

KNUCKLE SANDWICH

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Registered WGAW
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First Draft

This movie is to be shot in CINEMASCOPE.

Los Angeles, 1967.

OVER BLACK, NOTHING BUT THE VOICE:

WOMAN'S VOICE

...anyone sitting here?

CUT TO:

INT. HOT DOG STAND/WILSHIRE -- NIGHT

A man in grey suit, BARRY WURLITZER (late 20s) looks up, mouth full of food and says:

BARRY

Excuse me?

A woman named LENA LEONARD (late 20s) looks down at him, refers to the empty seat at his table.

LENA

This chair, it's empty. This place, it's packed. Can I sit here?

BARRY

Uh-huh.

LENA

Thanks.

WIDER ANGLE, THAT MOMENT

SOUND comes up and we hear the CROWD AMBIENCE of the packed, open air hot dog stand in the middle of the night. Lena takes the seat at Barry's table and begins to eat her hot dog.

CAMERA closes in on them. He eats, looks up at her now and then. She eats with food falling all over the place, looking up at him here and there.

They lock eyes. BEAT. FREEZE FRAME on each. Barry with an empty glare, Lena with a mouth full of food and a smile. END FREEZE FRAME.

She finishes her hot dog, takes a sip of drink and stands.

LENA

Thanks for the seat.

BARRY

Your welcome.

She leaves. He watches her disappear. BEAT. Barry runs after her.

CUT TO:

EXT. HOT DOG STAND/WILSHIRE BLVD. - THAT MOMENT

Barry rushes out, spots her walking towards the Bus Stop.

BARRY

Excuse me. Wait. Excuse me.

Lena stops, turns. Barry runs to her.

LENA

Yeah?

BARRY

If you walked away, I'd kill myself for not saying anything. I'd have to live the rest of my life knowing that I could of but I didn't.

LENA

Why did it take me walking away for you to do it? I made the first move by asking for the seat....didn't you notice the table right behind us was empty?

BARRY

No.

LENA

I'm glad you came out.

BARRY

You are?

LENA

-- I'm glad you came out or I was gonna be really upset with myself.

BARRY

What's your name?

LENA

Lena. What's yours?

BARRY

Barry.

LENA

It's nice to meet you.

They shake hands and stare at each other. BEAT. HOLD, THEN:

BARRY

Listen, listen to me, Lena:
I'm about to ask you out,
but there's something, something
I'd like to ask you, something
I wanna try, something --

LENA

-- What?

BARRY

We just met. There's nothing, nothing.
There's no secrets, there's no bullshit,
there's just you and me. Right now.
You know what it is: Two people meet,
the secrets build up, the hidden this,
the hidden that, all the things that people
are afraid to tell each other.
What I wanna do, what I want:
From now, from this moment: Be as open
and pure and simple as possible -- with
each other -- you and me. I wanna try
and tell you everything and you should
do the same, and if we do it, if we just
let go of all the crap and piss and shit
that kills other people, if we can get to
the truth, just think...think about how
great it could be.

LENA

....I wanna tell you something right
now: I think that I might just love you.

BARRY

...Lena...

LENA

...let's...let's go somewhere.
I dunno where, but let's...you
wanna go...?

CUT TO:

EXT. LENA'S APARTMENT BUILDING - ANOTHER NIGHT

Barry and Lena on the steps of her apartment. CAMERA CLOSES IN.

BARRY

The first night, I didn't think
about it. The second night,
it occurred to me after I left you.
Tonight, it's all I can think about....

LENA

....we haven't had a kiss...
I've been thinking about it since
I had a mouth full of chili at the
hot dog place....I'm sorry I didn't
tell you....I'm sorry....

CAMERA ARRIVES CLOSE as they kiss. HOLD.

LENA

Good night.

BARRY

Good night.

She enters her apartment. CAMERA stays with Barry as he walks off
down the street. BEAT. He turns and runs FULL SPEED back to Lena's
apartment. He calls to her window --

BARRY

Lena! Lena!

She comes to the window, looks down.

LENA

What is it? What's wrong?

BARRY

Nothing's wrong and that's the
whole thing. You're the greatest person
I've ever met in my life. I just kissed
you and walked off down the street and
I gotta tell you what happened --

LENA

-- What?

BARRY

I felt my own heartbeat, Lena.
For the first time in my life, I felt
my heart pounding inside my chest.
It made a song in my soul and made
me realize something: I LOVE YOU.
I love you with all the heart, soul,
flesh, blood and bones in my body
and I'd be a fool if I didn't ask
you one simple question:

LENA

...What...?

BARRY

You've got perfect skin, child bearing
hips and the most glorious smile
in the world and I gotta ask you:

LENA

Ask me, ask me!

BARRY

Will You Be My Wife?

CUT TO:

INT. LAS VEGAS CHAPEL - NEXT NIGHT

Lena and Barry at the alter, exchanging vows. The PRIEST says:

PRIEST

Does the bride have a ring
for the groom?

LENA

Yes, sir.

(takes out the ring)

This is for you, from me. I hope you
never take it off -- because I hope
you never stop loving me.

She slips it on his PINKY FINGER.

LENA

Wear it there....I like it better.

They Kiss.

PRIEST

I now pronounce you....man and wife.

CUT TO:

INT. VEGAS HONEYMOON-SUITE - THAT NIGHT

Lena and Barry making love in bed. He stops.

BARRY

Lena. I have to tell you something:

LENA

What is it?

BARRY

It's hard to explain. It's really.
It's hard.

LENA

Tell me.

Barry takes his hands and touches her face, holds it like a cup.
HOLD, THEN:

BARRY

When I'm with you...I get this feeling...
this feeling that I love you so much...

His body tenses. He clenches his teeth and rolls his hands away
from her face into fists.

BARRY

....your face is so beautiful.
So...beautiful...I just wanna --

He holds a Knuckle in his mouth and bites it.

BARRY

You're just so fuckin' great
that I just want to take you,
to take you and --

LENA

-- to hurt me....?

He takes the knuckle from his mouth, sits up.

BARRY

I don't wanna hurt anything, ever,
you know that, you know that,
but what I'm talking about is something...
Have you ever held a little puppy
or kitten and it's just the cutest,
softest thing in the world and out
of the blue you get this feeling in
your gut that spreads to your hands and
all you want to do is squeeze and squeeze
as hard as you can? To take a little puppy
and smash it's skull...for some reason,
for what reason? I have no idea. It's
the strangest and scariest feeling...if
I love you, why would I get this urge
to smash your face? To smash your beautiful,
beautiful face with a sledge hammer?

LENA

I know what you mean, Barry. I know
exactly what you mean, I get that feeling.
When you're holding a little puppy....when
I look at you and touch your skin...

... She moves her mouth to his cheek...

LENA

...I get that...after you shave,
the skin is so soft...so fuckin'...
I just wanna:

(clenches her teeth)

I just wanna bite your cheek.
To bite it off.

(looks in his eyes)

Why is that? What is it?

BARRY

It's....it's...

LENA

It means you love me.
It means I love you.

BARRY

Does it?

LENA

Squeeze me, baby. Squeeze me
as tight and hard as you want.

He grabs her tight.

LENA

If we ever part, for whatever reason,
I have no idea what, and I don't want
to think too long about it...but my
darling, my dear....Promise me this:

(beat)

Promise we'll end it with one last kiss.

BARRY

I promise, I promise...you promise.

LENA

I promise.

CAMERA DOES A SLIGHT DUTCH, SLOW ZOOM INTO LENA.

LENA

If you listen closer, I'll whisper
something in your ear. I'll tell
you my secrets and desires and I'll
tell you the purest thing in the world:

(beat)

I love you, my darling. I love you.

CUT TO:

TITLE CARD OVER BLACK READS:

"Six Months Later"

CUT TO:

INT. BARRY AND LENA'S APARTMENT - DAY

Barry on the phone, pacing. CAMERA is HAND-HELD.

BARRY

...Larry, hey. Have you seen Lena?
No....no....she was supposed to meet
me for lunch two hours ago. No. No.
She's not home....that's what I'm saying,
that's where I am....ask Peggy if she's
seen her. Yeah. Alright. I'll see you
tonight. I'll see you. Yeah. Ask Bill.
Ask Bill about that one. Eleven --

Lena walks in the door, Barry turns.

BARRY

-- Lena. Hey.

(into phone)

She just walked in. Yeah.
Eleven. Eleven. Bye.

He hangs up, looks to Lena.

BARRY

Honey, what happened, where've you been? I was at Burger World like we said.

LENA

I'm sorry. I got held up.

BARRY

Are you okay? You look flushed.

LENA

I'm fine. My thing ran late, I went to Burger World, you'd gone. I looked....at....well....then....

(beat)

I Went Shopping.

BARRY

What's wrong honey, you seem lost. You feel alright?

LENA

I'm fine....I'm not feeling well.

BARRY

Baby, baby doll, come here. What's wrong. Tell me.

He hugs her.

LENA

I'll love you from my grave, Barry.

BARRY

Shhhh. Don't talk that way. Come lay down. You need to lay down. Tell me what happened...

He leads her down the hall. CAMERA FOLLOWS INTO

THE BEDROOM

They enter. She sits on the bed.

LENA

I'm just not well, not feeling well.

BARRY

It's okay. Just lay down for a bit. I'll get you a glass of water.

Barry goes into the bathroom, fetches water.

LENA

Where are you going tonight?

BARRY (OC)

I'm goin' to the job, you remember?

LENA

I remember.

BARRY (OC)

Why?

LENA

Be careful.

Barry returns with the water.

BARRY

I'm always careful.

LENA

What if someone tries to hurt you?
Barry: What if someone put a gun
in your face? Would you fire first?
I know you're a pacifist and clean
thief, but tell me you'd fire first.

BARRY

No one's gonna try and hurt me.
Everything'll be fine.

LENA

Promise me you'd fire first.

BARRY

I promise you I'd fire first.
Listen, honey: Bill and Larry are
in on the thing. They're real good
at their jobs so nothin's gonna
happen, you know I'm always careful.

LENA

I couldn't stand losing you.

BARRY

C'mon, Lena. C'mon. Just be quiet
now and take a nap. I'll get you
some aspirin --

Barry exits, CAMERA LEADS HIM DOWN THE HALL, HE ENTERS INTO THE LIVING ROOM, CAMERA PANS AWAY FROM HIM TO THE GLASS DOORS, WHICH LOOK OUT OVER THE CITY. CAMERA HOLDS, LOCKS OFF, AND DISSOLVES TO NIGHT OUTSIDE THE WINDOW.

BEAT, THEN:

Barry enters back into FRAME, throws on a jacket, looks for something, calls to Lena in the bedroom. CAMERA FOLLOWS HIM THROUGH ENTIRE SEQUENCE.

BARRY

Honey, have you seen my revolver?

LENA (OC)

Try the kitchen.

BARRY

(to himself)

...gonna be late....

Barry enters the kitchen, finds it in a drawer and loads it.

BARRY

Honey....honey...?

LENA (OC)

Yeah?

BARRY

I gotta go....I'll be back about two or three. You feel okay now?

LENA (OC)

I'm fine now, Barry. I feel fine. Bring back lots of money.

BARRY

Will you wait up for me?

LENA (OC)

I'll try.

Barry heads for the door.

LENA (OC)

Barry, darling?

BARRY

Yeah?

LENA (OC)

Leave your ring on the front table.

BARRY
...what, why?

LENA (OC)
I need to do something with it.
Something special. A surprise.

BARRY
Why now?

LENA (OC)
Just leave it...don't worry...
...don't worry...

Barry takes off his RING and sets it on the front table.
CAMERA stays with the RING.

BARRY (OC)
I'm leaving. I'll see you later.

LENA (OC)
I love you!

BARRY (OC)
I love you, too!

CUT TO:

EXT. BARRY AND LENA'S APARTMENT - THAT MOMENT

Barry comes down the stairs and gets into a Cutlass that's waiting.

CUT TO:

INT. CUTLASS - PARKED - THAT MOMENT

Barry's friend, LARRY (30s) behind the wheel, starts the engine.

LARRY
You ready?

BARRY
Do you love your wife, Larry?

LARRY
I like her a lot.

BARRY
I love mine with all my heart.

They pull away. CAMERA PANS UP to the apartment window.
Lena watches the car pull away, then closes the curtains.

CUT TO:

EXT. SMILING PEANUT BAR - NIGHT - MOMENTS LATER

Larry and Barry pull up in front of this bar in Burbank, get out of the car and go inside --

CUT TO:

INT. SMILING PEANUT BAR - THAT MOMENT

Larry and Barry enter and head for the back. The bartender, RIDGELY (40s) calls to them from behind the bar.

RIDGELY

Hey, boys. Tip gonna-go?

LARRY

Looks good, looks good.

They enter the back room.

CUT TO:

INT. BACK ROOM OF THE BAR - THAT MOMENT

CAMERA comes in as Barry's POV and dollies in CLOSE to a man sitting at a round table, BILL (30s). He smiles and says:

BILL

(into CAMERA)

We're all here.

Barry and Larry greet the two other men there: JACKIE, mid-twenties and TOM, mid-fifties. They sit at a round poker table.

BILL

(to Larry)

Did you gas up?

LARRY

Both of 'em.

BILL

Keep the receipts?

LARRY

It's on me.

BILL

That's team spirit and that's what we need. Babaloo's gonna be proud to hear that sort of thing. Is everybody fine tonight? Anybody got any questions?

(no answer)

I thank the lord no one raised their hand -- 'cause if there's questions at this late date, we ain't done the thing right. Babaloo wants this smooth, so let's do it that way. He's a good man and he's backed this whole operation from the git. I think we should do our best to make him proud. If this whole show goes well, then maybe we can talk about arranging personal introductions. Until that time, he sends his appreciation to you guys for understanding his precaution. Okay? Okay. Alright: Let's go get some money.

CUT TO:

INT. SMILING PEANUT/FRONT BAR - THAT MOMENT

They guys come out and head for the exit. Ridgely steps out from behind the bar and approaches Barry. They speak as they walk. CAMERA DOLLIES IN FRONT OF THEM.

RIDGELY

Barry, Barry, Barry --

BARRY

Hey.

RIDGELY

Everything on the swing, everything on the sly, the tip's gonna go, eh?

BARRY

Everything look's good.

RIDGELY

The great and powerful Babaloo didn't invest in this group for nothing.

BARRY

The tip's gonna go as long as bullets don't fly --

RIDGELY

We'll be drinking to success?

BARRY
-- and bags full of green.

RIDGELY
Babaloo loves confidence --

Ridgely hands Barry a SMALL WHITE ENVELOPE.

RIDGELY
-- this is for you. Lena dropped it.

BARRY
She was here?

RIDGELY
This afternoon, looking for you.

BARRY
What is it?

RIDGELY
I'd never break the trust by
splitting that seal.

BARRY
Thanks.

RIDGELY
I'll see you at the stroke of --

BARRY
-- absolutely.

Ridgely stops, watches Barry walk out the door with the others.

CUT TO:

INT. CUTLASS - MOVING - NIGHT

Larry driving. Bill in the front. Jackie, Tom and Barry in the back.
Bill speaks to the group.

BILL
When we get to the thing -- you
keep yer whits about you, you keep
your chin up, trigger finger ready,
and lemme tell you: If you gotta do it --

BARRY
Let's just try and avoid that.
A situation comes up, let's just try
and do our best -- you know how I feel.

BILL

I know you don't like a mess, Barry,
you're notorious as a clean thief
but this thing here --

LARRY

-- these guys are different.

JACKIE

They're motherfuckers --

BILL

-- they're totally different breed.

TOM

-- if it comes to it and you got to --

BILL

-- you got to, you got to --

BARRY

But nobody wants a blood bath.
Nobody gains --

BILL

Nobody wants it. All I'm saying --

BARRY

-- All I'm saying, if we can avoid it.

TOM

-- if it happens, though.

BILL

If it happens, someone's gotta
be left standing.

JACKIE

Better someone else when a bullet flies.
That's what I always say --

BILL

-- You got it, Jack.

JACKIE

I always say that except when you see
some guy on the news who won a lot of
money playing a slot machine in Vegas,
that's when I say shit, why not me
instead of him...?

BARRY

...So much violence...

BILL
The way of the world.
We're almost there --

The guys get quiet for a moment. Barry reaches in his pocket, takes out the small white envelope, reads it. SLOW ZOOM INTO CU.

LENA (VO)
My darling Barry, I write to
tell you as simply as I can:
I don't love you anymore.
I'm seeing someone else.
I don't love you anymore.
You'll never see me again.
I don't love you anymore.
Lena.

BILL (OC)
Barry...Barry...

BARRY
...huh...?

BILL
You cool?

BARRY
...wha...?

BILL
We're there.

The car stops. Barry slips the note in his pocket.

CUT TO:

EXT. ALLEY WAY - NIGHT - THAT MOMENT

The guys get out of the car, move to the trunk and take out some weapons. A couple shotguns and a few handguns. Barry is in some sort of daze as he clicks his .45 Automatic.

Larry stays behind the wheel of the car. Bill, Tom, Jackie and Barry walk to the mouth of the alley and turn the corner --

CUT TO:

EXT. PARALLEL STREET - THAT MOMENT

The guys walk the street running parallel to the alley where the car is parked. They enter a shabby, BUNKER-type building with a sign out front: "The Reseda Bridge Club." They enter --

CUT TO:

INT. RESEDA BRIDGE CLUB - THAT MOMENT

They guys enter the dark, empty place. They make a beeline for the only place to go -- a descending staircase.

CUT TO:

INT. STAIRWELL - THAT MOMENT

They move down the stairs to a CLOSED DOOR. The guys stop a BEAT and look at each other. THEN: Bill knocks on the door...a MOMENT later a FAT PIGGY MAN opens up and the guys CHARGE IN, BREAKING THROUGH THE DOOR...

CUT TO:

INT. RESEDA BRIDGE CLUB - THAT MOMENT

...The guys come CRASHING THROUGH. Barry grabs the Fat Piggy Man around the neck, holds a GUN to his head, pushes him forward --

BILL pumps his SHOTGUN. CAMERA SWINGS AROUND TO REVEAL:

The Reseda Bridge Club is actually an UNDERGROUND CASINO.

There's Blackjack, Roulette and Craps Tables. DEALERS for each game -- PATRONS crowd the tables. Everyone in the place turns --

BILL

Okay. Okay. Okay. We're here to take money from you and that's the thing. I don't want bullshit, I don't want hassle and if you think you got muscle: Step on up and meet my friend...

Bill holds up his SHOTGUN.

...Barry pushes the Fat Piggy Man towards a back room...

Jackie and Tom move around with DUFFEL BAGS open --

BILL

Put everything you got into these bags -- have a smile on your face and don't get lippy -- a smart ass equals a dumb ass when a man's got a shotgun in his hand --

CUT TO:

INT. BACK ROOM - THAT MOMENT

...Barry pushes the Fat Piggy Man in...This is an office.

FAT PIGGY MAN

...you shouldn't -- you can't --
you can't get away with this --

BARRY

You listen to me: I'm not a violent man and I don't want to hurt you so don't make me have to -- because I will if I should...all I want you to do is open the safe under the desk because I know you can.

FAT PIGGY MAN

A lot of people are gonna be very upset with you, my friend --

BARRY

Please don't make me hurt you.
Just Open The Safe.

The Fat Piggy Man starts to open the safe under the desk.

CUT TO:

INT. RESEDA BRIDGE CLUB - THAT MOMENT

Tom and Jackie are loading the bags with money and jewelry from the Patrons and Dealers. Bill stands with his shotgun.

BILL

-- That's it, that's it, we're
doin' fine -- Keep it goin' --
Keep it goin' --

CUT TO:

INT. BACK ROOM - THAT MOMENT

The Fat Piggy Man has opened the safe and is loading the money into a BAG. Barry, holding the GUN aimed at him, starts to swell with tears. The Fat Piggy Man notices.

