

**LAST BREATH**

a noir

Screenplay by  
Joseph Christiana

Story by  
Joseph Christiana &  
William Bourassa Jr.

Draft:  
February, 2008

Joseph Christiana  
p. 973.398.8434  
[josephjchristiana@yahoo.com](mailto:josephjchristiana@yahoo.com)  
WGA #1196100

FADE IN:

PENN STATION. This is the common area between the big board and the gates leading to the Jersey trains. Fluorescent lights and syrupy muzak cast a pall over the humming cavern. This far below the surface there's no way to tell if it's day or night. A river of COMMUTERS, TOURISTS, HUSTLERS, PICKPOCKETS and HOMELESS swim in the haze of their own grimy existence.

MARK, mid-thirties, slaps into the LARGE MIRRORED WALL and we must reorient; we realize now that we were looking straight into a reflected image.

Mark is being chased. We follow him as he leaves behind a sweaty smudge on the glass surface. A SMALL SHINY CASE in his hand, he tries not to draw attention with his desperate flight, but he wastes no time either. To say he's scared is an understatement- he's frantic, sweat pouring down his face like hot rain. Disheveled and dirty.

He's pursued by a SHADOW, faster than life itself. This pursuer, whoever it may be, cuts through the crowd as if it weren't even there.

We're moving too quickly now to get a bearing or establish any kind of coherence. The camera isn't merely watching the ebb and flow of the chase. It's rushing through it, like flashing down a raging river. Only fragments of human forms enter our disjointed perception.

Mark panics, continually looking over his shoulder, stumbling over himself, bumping into angry New Yorkers. The Shadow closes in stealthily.

Mark enters a series of corridors that are less and less populated with each turn. Finally, thinking he's lost his assailant, he descends a flight of stairs leading down to subterranean tracks.

He slows now, backing onto the platform at the bottom of the stairs, keeping his attention trained on the stairs he's just descended.

As he passes a structural column, a knife slashes into Mark's side. The case falls and blood spills with it. The

Shadow snatches the case from the ground without breaking stride.

Reeling from pain and fear, Mark stumbles to the concrete. The shadow envelopes him.

Mark, on the ground, backs away, crab-like. A train is coming, like the sound of the end of the world.

SHADOW

You can't run from something that surrounds you.

MARK

De-- Dessie--

SHADOW

The sentence for treason is death.

The train blares. Just as it engulfs the act of murder:

CUT TO:

INT. MAX'S BEDROOM - EARLY MORNING

Max, Mark's brother, jolts awake, cold sweat beading on his skin. He's SILHOUETTED by angelic morning light coming from a window so we don't get a good identification.

He's panting.

MAX

Jesus. God help him.

As the blaring train sound subsides and we settle into the peaceful tone of the morning, we realize A CELL PHONE IS RINGING.

Judging by Max's body language, if it were the sound of the apocalypse it couldn't be worse. As the cell phone rings, it also vibrates, moving on the nightstand in half circles with almost human persistence.

The caller ID says MARK.

Max picks it up, still just a silhouette, a shadow in the early morning light.

MAX  
Mark. I dreamt you were--

PHONE VOICE  
Mark Simble is dead.

MAX  
What? Who is this?

Beat.

PHONE VOICE  
Your brother is dead.

The sleeping figure beside Max:

WIFE  
Who is it honey?

MAX  
Who is this!! Mark, don't fuck  
with me.

The phone clicks dead.

MAX  
Who is this!!!

Max hits "call-back." It goes directly to an automated  
system:

WIFE  
Baby--

Max ignores her.

RECORDED VOICE  
We're sorry; the wireless caller  
you're trying to reach...

Max flings the phone. He collapses to a sitting position on  
the bed. Runs his fingers through his hair.

WIFE  
Baby, what is it? You're shaking.

MAX

Nothing. I don't know.

A PHONE RINGING SOUND again pierces the hollow sound of suburbia.

INT. MARK'S APARTMENT - CONTINUOUS

The PHONE IS RINGING in a room that's a small city apartment. Books and burned down candles constitute the room's decor. The room appears to have been overturned, someone looking for something. The answering machine:

MARK'S VOICE

This is a machine. Leave a message.

BEEEEEP... CLOSER Beside the phone is a picture of Mark with his arm around DESSIE, a beautiful woman, blonde. We'll meet her later.

MAX

(through machine)

I don't know... I've been trying all morning. Jesus. If you're there, pick up. You there?

EXTREME CLOSE ON: The spindles of tape turning SLOWLY. We hear BREATHING. Beyond, the sounds of the city.

MAX

Mark, you there? -- I know it's been a long time, I- I'm coming to-- unless you call me back--- Hello?

INT. MAX'S HOUSE, BABY'S ROOM - CONTINUOUS

A HANDHELD PHONE is clicked off in Max's hand.

He's standing over a CRIB. Inside, a beautiful BABY GIRL is sleeping.

As we finally find Max's face, for the first time seeing him clearly, we realize that there's more than a familial similarity. He and Mark are twins. His Wife is in the far background, out of focus. Max looks down into the crib

instead of turning to talk to his wife. His tone is apologetic, not angry or contemptuous.

MAX

He would have for me.

WIFE

That's a lie and you know it.

MAX

I have to.

WIFE

No you don't. It's a bad idea.

MAX

I don't have a choice.

WIFE

He's never been any good. You know that. He'll--

MAX

Doesn't matter... He's my brother.

She stands in silence and we can feel the chill in the air. Max's fists clench the rail of the baby crib. His head lowers to his chest with intent and focused emotion.

MAX

He's my brother.

Wife exits silently, leaving Max alone.

INT. CAR - LATER

ANGLE ON: A photo of Max and Mark, younger, virtually identical. They're absent of emotion.

Max looks up from the photo to his perfect suburban home. His wife looks on from a window, baby in arms. We're quite a distance from her, but it's easy to see that she's very beautiful. If one were paying close attention, they'd note that she looks very much like the woman in the photo near the answering machine in Mark's apartment (previous scene). She touches the window.

Max returns the gesture and touches the inside of the windshield. There's pain in this departure, the sense that Max is leaving something very perfect, fulfilling a duty with sorrowful reluctance.

MAX

Sorry.

She turns away from the window, leaving an empty frame.

EXT. SUBURBAN HIGHWAY - LATER

Max's car rushes by. The sound of the ENGINE AND THE TIRES ON THE ROAD are intensified-- lightning splitting open a tree.

INT. CAR - CONTINUOUS

ANGLE ON WATCH. Max raises it to his ear. Taps it. Nothing. The clock on the car flashes 12:00 dumbly. The Radio is CHATTERING:

RADIO

*...Peterson was known for his work with anticrime organizations who offer rewards to those with information leading to the arrests of violent criminals. The project, though praised by some, was criticized heavily by liberal groups who claimed the program created "a culture of paranoia" and encouraged citizens to "infringe upon each other's privacy for profit." Peterson's apparent cause of death was strangulation and though police refused to comment...*

He clicks it off.

EXT. STREETS - CONTINUOUS

Max's car passes through an URBAN area, gray, depressing, filthy, headed toward the NYC skyline.

INT. CAR - CONTINUOUS

EXTREME CLOSE on Max, the light passing over his face. SUDDENLY EVERYTHING TURNS BLACK. We're in a TUNNEL, only spaghetti streams of white light. A horrible ENGINE SOUND crescendos.

EXT. CITY APARTMENT - MORNING

The streets feel like ANOTHER WORLD. Max walks toward a run-down apartment building.

He tries the door. The lock busted, it opens.

INT. HALL - CONTINUOUS

He climbs the stairs and approaches a door on the second floor. This time he isn't so lucky. The door is locked.

He runs his finger along the woodwork above the door searching for a key. He lifts the mat. Nothing.

The SOUND OF FOOTSTEPS and tapping coming down the stairs.

OLD MAN

That you, Mark? Haven't seen you around.

A crotchety OLD MAN appears with a tapping stick—he's blind. He doesn't wear the customary shades but his eyes are shut. He's unkempt; a week's worth of gray stubble, like sandpaper, dresses his chin.

OLD MAN

That's a joke. You lost your sense of humor?

MAX

I- lost my key actually. You don't -um- happen to have one-

OLD MAN

Do I have a key!?

(awkward silence as he approaches)

Third time in two months. If it weren't for me, you'd never get in.

MAX  
Appreciate it.

OLD MAN  
Don't know why you even bother  
locking it. Save us both a lot of  
hassle, you just left it open to  
the world.

MAX  
Yeah. Sorry.

The Old Man is close to Max now. Pauses as if soaking in  
Max's aura.

OLD MAN  
And now I'll let you right in too.

The Old Man opens his eyes in a strange pantomime of  
staring Max down. His eyes are glazed with his affliction.  
The effect is unnerving.

OLD MAN  
'Cept you ain't Mark.

MAX  
What?

OLD MAN  
You got his voice ok, but you  
ain't him.

MAX  
Yeah. Um. Max. Mark's my brother.

OLD  
You trying to fool a blind old  
man, *Mark's brother*?

MAX  
No- I-

OLD MAN  
Max. Sounds like made up name.

MAX

Only one I got.

OLD

I had a dog named Max once. Mark never mentioned—

MAX

We were-- aren't close. But I need— He asked me to get something for him. He's in a bit of trouble.

OLD MAN

Well, that'd be par for the course.

MAX

What do you mean by--

OLD

And let me guess, he lost his key.

MAX

That's right. Lost it.

OLD MAN

And how do I know you're who you say you are?

MAX

I'd show you my ID but—

The Old Man places his fingers on Max's face. This silences Max. The invasion of personal space puts him off balance, literally and figuratively.

OLD MAN

(touching)

There's no doubt about it, is there?

MAX

(almost apologetically)

We were— We're--

OLD MAN

Twins. Goddamn.

The Old Man rattles through a ring of keys, feeling the teeth of each one for the match.

OLD MAN

Never told me that. I make it my business to stay out of other folks' but Mark--- I knew it wouldn't be long until someone showed up to straighten him out. That you?

MAX

Um...

He puts a key in the hole.

OLD MAN

You got your work cut out for you. That true what they say about twins... a connection? Same dreams, all that shit?

Max is silent.

OLD MAN

One thing the dark teaches you: the meanings of silence. There's a million of them.

The door opens. Inside, the room is horribly overturned—someone's been looking for something. Max reacts, but the Old Man, obviously, can't see the mess.

MAX

I won't be long.

OLD MAN

Keep the damn key. Give it to your brother, you find him.

MAX

Thanks.

OLD MAN

I guess you already tried Dessie. She ain't seen him either?

Max enters slowly. He remains silent. The Old Man lingers in the doorway.

OLD MAN

That one means "no." He didn't get her involved in his bullshit, did he?

MAX

I don't think so.

Old Man starts walking away.

OLD MAN

Name's Pete. Heh-- Like *the saint with the key to the pearly gates*. Mark used to say that. Make sure you lock it shut behind ya.

He's gone.

INT. MARK'S APARTMENT - MOMENT LATER

The PLAY button is pressed on the answering machine. Nearby, the picture of Mark with Dessie. As Max listens (skipping though his own message left earlier), he takes the photo from the frame and pockets it.

TRACY

(on answering machine,  
distraught)

Mark. Mark, it's Tracey. From O'Malley's? I know you don't—I shouldn't be calling you—I just don't know who else— I was arrested... I did something...

(too distressed to finish)

You were right. I should have listened to you. I'm sorry.

Max touches the machine as if caressing a cheek. We PUSH IN on him as he listens and:

DISSOLVE TO:

INT. CITY APARTMENT - DAY

TRACY (V.O.)

I'm sorry.

Two kids, FRANKIE, 14, and JUSTIN 11, are watching cartoons on television. The TV is turned up VERY LOUD.

But we can hear an OFF-SCREEN THUMPING. AND MOANING.

Frankie looks to his right:

ANGLE ON BEDROOM DOOR-- ominous, foreboding.

Then he rises. We follow him into the kitchen. He pours a glass of water and carries it back toward the living room.

He and his brother exchange meaningful glances, then with great trepidation, he enters the bedroom.

INT. BEDROOM - CONTINUOUS

Frankie pauses at the door. His mother, TRACY is on the floor beside the bed. She talks with forced gentleness.

