

A PERFECT WORLD

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**FOR EDUCATIONAL
PURPOSES ONLY**

1 MUSIC UP. It's a tad eerie. If a Zydeco band died in a 1
bus crash this is the kind of music they'd play in heaven.

FADE IN ON:

WHITE SCREEN

which transforms to a milky white and eventually into a
bright high noon sun. A large black bird flies in circles
overhead. As it wipes the sun a bright flare causes...

CLOSEUP - PAIR OF EYES

to squint, then adjust to the light and finally open. They
look tired, but content, maybe even relaxed.

CLOSEUP - MAN

the owner of the eyes. Though we only see from his shoulders
to the top of his head, we can tell he's lying in a field.
His arm is propped behind his head as a pillow and he appears
to be resting comfortably. MUFFLED VOICES and WHISPERS fill
the air but they seem to come from another place. The man
doesn't notice them. His name is BUTCH.

A gust of wind blows Butch's hair a bit and a piece of straw
wipes across his forehead. Then, oddly enough, it is followed
by a dollar bill, which rests against his cheek, then skitters
across his face. It is followed by another and another, a
five, a ten, a single. Butch pays no attention. He's in
another world.

DISSOLVE TO:

2 EXT. NEIGHBORHOOD - MADISONVILLE, TX. - DUSK 2

SUPERSCRIPT: OCTOBER, 1963.

A small country town. Normally quiet at this hour, the
street is tonight alive with trick or treaters dressed as
witches, goblins and superheroes making their annual door to
door rounds.

3 EXT. PERRY HOUSE - NIGHT 3

GLADYS PERRY, 30 going on 45 due to single motherhood and
having worked two fulltime minimum wage jobs the past ten
years, looks out the window with disgust and pulls the
curtains closed.

4 INT. PERRY HOUSE - NIGHT 4

Gladys retreats from the sparsely decorated living room to the
predictably drab linoleum kitchen. At the table, hands on
their laps, sit her children, NAOMI and RUTH, twin girls aged
10, and PHILLIP, a quiet boy of 8.

(CONTINUED)

4 CONTINUED:

4

Gladys sets a casserole on the table and goes to the frig for a container of milk. The children WHISPER to one another...

NAOMI

Judy Baumer is going as a twirler.

RUTH

But she's so fat. I'd go as Cinderella...
or Peter Pan.

NAOMI

Peter Pan's a boy. Tinker Bell's a girl.
Phillip could go as Peter Pan... 'cept
you gotta' fly.

Phillip smiles a bit at the notion.

RUTH

Phillip could go as a bump on a log.

The girls giggle and Phillip frowns.

PHILLIP

Why can't we go just once?

NAOMI

Caus' we jus' can't, ok?

Gladys sets milk and butter on the table and stares directly at her son.

GLADYS

Our personal beliefs lift us to a higher
place. 'Sides, Halloween is nothing but
the Devil's work.

The DOORBELL RINGS. The kids gulp as Gladys turns and heads for the door.

5 EXT. FRONT DOOR - NIGHT

5

MR. HUGHES, a 35-year-old family man is playing chaperone to prepubescent versions of SUPERMAN, TINKERBELL, and a DANCING SKELETON.

KIDS

(in unison)

Trick or treat!!!

Gladys simply stares at the children before looking to Mr. Hughes.

GLADYS

I'm sorry but we don't take no part in
Halloween.

(CONTINUED)

5 CONTINUED:

5

MR. HUGHES

Excuse me?

Phillip arrives at his mother's apron. He stares at the kids with relish. In the near window, Ruth and Naomi steal a look through the window.

GLADYS

We're Jehovah's Witness.

Superman locks eyes with Phillip.

SUPERMAN

Hey, Phillip Perry.

PHILLIP

Hey, Billy Reeves.

SUPERMAN

How'd ya' know it was me?

GLADYS

Go eat your supper, Phillip.

MR. HUGHES

Come on, kids. Let's go to the next house. Sorry for the bother.

Gladys closes the door firmly and locks it.

6 EXT. HUNTSVILLE STATE PRISON - NIGHT

6

A green Impala pulls up to the main entrance and stops. A GUARD steps from his office to greet the driver, LARRY, a pudgy 55-year-old prison employee wearing a loud plaid jacket.

GUARD

Evenin', Larry. Forget somethin'?

LARRY

Goin' to Austin tomorrow. Gonna' take some work with me.

GUARD

Work, work, work. When you and me gonna' go out and grab a cold one?

LARRY

Sooner the better.

The gate opens and the Impala passes.

7 INT. CELL - NIGHT

7

BUTCH HAYNES, a 38-year-old inmate who reeks with knowledge procured from the wrong side of the tracks, but whose sad, tired eyes bemoan a maximum of regret, stands on the top of a cell bunk chipping at the ceiling.

JERRY PUGH, 29, rail thin, a punk who constantly licks his lips, keeps watch at the door. An OLD TIMER sits on his bunk and watches both with a cautious eye.

Butch chips through to something.

BUTCH

Damn if the old man ain't right.

Jerry smiles, turns and grabs the old man by the shirt.

JERRY

And this goes to the roof?

OLD TIMER

Used to... afore they walled it over.

JERRY

If it don't I'm gonna' rip your tongue out.

OLD TIMER

Get yer' damn hands off me!

Jerry laughs and joins Butch, who is already well on his way to bending open a slot in a corrugated metal air shaft hidden behind the wall.

8 EXT. NEIGHBORHOOD - NIGHT

8

Superman and Dancing Skeleton, no longer with adult supervision, fill water balloons at an outdoor water spigot.

SUPERMAN

Make 'em small so you can heave 'em.

9 INT. PERRY HOUSE - NIGHT

9

An assembly line at the kitchen sink as the twins wash and Phillip dries the evening dishes. Gladys sits at the kitchen table, reading religious pamphlets and keeping a watchful eye over the process.

Several THUDS resound through the house.

PHYLLIS

What in the world?

Phillip jumps down off his stool and races into the living room.

10 EXT. HOUSE - NIGHT

10

Superman lofts a BALLOON and grabs another as the first hits the door of the Perry house and SPLATTERS.

SUPERMAN

Bombs away!

Dancing Skeleton does his best Warren Spahn and tosses a wet fastball at the door.

SKELETON

Here's your trick!

At the window, Phillip, his nose pressed to the pane, stares expressionless at the onslaught. He barely flinches as a BALLOON SPLATS only inches away. Gladys arrives and pulls the curtains shut once more.

11A EXT. PRISON - NIGHT

11A

Butch kicks the top off a ventilator shaft and rolls onto the roof. Jerry follows as Butch shimmies to the wall.

At the edge, Butch and Jerry survey the yard as a searchlight routinely bathes the walls in a circle of light.

11B THEIR POV - GREEN IMPALA

11B

parked almost directly below them, next to the Administration office of the prison.

JERRY

You'n'me must be livin' right, Butchie boy!

BUTCH

Let's get something straight. I don't like you. As soon as we're on our way, that's it.

JERRY

Who said I liked you?

Butch slides down and hangs from the ledge before dropping on the roof of the building below.

12 INT. ADMIN OFFICE - NIGHT

12

A SOFT THUD causes a Guard to look up, but only momentarily as he spots Larry departing, files in hand, waving goodbye.

GUARD

Have a safe trip now, Larry.

13 EXT. YARD - NIGHT

13

Just as Larry reaches the Impala, Butch and Jerry leap down and land on him. The spotlight showers them in a flash of light as it passes by.

Butch cups his hand over Larry's mouth while Jerry reaches into his jacket -- Bingo -- a shiny .38.

BUTCH

(to Larry)

Keep yer' mouth shut.

JERRY

(to Larry)

Gawd I'd love to blow yer' head off.

14 EXT. PRISON GATE - NIGHT

14

Larry, driving with his eyes straight ahead, stops at the gate and waves a palm at the Guard, who opens without hesitation.

GUARD

'Night, Larry.

15 INT. CAR - FLOORBOARD - NIGHT

15

stuffed and hidden half on the floor and half under the mats are Jerry and Butch.

JERRY

'Night, Larry.

16 OMITTED

16

16A INT. SMALL, WELL-LIT DINER - NIGHT

16A

A weathered finger drops a quarter in a jukebox.

MAN (O.S.)

B-5. Haven't heard that one in awhile.

The woman, MAE, 45, a dog-tired waitress, punches in the numbers and returns to her post behind the counter. A lonesome HANK WILLIAMS tune pours forth.

MAE

Not since last night. How's the pie?

RED GARNETT, 60, a grizzled but handsome Texas Ranger, sits at the counter slowly chewing.

RED

Kinda rubbery. It was better yesterday.

(CONTINUED)

16A CONTINUED:

16A

MAE

Same pie as yesterday. Not much call
for rhubarb. Sell one slice a day.

In the background we hear a SIREN. Red turns and watches a
police patrol car whiz past, lights on.

MAE

Yer off duty. Tell me, if I stopped bakin'
'em would you still come by every night?

Red, preoccupied, takes another rubbery bite.

RED

I don't know.

Mae smiles and turns her back to Red as she cleans the grill.

MAE

Naw, Red Garnett, you don't come in here
for the coffee and pie. You come in here
for the company. To see me.

Another patrol car races past. Red's eyes follow it.

16B ANGLE ON MAE

16B

MAE

Now that I've said that, I'll go one better.
What say I cook you dinner at my place
sometime? Steaks, baked taters, cold beer,
the works. Well?... I'm askin' you out.

She turns to face Red but he's gone. A coupla dollars lie
next to the half-eaten pie. All she can do is sigh.

16C INT./EXT. PATROL CAR - NIGHT

16C

Red pulls up in front of a small house in a residential
section of town. Police cars are everywhere and several
officers are behind their vehicles, guns pointed at the house.

Red steps out of the car and is greeted by a POLICE SERGEANT,
about the same age as Red.

SERGEANT

Long time, no see. What are you doin'
here, Chief?

RED

Couldn't sleep. Whattaya got?

(CONTINUED)

16C CONTINUED:

16C

They walk. Red arrives at a truck with a 10 gallon coffee urn roped to the tailgate. He grabs a paper cup and pours.

SERGEANT

Guy holdin' his family hostage. She kicked him out, served him divorce papers, he came back drunk and pulled a .38. Fired two shots but we don't think anybody's hit. Actually you might know the guy from your sheriff days. Hayden Webb. Been on suspension for awhile. Ring any bells?

RED

Yeah. Lemme talk to him.

SERGEANT

No can do. Police jurisdiction.

Red tastes the coffee -- cold. He spits it out, pours the contents of the cup on the ground and walks toward the front yard. Sergeant follows.

RED

And how are you guys doin'?

SERGEANT

We got specific rules to follow in these kinda situations, Red.

(gives in)

He won't talk. Jus' keeps yellin', crying and waving his gun around.

Red moves forward into the yard.

SERGEANT

At least use the megaphone, you stubborn jackass!

But Red ignores and arrives at the front door. He knocks.

RED

Hayden, this is Red Garnett. We worked together a few years back. Mind if I come in?

The YELLING inside STOPS and the door opens a crack. HAYDEN, 35, distraught, peers out.

HAYDEN

'Evenin', Chief.

RED

Leave it to the P.D. They got a three-ring circus out there and not one cup of hot coffee. You mind?

Hayden mulls it over, then opens the door.

16D INT. WEBB HOUSE - NIGHT

16D

On the couch sits Hayden's wife, JULIE, cradling her two kids, an infant and an 8-year-old boy. Julie sobs. Her eye and temple are bruised purple.

Red slowly enters, nods to Julie, takes off his hat and sets it on a lampstand. Hayden has moved away from Red against the wall. He holds the gun out at no one in particular.

HAYDEN

Julie, put a pot of coffee on.

She slowly gets up and moves to the kitchen, still weeping.

RED

Appreciate it. Jus' what is it you want, Hayden?

HAYDEN

I dunno... I want my job. I want my family.

RED

What'd they suspend you for?

HAYDEN

I answer a call in South Austin. Girl gettin' raped, that's the word. I bust in the door, this lowlife is beatin' the shit outta her with a tire iron. 'Help me, help me,' she says. I take the guy down. He bites me. I break his arm. Case closed, right? No. She was his wife and they both sue me and the department. The guy's about to kill her and she sues me 'cause now he can't pump gas. They have chump change in the bank but they got the best lawyer in town. Three months I'm goin' crazy. No pay. Then my wife leaves me and I get served divorce papers by John Reese -- a sheriff's man. You know how embarrassin' that is? What's happenin', Chief? I mean, everybody's got a fuckin' lawyer!

Julie emerges from the kitchen and retakes her seat.

RED

You love her? Love the kids?

HAYDEN

Yeah.

JULIE

Then why do you hit me!

Hayden grips the quivering revolver tight and points it at her. Red calms the situation...

(CONTINUED)

16D CONTINUED:

16D

RED

You don't wanna shoot her.

HAYDEN

I swear to God I think I do.

RED

Naw, Hayden, I don't think so. I think you love her. You know what else I think? That you'd like a way out of this whole mess... That's where I come in.

16E EXT. HOUSE - NIGHT

16E

Sergeant and other cops stand around and watch the house.

SERGEANT

Well, I'll be damned.

NEW ANGLE

The front door opens and Julie emerges with her two kids. She takes a few cautious steps, then runs to the police.

16F INT. HOUSE - NIGHT

16F

Red sits on the coffee table, unloading Hayden's gun. He opens the cylinder and drops the shells to the floor.

A calmer Hayden exits the kitchen with Red's coffee. Red accepts it, takes a sip.

RED

Hits the spot.

Hayden starts to sob a bit. Red hands over a handkerchief which Hayden accepts.

HAYDEN

No cuffs, huh, Chief?

RED

Okay. You ready?

Hayden nods, they stand. Red picks up his hat, sticks it on his head, opens the door and holds it for...

Hayden, transfixed by the multitude of lights outside. He gulps.

RED

We'll walk out together, okay?

Hayden steps back, looks at Red, then reaches behind his back, underneath his shirt and pulls out a .22 pistol.

(CONTINUED)

16F CONTINUED:

16F

HAYDEN

Any good officer has a back-up.

Red holds his palms out and takes a step toward Hayden.

RED

Lemme have it, Hayden.

Hayden points the gun at Red, freezing him.

HAYDEN

Was I a good officer, Chief?

Red nods.

HAYDEN

Was I a good deputy? The kinda man you could depend on to do what's right?

RED

Yeah.

Hayden smiles.

HAYDEN

Thank you.

Then he turns the GUN on himself, swallows the barrel and BLOWS his brains out.

DISSOLVE TO:

16G EXT. HOUSE - NIGHT (LATER)

16G

Hayden's dead, covered body is carried out the door. Julie screams and sobs, still holding her crying children.

Red, looking pretty shook up, slowly exits the house. He stops and looks at Julie and the kids. His eyes lock with the little boy's.

COP

Got a call, Chief Garnett. They're lookin' for ya downtown.

Red slowly walks away. The little boy's eyes follow him.

17 INT. CONVENIENCE STORE - NIGHT

17

It's a small town version of a 7-11, kept open by an owner anxious to cash in on the later night munchies of beer drinkers. Good idea. Bad luck.

(CONTINUED)

17 CONTINUED:

17

Jerry skims through a girly magazine, turning the pages with the gun.

Butch, wearing Larry's plaid jacket, jimmys open the cash register. He looks to the floor then to...

Jerry, who catches Butch's gaze, holds it, looks down at the floor, then, smiling, looks back to Butch. He returns to the skin mag.

Butch holds his stare at Jerry then, in one move, grabs a wad of cash and hops over the counter and out of the store.

Jerry notices Butch leaving, grabs a handful of assorted Brach's candies and hurries after.

JERRY

Hey, wait up!

Jerry's feet scurry through a pool of blood and past a quivering hand.

18 INT. D.P.S. - TEXAS RANGERS HEADQUARTERS - NIGHT

18

It's very late, after midnight, and only a handful of people, half of whom are cleanup crews, shuffle through the offices. A light from an office at the end of the hall catches our eye. A MUFFLED VOICE over the phone...

RED (V.O.)

I understan' your concern, Johnny.

19 INT. RED'S OFFICE - NIGHT

19

Red, behind a huge ranchstyle desk covered with files and paper, sips coffee with one hand, works a buffalo nickel through magician's paces with the other and balances the phone receiver in the crook of his neck.

RED

(on phone)

Cons are creatures o' habit. Like old coyotes, they'll crawl back into familiar holes. Uh huh... Yeah... Sure yer' right. Listen you go back to bed and I'll call you in the A.M. with an update. I'll have the files by then. Say hullo to the Mrs..

Red sighs, puts the PHONE back in the hook and stares at it until it RINGS again.

20 INT. PERRY HOUSE - NIGHT (JUST BEFORE DAWN)

20

The CLANGING wind up alarm CLOCK reads 5:30 and Gladys opens her eyes and gently quiets it with a touch. She groans and rises, not happy but used to the daily ritual required of her.

21 INT. PERRY LIVING ROOM - NIGHT 21

As the kitchen light comes on we see that the couch has been opened up to a bed in which all three children sleep. The twins sleep soundly but Phillip tosses and turns away from the light.

22 EXT. NEIGHBORHOOD - NIGHT 22

The Impala creeps through the previously seen neighborhood without its lights.

23 INT. IMPALA - NIGHT 23

Butch drives while Jerry scours the block.

JERRY

There's a Buick.

BUTCH

Don't want a Buick. Want a Ford.

JERRY

Ford's leak oil. A car's a car.

Butch puts on the brakes and brings the car to a stop.

BUTCH

Then take the Buick.

JERRY

Soon as we cross state line I'll do just that.

(beat)

I'm tired of riding around. I'll check down the block... for a Ford!

Jerry gets out, slams the door, lights a cigarette and walks away.

Butch waits a few seconds, quietly turns the key one notch and checks the gas gauge. It reads almost empty. He taps it with his finger but it doesn't budge. He sighs, looks up and sees...

JERRY

as he checks one locked car, then feeling eyes on his back, turns, looks at Butch, grins and disappears around a corner.

BUTCH discreetly exits the car himself, carefully closing the door without a sound.

24 INT. PERRY KITCHEN - NIGHT 24

Gladys steps into a slip and snaps her bra while cracking eggs into a skillet. By rote she salts, stirs, and pops bread into the toaster.

25 EXT. PERRY BACKYARD - SOMEONE'S POV - NIGHT 25

FROM BEHIND a fence, THROUGH the opened, screened windows we see Gladys at work.

Phillip enters, dressed in cotton briefs and a T-shirt, drags a chair from the kitchen table by the window and assists his mother by buttering the toast.

POV MOVES CLOSER.

GLADYS

Thank you, Phillip. Go wake up your sisters.

Phillip dutifully steps down and returns to the living room. Gladys works to adjust her slip, then grabs plates and silverware and takes them to the table.

JERRY

I take mine fried.

26 INT. KITCHEN - NIGHT 26

Gladys gasps at Jerry's face pressed against the screen, but controls herself when he brandishes the pistol. He motions for her to open the back door. She does. He slides into the room and sits down at the table.

27 EXT. ON STREET - NIGHT 27

A Ford sits in a driveway. In the far b.g. a back porch light glares. Butch ENTERS FRAME, looks at the light, turns to the Ford and starts to jimmy the lock. No luck. He rises and looks to the light.

28 INT. KITCHEN - NIGHT 28

Jerry stuffs a piece of toast in his mouth, grins at Gladys and makes a motion to the counter.

JERRY

A lil' on the bland side. Gimme' that ketchup.

She picks up a bottle of Heinz and inches toward him. When she gets close, he grabs her and forces her onto his lap. He holds the gun to her throat and whispers in her ear.

JERRY

Don't got a man around here, do ya'?

29A INT. NEIGHBOR'S HOUSE - NIGHT 29A

MR. CUMMINGS, 70, puts on his glasses and peers through the window.

29B HIS POV - PERRY KITCHEN

29B

Gladys sits on Jerry's lap, thanks to .38 caliber coercion. The convict's hands move freely over the frightened woman's body.

30 INT. PERRY KITCHEN - NIGHT

30

JERRY

Feed me, sweet thing.

Her shaking hands raise a forkful of eggs to his lips. He licks them once then gobbles with gusto.

Phillip enters the room and stops dead in his tracks.

JERRY

Well lookie here, you do got a man!

Jerry smiles at Phillip while he kisses and licks Gladys's neck. At once, Phillip darts across the room at Jerry, who backhands the boy with his gunhand, sending Phillip sprawling.

Butch blasts through the door in an instant. With a swift kick to the head, Jerry is knocked senseless onto the floor against the cabinets.

The gun slides across the floor and lands at Phillip's feet.

JERRY

(holding his ear)

I'm bleedin'! You happy?

Butch gives Jerry an icy stare and kneels down to eye level with Phillip. Butch looks at the gun and then at Phillip.

BUTCH

What's your name, boy?

PHILLIP

(scared shitless)

Ph... Phillip...

BUTCH

Well, okay Phillip. Reach down and pick up that pistola.

JERRY

Give it to me.

BUTCH

(to Jerry)

Shut yer' mouth.

(to Phillip)

Pick it up and bring it over here.

(CONTINUED)

30 CONTINUED:

30

Phillip reaches down and slowly picks up the gun by the handle. He takes one step toward Butch, then another. Gladys, petrified, sobs.

Phillip arrives armslength from Butch.

CLOSEUPS - PHILLIP AND BUTCH

BUTCH
Now say 'stick 'em up.'

PHILLIP
(hesitant)
Stick 'em up...

Butch laughs and then a NOISE from outside brings him back to reality. He grabs the gun and spins to see...

MR. CUMMINGS

Standing outside the screen door, gun leveled. Before the old man can utter a syllable, Butch grabs Phillip and points the gun straight at Cummings. Jerry jumps up and grabs Gladys.

BUTCH
Put the gun down, old timer. You couldn't hit me anyway. Probably shoot the boy.

The PHONE RINGS.

BUTCH
Leave it be.

The twins wiping sleep from their eyes, wander into the room.

NAOMI
Mama?...

GLADYS
It's all right, honey.

PHONE continues to RING. Cummings can't decide what to do with the gun he's pointing at Butch.