BARRY

Have you ever seen a man with
a broken heart?

FAT PIGGY MAN

...I don't know...

BARRY

Now you have.

FAT PIGGY MAN

Listen, Johnny: Why don't you just quit?
You're never gonna get away with
this, you gotta believe me --

BARRY

I lost the love of my life tonight.

FAT PIGGY MAN

A broken heart is no reason to
go insane and rob this type of
operation, you're dealing with some
pretty hard cats --

BARRY

Just open the safe...please...my heart
hurts too much ta argue with you --

FAT PIGGY MAN

-- your heart is broken and it
doesn't seem you're thinking clearly --

BARRY

I lost the love of my life and
you expect me to think clearly?

FAT PIGGY MAN

No bitch is worth the kind of
trouble you're in for, man --

BARRY

I loved her with all my heart, so don't
talk that way. Don't talk that way about
Lena. You understand? You just put the
money in the bag, you fat piggy man.

The Fat Piggy Man turns back to the safe, reaches into it,
pulls out a REVOLVER that's hidden beneath some stacks of money...

...Barry is oblivious as he wipes the tears from his eyes...

The Fat Piggy Man raises the REVOLVER and FIRES at Barry, ripping
a BULLET through his HAND. Barry's GUN falls through the air to
the floor --

BARRY

Why'd you do that?

The Fat Piggy Man gets up off the floor and moves towards him
with the REVOLVER aimed --

BARRY (contd.)

I never hurt you. I never hurt anyone. I'm not a violent man, I'm not even gonna go for my gun. No matter what you we're gonna do, I never would have shot ya. I can't believe you shot me --

BILL (OC)

BARRY!

BARRY

-- My heart is broken and you wanted to kill me.

ALL STILL LISTENING. FAT PIGGY MAN
I don't wanna kill you 'cause you and me are goin' out that door and talk your pals outta doin' what they're doin' --

BILL (OC)

TALK TO ME BARRY, WHAT'S UP IN THERE?

BARRY

-- I loved Lena like nothing else, do you know that?

The Fat Piggy Man is now inches from Barry...he aims his gun in his face.

FAT PIGGY MAN

Fuck your Lena and fuck you.
Let's go talk to your pals.

The Fat Piggy Man pushes Barry forward, holding the gun to his head.

CUT TO:

INT. RESEDA BRIDGE CLUB - THAT MOMENT

Barry and Fat Piggy Man come into the front room. The guys turn.

Bill RAISES HIS REVOLVER AT THE FAT PIGGY MAN, WHO HOLDS BARRY AROUND THE THROAT WITH THE GUN POINTED TO HIS HEAD.

FAT PIGGY MAN

Alright now. Listen up: Your pal here is gonna get a bullet in the brain unless you drop those bags and take a walk --

BILL

-- I'm an expert shot man.
You let him go or you get it --

FAT PIGGY MAN

I don't wanna hear your bullshit,
this one's gonna go first --

BILL

I'm aiming at one of your chins
and they ain't hard targets to hit.
So you let him go before I pull my trigger.

FAT PIGGY MAN

-- I can't let you do this.
You better TAKE A FUCKIN' WALK.

BILL FIRES and HITS the FAT PIGGY MAN IN ONE OF HIS CHINS.
HE FALLS DEAD TO THE FLOOR. BEAT, THEN: Barry looks to Bill.

BARRY

Lena doesn't love me anymore, Bill.
She wrote me a note. She wrote me
this note.

He takes out the white envelope.

BILL

Barry, Barry. Later. We're in the
middle of the thing --

BARRY

How could she do this? How could
she leave me? We promised each other...
we promised each other that if it ever
came to this....that if it ever came
to this....we'd end it with one last kiss.

ANGLE, ROULETTE WHEEL

The DEALER behind the wheel takes advantage of the guys talking
to slip his hand under the table for a SAWED OFF SHOTGUN.

BARRY

...She said, "Promise we'll end
it with one last kiss."

The ROULETTE DEALER raises the SHOTGUN and FIRES at BARRY...

The BULLET BLOWS RIGHT PAST BARRY'S HEAD AND HITS THE DOOR
BEHIND HIM.

...Jackie reacts, FIRES a SHOT that hits the dealer in the CHEST...

...Blood splatters Bill, Barry and the LETTER in his hand....

BILL

Let's go -- now -- now --

Bill pushes Barry towards the exit -- Jackie and Tom follow --

Another DEALER pulls a GUN from his back and FIRES a SHOT at them -- the BULLET RIPS into Jackie's HEART...

...he falls. Tom FIRES at the DEALER AND KILLS HIM.

Another Dealer feels lucky and pulls up a GUN...Bill and Tom both react by SPRAYING HIM with BULLETS....

A PATRON starts to run and Jackie, on the floor, WEAKLY RAISES HIS GUN AND SHOOTS...HITTING THE PATRON IN THE BACK.

BULLETS CONTINUE TO FLY AND THE PLACE BECOMES A FULL-ON-SHOOT-OUT.

CAMERA CLOSES IN ON BARRY. He's oblivious to it all, eyes swelling with tears.

The shooting spree ends. There's BLOOD and SMOKE everywhere. Jack is DEAD on the floor.

Tom and Bill grab Barry and push him towards the back exit...

CUT TO:

EXT. BACK ALLEY - THAT MOMENT

Bill, Tom and Barry BURST into the alley and head for the car -- Larry is behind the wheel, waiting --

LARRY

What the fuck were those shots?
What happened? WHAT HAPPENED?

BILL

Just go.

LARRY

What about Jack?

BILL

Just MOVE.

They take off.

CUT TO:

INT. CUTLASS - MOVING - THAT MOMENT

Barry is crying in the back seat. The other guys catch their breath.

CUT TO:

EXT. DIRT ROAD/MULLHOLLAND - MOMENTS LATER

The Cutlass comes to a SLAMMING STOP on the dirt stretch of Mullholand. Larry, Barry, Tom and Bill get out and head for another CAR parked nearby.

BILL

Hang on, guys. Hold up a minute.

Tom, Larry and Barry stop and turn. BEAT. CAMERA DOES A QUICK DOLLY INTO BILL.

BILL

Barry: I'm sorry about Lena.

Tom: You been a good friend.

Larry: Thanks for the ride.

I'm sorry to do this, but it comes from the big man. It comes from Babaloo.

With that, Bill pulls out his GUN and SHOOTs Larry in the FACE, Tom in the FACE and Barry in the SHOULDER. They all fall.

Bill grabs the money bags from their hands, gets in the new CAR and PEELS OUT.

HOLD.

Barry is lying in a pool of BLOOD. He starts to move a bit, turns himself over....he gets himself up and behind the wheel of the Cutlass. He takes off...

CUT TO:

INT. CUTLASS - MOVING - THAT MOMENT

Barry, bleeding from his HAND and SHOULDER, is trying to get his vision straight as he drives FULL SPEED through traffic.

CUT TO:

INT. BARRY AND LENA'S APARTMENT - NIGHT - MOMENTS LATER

Barry steps in, bleeding all over the place. CAMERA HOLDS ON HIS FACE. BEAT, THEN:

REVERSE ANGLE - OVER BARRY'S SHOULDER - THAT MOMENT

The place looks half-as-full as the last time we saw it. All of Lena's stuff is gone. Barry looks around a moment, notices a piece of paper in the corner of the room. He walks over, picks it up.

INSERT, THE PIECE OF PAPER.

It's an advertisement for a Jazz Club called, "The Elysian."
There's a picture of a Quintet and a line reading, "One Week Only."

Barry folds it, puts it in his pocket. He sinks to the floor and holds his head in his lap. CAMERA RISES ABOVE HIM.

LENA (VO)
...if you listen closer, I'll whisper
something in your ear. I'll tell you
my secrets and desires and I'll tell
you the purest thing in the world...
I love you, my darling. I love you.

CAMERA, STILL RISING, DOES A 360, THEN CUT TO BLACK:

LENA (VO)
...promise we'll end it with one
last kiss....

MUSIC UP. TITLES AND TITLE CREDITS FOR:

"KNUCKLE SANDWICH"

CREDITS AND MUSIC CONTINUE OVER:

INT. CUTLASS - MOVING - NIGHT

Barry's driving fast. The radio is playing a sad love song.
He flips the dial and another sad love song comes on.
He flips again and an even sadder love song comes on. Another
has an even sadder, sad love song. This continues until:

END TITLE CREDITS.

CUT TO:

EXT. ELYSIAN NIGHTCLUB - NIGHT - LATER

The Cutlass comes slamming to a stop across from the Jazz Club.
Barry gets out, checks the address and name to that on the flier.

CAMERA DOES A QUICK DOLLY TO HIM. He folds the flier and puts
it back in his pocket.

His shirt is STAINED with BLOOD that pours from his SHOULDER WOUND.
His hand is BANDAGED and he's wearing a TRENCH COAT now. He buttons
up to help conceal the stains and crosses the street --

CUT TO:

INT. ELYSIAN NIGHTCLUB - THAT MOMENT

Barry enters the medium-sized, smokey place and shifts attention straight to the stage.

BARRY'S POV - ACROSS THE CLUB

A small JAZZ QUINTET is playing a number. Four black guys and a white guitarist, who's in the middle of a solo...

Barry takes a few steps inside the club and looks closer --

CAMERA DOES A QUICK DOLLY towards the guitarist -- as he finishes his solo he turns out of the CAMERA'S path -- to land the angle with:

The Big Black Guy playing the drums, TYRONE (late 20s) who begins a SOLO. On Tyrone's hand, we catch a GLIMPSE in SLOW MOTION of the RING that Lena once gave Barry.

Barry watches him and fights back a tear. He steps up to the bar.

BARTENDER

What do you need?

BARRY

...nothing.

BARTENDER

You gotta buy a drink, pal.

BARRY

I have...

Barry pulls a few crumpled bills from his pocket.

BARRY

...I have two dollars...

BARTENDER

You can get a beer.

BARRY

A beer, then.

Bartender fetches it. Barry watches Tyrone, doing his solo in the reflection of the bar mirror. HOLD, THEN:

Tyrone's DRUM SOLO comes to an end and so does the number. The AUDIENCE applauds, the Quintet Leader steps up to the mic.

QUINTET LEADER

Cats and Dogs, we're gonna take a break for a nickel or so, so don't split now.

The band members exit the stage and move to the back of the club. Barry notices their direction and starts to follow. The Bartender brings his beer, calls out.

BARTENDER
That's a buck, man.

Barry stops, pays and heads towards the back.

CUT TO:

EXT. ELYSIAN NIGHTCLUB - ALLEY - THAT MOMENT

Four of the five band members stand out back, smoking a joint. Barry steps into the alley and they turn.

BARRY
I'm looking for Tyrone.

QUINTET MEMBER
He ain't around.

BARRY
...I'm a friend...

They ignore him.

BARRY
...I'm an old friend...

They ignore him some more. Barry goes back inside.

CUT TO:

INT. BACKSTAGE HALLWAY - THAT MOMENT

Barry walks down the hall, passes a pair of doors that lead into the KITCHEN. He looks in, spots Tyrone.

CUT TO:

INT. KITCHEN - THAT MOMENT

Barry steps into the empty KITCHEN. Tyrone stands off in the corner near some crates, snorts some coke from his hand. Barry waits and watches.

Tyrone finishes, walks to a small sink and starts to wash his hands. Barry looks closely at his hands and the RING on his pinky finger.

TYRONE
What's up, man?

BARRY

Hello.

TYRONE

...you got a problem...?

BARRY

No. No. I'd like to talk to
you a moment.

TYRONE

Fuck off.

BARRY

Please if I could only have a moment.
I've been looking for you --

TYRONE

-- You been looking for me?

BARRY

My name is Barry Wurlitzer.

TYRONE

I don't know you. Fuck off.

BARRY

My wife --

TYRONE

-- whatcha want, man?

BARRY

You know my wife. My wife is Lena.

(beat)

Please....my wife...

Tyrone notices a small DRIP OF BLOOD that falls from Barry's
wound to the WHITE-TILED FLOOR.

TYRONE

Uh-huh.

BARRY

My ex-wife.

TYRONE

Uh-huh.

BARRY

Please, can I talk to you a moment?

TYRONE

You come to fight for the love of
your bitch? You fuckin' with the
wrong cat if that's the case.
You wanna fight?

BARRY

No, please, no. I have no intention
of fighting with you, I'm not a
violent man. I just wanna talk.
I'm wounded and I don't have a lot
of strength...I'm here...I'm here
because the love that I have for her --

TYRONE

Look motherfucker --

BARRY

-- The love in my heart.

TYRONE

-- I don't give a fuck, daddy and
I don't wanna hear your sad song.
You wanna ride me about seeing
your woman, I ain't gonna take it.
Wounded or not, I don't take flack from --

BARRY

-- I met Lena six months ago.

TYRONE

-- and I don't care about your god
damn history.

BARRY

-- six months ago we met, one week
later we were married, not more than
four hours ago did I get this note
she wrote telling me that her love
had faded and she was seeing someone else.

Barry pulls out the WHITE ENVELOPE sprinkled with BLOOD.

BARRY

When I went back to our apartment --
it was empty -- she wasn't there --
not a trace that she had ever even
been there in the first place --
but I found this flier -- the advertisement
for this club.

(takes out the flier)

-- I stepped in this place and I knew
it was you who loved my dear Lena now.
I knew because of the ring on your finger.
That ring is something she had given me --

TYRONE

-- It's my ring now, motherfucker.

BARRY

Please, I'm almost through. I'm almost finished. I know this seems strange -- me coming here, talking to you like this in the kitchen at your place of work...but you're the only clue I had. The only clue towards getting the two very simple things that I'm after:

(beat)

I just want my ring and I just wanna kiss Lena one last time...that's all.

BEAT. THEN:

TYRONE

I met Lena two days ago and in that time I've fucked her pussy twenty times and fucked her ass about twenty more. I really don't think she's gonna be hot and heavy for a kiss from you --

BARRY

Please. If you could only --

TYRONE

You and me are gonna fisticuffs right now 'cause I'm in the mood ta fight. See: I know what's happenin' on every damn scene and I know who's putting it down, laying it straight and who's walkin' the crooked mile. You talkin' this trash, given me an example of White Frontlash. Now, I'm gonna show you some Black Whiplash --

Tyrone pushes Barry, who holds his arms up, surrendering and backing off like a child.

BARRY

Please....please...Tyrone....
I've come for your help, for your help.
If you could give me the ring and tell me where she is...you'll never hear from me again, I promise you. I'm not a nut, I'm not a psychopath and I'm not gonna harm anyone...I just wanna try and fix this mess that I'm in. Lena was the One True Love Of My Life. Please.

TYRONE

No. Fuck off. You wanna fight or what?

BARRY

If you just tell me where she is
and give me the ring --

TYRONE

-- you can suck my cock before
I give you this ring --

BARRY

-- The only two things in the
world that I want --

TYRONE

-- Listen up, Johnny. Dig This And
Dig It Clear: You've heard of me?

BARRY

Well, I saw the flier and you seem
a good drummer but besides that, no --

TYRONE

-- well check this: Along with being one
bad ass drummer I am also one kick ass
samurai. Twenty years of hittin'
a high hat and poundin' a bass has done
modern science miracles to my muscles.
Look at this:

He raises his pant leg to reveal his MUSCULAR CALF.

TYRONE

One kick from this little python,
you're gonna be singing a very ugly song.
See this?

(holds up his arm, flexes)
That's stronger then it knows it is.
Now: Either put up yer dukes or get the
fuck outta my sight. 'Ya Dig?

BEAT. Barry starts to walk out, then stops, turns, fighting
back tears: CAMERA DOES A SLOW DOLLY IN.

BARRY

She's the one woman who made me want
to sing songs about birds and flowers
and the beauty of the sky and the sea and
all these things that I never, ever thought
I'd feel -- this is the one person who made
me feel my own heart beat. Maybe I sound
crazy and maybe it seems foolish but...
but...but if you can look in your heart.
I just want the ring...I just want that
one last kiss...Help Me, Tyrone.
Look In Your Heart....or all I can do
is suffer.

BEAT. Tyrone takes out a toothpick, picks his teeth and says:

TYRONE

Listen up , Bobby --

BARRY

-- Barry. --

TYRONE

Whatever. I'd like to tell you
what's on my schedule:

(beat)

I gotta go back outside to the alley and
smoke a joint. I gotta get back on that
stage and play the drums (which I do so damn
well.) After that, I gotta slip my sticks
in their case, grab my coat, go to that secret
location where Lena is waiting -- fuck her in
the ass, come in her face, then tell her that
I love her. Now on that schedule, did you hear
the slightest possibility of getting this ring
or getting your one last kiss?

BARRY

No I didn't.

TYRONE

Then you dug it with your ears open.

Tyrone smiles, places his HAND on the sink and nods at Barry.
Barry notices the RING.

BARRY

There's nothing that I can say or do?

TYRONE

Do you have any money?

BARRY

I have a dollar left to my name.

TYRONE

Then there's nothing you can say or do.

BARRY

...My Ring...

Tyrone smiles, shakes his head.

BARRY

...My One Last Kiss...

Tyrone shakes his head again.

BARRY

Please tell me where she is.
Please give me my ring...I'm just
a suffering fool--

TYRONE

-- and I'm just a nigger with a cock
in your woman's mouth...you dig that?

Barry starts to cry, fights back a lump in his throat and hangs his head. His eyes move towards something on the counter nearby.

BARRY

(sotto)

I dig it...I dig it...I dig it....
Now you dig this:

In an INSTANT...Barry reaches for a MEAT CLEAVER that's on the kitchen cutting table next to him and takes a WHACK at Tyrone's HAND...

...the cleaver HACKS into Tyrone's wrist and his hand falls straight off into the SINK...

BARRY

YOU DIG THAT, MOTHERFUCKER?
I LOVE THAT WOMAN WITH ALL THE HEART,
SOUL, BLOOD AND FLESH IN ME AND YOU
WANNA FUCK WITH ME? YOU WANNA FUCK
WITH A BROKEN HEARTED FOOL?

TYRONE

PLEASE. FUCK. NO. PLEASE. MY HAND.

BARRY

WHERE IS SHE?

TYRONE

MY FUCKIN' HAND!

BARRY

I WANT ONE LAST KISS FROM MY WIFE AND
YOU'RE GONNA TELL ME WHERE SHE IS.

TYRONE

I DON'T KNOW, I DON'T KNOW.

BARRY

TELL ME.

TYRONE

I DON'T, I DON'T EVEN KNOW HER,
I MET HER ONCE, I MET HER TONIGHT,
FIRST TIME I EVER MET HER!

BARRY

YOU TELL ME WHERE SHE IS
SO I CAN GO AND KISS HER.

TYRONE

I KNOW HER SISTER, I MET HER ONCE,
I KNOW HER SISTER --

BARRY

-- YOU WANNA FUCK WITH ME?

TYRONE

NO. PLEASE. MY FUCKIN' HAND HURTS.

BARRY

YOU DON'T HAVE A HAND ANYMORE.
WHERE'S LENA, WHERE'S MY ONE LAST KISS?

TYRONE

HER SISTER, MAN. HER SISTER. SHE KNOWS.
I DON'T. I DON'T. MY FUCKIN' HAND!

BARRY

YOU-DON'T-HAVE-A-FUCKIN-HAND.

TYRONE

-- SHE GAVE ME THE RING, I DUNNO WHY!
SHE GAVE IT TO ME AND THAT'S IT!
I KNOW HER SISTER! HER SISTER! SHE
KNOWS WHERE SHE IS! PLEASE! MY HAND!

BEAT. Barry takes a good look at him. There's BLOOD everywhere
in this white-tiled kitchen.

TYRONE

I swear...I swear to fucking Christ, man.
Please. God. Please. I was just lookin'
for a fight...please...please...I'm sorry.
I was in the mood for a fight, that's all.
Please...please...please...