TRACY

Frankie. Baby. Mommy's all better now, baby. Are you watching your shows? You did your homework?

FRANKIE

It's not long enough. You said-

TRACY

It's long enough. You go get it for mommy. She's all better now.

FRANKIE

You said three days. Wait at least three days, you said, until I let you-- Maybe four or five before I-

TRACY

It's been that. At least.

FRANKIE

It's only one. You said-

There's a violent shift in Tracy's countenance. She attempts to fly at him, but (it's revealed for the first time) she's handcuffed to the radiator.

TRACY

Goddammit! I don't care what I said! Get me the goddamned key, Frankie, so help me god, I'll fucking kill you!! I'll kill you!

Frankie just places the water on the floor and slides it over to within reaching distance of his mother.

FRANKIE

A few more days, ma. I'm proud of you.

As he leaves, Tracy breaks down:

TRACY

I'm sorry baby. I'm so sorry. My baby... My baby.

Frankie shuts the door softly. She's left horribly alone in the room.

She reaches for the water with her foot, but it's knocked over. She starts sobbing hysterically.

Suddenly she starts pulling at the handcuffs, straining to free herself.

The veins pulse in her neck and temples. The cuffed hand is contorted and blood starts flowing from the increasingly severe lacerations. She's caught in a war between two pains-- but the pain of addiction always overcomes that of the flesh.

She SCREAMS.

CUT TO:

EXT. STREETS - MOMENTS LATER

Blood dripping from her wrists and broken hand. She walks through streets that tinge of war-torn scenes. Distant noises - shouts. Gunfire.

The figures of YOUNG MEN emerge from shadow dragging a BLEEDING COMRADE and hissing in a foreign language; they vanish back into shadow. Across the street a FAT OLD WOMAN stumbles drunkenly in confusion. Somewhere far off, the vibration of an EXPLOSION rumbles. Car alarms. Two young men dash past, disappear; then - the sound of shots. Like a fat, well-fed lion, a CADILLAC rolls slowly through the street.

Over this we hear an off-screen conversation:

JERRY V.O.

How many times we gotta tell this fucker things changed around here.

NICK V.O.

A new regime. A new game in town.

JERRY V.O.

The *only* one in town.

NICK V.O.

Whatever you were used to...

JERRY V.O.

It don't fly no more.

NICK V.O.

Still, he's got it in his head he has a right to complain.

JERRY V.O.

Even as we tell him we're here to help him.

JUAN V.O.

Man, I just said it's different. It don't look right.

Tracey enters a ramshackle BAR - O'MALLEY'S.

INT. O'MALLEY'S BAR - CONTINUOUS

The bartender, O'MALLEY, fifties, big red Irish Head, utterly hopeless look on his face, takes one look at Tracey and nods over to the bathroom in the far corner of the bar.

JERRY V.O.

Ain't that the pot calling the kettle.

NICK V.O.

Variety's the spice of life, ain't it Jerry?

JERRY V.O.

That's what I hear.

We continue to follow Tracey to the bathroom.

INT. BATHROOM - CONTINUOUS

Tracey opens up on the bathroom to find JERRY and NICK, Italian Brothers, real Guidos in their twenties and thirties respectively, holding court with JUAN, a scrawny Latino kid. Jerry is smug, overly confident. Nick chews on his words, putting on the "tough-guy" act over a bubbling doubt.

MICKEY, a scrawny man in a disheveled suit and coke-bottle glasses scribbles furiously in a journal, quiet in a far corner.

JERRY

So when we tell you, you gotta trust us, you know what you gotta do? you gotta trust us.

NICK

The only game in town.

JERRY

You getting this down?

MICKEY

I'm getting it. I got it.

JERRY

It's good, ain't it? It'll work?

MICKEY

Maybe. Maybe, yeah.

JERRY

You think we should just tell this little fuck to screw, Mickey? Or should we kick the ever-loving shit out of him?

MICKEY

I—

JUAN

Please. All I want--

NICK

Listen *Juan*. I'm just about done with this shit. Don't you know you ain't got a choice in this?

JERRY

So trust us like we're a couple of gods; That shit'll knock you on your ass and leave you sweet as a cherry wanting more.

NICK

Now get the fuck out of here before we change our mind.

Juan grabs a bag of drugs from the sink counter, leaves a FEW DIRTY BILLS.

Nick counts, then pockets them quickly. Jerry looks at Tracy (reflected in the mirror).

JERRY

Must be rush hour.

TRACY

Where's Mark?

JERRY

A little vacation. Soaking in the sun.

NICK  
But he ain't coming back.

TRACY  
What?

NICK  
We'll take care of ya from now on.

JERRY  
Looks like you had your hand in  
the cookie jar, honey.

Blood stained flesh. She conceals it. Ashamed.

TRACY  
(meekly)  
Look. I don't have all day.

JERRY  
(approaching)  
Heh-- You don't have all day, huh?  
Well, *today* you're in luck. We got  
some good shit. New and improved.

NICK  
Limited time engagement.

TRACY  
I- I'll pay you Thursday. My  
check-

NICK  
Whoah! What was that?

Nick approaches now.

JEROME  
We look like the Salvation army to  
you, honey?

NICK  
Goddamned Bank of America maybe.

TRACY  
Mark would have-

JERRY

Mark's not here. There's been changes in the organization, sweetie. We're running this neighborhood now.

NICK

For your own good.

JERRY

The good of the people.

Utter desperation in her eyes.

TRACY

Please...

She's shaking, but it's more from withdrawal than fear. Long beat. Both just stare at her. Devouring. Jerry touches her hair.

JEROME

Whadda ya think Shakespeare, maybe we can work something out with this one?

Mickey looks on, full-well understanding the implication.

NICK

I don't know, Jerry.

JERRY

Shakespeare. I think it's time you make your exit.

MICKEY

But- wait- you said-

Jerry grabs him by the ear and flings him through the door.

JEROME

I say lots of things. Use your imagination.

As Jerry turns back to Tracy, Nick joins his side.

CUT TO: A moment later.

BIRD'S EYE VIEW of EXTREME TIGHT on Tracey's anguished face pressed against the stall door. She's getting it from behind by Jerry.

We CRANE UP and PAN SLOWLY to the other side of the door to find Nick pacing impatiently, nervously cracking his knuckles, glancing at his reflection and the stall door alternately.

NICK

(to himself)

I don't know. Jesus. I don't know...

(calling to Jerry)

Hurry the fuck up in there. Hurry up goddammit.

JEROME (O.S.)

Go fuck yourself, Nicky. She's just getting warmed up.

The pounding of the stall door. Tracy's guttural moans.

We PAN over to grungy tile:

CROSS DISSOLVE

INT. JAIL CELL - DAY

THE PATTERN OF TILE turns into JAIL CELL BARS. We're cropped in close. Through bars we see Tracey rocking back and forth.

TRACY

He kept saying, 'you ever been fucked by a soldier? Ever been fucked by a soldier.' That fuck, a soldier. "We're here to help you, honey." Helping me! Raping me...

(beat, regaining something of composure)

It wasn't the first time I did what I had to to get what I needed. I *had* to. You understand that? I took it. I couldn't help

(more)

TRACY

(cont'd)

it- and I took what they gave me.  
Because I didn't have a choice..  
What choice did I have?

INT. BEDROOM - LATER, DAY

ANGLE ON: open window. PAN TO: Tracy, cooking up a brown rock and smoking it in a glass stem.

OFFSCREEN: the sound of cartoons and children's laughter.

TRACY: A moment of ecstasy. Then her eyes roll back in her head. She falls to the ground. Convulses in small violent jolts-this isn't a heroin nod. Finally, she loses consciousness.

Black.

FADE IN

LATER. Tracy's worm's eye POV. Pan up to Frankie and Justin standing looking down at her. The SOUNDS ARE ECHOED, like hearing the world through a seashell.

Frankie has a LARGE KNIFE in his hands.

FRANKIE

It would only take a second. We  
could do it.

Angle on Tracy, looking up through bleary bloodshot eyes.

FADE TO BLACK

INT. BEDROOM/APARTMENT - NIGHT

WILD MUSIC. Everything is dark. Tracy is stumbling through shadows and pockets of light through the apartment, gasping for breath. Clutching at her throat as if choking.

KITCHEN. A drawer is opened up. A knife taken out.

She hits the floor. The knife sprawls away while neon signs flash hell into the rooms intermittently.

MOMENT LATER. She stumbles toward the boys' bedroom.  
SIRENS, BARKING, NOISE from the street. Music hits  
crescendo.

Bedroom. The boys are sleeping. Tracy rages in, knife held  
high.

Quick cuts of Tracy plunging the knife downward.

Blood on walls.

INT. JAIL - CELL

Tracy is crying. Just crying, unable to talk.

TRACY

(hysterical almost to the  
point of unintelligible)  
They turned me into this-- a  
murderer. It's what they wanted.  
It was *them*. They been putting bad  
shit on these streets. But not  
you... I trusted you... and not like  
this shit... And then the cops. They  
stopped me... they stopped me before  
I could--before I could--

INSERT: Tracy at the kitchen table, swallowing pills. Lots  
of them. In the background, the door bursts open. The  
shadowy figures of COPS enter.

INT. JAIL - CELL

TRACY

(still hysterical)  
Why would they... why did they stop  
me!!! after what I did. What I've  
become. What they turned me  
into!!! A monster...

A hand reaches through the bars. WE PAN UP to find Max's  
face.

MAX

There's forgiveness.

Tracy is stunned.

Max turns his back and walks away.

TRACY  
(calling after him)  
Forgiveness!!! There's no  
forgiveness for what I done,  
Mark!!! There's no forgiveness!!

EXT. JAIL CELL - MOMENT LATER

Max emerges from the building, lights a cigarette. As if answering her:

MAX  
I'm not Mark.

As he walks away, he hears a sharp, high-pitched BUZZING sound. It's not very loud, but it's enough to give him a moment of pause.

At length it subsides, and he walks on.

INT. CAR - CONTINUOUS

Max gets into his car, still recovering from the ringing in his ears. A COP, a shadowy figure, is sitting in the back seat.

He SLAMS Max in the back of the head with the butt of a gun and then turns it. The Man's face is mostly obscured to Max (and us) but from superficial impression, the man is relatively young and well dressed, a spiky hair-do.

COP  
'Fuck you supposed to be?

MAX  
(disoriented)  
Wha- What?

COP  
Don't *what* me. How do you know the skank?

MAX  
Jesus. Who are you?

Cops flips a BADGE quickly.

COP

Question is who are you and what do you want?

MAX

This normal cop procedure?

COP

Depends on the definition. What do you know about her?

MAX

Nothing. She told me-

COP

I know what she told you. How do you know her?

MAX

Friend of a friend.

COP

Regular coffee klatch, I bet. Murderers and thieves. What's this friend's name?

Max hesitates. The Cop jabs the butt of the gun into the back of Max's skull.

COP

I ain't playing games. Which friend we talking about, boy?

MAX

My brother--

COP

Name's Mark?

MAX

How do you- You know him?

COP

It's my job to know things. He didn't want to see her himself?

MAX

He's not around.

COP

Not around, huh?

MAX

Can't find him.

COP

But you can find his friends?

MAX

I'm just looking for him, that's all. You know my brother, where he is?

COP

Maybe I should haul you in for questioning. See what you know.

MAX

I don't know anything.

The Cop releases his grip on Max. Sits back. Max looks into the rearview mirror at the Cop.

COP

I know you don't. If you did you'd already be dead. Walking around with a face like that... in those clothes.

The Cop unscrews a flask and takes a long pull of booze.

MAX

That sounds like a threat.

COP

Keep your hands up on the wheel, bright boy. -- That's a warning. You're the people. I'm protecting  
(more

COP

(cont'd)

you, that's my job. To serve and protect.

MAX

Thank god for that. Thought you people stayed out of areas like this, they get this bad.

COP

A reporter dies, the bleeding hearts cry for an explanation.

MAX

Peterson? The reporter that-

COP

Congratulations. You read the papers. So you heard what these animals are doing to each other down here.

Max doesn't answer.