JERRY
You deaf?!!!

BUTCH
Set it on the ground.

Cummings reluctantly obeys.

JERRY
We gotta' get the hell outta'here!

(CONTINUED)

30 CONTINUED: (2)

30

PHONE still RINGS...

JERRY

Shut up!

In one fluid move he rips the phone from the wall. The silence is deafening.

JERRY

(re: Gladys)

I vote we bring her with us.

BUTCH

No.

JERRY

How we gonna' get outta' here without a hostage, tell me that? The whole goddam neighborhood's awake.

BUTCH

We'll take the boy.

Silence. Gladys can't believe her ears. Then...

GLADYS

Nooooo!!!

Jerry tosses Gladys aside. She collapses onto the floor. The TWINS instantly start to CRY.

Phillip winds up and hits Butch as hard as he can. Butch picks him up, directs Cummings into the kitchen with the gun and nods for Jerry to lead.

BUTCH

You'll get him back. I swear it.

31 EXT. FRONT YARD - DAWN

31

Butch, carrying Phillip, and Jerry emerge from the back of the house and race back to the Impala.

GLADYS (O.S.)

Phillip!!!!...

Butch flips Jerry the gun, tosses Phillip into the passenger seat, leaps over the hood and into the driver's seat. The CAR STARTS and SQUEALS away.

Neighbors, aroused by the noise, exit their homes clad in robes, nighties and curlers.

32 INT. CAR - DAWN 32

Jerry FIRES a SHOT over their heads, sending them to the deck or scurrying for safety.

JERRY

Ain't you folks ever heard of sleepin'
in?!!

33 EXT. PERRY YARD - DAWN 33

Cummings races from behind the house with the SHOTGUN, levels it and FIRES a BLAST...

A nearby station wagon WINDOW SHATTERS. Rising from their cover position, its owners look at Cummings with disgust.

OWNER

Nice shootin', Fred.

34 INT. RED'S OFFICE - DAY 34

Garnett, still in the same clothes, rests the phone receiver in his ear while he shuffles through the files before him. Red's deputy and boy friday, TOM ADLER, 40, lank, thinning hair, with a face as soft as Red's is hard, warms up Red's coffee with a jolt from the Chief's favorite plaid Thermos.

RED

(into phone)

Yes, Johnny, I do understand that...

The jabbering on the other end of the phone line continues as Red's eyes squint to read the files.

INSERT - FILES

The first is Jerry's, complete with a grinning mug shot in the upper right hand corner. There are several pages in the file, but Red's fingers quickly peruse the top rap sheet before turning to...

INSERT - SECOND FILE

It's Butch's and again Red's fingers start to move down the page then they stop and move to the photo of Butch at the top of the page.

RED'S FACE

A hint of recognition. The jabbering continues...

CLOSEUP - PHOTO OF BUTCH

A little younger than now. A younger con with the grim facade of a man facing hard time.

(CONTINUED)

RED

keeps staring at the photo, oblivious to the phone conversation he's "not having".

PHONE VOICE (V.O.)

Red? Red, you there?

ADLER

(a whisper)

Red?....

RED

(to Adler)

Huh?

ADLER

(a whisper)

He's talkin' to ya'.

PHONE VOICE (V.O.)

Have you heard a word I've said?!

Red comes to...

RED

(into phone)

Yeah, Johnny. Jus' thinkin' is all....

ADLER

(another whisper)

Press has been waiting almost an hour, Red.

Red nods then notices someone at the door and motions her in... SALLY GERBER, 28, cute in a plain, no nonsense way, with giant curls accenting her round face in step with the latest hair fashions, enters the room, closes the door behind her. She's nervous as hell but trying to hide it.

Red motions her to have a seat while he finishes his call.

RED

(into phone)

Yeah.... Clear as a bell... Mi' sabe.

Red hangs up the phone, takes a draw on the coffee mug and looks again at the file. He seems lost in time.

ADLER

What'd he say?

RED

(distracted)

Who?

(CONTINUED)

ADLER

The Guvner', Red.

Red closes the file.

RED

Reminded me it's an election year.

Red turns his attention to Sally.

RED

You drink before noon?

SALLY

(confused)

Uh... no.

RED

Good. Last one I had was on a liquid diet.

SALLY

Last what?

RED

Secretary.

ADLER

(remembering)

Penny Munroe.

SALLY

I believe you have me confused. I'm here from Huntsville. Assigned by Governor Connally.

Red is confused. He turns a blank expression to Adler.

RED

Adler... what is this?

Adler searches the messy desk for something.

ADLER

Rings a bell, Red. Believ' they sent us something about her this mornin'...

RED

Who sent?...

ADLER

... Guvner', Red.

Adler finds the telex message sheet he's looking for and hands it to Red.

(CONTINUED)

ADLER

... Here it is.

SALLY

(introducing)

Uh, I'm Sally Gerber. Criminologist
with the State Prison System.

Sally offers her hand. Red, perusing the telex, ignores but Adler shakes somewhat reluctantly, not sure if he's supposed to like her or not.

ADLER

Tom Adler. Deputy. State Police...
System.

SALLY

It's a relatively new procedure but I
was assigned by Governor Connally...

RED

(reading from telex)

... 'to work with State law enforcement
officials in all affairs where penal
matters coincide with those of the State
Police.' It don't say nuthin' about...

SALLY

... It includes parole and work release
programs as well as penal escape situations.

The office PHONE BUZZES. Adler picks it up.

ADLER

(into phone)

On our way, Marge.

Adler hangs up the phone.

ADLER

Gettin' antsy, Red. You scheduled it.

Adler hangs up, grabs Red's tie and coat from a brass rung on the wall and hands them over. Red puts down the telex, stares at Sally and reluctantly attempts to make himself presentable.

SALLY

The idea is that an understanding of the
particular behavioral case histories
should, in parole situations, help the
subject to avoid habitual traps and, in
penal escape situations could, conversely,
identify those self-same traps as an aide
to apprehension.

(CONTINUED)

34 CONTINUED: (4)

34

Adler stares at Sally then turns to Red with a "never heard the like" look of amazement on his face.

Red, roguishly handsome in his tan, western cut blazer, clip on tie and ten gallon hat, makes his way to the door. But, before he exits...

RED

In the first place, Miss Gerber.

SALLY

Sally, please.

RED

In the first place, Sally, it ain't a 'penal escape situation.' It's a manhunt. Fancy words in a circle don't help much.

SALLY

And what does?

RED

A nose like a Blue Tick, a medulla with an antenna and one helluva lot of coffee.

And with that he's out the door.

35 INT. PRESS ROOM - DAY

35

A throng of photogs and news writers stuff the undersized room. The clamor settles when Red enters and steps behind the lectern.

RED

Listen up, I'll only say it once. At approximately ten o'clock last night two inmates over to Huntsville, Robert 'Butch' Haynes and Jerry David Pugh, escaped through an air shaft, grabbed a prison employee's car and got out through the main gate. At approximately 1 A.M. we believe they robbed a market outside of Cut-n-Shoot and killed the store's owner.

REPORTER #1

Is the prison employee with them?

RED

Was when they left the prison.

Sally and Adler enter the room and stand beside the lectern observing. Red notices them.

(CONTINUED)

REPORTER #2

What's the rap sheet on these guys like?

RED

Long as Christmas eve to a kid. Haynes was doin' 40 for armed robbery and Pugh was ridin' 20 hisself for manslaughter and assorted parole vios.

REPORTER #3

Is there any indication of...

RED

... Lemme' finish, Billy. This mornin' another hostage was taken... from a private home in Madisonville. A boy, age 8. Grabbed him out of bed.

REPORTER #1

Any sex offenses on Haynes or Pugh?

RED

Yer' askin' if they're preverts. Well, one is.

REPORTER #4

You got inter-agency cooperation on this?

RED

Texas Rangers as the criminal investigation arm of the D.P.S. share responsibility with the F.B.I. due to the kid being taken. But I doubt they're out of bed yet.

A few chuckles.

REPORTER #3

Red, how do you plan to apprehend the escapees?

RED

Officially I can only say we have a full manhunt team on their trail and we'll proceed with due haste.

REPORTER #3

And unofficially?

Red hesitates a moment, something's bothering him, then blurts out...

RED

Unoffically? I'm gonna' hunt 'em like the rabid dogs they are.

(CONTINUED)

35 CONTINUED: (2)

35

Every hand in the place shoots up and Ad Lib questions fly like bullets.

RED

That's all I've got but I'd like to introduce ya' to Miss Sally Gerber. She's straight from the Governor's office. Knows all about psychological profiles and the like. You probably have some questions for her.

Red steps back and to one side. Sally is taken aback but then warms to the idea and steps to the podium for her first press conference, ready to take on the tough questions, to show off a bit, but....

There are no questions. In fact there is utter silence as every raised hand drops. Eyes stare.

Red sighs and starts to walk away.

RED

Look, fellas, I got work to do.

And he heads out the door, followed by Sally's eyes and every reporter's in the room, who commence once again to yell out questions and mob after the Chief. Every reporter, that is, except one.

He's near the back of the room and he smiles and raises his hand.

Sally, unsure what to do, looks to him...

SALLY

You have a question?

REPORTER

Yes I do.

Sally smiles a bit then puts on her serious face awaiting...

REPORTER

You doin' anything tonight?

Sally, steamed, glares at the guy and stomps out of the room.

REPORTER

I'm serious!

36 INT. IMPALA - DAY

36

Butch is driving with Phillip in the front seat beside him, still in his underwear. Jerry, in the backseat, leers at Butch, aims out the window and FIRES ONCE.

37 EXT. FIELD NEAR ROAD - DAY 37

An aluminum water tank spews a violent leak.

38 INT./EXT. CAR - DAY 38

BUTCH

We got a handful of caps and yer'
shootin' water tanks. He's a smart
guy, huh, Phillip?

Phillip doesn't move or change expression. Jerry smiles,
almost to himself, and FIRES TWICE more for the hell of it.

The ROOF of the Impala EXPLODES with two holes as the car
speeds off down the highway.

39 EXT. PARKING LOT - DAY 39

Red is finishing up with several reporters near the door to
the parking lot. Adler jumps in, holds up his hands.

ADLER

All right, that's it, boys. Chief's got
work to do.

Red and Adler move through the parking lot to SAUNDERS, 50, an
aide to the Governor. Saunderson's seconds are a PHOTOGRAPHER,
young and energetic, and SUTTLE, 35, dark-haired, with a
cowlick.

Saunders shakes Red's hand and they turn to gaze upon...

'60-STYLE AIRSTREAM MOBILE HOME

parked in the middle of the lot hitched to the back of a new
Chevy truck. The Airstream is painted in state colors and
sports banners, decals and logos.

40 EXT. PARKING LOT - DAY 40

Saunders follows Red as he walks around the showpiece,
occasionally kicking a tire or two.

SAUNDERS

So whattaya' think?

Saunders motions for the Photographer to come closer and take
pictures. He moves in next to Red and poses as the camera
clicks.

SAUNDERS

We are very proud of this baby. Governor
Connally special ordered it so state
officials and dignitaries can ride in the
parade in Dallas. You know President
Kennedy's comin'?

(CONTINUED)

RED

So I hear.

SAUNDERS

Latest technology, oversized engine, complete kitchen and sleeping quarters, gun racks, frig, stove, the works. Even got a hot line phone straight to the Governor's office.

Red stops circling and nods to Adler, who scurries away.

RED

Fine piece of machinery.

SAUNDERS

What's more, as soon as it gets back from Dallas it will be at your requisitioned disposal. Perfect for lots of situations -- a headquarters on wheels.

Red smiles, walks up to one of the Lone Star decals and rips it off.

RED

We'll take it.

SAUNDERS

Uh, Chief?....

Red rips off another decal. Adler and a few others start to load equipment, guns and files into the motor home. In addition they cart out unnecessary items: mattresses, etc. and stack them in a pile outside the motor home.

The Photographer continues to snap photos.

SAUNDERS

(to Red)

Whattaya' doin', Red?!

(to Photographer)

Stop takin' pictures!

Red does away with the parade banner. Saunders follows behind and tries to reinstate the decal.

SAUNDERS

It's jus' not possible, Red. The Governor's gonna' ride it in a campaign parade tomorrow.

RED

Guvner' hisself told me this manhunt was top priority.

(CONTINUED)

40 CONTINUED: (2)

40

Adler moves through the door to the RV carrying Red's favorite desk chair. He's followed by BOBBY LEE, 20's, cocksure, wearing a plain khaki uniform and boots.

ADLER

(to Saunders)

S'cuse me.

(to Red)

This here's Bobby Lee. He's a specialist with the Feds. They want him to tag along.

Red stares hard at Bobby Lee, then nods. Bobby Lee steps into the Airstream.

SAUNDERS

Please, Red, ya' gotta' believe me...

Red spots Suttle, 35, bright-eyed, with a cowlick, sitting at the wheel of the Chevy truck.

RED

Who are you?

SUTTLE

Dick Suttle, the driver.

RED

Not anymore. Bradley.

BRADLEY, 35, glasses, moves to the truck and gets in. Suttle shrugs and steps out.

Saunders stops Suttle and turns to Red.

SAUNDERS

This man stays with the vehicle wherever it goes, Red!

RED

(to Suttle)

You know how to operate the gadgets?

SUTTLE

Yessir.

RED

(to Suttle)

Grab a seat.

Suttle sets himself in the passenger seat of the truck.

Sally emerges from the building, ticked off, carrying an armload of file boxes, and makes a beeline for Red. Saunders gently touches Red's shoulders; a final plea.

(CONTINUED)

SAUNDERS

Please Red, I'm beggin'. I mean, what am I suppose to tell the Governor?

Sally arrives but before she can spit out a word...

RED

Tell John that Miss Gerber here checked me out on it.

Red whistles and the ENGINE REVS. Red closes the door as the motor home pulls away. Saunders runs beside the passenger side window and yells in to Suttle, who stares out the window.

SAUNDERS

Not a scratch, you hear me, Suttle?
Not a scratch!

Saunders stops, breathing hard, next to Sally. She's pissed and overloaded with files.

AIRSTREAM

about 20 yards down the way, comes to a stop. A second later the door opens and the steps pop out.

Sally walks toward the bus but when she arrives at the door...

... LAUGHTER filters out of the Airstream. The Airstream moves another 20 feet then stops.

Sally waits a full five seconds, then she blows the hair out of her eyes and, against her better judgment, moves cautiously forward, the file boxes getting heavier by the minute. Again, when she gets close...

...the Airstream moves. Sally, boiling mad as her coiffure wilts in the Texas sun, stops, and tosses down the file box in anger.

The Airstream stops. LAUGHTER from inside and a few AD LIBS, i.e. -- "Okay, Okay." More LAUGHTER. Red steps out the door, turns his gaze back inside and the laughter and comments stop on a dime. Smiling slightly he turns to Sally, moves straight for the file box, picks it up and walks back to the Airstream. When he arrives at the steps he turns, looks to Sally, who stews and holds her ground.

RED

You comin' or not?

She hesitates only a moment before walking straight to Red, grabbing back her file box and entering in front of him.

41 OMITTED 41
 42 INT. AIRSTREAM - DAY 42

Sally enters, balancing the boxes, and glares at the faces surrounding her. A smiling Red, a grinning Adler messily gorging on a cinnamon roll, a nervous KAISER, the radio man, and, in the corner, a nasty smirk from Bobby Lee.

When the Airstream takes off again, she loses her balance and drops one of the boxes. Adler and Suttle jump forward to help but she gives them the evil eye.

SALLY

I've got it.

She kneels down to pick it up and feels eyes on her. She looks up to the men staring at...

Her skirt, raised a bit, exposing a thigh.

She calmly stands and looks to Adler, a piece of cinnamon roll dangling on his chin.

SALLY

You've got shit on your face.

Red can't help but smile as Adler wipes at his face.

43 EXT. RURAL ROAD - DAY 43

The IMPALA BLASTS along, kicking up dust and dispersing crows as it heads into a one light township. It slows, however, before the main part of town and slides to a stop near a pay phone booth.

44 INT./EXT. IMPALA - DAY 44

JERRY

Why the hell we stoppin'?

BUTCH

You said you had a cousin near here.

JERRY

So?

BUTCH

So give him a call. See if we can shack there til' things cool down.

Jerry thinks it over, leans forward and, in one quick swipe, grabs the keys from the ignition. Then he laughs and crawls out on his way to the phone booth.

(CONTINUED)

In the b.g. we see Jerry strut to the phone booth and pore through a thin directory. Phillip steals a glance at Butch, who watches his rear view mirror and grits his teeth.

PHILLIP

Why'd he take the keys?

BUTCH

So I won't leave him.

PHILLIP

(a tad hopeful)

Would you leave him?

BUTCH

Oh yeah.

In the b.g. Jerry rips the 20 page phone book in half and returns to the car, half pleased with himself. He tosses the keys to Butch, who starts the car and drives off.

JERRY

Musta' moved. Prolly' couldn't have heard 'em anyway. Goddam ear's still bleedin'. You ever try that shit again...

BUTCH

What?

JERRY

What?

BUTCH

You were in the middle of threatenin' me.

JERRY

(from the movies)

Ain't a threat. It's a fact.

Butch reaches over, takes Phillip's hand and places it on the steering wheel.

BUTCH

Here kid, take the wheel.

Phillip, scared at the prospect, nevertheless does his best to see over the dash and keep the wheel straight. Butch turns back over the seat to confront Jerry.

BUTCH

In two seconds I'm gonna' break your nose. That's a threat...

(CONTINUED)

44 CONTINUED: (2)

44

Before Jerry has time to snicker Butch hits him full in the face and grabs the gun. Blood spurts from Jerry's nose and the injured man cups his hands over the wound.

Butch spins and retakes the wheel from a frightened Phillip.

BUTCH

... And that's a fact.

Instead of expressing outrage, Jerry slinks back down in the seat wearing a look of pure hatred.

JERRY

I'm gonna' kill you for that.

BUTCH

And that's a threat. Beginnin' to understand the difference?

Somethin' catches Butch's eye and he turns and slows down and turns into...

45 EXT. RURAL STORE - DAY

45

The Impala brakes to a dusty stop near the front of the store, which is bordered by a giant hay field.

46 INT. IMPALA - DAY

46

BUTCH

Okay, Phillip, listen up. I'm gonna' run in here and get some smokes.

JERRY

Get beer.

Butch hands Phillip the revolver.

BUTCH

Here, hold it like this.... And point it right between his eyes.

JERRY

What the hell?...

BUTCH

(to Phillip)

If he so much as moves you pull the trigger ... right here... Put your finger on it.

Jerry snickers and then laughs maniacally. Butch reaches over and cocks the pistol. Jerry's guffaws stop on a dime.

JERRY

Yer' a fuckin' crazy man.

(CONTINUED)

46 CONTINUED:

46

BUTCH

And that's a fact. I believe yer
gettin' the hang of this.

Butch steps out of the car and heads for the market.

47 INT. STORE - DAY

47

Butch enters. A short fat man with a fishing cap is sweeping
up.

BUTCH

How-do. Where's yer' sodees?

MAN

Hot in the first aisle. Cold in the
back, in the cooler.

48 INT. IMPALA - DAY

48

Phillip's slightly shaking hands hold the pistol pointed
directly at Jerry's head.

JERRY

You ever shot a gun before, boy?

No answer. Phillip steals a glance at the store, anxious for
Butch to return.

JERRY

Powww!!!... It'll knock you on your ass.

PHILLIP

Be quiet, mister.

JERRY

Naw. You ain't never shot no gun before.
Livin' in a house with three split tails...
no Daddy around. You'll prolly' grow up
queer, you know that?

A bead of sweat rolls down Phillip's cheek.

JERRY

Now I'm gonna' lean up here real slow,
okay? So we can talk.

Jerry raises his hands, palms up and slowly leans forward in
the back seat. Phillip's hand quivers but he doesn't pull
the trigger.

JERRY

There we go. Now we can have a 'man to
man.' You are a man, ain't ya'?

49 INT. STORE - DAY 49

Butch dumps a six pack of RC Colas, a handful of Moon Pies, a handful of beef jerky and some gum on the counter.

50 INT. IMPALA - DAY 50

Jerry's chin is on the front seat now and his arms are draped over it.

JERRY

Those are cute little underwears you got there, boy. Say does your mama sew yer' name in 'em, initials or anything?

Jerry's hand slowly reaches down to the white briefs. He places one finger in the front elastic waistband and slowly pulls it open.

JERRY

Whatcha' got in there?

Jerry sneaks a peek.

JERRY

Kinda' puny, ain't it?

Phillip, diverted, looks down. In a flash Jerry grabs the gun.

JERRY

The hand is quicker than the eye.

Jerry flicks open the revolver, spins it -- empty slots.

JERRY

(re: Butch)

That sonofabitch. Hell's bells, no shells.

51 INT. STORE - DAY 51

The Old Man puts down his broom and ambles to the register.

OLD MAN

This be all for ya'?

BUTCH

This and a carton of Chesterfields.

(beat)

Are those .38 shells? Gimme a box.

The Old Man puts the cigs and shells on the counter and starts to tally the bill on a notepad.

(CONTINUED)

51 CONTINUED:

51

OLD MAN

With deposit comes to four dollars eighty.

Butch reaches in his pocket and extracts the wad stolen from the convenience store. The Old Man takes note. Butch selects a five and places it on the counter.

OLD MAN

Land's sake. What line of work you in?

The Old Man bags the goods, but Butch takes the shells and puts them in his coat pocket.

BUTCH

Used cars. Buy 'em, fix 'em up. Sold a Cadillac down in Madisonville this mornin'.

OLD MAN

Don't say.

52 INT. IMPALA - DAY

52

Jerry puts his gun hand around Phillip's neck and pulls the sobbing boy closer. Jerry rests his face on Phillip's neck.

JERRY

Come over a little closer.

As Jerry groans, Phillip seizes the moment and bites Jerry hard on the ear. Jerry screams and drops the gun, which Phillip picks up and carries with him as he scurries out of the car and into the hay field.

Jerry, in pain, now with both ears bleeding, crawls out of the back seat and gives chase.