Barry reaches into the sink, takes Tyrone's severed HAND and exits...

CUT TO:

INT. ELYSIAN NIGHTCLUB - THAT MOMENT

Barry takes the RING off the pinky finger of Tyrone's severed hand and places it in his pocket.

He passes the rest of the QUINTET who are back on stage. Barry throws the HAND to them -- it lands on the stage -- they look up at Barry --

BARRY

You need a new drummer.

He walks out of the club.

CUT TO:

EXT. ELYSIAN NIGHTCLUB - THAT MOMENT

Barry exits the club. CAMERA DOES AN EXTREMELY FAST DOLLY TOWARDS HIM THAT LANDS IN A CLOSE-UP. BEAT.

He takes the ring from his pocket and places it on his pinky finger. BEAT. He gets in his car and peels out --

CUT TO:

EXT. HOLLYWOOD APARTMENT BUILDING - NIGHT

Barry's car comes to a SLAMMING STOP in front of an apartment complex. He exits and goes up the stairs.

CUT TO:

INT. CHRISTINA'S APARTMENT - THAT MOMENT

It's dark and quiet. There's a KNOCK on the door. HOLD. There's a few more knocks. HOLD, THEN:

Barry comes SMASHING THROUGH THE DOOR and charges around the place looking -- CAMERA follows with him through the entire house -- he arrives to a hallway -- at the end of it is a closed door.

BARRY

Lena...

BEAT. His eyes start to swell.

BARRY

...Lena...

A WOMAN'S VOICE comes from behind the bathroom door.

WOMAN'S VOICE

Who is that?

BARRY

Lena?

WOMAN'S VOICE

I'm aiming a gun through the door
and I'll fire unless you identify
yourself....

BARRY

Chris?

WOMAN'S VOICE

Who's that?

BARRY

It's Barry.

WOMAN'S VOICE

Barry, what the hell are you doing?

BARRY

Don't shoot, I'm coming down.

WOMAN'S VOICE

No. I'm taking a shit. I'll be
out in a minute --

Barry stops, waits. BEAT. HOLD, THEN: The TOILET FLUSHES and
out steps CHRISTINA, (late 20s). Lena's sister.

CHRISTINA

Are you looking for her?

BARRY

...Chris...please...

CHRISTINA

She's not here.

BARRY

...Where...?

CHRISTINA

I'll say I don't know and you'll
think I'm lying.

BARRY

I'll believe you.

CHRISTINA

I don't know.

BARRY
I believe you.

BEAT. Christina notices his WOUND. Barry starts to PASS OUT.
She rushes to him, holds him up.

CHRISTINA
Okay...wake up...hang in there...Barry...
She slaps him around --

CHRISTINA
Jesus Christ, what happened to you?
Barry? Barry?

BARRY
I been shot....and my heart is broken...
He's out like a light. Chris drags him down the hall and into --

CUT TO:

INT. BEDROOM - THAT MOMENT

Chris takes his shirt off and examines the wound.

CHRIS
Hang in there, Barry. Hang in there.

She gets him into bed. CAMERA DOES A SLIGHT DUTCH, SLOW ZOOM
INTO BARRY.

CUT TO:

INT. HOT DOG STAND - FLASHBACK - NIGHT

CAMERA holds on a CLOSE-UP of Lena eating her hot dog.
She smiles in SLOW MOTION.

LENA (VO)
...promise....promise...I'll love
you from my grave...promise....

CUT TO:

EXT. STREET - FLASHBACK - NIGHT

The scene where Bill SHOTS Barry in the shoulder is REPLAYED
in SLOW MOTION and from a CLOSER ANGLE.

BILL (VO)
...I'm sorry about Lena.....

CUT TO:

INT. KITCHEN/NIGHTCLUB -- NIGHT

Barry WHACKS Tyrone's HAND with the MEAT CLEAVER in SLOW MOTION.

TYRONE (VO)
....than you dug it with your
tears open....

CUT TO:

INT. LENA AND BARRY'S APARTMENT - FLASHBACK - NIGHT

Lena and Barry hug in SLOW MOTION.

LENA (VO)
...I couldn't stand losing you..

CUT TO:

INT. CHRISTINA'S APARTMENT - BEDROOM - NEXT MORNING

Barry is bandaged up. He wakes, looks at Chris, who's sleeping in the chair next to the bed.

BARRY
Chris...Chris...

She wakes up.

BARRY
I have to find her, Chris.

CHRIS
You'll bleed to death if you get up.

BARRY
It's not the bullet wound that's
bleeding....it's my heart.

Chris gets up, sits next to him on the bed.

BARRY
What did she say....what happened?

CHRIS
She called me over last night to
help her pack her stuff. Tyrone
and I went over --

BARRY
-- I met Tyrone.

CHRIS

You did?

BARRY

He had my ring.

CAMERA HOLDS ON BARRY.

CHRIS (OC)

She asked him if he wanted it.
She just gave it to him. He gave
her a flier for his gig at the Elysian.
He probably wanted to fuck her.

BARRY

Did she tell you where she was going?

CHRIS (OC)

She wouldn't tell me why or where or
what was going on. Said she wasn't
going far and she'd call me --

BARRY

-- and?

CHRIS (OC)

No.

Barry gets off the bed and starts to dress.

CHRIS

Barry, you gotta stay put --

BARRY

-- I gotta find her.

CHRIS

Where will you look?

BARRY

Everywhere.

CHRIS

You'll never find her. Barry, Barry --

BARRY

I need your gun, Chris.

CHRIS

What are you gonna do when you find her?

BARRY

" I just want one last kiss.
I just wanna touch her lips and
end the whole thing like it should end.
We promised each other.

CHRIS

Hang on.

She disappears, comes back with a REVOLVER.

BARRY

Bullets?

She gives him some and he heads for the door.

BARRY

Is there anything that might be a clue.
Anything she did or said or had that
might mean something...

LONG HOLD, LONG PAUSE, THEN:

CHRIS

...she was smoking a different
brand of cigarettes...?

BARRY

Oh.

He turns for the door, then turns back:

BARRY

...what kind of cigarettes?

CHRIS

American Spirits.

Barry leaves.

CUT TO:

EXT. HOLLYWOOD TOWERS APARTMENT - THAT MOMENT - DAY

Barry exits and heads for his car. CAMERA PANS AWAY TO A MAN IN A
HAT AND TRENCH COAT, STANDING OFF IN A SHADED CORNER. WE DON'T SEE
THIS MAN'S FACE. He watches Barry leave.

CUT TO:

INT. CUTLASS - MOVING - DAY

Barry driving full speed. The radio is playing a sad love song.

CUT TO:

EXT. SEVEN-ELEVEN - DAY - MOMENTS LATER

Barry's car SLAMS on it's brakes in front of a 7-11.

CUT TO:

INT. SEVEN-ELEVEN - THAT MOMENT

Barry walks to the ATTENDANT behind the counter.

BARRY

Do you have American Spirit cigarettes?

The ATTENDANT searches every single pack of cigarettes on the rack above the counter -- it takes a while.

ATTENDANT

...Merican Spirit...Merican...Merican...

BARRY

Are they kept alphabetical?

ATTENDANT

...alphabetical?

BARRY

Do you keep 'em up there alphabetical?

ATTENDANT

No...no...alphabetical...

Attendant searches some more.

ATTENDANT

No Merican Spirit.

BARRY

Thanks.

Barry exits.

CUT TO:

EXT. ANOTHER LIQUOR STORE - DAY - LATER

Barry's car comes to a SLAMMING STOP.

CUT TO:

INT. ANOTHER LIQUOR STORE - THAT MOMENT

Barry enters. The KID behind the counter looks up.

BARRY
You carry American Spirits?

KID
... 'scuse me....?

BARRY
I'm looking for American Spirit
cigarettes.

The KID looks at Barry's bandaged shoulder.

KID
You lookin' for trouble, pal?

BARRY
What? No. American Spirit --

KID
-- you can see one of my hands,
but you can't see the other.
You know where the other is?

BARRY
What's your problem?

KID
-- other hands on a shotgun
under the table. I recommend
you re-think anything you were
thinking before you walked in
and take a fuckin' hike --

BARRY
You think I'm here to hold you up?

The KID PULLS THE SHOTGUN UP FROM UNDER THE TABLE AND
POINTS IT AT BARRY.

KID
NOW MOTHERFUCKER! NOW! TAKE A WALK!
TAKE A FUCKIN' WALK!

BARRY
Jesus Christ. No. Don't shoot.
I'm goin' -- I'm goin' --

Barry walks out. The Kid settles down and puts the shotgun
back under the table.

CUT TO:

INT. CUTLASS - MOVING - MOMENTS LATER

Barry driving. Another love song on the radio. He spots another Liquor Store and pulls over.

CUT TO:

INT. ANOTHER LIQUOR STORE - DAY - LATER

Another ATTENDANT looks for "American Spirits" on his rack.

ATTENDANT #2

Nope. No American Spirits.
Rare brand. I've heard of 'em, though.
They're hard to get. Try a smoke shop.
Specialty store.

CUT TO:

EXT. STREET/PHONE BOOTH - DAY - LATER

Barry's on the phone. CAMERA DOES A MEDIUM SLOW DOLLY TOWARDS HIM.

BARRY

...Is this Smokey Steve's?
Do you carry American Spirits...?
Yeah...No? Well. Do you know a place
that might? Yeah..."Juniors Smoke Shop."
"Junior's Smoke Shop," on La Cienega --

CUT TO:

INT. JUNIOR'S SMOKE SHOP - MOMENTS LATER - DAY

JUNIOR (20s) stands behind the counter, smoking two different cigarettes, a cigar and a pipe. The place is a CLOUD OF SMOKE. Barry steps in.

BARRY

American Spirits. Do you carry 'em?

JUNIOR

We're out.

BARRY

You're out, but you did?

JUNIOR

I carry 'em, yeah.

BARRY

...what...uh...when was the last
pack sold....

JUNIOR
You a cop?

BARRY
No. No. I'm looking for this woman.
This woman here...

He takes out a photo, Junior takes a look.

JUNIOR
Jesus Fucking Christ.

BARRY
You know her. She came in, she bought
a pack of cigarettes, she told you
were she was going, right?

JUNIOR
No -- she's a fucking fox.

BARRY
Thank you.

JUNIOR
Your woman?

BARRY
Was.

JUNIOR
Shit. Sorry. Wanna cigarette?

BARRY
Yes, please.

Junior gives him a cig. They light up. BEAT.

JUNIOR
How come you came in askin' about
"American Spirits?"

BARRY
She was smoking 'em when her sister
last saw her. I couldn't find 'em
anywhere but here. They're hard to get.

JUNIOR
They are.

BARRY
You're the only place in town that
carries 'em?

JUNIOR

One other in town. They sell 'em
on Indian Reservations and such in Nevada....

BARRY

Nevada..

JUNIOR

But there's one other place in town.

BARRY

Where?

JUNIOR

I'll call 'em up -- my dad's place.
Senior. "Senior's Smoke Shop,"
in Burbank.

Junior dials his dad.

JUNIOR

Daddy? Hey, you got any American Spirits
left? Huh-huh. Uh-huh. Uh-huh.
Sold any lately? Uh-huh. Uh-huh.
Young lady?

Barry's out the door.

CUT TO:

EXT. SENIOR'S SMOKE SHOP - MOMENTS LATER

Barry's car comes SLAMMING TO A STOP.

CUT TO:

INT. SENIOR'S SMOKE SHOP - THAT MOMENT

CAMERA DOES A QUICK DOLLY AS BARRY'S POV TOWARDS:

SENIOR. A 90-Year-Old-Man, smoking a cigarette through a HOLE in his
NECK from one of those thingy-majegies. Barry holds up the picture.

SENIOR

(into CAMERA)

That's her.

BARRY

What did she say?

SENIOR

Came in, wanted a pack of cigarettes,
I recommended, "American Spirits."
Healthier.

BARRY

She likes to be healthy.

SENIOR

Those cigarettes are the best for you.

BARRY

Did she say anything else...anything,
where she was going?

SENIOR

No. The fella came in, asked her
if she needed a ride, she said, "No."

BARRY

Fella?

SENIOR

Fella.

BARRY

What did he look like?

SENIOR

You been shot?

BARRY

Yeah.

SENIOR

Damn luck. Doin' a job?

BARRY

Yeah.

SENIOR

Be careful. Need any help -- ?

BARRY

-- thanks anyway.

Senior spots the REVOLVER Barry's carrying inside his coat.

SENIOR

Hey, hey...whatcha got there? .38?

BARRY

Yeah.

SENIOR
Nice. See this --

Senior takes a .45 Automatic from under the counter.

SENIOR
-- My gun of choice. You lookin'
for quickness and no jams...38'll
do ya fine....45's pure power.
Never had a jam with this one though.

BARRY
That's nice.

SENIOR
Own a business; 'ya gotta hold
some firepower.

BARRY
I hear 'ya.

SENIOR
Never know what motherfucker's
gonna come in, start sayin' this
and that.

BARRY
back to this guy, the fella.
What did he look like?

SENIOR
He looked like...hell, he comes in
all the time. They got no cigarette
machine at the bar, so they come
in here --

BARRY
The bar. What bar?

SENIOR
Smiling Peanut. Around the corner.

BEAT. CAMERA DOES QUICK MOVE INTO BARRY, AND A QUICK DISSOLVE TO:

EXT. SMOKEY PETE'S - FLASHBACK - ESTABLISHING

BARRY (VO)
Smiling Peanut's just around the
corner --

QUICK DISSOLVE BACK TO:

INT. SENIOR'S SMOKE SHOP - THAT MOMENT

Barry starts to leave. Senior lets him get to the door, then calls out:

SENIOR
Why don't you just ask me the
fella's name?

Barry stops, turns back. CAMERA DOLLIES IN CLOSE.

BARRY
You know his name?

SENIOR
His name is, "Bill."

CAMERA DOLLIES IN CLOSE ON SENIOR. BEAT. He smiles.

SENIOR
I can tell you a whole lot else, buddy.

CUT TO:

EXT. LANKERSHIM CADILLAC DEALERSHIP - DAY - LATER

BILL, dressed in a brand new shark-skin suit is talking to a DEALER and walking around a BRAND NEW BLACK CADILLAC.

BILL
...air is standard?

DEALER
Absolutely. No Cadillac on this lot's
equipped with anything less than the best
Super Cool Conditioners going --

BILL
-- shut the fuck up. How fast does it go?

DEALER
Top speed for this model's been
clocked at 100mph --

BILL
-- Well you don't buy a Cadillac
for speed, do you?

DEALER
No sir --

BILL
-- Shut the fuck up. How much is it?

DEALER
11,000.

BILL
This is the most kick-ass car
I've ever seen.

DEALER
It's beautiful --

BILL
-- Shut the fuck up. I want this
car, man. I want this car more
than anything. Wrap it up.

CUT TO:

INT. CADILLAC DEALER - MOMENTS LATER

Bill grabs a LARGE DUFFEL BAG from his old car and gets behind the wheel of his new Cadillac. The DEALER hands him the keys.

DEALER
You're the owner of a brand new 1967
Cadillac --

BILL
Fuck your mother.

Bill drives to the exit and looks both ways for oncoming traffic --
It's clear both ways and he pulls into the street --

-- and is IMMEDIATELY SMASHED INTO by Barry in the Cutlass --

BILL
WHAT THE FUCK?

Barry backs up, then floors it forward, SMASHING into Bill again.

BILL
STOP! BARRY! STOP!

Barry backs up again....Bill floors his CADILLAC and takes off up Lankershim...Barry throws the Cutlass into drive and a chase begins....

CUT TO:

INT. BARRY'S CUTLASS - MOVING - THAT MOMENT

He drives full throttle after Bill. The radio is playing a love song.

CUT TO:

EXT. LOS ANGELES STREETS - VARIOUS - THAT MOMENT

Bill and Barry enter into a HIGH SPEED CHASE that begins on Lankershim, moves over the Chauenga Pass, travels on Sunset, then Beverly and heads towards downtown.

At one point, Barry and Bill drive side by side --

BARRY
WHERE'S LENA?

BILL
FUCK OFF.

Barry SWERVES AND SMASHES into Bill's Cadillac.

BARRY
I WANT LENA. I WANT ONE LAST KISS.

BILL
STOP IT BARRY, STOP IT. I'M SORRY.

Barry SWERVES AND SMASHES into Bill's Cadillac.

BARRY
TELL ME WHERE LENA IS!

Bill pulls a .44 Magnum from his pocket and starts to FIRE OFF SHOTS at Barry --

-- Barry SWERVES and DODGES to avoid the BULLETS.

THE CARS continue to drive TOP SPEED down Beverly -- each even with the other and all the while -- Bill shooting, Barry dodging --

-- they continue until Bill's dry firing -- the chase continues --

CUT TO:

EXT. DOWNTOWN/FREEWAY UNDERPASS - MOMENTS LATER

This is where the chase comes to an end. Bill SMASHES into a HUGE CEMENT PILLAR that supports the freeway and his car is done for.

Barry SLAMS into Bill's driver's side door --

Barry LOADS HIS GUN as he hops out -- Bill is trying to do the same as he moves out the passenger side door of his TOTALED car --

Bill falls to the ground as he gets out of the car, Barry does a "Dukes Of Hazzard" across the trunk of the Cadillac -- Bill looses grip of his GUN, which falls a few feet away -- Barry arrives at that moment, AIMS POINT BLANK at Bill.

BARRY

Where's Lena?

BILL

Don't. Don't. Please. I'll give it back.

BARRY

I don't care about the loot, I just wanna know where Lena is.

BILL

I got no idea.

BARRY

You're a liar.

BILL

I'm tellin' 'ya Barry. Please.
Please don't shoot me.

BARRY

You were with her. The Smoke Shop.
Smiling Peanut's right around the corner.
You came in, asked her if she needed
a ride somewhere. I know you what's
what Bill, so tell me where she is or
I'm gonna put a bullet in your head.

BILL

...she's....

Barry cocks his GUN.

BARRY

...Tell me....

BILL

You got no chance, Barry, you gotta
believe me...this is big --

BARRY

Talk.

BILL

Just forget about her, man.

BARRY

I'm gonna shoot you in the mouth, Bill.

BILL

She's with the big man.
She's with Babaloo.

BEAT.

BARRY

That doesn't make sense. She doesn't know him, nobody knows him. Nobody's ever seen the guy but you, how did she hook up with Babaloo?

BILL

I haven't the foggiest, Barry.
I don't know the play --

BARRY

Yes you do --

BILL

-- I don't know a thing about him and Lena. Next thing I know, BOOM, she's wrapped around him yesterday afternoon at the bar --

BARRY

Doesn't make sense.

BILL

-- I'm sorry, Barry. You gotta believe me, you gotta.

BEAT. Barry lowers his gun.

BILL

He gave me the order. He says, "Take 'em all out and grab the loot." What am I supposed to say to the guy? He's big. He's fucking huge, Barry, there's no playing with Babaloo, 'ya gotta understand the position I was in -- I didn't wanna kill 'ya -- that's why I shot 'ya in the shoulder -- Barry -- that's why I shot 'ya in the shoulder.

BARRY

Where's the loot?

BILL

Barry....Baby...you got no chance --

Barry raises his gun again.

BARRY

-- Bill: I'm gonna shoot you in the lip in about one second --

--BILL

-- It's in the car.

Barry grabs the DUFFEL BAG from the Cadillac. He opens it up. Inside, there's TONS of MONEY and JEWELRY.

BILL

I'm scared you're gonna kill me, Barry.
I'm scared you don't believe me.
I got nothin' to do with the whole thing....Babaloo made me...Lena's with him...I don't know the score man...I really don't....next thing I know...she's huggy-kissy with him. It doesn't make sense to me. The loot is yours if you want it. ...remember I shot 'ya in the shoulder....

BARRY

You were gonna split with the loot?