COP

They're killing each other, bright boy. Killing themselves. The old fucks ran this neighborhood were bad enough. The ones who took over, they turned it into a fucking war zone. And not just the gangs and dealers no more. It's the people. They're killing each other. Then expect us to make it right again, a reporter shows up his neck choked of breath. -- The impossible is what they ask... You just turn around and go back to your little paradise in suburbia. Forget it. You're liable to get yourself killed. Or worse.

(beat)

But you won't, will you?

Max maintains silence.

COP

No, you're not bright enough for that. Just like your brother.

Max considers questioning this comment, turning his head, but ultimately thinks better of it.

COP

You ring this number you happen to hear anything about this brother of your's, what he has to do with all the vermin dropping like flies around here.

He gets out of the car and walks away. Someone screams in the far distance. A car screeches through an intersection. The streets are alive with violence.

Max looks at the card. The only thing that distinguishes it is its simplicity—just BLACK NUMBERS ON A WHITE CARD.

MAX V.O.

No. He's not here. I can't find him.. he was mixed up in something..

INT. MARK'S APARTMENT - DAY

Mark is faced away from us, hunched over the phone, talking quietly in the darkened room.

MAX

Drugs, I think. It— it may take longer than I thought... His girlfriend... I don't know. I'll call you soon... I love you...

He hangs up the phone, gathers himself, then hits play on the answering machine. This isn't the first time he's listened to the message; he mouths the words faintly and he considers the photograph of Mark and Dessie.

DESSIE V.O.

(on answering machine)

Goddammit... you're really not there... It happened... I was praying it wouldn't and---

Long beat. The caller ID says DESSIE MITCHELL. EXTREME CLOSE on spindles of answering machine.

DESSIE  
 (on machine, cont'd)  
 --No... you won't hear this... but I  
 don't care... I'll say it. I love  
 you...

DISSOLVE TO:

INT. DINER - DAY

DESSIE, late-twenties waitress, a face blessed with a beauty that could strike a guy dead, pours coffee for MARLA, an attractive though butch dyke who presses a bill into Dessie's hand with a gesture that suggests illicit intention. Dessie turns away.

DESSIE O.S.  
 (cont'd - through machine)  
 You hear that? Can you? I love  
 you. I--- I'm sorry... I'm so sorry...

BEEEEEP - the end of the message.

Simultaneously with the sound: Dessie turns and is thunderstruck by what she sees through the window: MAX. The coffee pot drops and shatters in a chaotic explosion of black caffeine and silver shards of glass.

An intense silent exchange. Max's face, the similarity of it to his brother's, hits her like oncoming traffic. Then-

DESSIE  
 Mark.

She rushes outside.

EXT. DINER - CONTINUOUS

Outside, Max is gone.

DESSIE  
 Mark?  
 (calling)  
 Mark!!

WE SPIN AROUND her as she searches the area, unsure if she's seen a ghost or what. Bursts of emotion.

DESSIE  
God, you're alive.  
(yelling)  
Mark!!!

EXT. STREET - CONTINUOUS

Max turns a corner. He's obviously affected by the run-in; he can still hear her calling. He holds his hands to his eyes trying to compose himself.

MAX  
It's not me. I'm not him.  
-beat-  
What am I doing here...

Two filthy CHILDREN stare at him. Their clothes are tattered and torn. He turns away disgusted.

Walking. Something catches his attention: the crumpled FRONT PAGE OF A NEWSPAPER floating by in the gutter amongst the other heaps of filth. He picks it up. A picture of Tracy accompanied with the headline:

KILLER MOM MURDERED IN HOLDING CELL - VICTIM OR THE CRIME?

Max considers the image of a family photo of Tracy and her sons on the front page.

MAX  
Jesus.

He folds it. Pockets it. He looks up and notices, across the street, O'MALLEY'S, the hole-in-the-wall bar with darkened windows and a dilapidated entry. THE SAME BAR TRACEY WALKED INTO PREVIOUSLY.

He walks toward it. Enters. As he shuts the door:

MATCH CUT:

INT. BATHROOM - NIGHT

Juan blasts in through the door, blood all over him. Knife in his hands. He's high as a kite, frenzied. He slams the mirror, shattering it. Blood is everywhere. Agonized, guttural emissions come from somewhere deep down in his gut. As if only now becoming aware of the knife in his hands, he drops it.

Then rushes from the bathroom. In the distance, in the living room beyond, we see him lift a lifeless, BLOODIED BODY from the floor.

We PAN down to find a CRACK STEM, similar to the one that Tracy used, lying on the bathroom floor.

JUAN  
(in Spanish)  
What have I done? Mamma... mamma  
what have I done?

We PAN UP: He's shaking her violently to no effect.

JUAN  
Mamma. Mamma. No.

He rushes back into the bathroom in a delirious state. He slams against walls but there's no escaping himself.

He finds the knife.

JUAN  
Motherfucker. God help me.

He presses the knife to his wrists. Clenches his eyes shut.

INT. CAR - NIGHT, CONTINUOUS

Nick and Jerry are staked-out, watching a building. Mickey is sitting in the back seat.

JERRY  
Conspiracy theories are a dime a  
dozen. Ain't worth the spit to  
shine your shoes. What's going on  
in these streets has nothing to do  
(more)

JERRY

(cont'd)

with that shit you're talking about. Crooked politicians, secret organizations, covert motives. You getting this down? That thing recording?

He nods toward Mickey.

MICKEY

On the news they're saying-

JERRY

The news is run by Disney. You know that? That's a fact. The news is a fantasy. What's happening here is evolution. That's all. Good old fashioned evolution.

A drugged out VAGABOND approaches the car with a rag and filthy spray bottle.

Jerry pulls out a gun and points it at him. The Vagabond backs away and recedes back into the night. His fear is animal. Nothing more.

JERRY

Survival of the fittest. The big fish cashing in on the little ones. The little ones, they're killing *themselves* now. So what? We're the soldiers, right Nicky? We make sure everything goes according to plan.

NICK

(to Mickey)

You swallowing this horse shit?

MICKEY

Whose plan?

JERRY

I don't ask questions. I follow orders. We're here to stabilize the area.

MICKEY

With drugs.

JERRY

You speak their language down here. Drugs. Guns. Whatever it takes. Money to be made. That's what they tell me.

NICK

Ah fuck. There he goes. I told ya. What they're cutting it with, shit don't work.

MICKEY

*Cutting it with?*

They ignore him. Exit the car.

ON THE STREET. Jerry and Nick walk quickly toward Juan who is still stumbling along the sidewalk.

JERRY

Two out of how many?

NICK

Two too many. They should all be dead, far as I'm concerned. Drop a goddamned bomb and get it over with—fucking around with the goddamned junk.

JERRY

Dead men don't pay the way the dying do.

(calling back to Mickey)

You can use that.

NICK

You use that shit, you ain't worth the paper you're printed on.

JERRY

Don't mind my brother. He's suffering from unrequited love.

*(more)*

JERRY

(cont'd)

Great blue balls of frustration,  
right Nicky?

MICKEY

Yeah? Who is she?

Nick slams Mickey into wall.

NICK

Don't even think about it.

Jerry tosses Juan into an alley.

EXT. ALLEY - CONTINUOUS

Nick joins Jerry and they kick the ever-loving shit out of him. They toss him back and forth like a wet paper bag. Mickey watches and takes notes.

JERRY

It's gotta be the kind where the  
bad guys are the heroes,  
Shakespeare. DeNiro. Goddamn  
Samuel L. Nicky, you're the  
nigger.

MICKEY

(as if paraphrasing)

*The alley as black as death. The  
soldiers of the streets contain  
the monsters they helped create.*

NICK

Bullshit. Fucking bullshit.

(to Juan)

Motherfucker. Whose blood is it  
you Motherfucker?

Nick is taking his frustration out on Juan's ribs, kicking him further and further away from Jerry.

JERRY

Whoah, take it easy... Fuck you  
doing?

NICK

(to Juan)

You should've just done it yourself, you fucking spic. You should've done it yourself like all the other fucking junkies.

A SWITCHBLADE flicks open. Just as quickly, Nick gets in position over Juan and puts the knife to his throat.

WHAP! Jerry clocks Nick in the jaw sending him flying back. Juan collapses to the ground, more dead than alive.

Nick recovers quickly. Mickey is stunned. And entertained.

NICK

Motherfucker.

He counters Jerry's strike with one of his own. Jerry recoils.

JERRY

You broke my nose.

NICK

Fuck is your problem?

JERRY

You know what we gotta do. You could never follow orders.

MICKEY

*Brother turns against brother.  
Blood against blood.*

Jerry comes up quick with a right cross to Nick's eye.

JERRY

That's your fucking problem. You can't deal with any kind of authority. You're a loose cannon and it ain't good for business.

NICK

And your problem is your right and that girl's hand you got.

Nick delivers one to Jerry's gut. He doubles over.

JERRY

(panting)

Look, we don't bring it to  
O'Malley's we're done.

NICK

Where's your sense of mercy? You  
want to send this poor prick to  
abu-fucking-ghraib-- We should do  
it now. It's the right thing to  
do.

Nick turns to Juan, knife itching in his hand.

JERRY

Right thing to do is follow  
orders. We don't deliver him,  
we're out. That means no story, no  
payday. No payday, we're stuck  
with this shit forever.

Nick hesitates.

JERRY

That make it through that skull of  
yours?

Nick is a ticking bomb of anguished thoughts. Thoughts  
unarticulated even to himself.

NICK

Fuck. Fuck.

Nick folds the knife away. Spits in Juan's direction.

EXT. AT THE CAR - MOMENTS LATER

FROM INSIDE THE TRUNK: Jerry and Nick are bruised and  
bloodied, holding handkerchiefs to their wounds. They stand  
above us looking down. In the far background, hovers  
Mickey, attentive.

JERRY

You can't let that broad get to  
you like this.

NICK

This shit ain't right. This fucker's got us doing dirty laundry.

JERRY

We got no choice. You know that. We signed on for-

NICK

Not this. Not this, I didn't sign on for. Endless fucking war. You shouldn'ta hit me, Jerry.

Nick pops a pill.

JERRY

Fuck is that?

NICK

(turns to Mickey)

Fuck do you want?! Back the fuck off!!!

Mickey backs away.

JERRY

Look, Nicky. This guy, we cash in, we leave this shit behind.

NICK

Get famous. Hang out with the stars? Some goddamned fantasy land.

JERRY

Better that than this.

NICK

Sooner or later, this poet's gonna wanna poke bigger sluts than us. You gonna roll over?

JERRY

I dunno. Burn that bridge when it  
(more)

JERRY

(cont'd)

comes.

(down at Juan)

This prick. He deserves where he's going. That much I do know.

He spits and then the trunk comes down, enclosing us in

BLACK

EXT. RIVERSIDE - DAY

Juan is sitting on a rock, throwing stones into the East River. Max is nearby, listening, but not looking at Juan.

JUAN

Well, I got news for you. Your brother had nothing to do with it. They took me to a dungeon. Yeah, they asked me about him. They tried to beat it out of me. But he had nothing to do with it. Not really. I had nothing to tell 'em even if I wanted.

INT. BASEMENT - DAY

The basement is a dungeon from your worst nightmares: Walls lined with filthy cinderblocks, dirt on the floor, leaking pipes. Cages rattle somewhere from beyond a distant corridor, a lone voice echoes. We get the sense that there's much more than meets the eye here.

A SADIST in a LEATHER MASK wearing no shirt is holding a sharp SURGICAL INSTRUMENT in a gloved hand, standing quietly over Juan, who is bound to a chair with his eyes wrenched open with a device that echoes the one used in *A Clockwork Orange*.

In the center of the room, Marla, the bull dyke, is smoking a cigarette. She watches the torture through a small video camera mounted on a tripod.

A THUG who looks a hell of a lot like Uncle Fester is pacing with a WOOD FLOOR NAIL STAPLER in his hands.

FESTER

They use these to nail down wood floors, don't they?

MARLA

Yeah. They nail down wood floors.

JUAN

Please.

FESTER

My guess is, one of these one and half inch staples, embedded in human flesh, that'd cause quite a bit of pain.

MARLA

Yeah.

JUAN

No.

Whap! Fester smashes the stapler into Juan's shin. Juan howls, but since he's bound to the apparatus, can't move.