53 EXT. FIELD - DAY

53

Phillip, still sobbing, runs for his life in the hay, which is a full foot taller than he.

JERRY

no longer stumbling, now grinning maniacally, gives chase, whistling as if calling for a lost puppy.

JERRY

I'm gonna' find you boy. You best come here.

PHILLIP

gun in hand, stumbles, falls, gets up, keeps running. He falls again and crawls to a stop. He wipes his tears and balls up on the ground trying to make himself invisible.

54 EXT. STORE - DAY

54

Butch exits with a grocery sack. When he sees the car doors open he dumps the groceries in the front seat and looks to the field.

HIS POV

The hay rustles as Jerry moves through the field.

55 EXT. FIELD - DAY

55

Jerry, crouching, moves through the field -- eyes peeled for any sign of Phillip.

Phillip lies still. He hears the hay rustling near him and he looks up, squares his body and points the revolver at...

Butch, who spots him, motions for him to stay put and holds out his hand for the gun. Phillip hands it over and watches while Butch reaches into the plaid jacket pocket, extracts a few shells and loads the .38.

JERRY

a little frustrated now, but still moving forward.

JERRY

(a whisper)

Hey boy. Hey boy. You better hope I don't find ya'.

He spots something -- a dash of color -- and begins to crawl faster. He parts a thick batch of hay and looks up into the gun barrel and eyes of ...

BUTCH

squatted down, who levels the revolver and closes one eye.

Jerry laughs.

JERRY

Whatcha' gonna' do? Hit me with it?

Butch reaches into the coat pocket with his free hand and shows a shell or two. Jerry's grin drops.

JERRY

(pleading)

Me'n you are friends!!!!

BUTCH

Thick as theives.

PHILLIP

hears a GUNSHOT and runs for his life back toward the store.

56 EXT. PARKED IMPALA - DAY

56

Phillip runs to the car and hides behind the tire opposite the store and field. In the b.g. we see Butch emerge from the field and walk toward the car.

The Old Man, who also heard the shot, emerges from the store with a baseball bat. Butch arrives at the car, spots the Old Man and levels the revolver at him. Phillip is relieved when he hears Butch's voice instead of Jerry's.

BUTCH

(to Old Man)

You got a phone?

OLD MAN

Naw.

BUTCH

Then go inside and lie down til' we're gone.

The Old Man meekly does so. Butch goes to the car door, opens it and motions to a frozen stiff Phillip.

BUTCH

Well... Get in.

57 EXT. HIGHWAY - DAY

57

The truck and Airstream barrel down the highway.

58 INT. AIRSTREAM - DAY

58

The place is a functioning mobile headquarters now. Adler on the short wave and tacking up a map, Bobby Lee still in his corner, Red and Sally sitting across from one another at the "kitchen table".

In the rear section of the Airstream Red's chair and a mini office for the Chief have been put together.

ADLER

Got a spot on 'em. A store right outside of Benhur. About 20 miles from here.

Adler sets down the mike, sticks a tack on the map and stands back.

RED

All right. Push the roadblock on 288 north by 50 miles.

Kaiser calls in the instructions. (NOTE: Kaiser's radio transmissions are not scripted but go on a lot of the time we're in the Airstream. In addition, his and Adler's directions and missives to Bradley in the truck are not all scripted.)

(CONTINUED)

ADLER

Ya' figger' they're that far along?

RED

Hell, I dunno'and neither do they. They're jus' happy to be out. It's a high speed Sunday drive to them.

ADLER

Sunday drive. I like that. Never heard you use that one before, Red.

Sally is watching Red and listening to all of this with a troubled look on her face. Red notices...

RED

Somethin' eatin' at you?

SALLY

It's... perhaps premature, but do you have an auxiliary roadblock plan for when they split up?

Everyone stares. No one ever questions Red.

ADLER

What makes you so sure they won't stay together?

Sally hesitates. Red notices...

RED

You got somethin' to say, spit it out.

SALLY

Their situation is one of accommodation. They won't be together long.

Silence. Sally continues.

SALLY

Haynes and Pugh are opposites. Haynes is a criminal's criminal -- armed robbery, mano y mano confrontation. Pugh, on the other hand, has a rap sheet littered with molestation and petty crime. They'll split sheets soon.

ADLER

(still on attack)

What about the hostages? They gonna' flip a coin to see who gets to keep who?

Red rises and walks to the sink. He rinses a spoon.

(CONTINUED)

58 CONTINUED: (2)

58

SALLY

It's happened before. Either way it's a dilemma they'll address soon.

(beat)

That's why we should address it now.

She looks to Red. He refuses to return her gaze.

RED

We don't have a dilemma. And neither do they. They'll keep one hostage... and get rid of one, if they haven't already.

SALLY

Okay... which one?

RED

If there's a SNAFU, who's John Q. Public more likely to give a rat's ass about -- an innocent boy or a goddam bureaucrat.

Red wipes the water off the spoon on his shirt and walks to his office in the back. Adler, Bobby Lee and Kaiser chuckle lightly at their boss's snubbing of the female upstart in their midst. Sally's face glows a bright red.

59 INT. MOTOR HOME - BACK OFFICE

59

Red sits in his office chair, pulls out the spoon and pours Geritol from a bottle into his coffee. He doesn't even look up when Sally enters, a stern look on her face.

SALLY

We need to talk, Chief Garnett.

RED

Call me Red.

SALLY

Red.

(beat)

Why are you so hell-bent on embarrassing me?

RED

I'm hell-bent on one thing. You hang around long enough you'll find that out. Til' then a tough backside and a sense of humor will get you through a lot.

SALLY

I have a fine sense of humor, but the one thing I won't do is be your straight man so you can play hero to a bunch of morons who think you're some kind of hillbilly Sherlock Holmes.

(CONTINUED)

59 CONTINUED:

59

Red sips from the mug calmly then groans, his face contorted.

RED

Awful. Arthur Godfrey says it keeps ya' young, but I'm not sure it's worth it.

SALLY

I'd like an answer.

RED

This yer' first time out of an office?

She refuses to answer.

RED

Thought so. What'd ya' expect ya' signed on for?

Adler, Bobby Lee and Kaiser all watch the discussion, smiles on their faces. Sally abruptly closes the door.

SALLY

You think I'm what? Some dumb schoolgirl who wandered into the boy's locker room? Well you're wrong. I don't mean to boast, but I happen to be one of the two most intelligent people involved in this fiasco.

RED

Didn't ask that. Asked what you expected.

SALLY

I expected to be allowed to do the job assigned to me by the Governor.

RED

I happen to like the Governor, hunt quail together every year. But deep down he and I know that win, lose or draw this is my ship, not his.

SALLY

The Governor as chief executive officer of this state bears ultimate responsibility for...

RED

... Bullshit. Responsibility lies with the one that loses sleep; the one with the most ulcers. This mess turns bloody -- and it might -- all it's gonna cost the Governor is a few votes! Me, I'm the one that's...

(CONTINUED)

59 CONTINUED: (2)

59

Red catches himself about to get too personal. He takes another swig of his coffee/geritol. Sally softens her stance.

SALLY

You're the one that what?

But Red side-steps.

RED

Tell ya' what. You think I'm makin' a wrong turn you speak up. Might not agree, but I'll listen. As far as stepped on toes and wounded pride, I'll buy everyone a drink when we head for home. Not until. I got more to worry about.

(beat)

That sound fair to you?

SALLY

Yes.

RED

Well okay then.

Sally turns, about to leave.

RED

So who's the other one?

SALLY

Other one?

RED

If yer' one brain, who's the other?

SALLY

Haynes. He was tested in prison.

60 INT. IMPALA - DAY

60

Butch drives and catches an occasional glance at Phillip who sits quietly, but who, too, steals looks at his captor between swigs of RC Cola.

He finishes off the bottle. Butch reaches in the sack for another, pops the top on the dashboard and hands it to Phillip.

PHILLIP

Thankyew.

(beat)

Are you gonna' shoot me?

BUTCH

No. Me'n you are friends.

(CONTINUED)

60 CONTINUED: 60

Butch realizes that in Phillip's eyes he and Jerry were probably friends.

BUTCH

If I was choosin' a runnin' buddy, I'd take you over him any day of the week.

61 EXT. RURAL STORE - DAY 61

The RV slides to a stop in the gravel parking lot which is full of state and local police. Red exits first, followed by the others. A LOCAL SHERIFF walks up to greet.

RED

We got a positive I.D.?

LOCAL SHERIFF

Yessir, with only the boy as hostage. But not five minutes ago we found something else.

62 EXT. HAY FIELD - DAY 62

PAN FROM a fingertip UP an arm and TO the face of Jerry Pugh.

A clean bullethole has left him with a third eye, a bloody back and an entourage of late summer flies. We hear the CLICK of a photographer's CAMERA.

BOOM UP TO Red, Local Sheriff and other bystanders.

RED

Least now we know who's in charge.

63 INT. IMPALA - DAY 63

Butch notices that Phillip is pretty somber as he tugs on another RC.

BUTCH

Whattaya' thinkin' about?

PHILLIP

Nuthin'.

BUTCH

If I guess you tell me?

Phillip nods.

BUTCH

You thinkin' about yer mama?

Phillip sits still. That was it.

Butch brings the car to a stop. He points to the horizon. Desolate.

(CONTINUED)

63 CONTINUED:

63

BUTCH
I hear ya', Phillip, but look around. I
can't very well leave you here, can I?

64 EXT. RURAL ROAD - DAY

64

The Impala rests in the fork of a dirt road.

65 INT. IMPALA - DAY

65

BUTCH
Lemme' ask you somethin'. You right or
left handed?

Phillip meekly holds up his right hand. The car races
forward.

BUTCH
Then that's the way we'll go. You ever
ridden in a time machine before?

Phillip shakes his head.

BUTCH
Sure you have. Whattaya' think this is?

PHILLIP
A car.

BUTCH
Yer' lookin' at this thing bassackwards.
This is a 20th Century time machine.
I'm the captain and you're the navigator.

Butch points forward through the dash.

BUTCH
Out there... that's the future.

Butch taps on the rearview mirror.

BUTCH
Back there... that's the past. If life's
moving too slow and you wanna' project
yerself into the future you step here on
the gas. See?

He does so and the Impala surges forward.

BUTCH
And if yer' enjoyin' the moment yer' in,
well hell, just step on the brake here
and you can slow it down.

(CONTINUED)

65 CONTINUED: 65

Butch brings the car to a complete and dusty stop.

BUTCH

This is the present, Phillip. Enjoy it while it lasts.

Then he laughs uproariously and steps on the gas.

66 EXT. ROAD - DAY 66

The Impala spins out, kicking dirt in all directions.

BUTCH (V.O.)

Yessir. Time travelin' through Texas! We got to find us a Ford. My daddy always drove Fords, you know that?

67 INT. AIRSTREAM - DAY 67

The Airstream sits in the parking lot of the store. Bradley and Suttle sit up front in the truck.

INT. TRUCK - DAY

Bradley turns the knob on an intercom speaker system next to the radio.

SUTTLE

It's an intercom speaker system. You can get and give instructions to and from the rear of the vehicle.

BRADLEY

How's it work?

SUTTLE

You push the power button but if you've got the volume turned up...

Bradley pushes the power button. The SYSTEM SQUAWKS LOUDLY and then CREAKS TINNILY. Speakers blown.

SUTTLE

... you'll blow the speakers. Sheeit...

INT. AIRSTREAM - DAY

Red cringes, his ears still ringing from the squawk, and turns to stare at the front of the RV.

(CONTINUED)

67 CONTINUED:

67

INT. TRUCK - DAY

BRADLEY

(quiet; to Suttle)

This thing's prolly' got a warranty.
You oughta' make a list of all the
things that are wrong.

INT. AIRSTREAM - DAY

Red shakes his head and stands in front of the map, placing thumbtacks at crossroads indicated by the circle mark.

ADLER

That oughta' put his pecker in a sling,
huh, Red?

(remembers Sally)

Sorry, ma'am.

SALLY

(ignoring Adler)

Shouldn't these be roadblocked as well?

She points to several other unmarked roads.

RED

Sooner or later he'll get on a main road.
We don't got the manpower to roadblock
every farm to market.

ADLER

In a perfect world, Miss Gerber, we'd lock
arms and thrash the bush til' he turned up...

SALLY

In a perfect world things like this wouldn't
happen in the first place.

Adler hears something on his headset, turns to Red.

ADLER

Locals are heading out. Wanna' follow?

RED

Let's sit tight. He'll turn up.

68 EXT. RURAL ROAD - DAY

68

The Impala travels slowly along the road until it edges to a stop by the entrance to a small farmhouse with a truck and car parked in a long dirt driveway. A farmer on a combine works a small field.

69 INT. PLYMOUTH - DAY

69

BUTCH

Ok, Phillip, we're gonna do some car shoppin'. You ever play cowboys n' Injuns? See that Ford sedan? Now I want you to sneak on over there like an Injun and take a peek and see if the keys is in it.

Phillip hesitates.

BUTCH

Don't have to if you don't wanna... but I'd appreciate it... You bein' the new navigator and all.

Phillip thinks it over then opens the door and slips out.

BUTCH

Hey, Phillip, check for a radio, too.

70 EXT. FARMHOUSE - DAY

70

Phillip, still in his skivvies, legs cut up and muddied from his escape from Jerry, sneaks up to the car and quietly peers into the open window.

The keys dangle when his small hand touches them.

Phillip closes the door, looks around and then runs pell-mell to the passenger window of the Impala.

PHILLIP

It's got keys and a radio. I checked.

BUTCH

Good man.

Phillip holds his crotch and stamps his feet.

PHILLIP

Can we stop at a fillin' station.

BUTCH

What for?

PHILLIP

Number one.

BUTCH

This here's nature, Phillip. Pee in the ditch.

Phillip scrambles to the ditch to relieve himself while Butch steps out of the Impala, tosses the keys into the field and walks toward the Ford.

(CONTINUED)

70 CONTINUED:

70

The FARMER stops his tractor and notices Butch and Phillip.

Phillip, despite his prior urgency, is having trouble coaxing relief.

Butch slides into the Ford, pumps the gas pedal and turns the key. The ENGINE GRUMBLES and DIES.

The Farmer is walking now, slowly and then at a trot as he realizes what's happening.

Phillip finally starts to pee.

Butch cranks again and again but the Ford is flooded.

BUTCH
Start, you sonofabitch!

The Farmer runs faster, comes closer...

FARMER
Hey, that's my car! Hey!!!

Butch floors the gas to clear the flood and the ENGINE finally STARTS. He throws it into reverse and peels out backwards into the road beside the ditch where Phillip continues to relieve himself.

BUTCH
Get in the car, Phillip!

The Farmer, only 30 yards or so away, is racing toward them madder than a wet hen.

Phillip tries to hurry but the RC continues to run through him.

BUTCH
Phillip! Get in the car!

Phillip pulls his underwear up and races to the car. He leaps into the open passenger door at the same moment Butch steps on the gas and the Farmer arrives and grabs onto the door as it closes.

71 INT. FORD - DAY

71

The CAR is SCREECHING down the road but the Farmer holds on for dear life and auto. He claws at Phillip, who does his best to fend off flailing hands and fingers.

Butch reaches under the seat for and grasps the pistol. Phillip sees what's about to happen and bites the Farmer's hand as hard as he can.

(CONTINUED)

71 CONTINUED:

71

FARMER

Aaaaaayyyyyy!!!!

The Farmer releases his grip on the door and falls backward, summersaulting into the adjacent ditch.

Butch places the gun back under the seat.

BUTCH

Goddam, boy, how many RC's did you drink anyway?

PHILLIP

Four.

Butch shakes his head and laughs.

BUTCH

One thing's for sure. You got one helluva set of chompers.

72 INT. TRUCK - DAY

72

Sitting still. Bradley tries to light a cigarette with the lighter but gets no heat.

BRADLEY

(to Suttle)

Lighter don't work. Put that on the list.

INT. AIRSTREAM - DAY

Bobby Lee sits alone in the back corner of the main room of the RV. He just sits and stares, occasionally smiling cynically at Sally.

Adler takes the latest info off the radio while the others listen in.

ADLER

(into radio)

Highway 16 north. Four miles south of Desdemona. Got it.

(to Red)

Stole a vehicle.

Kaiser radios up front, the ENGINE STARTS and the Airstream moves.

RED

(to Adler)

What kinda' shape's it in?

(CONTINUED)

ADLER

What's that?

SALLY

The Ford he stole.

ADLER

Owner told the locals they only drove it to church, but it does have a bad emergency brake.

(to Sally)

How'd ya' know it was a Ford?

SALLY

He likes Fords.

Adler looks at the map.

ADLER

Looks like you was right, Red. He's off the farm to market and onto a spur. Whattaya' wanna' do?

RED

Beef up the I-20 roadblock.

Adler gets more news through the headsets.

ADLER

What's that?

(beat)

Red, the locals wanna' know if they're to take a clean shot if they get one?

Red stares out the window for what seems like an eternity...

RED

No.

Adler looks quizzically at Red and pulls off the headphones...

RADIO VOICE (V.O.)

Come back...? Come back Mobile One. Adler, are you there...?

RED

Tell 'em what I said.

ADLER

(into mike)

Uh... no.

RADIO VOICE (V.O.)

Was that a negative?

(CONTINUED)

ADLER

No, er, yes. No means negative. Same thing. Over.

Red sees Sally peering at him over the top of her file. He glances around at the other sets of eyes.

RED

I don't want some half-ass Sergeant York taking pot shots with a deer rifle.

Adler puts the headphones back on.

Bobby Lee smirks a bit.

SALLY

It's the only thing to do. He's got the child with him.

Red gives her a look that says, "Don't defend me".

BOBBY LEE

(to Sally)

I suppose you figger' he'll jus' give up.

SALLY

Maybe, maybe not.

BOBBY LEE

Well now there's a safe bet.

SALLY

I'll give you a safe bet. The boy's in better hands now than he was.

RED

The third eye Pugh's sportin' on the way to the morgue shouts otherwise.

Sally flashes Red a look back. Bobby Lee rises and moves past Red on his way to the toilet.

BOBBY LEE

(casually)

Then why not shoot to kill.

Red just stares at Bobby Lee as the younger man moves slowly past him to the toilet.

Adler on the radio...

(CONTINUED)

72 CONTINUED: (3)

72

ADLER

(to Red)

They've forwarded the stolen vehicle license to the roadblocks. You still wanna' go to the farm?

Red pulls out a package of Red Man chewing tobacco and mulls over the question while he slaps a wad into his cheek.

RED

Yeah. I gotta' hunch.

73 INT. FORD - DAY

73

BUTCH

You got blue eyes don'tcha', Phillip? Never met a blue-eyed Phillip before. Who you named after?

PHILLIP

My daddy.

BUTCH

You and your old man get along all right?

PHILLIP

Yeahsir.

BUTCH

Toss the ball around, play grab-ass in the yard, that sorta' thing?

PHILLIP

Nawsir.

BUTCH

Why the hell not?

PHILLIP

He ain't around, really.

BUTCH

Well he is or he ain't. When's the last time you saw him?

Phillip shrugs.

BUTCH

Me'n you got a lot in common, Phillip. The both of us got blue eyes, we both like RC Cola and neither one of us has an old man worth a damn.

(CONTINUED)

73 CONTINUED:

73

PHILLIP

(a bit defensive)

My Mama says he'll prolly' come back.
Prolly' when I'm ten or so.

BUTCH

Well... she's lyin' to ya' pure and
simple. He ain't never comin' back.

Disappointment registers on the boy's face.

BUTCH

Guys like us, Phillip, we gotta' be on
our own. Seek foolish destiny, that
sorta' thing.

74 EXT. GAS STATION - DAY

74

The Ford pulls off the dusty road and into the lone pump in
this dilapidated petrol mirage. A BUCK TOOTH BOY, 15, in
overalls steps to the window.

BOY

What can I do ya' for?

BUTCH

(to Phillip)

Tell him your name.

PHILLIP

Phillip.

BOY

Fill-er-up it is.

The attendant starts to pump the gas.

BUTCH

See there! All you gotta' do is say your
name and people are waiting on you hand
and foot. Like a goddam king or somethin'.

Phillip can't help but smile at the notion.

75 EXT. FARMHOUSE - DAY

75

Bradley and Suttle lean against the parked RV, chatting.

BRADLEY

You responsible for engine maintenance
on this thing?

SUTTLE

Uh, yeah. I'm the full time driver.

(CONTINUED)

75 CONTINUED:

75

Bradley shakes his head. "Too bad".

SUTTLE

What? Why?

BRADLEY

You notice how it keeps wanting to slip a bit goin' into second. Feels to me like somebody's been a little heavy-footed with the clutch.

(beat)

I'd take care of that if I was you.

PAN TO: an ambulance door opens and the Farmer, strapped in, is rolled toward it as his wife, sobbing, attends to him.

Several local police scour the surrounding field, walking four feet apart, looking for what they hope they won't find.

Red leans on the trunk of the Impala, chews and spits on the ground. He sniffs the air. Unsavory. Adler strides up from the field.

ADLER

No bodies this time, thank Gawd.

RED

You got the keys to this thing?

ADLER

Uh... naw...

RED

Get me a crowbar.

(to Sally)

You might wanna' wait in the boat.

SALLY

No thank you.

76A INT. TRUNK - DAY

76A

But it's black as night. A CROWBAR CRANKS at the lock until the trunk blasts open like a bottle top. A blast of light gives way to the silhouetted faces of Red, Adler and Sally, who turns and walks away in nauseous disgust.

RED

Well....

THEIR POV - OPEN TRUNK

In it lies the crumpled, bent, bloody remains of Larry, the prison employee, the original hostage.

RED

... there's our bureaucrat.

76B RED

76B

spits a chew, turns and walks to the RV. Near the entrance Sally is heaving.

RED

(to no one in particular)

It's sure nice to know the boy's in good hands.

Sally straightens herself, ready to bite back, but Red's face is soft. He offers a handkerchief. She takes it.

RED

Gallows humor, Sally. Without it we'd all be heavin'.