BILL

Fuck no. I gotta take it to Babaloo. I gotta be there by noon, but if it means my breath -- take it. If you take it, I can buy some time and make a run for it.

BARRY

Where's he live?

BILL

...wha...?

BARRY

Babaloo. Where Does He Live?

BILL

Barry. It's a high security place, there's no getting in and even if you do, there's no getting out. It's like Fort Knox, man, I'm telling you, Babaloo does not fuck around --

BARRY

-- we're gonna go and see him. I'm gonna go see Lena and you're gonna help me.

BILL
I am?

BARRY
Get in the car.

BILL
This is not the way to do this, Barry.
You're a clean thief since I've
known you, you gotta understand
that this is big --

BARRY
-- I've changed my methods.

BILL
Babaloo --

BARRY
-- Fuck Babaloo. I want Lena.
I want my wife back for one last kiss
and you're gonna help me get it.

BILL
She's not worth it, Barry.

BARRY
That woman is worth all the trouble,
shit and hell I can get myself into.
If I have to crawl naked across broken
glass, pour lemon in my wounds
then dance a fuckin' ballet -- I'll do it.
Lena's the most wonderful person I've
ever met in my life and there's no way
I ain't gonna kiss her precious lips
one more time. She's got child bearing
hips and perfect skin and she's worth
my death if that's what it comes to.
I'm serious as a fuckin' heart attack now --
so you and me are gonna go see Babaloo, baby.
I've had it with this bullshit and I'm
a ragin' fuckin' maniac now -- I'm not
takin' an ounce of shit from no one,
so lemme ask you this: You git me?

BILL
...I get you...

BARRY

Good..

Barry SHOTS Bill in the SHOULDER.

BARRY

Now we're even.

CUT TO:

INT. BARRY'S CUTLASS - DAY -- MOVING

Barry's driving, Bill in the passenger seat, nursing his wounded shoulder. A love song plays on the radio. Bill mumbles...

BILL

...didn't have to fuck up my
new car...you coulda just asked
in the first place....didn't havta
shoot me...as a favor...as a favor
I shot 'ya in the shoulder....din't
havta fuck up my brand new Cadillac.
...fuckin' jerk....

BARRY

Shut up, Bill.

CUT TO:

EXT. BABALOO'S HIGH RISE - NEAR THE BEACH - LATER

Barry and Bill stand across the street and observe a twenty story HIGH RISE near the beach. In front of the place, there are TWO GUARDS standing watch with two PIT BULLS.

BILL

It's a serious fuckin' place.
Underground parking entrance
in the alley around back. Two guards.
Four, five guards down here total.
Once inside, there's an elevator guard,
ya gotta have a key, too. Up top, at Babaloo's
place, you got camera's and guys everywhere.
It's like...it's like security city.
It's serious.

BARRY

You got the thing?

BILL

I got it.

BARRY
Don't fuck me up, Bill.

BILL
I'm on your side Barry but I gotta
ask if this is really the way you
wanna approach this --

BARRY
Shut yer mouth --

Barry gives Bill a PUSH into the street. CAMERA follows with Bill
as he crosses moves towards --

THE HIGH RISE ENTRANCE

Bill approaches the two GUARDS.

BILL
I'm here for the Penthouse.

GUARD #1
Who the fuck are you?

BILL
My name's Bill.

Guard #1 goes to a phone and dials. Guard #2 keeps a hawk-like
glare on Bill the whole time. The Pit Bull BARKS. Guard #1 returns.

GUARD #1
Let's go.

Guard #1 leads him into the lobby.

CUT TO:

INT. LOBBY - THAT MOMENT

Bill and the Guard walk to the Elevators. Bill gets in with the
Elevator Guard.

CUT TO:

INT. ELEVATOR - THAT MOMENT

Bill and the Elevator Guard go up. A MUZAK love song plays in the
elevator. It arrives.

CUT TO:

INT. PENTHOUSE - THAT MOMENT

Bill gets out and is immediately greeted by a large man, BARTH (30s).

BARTH

Mr. Babaloo's very upset that you're late.

BILL

It's only twelve fifteen.

BARTH

Do you have the parcel on your person?

BILL

I need to see Babaloo.

BARTH

He doesn't want to see you.

BILL

There's a problem. I have to see him.

BARTH

What's the problem?

BILL

I have a note for him. I can't give it to you, I have to give it to him.

BARTH

Give it to me.

BILL

I don't have the money.

BARTH

I think you'd better go see Babaloo.

Barth leads Bill across a living room and up a flight of stairs.

CUT TO:

INT. PENTHOUSE - UPSTAIRS - THAT MOMENT

A long, long hallway leads to a closed door.

BARTH

Wait here.

Barth goes down the long, long hall and into the door.
CAMERA stays with Bill. HOLD, THEN:

Another man, HOLLISTER (late 50s) comes out of the door, walks down the long, long hallway to Bill.

HOLLISTER
You're bleeding on the floor.

BILL
I'm sorry.

HOLLISTER
You have something for Babaloo?

BILL
A note.

HOLLISTER
The parcel?

Bill shakes his head, "No."

HOLLISTER
Give me the note.

Bill hands it to Hollister. Hollister reads it.

HOLLISTER
I think you'd better give this to Babaloo yourself.

Hollister walks with Bill down the hallway. They enter the room.

CUT TO:

INT. BABALOO'S OFFICE - THAT MOMENT

Bill and Hollister enter. Hollister moves away. Bill's left standing alone.

BILL
Babaloo?

Bill looks at A FIGURE IN SILHOUETTE BEHIND A DESK.

BABALOO
Billy? Come on in....

BILL
Thank you. I have something...something.
Something went wrong. Something...

BABALOO
There's nothing ever wrong enough
that Babaloo can't fix...

Bill steps in close enough now to reveal the figure in shadow:

BABALOO, late sixties, wearing thin, rose tinted sunglasses and a black suit. In his arms is a 90 pound Pit Bull. He's stroking it and holding it like another would a cat.

BABALOO

.....good to see you, Billy.

BILL

I have.....I have a note for you.

BABALOO

Great. Read it to me.

BILL

.....um....uh....okay.....

(beat, reads)

Listen to me, motherfucker:

(stops, looks up)

I'm reading that Babaloo...

BABALOO

Go ahead.

BILL

.....umm....okay...okay...it says:

Listen to me motherfucker:

You bring my wife Lena to the Hot Doggie

Style Stand on Wilshire and I'll give

you the loot from the Reseda Heist.

I just wanna kiss her and that's all.

Thank you, Barry Wurlitzer.

(beat, looks up)

That's it.....

BABALOO

How come you don't have the loot, Bill?

BILL

He took it from me.

BABALOO

Oh.

BILL

I'm sorry, Babaloo. This guy's crazy.

BABALOO

Barry Wurlitzer was in on the job.

Why's he still around?

BILL

Yeah....that's...that's the question.

I...he's like...Babaloo...he's....

BABALOO

He's what?

BILL

He's....he's like...Babaloo, he's like super-human or something, I mean...he's not gonna stop until he gets this kiss.. I shot him. I popped him last night after the job, just like you said. I thought...that was easy enough. Next thing I know...boom! He's still alive, he's waving his gun, callin' you names, making threats and so on and so forth....and...and I'll tell 'ya Babaloo....this guy's a maniac. He's like super-human or something.

BABALOO

What do you think I should do?

BILL

....He's there. He's waiting at the place. Get some guys on it, they go out there, take him out, grab the loot and split --

BABALOO

He's got the parcel on him?

BILL

I think so.

BABALOO

You're sure?

BILL

...well....

BABALOO

Maybe it's somewhere else.

BILL

Maybe.

BABALOO

So if I send some guys to take him out, then no one knows where the parcel is. Is that right?

BILL

That would be right, yeah.

BABALOO

See?

BILL
Yeah. I see.

BABALOO
You're a quick study.

BILL
I'd like to help in any way I can.

LENA (OC)
Babaloo, darling....

Bill and Babaloo turn and look. CAMERA HOLDS ON THEM.

BABALOO
Lena.

Out of a room connected to the office, steps Lena. She's wearing a long dress and her face is all made up.

LENA
What's going on? I heard my name.
Hello, Bill.

BILL
...Hi...

Babaloo rises, the Pit Bull splits. Babaloo moves to Lena and gives her a kiss. He looks to Bill.

BABALOO
Is this the most precious face
you've ever seen in your life?

BILL
...sure...

BABALOO
(to Lena)
I'd never thought I'd fall in
love at first sight, but the moment
I saw you Lena, I was in love.

LENA
Well. Love at first sight saves
some time.

BILL
...where....where ah...where did
you two meet?

BABALOO
Lena...

LENA

We met at the Smiling Peanut of course.
Just yesterday. Just yesterday afternoon.
I thought you knew that....

BILL

Yeah...yeah...I remember yesterday,
but I didn't know that's where you met.

LENA

Impossible to believe that love at
first sight does exist, but Babaloo
and I are living proof.

BABALOO

Give me a kiss.

She gives him a little kiss.

BABALOO

Like a rose you are, Lena.

She stands, grabs a cigarette and walks to Bill.

LENA

Match me, Bill.

Bill reaches in his pocket and pulls out a book of matches,
lights one for her. She STEALS THE MATCHBOOK.

LENA

Thanks.

BILL

Your welcome.

BABALOO

Lena, Darling, I need to ask
a favor.

LENA

Anything.

BABALOO

I've just received a threat from
your ex-husband. He's holding
a certain parcel of mine,
a certain choice parcel that's
worth a pretty penny. He's willing
to trade the parcel for one last
kiss from you. Now as much as I love
you and as much as I believe in love
at first sight...well, this is quite
a lot of money and I'd be very upset
to see it thrown away.

LENA

He wants one last kiss from me?

BABALOO

That's right. -

LENA

Well....I have no problem with it,
but I'd ask a favor in return:

BABALOO

Anything.

LENA

Promise me that once you get your
parcel, you'll take Barry and torture
him as long and hard as we
enjoyed ourselves last night.

BABALOO

That's a long time.

LENA

He's a dreadful man who never
showed me anything but terror
and trouble. I'd be happy to see
him suffer, Babaloo.

BABALOO

You have a deal, my darling.

BILL

...Great...

BABALOO

Bill? You said?

BILL

I said, "Great." It's great that
she's gonna do it, so you can
get the money....It's a shame...it's
a shame this whole thing happened.
I'm sorry about this, Babaloo.

BABALOO

It's okay.

BILL

This never should've happened.

BABALOO

I said, "It's okay." Don't worry
about it, you're dead anyway.

BILL

Huh?

BABALOO

Nothing. Don't worry. Just relax.

BILL

Did you say, "I'm dead, anyway?"

BABALOO

No. I said, "You're dead's in the way."

BILL

What's that mean?

BABALOO

Just an expression.

BILL

Oh.

BEAT. Babaloo rises and walks to Bill. Hollister and Barth step up closer and two other THUGS come in the door.

BABALOO

Do you like Ham?

BILL

Yeah.

BABALOO

Like Hamsters?

BILL

I dunno.

BABALOO

Like Hamburgers?

BILL

What's....whaddya mean?

Barth grabs Bill from behind -- the two THUGS help -- Hollister reaches into a CLOSET nearby and pulls out a long white sheet that he FLIPS out across the floor --

Babaloo steps up to Bill. Hollister hands Babaloo a large pair of GARDENING CLIPPERS.

BABALOO

How about a Hamstring?

Lena backs away, watching this whole thing happen. She turns quickly, writes something in the matchbook.

BACK TO BABALOO, HOLLISTER, BARTH, BILL and the TWO THUGS.

BILL

WHAT! WHAT ARE YOU DOING? BABALOO,
PLEASE! PLEASE!

Barth and the thugs wrestle Bill to the ground and lay him out on the white sheet, face down, holding his arms and legs spread-eagle style.

BABALOO

You're gonna miss these, Bill.
Babaloo CLIPS BILL'S ACHILLES TENDON ON HIS RIGHT LEG WITH THE GARDENING CLIPPERS.

Blood splatters on the white tarp and Bill screams in pain.

BABALOO

One down, one to go...

Babaloo SPLITS the OTHER ACHILLES TENDON. Babaloo and the boys watch him SCREAM in pain.

BARTH

He's wriggling around a lot more
than I've ever seen before...

HOLLISTER

That was a clean cut, Babaloo.

BABALOO

Look at him move like that...he's
like a fish....are you a fish, Bill?

BILL

PLEASE! PLEASE NO! BABALOO!
I'M NOT A FISH! I'M NOT FISH!

BABALOO

Okay. Show's over. Git him outta here.

Barth and the two THUGS wrap him up in the white tarp.

BILL

FUCK. FUCK. PLEASE, BABALOO. PLEASE.

The Thugs carry Bill in the white tarp, out of the office and down the long hallway.

Hollister turns to Babaloo, takes the Garden Clippers from his hands and puts them back in the closet.

HOLLISTER
That went well. A clean cut, Babaloo.

BABALOO
Indeed.

HOLLISTER
What about this other troublemaker?

BABALOO
Let's go get the motherfucker.
Darling...

Lena turns, holding the MATCHBOOK hidden in her hand.

LENA
Yes?

BABALOO
Get your coat.

CUT TO:

INT. PARKING STRUCTURE - THAT MOMENT

Barry's car stops and he jumps out. He takes the GREEN DUFFEL BAG with the money and jewelry and puts it in a DUMPSTER. He gets back in his car.

CUT TO:

INT. NEARBY ALLEY WAY - THAT MOMENT

Barry's car stops and he jumps out again. He takes a NEW DUFFEL BAG and STUFFS IT WITH NEWSPAPER. He leaves this duffel bag in a DUMPSTER in the alley-way.

CUT TO:

EXT. BEACH/UNDER THE SANTA MONICA PIER - THAT MOMENT

Bill is passed out, lying in the sand. His ankles and feet are covered in blood. The tide is coming in. Seagulls hang out nearby.

Bill wakes up, looks around. He starts to crawl a bit.

CAMERA HOLDS ON HIS FEET. They dangle from his legs, covered in blood. It's a mess.

CUT TO:

INT. BABALOO'S PENTHOUSE - THAT MOMENT

Babaloo, Lena, Hollister and Barth walk to the elevator, which is held open by the two Thugs.

BABALOO

...and I'm not talking to you about
some sort of professional code
of ethics, I'm talking to you about --

HOLLISTER

-- morality.

BABALOO

Absolutely. I'm talking about morality.
An absolute idea, something says --

HOLLISTER

-- Someone says, "Do this, you get that."

BABALOO

That's no way to be. That sort of
thing, some asshole says that to me --

HOLLISTER

He's got no right --

BABALOO

-- he's got no right, Mr. Hollister.
I'm very upset at this situation.

HOLLISTER

This man won't see tonight's light, Babaloo.

Babaloo stops, looks at Hollister.

BABALOO

Some motherfucker comes to me
and says, "Do this and you get that?"
It's not right, it's not called for
and certainly isn't going to get you
what you want. I'm going to tell
you something I've never told anyone,
Mr. Hollister, because you are my dear
and closest friend: It's the Second Grade.
A kid says to me, "If you don't gimme
that sandwich in your lunchbox, I'm going
to tell the teacher that you cheated off my
math paper." Do you know what I did?
I took every item out of my little steel
lunch pale and I closed the lid. I held the
handle tight and proceeded to beat-the-living-
shit out of this second grade prick.

(MORE)

BABALOO (contd.)

I hit him and hit him -- striking my steel lunch pail to his skull harder with each blow. That was the first time I killed a man and it was best I ever felt about taking another's life. There was glory in it because of what this kid had asked for, the sort of moral code that he broke by saying "do this, you get that." And I'll tell you something else, Mr. Hollister. I'll tell you a secret because I respect and admire you: I was a young lad at the time of this incident and it was the first time I ever received an erection. I was nothing but a boy -- and while I struck blow after blow to this prick with my little steel lunch pail -- I had a stiff little fire hydrant percolating in my pants for the very first time. It was at that moment that I knew my purpose in life: To kill every motherfucker who steps across me like that. I want this little boy in my hands, Mr. Hollister because no one, but no one Steals My Sandwich.

CUT TO:

INT. HOT DOGGY STYLE HOT DOG STAND - DAY

Barry is sitting at the table in the back patio area where he and Lena first met. CAMERA DOLLIES TOWARDS HIM.

CUT TO:

INT. HIGH RISE/UNDERGROUND PARKING - THAT MOMENT

Babaloo, Lena and Hollister get in the back of a black CADILLAC LIMO. - Barth get in the front. The Two Thugs get in another car and follow out....

CUT TO:

INT. HOT DOG STAND - THAT MOMENT - MAGIC HOUR

Barry looks into his coat pocket, checks his revolver, then checks his watch.

CUT TO:

EXT. SUNSET BLVD. - THAT MOMENT

The Black Cadillac Limo and the trail car cruise down Sunset and make a turn down La Brea.

CUT TO:

INT. HOT DOG STAND - MAGIC HOUR

CAMERA CLOSES IN ON BARRY. Waiting. The place is packed now. A man in a hat stands near him. Barry looks at him, the man in the hat looks back and smiles. Barry looks away. BEAT.

Barry looks back. The man in the hat winks and turns away, disappearing. (This is the same 'man in the hat' seen earlier.)

Barry notices something through the crowd of people in the place.

BARRY'S POV - THE STREET OUTSIDE

Through the blur of bodies obstructing the CAMERA'S POV, Barry notices the BLACK CADILLAC LIMO pull up. Barth gets out, approaches Barry sitting at the back table.

BARTH

You Wurlitzer? Barry Wurlitzer?

BARRY

Where is she?

BARTH

Where's the loot?

BARRY

Bring her out of the car.

BARTH

Where's the loot first.

BARRY

I want two minutes with her, then she can go back. I'll tell her where it is. I'm an honest man and I just want to get this over.

BARTH

That's not possible.

BARRY

Bring her out or you'll never get the money.

BARTH

Babaloo would like it said that if the money is not where you say it is, there's going to be a big problem.

BARRY

I'd never lie.

Barth walks back to the car, gets in and closes the door. HOLD.

CAMERA CLOSES IN ON BARRY.

CAMERA CLOSES IN ON THE CADILLAC.

Through the BLUR of PEOPLE AND BODIES moving past, Barry notices...IN SLOW MOTION...a FIGURE getting out of the car.

Barry stands up, tries to see through the blur of people.

The FIGURE walks closer, steps in off the street and into the Hot Dog Stand.

As the FIGURE gets closer, Barry's eyes grow wider until he sees that it's Lena. The SOUND FADES and we hear nothing but their HEARTBEATS.

She stops. They look at each other. Face to face. BEAT. HOLD, THEN: She starts to tear up.

LENA

You came for me...you came...

Tears start to pour and pour from Barry's eyes.

BARRY

Of course, Lena...honey...of course....

LENA

There's so much I wanna tell you.
You've gotta forgive me but you've
gotta understand, Barry --

BARRY

I just wanna kiss you one last time.

She comes to him. They kiss. Long, passionate, wet with saliva and tears. She pushes away. BEAT.

LENA

There's so much you don't understand.

BARRY

I understand --

LENA

-- No you don't.

BARRY

Lena --

LENA

No. Barry. Listen to me: I wanna
tell you something. I wanna tell
you something right now, but you gotta
listen close:

Lena holds Barry's face and brings him right up close.

LENA

I know what I'm doing. You've gotta believe me and trust me. It's something I have to do for me. Okay?

BARRY

Lena, whatta you --

LENA

-- Don't talk, honey. Don't talk. Just tell me where the thing is so I can leave here. It hurts too much to see you. It hurts --

BARRY

Lena. What. What. Tell me --

LENA

-- where's the money?

BARRY

If I did something, I'm sorry. If I ever did anything or said anything to make you mad --

LENA

Just tell where the money is, Barry. Please. Please tell me now. You gotta believe me --

BARRY

Wilshire and Fairfax. Parking structure.