The Sadist shoves a gloved hand over his mouth to stifle him.

FESTER

Juan, I'm going to put more of those holes into you. That's reality. That's a promise.

WHAP! Another demonstrative staple. Juan turns colors with pain.

FESTER

In fact, I may put a whole bunch of them in you 'cause I enjoy it. I do. It's a weakness. I can stay all day, you want. No law touches us. Not down here.

(beat)

The other thing, and this one ain't so pleasant...

--beat--

I'm going to cut your eyes out.

The Sadist fingers his surgical instrument.

FESTER

It's my job. I get paid good money  
to do it.

Juan trembles.

FESTER

You can be dead. If you talk, I'll  
cut them out when you're dead. I  
suggest that option. Otherwise, if  
you don't tell me what I want,  
I'll cut them out when they're  
still fresh in your head. That's  
not a great set of choices, I  
know. But beggars and choosers,  
like the feller says.

JUAN

Please... no...

FESTER

What did he tell you last you saw  
him?

JUAN

Please. Jesus, he didn't tell me  
nothing. He told me nothing. Just...  
*don't buy from the brothers.*

FESTER

But you did.

JUAN

Yes.

FESTER

How much did you do?

JUAN

All of it.

FESTER

The whole bag?

JUAN

Yeah.

FESTER

And you didn't kill yourself?

JUAN

I killed my mother. God help me, I  
killed my mother.

Pause. The Thug considers this. Juan utters SPANISH PRAYERS.

FESTER

What else did he tell you?

JUAN

Nothing. Nothing else. I swear.

Long, long beat. Then the Thug nods at the Sadist.

FESTER

I think we'll leave you alive  
anyway. For curiosity sake.

The Sadist closes in with the blade. Envelopes Juan.

FESTER

Extraordinary, this rendition.  
Extraordinary.

INT. O'MALLEY'S BAR - CONTINUOUS

Angle on the surface of the bar: a shot of Bourbon. We follow the booze up to Max's mouth and watch it drain as quick as a hiccup.

MAX

Seven. Seven ways you can tell  
when someone's lying, and  
O'Malley, you just hit five of  
them in a minute flat.

Across the bar, O'Malley is nervous, perspiration on his forehead.

Sitting at the end of the bar just out of earshot is UZA, a Danny Aiello type, a solid man in his late fifties, nursing a scotch on the rocks. A couple of GOONS surround him, also drinking.

O'MALLEY

Um... ah... you should leave. Leave now. You don't belong here-

MAX

Girl named Tracey. A *dead* girl named Tracey, she said--

UZA

(calling)

I can't fucking believe who I'm looking at.

O'MALLEY

It ain't who you think, Uza. In fact, he's looking for him. His brother.

UZA

Yeah. This little flea, he starts itching..

O'MALLEY

He don't know nothing. I can handle this.

MAX

You know my brother, old timer?

Uza just glares.

O'MALLEY

He don't know shit. He's just a lush. A local drunk. Your brother, owes him money on some football bet.

Max turns back to O'Malley slowly.

MAX

The question was-

O'MALLEY

Look, I knew where he was- *is*, I hand him over with ribbons and bows... heh... I'm not involved in any of this. Guy went on vacation far as I know. That's what I been told.

MAX

And that's seven for seven by my count. So I'm gonna ask you for the second time, and I'm losing my fucking patience with you- what happened to--

A SCREAM from off-screen.

A heavy moment between O'Malley and Max. The guilt on O'Malley's face reads like a headline on The New York Post.

O'MALLEY

Don't.

But Max slams a beer mug into his face shattering teeth. Spouting blood.

He hops over the bar and heads for a corridor, steps descending down. Uza watches all this with a keen eye but holds his Goons back from snapping into action.

WE FOLLOW Max down the nightmare stairs as he unsheathes a gun.

He throws open a door.

INT. DUNGEON - CONTINUOUS

Max takes in the scene: Marla with her camera (averting her face now), the Sadist, and Juan.

ANGLE on Max, we PULL BACK quickly to catch a brief glimpse of the Thug standing to the side of the door, METAL PIPE in hand.

MAX

What the-

WHAP! The pipe hits him in the face. His gun hits the ground.

BLACK

FADE IN

EXT. RIVERSIDE - MORNING

A gray morning on the East River. Max wakes in excruciating pain. His nose is broken.

His hand instinctively goes to another cause of pain: a STAPLE/NAIL buried in his flesh near his clavicle. Attached to it is a HANDWRITTEN NOTE, Max rips it off with a wince, the staple still protruding from his flesh:

LAST WARNING OR END LIKE YOUR BROTHER

Then he goes to work: pulling the staple out of himself in utter agony. SCREAMING TO WAKE THE DEAD.

When he finally gets it out he drops the bloody pin to the ground. Blood pools around the wound.

He sees Juan a few steps downstream, motionless. He's washed up against the rocks where, inexplicably, he was sitting and talking to Max in the previous scene.

Juan has the blank stare of death in his open eyes. Max reaches out to close them. At the touch, Juan jolts to life, scaring the living shit out of Max:

JUAN

Mark! Help me!!

Max leaps backward. The high-pitch buzzing accosts him again in a sudden burst. It's louder than the previous instance and causes him to wince. It subsides quickly.

When he looks back, Juan is once again lifeless, but now his eyes are hollow purple sockets. Max nudges the corpse to no effect.

As he walks away clutching his wound, he checks his watch, which is still not working.

MAX V.O.

His eyes touched all this, this place, with hatred and fear. They were the same to him.

We rest on the NYC skyline.

DISSOLVE TO:

INT. MARK'S APARTMENT, DY

Max stands in the overturned living room talking quietly into the phone. Bottle beside him, he's drunk.

MAX

When we were kids, I knew his dreams the way I felt a bad mood, the way you feel laughter... I need to put him to rest... Baby... you still there?

We don't hear the response on the phone. Max continues.

MAX

I feel him here. Like he's still here... like... When he was angry, he was out of control.

DISSOLVE TO:

Max is tending to his wounds in the bathroom. Behind him, Mark's "apparition" watches. Max turns only to make Mark disappear.

MONTAGE: Series of CROSS DISSOLVING shots. These voice-overs are like whispers, prayers almost.

Max sits on the bed. Touches the blanket as if channeling his brother.

MAX V.O.

Afraid he could hurt someone.  
(he unconsciously switches  
subject pronoun)  
Afraid of hurting yourself.

AT THE TABLE: Max touches the empty chair. Then hoists a tumbler of booze to his throat.

MAX V.O.

And I can feel the breath pushed  
from your lungs when you were  
frustrated.

Max runs his fingers over the phone.

MAX V.O.

Smiling when you heard her voice.  
You loved her.

Max is now on the phone again.

MAX

He loved you.

He hangs up the phone. He picks up the photo of Mark and Dessie. Mark is sitting somewhere in the shadowy distance of the room.

MARK

Remember grandpa used to tell us  
we were the same person. One of us  
was a reflection of the other and  
only he knew which was which.

MAX

Because he couldn't tell us apart.

MARK

Because he loved us like we were  
one.

MAX

He used to soak the crusts of our  
bread in his wine and laugh when  
we shuddered.

MARK

He was the happiest man I ever  
knew.

MAX

That comes with old age.

MARK

It wasn't old age that made him happy. It was our youth.

Short beat. Max acknowledges the thought.

MARK

One day you're a kid and the world is untouched snow. The next, you find you're part of this- this giant problem. Before you even know there is one, you're part of it.

MAX

It's from not thinking about the things you do. You were always jumping into things. The impulsive one, mom used to say. It doesn't take a genius to see-

MARK

We're thrust into a world we didn't create. I was trying like hell...

MAX

To what?

MARK

The worst part is knowing you'll never see the world through young eyes again. You know that saying?- - better to have loved and lost than--

MAX

Yeah.

MARK

It's not true. It's like she's haunting me. Calling me back here.

MAX

Or you just can't let her go.

MARK

I thought it was supposed to be the other way around, you know? Me haunting *her*. But it's not. The living haunt the dead Max. That's the way it is. Like you. Just give it a rest. Go home.

Max looks toward Mark's direction to find no one there.

FADE TO BLACK

FADE IN

INT. APARTMENT - MORNING

Max is on the floor, dressed in his brother's shirt, bruised and battered. The empty booze bottle lies nearby.

The phone is off the hook, lying on the floor. A hand picks it up and rests it on the cradle, ending the busy signal.

PETE

Dessie called. Asked if I seen you.

Max's eyes open. He's disoriented. Pete circles him. Hovering above.

PETE

Smells like you're on another binge, son. Shit'll kill ya.

(beat)

Your brother was here looking for you too. One with the dog's name. Max, I think he said.

His feet shuffle across the room.

PETE

Clean yourself up and see her. She's worried.

Pete starts to walk away.

MAX  
(almost to himself)  
It's not me. I'm not--

INT. DINER - NIGHT

ANGLE TIGHT on Dessie's face- it's the reflection in the window. Her hand is on the glass. Since it's night, she sees nothing outside.

DESSIE  
Mark.  
(in Voice Over)  
I feel you.

EXT. DINER - CONTINUOUS

Max is watching through the window in anonymity. His fingertips are close to the glass, inches away from her.

Dessie, inside, raises her hands. They're almost touching now.

He turns away and disappears into the black. Like a ghost.

INT. DINER - CONTINUOUS

Marla is sitting at the counter with the remnants of a plate of eggs and hash browns in front of her. She's videotaping Dessie during the beginning of the conversation and we CUT TO her VIDEO FOOTAGE at times. It catches Dessie's beauty with the desirous eye of a man's libido.

MARLA  
You're thinking of that loser  
boyfriend of your's I bet.

DESSIE  
Huh? -

Dessie turns toward her.

MARLA  
You shouldn't be here. You should  
give up on him and get out of  
here.

As they talk, she flirts with Marla the same way any photogenic person flirts with any lens. As she wipes tables, puts dishes into a tub, she's nothing less than perfect.

DESSIE

I told you, I don't like being filmed.

MARLA

It's video.

DESSIE

What?

MARLA

It's video. Not film. There's a difference.

DESSIE

Well, I don't like to be video-ed.

Marla holds her shot, watching Dessie in her glory. Finally, she puts the camera down. As Dessie approaches:

MARLA

You're right. It's too cheap for you.

DESSIE

What?

MARLA

You deserve film.

DESSIE

Whatever.

As Dessie passes, Marla stops her with a gentle touch on the wrist.

MARLA

You been jittery all night.  
Something I can help with?

Dessie ignores this.

MARLA

You know I've given up on you, but didya call that number I gave you last week?

DESSIE

The guy in the suit? The cop?

MARLA

Why do you say he's a cop?

DESSIE

I dunno. He's not my type anyway.

MARLA

You can't be slinging coffee all your life, honey.

Dessie shrugs her shoulders.

MARLA

And Mark, --that's his name right?-- he ain't going nowhere. Trust me.

DESSIE

I'm a big girl.

MARLA

This guy's got it for you. Got money too. Pays me a grand an hour.

DESSIE

Some cop. I can only imagine what you do with that thing.

Regarding the camera.

MARLA

Some days it's weddings. Some days, other things.

DESSIE

His jobs fall into the *other things* category? Some sick sex--

MARLA

Like Bob says, we all gotta serve somebody. Speaking *of-* you mind?

Marla nudges her coffee cup.

DESSIE

Sorry. I'm off the clock.

A coquettish look, she blows a kiss at Marla, then walks back into the kitchen.

MARLA

You keep up that Miss Innocent routine. It's working for you.

Marla's left alone in the diner.

EXT. STEETS - NIGHT, LATER

Dessie walks, a graceful silhouette in the ghostly streetlight.

INT. DARK MOTEL ROOM - CONTINUOUS

Dessie walks across curtains in the window-- approaching the room we're in. The neon buzzes through the window.

The door opens. She enters. Tries the lights.

MAX

I smashed the bulbs.

Max is sitting in the darkened room with us. In addition to concealing himself in his darkness he's wearing a MASK, something that diminishes facial features, something that suggests physical homogeny.

His presence (to Dessie) is terrifying.

Dessie rushes for the door but Max stands and wedges himself between her and the exit. He's still in shadow.

MAX

I won't hurt you. I just have questions.