77 EXT. SMALL TOWN (NOODLE, TEXAS) - DAY

77

The Ford slides down the Main Street and into a side alley next to a Department Store.

78 INT. FORD - DAY

78

BUTCH

You ready to get out of those skivvies and into some britches?

Phillip nods.

BUTCH

Well all right then. But first we gotta' come up with some A.K.A.'s, fake identities, ya' know. Names to call each other when we're around other folks.

(beat)

Go ahead and think one up. Whatever name you want.

Phillip is amused by the sport of it all.

PHILLIP

Any name I want?

79 EXT. STORE FRONT - ESTABLISHING - DAY

79

A small time Dry Goods store with a sign over the entrance proclaiming: "FRIENDLY'S - The Friendliest Store in Texas!"

80 INT. FRIENDLY'S - DAY

80

A small, well-organized country dry goods store with a dozen or so aisles carrying everything from DDT to used boots.

(CONTINUED)

80 CONTINUED:

80

A long counter at the front of the store is backed by a small office with a large glass window that gives the Manager, MR. WILLITS, 45, bespectacled, anal-retentive, a clear view of the store. A nuclear family with two kids exits the store just as Butch and Phillip enter. Butch holds the door open and smiles at them. They say "thanks" but can't help but notice Phillip, cowering behind Butch, still clad in his underwear. He hides behind a nearby display which reads: Cast Your Vote For Friendly's Friendliest Clerk!

A clerk, LUCY, 30, holding a handful of shoeboxes notices their entrance. She's schoolmarmish with a smile that looks like it's painted on.

LUCY

Well, hello there and welcome to Friendly's.
Looks like the little fella' needs some pants.

BUTCH

As a matter of fact. Shoes and new skivvies,
too. He'll tell you his size. Go with the
lady, Buzz.

Phillip, still in somewhat of a daze, doesn't recognize his own "name".

BUTCH

Buzz!

Phillip snaps to, cracks a smile at Butch and follows the lady to the children's section of the store.

LUCY

Buzz, what a cute name. Like a bee.

BUTCH

walks past the cash register, gives the clerk behind the desk a wink and proceeds to an aisle which features hardware, rope, tape, nails, etc. He stoops and grabs a shank...

... with his hands he grips the rope tight and jerks it taut.

CHILDREN'S AISLE

Lucy is holding jeans up to Phillip's waist.

LUCY

It'd be easier if I knew your size, but
we'll get it right.

Phillip's eye catches something...

(CONTINUED)

80 CONTINUED: (2)

80

HALLOWEEN COSTUME DISPLAY

on a circular rack with shelves. Hanging prominently is a Casper the Friendly Ghost costume. Above it a sign reads: "MARKED DOWN - Get the Jump on Next Year!"

CLOSEUP - PHILLIP

mesmerized by the display.

BUTCH

takes a roll of electrician's tape. He tears off a strip, attaches it to the back of his hand and tugs. It holds tight.

LUCY

kneeling, looking for sizes, selects a pair and turns to find Phillip gone. She spins around and smiles when she sees...

PHILLIP

wearing the Casper mask.

LUCY

Why look. It's a friendly ghost. Say 'Boo.'

PHILLIP

(unconvincingly)

Boo.

LUCY

Not very scary but you'll have a whole year to work on it if your Daddy lets you have it. Good price, too. What'd you go as this year?

PHILLIP

A bandit.

81 EXT. MAIN STREET - DAY

81

A local police car cruises slowly, spots the Ford parked in the alley and comes to a halt.

82 INT. POLICE CAR - DAY

82

The cop, TERRANCE, 25, who only started last month after he flunked out of Texas A&M, checks the plates against a notepad on his dash.

TERRANCE

(realizing his find)

Aw... shit...

83 INT. FRIENDLY'S - DAY

83

Butch, with a handful of supplies, including the rope and tape, makes his way to the register.

(CONTINUED)

83 CONTINUED:

83

He's greeted there by PAULA, to whom he earlier winked. She's 25, country cute, and wears a fake smile that rivals Lucy's. Butch reaches for and tries on a pair of sunglasses.

BUTCH

Whattaya' think?

PAULA

Look good.

He adds them to the pile of stuff.

PAULA

Will that be all for you today?

Butch nods and hands over the goods.

BUTCH

You folks are about the grinnest bunch I ever seen.

Paula laughs, then drops her grin, looks behind her to see Mr. Willits is watching, and whispers...

PAULA

Old Man Willits holds a contest ever' month. The friendliest clerk gets a \$20 bonus.

(beat)

There's a ballot box at the front.

BEHIND GLASS

Mr. Willits adjusts his black and white TV and settles on a local news broadcast.

NEWSCASTER (V.O.)

(on TV)

... the hunt continues for Butch Haynes, who escaped last night from the maximum security unit over in Huntsville. Haynes, six-one, 185 pounds, with brown hair is considered armed and dangerous. He was last seen...

CHECKOUT COUNTER

Paula checks Butch's items as Lucy and Phillip emerge from an aisle and drop a pair of jeans and sneakers onto the counter.

LUCY

Here's the clothes, but Buzz has his heart set on a Halloween costume for next year. It is half off.

(CONTINUED)

83 CONTINUED: (2)

MR. WILLITS

pays more attention to Butch as the newscast continues.

NEWSCASTER (V.O.)

... Haynes is believed to have an
8-year-old boy with him as hostage.

CLOSEUPS - BUTCH AND WILLITS

Each checking out the other.

BUTCH

(to Phillip)

We'll get it next time. Go get in the
car, son.

84 EXT. MAIN STREET - DAY

84

Terrance pulls his black and white to one end of Main Street
and parks it across the street, blocking it.

TERRANCE

(into radio)

Okay, Pete, I'm all set down here. You?

ANOTHER COP

PETE, 40, probably Terrance's uncle, slides his black and
white to the opposite end of the street and puts it in park.

PETE

(into radio)

Copasetic. Let's just keep him tied
up til' the state boys get here.

85 INT. RV - DAY

85

Adler takes the urgent message off the radio and turns to the
group...

ADLER

They've got him penned down in Noodle,
north of Abilene.

86 INT. FRIENDLY'S - AT COUNTER - DAY

86

Paula bags the items, including the jeans.

CLOSEUP - WILLITS

staring straight at Butch.

CLOSEUP - BUTCH

shakes his head at Willits -- "Don't even think about it".

(CONTINUED)

86 CONTINUED:

86

PHILLIP

walks toward the front door but stops short when he sees, once again, the Halloween display.

BUTCH

pays Paula, then stuffs a \$20 in her blouse.

BUTCH

You are truly the friendliest clerk I ever met.

She blushes a "thank you" as Butch makes a hasty retreat to the door.

PAULA

(an afterthought)

Thank you for shopping Friendly's!

87 EXT. MAIN STREET - DAY

87

Butch exits the store, spots the blackandwhites, and slides into the middle of a group of old-timers moving down the sidewalk at a leisurely pace.

88 INT. FRIENDLY'S - DAY

88

Phillip stands at the costume display, looks around, then grabs a Casper costume carton, stuffs it under his T-shirt and walks quickly to the door.

89 EXT. SIDE ALLEY - DAY

89

Butch slides away from the Old Timers and into the Ford.

90A INT. FORD - DAY

90A

Butch checks the back seat. No Phillip, no Buzz. He checks the rear view mirror and sees...

90B IN REAR-VIEW MIRROR

90B

Pete, his cherry top spinning, pulls in behind Butch, blocking his entrance to the main street.

91 EXT. SIDE ALLEY - DAY

91

Butch throws the Ford into reverse and steps on the gas.

Pete not expecting this kind of pace, at least not from the get-go, leaps into his back seat.

The Ford rams into the black and white pushing it backward into a lightpole and a truck. The TRUCK'S OWNER, carrying mulch from the feed store, watches as his truck slides toward him.

(CONTINUED)

TERRANCE

can't believe his eyes...

HIS POV - FORD

is COMING STRAIGHT FOR him, hell bent on destruction and picking up speed.

BACK TO SCENE

Terrance sticks his black and white in rapid reverse and backs down the street at 40 mph.

PETE (V.O.)

(on radio)

Get the hell outta' there. We can't lose both vehicles!

TERRANCE'S POV - FORD

is GAINING ON him -- he can actually SEE Butch's grimaced face -- when suddenly it goes into a dusty fishtail, does a 180, and barrels in the OPPOSITE direction.

PHILLIP

antsy as hell, stuck, wondering how this whole thing is going to play out. He's suddenly aware of the peering eyes behind him. Lucy bangs on the glass.

LUCY

(yells)

Buzz! You little shit. Shoplifting is a crime!

BUTCH

checks his mirror, looks ahead, spots Phillip and blasts straight for the front door of the store. He SKIDS to a halt and stares right at Phillip.

BUTCH

Up to you, Buzz...

PHILLIP

He's frozen for a second, his knees knocking, teeth chattering, the works. Lucy appears behind him and the glass door...

LUCY

(to Phillip)

You'll never get away with this, little mister!

Phillip dashes to the Ford and makes a swimmer's starting dive into the open passenger window.

(CONTINUED)

96 CONTINUED: (2) 96

Butch pulls his GUN and FIRES once into the glass door above the clerk's heads.

97 INT. FRIENDLY'S - DAY 97

The GLASS DOOR and surrounding WINDOWS SHATTER into a million pieces, sending Lucy, Paula, makeup, pantyhose, grins and all into a heap on the floor.

98 EXT. STREET - DAY 98

The FORD SQUEALS out down the street. Pete crawls out from behind the seat and ducks again just as...

... the Ford sideswipes the black and white for good measure and fishtails out of town.

Pete crawls over the back seat again as his radio SQUAWKS...

TERRANCE (V.O.)

Pete?... Pete? You okay?...

99 INT. FRIENDLY'S - DAY 99

Paula emerges from behind the counter and stares at Lucy, on the ground amidst glass and mayhem.

PAULA

Say what you want. I'm keepin' the twenty.

100 EXT. RURAL ROAD - DAY 100

Two young, country boys stand by the side of the road. One, FRANK, tosses an egg from hand to hand while he watches the horizon. The other, BILLY, approaches, crawling through a barb wire fence dragging something behind him.

FRANK

Hurry up. Someone's comin'.

ON HORIZON

Sure enough, a hail of dust signals the approach of a vehicle a mile or so away.

Billy crawls into the ditch next to Frank. We see what he's dragged from the field -- a scarecrow with a floppy hat and red bandana.

FRANK

Stick it in the road. Hurry up.

Billy does so, propping the scarecrow into a sitting position with a forked stick. Then he races back to the ditch and slides in next to Frank to divide the eggs.

(CONTINUED)

100 CONTINUED:

100

FRANK

We got seven eggs. I get four to throw
and you get three... since it was my idea.

Billy nods.

FRANK

Here they come. Aim for windows and get
ready to run.

The car crests the hill, followed by another, and another and
a final one, all Highway Patrol, all with their lights on and
SIRENS WAILING.

FRANK

Oh shit!

The cars don't even slow at the sight of the scarecrow, blast-
ing right through it, sending hay, hat, limbs and all, flying.

The scarecrow, or what's left of it, lands in a ditch next to
the boys. In unison they breathe a sigh of relief, look at
each other, drop the eggs and hightail it for home.

101 INT. FORD - DAY

101

The car is parked in a field of some sort. Butch reaches in
the back seat for the bag of clothing.

BUTCH

Here, take them nasty skivvies off and
put on yer' jeans.

He spots Phillip's not so successful effort to hide the
costume box.

BUTCH

Whatya' got there?

PHILLIP

A ghost suit.

BUTCH

From the store? You kyped it?

Phillip nods, expecting the worst.

BUTCH

Well, hell, Phillip, put it on.

PHILLIP

You ain't mad?

BUTCH

Let's unnerstan' each other here.
(MORE)

(CONTINUED)

BUTCH (CONT'D)
Stealin's wrong, ok? But if there's
somethin' you need bad and you ain't got
the money, then it's okay to take a
loaner on the item. It's what ya' call
an exception to the rule.

Phillip tears into the box, rips out the costume, looks at it,
starts to take off his underwear then balks. Butch notices.

BUTCH
What's wrong?

PHILLIP
Nuthin'.

Butch notices Phillip's hands covering his crotch.

BUTCH
What? You don't wanna' get undressed,
is that it?

Phillip shrugs.

BUTCH
You embarrassed caus' I might see yer'
pecker?

PHILLIP
It's... puny.

BUTCH
What?

PHILLIP
It's puny.

BUTCH
Well hell, lemme' see.

Phillip still hesitates.

BUTCH
Go on. I'll shoot ya' straight.

Phillip gingerly pulls off his underwear. Butch smiles a
broad grin.

BUTCH
Hell no, Phillip, it's good size for a
boy yer' age!

Phillip, remasculated, smiles and starts to put on the
costume.

BUTCH
Here they come.

102 EXT. RURAL ROAD - DAY

102

The four Highway Patrol VEHICLES from before BLAST past at 90+, sending stray dogs and roadrunners scurrying for cover.

CRANE DOWN to reveal the Ford off the same roadside, but behind a burm in a field. As soon as the patrol cars pass, Butch STARTS up the ENGINE and humps it to the road and off in the opposite direction.

103 INT. AIRSTREAM - DAY

103

Sally, deep in her files. She looks up from the file to...

ANOTHER ANGLE

Bobby Lee who sits by himself, whittling away at a stick and leering at her. Adler is at the map, holding the shortwave mike and wearing the earphones. Behind him, Red stares out the window.

ADLER

Haynes bought tape, rope, and some clothes for the boy.

Red comes to and turns to Adler. Sally smiles almost to herself. She was right -- Haynes is looking after the boy. Everyone knows it, but no one says anything.

ADLER

One puzzler though. They say the boy could have gotten away but didn't.

SALLY

Probably scared to death.

ADLER

That's not all. The kid stole a Halloween outfit.

RED

Holy Jeezus, they're a team.

ADLER

With the pit stop in Noodle looks like he's headed for the Panhandle.

Red sighs and groans. Unpleasant news but somehow he knew it. He moves to the back room for another shot of Geritol.

SALLY

(to Red)

What?

ADLER

There's more roads than people in the Panhandle.

(CONTINUED)

SALLY

How's that happen?

KAISER

(over his shoulder)

Poor counties. They tend to half finish roads then start on another one.

ADLER

But if anybody knows them backroads it's Red.

Sally lifts her head, watches Red reenter the room, then stares out the window.

SALLY

Okay, so... I'm Robert Haynes. Called Butch by everyone. I was born in Amarillo, but grew up in the French Quarter of New Orleans.

ADLER

(sotto voce)

What's she doin', Red?

SALLY

I killed a man when I was eight.

Silence. Nobody seems willing to play along. Red turns from the window to Sally.

RED

How'd ya' kill him?

SALLY

Shot him with a pistol. There was always one around the dance hall. That's what they called it but it was a whorehouse. We lived there.

Red moves away from the discussion and stands at the front of the Airstream, staring out the front window.

ADLER

What'd the authorities do?

SALLY

The victim was wanted by the locals so the whole thing got shoved under the carpet Cajun-style.

ADLER

They didn't even stick him in juvy?

(CONTINUED)

SALLY

Put me in school. Three years behind
but I catch up.

KAISER

Sounds like things are goin' okay' now?

SALLY

They were. For awhile. When I'm twelve
mom dies.

ADLER

What happened?

SALLY

Delilah Jane Haynes hung herself in the
bathroom of the brothel. Could have saved
herself the trouble. Post-mortem check
uncovered last stage syphilis.

KAISER

Where's yer' father?

Red's face tells us he's listening.

SALLY

Nobody knows where he is now. Ditched
when I was six. He was a small-time felon.
Popped up again after Mom died -- he'd just
been paroled. Moved us back to Amarillo.
A year later I'm in trouble again.

ADLER

Yeah? Kill somebody else?

SALLY

Took a joyride in a Ford coupe that I
just couldn't resist.

KAISER

Hell, that's no big deal.

SALLY

Judge gave me four years in Gatesville,
toughest juvy farm in Texas.

ADLER

That's where the son-of-a-bitch learned
to be a criminal. Seen that before,
ain't we, Red?

Red doesn't answer. He seems in a faraway place.

(CONTINUED)

103 CONTINUED: (3)

103

BOBBY LEE

(smart ass)

So, Butch, why don't you tell us where
yer' goin', save us the trouble o'
huntin' you down?

SALLY

Where I'm going isn't as important as
'Why am I going there?'

BOBBY LEE

(tired of the game)

Shit. 'Caus' I'm runnin' and they're chasin'
and I'd jus' as soon go north as south as
east as west. It's a fun lil' parlor game,
lady, but right now Butch Haynes don't
have the slightest idea where he's headed!

104A INT. FORD - DAY

104A

Phillip, now fully-attired in his Casper outfit and mask, is
looking at a folded map while Butch drives.

BUTCH

An inch is 24 miles. Hold yer' pointin'
finger along the line of the road. You
got three lines on your finger, don'tcha'?
Each one's an inch. So how many inches
to Childress?

Phillip holds one finger to the map, then another.

PHILLIP

One, two... six.

BUTCH

Yer' a helluva' navigator, Phillip. A lot
smarter than Jerry. But I guess that's not
sayin' a lot.

Something catches Phillip's eye.

PHILLIP

Lookie there!

104B HIS POV - TRUCK AND AIRSTREAM

104B

coming TOWARD them on the highway.

105 INT. AIRSTREAM - DAY

105

Bradley, driving, tinkers with a broken windowshade.
Suttle yawns, comes to, notices the broken windowshade and
gives Bradley a look. Bradley, caught, just smiles.

106 INT. FORD - DAY 106

BUTCH
 (excited, too)
 Seen one of them in a magazine. It's
 called a motor home. They're new.
 Kinda' like a house on wheels.

Butch HONKS the HORN TWICE and waits for a retort.

107 INT. TRUCK - DAY 107

Bradley smiles, looks to Suttle, who nods an "okay." Johnson
 sits on the HORN for TWO solid BLASTS.

108 INT. FORD - DAY 108

Phillip laughs and waves.

109 INT. TRUCK - DAY 109

Bradley and Suttle wave back.

SALLY

staring out the window. She looks at the passing Ford.

HER POV

Butch is hard to make out, but there's no mistaking the Casper
 outfit Phillip wears with pride.

BACK TO SCENE

SALLY
 You said the boy stole a Halloween costume...
 What character?

ADLER
 I believe it was Casper... Casper the
 friendly ghost.

SALLY
 That was them. They just passed us.

RED
 Turn this thing around!

Adler jumps on the radio to the truck.

ADLER
 (into mike)
 Turn it around! That was them!

110 EXT. ROAD - SAME TIME 110

The Airstream slows to a grind, pulls off the narrow shoulder
 and begins to make a wide U-turn.

(CONTINUED)

110 CONTINUED: 110

SUTTLE (V.O.)
We'll never make it. Stop!

It's a close fit but the Airstream just survives a brush with a burm. The TRUCK PEELS away with Airstream in tow.

111 OMITTED 111

111A INT. FORD - DAY 111A

Butch checks his rear-view mirror and gets a puzzled look on his face.

IN REAR-VIEW MIRROR

The Airstream barreling fast behind -- catching up.

111B INT. TRUCK - DAY 111B

Bradley presses the pedal to the floor. The ENGINE STRAINS. Suttle nervously sneaks a peek at the speedometer.

SUTTLE
It's... it's not safe to go over 65 with
this much load!

The speedometer reaches 80. The ENGINE SCREAMS.

111C INT. AIRSTREAM - DAY 111C

The whole thing is shaking, twisting, bumping. All aboard try and keep their balance.

BOBBY LEE
(to Adler)
Tell him to pull up next to 'em!

Bobby Lee opens a window and leans out.

111D INT. FORD - REAR-VIEW MIRROR - DAY 111D

As Bobby Lee leans out the window of the Airstream some 50 yards back.

NEW ANGLE

Phillip turns around backward in the seat to watch.

PHILLIP
They're goin' fast!

BUTCH
Phillip, you get in the back seat and
lie down on the floor.

(CONTINUED)

111D CONTINUED: 111D

PHILLIP

Why?

BUTCH

Hell, I don't know. 'Caus' I said so!

111E INT. TRUCK - DAY 111E

Suttle is scared to death while Bradley is loving every minute. The ENGINE starts to STEAM.

SUTTLE

Yer burnin' up the engine!

But Bradley pays no heed.

111F INT. AIRSTREAM - DAY 111F

Bobby Lee unholsters his pistol and leans back out the window. Red spots him.

RED

Holster that firearm and get yer ass back inside!

Bobby Lee thinks it over, shakes his head in disgust and holsters his piece.

111G INT. FORD - DAY 111G

Butch spots an opening and...

BUTCH

Hold on, Phillip!

111H EXT. ROAD - DAY 111H

The Ford makes a sharp veer off the road into a flat scrub brush field. The car spins out a bit when it hits the dirt sending forth a dust devil, then it regains its traction and blasts ahead through the dust.

111-I INT. TRUCK - DAY 111-I

Bradley spots the maneuver and starts to follow.

SUTTLE

Don't!!!

111J EXT. ROAD - DAY 111J

The truck, in an attempt to enter the field, misses the flat spot, hits a burm with its front right tire and flies into the air.

(CONTINUED)

111J CONTINUED: 111J

The trailer hitch snaps as does the safety chain.

The truck lands hard and continues pell-mell through the field.

The AIRSTREAM, sans truck, BLASTS forward along the road at 50+ m.p.h.

111K INT. AIRSTREAM - DAY 111K

Bouncing like hell. Sally holds on for dear life, then glances out the window and almost jumps out of her seat when she sees...

HER POV

The truck, 100 or so yards away, blasting through the field toward the horizon.

SALLY

Shit!!!!

NEW ANGLE

Red spots the same but before he can cuss...

111L EXT. ROAD - DAY 111L

The Airstream veers off the road and into the rocky field. Trees, scrub brush and boulders are no deterrent for the sleek silverfish which seems to be moving even faster than before.

111M INT. TRUCK - DAY 111M

Steam, smoke pouring from the engine. Suttle, covering his eyes, sneaks a peek behind and screams when he sees no Airstream behind them.