LENA

...yeah...?

BARRY

Top Floor.

LENA

...uh-huh....

BARRY

Green Duffel bag in the dumpster.

LENA

Are you sure?

BARRY

I wouldn't lie to you, honey.

LENA
Do you have a gun, Barry?

BARRY
Lena what's going on --

LENA
-- Listen to me Barry: You fire first.
They're gonna try and make a grab for
you -- but you fire first and get the
hell outta here --

BEAT. Lena kisses him again, then pushes away quickly.

LENA
I wanna-bite your cheek off --

BARRY
-- I wanna smash your face with
a sledge hammer.

LENA
Like a little kitten --

BARRY
-- or a little puppy.

LENA
Okay.

BARRY
Lena?

LENA
What?

BARRY
Just tell me one thing, one thing:
The flier. The ring. The cigarettes.
Were they clues? Did you want me to find you?

She doesn't answer. She says:

LENA
I really do love you.
I never stopped. I never, ever stopped.

She SLIPS THE MATCHBOOK INTO HIS FRONT COAT POCKET, TURNS
AND WALKS AWAY, ALL IN ONE SWIFT MOTION. Barry reaches for
her, but only grazes her COAT as she walks out of reach --

CUT TO:

INT. CADILLAC LIMO - PARKED - THAT MOMENT

Babaloo looks at Barry and Lena through the tinted window in his car, notices Lena coming.

BABALOO
(to himself)

...This little boy wants my sandwich....
He's gonna get my sandwich...oh yeah...he's
gonna get my whole fuckin' lunch....

CUT TO:

EXT. HOT DOG STAND - THAT MOMENT

Barry watches Lena get into the limo. Once she's in, he grabs the MATCHBOOK from his front pocket.

INSERT, CLOSE-UP. THE MATCHBOOK.

Written on the inside flap, it reads and Lena narrates:

LENA (VO)

"The pain is mine. Let me finish it.
I love you always. Lena."

Barry closes the matchbook, looks up.

BARRY'S POV - THE STREET OUTSIDE

The Black Cadillac limo pulls away from the hot dog stand.

In the B.G. behind Barry, there's an alley way. The car with the Two Thugs pulls up and they get out of the car, moving towards him --

BARRY'S POV - FORWARD

A BUSBOY and a BURGER KID in UNIFORM'S start walking towards him.

Barry looks behind him, sees the two THUGS approaching.

Barry looks forward. The Busboy and the Burger Kid coming towards him. They pull GUNS...

...the THUGS behind pull GUNS from their coats....

IN A SPLIT SECOND, THE FOLLOWING HAPPENS:

Barry KICKS the table in front of him over -- it falls and he ducks behind it -- using it as a shield from the Busboy and the Burger Kid coming towards him --

-- behind the shield, he turns, RAISES his GUN at the two thugs coming up from behind -- he HITS AND KILLS ONE of the thugs...

...The Burger Kid and Busboy start to FIRE at the TABLE that's SHIELDING Barry. . . .

The other THUG coming from behind fires and hits Barry in the SAME SHOULDER he was hit before -- BLOOD SPLATTERS.

Barry FIRES and hits the THUG, who falls dead right in front of him.

The Burger Kid and the Busboy are now inches from the table, firing furiously.

Barry lifts the THUG and stands -- USING THE THUG'S LIMP BODY AS A SHIELD -- he FIRES at Burger Kid and the Busboy -- who FIRE BACK -- hitting the THUG'S LIMP BODY that Barry uses as a shield --

Barry hits and kills the BUSBOY AND THE BURGER KID with TWO SHOTS. Barry drops the limp body and clears out --

CUT TO:

EXT. HOT DOGGY STYLE HOT DOG STAND/PARKING LOT - THAT MOMENT

Barry runs to his Cutlass, gets in and splits --

CUT TO:

INT. BARRY'S CUTLASS - MOVING - THAT MOMENT

Barry's driving FULL THROTTLE. His wound is BLEEDING really, really bad now. The radio is playing a sad love song. He starts to cry and cry and cry.

CUT TO:

EXT. WILSHIRE BLVD. - THAT MOMENT

The Black Cadillac Limo is driving top speed.

CUT TO:

EXT. ANOTHER STRETCH OF WILSHIRE BLVD. - THAT MOMENT

Barry's car moving top speed a few miles behind.

CUT TO:

INT. PARKING STRUCTURE - MOMENTS LATER

The Black Cadillac Limo arrives at the top floor of the parking structure and stops near a DUMPSTER.

Barth gets out of the car and reaches in, pulls out the DUFFEL BAG. He looks inside, sees the loot, gets back in the car and takes off.

CUT TO:

EXT. PARKING STRUCTURE - THAT MOMENT

Barry's car comes flying full speed into the parking structure and heads for the top floor --

CUT TO:

INT. PARKING STRUCTURE - THAT MOMENT

The Black Cadillac Limo is heading down towards street level --

INTERCUT THE TWO CARS -- The Limo and the Cutlass getting closer and closer to each other until --- finally they meet on a middle floor of the parking structure ---

Barry, behind the wheel, grips his steering wheel tight --

Barth, driving the limo, takes a REVOLVER from his pocket and AIMS it out the window, FIRES OFF SHOTS at Barry, who's coming towards him in the Cutlass --

The CARS ARE COMING STRAIGHT AT EACH OTHER. Barth HITS Barry's windshield with a few SLUGS.

CUT TO:

INT. BARRY'S CUTLASS - THAT MOMENT

Barry in CLOSE-UP. BEAT. SOUND FADES, NOTHING BUT THE VOICE:

LENA (VO)
I really do love you...I really do...
...I really do...I really do...
I never, ever stopped.

CUT TO:

INT. PARKING STRUCTURE - THAT MOMENT

Barry REACTS to the voice by TWISTING his steering wheel --

His car SWERVES out of the Cadillac's path. The Cadillac clears past to safety -- Barry's car SLAMS into a CEMENT SUPPORT POST. The Cadillac cruises away and out of the parking structure.

CUT TO:

INT. BARRY'S CUTLASS - THAT MOMENT

CAMERA DOES A SLOW DOLLY towards Barry. He's got a CUT above his eye that pours blood. He's passed out. CAMERA arrives in a CLOSE-UP.

CUT TO:

EXT. MALIBU BEACH - FLASHBACK - DAY

Lena and Barry are running on the beach in SLOW MOTION.

CUT TO:

INT. BEDROOM - FLASHBACK - DAY

Lena and Barry are nude. He touches her. This is shot in SLOW MOTION, EXTREME CLOSE UP'S.

CUT TO:

INT. VEGAS WEDDING CHAPEL - FLASHBACK

Barry and Lena in SLOW MOTION. Standing at the alter. They kiss.

CUT TO:

INT. HOT DOG STAND - FLASHBACK

Barry and Lena kissing. The scene that just happened. SLOW MOTION.

CUT TO:

EXT. MALIBU BEACH - FLASHBACK - DAY

Lena and Barry smiling, hugging, kissing. SLOW MOTION.

CUT TO:

INT. PARKING STRUCTURE - NIGHT

CAMERA holds on BARRY'S FACE in EXTREME CLOSE-UP. BEAT. OC we hear the car door opening....Barry is grabbed by a FIGURE in BLACK who's face we never see. The FIGURE picks Barry up and takes him out of the car. He's full of blood from the cut above his eye and the shoulder wound.

CUT TO BLACK.
CUT TO:

EXT. SANTA MONICA BLVD. - NIGHT - THAT MOMENT

Bill is CRAWLING down the street. His feet are dragging behind him and he's a mess. He stops crawling and tries to stand up. He uses a lamp post to pull himself up. Once he's on his feet, he buckles back down to the ground....he continues the crawl towards a Bus Stop...

CUT TO BLACK:

SOUND OF A CABLE CAR PASSING OVER BLACK, THEN CUT TO:

INT. ANGEL'S FLIGHT MOTEL ROOM - NIGHT (LATER)

Barry is TIED to a chair. He comes to and sees that he's in a small, crappy motel room. Outside the window is the Angel's Flight. Sitting in the corner of the room is the FIGURE that dragged him from the car.

FIGURE
...how you feelin'...?

BARRY
How does it look?

FIGURE
Looks pretty bad.

BARRY
Who are you?

FIGURE
I'm a friend to you and your cause.

BARRY
Oh yeah....

FIGURE
...yeah.

The FIGURE stands from the shadows. It's a man in a black suite, wearing a hat, HAT MAN (late 40s).

HAT MAN
You can call me, Hat.

BARRY
You're my friend, huh?
Why am I tied up then?

HAT MAN
You want your girl --

BARRY
-- you have Lena?

HAT MAN
No.

BARRY
How do you know -- ?

HAT MAN
-- I know.

BARRY

Where -- ?

HAT MAN

-- Now listen: You can either guess each and every possible thing that I'm about to tell you or 'ya can shut yer gapper and I'll tell 'ya. You wanna guess? We could be here a while.

BARRY

-- I'm listening.

HAT MAN

You want your Lena. What I want is Babaloo and his organization. Babaloo has Lena. You're after her and you gotta go through him to get her. You're tough, you've got a good trigger finger, though I always thought you were a clean thief it seems you've made the transition to gun man pretty well. But there are things you'll need if you wanna get to her....things that I can give you. You understand so far?

BARRY

I'm still listening.

HAT MAN

Good.

The Hat Man lights up a cigarette, paces around.

HAT MAN

Now lemme ask you something, Barry: What's your next move? You got a plan?

BARRY

I should trust you --

HAT MAN

-- you should or or you shouldn't. It's all up to you. You wanna get your girl? Huh? You want your Lena? Because lemme tell you something, Barry: Once he's done with her, he's gonna kill her, do you know that? Is that clear in that thick noggin of yours, yet?

BARRY

Whaddya mean "done with her?"

HAT MAN

There's so much you don't know.

BARRY

So tell me.

HAT MAN

Tell me your next move.

BARRY

No way, pal.

HAT MAN

Fine. I'm outta here --

Hat Man grabs his coat and heads for the door.

BARRY

Wait. Wait.

Hat Man stops, turns.

BARRY

You show me some trust and
I'll show you some.

Hat Man steps up to Barry and CUTS the ROPE.

HAT MAN

Now?

BARRY

The truth is this: I don't know who
you are and it doesn't matter,
'cause one way or another, I'm gonna
get her -- so there you go -- I'm gonna
go and get her. Both guns blazing.
Put that in your pipe and smoke it.

HAT MAN

What about the matchbook she
gave you? It said, "Let me take
care of it." You gonna take that
to heart and let her?

BARRY

She didn't give me a matchbook.

HAT MAN

Why are you lying? I'm here to
help you -- You don't think I checked
your pockets when you were under?

BARRY
What do you want?

HAT MAN
I'm trying to help you.

BARRY
Oh yeah?

HAT MAN
Yeah.

BARRY
Well you better start talkin'
turkey man, cause I told you
my plan and you ain't told me your angle.

BEAT. The Hat Man extinguishes his cig.

HAT MAN
I'll be around.

He heads for the door, Barry charges for him. The Hat Man turns, pulls a BLACKJACK from his pocket and SMACKS Barry across the face...

...Barry falls to the floor and passes out. The Hat Man exits. CAMERA holds an OVERHEAD ANGLE ON BARRY. SOUNDS OF THE ANGEL'S FLIGHT PASSING, CARRIES OVER CUT TO BLACK.

OVER BLACK, WE HEAR THE VOICE, IN WHISPER:

LENA
"....the pain is mine.
Let me....love me....I love you always."

CUT TO:

INT. ANGEL'S FLIGHT HOTEL LOBBY - THAT MOMENT

Barry comes down the stairs, into the lobby and heads for the doors. He's a MESS from all the wounds he's accumulated from the start.

CUT TO:

EXT. DOWNTOWN STREET/BUS STOP - NIGHT - MOMENTS LATER

Barry is waiting at the Bus Stop. The Bus pulls up and he gets on.

CUT TO:

INT. BUS - THAT MOMENT

The Bus Driver looks at Barry and his condition.

BUS DRIVER

No way, pal. You're not gettin'
on this bus lookin' like that.

BARRY

I'm not a violent man, but if you say
another word, I'll kill you and drive
this bus myself. Please don't make me
kill you and drive the bus.

Barry gets on, takes a seat. The other passengers move away
from him. The Bus pulls away. HOLD WITH BARRY a moment.
He notices something on the floor.

BARRY'S POV - THE FLOOR OF THE BUS

There's a trail of blood that leads to the back of the bus.

Barry follows the trail...it leads him to the last seat in the back
of the bus. In it sits BILL. He's passed out. Barry approaches.

BARRY

Bill...Billy...wake up...

Bill comes to and sees Barry, reacts with immediate fear:

BILL

....no,no,no,I-shot-ya-in-the-shoudler --

BARRY

No, Bill. It's okay. It's okay.
What the fuck happened to 'ya?

BILL

They cut me up. Hamstrung.

BARRY

You look worse than I do.

BILL

Help me, Barry. You gotta help me.

BARRY

Where the hell 'ya goin'?

BILL

I'm just tryin' to get home.

CUT TO:

EXT. STREET/BUS STOP - MOMENTS LATER

The Bus pulls to a stop. Barry gets out carrying Bill in his arms and walks down the street.

CUT TO:

EXT. HOSPITAL - MOMENTS LATER

Barry walks up the emergency entrance with Bill in his arms. CAMERA follows them into....

CUT TO:

INT. HOSPITAL EMERGENCY ROOM - THAT MOMENT

Barry enters and sets Bill on a stretcher, calls out:

BARRY

I-need a doctor. Over here. Please.
Right now. Right now.

Two NURSES and a DOCTOR approach --

DOCTOR

What the hell happened?

BARRY

He fell down...

The Doctor shouts some orders to the Nurses.

BILL

...Barry...Barry...I gotta tell
you something....

BARRY

Just keep quiet, Bill. The doctor's
are gonna fix you up...

BILL

Barry...Barry...it's important...

Barry leans down, Bill whispers:

BARRY

What is it?

BILL

....her brother....something...Lena...
she said, "My brother...I remember...
my brother..."

BARRY

She doesn't have a brother.
Bill. Billy. Are you sure?

BILL

It's what she said with Babaloo.
Yesterday. In the bar. "My brother..."
Something....something..."My brother..."
I'm serry, Barry.

The NURSES wheel him off down the hall on the stretcher.
The DOCTOR turns and looks at Barry in his bloody condition.

DOCTOR

What the hell happened to you?

BARRY

I'm in love.

DOCTOR

With a gun?

BARRY

No. With a really beautiful girl.

Barry splits.

CUT TO:

INT. CHRISTINA'S APARTMENT BUILDING - MOMENTS LATER

Barry stands in the hallway outside Christina's apartment, knocking on the door. There's no answer. He musters some strength and KNOCKS THE DOOR DOWN.

CUT TO:

INT. APARTMENT/BATHROOM - LATER

Barry enters, flips on a light, takes off his clothes and starts to CLEAN HIS WOUNDS. He BANDAGES himself up -- the bathroom is blood red by the time he's through.

CUT TO:

INT. APARTMENT/LIVING ROOM - MOMENTS LATER

Barry emerges with his wounds freshly bandaged. He heads for the door --

CUT TO:

EXT. MOVIEHOUSE NIGHTCLUB - MOMENTS LATER

Barry walks up and enters a club off Hollywood Blvd.

CUT TO:

INT. MOVIEHOUSE - THAT MOMENT

A club with go-go dancers, strange images projected on the walls and a strange trio of black guys in white turtlenecks screaming a song.

Barry enters moves straight to Chris, who's dancing on a small stage off to the side.

BARRY
Chris. I found her, I found her.

CHRIS
Barry. Not now. Ten Minutes.

BARRY
I found her. I gotta talk to you.
We gotta talk --

CHRIS
Ten minutes.

BARRY
Okay.

Barry nods, turns away and moves towards an empty table. A skinny, gay man in a turtleneck and glasses approaches him, JERRY, the owner of the club.

JERRY
Let the dammies alone, pally.

BARRY
Just relax, she's my sister-in-law.

JERRY
Whatever, honey. No talkin' to the dishes, so take a seat and order a drink or I sick Bruno on you.

BARRY
I'm in the middle of moving towards a table to sit down. My conversation with her is clearly over. Why did you choose now to come over and tell me not to talk to her?

JERRY

Don't be a smart-one with me, honey-love.
It'll get you thrown to the dogs.

BARRY

Listen Baby-Doll, I said I was sittin'.
I'm waitin for my sister in law.
So stop given me the tongue treatment.

JERRY

BRUNO!

BRUNO enters, 300 pounds of muscle, wearing a pink turtleneck.
Jerry's lover and bouncer.

BRUNO

Jerry. Problem?

OWNER

This boy here isn't cooperating
with the moral codes of the
establishment.

BRUNO

Okay, pal. Let's go for a walk
and meet the dogs.

BARRY

What is this? What's wrong with you people?
I haven't done a damn thing to
warrant the bullshit you two queens
are trying to pull on me. What the fuck
did I do? Where does this macho trip
come from? What are you trying to prove?
What are you saying to me? Huh?
What are you trying to say?
Do you wanna be that damn tough?
I suppose that's my damn question here:
Do you wanna be that tough?

Bruno PUNCHES Barry in the MOUTH and he falls straight to the floor.

BARRY

That didn't hurt. Nothing hurts me now.
I'm immune to any fuckin' pain you
can think up, pal. Go ahead, do
it again....it doesn't hurt.

Bruno looks to Jerry.

JERRY

...you're a little wise-ass-baby-doll,
aren't you? Aren't you, hot shot?
Big tough-talker, huh?

Jerry KICKS Barry in the stomach.

BARRY

....doof....

JERRY

Tough little man....think you gotta big dick, probably....Bruno's got a bigger dick than you do...Bruno...

Bruno grabs Barry by the hair of his head and PUNCHES his FACE a couple times.

JERRY

Not talkin' tongue now, are you honey?

BARRY

....you can't hurt me....you can't hurt me....you....I'm in love.... I'm in love with Lena....and you can't hurt me....

Barry PUNCHES Bruno in the CROTCH. Bruno doubles over, to which Barry responds with a PUNCH in the FACE. Jerry turns quickly to make a run for it but Barry kicks a LEG out, TRIPPING Jerry, who falls to the floor.

Barry stands up and starts to KICK both of them, until they're bloody and half-conscious. BEAT. HOLD, THEN:

Barry kneels down to Jerry and grabs him by the head of his hair, speaks to him softly, tears in his eyes:

BARRY

You know where that power comes from? It comes from the love I have in my heart for a person named Lena Leonard. She's my wife. She's the best. I have love....you hear me? I have love in my heart.....and it's stronger than anything you can think up. She's everything. She's my mother. Do you know that? Do you? A long time ago I knew this lady who called herself my mother...but she wasn't. It's what she said. She wasn't nice. She was mean and cruel and she never, ever loved me. She never held me or pet my head when I was sad. She never smiled at me and she never kissed me. Do you see what I'm telling you, man? You look in your heart for a minute and you'll see what I'm telling you...it's as simple as this: I have a mother now. I have a woman in my life who does the things that the other one never did. Lena's my mother.

(MORE)

BARRY (contd.)

She pets my head and she runs her nails on my arm and it gives me the tingles and it makes me go to sleep. She doesn't make me scared and she doesn't make me shake. She just loves me. She just loves me. Do you understand? Don't be mean to me. Don't try and be tough. Just be nice. Just be nice to people and they'll be nice to you. Is that simple? Is it hard? I wanna tell you something....I really want you to understand something....I really want to tell you something important and something that's really, really special to me:
 (beat)
she takes care of me....
she pets my head....
she puts me to sleep....
 My Lena Loves Me.

Barry PUNCHES Jerry in the face a couple times, then drops his head to the floor.

BARRY

And that's what I'm tryin' to say.

Barry turns and grabs Chris, leads her out of the place.