Dessie starts backing up into the room, Max pressing her.

DESSIE  
I'll scream.

MAX  
Scream all you want, no one's  
gonna give a rat's ass, a dump  
like this. What are you doing  
here?

Dessie turns and runs for the bathroom. Max races after  
her.

Max stops the door from shutting with his foot. Pushes in.

MAX  
I'm not gonna hurt you. I promise.

IN BATHROOM:

Dessie clambers to climb through the window but Max reels  
her back in. She falls to the floor. She's struggling  
against Max. All of this happens in almost complete  
darkness.

MAX  
Your boyfriend's kiss is still  
warm on your lips and you're  
fielding balls for the other team?  
Taking strolls down dyke lane?

DESSIE  
How dare you.

MAX  
All right. I'm gonna ask you once.  
Did you kill him?

DESSIE  
I loved him.

MAX  
That wasn't the question.

DESSIE  
He's not dead.

MAX

That's not what I heard.

DESSIE

He's not dead. Who the fuck are you?

MAX

Why do you say that?

DESSIE

I saw him.

MAX

It was him? You're sure?

DESSIE

I should know.

MAX

And what did he have to say for himself?

DESSIE

Nothing.

MAX

He disappears for who knows how long-

DESSIE

None of your business.

MAX

And you don't even talk when he shows up where you work?

DESSIE

'Fuck do you know-

MAX

I know lots of things.

DESSIE

I was sick. I couldn't talk- I-

MAX  
Sick? In the head?

DESSIE  
Mr. compassionate. My boyfriend-

MAX  
What? Your boyfriend what?

DESSIE  
I thought he was too.

MAX  
Dead?

She doesn't answer.

MAX  
And you didn't kill him?

DESSIE  
I loved him.

An icy glare. A beat. Max realizes this is the same reply he started with.

MAX  
You're strong-headed, aren't you?

No answer.

MAX  
I like that.

DESSIE  
I could care less what you like.

MAX  
Was it the brothers, the dealers  
that dealt to this Tracy woman?

He produces the front page of the Newspaper he fished out of the gutter.

DESSIE  
What?

MAX

That killed him. The thugs. Call themselves *soldiers*. A couple of greasball guineas, work out of O'Malley's.

DESSIE

You hard of hearing?

MAX

You just said you thought he was dead... -- would it have been them, if he was--

Beat.

MAX

Would it? Tell me, Dessie.

DESSIE

Mark-- is that you?

Max puts a knife to her neck.

DESSIE

So much for promises.

MAX

Would it've been them!?

DESSIE

I guess. They're thugs. Like you said.

He shakes her.

MAX

Colleagues, more likely.

DESSIE

They're scum.

MAX

And Mark wasn't.

DESSIE

He was different.

MAX

I bet. When did you see him last?

DESSIE

You don't listen very well, do you?

MAX

Before the diner.

DESSIE

Last night. He left. Didn't say nothing.

MAX

Here? Where was he going?

Dessie's quiet.

MAX

I want to help him!!

DESSIE

O'Malley's. O'Malley's. They all deserve to die.

MAX

These grease balls... they know what happened to him?

DESSIE

They hated him. They were following him, he said.

Max digests this for a second.

MAX

What else! What else--

DESSIE

Nothing. He didn't want me to know nothing else.

He relents.

MAX

At least, he wasn't stupid. Not  
bad taste in women either.

DESSIE

Fuck you.

She spits.

MAX

(accepting her condemnation)

Ok.

Max turns to walk out of the bathroom

DESSIE

Who are you?!

MAX

No one. I don't exist, far as  
you're concerned.

Finally, he leaves. In the MAIN ROOM: the mask hits the  
dirty rug and Max walks out.

EXT. STREETS - MOMENTS LATER, NIGHT

Sputtering streetlights wheeze out dirty clouds of  
illumination that make no difference at all.

Max drives, surveying the hookers and creatures addicted to  
the street.

EXT. MARK'S APARTMENT - CONTINUOUS

When Max steps out of the car, a few houses from Mark's  
entry, STREET HOODS emerge from the darkness. Their leader  
is a FIERCE YOUNG MAN who glares down at Max with stoned,  
watery eyes. They appear to have been waiting.

LEADER

Whose side you on now, cousin?

MAX

I didn't realize I had to vote.

LEADER

Everybody got to serve somebody.  
Last time we spoke—

MAX

You know my brother?

Leader inspects him. While he and his cronies circle him, sizing him up:

LEADER

I'll be damned.

(beat)

Listen close. Horsemen comin' and  
we ain't none of that fly-by-night  
shit. I'm talkin' Book of  
Revelations. Judgment.

He has a BLACK BOOK in his hands. This could be any book that holds great importance to people.

MAX

The hell is this?

LEADER

Angels will be raising the dead,  
know what I'm sayin? We make our  
own new heaven, our own new earth.

HOOD 1

Shake the foundations.

LEADER

Bring down your temples..

HOOD 2

Your towers.

LEADER

Your system's corrupt. You know  
it. We know you know it. You want  
change, real change, you join us.  
Listen.

HOOD 1

Believe.

LEADER

The Word, from the beginning -  
know what I'm sayin'?

Beat.

MAX

I think I know what you're saying.  
Same goddamned story, just another  
name. Government, Religion: mobs.  
Just like you.

LEADER

Watch it.

MAX

Selling death. *God. Angels.*  
*Judgment...* A death by any other  
name -- smells just as rotten.  
Smells like shit to me.

Max tries to walk past but is attacked. He succumbs to a  
flurry of punches and kicks. When he's on the ground, one  
of them fishes for his wallet. Finds it.

MAX

My ID.

LEADER

*(mockingly)*

*Your ID.* Now you are as you were  
born. Free. And a prisoner, the  
same. Give me a reason

*(reading from the ID)*

*Brother Max, why I shouldn't snap  
my fingers and kill you...*

Something changes in the air; a sound: a big black SUV  
rumbling on the street.

The Cop. He steps from it and approaches. Afraid of  
nothing.

The Horsemen gang members back away from Max, keeping their  
eyes on the Cop. They retreat into darkness without  
submitting their pride.

LEADER

Your time is coming too, big man.

COP

(under his breath)

That'll be the day.

Max slowly gets to his feet, using an iron wrought fence for support.

The Cop slams him up against it. Frisks him.

COP

Getting sick of seeing your  
goddamned face.

MAX

I'm not so thrilled about you  
either. I do something wrong,  
*officer?*

The Cop is rough with him, grabbing his puncture wound and slamming him repeatedly against the fence. Max winces. Groans.

COP

What'd she tell you about Mark?

MAX

Who?

Cop just applies pressure. Pain.

MAX

Nothing. She gave me a goose egg.  
Zero.

Slams him again.

COP

That was too long for *nothing*.

MAX

You following me? Watching her for  
some reason? She interest you for  
my brother?

Cop just clenches down on Max's wound.

MAX

Just told me he disappeared.  
That's all. She's worried. Maybe  
some dealers killed him, she said.

COP

Dealers?

MAX

Brothers.

The Cop grunts.

COPS

Brothers.

Then attacks his puncture wound as if he's familiar with  
it, driving Max to his knees.

MAX

I swear that's all.

COP

Stop poking your nose. Especially  
Dessie. I got this investigation  
under control, bright boy.

MAX

I thought you were looking for a  
reporter killer.

Max is sprawled on the sidewalk now. The Cop gets in his  
car. As he pulls away:

COP

And stay the fuck away from  
O'Malley's you know what's good  
for you.

MAX

Fuck do you know I was at  
O'Malley's?

Max tries to gather himself, but even a superficial recon of his wound confirms what he already knew-- it's bleeding. Bad. There's blood on his fingers where he's probed.

The buzzing starts again in Max's head. He tries to shake it off, but ultimately succumbs to unconsciousness. The last thing he sees: a SHADOW lengthening on the concrete, someone headed for him. The click-clack footsteps tell us the shadow is female.

Then BLACK.

INT. PENN STATION

This is a dream, a similar setting as the opening sequence. Max walks through the Penn Station Crowd slowly toward a woman. She has her head in her hands, apparently sobbing, but by the body type and hair, we see that it's Tracy.

As he approaches her, inexplicably, he can HEAR THE THOUGHTS of the commuters. They're mostly inane phrases or bits of sour griping. The voices are low, echoed and increasingly layered over one another. The faces of these commuters, as Max passes them, are the monstrous contortions of ghouls.

Max is in front of Tracy now. He reaches out.

MAX

You ok?

She looks up at him and the sight is terrifying: she has no eyes. Only purple sockets stare up at Max. Streams of blood have stained her face.

TRACY

Run!! Mark! You have to run!!

Max is horrified.

INT. MOTEL - NIGHT, PAST

MARK jolts awake on the bed in the Motel room. He's fully dressed, on top of the covers as if he's accidentally fallen asleep. There's blood spattered on his face.

He instinctively reaches for the shiny case, right by his side. He considers it.

MARK (V.O.)

What have I done?

A furious knocking on the door. Mark approaches slowly, with trepidation.

DESSIE

(through door)

It's me. Open it!

He opens.

MARK

Christ, what took you so long? I thought—

She immediately accosts him, letting blows fly.

DESSIE

You son of a bitch. You'll get both of us killed for this. Goddamn you. God damn it!

He reins her in, gets her under control by smothering her into his body.

MARK

No. It's not what you--

DESSIE

It's suicide! What's the matter with you!?

MARK

I thought you'd be happy.

DESSIE

HAPPY!!! About getting killed?! I can't believe it. I can't fucking believe what you did.

She pushes away from him, distraught. She grabs the case and holds it out at him with disgust.

DESSIE

This?!! This is what you did it  
for? Drugs! Goddamn drugs!

MARK

No-- I did it for you.

She flings it at him. It smashes against the wall.

DESSIE

(furious)

For me!? You threw everything you  
worked for away for me?!

MARK

No.

DESSIE

Just when things are getting  
better-- you're being groomed for  
better things.

MARK

What better things?

DESSIE

Making money - getting ahead-  
finally starting to get paid and-

MARK

Getting ahead of what? Life? Death  
is what's ahead of life, Dessie.

DESSIE

I'd never ask you to do this,  
Mark!

Her fury takes a sharp turn toward desperation.

DESSIE

Do-do you know what just happened  
to me?

MARK

What? What happened?

She breaks down. He tries to console her.

MARK

Are you ok?

DESSIE

Jesus. Oh Jesus. Leave me alone.

MARK

I had to do it. I did it for you.

DESSIE

Stop saying that!!

She flings a lamp off the table. It crashes leaving the room in complete darkness.

BLACK

INT. MARK'S APARTMENT - PRESENT

It's dark. Dessie approaches with a candle, illuminating Mark's apartment.

Max is laid out on the bed. His eyes struggle to open. Dessie brings a wet towel from a bowl full of pinkish water to his wounds. She's been cleaning it. And crying. She notices Max starting to stir.

DESSIE

Oh god... Baby...

But her utterances say more than words ever could: The man she thought was dead is alive, a ghost wrought flesh, a miracle. Though he's still more unconscious than awake, she presses her lips to his cheek and temple. Her tears bind them together.

DESSIE

You're alive. Wake up. Please wake up... You're alive.

INT. MOTEL - NIGHT, PAST

In the darkened room, Dessie is on the floor in an almost fetal position. Mark tries to console her. They speak in hushed tones now, in the private space of lovers.

DESSIE

But you did it for *yourself*. Say it. Say that you did it for yourself and--

MARK

People are dying. Killing each other. Killing themselves because of what they're--what I was doing.

DESSIE

But you did it for you, not them, to be what? A better man?

Mark nods.

MARK

Ok. A better man. For you. I don't--I can't be a murderer. How could I look at you if...

DESSIE

(almost to herself)

You're a traitor. And now we gotta fear the one who once protected us.

MARK

I'm sorry. I need you to believe me.

Long beat. Dessie considers all of this.

DESSIE

I'm sorry.

MARK

You won't?

DESSIE

No- I will. I'm sorry for how I- I should have-

He touches her. There's destiny in her kiss.

DESSIE

I love you.

INT. MARK'S APARTMENT - NIGHT, PRESENT

Max is slightly more conscious now. Dessie is whispering "I love you's" into his ear, as if in continuation of above.

