAMERA. In the foreground is Eady in the Mercedes.

CLOSER:

NEIL

calm, assured, approaches the car for the short drive to the airport. Then, Neil senses and...

SIDE ANGLE:

NEIL

turns and looks over his left-shoulder.

NEIL'S POV:

VINCENT HANNA

a half block away, running through vehicles and incoming onlookers right at him.

NEIL MCCAULEY

stops. - He turns to Eady.

EADY

looks at him, quizzically.

HANNA

running towards Neil and Eady.

EADY

climbing out of the Mercedes, now, confused...

NEIL

starting to leave, moving at an oblique angle. Looking at her ... leaving her...

EADY

next to the Mercedes. Shouting at Neil. We can't hear what she says. SIRENS and NOISE of an ambulance.

HANNA

AMBULANCE pulls in front of him, blocks him. He's around it pushing a news crew out of the way, stops.

MERCEDES WITH EADY

in the street. Alone. No Neil.

HANNA

spins-around, searching.

HIGH + WIDE: HANNA

in the sea of people and vehicles, crossing driveways and landscaping. Hanna - against the tide - moving away from the crime scene and police barricades to neighboring buildings.

FRONTAL: HANNA

through the crowd, searching. People pushed aside so he can see. Then... .

HANNA POV: THROUGH OFFICE BUILDING LOBBY TO REAR PARKING LOT

A figure is running between cars. Beyond are the lights of an L1011 ten feet off the ground about to touch down.

CUT TO:

EXT. RUNWAY APRON - L1011 - NIGHT

ROARING through the frame. Reveal Neil jumping a fence and running across the grass between power units and the racks of lights strobing their arrow sequence at the head of the runway. Beyond is Sepulveda Boulevard and normal traffic.

NEIL

running towards us.

EXT. RUNWAY - L1011

it's landing gear down, its lights blasting into the lens fills the frame as it descends the runway. It wipes out the strobe racks in a chaotic blast of xenon.

EXT. RUNWAY APRON - LONG SHOT: HANNA

runs across the grass between the fence to the strobe lights.

CLOSER: HANNA

among the structures housing the ballasts for the lights. The ROAR of a 757's 95,000 lbs. of thrust beats on him. He spins to protect his face. His clothes and hair are whipped.
AS he runs to us...

CLOSER: HANNA

looks up...

HANNA POV: UP INTO LIGHTS

searching for Neil. Suddenly:

NEIL (SLO MO)

is there. His .45 is up, centered into Hanna's face. He's eight feet away, framed against the glaring racks of strobes.

NEIL'S HAND (SLO MO)

squeezing the trigger, both eyes over the front sight, moving laterally on target through the liquid air and lights...

NEIL'S .45 (SLO MO)

as the trigger's squeezed and the sear's released and...

MACRO: THE .45' s HAMMER (SLO MO)

falling.

HANNA (SLO MO)

coming up with his 9mm. He's too late...

NEIL (SLO MO)

The hammer drops. Nothing. His .45 misfires.

HANNA (SLO MO)

His 9mm. coming up...

NEIL'S HAND (SLO MO)

swipes across the .45's slide.

MACRO: THE BREECH OF NEIL'S. 45 (SLO MO)

The misfired round, ejected and spinning away. The new round, moving forward, the slide returning to battery...

HANNA

FIRES THREE perfectly controlled, hammered-on SHOTS. His front sight barely moved.

NEIL

HIT THREE TIMES in the chest - is blown back into the racks of lights. He lies still.

HANNA

approaches, slowly. His gun hand drops to his side.

WIDE: NEIL + HANNA

Neil's on the ground, his back against the rack. One arm is in his lap. The other is flung over the top bar of the s'crobe rack-. Neil looks to Hanna and gestures with his hand. Hanna takes it. Neil holds on tight.

NEIL

last breath.

NEIL
not half bad.

HANNA

HANNA
... pretty good your own self.

Then Neil's eyes dim. And he dies

LONG REAR SHOT: HANNA + NEIL

Neil's head has fallen onto his shoulder. Hanna still grips his hand and looks down the runway into the west at the lines of blue runway lights like rivers. The two of them stand there like that.

THE END