CUT TO:

EXT. MOVIEHOUSE NIGHTCLUB - THAT MOMENT

Chris and Barry moving towards her car. He grabs her keys, they get in the car and take off.

CAMERA PANS away to the HAT MAN. He's standing in the shadows. He lights a cigarette.

CUT TO:

INT. CHRISTINA'S CAR - MOVING - MOMENTS LATER

Barry is driving fast, Chris in the passenger seat.

CHRIS

Are you gonna say sorry for losing my job for me?

Barry doesn't answer.

CHRIS

Where are we going?

BARRY

We're gonna go someplace and talk.
We're gonna sit down and talk and you're
gonna tell me what's what.

CUT TO:

INT. COFFEE SHOP - NIGHT - LATER

Chris and Barry. Coffee, cigarette. She looks at the MATCHBOOK.

BARRY

Tell me, Chris. And tell me about
your brother, while we're at it.

She looks up. BEAT. She hesitates, then:

CHRIS

Barry --

BARRY

-- Tell me. Tell me, Chris.

BEAT. HOLD, THEN:

CHRIS

There were three of us. John was
the youngest. Lena and I raised him.
He was a pianist.

CUT TO:

INT. ROOM - FLASHBACK - NIGHT

A small apartment room in the valley. 1950. A ten year old boy,
YOUNG JOHN is playing the piano. Lena is standing with him.

CHRIS (VO)

...Lena taught him. When we were children,
Lena taught him how to play.
He could play...it was beautiful, Barry.
For a time. He was one of the best in
the world....

DISSOLVE TO:

INT. CONCERT HALL - FLASHBACK - NIGHT

Older John (20s) is playing on a stage for a HUGE CROWD.

CHRIS (VO)

He traveled everywhere...princes and presidents would go to hear him play. His trouble was in gambling. He got himself into trouble with Babaloo....

DISSOLVE TO:

INT. COFFEE SHOP - THAT MOMENT

Chris telling the story in CLOSE-UP.

CHRIS (VO)

He bet horses and basketball. Those two things. He would win, lose, win, lose and one day: He owed Babaloo forty-thousand dollars. Babaloo wanted his money -- and John didn't have it. So came to us --

DISSOLVE TO:

INT. APARTMENT - FLASHBACK - NIGHT

John is in tears, on his knees, pleading with Lena and Chris.

CHRIS (VO)

Between Lena and I we had ten of the forty. He was our brother and we loved him and we had to help him. John took the ten to Babaloo...

DISSOLVE TO:

INT. BABALOO'S PENTHOUSE/HALLWAY - FLASHBACK - NIGHT

JOHN is walking the long hallway towards Babaloo's office, holding an envelope.

CHRIS (VO)

...he took it there....

He walks through the doors at the end of the hall. CAMERA DOES A QUICK DOLLY INTO C.U. ON JOHN.

CHRIS (VO)

....but Babaloo wouldn't let him go without the rest....

DISSOLVE TO:

INT. APARTMENT/BEDROOM - FLASHBACK - NIGHT

Lena and Chris are sleeping. Chris reaches for the phone on the nightstand next to the bed. CAMERA DOLLIES BACK A BIT.

CHRIS (VO)

....in the middle of the night, we got a phone call. And the phone said....

SPLIT SCREEN TO:

EXT. STREET - NIGHT - THAT MOMENT

CAMERA DOES A SLOW PAN UP A LONG TELEPHONE POLE AND HOLDS AT THE TOP.

THREE-WAY-SPLIT SCREEN TO:

INT. BABALOO'S OFFICE - FLASHBACK - NIGHT

Babaloo on the phone. We see his mouth move, but hear Chris speak:

CHRIS (VO)

"Your brother owes thirty-thousand dollars. You bring me the money, you get him back with all his fingers."

END THREE-WAY SPLIT SCREEN, STAY WITH BABALOO. CAMERA PANS from him hanging up the phone to John on the floor, being held by Hollister and Barth.

CHRIS (VO)

....Lena and I asked everywhere for a loan....it was the middle of the night...

DISSOLVE TO:

INT. PAWN SHOP - FLASHBACK - NIGHT

Lena and Chris have all their jewelry spread out on the counter in front of the Pawn Shop owner.

CHRIS (VO)

...we found this place, this pawn shop and we sold everything we had to raise another five. We went to Babaloo.....

CUT TO:

INT. BABALOO'S PENTHOUSE OFFICE - FLASHBACK - NIGHT

Lena and Chris come through the doors IN SLOW MOTION.

CHRIS (VO)

...by the time we got there --

Lena and Chris see John on the floor in the office, BLOOD
POURS FROM HIS HANDS. HOLLISTER AND BARTH STAND OVER HIM.

CHRIS (VO)

-- John had already lost three of his
fingers on each hand and was about
to lose the other four --

Babaloo looks up at Lena and Chris. CAMERA DOLLIES IN.

CHRIS (VO)

-- but Babaloo saw Lena.

Babaloo smiles at Lena in SLOW MOTION.

DISSOLVE TO:

INT. COFFEE SHOP - THAT MOMENT

CAMERA DOLLIES AROUND Chris as she speaks.

CHRIS (VO)

....One look at her and he was ready
to negotiate....The forty-thousand would
be clear....

DISSOLVE TO:

INT. PENTHOUSE - FLASHBACK - NIGHT

Hollister has collected John's FINGERS from the floor and
has placed them on ice in a PLASTIC BAG.

CHRIS (VO)

....Babaloo would give back the
fifteen we'd already given him --
as a bonus he'd even give us John's
fingers....

He places the BAG with the fingers on a desk next to two stacks of
MONEY. John is passing in and out of consciousness, screaming and
yelling to Lena.

CHRIS (VO)

The thinking was maybe we could get
them sewn back on. Maybe he'd
be able to play the piano again.
All This. All This --

CAMERA DOLLIES IN QUICK TO LENA.

CHRIS (VO)

....In Exchange For Lena.

CUT TO:

INT. COFFEE SHOP - THAT MOMENT

Barry, listening in CLOSE-UP.

BARRY

For what with Lena?

CHRIS

She was his for a week.

Chris stops. BEAT. Barry looks at her. THEN:

CHRIS

John slipped into shock and passed out.
Lena looked to Babaloo and agreed to
the deal. I rushed John to the hospital --

DISSOLVE TO:

INT. BABALOO'S BEDROOM - FLASHBACK - NIGHT

Lena on the bed, Babaloo whispering something in her ear.

CHRIS (VO)

He told Lena they'd make love
once and that would be it -- that
after that he'd let her go --

CAMERA DOLLIES IN CLOSE ON LENA AND A TEAR DROPS FROM HER EYE.
CAMERA FOLLOWS THE TEAR DROP, BOOMING DOWN WITH IT AS IT FALLS
TO THE FLOOR IN SLOW MOTION.

CHRIS (VO)

The thing. Thing was with Babaloo.
He couldn't get it up. He has a problem
that way and he took it out on Lena with
a few words, some threats and --

DISSOLVE TO

EXT. SMILING PEANUT - NIGHT - MOMENTS LATER

Barry and Chris come to a SLAMMING STOP in front of the bar.
They exit the car and enter --

CUT TO:

INT. SMILING PEANUT - THAT MOMENT

Barry enters and makes a dash for the bar, Chris following on his heels. Ridgely sees him coming and starts to back away --

RIDGELY

...Barry? Hey...hey...tip went well? How'd the thing go?

Barry hops over the BAR and grabs Ridgely by the collar.

RIDGELY

Barry, Barry? What? What'd I do?

BARRY

Tell me what happened --

RIDGELY

Barry, Baby --

BARRY

"Lena came in...." Start the story from there -- start from that moment -- "Lena Came In...."

Ridgely hesitates. Barry grabs him harder.

BARRY

"Lena Came In...."

RIDGELY

....She came in....she came in lookin' for you....she came in, said she was runnin' late....

CAMERA DOLLIES IN CLOSE ON BARRY.

CUT TO:

INT. SMILING PEANUT - FLASHBACK - DAY

Lena walks in, looks around. Ridgely behind the bar sees her.

RIDGELY

Lena?

LENA

Yeah. Hi. Ridgely.

RIDGELY

Whatcha doin' here?

LENA

I'm looking for Barry. We were supposed to meet at Burger World and I ran late. Has he been in?

RIDGELY

He hasn't come in, no. You try him-at home?

LENA

No. I just figured he'd stop in here for a drink or something --

RIDGELY

I haven't seen him.

LENA

No big deal. You got a cigarette machine?

RIDGELY

Doesn't work. Around the corner there's a place.

CAMERA DOLLIES IN CLOSE TO LENA, who glances away, towards the back room, hearing voices.

LENA'S POV - THE BACK ROOM

The door's half open, and inside, Babaloo and Hollister are talking to Bill.

BABALOO

...the thing...the thing I'm talking about, Bill....

Babaloo looks up. Lena and Babaloo make dead-eye contact.

FREEZE FRAME on each.

End FREEZE FRAME. She turns, starts to walk out.

RIDGELY

I'll tell him you came around,
he comes by --

BABALOO (OC)

Just a minute there, you woman.

Lena turns. Babaloo and Hollister standing there.

LENA

Me?

BABALOO

Do I know you?

LENA

Me?

BABALOO

Yes. You. You. I know you. Yes?

LENA

I don't think so.

BABALOO

I think so.

LENA

I'm sorry, I have to leave.

She starts to leave. Hollister whispers something in Babaloo's ear.

BABALOO

You're Lena Leonard. You're Chuckie
Leonard's little sister. Two years
ago. I remember you and you don't
remember me?

Lena stops, turns. DOLLY IN.

LENA

Yes.

BABALOO

Babaloo.

LENA

Yes. Babaloo.

BABALOO

Watcha doin' here?

LENA

I'm here looking for my husband.

BABALOO

I'd like to take you to lunch.

LENA

I can't.

Bill comes out from the back room.

BILL

Hey, Lena. Watcha doin' here?

BABALOO

Lena's come to join me for lunch.

BILL

You know —

BABALOO

-- Lena. Of course. We just met.
Love at first sight, right Lena?

LENA

....love at first sight.

Babaloo steps closer to Lena. They speak sotto:

BABALOO

You come in looking for your
husband?

LENA

Yes.

BABALOO

Who's your husband?

LENA

Barry Wurlitzer.

BABALOO

You're married to Barry?

LENA

Yes I am.

BABALOO

Does Barry know about us?

LENA

...About what...?

BABALOO
What would he say?

Lena doesn't answer.

BABALOO
I'd like to see you.

LENA
No.

BABALOO
I'd like to see you.

LENA
No.

BABALOO
Barry hears something, something terrible, maybe it makes him sad, maybe it makes him not want to be married to you anymore. Maybe he hears something terrible that a little girl did once upon a time. Something bad. Something that she liked.

LENA
Are you threatening me? Are you saying something? Go ahead and tell him. He loves me.

BABALOO
Maybe I will, then.
Maybe I will, darling.
How does that sound?

Babaloo steps in closer to Lena IN SLOW MOTION, THEN:

BABALOO
Spend some time with me. Spend some time with me. I can help you, Lena. I can make you happy. You love Barry...huh? You love him?

LENA
Yes I do.

BABALOO
I can help with that, too.
Spend some time with me, Lena.
I'll make sure you and Barry are happy forever. You remember your brother?

LENA

I remember my brother.

BABALOO

It was a shame that it went the way it did but it all happened for a reason.

LENA

What reason?

BABALOO

If you cooperate, Lena...

LENA

...don't you dare do this...

BABALOO

Spend some time with me.
Barry won't mind. You'll like it.
You spend some time with me and
you and Barry can be happy forever.

LENA

Don't.

BABALOO

Spend the week with me or I'll
tell your husband Barry what
you once did.

LONG HOLD, THEN:

BABALOO

I liked to see you tonight.
Starting tonight. You get away.
You come to me tonight. Don't
go away, or I'll find you.
Don't try and go anywhere or
I will find you. Lena. I'll find
Barry too and that won't be hard,
believe me. It'll be more than
fingers this time, Lena.

Lena turns away. Babaloo steps up behind her and starts to whisper something in her ear that WE DON'T HEAR. SOUND FADES DOWN AND WE HEAR NOTHING BUT LENA'S HEAVY BREATHING.

CAMERA DOES A SUPER SLOW DOLLY INTO LENA, ARRIVING AT AN EXTREME CLOSE-UP. She smiles and says something to herself that we CANNOT HEAR.

BEAT. THEN:

She turns back to Babaloo, looks him in the eye, about to say something....

CUT TO:

INT. BARRY AND LENA'S APARTMENT - FLASHBACK - NIGHT

This scene is replayed again, this time HOLDING WITH LENA IN THE BEDROOM. BARRY IS OC. She's on the bed, tears in her eyes, pushing each word from her mouth.

BARRY (OC)

Honey, have you seen my revolver?

LENA

Try the kitchen.

CAMERA BEGINS A SLOW DOLLY TOWARDS LENA. She looks at the nightstand on the bed and her picture of Barry.

BARRY (OC)

Honey....honey...?

LENA

Yeah?

BARRY (OC)

I gotta go...I'll be back about two or three. You feel okay now?

LENA

I'm fine now, Barry. I feel fine. Bring back lots of money.

BARRY (OC)

Will you wait up for me?

LENA

I'll try.

OC we hear Barry heading for the door. Lena's eyes widen.

LENA

Barry, darling?

BARRY (OC)

Yeah?

LENA

.....leave your ring on the front table.

BARRY (OC)

...what, why?

LENA
I need to do something with it.
Something special. A surprise.

BARRY (OC)
Why now?

LENA
Just leave it....don't worry...
...don't worry...

BEAT. HOLD.

BARRY (OC)
I'm leaving. I'll see you later.

LENA
I LOVE YOU!

BARRY (OC)
I love you, too!

OC we hear the door open and shut. Lena stands, moves to the window and looks out. BEAT, HOLD, THEN:

She moves to the phone.

CUT TO:

INT. SMILING PEANUT - BACK TO SCENE - DAY

Lena's back is to Babaloo. Portion of SCENE we saw earlier replayed from REVERSE ANGLE. Lena says something to herself that WE BARELY HEAR THIS TIME.

LENA
...yes I will...

She turns back to Babaloo, SOUND COMES UP FULL.

LENA
Tonight. Tonight I'll see you.
You'll never tell him...you never
tell him and I'll do what you want
and I'll like every moment of it,
Babaloo. I'm all yours.

Babaloo smiles. She turns away and walks out the door into the bright sunlight. Babaloo turns to Bill and Hollister and smiles. Babaloo walks to the back room. Bill walks out after Lena. He goes out the door and SUNLIGHT POURS IN BURNING THE FRAME WHITE.

FADE DOWN TO:

INT. SMILING PEANUT - BACK TO SCENE - PRESENT MOMENT

Barry standing behind the bar with Ridgely.

RIDGELY

That's it...that's all I know...

Barry walks around the bar towards Chris. Barry passes a BARFLY sitting on a stool.

BARFLY

Hey pal...

Barry stops, looks at him. The Barfly motions for Barry to come closer. He does.

BARFLY

(sotto)

...I think that your girl
might not wanted to have gone
with this guy....

BARRY

Oh yeah?

BARFLY

Just from an outsider's angle
on the story...

Barry nods.

BARFLY

You should probably try and go
get her or something.

BARRY

Thank you.

Barry walks to Chris.

CHRIS

If you ask me....I know her well,
I know how she is....you know her
too...she's in over her head.

BARRY

She's strong.

CHRIS

She must think she's a Super-Hero, Barry.
She's got no chance for revenge against
these guys, you know that. You know.

BARRY

...I know...

BEAT. Chris steps into a CU.

CHRIS

Go get her. Go get your love.
And go get Babaloo too.

CUT TO:

INT. BABALOO'S APARTMENT - BEDROOM - THAT MOMENT

Lena is sitting at a small table, looking in a Vanity Mirror, putting on a lot of make-up. There's a knock at the door.

BARTH (OC)

Lena?

LENA

Yes?

BARTH (OC)

Babaloo would like to see you
at the pool for dinner.

CAMERA DOES A DOLLY TOWARDS LENA, WHEN IT ARRIVES TO A CLOSE-UP, SHE SMILES, THEN RISES OUT OF FRAME.

CUT TO:

EXT. SENIOR'S SMOKE SHOP - THAT MOMENT

Barry, driving Christina's car, comes SLAMMING TO A STOP in front of the smoke shop. It's closed and gated, but inside Senior and Junior are counting the day's receipts. Barry's knocks on the window. Junior comes over, unlocks the door.

JUNIOR

Hey, man...what's up? You find your girl?

BARRY

I found her. I found her.
But I need some help.

JUNIOR

Whaddaya need?

CUT TO:

INT. HALLWAY/PENTHOUSE - THAT MOMENT

CAMERA DOLLIES in front of Lena. She walks down one of the long hallways. She's dressed in a long evening gown.

LENA'S POV - MOVING FORWARDS

Babaloo steps into distant FRAME, wearing a white-tux. He smiles, waiting for Lena to walk the long hallway.

Lena is getting closer and closer to him.

LENA is steps away from Babaloo.....

....HER POV COMES STRAIGHT AT HIM.

BABALOO

Lena...come meet the guests....

CAMERA/LENA DOES A QUICK PAN RIGHT TO REVEAL THE OUTDOOR POOL DECK AREA AND:

Four Well Dressed Men (in their late 50s) are sitting in some chairs, smoking cigarettes, drinking whisky. They see LENA/CAMERA and stand.

Babaloo steps into FRAME and looks directly into CAMERA.

BABALOO

These men are here for you Lena.

Lena stops. BEAT.

CUT TO:

INT. BACK ROOM/SENIOR'S SMOKE SHOP - THAT MOMENT

Barry, Junior and Senior stand over a table filled with GUNS. Barry takes his pick:

One sawed off SHOTGUN, two .45's and two .22's. He puts the .45s in his pockets, the 22's in ankle holsters (one for each leg) and the shotgun in the small of his back.

SENIOR

You're a serious man when it comes to pickin' guns.

BARRY

I'm serious about love.

JUNIOR

She must be pretty damn special.

BARRY

She's got perfect skin and child bearing hips.

SENIOR

This place high security?

BARRY

Yeah... A tower. You know Babaloo Parson?

SENIOR

Fuck-do-I. Cocksuckin' prick.

JUNIOR

His thugs come around, always askin' for a chunk a change, blah-blah-blah, actin' tough, makin' threats --

SENIOR

Cocksuckin' prick.

BARRY

Well this is his place.

JUNIOR

Holy smokes, pal.

BARRY

Kinda place, once you get in --

JUNIOR

-- you don't get out.

SENIOR

Maybe another way --

BARRY

-- No other way.

SENIOR

Messin' with the big boys.
That cocksuckin' prick, Babaloo.

JUNIOR

She's the love of your life?

BARRY

That's absolutely right.

JUNIOR

Kick some ass.

BARRY
Kick some Babaloo-ass.

SENIOR
Kiss some cocksuckin' prick-ass.

BARRY
The bullets will fly.

SENIOR
Fly fast and fly hard son.
Put a bullet in that mother for me.
You wanna cigarette?

BARRY
Absolutely.

Junior, Senior and Barry smile and light up cigarettes.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Babaloo steps up closer to Lena.

BABALOO
Last time you met these men, you
were out like a light. This time
I want you to remember it, Lena.

Lena looks to the Well Dressed Men. HOLD ON HER FACE. BEAT.

BABALOO
I'd like to officially introduce
Lena Leonard.

Lena steps up to meet the four Well Dressed Men. CAMERA IS
LENA'S POV THROUGH ENTIRE SEQUENCE, MOVING FROM FACE TO FACE.

BABALOO
Mr. Floyd Baker. An associate of
mine from the East side.

Floyd exhales smoke and nods.

BABALOO
Porter Pfieffer. A friend to me
from Orange County.