MAX  
(softly)  
I love you too. I love you.

They kiss then make love as if in a dream. Fingers touching flesh, apparitions of ecstasy.

FADE TO BLACK

INT. MARK'S APARTMENT - LATER

It's just before the dawn. Dessie and Max are dim figures in the pale blue light. Smoke lingers in ghost-like clouds. They face away from each other, opposite sides of the bed. Max's infidelity hangs on him like an unsettled score.

DESSIE  
You don't smoke.

MAX  
I do now.

DESSIE  
You changed. Something-

MAX  
I told you.

He touches his bruised head.

DESSIE  
Your head. Amnesia.

MAX  
It's the truth.

DESSIE  
Just like the movies.

MAX  
You don't believe me.

DESSIE  
There's something else-

MAX  
We're not safe.

This is as much question as it is proclamation.

DESSIE  
You were lying on the street. I  
thought you were dead.

MAX  
I stole something... a case... a  
silver case. We met at the motel.

DESSIE  
You don't remember what we talked  
about? What we wanted... not even  
that, you don't remember?

MAX  
I can't-- no.

DESSIE  
Try.

Max clenches his eyes trying to recall Mark's memory. He  
sees an:

INSERT: SUBURBAN HOME, a home not unlike the one he left in  
the opening scenes. Golden light. Mark and Dessie are  
walking toward it.

Back in MARK'S room:

MAX  
A house in the hills. Near the  
woods.

DESSIE  
A white house.

MAX  
With a lawn. A garden in back.

DESSIE

It's infected. You need a doctor.

She touches his shoulder and he winces.

MAX

We should leave. You shouldn't be here. It's dangerous. And you can't go to the diner for Christ's sake. I don't know what you were thinking.

DESSIE

You remember our park? That first day.

Beat. Max stares into a dark corner for the answer.

MAX

It was autumn.

EXT. PARK - AUTUMN, PAST

Max and Dessie are sharp silhouettes against the late afternoon sky. They're lying on the grass in each other's arms. Leaves fall like wishes.

DESSIE (V.O.)

We made a bed out of the leaves.

MAX (V.O.)

The sun had just gone down. You smiled when I said the sky was the color of your eyes.

DESSIE (V.O.)

You said that I could save you.

INT. MARK'S APT. - PRESENT

She's running her fingers along the contours of his back, raising goose bumps. He stands and walks to a corner, his conscience getting the better of him now.

MAX

I shouldn't—I shouldn't either, with you. Be here. Like this.

Dessie turns back to her original position.

DESSIE  
Someone was at the motel. Ask-  
looking for you.

MAX  
Who?

DESSIE  
I don't know. He had a mask on. He  
thought you were dead.

MAX  
He was looking anyway?

Silent answer.

MAX  
What did you say?

DESSIE  
You were.

MAX  
Dead?

DESSIE  
Yes. I lied to him. So he'd stop  
looking. I saw you... watching me at  
the diner. I knew you were alive...

Silent beat. She looks at him and he's caught in her spell.  
After a brief bit of pacing, Max sits. Thinking.

MAX  
You're beautiful. You're too  
beautiful.

DESSIE  
You say it like it was the first  
time you saw me.

A long gaze.

MAX

Who-- what was I going to do with  
the case?

DESSIE

You said you remembered.

MAX

The white house. We were gonna  
cash in-

DESSIE

It would have barely scratched the  
surface.

MAX

From who...

DESSIE

A reporter... some do-gooder.

Max concentrates:

EXT. MOTEL - NIGHT, PAST

Dessie looks through the room window down at Mark who's at  
a payphone on the ground level returning the gaze.

Dessie turns away from the window and Mark looks down into  
his hand. He has a phone number written below the name:  
PETERSON.

INT. MARK'S APARTMENT - PRESENT

MAX

Peterson.

DESSIE

That was his name. That's what you  
said.

MAX

(in awe of his new-found  
"ability")

I can see his memories.

DESSIE

What?

MAX

My memory must be coming back. I  
feel it. Remember.

She stands and walks around to his side of the bed. She  
kneels and rests her head on his lap.

DESSIE

Remember we'd lie awake in bed and  
plan the future. When things were  
going to be good. We were happy  
when we were planning. Don't push  
me away.

Max doesn't this time. She submits everything to him.

DESSIE

And I thought you were—that I'd  
never see you again... And what I  
did...

MAX

What you did?

DESSIE

What I said. How I didn't believe  
you. How I yelled when you... The  
things I should have said. But now  
you're alive, I—

MAX

You want to tell me something.

DESSIE

I don't know... Yes. That night you  
called me... you remember? That  
night you did what you did...

We PAN over to the far side of the studio apartment. This  
pan serves as a TRANSITION to:

SAME SETTING, PAST

Dessie's FLASHBACK. During the PAN, the light changes, and we find Dessie on the phone.

DESSIE V.O.

You were out of breath. Running.  
You said to meet you at the motel...

She writes down some information.

DESSIE

Ok. Ok.

Something's happened and the other line has gone dead.

DESSIE

Mark? Hello? Mark!?

She hangs up, visibly distraught. Her mind turns with the information she's just been given.

DESSIE

God damn it. Son of a bitch.

The doorknob rattles. Someone is turning the key. Her fear is written in the lines in her face.

The door opens. Nick charges in, gun in hand. He walks slowly toward her. She backs away from him, banging into furniture, falling over herself.

DESSIE

I don't know where he is. Please.  
He's not here.

NICK

Then I'll kill you just to spite  
him.

Backs her up against the wall.

DESSIE

He called. He told me what he did.  
That he stole--

Nick punches her in the stomach. She drops to her knees. She starts slithering away on the floor now, crawling backward like a crab. Her eyes never leave him.

NICK

I'll kill you because you deserve to die.

DESSIE

I don't know where he is. I made a mistake. I can't be with him. A traitor. I told him that. I told him he was fucking nuts. Someone who would do that... steal from someone who trusted him.

NICK

You make me sick.

DESSIE

He's a coward! I realize that now. You tried to tell me.

Nick stops pressing her. She, in turn, stops back-peddling. He looks at her as if to confirm that indeed he did try to tell her.

NICK

How could you be so stupid?

DESSIE

I shoulda never left you, Nicky. I made a mistake. Can you forgive me? Can you ever...

She touches him, reaching up to his arms. Nick too is human. He softens.

DESSIE

Don't hate me.

She rises slowly and kisses his hand with the gun in it, an erotic visual metaphor.

DESSIE

Don't hate me, Nicky. It won't happen again. I promise. I promise. Never again.

As she continues her seduction, we PAN BACK to the Bed Area

SAME SETTING, PRESENT

and find Dessie and Max in the same position that we left them in.

A heavy silence hangs. Max is impassive.

DESSIE  
I left. When he was asleep. That's  
why I was late. After I... after...

Silence prevails again.

DESSIE  
I did it for you.

Long beat as the meanings settle in.

MAX  
You should have killed him.

At length, Dessie produces two train tickets.

DESSIE  
Remember these? It leaves tonight.

MAX  
The money. I didn't get it. I  
didn't make the connection--

DESSIE  
I don't care about the money. Not  
anymore. I just want to go. With  
you.

EXT. STREET - CONTINUOUS

ANGLE ON Nick's face, intent with fury.

Nick, Mickey and Jerry are walking briskly toward Mark's apartment.

JERRY  
And after that fucking spic killed  
Jonny, I'll take the orders... but  
(more)

JERRY

(cont'd)

unless they say don't kill 'em, I take it to mean I can.. You look around. You ask yourself why. You search for a reason for all this and after awhile you realize all you're doing is pissing in an ocean. A question with no answer.. ain't a question at all. Least not one worth killing yourself over. And Jonny. He's dead. I'd have to kill a hundred thousand spics just to break even. I ain't scratched the surface yet.

They enter Mark's building.

INT. HALLWAY - CONTINUOUS

They burst into the Mark's apartment guns extended. Dessie and Mark are taken off-guard, half-dressed. Caught.

JERRY

I'll kill you both without thinking once!

They freeze, scared to move a muscle. Jerry processes the scene.

JERRY

Ah fuck. Nicholas--

Jerry turns toward Nick and sees how this affects him. Nick is shaken, pale, his gun hanging at his side. He turns and sits, runs his fingers through his hair. This is a man unable to understand his own emotion, let alone how to cope with it.

JERRY

Motherfucker. Nicky, stop it...  
Don't let her...

Jerry starts to approach Nick but before he's even halfway there, he realizes, his words are futile.

JERRY

Jesus.

Mickey is smart enough to keep quiet for the time being, but he thrives on the drama and soaks in the scene.

Jerry flies at Max and cracks him sideways with the gun.

JERRY

This fucker's getting what's coming to him. You hear that, Nicky?

Nick is non-responsive.

JERRY

(to Max)

Hear that Mark? You stupid motherfucker? You must have shit for brains coming back here for this whore.

He smashes him again. Pete appears in the doorway.

PETE

Mark?

Jerry puts a bullet in Pete's chest. Just like that.

MAX

No!

All it takes to quiet Max is a point of the gun in his direction. Pete slides down the doorframe to the floor. He dies without a whimper and Jerry doesn't even break his train of thought.

JERRY

(to Dessie)

And you— You I don't even have to bring in alive. You I'm going to kill so he can watch you die. Both of them can watch you.

DESSIE

Nick.

He backhands her.

JERRY

Shut up! Dying like the rotting  
whore you are will bring one  
torment,  
(motions to Max)  
the other, absolution.  
(Nick)  
That's win-win, far as I can see.

Jerry grabs her by the hair and puts the gun in her mouth.

JERRY

(whispering)  
You're a filthy cunt. Suck on it  
like a filthy cunt.  
(calling, not turning to  
Nick)  
You watching this, Nicky? This is  
fucking therapy. Should charge ya  
head-shrink fees for this.

A SHOT rings out. But not from Jerry's gun. A stunned, cold look seizes Jerry's features. He turns to his brother. His eyes ask, "Why?"

In fact, Nick has shot Jerry in the back. Nick's in a state of intense emotion, on the line of insanity.

MICKEY

Your brother.

Nick turns to Mickey, all threat. Mickey backs away stammering. He fumbles over Pete's dead body and out the door. We hear him fleeing as:

Nick walks over to Dessie slowly. He bends down so he's eye to eye with her. She cowers instinctively, cringing from him. His slightest movements have the potential to be deadly.

NICK

You live with this blood on your  
heart.

He raises the gun but it goes to his own temple. He pulls the trigger.

Dessie SHRIEKS insanely. Something in her has snapped.

BLACK

FADE IN:

INT. MAX'S CAR - DAY

The back of Max's head. Beyond the windshield is O'Malley's. Max is emotional but trying to hide it.

MAX

I know... I'm almost done. I'm almost done and I'm coming home. They thought he was alive. They were looking. Maybe I was wrong. Maybe he's still alive and I can find him. Maybe I can find him. I know the man who'll know what happened to him. His boss. Uza.

INT. O'MALLEY'S BASEMENT - PAST

We're ANGLED VERY TIGHT on Uza. In fact, we only see his eyes. His cold hard gaze is focused with finely-tuned hatred on something below, off-screen. Throughout his monologue we pull out slowly, so slowly we barely notice. We hear muffled whimpering coming from off-screen.

UZA

Was a time, we didn't bother with these fucking animals down here. We fed them. They sent the money. We was square. We went about our lives and nobody back home gave a fuck. Now... well, now...

(beat)

This Motherfucker. Any man deserves to die, it's this Motherfucker.

Without looking, he calls to somewhere in the back of the room.

UZA

Jerome, you and your brother, you  
go upstairs. Watch the door.

Nick and Jerry exit. A light from somewhere off-screen  
opens and closes.

UZA

What he did to this territory,  
ruled it like a goddamned tyrant,  
turned it into a goddamned  
nightmare. You know that s'well as  
I do. Now I get word he's training  
a goddamned army to attack us.  
He's the reason I gotta be here,  
cleaning up this slop. I don't  
wanna be here. You don't wanna be  
here. None'a us. 'Cause 'a this  
Motherfucker we gotta.

(hate filled beat)

No. This Motherfucker. Today's the  
day this motherfucker dies. That's  
my judgment.