SUTTLE

Ahhhh!! They're gone!!!

Bradley looks in the rear-view mirror, turns around and screams, too. Without visual guidance...

111N EXT. FIELD - DAY 111N

The TRUCK BLASTS into a mesquite tree, runs halfway up the tree, then dies a horrible death.

111-O INT. AIRSTREAM - DAY 111-O

It's an anti-gravity room what with the files, coffee, maps and bodies flying around.

111P EXT. FIELD - DAY

111P

The Airstream, now losing a bit of steam, hits a burm, almost topples and comes to a precarious stop in a dried-up watering hole.

111Q INT. AIRSTREAM - DAY

111Q

Adler, still wearing the headphones, rises first and goes to the radio to answer an incoming call.

Red groans. Sally crawls to her feet and offers Red a helping hand, which he accepts.

ADLER

Uh... Red?

RED

What?

ADLER

They wanna know if the boy looked okay?

SALLY

He was laughing and waving.

RED

Don't tell 'em that.

112 INT. GOVERNOR'S OFFICE (AUSTIN, TEXAS) - DAY

112

A large group of very serious advisors sit and stand in a circle around the Governor's desk. Across from GOVERNOR CONNALLY sits a nervous, near tears GLADYS PERRY. An AIDE on the telephone, turns to the Governor.

AIDE

They say the boy looked A-okay.

Governor Connally nods, sighs, and reaches hand across the desk and touches Gladys's shoulder.

GOVERNOR

He'll be fine, Mrs. Perry. This whole nightmare will be over and done with very soon and you'll be home with your boy. I promise.

Gladys, distraught, nods. Governor Connally discreetly nods to a photographer in the group while keeping his hand on Gladys's shoulder. A CAMERA'S FLASH causes everyone to blink in reaction.

The Governor shakes it off and continues...

(CONTINUED)

112 CONTINUED:

112

GOVERNOR

I want you to know that I personally okayed the use of a brand-new high-tech mobile home from which to conduct the manhunt. It's an amazingly futuristic piece of law enforcement equipment.

Another FLASH.

113 OMITTED
thru
115

113
thru
115

115A EXT. FIELD - DAY

115A

The Airstream, the amazingly futuristic piece of law enforcement equipment sits beat to hell and leaning to one side in the dry pond bed. All the tires are flat and dents and bruises abound. The door tries to open but is stuck. Red applies a boot to it and the whole thing comes off its hinges and flies to the ground. Red exits. He groans and shakes his head when he spots...

Bradley and Suttle limping toward him across the field.

Red sighs and starts slowly walking in the direction Butch and Phillip headed.

115B INT. AIRSTREAM - DAY

115B

Sally, her hair a bird's nest, does her best to collect her files before she sits down, takes a deep breath and glances out the window at Red in the distance.

115C EXT. FIELD - CLOSEUP - RED - DAY

115C

Standing in the middle of the field, staring at the horizon. He sticks a chew in his mouth without diverting or blinking his eyes.

116 EXT. ROAD - CLOSEUP - BUTCH - DAY

116

Staring at the horizon.

ANOTHER ANGLE

Butch sits on the hood of the Ford, which is stopped on an asphalt road which, a few feet farther, turns into dirt and a few feet farther a dirt clod field.

(CONTINUED)

BUTCH

Started this road 20 years ago and it
still ain't finished.

(beat)

Appears to me we got a decision to make.

Phillip, aka Casper, exits the car and, imitating Butch, leans
against the car.

BUTCH

It's up to you, Phillip. We can backtrack
to the highway or we can try it on foot.

PHILLIP

Where we goin'?

Butch reaches in his back pocket and pulls out a folded
postcard. He hands it over to Phillip.

INSERT - CARD

It's at least 20 years old, crumpled. It unfolds to reveal a
beautiful green valley with a snow capped mountain behind it.

BACK TO SCENE

BUTCH

It's Alaska, Phillip. Last of the wild
frontier.

PHILLIP

It's pretty.

BUTCH

It's beautiful!

PHILLIP

You been there?

BUTCH

Naw. Just got the one postcard. But
anyhoo, back to our present dilemma. You
feel like a hike?

PHILLIP

How far?

BUTCH

Can't be more'n, oh, say, fifteen hundred
miles.

Phillip seems a tad apprehensive about the prospect.

(CONTINUED)

116 CONTINUED: (2)

116

BUTCH

Yer' proolly' right. Go give our supplies
a check.

Phillip returns to the car and emerges with the paper bag once
full of soda, candy and jerky. Butch surveys the countryside.

HIS POV - PAN COUNTRYSIDE

Typical midwest Texas; flat, dusty, barren. A mile or so
away sits a home -- a small ranchhouse.

BACK TO SCENE

Phillip returns with the bag and pores through it.

BUTCH

How's it look?

PHILLIP

A soda... some gum... half a Moon Pie.

BUTCH

Rations for one at best. Come on.

Butch strides straight into the rocky field. Phillip
lingers a moment, then sticks the half eaten moon pie in
his mouth and follows, hurrying to catch up.

117 OMITTED
thru
122

117
thru
122

122A EXT. FIELD - AIRSTREAM - DAY

122A

Suttle limps around the broken-down silver junker, his hands
covering what his eyes can't bear to see.

BRADLEY

Now yer sure that gooseneck had a safety
chain?

Suttle turns and glares.

SUTTLE

Yes!!!

NEW ANGLE

Red walks slowly toward the slumping Airstream. A PHONE
RINGS from inside, then STOPS. Adler sticks his head out of
the door and calls to Red...

(CONTINUED)

122A CONTINUED:

122A

ADLER

Governor's hot line, Red. Governor insists that he have the mobile home back for the parade tomorrow.

Red just stares at Adler, then sighs, removes his hat and scratches his head.

RED

(isn't it obvious?)
Tell 'em to come and get it.

123 EXT. DUSTY FIELD - DAY

123

Butch continues his hell-bent brisk pace in the field of dirt clods. It's all Phillip can do to keep up.

PHILLIP

Where we goin'?

BUTCH

We're goin' trick r' treatin', Phillip.

Phillip stops dead in his tracks. Butch, sensing that the boy is no longer following, stops, spins and faces Phillip.

BUTCH

What?

PHILLIP

We ain't allowed to trick r' treat.

BUTCH

Huh?

PHILLIP

My mama don't allow it.

BUTCH

Trick r' treatin'? Why not?

PHILLIP

Against our religion.

BUTCH

Against yer' religion. What kind of foolishness is that?

PHILLIP

Jehovah Witness.

Butch picks up a dirt clod and hurls it as far as he can. He sighs and turns to Phillip.

(CONTINUED)

123 CONTINUED:

123

BUTCH

Now, I'm askin' you, Phillip. I ain't askin' yer' mother and I ain't askin' Jehovah. Do you wanna' go trick r' treatin' or not?

124 EXT. YARD OF FARMHOUSE

124

Butch and Phillip cross the dirt yard and make their way to the door.

BUTCH

Ok, Phillip, all ya' gotta' do is knock on the door and when they open it you say 'trick or treat.' Got it?

They arrive at the door. Butch nods at Phillip who RINGS the BUZZER.

BUTCH

Now wait til' they come.

A FARM WIFE, 65 or so, like something from a Grant Wood, only smiling, opens the door and looks out on the pair through the screen door.

BUTCH

(whispers)

Now, Phillip.

PHILLIP

Trick r' treat.

WOMAN (FARM WIFE)

Well ain't you the cutest lil' ghost I ever did see.

BUTCH

(whispers)

Say it again, Phillip.

PHILLIP

Trick r' treat, ma'am.

WOMAN

Well, seein' that Halloween was yesterday, I guess you'll have to trick me. You missed the caramel popcorn balls I made up special.

Butch smiles, pulls up his shirt and exposes the revolver stuck in his pants.

WOMAN

(tune changed)

Wait right here.

Butch smiles and pats Phillip on the shoulder. His eyes are drawn to...

(CONTINUED)

124 CONTINUED:

124

HIS POV - TELEPHONE WIRE

which enters the house near the door. We PAN WITH the telephone line FROM the house TO a nearby pole.

BACK TO SCENE

The Woman returns with an armload of anything she could find in the kitchen. Phillip gratefully opens his sack and watches as the Woman drops in a loaf of bread, a jar of mustard, candies, jams, butter and anything else she could find. Empty-handed she reaches inside the door, opens her purse and dumps her money -- a couple of dollars and lots of change into the bag.

Phillip smiles.

PHILLIP

Thankyew.

125 EXT. YARD - DAY (SECONDS LATER)

125

Phillip, sack in hand, waves goodbye to the frightened old Woman, who shuts her door and locks it.

Butch and Phillip make their way back across the yard.

BUTCH

Never underestimate the kindness of the common man, Phillip.

Butch reaches up and grabs the phone line, yanks it loose and tosses it aside.

126 INT. AIRSTREAM - DAY

126

The Airstream is fast becoming a pig sty. Coke bottles, coffee spills, overfull ashtrays, etc. are everywhere. Adler holds the mike and stares at the thumbtacked map.

ADLER

(into mike)

Spur 208 northbound. And 83 at Aspermont coming and going.

(to Red)

That it?

RED

Yeah.

Adler moves to set down the mike and topples a cup of coffee. It spills on the floor. Suttle grabs a towel to wipe it up but realizing the futility of keeping the Airstream clean, he simply throws it aside.

127 INT. FORD - LATER - DAY

127

Butch drives while Phillip digs through the sack and comes up with a jar of mustard.

BUTCH

You sure there's no meat in there? Spam maybe, Vienna sausages, anything like that?

PHILLIP

Nawsir.

BUTCH

Well, I bet you can make us some mustard sandwiches, can't ya'?

PHILLIP

Yeahsir.

BUTCH

Well go to it.

Phillip breaks out the loaf of bread and lays out four slices on the dashboard.

PHILLIP

How many?

BUTCH

Many as you want.

Phillip lays out six more slices. The dashboard is now covered with bread. Phillip pulls out the mustard but has no knife. Butch pulls out a stick of gum and hands it to Phillip to spread with.

As they drive along they pass a large, happy family (Mom, Dad, girl 5, boy 7) picnicking in the dip of a long hill alongside the highway. From the look of their brand-new loaded down station wagon they are on vacation.

CLOSEUP - PHILLIP

Mesmerized by the family.

CLOSEUP - BUTCH

Ditto. He pulls his eyes back to the road, notices something.

128 EXT. ROAD - DAY

128

Butch brings the car to a stop near the crest of the hill, sets the emergency brake, grabs the first completed mustard sandwich and gets out, leaving the Impala running.

(CONTINUED)

BUTCH

Be right back. Don't be stingy with
that mustard now.

Phillip nods and continues piling the yellow goop on each of
the slices of bread.

BUTCH

walks ahead to the crest of the hill, the tallest hill in the
county. He takes in the 360 degree view. His eyes settle
on...

LINE OF CARS

IDLING as they wait their turn to pass a roadblock at the
bottom of the hill.

PHILLIP

spreading even more mustard. Every so often he sneaks a peek
back at the picnicing family.

EMERGENCY BRAKE

slips a little, then gives all at once.

FORD

starts to roll backwards.

PHILLIP

Whoaaaa! Butch! Butch!!!

BUTCH

turns and sees the Ford rolling backwards, picking up steam
back down the hill.

BUTCH

Step on the brake! Put your foot on the
brake! The middle one!!

PHILLIP

panicked, slides over and grabs the wheel. Of course, he is
too short to press on the brake and when he bends down...

FORD

swerves off the road and onto the shoulder.

(CONTINUED)

128 CONTINUED: (2)

128

FAMILY

headed by BOB, 35, their Ward Cleaverish father, looks up to see...

FORD

barrelling backwards toward them, swerving to and fro and followed by Butch shouting instructions.

BOB (O.S.)
Everybody, run! Quick!

BOB

makes a beeline for the station wagon.

BOB'S WIFE
Forget the car, Bob!

BOB
Are you crazy. It's only got a 1000 miles
on it!

He jumps in the Driver's seat of the WAGON and frantically REVS it just as...

PHILLIP

gains control of the wheel and steers the rapidly reversing Ford around the Wagon.

FORD

continues backwards to the bottom of the hill, but it has enough steam built up to head backwards up the other incline of the previous hill.

BUTCH

comes to a heaving halt next to Bob, who is near heart attack himself.

BUTCH
Bad brakes.

BOB
That was close.

Bob gets out of the station wagon and stands next to Butch. They watch for the Ford for a second, see that it's losing momentum and smile at each other.

(CONTINUED)

BOB

Bob Fielder.

BUTCH

Edgar Poe.

PHILLIP

breathes a sigh of relief as the Ford loses momentum and comes to a stop. But then, of course, ...

FORD

like any car on a roller coaster, starts to move downhill, slowly at first, but then picking up speed.

BOB AND BUTCH

BOB

Had me scared silly. I've only had her two months.

BUTCH

She's a beaut, all right. Say, Bob, what with my brake problem and all, I sure would appreciate a lift. Me'n my boy live about five miles up the road here. I can pick up the car tomorrow.

They notice the Ford coming back down the hill and squint to see...

FORD

coming straight for them, gaining speed, with Casper the friendly ghost behind the wheel.

BUTCH AND BOB

chuck the small. Bob looks for a place to hide.

CLOSEUP - PHILLIP

Screaming at the top of his lungs.

CLOSEUP - BUTCH

Staring straight ahead at Phillip.

Butch doesn't even flinch, standing his ground in the middle of the road, staring straight into Phillip's oncoming face.

BUTCH

The brake, Phillip! Step on the brake!
Hard!

(CONTINUED)

128 CONTINUED: (4)

128

PHILLIP

totally freaked, jumps down on the floorboard and pushes with both hands on the brake. SQUEALING TIRES bring...

FORD

to a SKIDDING halt inches from Butch's kneecaps.

CLOSEUP - BUTCH

smiles at Phillip.

BUTCH

Helluva job, Phillip! Never had a doubt.

CLOSEUP - PHILLIP

Smiling back.

BOB

crawls down from the luggage rack on top of his wagon and smiles a sigh of relief.

129 EXT. ROADBLOCK - DAY

129

Two Highway Patrol officers check licenses and peek into cars at the checkpoint. In the b.g. we see the red station wagon in line.

130 INT. STATION WAGON - DAY

130

It's full to the brim with the Family Bob plus two, Butch and Phillip, who ride in the back with Bob's son. As the car approaches the roadblock Butch grabs a blanket, reclines, and hides behind a stuffed animal.

BOB

Sorry for the inconvenience, Edgar. The kids like the back down like that so they can play.

BUTCH

No trouble at all, Bob.

131 EXT. ROADBLOCK - DAY

131

Bob brings his precious car to a gingerly stop. He pulls out his license, shows it.

BOB

Why the roadblock, Officer?

OFFICER

Escaped convict, sir. Just a precaution.

132 EXT. AIRSTREAM - DAY 132

Bradley examines the gooseneck hitch. Bobby Lee sits on a nearby rock, still whittling at his stick. It's starting to resemble something.

133 INT. AIRSTREAM - DAY 133

As in the old Westerns, it's quiet, too quiet. The inside of the RV is pretty much trashed now -- the product of men working in close contact. Sally stares at a file. The silence is broken as Red spits tobacco juice into an empty Coke bottle.

Sally peruses a file.

INSERT - FILE

It's Butch's again. She's reading an addendum page with JUVENILE COURT RECORD stamped at the top. A photo of 14-year-old Butch is stapled in the corner.

BACK TO SCENE

Sally finds something very interesting. She looks up at Red. He returns her stare.

RED

What?

134 EXT. AIRSTREAM - DAY 134

Bobby Lee finishes his whittling, blows away shavings, smiles at his creation, sets it on the rock, gets up and walks away.

CLOSEUP - HIS CREATION

A four inch long wooden replica of a high caliber shell.

135 INT. AIRSTREAM - DAY 135

Adler is getting something on the shortwave.

ADLER

(to Red)

They've got two Highway Patrol cars they can give to us now.

RED

Tell 'em stand by. We got the best seat in the house right here. Have the southern roadblocks call in the dogs and move north. Check every road, every farm from San Angelo to Sweetwater.

(CONTINUED)

135 CONTINUED:

135

Adler surveys the map and sticks in a few more thumbtacks.

ADLER

He knows he's hemmed in. I predict we'll have him singing a different tune by nightfall.

136 EXT. HIGHWAY - DAY

136

The red station wagon creeps along the highway to the whistled strains of "Old MacDonald had a Farm."

137 INT. STATION WAGON - DAY

137

Butch, truly "singing a different tune," whistles "Old MacDonald." Bob joins in and soon the whole damn Family Bob is whistling the tune.

Bob's daughter PATSY, 5, red hair, freckles, starts jumping up and down on the back seat, singing and spilling her drink.

BOB'S SON

You're spilling! You're spilling!

Bob and his Wife immediately turn around.

WIFE

Patsy! Look at what you're doing?!

BOB

Ahhh noooo!

Bob's wife grabs Patsy by the arm and shakes her. Butch continues to whistle softly, almost eerily, but he's watching closely.

BOB'S WIFE

Look at what you did! It's all over the seat of your father's new car!

The little girl starts to cry while Bob grabs at tissues feverishly and hands them to his Wife who, leaning over the seat is wiping hard at the stain. She grabs her daughter's arm and shakes her, staring into her face.

Butch, directly behind the little girl, watches closely.

BOB'S WIFE

What is wrong with you?! I told you twice not to jump up and down! Didn't I!!

Patsy bawls harder than ever. Bob's Wife finishes wiping and reseats herself in the front seat.

(CONTINUED)

137 CONTINUED:

137

BOB'S WIFE
 (to herself)
 Damn that kid!

The little girl is crying harder than ever now. Bob reaches back over the seat and tries to touch his daughter.

BOB
 It's okay, sweetie. Daddy's not mad.

BOB'S WIFE
 So much for the new car smell.

The little girl muffles her tears.

Butch smiles sincerely then looks to the passing landscape.

BUTCH
 This will do fine right here, Bob. But I do have one more favor to ask.

138 EXT. ROAD - DAY (FIVE MINUTES LATER)

138

The entire Family Bob is standing along the roadside, their luggage and belongings by their side. The looks on their faces say it all -- Stranded.

Butch hands over the stuffed animal to Patsy, pats Bob Jr. on the head and sticks out his hand to Bob.

BUTCH
 Just a loaner, Bob. Not to worry. You'll get her back.

Bob reluctantly shakes Butch's hand in an attempt to impress upon Butch his most important concern of all...

BOB
 Please, it's new. Hold it under 45... at least for the next 500 miles.

BUTCH
 You know I will, Bob.

Butch gives a snappy salute and is off to the wagon.

139 INT. STATION WAGON - DAY

139

Butch STARTS the CAR and he and Phillip slowly pull away.

BUTCH
 Wave, Phillip.

Phillip does so. Bob's kids wave back. Phillip starts to giggle.

(CONTINUED)

139 CONTINUED:

139

PHILLIP

They look funny.

BUTCH

Maybe, but Bob did the right thing. What if he'd put up a fight? I mighta' had to shoot him, and where would that family be then? Naw, Bob's a fine family man and that's about the best thing a fella' can hope to be.

Butch floors the wagon and the CAR SCREECHES rubber on the highway.

BOB

cringes as he watches his pride and joy rocket toward the horizon.

140 EXT. ROADBLOCK - DAY (LATER)

140

The Highway Patrol continues to monitor cars one by one. One of the Officers sees something and nudges his partner to look at...

FAMILY BOB

cresting the hill carrying their hats in their hands along with their luggage and coolers.

141 INT. AIRSTREAM - DAY

141

Adler drops his headphones and turns to Red.

ADLER

He got through! At Aspermont.

BRADLEY

What?

ADLER

Coerced a motorist.

Red sighs.

RED

Well goddam, shout at Amarillo. Tell 'em we got a notion he's headed their way.

Adler gets right to it.

(CONTINUED)

141 CONTINUED:

141

RED
 (almost to himself)
 Truth is I wish he'd cross the border so
 we could turn this over to the feds.

Nobody in the room expected to hear this.

RED
 I got work to do back home.

Red rises and stretches, walks to the open door and stares out
 at the late afternoon light.

RED
 I'm hungry. This thing got any food?

SUTTLE
 Well, uh...

Adler jumps up and goes to the frig.

ADLER
 Got T-bones in the frig, Red!

SUTTLE
 Uh, uh, those were stocked for the Governor.
 I don't think that he would approve of...

Adler finds a plastic bag in the freezer and inspects it.

ADLER
 -- And look, Red! Tater Tots! Those
 kind you like!

Red turns and looks.

RED
 That so?

142 INT. STATION WAGON - DAY

142

Butch fiddles with the RADIO. He settles on a Spanish
 station playing a BALLAD and ADJUSTS the VOLUME.

BUTCH
 Can't find a Coonass Waltz to save my ass.
 (beat)
 Hey, Phillip, that stuff you told me 'bout
 not trick r' treatin' causa' Jehovah... Was
 you pullin' my leg?

PHILLIP
 Nawsir.

(CONTINUED)

BUTCH
What else ain't you suppose' to do?

PHILLIP
We don't get Christmas.

BUTCH
Yer' shittin' me?

PHILLIP
Nawsir. No birthdays, nor parties, neither.

BUTCH
You ain't never been to a carnival neither,
have ya'?

PHILLIP
Nawsir.

BUTCH
Not even one?

PHILLIP
Not even one.

BUTCH
Cotton candy?

PHILLIP
Seen that once. It's red.

BUTCH
Pink.

PHILLIP
Never ate none though.

BUTCH
Roller coasters?

BUTCH
Seen pictures.

BUTCH
You know, Phillip, you have a goddammed
red, white and blue American right to eat
cotton candy and ride roller coasters.

PHILLIP
I do?

143 EXT. STATION WAGON - EXTREME CLOSEUP - PHILLIP'S OPEN MOUTH - DAY 143

screaming. PULL BACK to reveal...

CLOSEUP - PHILLIP

still screaming in glee, the wind blowing his crew-cut straight up into the air.

PULL BACK FARTHER to reveal that Phillip is firmly tied to the luggage rack of the station wagon, which is rocketing across the winding plains of West Texas.