PORTER
A pleasure again, Ms. Leonard.

BABALOO

Mr. Chet Chesterfield. An old working man, a friend from my days in Baltimore. Ms. Lena Leonard.

CHET

How do you do?

BABALOO

This is Mr. Daniel David from the Carson City of Nevada...

DANIEL

Worth the trip, Ms. Leonard.

Lena holds a steady smile.

BABALOO

Let's have some food before we start to play, gentleman.

CUT TO:

EXT. SENIOR'S SMOKE SHOP - THAT MOMENT

Barry gets in his car. Junior and Senior stand on the curb.

BARRY

Thanks again, boys. I owe you in spades. Anything you need, ever.

SENIOR

Once you get her, make sure you bring her around for a proper introduction.

BARRY

Will do.

Barry peels out. CAMERA holds with Junior and Senior.

SENIOR

Son?

JUNIOR

Yeah?

SENIOR

Go get your car. This boy's clearly some kinda maniac and he may need some help with that cocksuckin' prick.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

The four Well Dressed Men sit at a long dinner table, with Lena and Babaloo sitting together at the head. CAMERA DOES A SLOW 360 AROUND THE TABLE while they eat and talk. Lena is casual and calm.

CUT TO:

INT. BARRY'S CAR - MOVING - THAT MOMENT

Barry driving TOP SPEED. Love song on the radio.

CUT TO:

INT. JUNIOR AND SENIOR'S CAR - MOVING - THAT MOMENT

Junior's driving, Senior's shotgun. Both smoking cigs, going fast.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

The meal is finished. One of the Well Dressed Men stands up, approaches Babaloo, puts a hand on his shoulder, bends down.

WELL DRESSED MAN
Wonderful meal, Babaloo.

BABALOO
Thank you.

WELL DRESSED MAN
Restroom inside?

BABALOO
Down the first hall to the right.

He exits. CAMERA HOLDS with Babaloo and Lena.

BABALOO
How was your food?

LENA
Wonderful.

BABALOO
All digested?

LENA
Yes.

BABALOO
Ready for a little game?

LENA
Anything darling...

Babaloo's hand reaches under the table and touches Lena's thigh.

CUT TO:

EXT. BABALOO'S HIGH RISE/STREET LEVEL - THAT MOMENT

Barry pulls up, looks across the street at the GUARDS outside the entrance. BEAT. He pulls around the corner --

CUT TO:

EXT. ALLEY BEHIND THE BUILDING - THAT MOMENT

Barry's car pulls around into an alley where the ENTRANCE for the UNDERGROUND parking is. There are two more GUARDS here.

Barry cruises past and down to the end of the alley, turns a corner.

CUT TO:

EXT. NEARBY STREET - THAT MOMENT

Barry parks his car, gets out, buttons his coat, moves to the back of the car, lights a cigarette, all in one swift motion.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Lena and Babaloo face to face at the dinner table.

LENA
Babaloo...

BABALOO
Mmm-hmm?

LENA
I'd like to say a few words.

Babaloo looks at her. BEAT. She leans in, gives him a kiss on the lips.

LENA
Get their attention for me.
I'd like to say something...

Babaloo slips his hand off Lena's thigh under the table and grabs a fork -- clinks it against a glass.

BABALOO

Gentleman -- Lena would like to say something. Let's give her our attention.

The Well Dressed Men come to attention. Lena stands up, smiles.

LENA

First of all, I'd like to say how excited I am to be here tonight with you men...

(clears her throat)

I'm sorry...I know I speak softly, I usually do, but at the moment I'm a little....well, I suppose that I have feeling of nervous anticipation for what the rest of the night will bring. It's hard to contain that certain sort of excitement that can come over you in waves when you look forward to something. I think you know the feeling -- on Christmas morning when you're a child -- that's what it's like. It's the anticipation to see what Santa has left in the night. "What are you going to get this year?"

(beat)

I wonder what Santa has in store...

The Well Dressed Men smile. Lena smiles, looks down at the dinner table.

LENA'S POV - THE DINNER TABLE.

She holds her eyes for a BEAT on a KNIFE that's next to her plate.

She looks away, back up to the table of Well Dressed Men.

CUT TO:

EXT. NEARBY STREET - THAT MOMENT

Barry unscrews the GAS CAP on the car. He takes out a rag and sticks it in the TANK. He takes the cigarette from his mouth and is about to touch it to the rag....

HAT MAN (OC)

Trojan Horse?

Barry turns quickly, pulls a .45 from his pocket and takes aim at the Hat Man.

BARRY

You lookin' for trouble?

HAT MAN

Not at all. I'm here to help.

BARRY

Your help's not needed.

HAT MAN

I'm sorry about the blackjack.

I'm ready to talk turkey.

You've got no time to waste.

BARRY

So talk --

HAT MAN

You're in the wrong place.

BARRY

Come again?

HAT MAN

She's not here. They're at Babaloo's party place.

BARRY

I should trust you after what you --

HAT MAN

You should or you shouldn't.

You wanna know where they are?

You want your girl?

BARRY

You a cop?

HAT MAN

Maybe I'm a cop and maybe I'm not a cop and maybe it doesn't fucking matter.

BARRY

I knew you were a cop.

HAT MAN

You trust me?

BARRY

I dunno.

HAT MAN

I want you to get your girl just
as much as you. To get her, you
gotta get Babaloo and that's what
I wanna see. So you gotta trust me.

BARRY

Tell me.

HAT MAN

Wilshire corridor. 18000.
Top Two Floors.

Barry pockets the .45, takes the rag from the gas cap and
heads for the driver's seat.

HAT MAN

Hey...

Barry turns, Hat Man throws him a KEY.

HAT MAN

That'll get you up once you're
in the elevator.

Barry gets in the car.

CUT TO:

INT. JUNIOR AND SENIOR'S CAR - PARKED - THAT MOMENT

Junior and Senior are down the block from Barry and the Hat Man.
They watch Barry get in the car and take off.

SENIOR

Now where's he goin'?

JUNIOR

You wanna follow him?

SENIOR

Yeah.

Junior hits the gas.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

CAMERA DOES A SLOW DOLLY TOWARDS LENA. She's in the middle of her speech.

LENA

...I look at your faces now and I don't remember. Babaloo has told me something that makes me sad. Unfortunately, the last time we met I was a bit under the weather. I suppose that I had a little too much to drink that night and I just slipped under the sheets. From what I understand, a wonderful time was had by all. Is that right?

WELL DRESSED MAN

It was spectacular, Lena.

LENA

Well...thank you...but this time, this time, I promise that I'll be wide awake. I won't pass out...you don't have to worry....because I want to remember this time. I want to be a participant. I want my eyes and my memory and my smile to be as clear as crystal. I want to look in each of your funny, ugly little faces when you try and get in my panties...

Babaloo blinks a few times, looks up at Lena.

BEAT.

Babaloo laughs. The other Well Dressed Men laugh. Lena glances at the KNIFE again...then back up...

LENA

...I hope that you don't think I'm being sarcastic, silly or coy, because I'm not. I'm being honest.....

CUT TO:

EXT. BARRY'S CAR/WILSHIRE BLVD. - THAT MOMENT

Barry's car flies top speed down Wilshire, spots the 18000 building and makes a right turn down a street and into the alley --

CUT TO:

EXT. ALLEY BEHIND THE WILSHIRE BUILDING - THAT MOMENT

It's a very similar set-up to the building at the beach.
There are two Guards standing watch at the UNDERGROUND ENTRANCE.

CUT TO:

AT THE MOUTH OF THE ALLEY - THAT MOMENT

Barry car comes to a SLAMMING STOP about 100 yards away from the Guards and the parking-entrance.

He exits the car and again rips off the gas tank, puts the rag in and takes out a lighter. He tries the lighter -- it sparks a little without a flame....He tries it again...it doesn't catch....Barry tries it again and again quickly...starting to panic.

CUT TO:

EXT. STREET A BLOCK AWAY - THAT MOMENT

Junior and Senior pull up and park, they watch Barry.

JUNIOR

Didn't he just do this at the other place?

SENIOR

It's Deja vu.

CUT TO:

INT. SECURITY ROOM - THAT MOMENT

Barth and Hollister are playing cards in a small security room that has six MONITORS that survey sections of the building. The underground garage area, the front, the bedrooms, the hallway and inside the elevator, etc.

One of the MONITORS shows the POOL DECK AREA. CAMERA CLOSES IN. Lena is still standing, still speaking to the table of Well Dressed Men.

CUT TO:

EXT. MOUTH OF THE ALLEY - THAT MOMENT

Barry is still trying the LIGHTER. It's out of fuel. He makes a dash for the car.

CUT TO:

INT. CAR - THAT MOMENT

Barry spots the CAR LIGHTER in the dashboard. He presses it.
CAMERA DOLLIES IN ON HIM. He's waiting for the lighter to
heat up and pop out....CAMERA DOLLIES IN ON THE CAR LIGHTER.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Lena is still speaking. It's getting worse and worse.

LENA

...let me continue to take up
just one more minute of your time.
Before you all get macho and start
trying to kiss me with bullets,
lemme just have one more
moment of honesty: If Santa were to
give me a present this year....I wish....
well...I wish that he'd leave five boxes
under the tree. I'd wish that in those
five boxes I'd find each of your little
pee-pee's....

She smiles. They men don't.

CUT TO:

INT. CAR - THAT MOMENT

Barry waits....starts to sweat....waiting for the car lighter
to pop out.....

CUT TO:

INT. JUNIOR AND SENIOR'S CAR - THAT MOMENT

Junior and Senior are smoking cig's, watching Barry. The car is a
cloud of smoke.

JUNIOR

...the hell's he doin'?

SENIOR

Don't know. Don't know.

Senior looks at Junior and notices that his window is cracked open
a little.

SENIOR
Shit son, roll up yer damn window.

JUNIOR
Sorry.

Junior rolls up the window.

CUT TO:

EXT. POOL DECK - THAT MOMENT

Lena still speaking, keeping half on eye to the KNIFE on the table.
The Well Dressed Men and Babaloo hold still.

LENA
...that's what I wish...I wish I
had 'em...all skinny and shrively
and small. My anticipation, that
feeling I was talking about before --
Santa understands it. It's not about
what you think you have for me --
but what I have for you....

CAMERA DOES A SLOW DOLLY INTO BABALOO. He gets the thing now
and he's not amused.

LENA (OC)
You see, I came here for Babaloo -- I wasn't
expecting to uncover the mystery of
what happened that night two years ago.
But I have. I'm so pleased to be here
with you all -- because now I can
kill a bunch a dogs with one stone.

CUT TO:

INT. CAR - THAT MOMENT

Barry watching the LIGHTER....it POPS out. Barry grabs it.

CUT TO:

EXT. MOUTH OF THE ALLEY - THAT MOMENT

Barry takes the LIGHTER and TOUCHES IT TO THE RAG IN THE GAS
TANK.

The rag catches FIRE and Barry pushes the car down the alley way.

Barry's CAR rolls down the alley, past the UNDERGROUND parking.
The FIRE has spread trough the car.

The Two Guards standing watch, notice as it cruises down the alley, smashes into a GATE and STOPS....continues to burn.

UNDERGROUND GUARD #1
...the fuck is that?

Barry, at the mouth of the alley, watches the Guards.

BARRY
...go and check it out...c'mon...c'mon...

They hesitate a moment....BEAT...then go to check it out. Barry slips down the alley and into the Underground Parking.

CAMERA follows him. He walks to a door marked, "Staircase."

CUT TO:

INT. SECURITY ROOM - THAT MOMENT

Barth and Hollister are oblivious to the monitors as they play cards. One of the monitors, we see BARRY head up the staircase.

CUT TO:

INT. THE STAIRCASE - THAT MOMENT

Barry finishes up the flight of stairs which leads him into the LOBBY AREA. Out front, he spots two Guards with their backs to him.

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Lena still speaking.

LENA
...well. I suppose that the time has come. The time when you all realize as a result of the things I've just said...that no matter how hard you try, no matter how tough you think you are...that getting in my pants and trying to fuck me...well: That's just not gonna happen. It just ain't. Not this year...

SPLIT DIOPTER SHOT. CAMERA FRAMES THE KNIFE ON THE TABLE IN THE FOREGROUND, LENA IN THE BACKGROUND. She glances at it.

BEAT, THEN:

LENA (contd.)

I hope I've made it clear to you.
I hope that you realize exactly what
I'm saying to you. And if you haven't,
lemme make it clear by saying this:
You're all gonna die. And you can't
fuck someone if you're dead.

CAMERA DOLLIES IN TO BABALOO. He smiles a bit, then:

BABALOO

...okay, Lena...you show is over...

He places his HAND on the table and starts to push his chair
out to stand up --

-- Lena GRABS the KNIFE from the dinner table and DRIVES IT STRAIGHT
INTO BABALOO'S HAND, PINNING IT TO THE TABLE. HE SCREAMS IN PAIN.

Lena makes a quick grab inside his coat, getting HOLD of the REVOLVER
that's holstered to his side and AIMS POINT BLANK.

CUT TO:

INT. THE LOBBY - THAT MOMENT

Barry's waiting for the elevator....he watches the number panel
above the doors as it descends....10...9...8...7....

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Lena with Babaloo at gun point. The Well Dressed Men stand in shock.

BABALOO

YOU FUCKIN' BITCH.

LENA AIMS THE REVOLVER STRAIGHT AT BABALOO.

LENA

That's it, that's it...make it worse, Babaloo.
You see: You can think something and
you can carry a gun and you can try 'n
talk tough, but I wanna tell you something
and I want you to understand this:
Santa's gonna make my wish come true
this year.

CUT TO:

INT. LOBBY - THAT MOMENT

Barry waits. The ELEVATOR arrives. The Elevator Guard steps out -- looks to the two Guards out front and walks towards them -- Barry slides into the elevator --

CUT TO:

INT. ELEVATOR - THAT MOMENT

Barry turns the KEY in the control panel, then presses the button marked, "Penthouse."

CUT TO:

EXT. POOL DECK/PENTHOUSE - THAT MOMENT

Lena has Babaloo at GUN POINT. The Well Dressed Men are standing in shock.

BABALOO

You fuckin' bitch...you fuckin' whore...you're insane...you'll never.... you'll never get away with this...

LENA

I'm gonna make you eat your words and a whole lot else, Babaloo.

WELL DRESSED MAN

Jesus Christ -- Let's try and work this out -- put down the gun --

LENA

I want you guys to strip down --

BABALOO

-- MY FUCKIN' HAND!

WELL DRESSED MAN

(to Lena)

...What did you say...?

LENA

I want you all to strip down.

WELL DRESSED MAN

...Listen...

LENA

I'M NOT LISTENING TO YOU.
Start strippin'.

CUT TO:

INT. SECURITY ROOM - THAT MOMENT

Barth and Hollister are playing cards. Barth glances at the MONITOR'S and spots BARRY COMING UP IN THE ELEVATOR.

BARTH

What the fuck is this?

Hollister jumps up and sees the MONITOR that shows the Pool Deck area. Lena has Babaloo at Gun Point and the Well Dressed Men are taking their jackets off.

HOLLISTER

Jesus christ.

Barth pushes a button and talks into a MIC.

BARTH

(into Mic) -

Front security. Front Security.
We have a man in the elevator
and a situation up top.

CUT TO:

INT. LOBBY - THAT MOMENT

The two Front Guards and the Elevator Guard hear this on the SPEAKER and draw their guns, make a DASH for the staircase --

CUT TO:

INT. PENTHOUSE - THAT MOMENT

Barth and Hollister come out of the security room with their GUNS ready and head down the long hallway that leads to the ELEVATOR --

CUT TO:

INT. ELEVATOR - THAT MOMENT

Barry holds BOTH his .45s ready and watches the numbers flash, getting closer to the Penthouse Floor --

CUT TO:

EXT. POOL DECK - THAT MOMENT

Lena holding Babaloo at gun point. The Well Dressed Men have taken their coats off. Babaloo moves to take the KNIFE from his hand and Lena SMACKS him with the PISTOL.

LENA

Leave it there.

BABALOO

Jesus Christ, you don't know what you're up against --

LENA

-- I'm doing pretty damn well so far, so shut yer mouth.

CUT TO:

INT. PENTHOUSE - THAT MOMENT

Barth and Hollister come CHARGING full speed down the hall towards the ELEVATOR -- they're a FEW STEPS AWAY -- CAMERA DOLLIES AWAY FROM THEM TOWARDS THE ELEVATOR DOORS --

CUT TO:

INT. ELEVATOR - THAT MOMENT

Barry looks up. The PENTHOUSE light FLASHES and DINGS.

CUT TO:

INT. HALLWAY - THAT MOMENT

CAMERA MOVES IN on the elevator door -- which slide open --

Barth and Hollister SLIDE ON THE FLOOR -- GUNS FIRING --

BARRY COMES OUT OF THE ELEVATOR WITH BOTH GUNS BLAZING AND MAKES A QUICK RIGHT INTO ANOTHER HALLWAY --

CUT TO:

EXT. POOL DECK - THAT MOMENT

Lena, Babaloo and the Well Dressed Men HEAR the GUNSHOTS. They stop, she screams at them:

LENA

I didn't say stop.

WELL DRESSED MAN

....I'm not stripping for you, bitch.

LENA

What did you say?

WELL DRESSED MAN

I think you're a hot shot talker,
who's actually shiverin' in her boots
and I don't think you'd pull a trigger.

LENA SHIFTS THE AIM OF HER GUN FROM BABALOO, TO THE WELL DRESSED MAN WHO MADE THIS COMMENT. SHE FIRES THREE BULLET INTO HIS FACE. HE FALLS DEAD AND LENA SWINGS THE AIM OF HER GUN BACK AT BABALOO.

LENA

Is it clear that I mean business?

CUT TO:

INT. HALLWAY - THAT MOMENT

Hollister and Barth have their GUNS aimed and ready.

BARRY behind the wall. He looks across the hall and sees a DOOR. He makes a DASH FOR IT AND THROWS SOME BULLETS TOWARDS HOLLISTER AND BARTH, WHO THROW SOME BACK.

Barry makes it safely across the hall and DIVES THROUGH THE DOOR.

CUT TO:

INT. ROOM - THAT MOMENT

Barry comes DIVING THROUGH AND LANDS ON HIS STOMACH.

He is IMMEDIATELY KICKED IN THE FACE by the Well Dressed Man.
(The one who went to the bathroom earlier.)

The Well Dressed Man quickly kicks the guns from Barry's hands and grabs the SHOTGUN from his back.

Barry is in a daze. The Well Dressed Man puts the Shotgun to his head. Barth and Hollister CHARGE in....

CUT TO:

EXT. POOL DECK - THAT MOMENT

Lena holds the GUN at Babaloo. The Well Dressed Men have their jackets off -- she sees that both of them have GUNS holstered to their sides --

LENA

Take those off slow and slide
'em over here --

Both the men take off their holsters....Lena smiles..

Barth and Hollister emerge from the house with The Well Dressed Man, who's holding Barry around the throat, the SHOTGUN pointed to his head.

Babaloo and the Well Dressed Men notice. Lena doesn't.

LENA

(to Babaloo)

This is so much easier than I
thought it would be.

BARRY (OC)

LENA!

She turns, sees the picture and immediately SPINS back around, grabbing Babaloo around the throat and aiming her gun to his head.

HOLLISTER

Drop the gun, bitch.

BARRY

Lena...Lena...

LENA

Barry...

The Well Dressed Men who were taking off their shoulder holsters grab each of their GUNS and take AIM at Lena.

The Well Dressed Man holding Barry speaks:

WELL DRESSED MAN

Drop the gun and let's work this out.

LENA

There's nothing to work out.
You shoot him...

(to Babaloo)

...I shoot him.

WELL DRESSED MAN
 You shoot him...
 (to Barry)
 ...I shoot him.

BARRY
 Shoot him, Lena.

BABALOO
 Somebody shoot this bitch.