(beat)

I want you to do it.

By now, we're wide enough to see Mark standing beside Uza.  
Also, in the darkened distance behind Uza, are two Shadowy  
Goons.

Mark takes the gun he's been offered and steps forward,  
toward us.

He points the gun at a DARK MAN, middle-age, cold as stone.  
He has the defiant look of indignation in his eyes though  
he's bound and gagged to a post, knowing he's about to die.

Mark hesitates. The two goons grin lustfully, anticipating  
the fulfillment of what they crave.

UZA

It's us or them, son.

Mark raises the gun. His finger squeezes the trigger  
slowly.

But at the last moment, he shifts the direction of the gun and quickly shoots one goon after the other. Then, focuses on Uza.

MARK

I don't believe you.

UZA

You miserable cocksucker. You have the nerve--

MARK

I know. You lied. You lied to all of us. We all know now.

UZA

I raised you like a son. Protected you. Kept you innocent.

MARK

I won't be a part of it. No more.

UZA

And the first sign of trouble, you turn on me?

MARK

We're stealing from them. Killing them to steal.

UZA

It's the right thing to do, what we're doing. These people--

MARK

--have nothing to do with it. I'm gonna kill you, Uza. Because if I don't--

UZA

I fed you from my table, goddamn you!! Kill me!!! You fucking kill me you ungrateful cocksucker!!!

Mark hardens. Gun trembling.

UZA  
You better kill me, son, or...  
(gravely)  
I turn my back on you.

The implications of his words are chilling. Mark hesitates. Then:

EXT. ALLEY, BACK OF O'MALLEY'S - NIGHT, PRESENT

Mark bursts out of the backdoor into the alley with a BLAST that sounds almost like a gunshot. He has the case in his hands and we follow him as he flees into the street. Nick and Jerry trot after him, but then after a few steps, turn back to the front door of the bar (off-screen) to see what the hell just happened.

We TURN to the backdoor of the alley, where Mark just emerged from, to find Max standing in the shadows talking to O'Malley, who is a few steps away in the light of the back door. O'Malley talks in hushed tones, as if talking to himself.

O'MALLEY  
Wish he did but he didn't. Didn't have the nerve. Or the conviction. If there's a difference between the two, I don't know it. Your brother knocked him down. Grabbed the drugs. His evidence. His last straw. And he ran. On the way out, he dropped this.

He hands Max Marks cell phone.

O'MALLEY  
Yeah. It was me on the line.

MAX  
And this Uza, he gave the orders to go after my brother?

O'MALLEY  
I only know what I saw with my own two ears. Sounds right. That's where my money would be.

MAX

I don't like to play guessing games, O'Malley.

O'MALLEY

I'm telling you what I know.

MAX

Why'd you stall on me before?

O'MALLEY

Your own protection. After that stunt you pulled charging into the goddamned basement, you're lucky you're still alive. Me too incidentally. Not that you'd care.

MAX

You playing an angle? Setting me up for a fall?

O'MALLEY

Just trying to do the right thing.

MAX

Between you and my brother, you coulda run a bible camp practically. -- Where's his body?

O'MALLEY

I don't know. I just heard he was gone. I assumed that-

MAX

Again with the guessing games.

O'MALLEY

A guy like Mark doesn't just decide to go on vacation. Especially without his girl.

MAX

What do you know about Dessie?

O'MALLEY

I know she's got the balls to show  
(more)

O'MALLEY

(cont'd)

up for a shift at a diner. Maybe she don't know nothing. Thinks he split on a bender. But whether you like it or not- your brother's dead. But you know that already, don't you?

MAX

Those brothers. They thought he was alive.

O'MALLEY

Or they were just looking to recoup what was stolen. Either way.

MAX

Yeah. Either way.

Max thinks briefly.

MAX

Then again, maybe you're setting me up; you're sore about the other day when I smacked your teeth out and now I go and walk into a death trap. Or even better, maybe you're just sick of whoring your bar out to a bunch of drug-dealing murderers, using your basement to do things that'd make a madman ashamed. I go in there, do your dirty work 'cause you ain't got the nerve. Or conviction. You or my brother.

O'MALLEY

That's a lot of maybes. Well, maybe you're right, maybe you're wrong. Ain't nothing I can say to make you feel any better. Change your mind. But what I told you is the truth. You know it.

O'Malley turns sadly, a spent man, headed back into his bar.

MAX

All I want is to put him to rest.  
All his bullshit aside, he  
deserves that.

O'MALLEY

Fair enough.. And you're right; I  
just want my bar back before  
everyone's too dead to come in for  
a drink. Who's gun is that you're  
clutching like a last straw?

MAX

Nick's.

O'MALLEY

That'll do.

O'Malley enters the building. Leaving Max in the dark.

INT. BAR - CONTINUOUS

The jukebox plays some crooning ballad.

O'Malley appears from the kitchen door with an air of solemnity that Uza doesn't notice or doesn't care to comment on.

UZA

Gimme a drink, goddamn you.

O'Malley sets up a drink. Uza downs it and motions for another. O'Malley pours and waits. An obedient barkeep.

UZA

You miserable bastard. You wanna  
hear something funny?

O'Malley cleans a glass with an old rag. This means, "Why not?"

UZA

My grandfather. He was a *cop* in  
(more)

UZA

(cont'd)

Sicily. *Caribinieri*. Of all things, a goddamned cop. After the war-- he was a good man, an honest man--

INT. KITCHEN - CONTINUOUS

Max steps in through the back door. Gun at his side.

UZA V.O.

but they wouldn't let him be, the mob out there. Threatened him. His family. They scarred his son, two years old, my uncle, right here.

INT. BAR - CONTINUOUS

Uza, pointing to his cheek, continues.

UZA

So he ran-- got on the boat with the rest of 'em looking for the dream-- peace, work. He used to tell me these stories, he called the USA, "Uza." That's the way he pronounced it. *Uza*. My mother, god rest her soul, she named me in his honor. In honor of his dream. Funny thing though:

INT. COP'S BEDROOM - NIGHT

The cop is suiting up in front of a mirror, guns in holders under his jacket, inspecting his clean-cut reflection.

UZA V.O.

He got here and worked the docks. His goddamned life, the docks. But he was happy-- *whadda-ya-gonna-do*, he says. He had his family. That made him happy. But what he found when he got here: Same shit. The mob. Surrounded by the goddamned mob every day.

The Cop's WIFE passes and touches the Cop's shoulder lovingly. They exchange silent regards. A brief kiss.

UZA V.O.

"I don't see nothing." That's what he told me he says to them.

INT. COP'S SON'S ROOM

A LITTLE BOY, about eight, at his childhood desk. The Cop looks over his shoulder to see what he's been coloring: A picture of a Policeman and a little boy. Both smiling.

UZA V.O.

And one day he says to me, I musta been ten—"the government, they rob you, they run this country just like the mob. Like the mob runs the docks. The mob in the old country that pushed me out. Scarred Zio."

INT. BAR - CONTINUOUS

Uza continues his pontifications.

UZA V.O.

Don't join a mob, Uza,' he says.  
'The mob is a weapon you trade your mind in for.'

He scoffs sadly at the irony of his family history.

INT. BAR, KITCHEN - CONTINUOUS

Max is at the kitchen door, listening to Uza's story. Uza buries more liquor into his throat.

UZA

You remember her?

O'MALLEY

Grace.

UZA

Mornings. I used to wake up just to watch her sleep.

INT. CAR DRIVING - NIGHT

TRACKING across horrific skid row scenes. HOMELESS, DRUG DEALERS AND PROSTITUTES pass across the frame like the walking dead on parade in hell.

UZA V.O.

The way her eyes were never completely shut when she slept. She gave me hope. Beauty does that to a man.

ANGLE on the back of the Cop's head. He's driving through the gritty city.

We see the Cop's eyes in the rearview mirror-- The tenement buildings and poverty-stricken inhabitants outside.

INT. BAR - CONTINUOUS

Uza drinks and continues his rant.

UZA

She begged me to go. *Run*, she said. And why wouldn't I?... *Respect* -What respect I got?- My best man goes AWOL when things get *uncomfortable*... and I got a couple of jerk-offs pushing shit to filth who push it further down into the sewer. And that's not the worst of it. That's not the worst of it.

Max's fingers close tightly over the gun in his hand.

EXT. STREETS - CONTINUOUS

The car pulls over and parks.

A pair of leather gloves are pushed onto milky white but deft hands.

UZA V.O.

A wasted life is what I got. If I could go back...

EXT. STREET - CONTINUOUS

A Pair of expensive shoes hits the pavement and walks toward O'Malley's with menacing precision.

UZA V.O.

I woulda run with her. Nothing wrong in that. That's what she wanted. To run away from this life. -

INT. O'MALLEY'S BAR - CONTINUOUS

UZA

But I ain't nothing now. I walk around like I'm something, but I'm nothing. I'm dead. Just dead.

The Cop throws open O'Malley's door. He's a silhouette in the doorway. Sirens croon somewhere in the distance.

O'Malley drops his glass; the sound punctuates the scene. He doesn't bend to clean it up. In fact, he doesn't move at all.

Uza at the bar just turns back to his drink as the dark figure approaches and stands beside him, full of menace.

The Cop places a shiny flask on the bar.

COP

Fill it regular.

O'Malley takes the flask with trepidation.

COP

How's business, friend?

Uza's face reads only of slight disgust. Anything else is well contained by nature and experience.

UZA

There was a time, I had the best intentions. Giving the people what they wanted. What they needed. So I was making a little money-- That's the American way, ain't it?

COP

Heard your numbers are down.  
You're not making plan.

UZA

Then these fucks. They come in  
here - make a murderer out of me.  
And my boys—they're dying out  
there along with those animals.  
You think that makes me happy?

COP

Word is you're in a compromising  
position. Your own men stealing  
from you. That's no way to run a  
successful project, is it?

UZA

You're not even human.

COP

I found something you lost.

The Cop places the infamous shiny case, the one that Mark  
had, on the bar.

COP

You're sloppy.

Uza looks at it with dread. Long pause, loaded with  
implication.

COP

This shouldn't come as a surprise.  
We've decided to terminate the  
project. Move it somewhere else.

UZA

I died the day she left.

Uza raises his glass. But the booze never gets to his lips:  
*THWICK*. The Cop plunges a knife into his neck.

This is no cop.

Uza's glass falls to the floor and shatters. He instinctively stands and backs into chairs. He flails amongst them, writhing, dying.

The Assassin stands above him. Then yanks the knife out of his neck. Blood spouts out of the opened arterial vein.

O'Malley is horrified. He turns to run but the Assassin is on him in no time, cutting him off at the entrance to the back room. He buries the knife in his back.

The Assassin stands briefly above the dying men—the sound of WHEEZING AND THICK GURGLING.

Max is terrified from his concealed perch. He's too scared to move. He takes two steps backward, into the kitchen, instinctively.

The assassin puts the small case in his jacket pocket and heads for the cellar stairs.

INT. DUNGEON - CONTINUOUS

VIDEO FOOTAGE of the Sadist hovering over a DEAD BODY. He is cutting the iris of the eye out with a sharp surgical blade. He carefully scrapes it into a VIAL.

A LIGHT falls on him, its source, off screen. Simultaneous SOUND OF THE DOOR OPENING.

PAN WILDLY to the Assassin charging in. The Video Footage is shaky and blurry at best.

BAM! BAM! BAM!

END VIDEO FOOTAGE

INT. KITCHEN - CONTINUOUS

Max is sitting, poised at the side of the door. He's contemplating, building up the courage to go out and face the Assassin. Or maybe he's praying that he won't come into the kitchen. Either way, Max is petrified. Sweating and trembling.

INT. BAR - CONTINUOUS

The Cop moves stealthily toward the kitchen door. On his way, he grabs his flask from the bar.

INT. KITCHEN - CONTINUOUS

Max is standing unnoticed behind the door the cop just entered. He raises the gun but freezes.

He only watches him exit into the back alley.

Max collapses to the floor, head in hands, tormented, disgusted with himself. A coward. He vomits and tries to contain himself.

The BUZZING overtakes him with an implacable persistence. He blacks out.

MARK V.O.

Peterson? This is Mark. You want a story, here it is. I know why they're killing each other...