BOOM DOWN to reveal Butch, having almost as much fun as Phillip, hooping and hollering as he steps on the gas and weaves to and fro trying his damndest to hit every bump.

144 EXT. PLAINS OF WEST TEXAS - LONG SHOT - DUSK 144

A Nehi Orange sun pours itself into the Grape-Ade Davis Mountains. PAN ALONG the horizon PAST nothing but open spaces ... Then a red neon sign, small and broken down, like the spit grill diner it advertises.

The stolen station wagon sits alone beside the pressed dirt parking lot of Dottie's Cafe.

145 INT. DOTTIE'S CAFE - DUSK 145

A skinny, small town WAITRESS checks her face in a bathroom mirror. She applies too much lipstick and pinches her cheeks before exiting. We FOLLOW as she exits the kitchen bathroom door, grabs two already prepared hamburger platter specials from beside the grill and moves through a swinging door into the diner. A counter, three booths, grease everywhere...

She sets the two plates in front of Butch and Phillip at a booth.

Butch digs in but Phillip holds for a beat. Butch notices and stops chewing while Phillip says "grace".

PHILLIP

(quiet as a mouse)

Thankyew, Father, for yer' 'boundiful' nature and goodness.

Butch and the Waitress/cook share a smile.

BUTCH

Amen. Now dig in, Buzz.

(to Waitress)

Call him that caus' he eats like a buzzard.

If it's dead he'll swoop and chow.

(CONTINUED)

145 CONTINUED:

145

She leans down to the table and flirts with her overdone eyes.

BUTCH

You Dottie?

WAITRESS

Eileen. Dottie died. Her son runs the place but... he ain't never here.

BUTCH

Never?

EILEEN (WAITRESS)

He leaves at four. Not much traffic after lunch.

She brazenly stares a hole through Butch as she lifts a slice of pickle off his plate, places it in her mouth and slowly chews.

Phillip, mouth full, takes note of the confusing spectacle.

Eileen turns to walk away.

EILEEN

If you need me, I'll be right over here.

She slowly sashays away to behind the counter.

Butch watches her every step. Phillip chews and watches Butch's eyes. Butch turns his head and catches Phillip watching him.

BUTCH

Eat yer' food.

146 EXT. FIELD - AIRSTREAM - DUSK

146

A SIRLOIN STEAK hits a grill beside a Tater Tot shiskabob and SIZZLES to beat the band.

A homemade barbecue pit, built from nearby abundant rocks, sits square in the middle of the highway with red flares set up just in case a car did come by.

Red smiles and shakes a liberal dose of Lea and Perrins onto the flesh. He's obviously a veteran of many back yard B-BQs and this is definitely one.

We see Sally THROUGH the window. She's inside, still going over her files. She gets up and walks into the back room to look for something.

(CONTINUED)

146 CONTINUED:

146

BOBBY LEE

sitting outside, rises and slides into the Airstream while

BACK TO SCENE

Red continues to cook with Adler and Bradley looking on.

147 INT. AIRSTREAM - BACKROOM - DUSK

147

Sally turns on a nightlight and looks at herself in the mirror. She splashes a little water on her face and is startled when ...

Bobby Lee slides in behind her.

BOBBY LEE

Think yer' pretty smart now don'tcha'?

She doesn't back down, instead looking him straight in the eye.

SALLY

Excuse me?

BOBBY LEE

Well yer' not smart but you are pretty.

Sally stares right at Bobby Lee then moves for the door. He shifts his position and blocks her.

SALLY

Excuse me.

Bobby Lee smiles a crooked-tooth grin, refusing to move.

BOBBY LEE

Work and pleasure should naturally go together don't you think? Take me, I enjoy my work.

SALLY

I could give a shit.

BOBBY LEE

You got a mouth, don't ya?

RED (O.S.)

How you take your steak, Sally?

Bobby Lee and Sally both look up to see Red standing in the doorway.

(CONTINUED)

147 CONTINUED:

147

SALLY

(relieved)

Uh.. rare.

RED

A woman after my own heart.

She takes this opportunity to slide between Red and Bobby Lee on her way into the main room. As she goes...

RED

I'll just wipe its ass, herd it through and you can cut off a hunk. How'd that be?

SALLY

Maybe medium-rare.

Bobby Lee and Red are left standing face to face.

RED

I don't give a damn who you work for. You're here for one reason and one reason only.

BOBBY LEE

Anything else, Chief?

RED

Yeah. Yer' in my office.

The hot line PHONE RINGS...

Bobby Lee flinches first and moves back into the main room. Red follows.

ADLER

That's the Governor's line, Red!

Red calmly walks past Sally who smiles a "thanks". He gives her a one finger to the hat salute, walks to the phone, reaches down and yanks out the cord. The RINGING STOPS.

RED

Nuthin' as impolite as callin' at the dinner hour.

148 INT. DOTTIE'S CAFE - NIGHT

148

Phillip, at the booth, plays with the parsley on his empty plate, which sits across from Butch's barely touched one. The boy looks over his shoulder and sneaks a peek at Butch, who sits at a barstool watching Eileen work behind the counter.

(CONTINUED)

AT COUNTER

Butch leans over and whispers something sexy into Eileen's ear. She giggles and licks her lips.

Butch feels eyes on his back and looks at Phillip, who immediately turns away from them. When Butch returns his attention to Eileen she's moved a few feet away and is refilling ketchup bottles.

BUTCH

Buzz, go ahead and chew on mine if you want.

PHILLIP

No thankyew.

Eileen slides back down toward Butch. She makes refilling condiment bottles the sexiest pasttime since the hula hoop.

EILEEN

Very polite.

BUTCH

I try hard but, ya' know, since his mama died...

PHILLIP

-- My mama's not dead!

Butch, a tad annoyed, turns to Phillip and gives him a look. Once again, when he turns back, Eileen has moved.

She's flirting with Butch, moving, bending, wiping her hands on her hips. His eyes are focused on her every squirm.

BUTCH

(over his shoulder)

Okay now, Buzz, you go on out in the parking lot and chunk some rocks or something.

BACK TO SCENE

Phillip reluctantly slides down off the stool and slowly walks out the door. His eyes stay on Butch and Eileen, barely concealing confusion mixed with a hint of jealousy.

EILEEN

So is she dead or not?

BUTCH

(covering badly)

Well his biological mother is alive. Gave him up for adoption to me and my wife. My dead wife, that is. She is, was Phil, er Buzz's stepmother, so she's his mom, was his mom, stepmom, but... she's dead.

(CONTINUED)

148 CONTINUED: (2)

148

EILEEN

I'm so sorry.

But she's not. In fact it seems to have turned her on even more.

She puts her hand behind Butch's neck and slowly pulls him close for gentle kiss.

149 EXT. PARKING LOT - NIGHT

149

Phillip tosses a rock then turns to the diner. They're gone. Phillip drops his handful of rocks and walks to the front window of the diner.

PHILLIP'S POV - DINER

It is empty. He sees that the kitchen swinging door is still swinging on its hinges.

150 INT. DINER - ADJUNCT OFFICE - NIGHT

150

A one room addition office built onto the kitchen. It has a desk against one wall, a few chairs, a fan -- pretty sparse. Two large windows throw light from the outside neon sign onto the room. A large lamp provides harsh light.

Eileen leads Butch by the hand into the room, closing the door behind them. At once they are all over each other. Butch lifts her up onto the desk and starts to kiss her face and neck. Then, in an instant, he flips her over, pulls the ribbon from her hair and unzips the back of her waitress outfit to the waist. He kisses her neck, her back and suddenly, passionately, he flips up her skirt and begins kissing her voluptuous backside.

151A EXT. DINER - NIGHT

151A

Phillip, a bit scared, moves around the side of the front of the diner and sees something.

151B PHILLIP'S POV - THROUGH WINDOW

151B

In profile Butch continues to kiss Eileen's buttocks. She moans in ecstasy.

151C BACK TO SCENE

151C

Phillip, like a pacifist at a prizefight, doesn't want to watch but can't not watch. He moves down the wall to a window positioned right at the desk. When he stops he's right in front of the window, separated from Butch and Eileen by only a foot of air and a thin plate of glass.

151D PHILLIP'S POV - BUTCH AND EILEEN 151D

Kissing, writhing, but FROM this ANGLE all he can really see is a mane of hair swinging to and fro. Butch is out of sight but it's obvious that his lips continue to caress Eileen's backside. She cranes her neck, arching it like a swan, moaning like a wildebeast and then...

She stops and stares STRAIGHT AHEAD. Butch continues to kiss but only for a beat, sensing the locomotive he's on has stopped at an unscheduled station. He slides his face from around her rear, a la Kilroy, and he stares, too. Except for their continuing heavy breathing they could be modern art statues staring STRAIGHT AHEAD AT...

152A INT. OFFICE - REVERSE - NIGHT 152A

Phillip's nose is pressed to the glass. In fact if he pressed any harder there wouldn't be any glass.

152B BUTCH AND EILEEN 152B

hold their pose for a second until...

152C PHILLIP 152C

comes back to real time and bolts away into the darkness of the parking lot.

EILEEN
Nosy little feller'.

152D BUTCH 152D

races to the side window and watches as Phillip runs into the parking lot.

BUTCH
Phillip!...

EILEEN
(a last try)
I keep a cot in the back.

But Butch, still at the window, just keeps breathing.

153 EXT. DOTTIE'S CAFE - ANGLE ON SKY - NIGHT (SECONDS LATER) 153

Nothing but stars swimming in black West Texas crude.

PHILLIP

stands right next to the SPUTTERING NEON SIGN, staring straight up, the neon light splashing his face in a grotesque pink light.

(CONTINUED)

153 CONTINUED:

153

BACK TO SCENE

In the b.g., over his shoulder, the cafe door opens, CLANGING a string of BELLS as Butch hastily exits and walks past Phillip.

BUTCH

Get in the car.

154 INT. STATION WAGON - NIGHT

154

Silence. Butch drives away libidinous desires, Phillip sits quietly, staring straight ahead, now and again stealing a peek at Butch.

PHILLIP

You mad at me?

BUTCH

(curt)

No.

More silence.

PHILLIP

You kissed her, huh?

BUTCH

(much regret)

Jus' barely.

PHILLIP

Why?

BUTCH

Caus' it feels good. Ain't you ever seen your mama kiss a man?

PHILLIP

No.

(beat)

You kissed her backside, huh?

BUTCH

It's, well, uh, it's kinda' hard to explain. I know how it musta' looked.

(beat)

Hell, I don't know how it looked....

As Butch's voice trails off silence overtakes the car. After a few seconds Butch seems happy not to have to answer any more questions. Phillip fidgets with the door handle. Several more seconds pass, then...

(CONTINUED)

154 CONTINUED:

154

PHILLIP

Do you love her?

BUTCH

Who?

PHILLIP

The lady that cooked the hamburgers?

Butch ponders this, then a grin slides across his face.

BUTCH

Yeah, Phillip, I love her.

(beat)

Kissed her butt didn't I?

And they both start to laugh.

155 EXT. COUNTRY ROAD - NIGHT (LATER)

155

The station wagon pulls off the main dirt road and onto a smaller, private road. After 150 yards or so, it leaves the graded dirt and, shocks bouncing, crosses into a plowed field and comes to a dusty stop.

BUTCH (V.O.)

You wanna' drive?

PHILLIP (V.O.)

Yeah!

BUTCH (V.O.)

Jus' kiddin', Buzz. I'm just gonna' stop here for awhile and catch 40.

156 INT. WAGON - NIGHT

156

Butch KILLS the ENGINE but keeps the RADIO MUSIC on low.

BUTCH

Things go our way we'll be in Alaska in four or five days. Get the jump on winter.

Phillip looks a little sad.

BUTCH

What's wrong?

PHILLIP

I wanna' go home.

BUTCH

If you wanted to go home so bad, why didn't you stay at that store today?

(CONTINUED)

PHILLIP
Caus'.

BUTCH
Caus' why?

PHILLIP
'Caus' I stole. They'd put me in jail.
Prolly' go to hell.

Butch chuckles at the notion.

BUTCH
Same difference. We'll get you home soon.
I swear, okay?

PHILLIP
Butch?

BUTCH
Yeah, Phillip?

PHILLIP
I can drive.

BUTCH
Done proved that ain'tcha'? There's lots
and lots of stuff you can do, Phillip.
(gets an idea)
Reach in that glovebox there. See if
Bob's got a notepad or something.

Phillip extracts a small ringed memo pad.

BUTCH
Good old Bob. Can you write?

PHILLIP
I can print.

BUTCH
Good enough. Now I want you to make a
list of everything you ever wanted to do
but wasn't allowed to. Okay?

PHILLIP
Like what?

BUTCH
Like... cotton candy.

PHILLIP
Cotton candy?

(CONTINUED)

156 CONTINUED: (2)

156

BUTCH

Hell I don't know. It's yer' list.

Butch settles in for a catnap. Just as his eyes close...

PHILLIP

Butch?...

BUTCH

Yeah?...

157 EXT. FIELD - NIGHT

157

Only the dome light and the LOW MUSIC bring attention to the car sitting lonely in the middle of the massive field.

PHILLIP (V.O.)

How ya' spell 'rocketship?'

158 INT. AIRSTREAM - NIGHT

158

The aftermath of a full scale Texas Bar-B-Q: plates full of gristle and bone, cigarettes burning in ashtrays and swirling in half-drunk bottles of Coke and mugs of coffee, men groaning and picking their teeth with toothpicks.

Bradley, Adler and Suttle are dead-ass asleep and snoring. Bobby Lee, too mean to sleep, sits by himself cleaning his fingernails with a pocket knife.

159 EXT. FIELD - NIGHT

159

Red leans against the Airstream and sips coffee from his thermos. Sally walks up, sipping from a mug, and leans against the bumper. Red doesn't even turn.

RED

Figger to give 'em another hour of shuteye, then grab the patrol cars and head for the Panhandle.

SALLY

Bring back any memories?

RED

Too many.

Red turns to her. They both know he's divulged something.

RED

They got a file on me, too?

(CONTINUED)

SALLY

It's the 60's, Red. They've got a file on everybody.

RED

Just caus' it's written down don't make it true.

SALLY

You worked as County Sheriff in Amarillo and Austin before you became a Ranger. Right so far?

(beat)

Oh, and it says your name's Cecil.

RED

Yeah, well, that's definitely the worst of it.

Red uncorks his thermos and refills Sally's mug. She takes a sip and almost chokes on it.

SALLY

Strong... but good. So Cecil...

Red gives her a strong look.

SALLY

Red. What do you do when you're not at work.

RED

The file don't tell ya' that, too?

SALLY

Nope.

RED

I got a ranch I never visit, nieces I hardly know, a tackle box full of dry lures and a dog that figures he's the owner and I'm the pet. Could have a point, he's there more.

SALLY

A confirmed bachelor. Any regrets?

RED

Liked to have wet those lures. Maybe a new dog.

(beat)

How'd you get into... whatever the hell it is you do?

(CONTINUED)

SALLY

My father's defense lawyer.

RED

That explains your mouth.

Sally smiles.

SALLY

Instead of Home Ec, I studied Criminology. When I graduated, my father, with the Governor's help, they, he and my dad... I created a position for myself with the prison system.

RED

What's yer' husband think about all this?

SALLY

Don't own one.

RED

Yer' not careful you'll wind up jus' like me. Old, tired, with nobody around to love ya'.

SALLY

Maybe.

RED

It's crazy ain't it?

SALLY

What's that?

RED

Goin' without sleep chasin' after a three time loser and Casper the Friendly Ghost?

SALLY

Sleep? That's what retirement's for.

RED

Bite your tongue.

SALLY

You wanna' know what's really crazy? Hayne's juvenile court record lists you as Amicus Curiae.

Silence save the CRICKETS.

(CONTINUED)

SALLY

Friend of the court. Evidence given by a non-party with the intention of swaying the judge one way or the other. They're usually in written form, but there's no copy attached.

Red doesn't flinch.

SALLY

Okay, then at least tell me why Haynes got four years for a joyride? What about probation? The boy had a home, a father.

RED

What's your file say about him?

SALLY

That he was a petty thief who did a little time, got out and stayed pretty clean.

RED

There are murderers I'd trust with my mother and petty thieves I wouldn't turn my back on. Your precious files are wrong.

SALLY

I'm listening.

RED

Hayne's old man was a career criminal with a soft spot for whores. One way or the other he beat the hell outta' every person he ever crossed, screwed or fathered. Judge sends junior home with the old man and you can bet your last dollar that within a year he'll have a rap sheet as long as yer arm.

(beat)

I know kids who did Gatesville, made it through, shaped up. Hell, one's even a priest.

Sally realizes she's opened an old wound.

SALLY

Still, I don't understand from the file why...

RED

-- This job ain't about files and books and second guessin'. Ya get one shot and ya call 'em like you see 'em.

(CONTINUED)

159 CONTINUED: (4)

159

SALLY

I'm a bit confused...

Red tosses out the rest of his coffee.

RED

In Texas the bottom line is who ya' know
and what they owe ya. That's how I do
my job and how you got yours.

He turns to walk inside.

SALLY

(a bit ticked)

What are you trying to say?

Red stops, faces Sally.

RED

I bought the judge a T-bone and told
him to send the boy up. Told him it
was the right thing to do. He went
along right down the line.

Red disappears. Sally just stares after him, her face
once again soft.

160 INT. STATION WAGON - CLOSEUP - MEMO PAD - NIGHT

160

resting on Phillip's lap.

BACK TO SCENE

His fingers release it as he drifts to sleep.

CLOSEUP - PHILLIP

asleep, the way a child sleeps. Soundly.

CLOSEUP - BUTCH

also asleep, but only his body -- his mind works over-
time...

DISSOLVE TO:

161 SERIES OF SHOTS - BUTCH'S DREAM

161

(NOTE: the entire dream is a series of snapshots to a
strong Coonass beat)

A) A baby snapshot of Butch.

(CONTINUED)

161 CONTINUED:

161

- B) A Haynes family photo -- a grizzled father standing behind a mother seated holding a baby. They stand in front of a small, white framed house.
- C) Extreme closeup -- The baby in the snapshot - Butch.
- D) Snapshot of a young Butch, age 6, with his father and another adult male, who are both holding deer rifles with one hand and with the other the antlers and head of a dead deer.
- E) Extreme closeup -- Butch's father from the same photo.
- F) Snapshot of Butch, 8, with his mother but no father.
- G) An establishing snapshot of a nightclub in New Orleans. The gaudy sign above the joint reads: CLUB - DANCE HALL.
- H) A snapshot of Butch's mother dressed in a somewhat sleazy Latino outfit. She's surrounded by 3 or 4 lounge lizard types, whose hands are all placed on parts of her body. She has a drunken sneer on her face.
- I) Snapshot of Butch, 8, being taught to dance in the club by his mother. He looks awkwardly into the camera.
- J) Snapshot of Butch, 8, sitting on the bar of the club, surrounded by a motley group of sleazy "dime dancers".
- K) Another snapshot of Butch being taught to dance by his drunken mother.

(NOTE: A heavy MACHINE GROWL should START LOW and INCREASE IN VOLUME through the remainder of these fast-paced series of cuts.)

- L) Snapshot of Mom dancing very closely, too closely, to a handsy patron of the club.
- M) Snapshot of Mom kissing the same man. We see a tattoo on his arm.
- N) Extreme closeup -- the tattoo. It is of a naked girl. The words "hell-bent" in cursive frame the tattoo.
- O) Snapshot of Mom sitting on the tattooed man's lap at the bar. His hand is resting on the inner portion of her thigh.
- P) Snapshot of Butch at the bar with the club bartender.
- Q) Same as (K) -- Butch being taught to dance.

(CONTINUED)

161 CONTINUED: (2)

161

- R) Extreme closeup -- Butch in same photo.
- S) Same as (J) -- Butch in bar with dime dancers.
- T) Extreme closeup -- Butch in same photo.
- U) Same as (O). Mom with tattooed man.
- V) Extreme closeup -- tattooed man from same photo.
- W) Snapshot of crime scene in the bar. A man lies on the floor in a pool of blood. Onlookers, including some of the dime dancers and Butch's mom, express their shock at the incident while police photographers and newsmen look on.
- X) Extreme closeups -- Some of the onlookers faces.
- Y) Extreme closeup -- Butch's mom's face. As opposed to the others, her face is rather displaced. You'd think she'd witnessed a fender bender instead of a murder.
- Z) Extreme closeup -- The face of the victim. It's the tattooed man.
- AA) Extreme closeup -- The tattoo.

The ROAR of the MACHINE GROWL is now DEAFENING as the image of the tattoo...

FADES INTO:

162 BRILLIANT WHITE LIGHT

162

that FILLS the FRAME.

INT./EXT. STATION WAGON - NIGHT (PRESENT)

Except it's brighter than the brightest day as a high power light shines directly at...

EXTREME CLOSEUP - BUTCH

who exits his dream and enters reality with a throttled shock. He squints and tries to discern the source of the light while groping for his gun under the seat.

BUTCH'S POV - WHITE LIGHT

It's bright as hell but getting clearer, less fuzzy.

We can now see it's the headlights of a huge COMBINE which sits, ENGINE RUNNING, directly in front of the station wagon.

(CONTINUED)

162 CONTINUED:

162

A BLACK MAN - 50 or so, KILLS the ENGINE (but leaves the lights on) steps down from the combine cab and starts toward the station wagon.

BACK TO SCENE

Phillip, now wide awake and scared. He notices that...

Butch is fingering the gun, resting it in his hands and under his right leg.

The Black Man, whose name is Mack, crosses the front of the wagon and walks to the driver's side window.

MACK (BLACK MAN)

Didn't mean to scare ya'. I work at night. It's cooler. Ya'lls car break down?

BUTCH

Me n' the boy was just catchin' some shut-eye in yer' field.

MACK

Oh, it ain't mine. I just works it for Mr. Andrews. Where ya'll from?

BUTCH

Drove from Texarkana yesterday.

MACK

Quite a haul.

BUTCH

Said a mouthful there.

MACK

Well, ain't no sense in ya'll sleepin' in the car. Not when I got a fold out couch sittin' empty.

BUTCH

Wouldn't want to put you out. 'Sides we need to get back on the road.

MACK

No trouble t'all. Wake you up first light, fill yer' belly and send you on yer' way.

163 EXT. RURAL ROAD - FIRST LIGHT - DAY

163

A Highway Patrol car, followed by a tow truck, breeze along the highway.

164 OMITTED

164

165 INT. HIGHWAY PATROL CAR - DAY 165

Two officers, MONTGOMERY and HALL, scan the horizon. They look like they've driven all night.

Saunders wakes up in the back seat and leans forward.

SAUNDERS

We didn't pass it did we?

Saunders spots the RV on the horizon.

MONTGOMERY

There it is.

166 EXT. ROADSIDE - DAY 166

The patrol car stops, as does the tow truck.

167 INT. PATROL CAR - DAY 167

Hall and Montgomery view the beat to hell RV while Saunders, ready to cry, jumps out and runs into the field.

MONTGOMERY

Good Gawd Almighty. Governor ain't gonna' like this.

168 INT. AIRSTREAM - DAY 168

Suttle is asleep among the rubble. He jumps to when Saunders bursts in. Saunders gasps when he sees the shape his prize vehicle is in.

SAUNDERS

Where are they?!

SUTTLE

Uh, uh, they're gone.

SAUNDERS

How long?!

SUTTLE

I don't know, uh, four, five hours.

Saunders, dejected, starts to move some of the trash from the couch. He sits down and moans...

SAUNDERS

Well, goddammit, did he say anything?

SUTTLE

Yeah.

(CONTINUED)

168 CONTINUED:

168

SAUNDERS

What?!

SUTTLE

Well, uh, Chief Garnett wanted me to tell you that the vehicle gets his seal of approval....

Saunders' face begins to turn red.

SUTTLE

And that he wants his chair back.

If he was red before, now Saunders is crimson. A thermometer dropped into boiling water.

169 EXT. AIRSTREAM - DAY

169

We hear a SCREAM and then a second later, Red's desk chair comes flying out the door. It hits a rock and splits as it bounces.

170 EXT. HIGHWAY - DAY

170

Two Highway Patrol cars rocket along, one behind the other.

171 INT. LEAD PATROL CAR - DAY

171

OFFICER JONES, a lean, hard-nose of 25, drives. Adler in the front seat, Red and Sally in the back. Not a word is spoken. Serious business.

172 INT. SECOND PATROL CAR - DAY

172

ANOTHER OFFICER drives this car. Kaiser rides shotgun working the radio. In the back seat sit Bobby Lee and Bradley.

173 INT. MACK'S HOUSE - DAY

173

A COFFEEPOT RATTLES on the stove.

Two black hands move the pot and rescue overfried eggs in a skillet on the stove.

Two small black feet dangle from a too-high bathroom toilet. As they hit the ground we hear a FLUSH. We FOLLOW the feet DOWN down a short hall and into the living room. As they pass the bottom of a fold-out couch we...

BOOM UP to reveal Butch and Phillip asleep. Butch's arm has found its way under Phillip's head and is acting as an early morning pillow.

(CONTINUED)

173 CONTINUED:

173

A small head pops up on the side of the bed nearest Phillip. The six-year-old eyes of CLEVELAND peer close to Phillip and watch, only inches away, as Phillip sleeps.

Phillip's eyes blink a bit and then they open...

PHILLIP

(scared)

Aaaayyyyy!

CLEVE

(more scared)

Aaaayyyy!!!

Butch jumps up like a rocket and is on the floor in an instant.

BUTCH

Aaaayyyyy!!!!

Cleve races into the kitchen and the apron strings of his grandmother, Mack's wife, LOTTIE.

LOTTIE

He wake ya'll up?

(to Cleve)

Now I told ya not to do that.

BUTCH AND PHILLIP, breathing hard, can't help but laugh.

BUTCH

No harm, Ma'am.

LOTTIE

I'm Lottie. Mack's wife. This here's my grandbaby, Cleveland.

CLEVE

Name's Cleve. I'm six.

PHILLIP

I'm eight. Mine's Buzz.

174 INT. MACK'S KITCHEN - DAY

174

Butch, Cleve and Phillip finish breakfast while Lottie pours coffee. Cleve and Phillip, hitting it off well, are engaged in fervent storytelling.

CLEVE

We got us a creek down the way.
Wanna go later?

(CONTINUED)

174 CONTINUED:

174

PHILLIP

Sure thing.

Mack enters after a hard night's work.

BUTCH

Mornin' to ya.

MACK

Mornin'. Rest done ya'll some good.

LOTTIE

You wanna plate?

MACK

Not jus' yet.

(to Cleve)

Boy, go get my thermos from the truck.

Cleve, still whispering and giggling with Phillip, isn't really listening.

MACK

Don't ya hear good, boy?!

Mack firmly cuffs the boy's ear and Cleve jumps up and out the door, one hand holding the side of his head. Butch and Phillip both look up at Mack.

MACK

Boy don't got the sense Gawd gave a chicken.

175 INT. LEAD PATROL CAR - HIGHWAY - DAY

175

JONES

Want me to stay on Highway 70?

RED

Let's head on over towards Amarillo.
We'll cross him there or wave goodbye at the border.

176 INT. MACK'S HOUSE - LIVING ROOM - DAY

176

Phillip sits on the couch and watches as Butch shows Cleve a trick. Cleve bends over, puts his hands between his legs and Butch grabs them and pulls -- a flip. Cleve is ecstatic at the result. Phillip and Butch laugh along.

CLEVE

Agin'! Do it agin'!

(CONTINUED)

176 CONTINUED:

176

LOTTIE

(to Butch)

Where's the boy's mother?

BUTCH

We left her at home this time. Boy's
night out kinda thing.

Butch spots an old phonograph.

BUTCH

Say, lookie here.

He gives it a spin with his finger and searches through a
stack of 78s.

LOTTIE

Mr. Andrews give 'em to us when he got
hissself a newfangled one.

Butch finds a particular favorite.

BUTCH

Jeezus. Now this is music. You know
how long it's been since I heard this.

LOTTIE

That's an oldie all right. Mrs.
Andrews' maiden name was Bougeois --
half-Creole herself she is, but Mr.
Andrews he don't like nobody to know.
'Suppose that's why he give 'em to us.

177 INT. BATHROOM - DAY

177

Mack drops his pants and sits on the throne. He reaches
over and turns ON the RADIO resting on the wash basin. A
FARM REPORT comes on just as...

178 INT. LIVING ROOM - DAY

178

A NEEDLE DROPS on a 78, filling the room with the SCRATCHY
sounds of a Coonass waltz.

Butch's eyes come to life.

BUTCH

You dance, Lottie?

LOTTIE

Lawd goodness no.

(CONTINUED)

BUTCH

Here, jus' follow me.

He takes her in his arms and slowly but surely adjusts her movement to his. After a few rough turns they're not too bad.

Phillip can't help but smile as he and Cleve watch and giggle.

Butch and Lottie dance, swirling around the room.

LOTTIE

Mr. Poe, you sure can move.

BUTCH

Oughta be able to. Was raised in a dime a dance whorehouse.

LOTTIE

Yer' foolin' me?

BUTCH

No, ma'am. My mama would dance their asses out of the fryin' pan and into the back room fire.

Butch spots Phillip and Cleve, watching, giggling.

BUTCH

Get on yer' feet, Buzz. You'n Cleve shake a leg.

LOTTIE

(encouraging)

Well go on!

Cleve and Phillip reluctantly stand and stare at one another.

BUTCH

Dance, boys!

The little boys do their best to emulate the adults and soon they're laughing and dancing, too.

The RECORD STOPS. They all clap and laugh. Butch hears something... The RADIO in the bathroom.

Mack sits, cleaning his fingernails with a Barlow knife as the radio announcer begins a news flash.

(CONTINUED)

179 CONTINUED:

179

ANNOUNCER (V.O.)

Update on the manhunt for the escaped convict. Haynes is armed and extremely dangerous. He is believed to have a hostage with him, an eight-year-old boy.

A finger turns OFF the RADIO. We FOLLOW the finger UP an arm TO Butch's concerned face. He sits down on the edge of the tub across from Mack and takes the knife away from him.

BUTCH

We'll be leavin' soon enough. I'll kill all of you if you try anything stupid.

Mack swallows hard.

180 INT. LIVING ROOM - DAY

180

Lottie quizzes Phillip...

LOTTIE

What's Texarkana like? I ain't never been there.

PHILLIP

(through his teeth)

Oh, it's real nice. I got a dog named... Phillip and a tree house and...

Mack, nervous, enters the room followed by Butch.

BUTCH

Come on, Buzz. Time for us to hit the road.

LOTTIE

Whass' wrong, Mack? You look like you seen a ghost.

Cleve runs up to Butch, turns around backwards and puts his hands between his legs.

CLEVE

Do me agin'!

MACK

(scared for the boy)

No! Boy! Get over by yer' Mammaw!

Lottie senses something is wrong. Cleve, too young to smell trouble, persists...

CLEVE

Come on, Mister, do me agin'!

(CONTINUED)

180 CONTINUED:

180

Butch smiles and starts to oblige the boy, but Mack intervenes and smacks Cleve hard, sending him sprawling to the floor bawling.

Butch, instantly enraged, back-hands Mack, grabs him by the collar and tosses him onto the floor.

Phillip -- frozen, sitting, watching as things go from bad to worse.

Cleve -- confused, bawling, afraid.

Butch pulls the gun from his pants, bends down, picks up Mack by his throat, presses the gun in his mouth and lifts him into a chair beside Lottie. He bends close to Mack -- their noses are inches apart.

BUTCH

Why'd ya' wanna' go and hit Cleve for? He didn't move fast enough for ya', is that it? Or maybe he gets excited sometimes and don't hear everything ya' say? You make me sick to my stomach.

Butch spits in Mack's face, then rises and walks over to Phillip and hands him the revolver.

BUTCH

Point it at 'em.

PHILLIP

I don't wanna'...

BUTCH

Point it!

Phillip does so, occasionally wiping a tear from his eye.

Mack reaches down and holds Lottie's hand.

Butch kneels down to a still-sobbing Cleve.

BUTCH

Now, son, you wanna' flip?

Cleve shakes his head "no" between sobs. Butch gently takes the boy and lifts him to a standing position.

BUTCH

Go ahead. Put yer' hands between yer' legs. I won't hurt ya'.

Cleve turns to Mack and then runs to him. Butch walks calmly over and pulls the crying child away from the old man and back to the center of the room.

(CONTINUED)

180 CONTINUED: (2)

180

BUTCH

(to Mack)

He don't trust ya' no more. You gotta' earn that, ya' know?

(to Cleve)

Put yer' hands 'tween yer' legs, son.

Cleve, still sobbing, does so. Butch reaches down and flips him, all the while staring at Mack. Each time he flips the boy, Butch reaches down, grabs Cleve's hands and flips him again.

Finally he allows the frightened child to go to Mack and Lottie.

Butch takes the gun from Phillip.

BUTCH

Buzz. Go out to the car and get that rope.

Phillip stands frozen.

BUTCH

Phillip!...

Phillip slowly rises and walks away. He stops for a moment and turns his back.

EXTREME CLOSEUP - PHILLIP

His eyes lock in a gaze with...

EXTREME CLOSEUP - CLEVE

His sobbing eyes plead for something, anything.

181 EXT. HOUSE - DAY

181

Phillip exits the house, walks past an old well to the station wagon. He opens the door, stops, looks back.

182 INT. HOUSE - DAY

182

Butch sits on the coffee table across from Mack, Lottie and Cleve.

BUTCH

(to Mack)

Now you hold that boy and tell him you love him.

Mack grabs Cleve and sets him in his lap.

(CONTINUED)

182 CONTINUED:

182

MACK

(scared)

I love you.

Butch cocks the revolver and slides forward. His nose is almost touching Mack's.

BUTCH

No, old man. Say it like you mean it.

MACK

This boy know I loves him, mistah'.

BUTCH

Then say it.

LOTTIE

Please, mistah'. I gotta' sense about you. I know you a good man.

BUTCH

Nome', I ain't a good man. Ain't the worst neither, jus' a different breed.

183 EXT. HOUSE - DAY

183

Phillip is at the screen door looking in. He holds the bag in his hand.

HIS POV

Butch sits on the coffee table, which is pushed right up to Mack, Lottie and Cleve, who sit on chairs.

184 INT. LIVING ROOM - DAY

184

Butch, enthralled with the episode he's directing, almost quivers with anticipation.

BUTCH

Say it, Mack. Don't cost nuthin'.

MACK

I love you, Cleve.

BUTCH

(serious)

Gawd that's beautiful.

Butch spots Phillip standing at the entrance to the living room with the bag. He takes it from the boy, empties the contents -- candy, cookies, bread, sugar and all -- and picks up the rope, takes Mack's Barlow knife from his pocket and cuts off a long shank. Butch takes the rope and begins to tie up the three.

(CONTINUED)

Phillip stands, stares, aware that something bad is happening.

Butch finishes tying, sticks the knife in his pocket and walks over to the PHONOGRAPH. He turns it back ON. The SCRATCHY RECORD plays. He turns UP the VOLUME.

BUTCH

(to Phillip)

You can go wait in the car or you can watch. Yer' old enough to think for yer'self.

Phillip, unsure what to do, stands his ground.

Butch returns to his seat on the coffee table and stares at the three hostages. He appears as if he's about to cry, closes his eyes and rests his chin on the barrel of the revolver while he recites instructions...

BUTCH

Shut yer' eyes, Cleve. Mack, you and Lottie hold the boy tight. Shut yer' eyes, too.

Phillip, awkwardly aware that he's going to witness an execution, starts to cry out, then squelches himself.

Butch seems to be in another world now -- taken to another place and time. A slight smile finds its way to his face, then disappears.

LOTTIE

Please, mistah', ain't no use in it.

MACK

We'll give you ever'thing we got!

But Butch doesn't even hear the words. He slowly opens his eyes, pulls his chin from the pistol barrel and points it at Mack.

LOTTIE

Our Father, which are in heaven, Hallo be thy name...

BUTCH

(to Lottie)

Shhh... shhh... shhh...

LOTTIE

... Thy Kingdom come, Lawd, thy will be done... here on Earth as it is in Heaven.

(CONTINUED)

BUTCH

Shhh.. shhh...

LOTTIE

(to Mack/Cleve)

Say it wif' me....

Butch looks to Phillip in a strange way, sets the gun on the floor between them, and crawls amongst the candy, gum and wrappers until he finds the electrician's tape.

Phillip watches, not knowing what to do.

The revolver -- cocked, resting on the floor.

MACK, CLEVE & LOTTIE

Giv' us this day our daily bread and
forgiv' us, Lawd, our trespasses as we
forgiv' those who tresspass agin' us...

Butch rips tape from the roll and slaps a piece over each of their mouths, silencing their prayers one by one.

Out of breath, he kneels down in front of them and stares at the three while he reaches his hand behind him for the pistol -- but it's not there...

Butch looks up to see...

Phillip -- teeth gritted, holding the pistol, pointing it directly at Butch.

CLOSEUP - BUTCH

His expression is blank -- then a slight smile. For a second it's as if none of this has happened, that Butch will grasp Phillip in his arms...

A DEAFENING GUNBLAST turns his expression to blank.

Phillip, knocked to the floor by the revolver's kick, recovers to his knees, shaking like a leaf.

The MAMBO RECORD comes to an END, but SCRATCHES ON AD INFINITUM.

Butch falls back to his knees, still staring at Phillip. He looks at his stomach, where a stain of brown-red gushes through his T-shirt, and back to the boy.

BUTCH

(as if he hasn't
seen him in years)

Phillip?....

(CONTINUED)

184 CONTINUED: (3) 184

Phillip, momentarily dazed, stares at the gun in his hand, at Butch, the blood pouring from Butch's side, and the shocked faces of Mack and his family. Then, in a flash, he runs, pell-mell, out of the house.

185 EXT. HOUSE - DAY 185

Phillip blasts out the screen door and runs straight to the well.

He drops the gun into the well, catches his breath and heads for the road.

After a few yards he has a thought, runs back to the station wagon, grabs the keys and throws them as far into the adjacent field as he can. Then he resumes his race for the road.

186 INT. HOUSE - DAY 186

Butch gropes to his feet, still in shock. He stumbles toward the door, then stops, reaches in his pocket, extracts Mack's Barlow knife, holds it up and walks toward them, staring hard.

Mack, Cleve, Lottie -- Afraid they'll be killed after all.

Butch, surprisingly, meekly sets the knife down on the coffee table...

BUTCH

Thanks for yer' hospitality.

And walks away.

187 EXT. HOUSE - DAY 187

Butch emerges and stumbles out.

BUTCH

(to the horizon)

Phillip?!...

No answer. He drags himself to the station wagon and, with much effort, slides himself into the seat. No keys. He opens the door, crawls out, leaving a trail of blood, looks out to the road and starts to walk.

PHILLIP

runs down the road, looking back every so often to see if Butch is following

(CONTINUED)

187 CONTINUED:

187

BUTCH

makes his way onto the private dirt and starts walking back toward the main road.

BUTCH

(yelling)

Phillip?!! I won't hurt ya', I swear!

PHILLIP

is running out of steam on the road ahead. He stops for a blow and looks back.

HIS POV

A few hundred yards back, Butch struggles forward.

BACK TO SCENE

Phillip crawls through the ditch beside the road and squeezes through a barb wire fence.

His costume hangs on a barb. He rips away from the fence leaving a foot-long strand behind.

In the b.g. -- a pickup truck drives by.

188 INT. TRUCK - DAY

188

ARCH ANDREWS, 50, the owner of the Ranch, slows down when he sees...

ARCH

What the hell?...

HIS POV - PHILLIP

clad in his white costume, running across a field toward a grove of trees beside the creek.

BACK TO SCENE

Arch continues on down the road and passes...

Butch -- nearly in shock, stumbling down the road.

TRUCK

pulls into Mack's place, and Arch gets out, peers into the station wagon, sees blood, grimaces and walks up to the house. He notices a dripping trail of blood on the porch.

189 INT. HOUSE - DAY

189

Arch enters the kitchen, sees no one and starts toward the living room. The MAMBO continues to SCRATCH.

ARCH

Mack?... Lottie?...

Arch enters the living room and stops when he sees Mack and family, still gagged and tied to the chairs.

190 EXT. ROAD - DAY

190

Butch, holding his side, the pain is worse as he stumbles along.

He stops when he spots something -- a piece of white costume on the fence. He crosses the ditch, steps through the fence and walks in the same direction Phillip did.

BUTCH

That was a helluva' thing to do, Phillip. You're a hero. Prolly' be in all the papers tomorrow, how you saved those folks. Truth is, I don't think I woulda' killed 'em. I only killed two people in my whole life. One hurt my mama and one hurt you.

191 INT. LEAD PATROL CAR - DAY

191

Adler listens in on the shortwave.

KAISER (V.O.)

A town called Happy, over in Swisher County.

RED

(to Jones)

How far?

JONES

Half-hour tops.

RED

(to Adler)

Get on the radio and tell whoever gets there first to play it nice and easy.

Sally gives him a look.

KAISER (V.O.)

They've got the boy's mother flyin' in on a private. You want her on standby?

(CONTINUED)

191 CONTINUED:

191

RED
Jeezus, who did that?

ADLER
Guvner, I assume.

SALLY
Not a bad idea.

RED
Go ahead and chopper her in.

After a moment of silence, Sally turns to Red.

SALLY
I didn't mean to pry last night.

RED
Yes, ya did.

SALLY
Look, Red, it was 20 years ago.

RED
Funny thing. When the judge sent him away the kid stared at me. Like he knew. Not hard or mad like you'd expect. It was... It was like he was forgiving me.

SALLY
Forgiving you for what?! For looking at the facts and doing what you thought was right?

RED
Naw. For what's gonna happen today.

192 EXT. FIELD - DAY

192

Butch follows Phillip's path through the field.

BUTCH
What say we talk this over? Settle things man to man. Then we can be on our way. I'll even let you drive. Knock that right off yer' list. How'd that be?

PHILLIP

finally arrives at the creek, looking over his shoulder all the way. He looks at the water -- deep and running swift. Where to go? He decides and heads for the nearest tree -- a big oak, and shimmies up to a branch ten feet or so above the ground.

193 INT./EXT. LOCAL BLACK AND WHITE - DAY

193

A country cop answering the report, drives slowly down the road, his pistol drawn and held upright in one hand. He pulls into Mack's driveway and parks. Arch walks out of the house to greet him.

ARCH

That's his car. Took off on foot. He's got a pistol. Mack says it looks like a .38.

194 EXT. FIELD - DAY

194

Butch stops to rest. Something catches his eye.

HIS POV

A white figure moves slightly in the boughs of an oak tree. Phillip tries to climb higher but can't reach the next limb.

BACK TO SCENE

Butch walks underneath the tree without even looking at Phillip. He sits down to rest.

BUTCH

Alaska, Phillip. Wild and wooley. Man against nature. Me personally, I like them odds.

(beat)

Did I tell you my daddy lives there? He's the one that sent the picture postcard. Listen here to what he says about it...

Butch pulls the postcard from his back pocket and reads...

BUTCH

(reading)

'Dear Robert'... that's my real name, Phillip. Robert. Jus' like old Bob the family man. 'Dear Robert, I just wanted to tell you that me leaving has nothing to do with you.'

Phillip, still afraid, can't help but listen as Butch suffers through his memories.

BUTCH

(reading)

'Alaska is a beautiful place. Colder than hell most all the time.

(MORE)

BUTCH (CONT'D)

Someday you can come and visit and we'll maybe get to know each other better.' Short and sweet. That's the old man's style. 'Cold all the time' -- like that's a big sellin' point.

He laughs to himself.

BUTCH

He useta' pat me on the head and tell folks 'that it's some that can live life without askin' about it and it's others has to know why, and this boy here is one of the latters.'

(beat)

That's why I wanted to go up there. To visit the old man, I guess. Prolly' punch him one first, but then maybe we'd end up bein' friends, sit down, have a beer, talk things over....