EXT. STREET, PHONE BOOTH - NIGHT, PAST

Mark is on a payphone in the parking lot of the motel-- same set-up as when Dessie was recalling her last night with Mark.

Max has the case in hand. He's sweating, nervous.

MARK

Why they're being murdered. Why they're killing themselves. And I have proof. Hard proof and I have it in my hands right now. It'll bury him and implicate people so high up, I'm afraid to say their names over the phone.

INT. CAR - NIGHT

Peterson is driving. Talking on his cell phone.

PETERSON

So you did what you said you'd do.  
Congratulations-

(beat)

You'll have the money tonight. The  
story will run tomorrow. You have  
my word. Where you want to do it?

He scribbles something down.

PETERSON

All right. Give me an hour.

Peterson clicks off the phone.

PETERSON

Goddamn. Crazy son of a bitch.

He scrolls through his 'contacts' and finds "Marla."

INT. DINER - CONTINUOUS

A cup of coffee is placed in front of Marla. She looks up  
at the WAITRESS and snarls.

MARLA

Where the hell's Dessie?

The Waitress calls back as she walks away (and Marla's cell  
phone RINGS):

WAITRESS

Called out. Some big emergency,  
she says.

MARLA

Yeah. I bet.

Marla clicks open her phone.

MARLA

Peterson. Jesus, I thought you  
fell off the face of the earth.  
What hole you been hiding in?

-beat-

How much? And when?

(more)

MARLA

(cont'd)

What, you dig up a body?

-beat-

All right, forget about it-- Long  
as you're paying, I'd shoot paint  
drying. Or the holocaust.

-beat-

Gate 7. Under the Garden.

She CLICKS closed her phone.

INT. PENN STATION

An LCD screen CLICKS open. We're ANGLED ON GATE 7.

Marla is sitting in a waiting area, concealed in anonymity by the mass of commuters and other station dwellers. Her camera is trained on a MAN standing in the shadow of a giant column. He's turned away from us so we can't make him. A steady flow of commuters also obstructs a clear view from her point of view.

MARLA

(to herself)

What the hell are you up to,  
Peterson?

Her Video CAMERA PANS across the hall; through the swarming crowd we see Mark approaching another column, this one about twenty feet from the first. He has the case in his hand. He slows to a halt and waits nervously, looking around for his connection. He's trying to not look suspicious but he's doing a bad job. He checks his watch.

At the other column, The Shadowy Man emerges from concealment, angling with purposeful steps for Mark. A shiny blade discretely flicks open at the Man's side.

MARLA

Fuck is this?

Marla puts the camera down.

MARLA

That's not Peterson. That's not  
Peterson!!

Mark turns briefly toward the direction of the scream. There's a brief exchange (we don't hear it this far away) and Mark turns on his heels and flees.

The contact, who we know now is the Cop, gives chase.

INT. BASEMENT - PRESENT

Max is holding Marla, slapping her in order to keep her alive. There's blood dribbling from her mouth. She isn't long for this place.

MAX

Stay focused. Stay with me. What happened next?

She's groggy, but comes back around.

MARLA

I love a good story as much as the next guy, but-- I don't know if you noticed-- I'm bleeding my heart out here.

MAX

What happened to this do-good reporter? Whats-his-name-Peterson?

MARLA

Don't you read? They found him the next morning.

INT. PENN STATION BATHROOM - NIGHT, PAST

At the urinal, the Cop has Peterson by the neck with a wire.

Peterson's eyes bulging.

INT. BASEMENT - PRESENT

MARLA

It was all over the papers. You'd have to be blind-

MAX

Why's he doing it?

MARLA

Same reason shit stinks.

MAX

I don't like riddles, Romeo.

Max clenches her.

MARLA

Designer drugs from what I hear.  
New shit. Ain't even illegal yet.

MAX

(incredulous)

The shit that makes people go ape-  
shit? Killing people. Their own  
families?

MARLA

That's only part of the process.  
One drug- *that* one-- causes a  
chemical change... in the cornea,  
the pupils of anyone who takes it.  
After they die, they extract them..

MAX

Extract what? Their eyes? Extract  
their--

Max turns and looks at the latest victim and hones in on  
the gauged out eyes.

MARLA

Only way to get it... They process  
them, distill them down, then send  
it in powder form out to the  
suburbs. Upwards of ten grand a  
gram. Thousand times better than  
smack with no come-down. They call  
it *Heaven*. As if those fuckers  
weren't already there.

MAX

And this reporter wanted to expose all this. Put an end to it.

MARLA

You're bright. Your father musta called you son.

MAX

So-- what? You burning both ends of the candle, filming justice-seeking reporters one minute,  
(indicating the torture scene behind him)  
this shit the next? You tipped this fucker off?

MARLA

I walk a fine line but I wouldn't do that- Especially the news boys- - Peterson and his outfit were a cash cow big time. Always good for some cat in a tree story. It's against my nature to bite the hand that...

MAX

You'd rather kiss the one that smacks you. Don't matter what slop's being dished.

MARLA

Guy's gotta make a living.

MAX

Dying is a living these days.

MARLA

Heh- You know it's a tough day at the office when the boss puts a bullet in your gut.

MAX

Then who? Who tipped this fuck off?

MARLA

I just shoot it. I don't get involved.

MAX

Looks it.

The well is running dry. Desperation washes over Max.

MAX

Where can I find him? This cop who did this?

MARLA

You ain't got a chance.

Max applies pressure to her wound. She spits up blood.

MAX

Maybe I like losing.

MARLA

I dunno. I don't.

She coughs up blood.

MARLA

You're the guy Peterson was supposed to meet, ain't ya? The runner. You got away...

MAX

Name's Mark.

MARLA

Mark? You're Dessie's.

MAX

So?

MARLA

Lucky bastard. I guess that makes sense.

Silent.

MARLA

Tell her to lose the card.

MAX

What card? What card...

She dies. Max shakes her but she's gone.

MAX

Jesus. Everyone I touch...

Max stands and considers everything he's been through, all he's seen.

His cell phone rings: "HOME". He drops the phone on the ground.

Then looks at the train ticket, now in his hand.

INT. PENN STATION

ANGLE ON a TRAIN TICKET, moving through the crowd. This one is in Dessie's hand.

She approaches the column near Gate 7 with an anxious look on her face and slows to a stop.

Max emerges from the crowd, twenty yards away. He spots her and smiles. He too is holding a ticket.

MAX

I'm coming.

Then, he stops dead in his tracks when he sees The Cop approaching her. Just as he's about to call out to her in warning:

MAX

Dess--

He's slammed into by MARK. He spills to the floor.

Mark is in mid-flight, case in hand, panicked.

Max looks after his brother, then again toward Dessie:

In an blurring instant he sees: Through the crowd, Dessie talking to the Cop in what appears to be an illicit meeting. The Cop has a SMALL ATTACHE case in tow. In that frenzied instant, Max appears to make eye contact with Dessie.

Max scrambles to his feet and chases after his brother, who by now has receded into the distance.

MAX

Mark!

The buzzing in Max's mind, echoes and reverbs off of every wall.

This chase is almost a verbatim REPLAING of the opening sequence, moving through a series of passages and corridors that are less and less populated at every turn. This time, however, we get the impression that it is Max who is chasing down Mark.

Eventually, Max follows Mark down a flight of yellow stairs to a deserted, subterranean train platform.

All is still, Mark nowhere in sight. However, Mark's shadow is cast on the concrete floor from behind a large structural column. Max approaches slowly.

MAX

Mark. Calm down. It's me.

He's focused on the shadow of his brother. As he turns the corner, he's shocked by what he sees:

Nothing. Mark has disappeared. Or was never there.

A horrible ripping sound. A stunned look overcomes Max.

The hand of the cop is holding a knife that's just been plunged into Max's back.

COP

You think you can run?

With a quick thrust, he pulls the knife out, then jabs it back in.

COP

You can't run from something that surrounds you. You're a traitor. The sentence for treason is death, Mark.

Max stumbles a few feet away. Grabs onto a bench for support. He slides down into a haphazard sitting position. He's weak. Dying.

As the Cop turns, he's blasted with a gunshot in the face and falls to the ground. The Young leader of the Horseman stands with the smoking gun in his hand.

The Horseman rolls the Cop over to the wall then fishes something, a SMALL VIAL, from the dead man's pocket.

HORSEMAN

You shoulda made a choice.

MAX

Not choosing is my choice.

The Horseman shakes his head, turns and disappears.

Max's breathing is heavy. Blood and saliva accompany his exhalations. Blood is already starting to form a puddle beneath the bench.

He labors to fish something from his jacket pocket. A cell phone, Mark's cell phone. He flips it open. Finds "Dessie".

MARK V.O.

You want to hear a story? I'll tell you a story...

INT. MOTEL - NIGHT, PAST

We see Mark through the window on the payphone, the same set-up as the earlier scene.

Mark's dialogue fades out and we hear Dessie.

PULL BACK to see Dessie on the cell phone.

DESSIE  
You told me I'd be taken care of  
if I called...

She walks OUT OF FRAME.

DESSIE  
How taken care of are we talking  
about?

We PAN DOWN and PUSH IN on a business card-- the same  
simple, black text on white card that the Cop gave to Max  
in the scene in his car.

DESSIE  
Then I have something you'll be  
interested in. His name's Mark.

EXT. TRAIN PLATFORM

ANGLE TIGHT on Dessie's face in profile.

SOUND OF CELL PHONE RINGING.

In Dessie's hand is the small attaché case the cop had in  
their previous illicit meeting.

She flips open her cell phone.

DESSIE  
Where are you baby? The train will  
be here in a minute.

MAX  
(through phone)  
How much is in that case? How much  
was I worth to you?

Beat. Dessie considers.

DESSIE  
It could have been for both of us,  
Mark.

MAX  
How much!? I deserve to know that.

DESSIE

It was more than the money. It was... security... Did you really expect me to run forever?

MAX

(through phone)

You're running now. You think a train can take you far enough to forget what you did?

DESSIE

I'll be safe.

MAX

Safe enough to turn off the television and forget this place when you want to? Turn a blind eye to what's happening down here when you want. Willful ignorance? Is that what my life was worth?

Suddenly, Dessie realizes that Max is standing across the train tracks. He's standing now, seemingly unaffected by the wound he's received. They're staring into each other's eyes now.

DESSIE

The Mark I knew wouldn't have gotten us into this. He would have left well enough alone.

MAX

The Mark you know is dead. You killed him.

DESSIE

He killed himself.

She clicks the cell phone shut.

A TRAIN rushes to a stop severing their connection.

When Dessie boards, Max can see her through the window on the opposite side of the car. She walks to the window and stares into his eyes. They're inches away now, separated

only by the wall of Plexiglas. She touches the window in a wounded, desperate gesture. Max just stares.

The train pulls away.

INT. TRAIN PLATFORM - LATER

We use the train as a transitional device. As it leaves frame, it now reveals a crowd of commuters exiting the train, headed toward the escalators to the ground level. As they thin out, we see Max as he was before-- wounded sitting on the bench, dying.

In front of Max are TWINS, two little boys about six years old. Their features are very similar to Max's. They look curiously at Max, who in turn looks blankly into their eyes.

They're whisked away with a sharp utterance of admonition by a motherly hand.

We reveal that beside Max now is Pete, his eyes are clear. He can see.

Max touches one of his wounds and looks at his hand, covered in blood. The red puddle beneath him is large now. He breathing is heavy and labored. He's dying fast.

PETE

You don't look so good, Mark.

MAX

Don't feel so good.

PETE

I bet. I think you found about all you were meant to find out down here. Maybe more, wouldn't you say?

MAX

I guess so. Yeah.

PETE

Maybe too much?

MAX

No.

PETE

No. I guess you're right.

Silent beat.

PETE

There's another train due in a little bit. How 'bout you and me get on it? Get out of here.

Max nods weakly.

PETE

That's good. You did good, son.

Max has a spasmodic series of heaving breaths. His last.

Then he expires.

A train pulls in.

MOMENTS LATER

A train is leaving. Mark is on it, looking through the window at the corpse of Max on the bench.

IN TRAIN

Beside Mark on the seat is Pete, thumbing through a ring of keys.

THE END.