Butch groans. He pulls his hand from his side. Blood is oozing all over the place. He returns the postcard to his pocket.

BUTCH

We'll jus' rest awhile. Then you can make up yer' mind. How's that?

Phillip, still clinging to the tree, can't help but feel compassion for his friend.

195 EXT. MACK'S HOUSE - DAY

195

A dozen Highway Patrol cars now sit in the driveway. The Fed in charge, AGENT HENDRICKS, assigns different officers to secure the area in an incredibly organized fashion. Mack, Lottie, Cleve and Arch watch from the porch.

196 EXT. CREEKSIDE - DAY

196

Butch's eyes are closed. A small puddle of blood drips and becomes a rivulet running down into the creek.

Phillip, still in the tree, still watching, can't bear it any longer. He slowly climbs down and drops next to Butch, who opens his eyes to the boy and smiles.

BUTCH

One thing's for sure now -- I definitely believe in ghosts.

(beat)

Never been shot before.

(CONTINUED)

196 CONTINUED:

196

PHILLIP

I'm sorry.

BUTCH

I know ya' are. Truth is, if it had to happen, I'm glad it was you. As opposed to someone I don't know, I mean. All things considered, I feel pretty good, though. Could use a beer, though.

PHILLIP

What's beer taste like?

BUTCH

Oh, it's about the best thing there is. You'd better put that on the list.

Phillip's eye catches something. He stands up fearfully...

HIS POV - TWO MORE PATROL CARS

lights spinning, rushing down the road, kicking up dust.

197 INT./EXT. RED'S PATROL CAR - DAY

197

Sally watches Red. When the car comes to a stop, she reaches out and touches his arm.

SALLY

I think our chances of this thing ending peacefully are good.

He smiles a lonesome smile, opens the door and exits.

198 EXT. CREEKSIDE - DAY

198

Phillip kneels back down to Butch.

PHILLIP

You better run.

BUTCH

Naw, Phillip, I need me a time machine with a loud radio to take me where I'm goin'. Walkin's for squares.

199 EXT. MACK'S HOUSE - DAY

199

Red exits his patrol car, followed by Sally. Agent Hendricks walks up.

HENDRICKS

Garnett, I'm Tom Hendricks, F.B.I., out of the Amarillo office. I understand you have one of our men with you?

(CONTINUED)

199 CONTINUED:

199

RED

Yeah. You got the area quadroned off?

HENDRICKS

Water tight. Like a frog's pussy.

(notices Sally)

Sorry, ma'am.

SALLY

No doubt an observation based on personal experience.

Red can't help but smile.

RED

You got him spotted?

HENDRICKS

By the creek, half-mile down the road.
I spaced officers in a circle around them
100 yards or so away.

RED

You got any problem with me handling this one?

HENDRICKS

What say we both handle it?

Red sighs.

RED

Let's head on down there. Bradley, gimme' a megaphone.

HENDRICKS

One other thing, Chief. Haynes is wounded.
The boy gut-shot him.

RED

Yer' shittin' me.

200 EXT. CREEKSIDE - DAY

200

Phillip scoops a handful of water and brings it to Butch, who opens his mouth and drinks, A megaphoned voice interrupts...

RED (V.O.)

(through megaphone)

Butch, this is Red Garnett of the Texas State Police.

A thin, knowing smile crosses Butch's lips.

(CONTINUED)

200 CONTINUED:

200

RED (V.O.)

I know yer' hurt. We've got damn near
100 armed men here. Take a look around
and you'll see I'm shootin' ya' straight.

BUTCH

(yelling back)

All this for me. I'm touched, but I'm
afraid ya'll gonna' have to back it up a
step or two. I'm headed to Mexico.

(to Phillip)

Lyin' to 'em, of course.

201 EXT. ROADSIDE - DAY

201

Red leans against a patrol car, accompanied closely by Adler,
Sally and Hendricks.

RED

(into megaphone)

Hate to tell ya', Butch, but yer' headed
the wrong direction. Tell ya' what.
You let the boy go and we'll talk about
it. Discuss it over a cold beer.

202 EXT. CREEKSIDE - DAY

202

BUTCH

(to Phillip)

Beer. What'd I tell ya'.

(to Red)

Appreciate the offer, Cap'n, but ya'
know I can't do that. If you and yer'
pals back outta' here, I'll drop the boy
at the border.

(beat)

If you don't I'll shoot him in the
head. I mean it!

Phillip, betrayed beyond comprehension, stares at Butch.

BUTCH

(to Phillip)

Don't look at me like that. I don't
even have a gun. What did ya' do with
the pistola' anyway?

PHILLIP

Threw it in the well.

BUTCH

Good thinkin'.

ADLER

Ya' think he means it?

Red mulls it over, replaces his old chaw with a fresh one and looks to Sally.

RED

What do you think?

SALLY

Based on what's happened the past two days I don't think he would.

RED

One thing's for sure. If he gets outta' here with the boy, we're right back to where we started.

BRADLEY

If he kills the boy he'll get the chair.

ADLER

Shit, he'll get the chair anyway. He's killed two in two days.

SALLY

We don't know that he pulled the trigger on either of the innocent victims.

ADLER

Well he wasn't at home in his Strat-O-Lounger. 'Sides, who killed Pugh? Casper?

RED

All right, both of you, that's enough! From the trail of blood I got a feelin' it ain't gonna' make any difference. Let's jus' concentrate on gettin' the boy out for now.

Bobby Lee approaches with a leather case, bypasses Red and goes straight to Hendricks.

BOBBY LEE

Where ya' want me, sir?

RED

Can you shoot off a hood?

Bobby Lee nods.

In the b.g., a HELICOPTER circles, preparing to land.

(CONTINUED)

203 CONTINUED:

203

ADLER

That'd be the boy's mother.

RED

Bring her on over.

204 EXT. CREEKSIDE - DAY

204

Butch and Phillip watch the helicopter land.

BUTCH

See, Phillip, dreams do come true.
There's yer' rocketship.

PHILLIP

Think I'll get to ride it?

BUTCH

Today's the day.

RED (V.O.)

(megaphoned)

Butch, we got the boy's Mama here.
She wants to say something.

Phillip is visibly stunned by the news. He crawls up to the crest of the creekside and squints, looking for his mom.

BUTCH

What's wrong, Phillip?

PHILLIP

It's my mama.

Phillip still cranes his neck to see.

BUTCH

Now that ya' got yerself a ghost suit,
do ya' think she'll let ya' trick r'
treat?

PHILLIP

(better than none)

I got to do one house.

Butch smiles. He has an idea.

BUTCH

Put yer' mask back on.

205 EXT. ROADSIDE - DAY

205

Bobby Lee carefully unsnaps the latches on his leather case and opens it on the hood of the patrol car.

(CONTINUED)

205 CONTINUED:

205

Inside is... a high-powered military rifle in three parts. Hands unzip a velveteen bag and pull out a high-powered scope.

Bobby Lee holds the lens of the scope to his mouth, blows a breath on it and wipes it clean with a piece of clean cloth. He feels eyes and turns to see...

Sally, watching him at work.

Bobby Lee smiles at her, cocksure. His dark role in this manhunt is now perfectly clear.

Sally turns her head, disgusted.

Gladys Perry, frazzled, somewhat in shock, is ushered forward. She's handed the MEGAPHONE. She fumbles with it, pushes the button. It SQUAWKS LOUDLY.

RED

Jus' push the button and talk normal.

It SQUAWKS again.

RED

Here, I'll hold the damn thing.
You jus' talk.

GLADYS

(into megaphone)
Hullo... Hullo. Please, sir, he's my only son. I'll give you money, whatever I can. Please, I want to take my boy home! I want to...

The MEGAPHONE SQUALKS one final dying time and SHORTS OUT. Red hands it to Bradley, who immediately sets it on the trunk and starts taking it apart.

RED

(to Gladys)
Yer' doin' fine. We'll get another one.

BRADLEY

I think yer' tobacco spit shorted it out, Red.

206 EXT. CREEKSIDE - DAY

206

Phillip wears the mask. Butch dusts him off and smiles.

BUTCH

You ready to go home?

(CONTINUED)

206 CONTINUED:

206

PHILLIP

(very sure)

Yeahsir.

BUTCH

(yells)

Hey, Cap'n, you got any candy?

INTERCUT BACK and FORTH BETWEEN Butch and:

RED

BRADLEY

(re: megaphone)

This one's shot.

RED

Well, find another one!

Red sighs and cups his hands around his mouth.

RED

(yells)

What?!

BUTCH

(yells)

Candy! Halloween candy! Popcorn balls,
caramel apples, gum, shit like that?!

RED

(yells)

You hungry?

BUTCH

(yells)

You find me some candy and I'll
deliver up a ghost.

RED

(to Adler)

You heard him.

207 EXT. ROADSIDE - DAY

207

Red nods to Adler who starts to gather sticks of gum,
mints, anything from the surrounding officers.

BRADLEY

Don't have another megaphone, Chief.

Red just shakes his head and sighs. Bobby Lee leans on
the hood of the car and places one eye behind the scope of
his rifle.

(CONTINUED)

207 CONTINUED:

207

RED

You all set?

BOBBY LEE

You say when, I'll say dead.

Red glares at Bobby Lee for an extended moment.

RED

(yells; to Butch)

You got yer'self a deal. Candy's waitin'.

208 EXT. CREEKSIDE - DAY

208

BUTCH

(yells)

One more thing. His old lady has to swear to take him trick r 'treatin' every year.

Phillip strains to look for his mom. He's upset, ready to leave.

BUTCH

Gimme' yer' list, Phillip.

PHILLIP

Butch?...

BUTCH

Gimme that list.

Phillip pulls it out. Butch snatches it and reads it to himself, laughing. He's on a death roll of sorts, between losing blood and being in an impossible situation he almost seems to be enjoying the macabre scenario as it unfolds. Phillip, on the other hand, is beginning to sob.

BUTCH

(yells)

And she's gotta promise to take him to the fair for rollercoasters and cotton candy whenever he wants... or at least once a year...

PHILLIP

I wanna' go home!...

BUTCH

(checks list; yells)

And when he gets older he gets to drink beer...

(CONTINUED)

208 CONTINUED:

208

PHILLIP

I don't need beer!...

BUTCH

(to Phillip)

Well it's on yer' list.

(yells to Red)

And to go out on dates with girls!

(to Phillip)

Not on the list, but you'll thank me later for that little addition.

(checks list)

Done that, got to drive, gonna' ride that rocketship. That's about it.

(yells; to Red)

She's gotta' promise or I won't let him go!

PHILLIP

I wanna' go home, Butch. My mama's not bad! She gives me those things.

BUTCH

Don't kid a kidder, Phillip.

209 EXT. ROADSIDE -DAY

209

Red, exasperated, he can't believe how weird this has gotten.

RED

(yells)

It's a deal!

BUTCH

(yells)

Make her say it!

Red looks to Gladys as if to say, "go ahead". She seems reluctant. Red's frustration is showing.

210 EXT. CREEKSIDE - DAY

210

Phillip is near tears.

He rises and starts to move for the field, but Butch grabs him with one arm, pulls him close and holds him like he's his own child.

PHILLIP

I jus' wanna' go home.

BUTCH

(sincere)

Know jus' how ya' feel, Phillip.

211 EXT. ROADSIDE - DAY

211

GLADYS

(to Red)

Phillip knows those things are against
our beliefs.

RED

(to Gladys)

What kinda' foolishness is that?

(yells)

She promises!

BUTCH

(yells)

Make her say it!

Red gives her a look that says, "Say it or deal with me".

GLADYS

(yells)

I promise!

212 EXT. CREEKSIDE - DAY

212

BUTCH

(to Phillip)

Can we trust her?

PHILLIP

She's a real good mama.

Butch reaches into his pocket, extracts the remaining wad
of stolen bills, unzips the Casper outfit, stuffs them
into the costume and rezips.

BUTCH

(to Phillip)

When you get home, hide this. If
she's lyin' you can buy yer' own damn
beer.

Phillip quiets for a moment and stares at Butch.

PHILLIP

Yer' not bad, are you, Butch?

BUTCH

Yeah.

(beat)

Now, Buzz, listen here. I want ya' to
step out there real slow, keepin' yer'
paws in the air. Then strut right over
to them cops and yell 'trick r' treat.'
Got it?

(CONTINUED)

212 CONTINUED:

212

PHILLIP

What are you gonna' do?

BUTCH

Somethin'll come to mind.

Butch sticks out his hand. Phillip shakes it, afraid.

BUTCH

'Bye, Phillip. It's been one helluva' ride.

Butch nods and smiles.

BUTCH

(yells)

All right, Cap'n. Make way for Casper the friendly ghost. The friendliest ghost I know.

Butch nudges Phillip and the boy starts toward the field.

213 EXT. ROADSIDE - DAY

213

Adler, looking through binoculars, can't help but smile.

RED

Gimme' them things.

Adler hands over the binoculars. Red takes a look.

HIS POV - PHILLIP

see Casper, walking in his full whitehood, arms reaching for the sky.

214 EXT. FIELD - DAY

214

Phillip reaches level ground and for the first time sees the full strength of the amassed police forces -- at least 20 cars, swirling lights, guns everywhere, pointing at him.

215 EXT. ROADSIDE - DAY

215

Red watches.

RED

(yells)

Come on. Keep walkin'!

HIS POV - THROUGH BINOCES

Phillip stops walking and stands perfectly still.

(CONTINUED)

215 CONTINUED: 215

BACK TO SCENE

Red lowers his binocs.

RED
 (to himself)
 Why the hell's he stoppin'?
 (to Gladys;
 direct)
 Call for yer' boy to come!

Gladys, near shock, AD LIBS commands to Phillip. "Come on honey," "Phillip, keep walking," that kind of thing.
 (NOTE: Her commands become more and more shrieking and frantic and continue throughout, giving rise to even more confusion than is already present.)

216 EXT. FIELD - DAY 216

Phillip turns back and sees ...

Butch -- He tries to get up in an attempt to make a run for it, but his strength is gone. He collapses.

Phillip, standing still, with his mother's shrieks filling the air behind him, watches Butch for a second then runs back toward him.

217 EXT. ROADSIDE - DAY 217

Red sighs and lowers the binocs.

218 EXT. CREEKSIDE - DAY 218

Phillip stands before a struggling Butch.

BUTCH
 Personally I think we negotiated a pretty fair deal, but if there's somethin' else you want...

PHILLIP
 (disbelief)
 Do they want to shoot you?

Butch starts to lie to the boy but can't.

219 EXT. ROADSIDE - DAY 219

A finger strokes the trigger of a high-powered rifle.

Bobby Lee -- Smiling, ready, waiting.

Red shrugs and wipes his brow.

(CONTINUED)

219 CONTINUED:

219

HENDRICKS

He thought better of releasin' the hostage.

SALLY

It doesn't necessarily mean that.

RED

(to Bobby Lee)

Stay on ready.

220 EXT. CREEKSIDE - DAY

220

Phillip holds his hand out and helps Butch get up. Butch stands, dusts himself off, grabs the boy's hand and together they walk toward the field.

221 EXT. ROADSIDE - DAY

221

Red, through the binoculars.

RED

I seen it all now.

222 EXT. FIELD - DAY

222

Butch and Phillip, hand in hand, walking across the field.

223 EXT. ROADSIDE - DAY

223

Red scratches his head.

HENDRICKS

What's he up to?

RED

Hell if I know.

SALLY

He's giving himself up.

HENDRICKS

Keep in mind -- he still has the gun.

RED

(yells; to
Butch)

Butch! Stop and let the boy go! Put yer' hands up and let the boy go!!!

(NOTE: AD LIB instructions from Red continue as well.)

224 EXT. FIELD - DAY

224

With all the yelling, it's hard to make out what's being said. Butch and Phillip continue to walk and talk.

BUTCH

So I guess that's it for Alaska, Phillip.

225 EXT. ROADSIDE - DAY

225

RED

Stop and put your hands on your head!

GLADYS

Run, Phillip! Come here, Phillip!

SALLY

(to herself)

Come on, come on...

HENDRICKS

(a warning)

Chief, we've got an armed killer and an innocent boy out there.

RED

(to Bobby Lee)

You clean?

BOBBY LEE

As a whistle.

RED

Keep him locked down. Don't squeeze til' I say 'when.'

Red holds Bobby Lee's eyes until the young Fed nods. Then Red unstraps his holster and moves between the cars.

HENDRICKS

Where the hell you going?

But Red's not listening, just walking, long and tall, into the field.

EXT. FIELD - DAY

Butch and Phillip continue to walk, Butch holding Phillip's hand. When Butch spots Red approaching he slows and then stops.

Red shows his palms and keeps walking toward them. When he gets within 25 feet he stops.

RED

I'm unarmed. Toss your gun on the ground.

(CONTINUED)

225 CONTINUED:

225

Butch smiles.

BUTCH

If I had a pistola I'd be headed the other direction. My partner here got rid of the evidence.

(beat)

Do I know you, friend?

RED

No... not really.

BUTCH

Hmm. Well, look I wanna' talk to the boy and then we'll take care of bidness. How's that? Only take a second.

Red nods then looks over his shoulder at the patrol cars lined up like a wagon train, guns aimed, Bobby Lee peering through the scope of his rifle.

226 NEW ANGLE

226

Butch and Phillip.

BUTCH

I wanna' give ya' somethin'.

227 EXT. ROADSIDE - DAY

227

HENDRICKS

He's stopped.

ADLER

He's gonna make a run for it.

SALLY

Give it a second!

HENDRICKS

(to Bobby Lee)

Hold him!

SALLY

(yells)

Let the boy go, Butch!

HENDRICKS

(to Bobby Lee)

If he makes a move...

228 EXT. FIELD - DAY 228

Butch kneels down beside Phillip. He reaches slowly, painfully for his back pocket.

BUTCH
Mebe' someday you'll get to go...

229 EXT. ROADSIDE - DAY 229

Hendricks looks through the binocs.

HENDRICKS
He's goin' for his weapon!

THROUGH BINOCULARS

Butch reaches into his back pocket...

IN FIELD

Red squints to make out what Butch's reaching for.

HIS POV

Butch smiles as he retrieves the POSTCARD from his pocket.

BACK TO SCENE

A look of concern crosses Red's lips...

ROADSIDE

Sally realizes it's not a gun that Butch is reaching for.

SALLY
Noooooo...!!!!

FINGER ON TRIGGER

squeezes -- An EXPLOSION followed by a RINGING ECHO.

IN FIELD

Butch's chest explodes when the bullet hits him. He rocks backwards, still on his knees... and looks at Phillip in amazement.

Phillip screams, grabs Butch and holds him up.

THROUGH CROSSHAIRS OF GUN

Phillip is obscuring a second shot at Butch.

BUTCH

tastes blood and sighs.

(CONTINUED)

BUTCH

Damn, Buzz, shot twice in the same day.

He collapses and falls into Phillip's arms. Phillip backs away two steps and falls to his knees. Butch wavers for a second then topples on his back.

Phillip moans, sobs, as he watches Butch, the GUNSHOT still ECHOING.

AT ROADSIDE

Gladys runs from behind the car, followed by a host of officers.

HENDRICKS

Keep everybody back!

Bobby Lee stands, lowers his rifle disengages and smiles at Hendricks.

BOBBY LEE

No need to worry. He can't hurt nobody now.

IN FIELD

Red stands frozen, staring, in another world. An OFFICER trots up to Butch and does a careful ground frisk.

OFFICER

(calls back)

No weapon, Chief!

Red "comes to," turns and walks toward the...

ROADSIDE

Red walks up to Bobby Lee, stops and stares at the grinning marksman. After a beat, Red turns then nearly jumps out of shoes with a sudden right cross that floors the younger man. Red starts to jump in for more but Hendricks, stunned, jumps in, grabs Red and, joined by four other Officers, holds the older man back. Shouting, i.e. "Hey, hey, Red, whoa, whoa!"

Red settles a bit. Hendricks turns to Bobby Lee who rises to one knee and wipes at a bloody lip, and then to Red who is still breathing hard.

HENDRICKS

What the hell was that all about?!

RED

I didn't say 'when.'

(CONTINUED)

229 CONTINUED: (2)

229

Red turns and walks away. Hendricks throws his hat to the ground, kicks it and follows Red with his eyes...

HENDRICKS
(to no one/everyone)
Goddammit!!

Adler catches up to Red. He stares at his old friend and boss as they walk along.

ADLER
I thought he had a gun, too, Red. There was just no way of knowin'.

Red doesn't even look at Adler, just keeps walking. Adler stops, his eyes following Red.

Sally, nearby, watches Red walk away.

PHILLIP

is helped to his feet by his mother. She holds him dearly to her chest. He hugs back just as hard, his blood-stained Casper outfit staining her blouse. She unzips the costume and dollar bills fly all around. She starts to lead Phillip off but he won't leave until...

He pulls the postcard from Butch's hand.

CLOSEUP - PHILLIP

Staring down at Butch.

CLOSEUP - BUTCH

His eyes flutter a bit with recognition.

AT PATROL CAR

Red leans against the car. After a few seconds Sally walks up and finds a spot a few feet down from him where she, too, leans against the car. After a few more seconds.

SALLY
You did everything you could. You know that.

Red just stares straight ahead.

RED
I don't know nuthin'. Not a damn thing.

(CONTINUED)

229 CONTINUED: (3)

229

Red reaches into his pocket, pulls out his tobacco and stuffs a chunk into his mouth.

IN FIELD - CLOSEUP - BUTCH

He licks his lips as the MUFFLED VOICES CONTINUE around him. He squints hard and sees:

HELICOPTER

as it lifts off and speeds away. As it wipes the sun...

CLOSEUP - BUTCH

A slight smile crosses his dying face as he squints to see Phillip's flight.

CLOSEUP - PHILLIP

Nose pressed against the glass bubble.

BUTCH

His eyes don't close, still squinted but frozen.

CLOSEUP - EYES

We realize now, are lifeless.

BUZZARD

continues its flight past the sun.

SUN

flares, SENDING the SCREEN TO:

MILKY WHITE IMAGE

that opened the film.

FADE TO BLACK.

THE END