BARRY
 Shoot him. Shoot him.

HOLLISTER
 This isn't going anywhere --

BARTH
 -- Put the gun down, Lena.

BABALOO
 Will Somebody Please Shoot This
 Fuckin' Bitch?

BARRY
 DON'T YOU TALK ABOUT MY WIFE THAT WAY!

BABALOO
 She's a fuckin' WHORE.

CAMERA DOES A SUPER-SPEED DOLLY INTO A CU ON LENA.

IN A HEARTBEAT, THE FOLLOWING HAPPENS:

LENA, SHIFTS THE AIM OF HER GUN, FIRES AND HITS THE WELL
 DRESSED MAN WHO'S HOLDING BARRY, RIGHT BETWEEN THE EYES...

...HE FALLS BACK, FIRES THE SHOTGUN WILDLY...

SHE SWINGS THE AIM OF HER GUN AND FIRES A FEW TIMES AT
 HOLLISTER AND BARTH...

...BARTH AND HOLLISTER HIT THE DECK AND RUN FOR COVER...BARRY FALLS
 BACK WITH THE DEAD WELL DRESSED MAN....

...BABALOO, USING HIS FREE HAND, GRABS HOLD OF LENA'S ARM
 THAT HOLDS THE REVOLVER...THE GUN FIRES IN THE AIR WILDLY...

...THE WELL DRESSED MEN STANDING NEAR THE DINNER TABLE DUCK
 FOR COVER...

THE PLACE TURNS INTO A WAR ZONE:

...BARRY GRABS THE SHOTGUN FROM THE DEAD WELL DRESSED MAN'S HAND...AT THAT MOMENT -- A BULLET RIPS THROUGH HIS SHOULDER, (THE SAME SHOULDER) --

-- BARTH FIRED THE SHOT AT BARRY AND IS ABOUT TO FIRE ANOTHER --

BARRY USES THE DEAD MAN'S BODY IN FRONT OF HIM AS A SHIELD -- BARRY'S HAND REACHES THE SHOTGUN AND HE FIRES A SHOT AT BARTH, BLOWING A HOLE IN HIS LEG --

BABALOO, IN A QUICK MOVE, TWISTS LENA'S GUN BACK -- THERE'S A BLUR OF MOVEMENT AND A GUNSHOT....

...LENA FALLS BACK, HIT IN THE SIDE, BLOOD SPLATTERS...

BARRY NOTICES THIS.

BARRY
LEEEENNNAAAA!

BABALOO GRABS HOLD OF THE GUN AND STANDS UP, RIPPING HIS HAND FREE FROM THE KNIFE...HE GRABS HER AROUND THE NECK AND DRAGS HER INTO THE HOUSE.

BARRY WATCHES BABALOO AND LENA. HE'S DUCKED FOR COVER BEHIND A TABLE, DODGING BULLETS COMING FROM HOLLISTER AND BARTH.

BEAT.

CUT TO:

INT. BABALOO'S BEDROOM - THAT MOMENT

Babaloo drags Lena in, holding the GUN to her head. She's bleeding from the bullet wound to her side.

LENA
He came for me and he's gonna
get you --

BABALOO
Shut the fuck up.

LENA
You're gonna die, Babaloo --

BABALOO
YOU WANNA BE TOUGH, BITCH?

LENA
You're a piece of shit, not me --

BABALOO

-- you're gonna be tough with
another bullet in you, Lena --

LENA

Fuck you. Fuck you, Babaloo.

Babaloo stops, drops her and takes a step back, aims the
gun at her.

BABALOO

Shut yer fuckin' mouth, Lena.

LENA

No-I-Will-Not.

Babaloo SHOTS HER IN THE ARM. She falls back. He grabs her
and leads her into another room --

CUT TO:

EXT. POOL DECK - THAT MOMENT

Barry is CROUCHED behind the overturned table. He looks to the glass
door's that leads to the house. He gets himself into a running start
position --

-- a BULLET RIPS INTO HIS LEG. He turns, looks, and sees that
the SHOT came from one of the other Well Dressed Men on the floor.

Barry FIRES and KILLS HIM.

BARTH AND HOLLISTER react by spraying bullets to the TABLE Barry is
using for cover --

Barry HOLDS HIS LEG IN PAIN and MAKES A QUICK DASH FOR THE DOOR --

Barth and Hollister FIRE THEIR GUNS -- Barry dodges the bullets
and makes it into the house --

CUT TO:

INT. HOUSE - THAT MOMENT

Barry PLOWS in and makes his way around the house.

CAMERA FOLLOWS HIM DOWN A LONG HALLWAY. He's steps away from
reaching a door, when a bunch of bullets kiss by his face and
hit the walls -- He dives through the door -- the shotgun he's
carrying gets caught on the door and falls from his hands --

He's inside the door and the shotgun is outside.

CAMERA SWINGS AROUND TO SEE:

Barth And Hollister fired the shots and are coming down the long hallway now.

CUT TO:

INT. BEDROOM - THAT MOMENT

Barry is inside safely. He looks around. It's empty and there are no other doors leading out. It's a dead end.

CUT TO:

INT. HALLWAY - THAT MOMENT

Barth and Hollister are inches from the door...the KICK it OPEN....

CUT TO:

INT. BEDROOM - THAT MOMENT

Hollister and Barth come charging INTO THE BEDROOM AND SHOOT THE PLACE UP WITHOUT LOOKING FIRST. THEY SHOOT EVERYWHERE UNTIL THEY'RE DRY FIRING. They stop, look, realize it's empty.

BARTH

What the fuck....?

UNDER THE BED at that moment, Barry is face down on his stomach, he peeks out --

BARRY'S POV - LOOKING UP FROM UNDER THE BED

Barth and Hollister standing at the edge of the bed, just inches from him.

Barry reaches for both the .22s on his legs, aims them up --

Barry FIRES BOTH HIS GUNS UP AND INTO BARTH AND HOLLISTER.

They fall in front of him. He crawls out, grabs their guns and CAMERA follows him as he searches the Penthouse -- he picks up his SHOTGUN that he dropped back in the hallway -- he's limping badly -- blood everywhere -- he calls out for Lena --

BARRY

LENA! LENA! LENA!

IN THE HALLWAY

Barry enters all the rooms off the hallway -- they're empty. He notices something on the floor -- A TRAIL OF BLOOD -- he follows it -- he looks up -- and sees:

One of the Well Dressed Men who was stripping earlier. He raises his gun at Barry and FIRES...

...Barry dodges the shot and QUICKLY FIRES HIS GUNS INTO THE MAN without slowing his walk or blinking his eyes.

He continues to follow the trail of blood down the hallway and comes around a corner into --

ANOTHER HALLWAY

Barry is met with a FLURY OF GUNFIRE from the SECURITY GUARDS who have now arrived --

He PULLS THE SHOTGUN and begins to FIRE OFF at the Guards --

CUT TO:

INT. LOWER LEVEL PENTHOUSE - THAT MOMENT

Babaloo has carried Lena down some stairs into another area of the penthouse -- he continues for another door --

CUT TO:

INT. NEXT ROOM/LOWER LEVEL PENTHOUSE - THAT MOMENT

Babaloo gets Lena into a chair and moves for a GUN CASE on the wall.

JUNIOR (OC)

Don't take another step, pal.

Babaloo looks and sees: JUNIOR, aiming a REVOLVER straight at him. They're a few feet from each other -- Babaloo holds his GUN by his side --

JUNIOR

I can't let you take that good man's girl. Put your gun on the ground at your feet and kick it over.

BABALOO

Who the fuck are you?

JUNIOR

I'm a friend to Barry Wurlitzer. I've arrived to see if he needs any help.

CUT TO:

INT. HALLWAY - THAT MOMENT

Barry has killed all the security guards. He continues to FOLLOW THE TRAIL OF BLOOD -- it's harder to follow now, having been added to by the remains of the Security Guards --

CUT TO:

INT. LOWER LEVEL PENTHOUSE - THAT MOMENT

Junior has Babaloo at GUN POINT.

JUNIOR
Put it down.

Babaloo takes a BEAT, then lowers his gun to the pavement.

JUNIOR
Kick it over.

Babaloo kicks it over.

JUNIOR
You think you're a big-ass tough guy, eh? You wanna see tough? Huh? Do you?

Babaloo says nothing. Junior COCKS his GUN and AIMS POINT BLANK.

JUNIOR
This gun in your face is tough, in'it?

A BULLET RIPS STRAIGHT THROUGH JUNIOR'S CHEST AND HE FALLS TO THE FLOOR.

CAMERA PANS AWAY TO REVEAL: The final Well Dressed Man, smoking gun in his hand. He throws one of his guns to Babaloo --

LENA in the meantime has lamely dragged herself off the couch and towards a door --

BABALOO
Don't try and run, Lena.

She keeps crawling away --

BABALOO
Lena....Lena...stop...you're wasting the energy that may be keeping you alive, darling.

Lena looks up, towards the door, which leads into another room --

LENA'S POV. - INTO THE ROOM

Barry is there, coming towards her. IN SLOW MOTION.

They look at each other. FREEZE FRAME ON EACH. Barry and Lena.
END FREEZE FRAME.

Babaloo walks over to her and POINTS HIS GUN.

BABALOO

Don't make me chase you, Lena.

BARRY

DON'T YOU FUCKIN' TOUCH HER!

BABALOO TURNS, SEES BARRY AND FIRES, BARRY DOES THE SAME. Babaloo gets HIT in the ARM. Barry dodges Babaloo's BULLET which hits the WALL.

Babaloo falls out of FRAME, TO REVEAL THE WELL DRESSED MAN, WHO FIRES AT BARRY, HITTING HIM IN HIS UN-WOUNDED SHOULDER.

THE WELL DRESSED MAN IS ABOUT TO FIRE AGAIN --

LENA, ON THE FLOOR NEARBY, MUSTERS ENOUGH STRENGTH TO GRAB A LARGE GLASS ASHTRAY FROM A TABLE AND USE IT TO KNOCK THE GUN FROM THE WELL DRESSED MAN'S HAND --

THE GUN FALLS TO THE FLOOR BETWEEN THEM IN SLOW MOTION --

Lena looks at the gun. The Well Dressed Man looks at the gun. At the same time -- they go for it --

LENA GETS TO THE GUN FIRST, TWIRLS IT IN HER HAND, PULLS THE TRIGGER AND PUTS A BULLET STRAIGHT INTO THE MAN'S CROTCH.

BARRY, ON THE FLOOR IN THE OTHER ROOM, CRAWLS TOWARDS LENA. BABALOO HAS CLEARED OUT OF THE ROOM.

BARRY AND LENA MEET.

LENA

...Barry...

BARRY

Lena...Lena...

LENA

I knew you'd come --

BARRY

I love you, I love you --

LENA

I never meant to tell you lies.
I'm sorry for the pain --

BARRY

-- I understand. I understand.

LENA

I'm sorry, I'm sorry, I'm sorry.
I didn't tell you...I didn't tell
you my end....I'm sorry --

BARRY

It's okay, honey. It's okay.

LENA

You really fucked up my plan, baby.

BARRY

I didn't mean to. I meant to help --

LENA

It's okay. I still wanna bite
your cheek --

BARRY

-- you wanna smash my face?

LENA

Like a little kitten --

BARRY

-- or a little puppy.

Lena starts to PASS OUT.

BARRY

Stay with me, Lena. Stay with me.
Hang in there, honey.

She gives him the GUN.

LENA

Go get him.

BARRY

No. You. You're coming with me.

CUT TO:

INT. PENTHOUSE - THAT MOMENT

Barry and Lena -- GUNS in each of their hands step around the place -- cautious -- bleeding -- looking for Babaloo --

CUT TO:

INT. BABALOO'S OFFICE - THAT MOMENT

Babaloo is LOADING a SHOTGUN.

BABALOO

....you want my fuckin' lunch
you cocksucker? You wanna steal
my sandwich? You wanna meet my little
steel lunch pail?--C'mon...C'mon and
take my fuckin' sandwich from me...

CUT TO:

INT. HALLWAY - THAT MOMENT

Lena and Barry make their way down the long hallway towards Babaloo's office. Barry's limping badly, Lena is bleeding all over the floor.

CUT TO:

INT. OFFICE - THAT MOMENT

Babaloo has his two SHOTGUNS loaded. He stands, looks at the door.

BABALOO

...I'm gonna get a hard-on when
you two walk through that door...
Nice 'n hard. Nice 'n hard.
Come through that door, whore.
Come through that door, little boy.
Come take my god-damn sandwich.

CAMERA DOLLIES IN ON THE DOOR.

CUT TO:

INT. HALLWAY - THAT MOMENT

Barry and Lena just outside the door. BEAT. They look at each other.

BARRY

Lena...Lena...

LENA

....I'm losing blood, Barry.

BARRY

Be strong. Be strong, honey.
You ready?

Lena nods.

BARRY

You take the shot. You got it?
You take the shot and you keep
firing.

LENA

....let's do it....

FOLLOWING UNTIL NOTED IS IN SLOW MOTION:

Barry nods to her -- once, twice -- then he SMASHES INTO THE DOOR.

CUT TO:

INT. BABALOO'S OFFICE - THAT MOMENT

Barry comes CRASHING THROUGH and immediately HITS THE FLOOR.

Babaloo reacts with a SHOTGUN BLAST THAT BLOWS A WHOLE IN THE WALL. HE AIMS DOWN AT BARRY FOR ANOTHER SHOT --

-- LENA STEPS IN THE DOOR.

BABALOO NOTICES HER AND SHIFTS THE AIM OF HIS GUN --

BARRY LIFTS HIS REVOLVER UP AND AIMS AT BABALOO.

LENA FIRES OFF THE FIRST SHOT THAT RIPS STRAIGHT THROUGH BABALOO'S HEART -- HE FALLS BACK INTO THE DESK AND FIRES THE SHOTGUN WILDLY --

BARRY FIRES A SHOT THAT HITS BABALOO IN THE SHOULDER.

LENA, MOVING CLOSER IN --

BABALOO TILTS HIS SECOND GUN DOWN, AIMING AT LENA --

-- LENA DIVES THROUGH THE AIR --

-- BABALOO FIRES -- THE BLAST GRAZES PAST LENA IN MID-AIR --

ON HER WAY DOWN, SHE FIRES AND FIRES -- BLASTING BABALOO FULL OF HOLES. HER DESCENT CONTINUES IN SLOW MOTION AND SHE FIRES AND FIRES UNTIL BABALOO IS DEAD. SHE LANDS NEXT TO BARRY ON THE FLOOR.

END SLOW MOTION.

Barry and Lena raise themselves up off the floor.

BARRY

Good shooting, honey.

LENA

Thanks.

BARRY

We have to get help. You've lost a lot of blood.

LENA

You too. Honey. Honey. Your shoulder. It's a mess.

BARRY

Yeah.

LENA

You took a bunch of bullets for me?

BARRY

Anything for you.

LENA

You're the best.

BARRY

So are you.

LENA

We have to get help. We'll die.

BARRY

Yeah.

LENA

We'll die if we don't get help.

BARRY

....okay...okay...

They catch their breath and begin to walk out....

They walk down the long hallway towards the elevator.

At the END OF THE HALL APPEARS THE HAT MAN.

HAT MAN

Just a moment there, fella.

Barry and Lena stop. Barry notices that the Hat Man is holding the GREEN DUFFEL BAG. The Hat Man holds it up.

HAT MAN

...this? Oh this is nothing.
Just a few hundred thousand.
All those bullets flying made
for a pretty good cover. Thanks.

BARRY

...What...?

HAT MAN

I can't let you leave here alive, pal.
You know that right? I'm gonna
have to take the credit for this one.
Shit. I single-handedly took out Babaloo
and his organization. I'll probably get
a medal of honor or something from the Mayor.
This is big news.

BARRY

...you motherfucker...

HAT MAN

I'll grant you this, Barry:
You're a one man army. Did what an
entire police force never could.
You took out the great and powerful Babaloo.
Pretty impressive. But now...your show is over.
I'm sorry.

Barry raises his REVOLVER weakly. The Hat Man smiles,
quickly pulls a GUN from a shoulder holster and aims...

...the HAT MAN is HIT IN THE SIDE OF CHEST BY A BULLET THAT
COMES FROM OC. The HAT MAN starts to fall, turns his body
and FIRES his GUN towards the something OC. The OC something
FIRES AGAIN, HITTING THE HAT MAN. THE HAT MAN FIRES OFF
ONE LAST SHOT AT THE SOMETHING OC.

BEAT, THEN:

The body of SENIOR falls from OC, into the hallway, next to the Hat Man. He's been shot in the arm and leg.

SENIOR

....cigarette....I need a cigarette...

Barry and Lena walk down the long hall to Senior.

SENIOR

...Barry...you gotta cigarette?

BARRY

I'll get you one...I'll get you one.
Hang in there.

The Hat Man comes to with a final breath and says:

HAT MAN

You motherfuckers aren't leaving
here alive....you're not leaving here
you pieces of shit....

Barry, Lena and Senior turn and look --

BARRY

Don't you talk to my wife that
way...don't --

HAT MAN

-- Fuck you and fuck your wife.
She's an idiot and you're an asshole.

Barry puts his GUN right between that Hat Man's eyes.

HAT MAN

Go ahead. Go ahead and do it.

BARRY

You speak kinder when you speak
of my wife. She's a good woman.
She's the greatest human I know
and she's pure gold. You understand
me, pal? My wife is pure gold so
don't you talk that way.

Barry FIRES HIS GUN AND HAT MAN'S BRAINS SHOOT OUT THE BACK
OF HIS HEAD.

BARRY

(to Hat Man's corpse)
...don't talk that way.

Junior appears nearby, CRAWLING ON HIS SIDE, COVERED IN BLOOD.
He's got an unlit CIGARETTE dangling from his mouth.

JUNIOR

Daddy....daddy...I been shot.

Senior, Barry and Lena turn. Junior crawls over. All four of them are on the ground, covered in blood.

SENIOR

Son...son...

JUNIOR

...I been shot, daddy...

SENIOR

Hang in there son...gimme a drag of that cigarette.

JUNIOR

I don't have a light.

SENIOR

Shit.

Senior looks to Barry and Lena.

SENIOR

Either of you guys have a light?

Barry takes out his LIGHTER. There's no fuel and it won't light.

BARRY

...this fuckin' thing....

Junior and Senior look at each other.

JUNIOR

We need a light....we gotta find a lighter or some matches...

At that moment, at the opposite end of the hall....BABALOO APPEARS.

Junior, Senior, Barry and Lena turn in shock and look:

HE EMERGES FROM HIS OFFICE, FULL OF BULLET HOLES AND BLOOD, STUMBLING. WITH HIS LAST BREATH HE SAYS:

BABALOO

...you ain't gonna get my sandwich.
...you....ain't...little girl...little
boy....you fuckin'....you....fuckin' --

Senior RAISES HIS GUN AND FIRES A SHOT. THE BULLET TRAVELS STRAIGHT DOWN THAT HALL AND INTO BABALOO'S FOREHEAD. HE FALLS BACK...100% DEAD.

Senior takes the barrel of the smoking gun and touches it to the tip of the unlit cigarette. It lights and Senior inhales. He passes the cig to Junior.

JUNIOR
Good work, Dad.

BARRY
Junior, Senior...I want you guys
to meet my wife, Lena.
Lena...this is Junior and this is Senior.

LENA
Nice to meet you.

SENIOR
It's a pleasure.

JUNIOR
Absolutely.

They go about smoking their cig. CAMERA CLOSSES IN ON BARRY
AND LENA, LYING ON THE GROUND, COVERED IN BLOOD.

LENA
....we've lost a lot of blood, baby.

BARRY
We're gonna be okay.

LENA
We've gotta get help.

BARRY
We won't die.

LENA
We won't?

BARRY
No we won't.

LENA
You sound so sure, Barry.

BARRY
You can't kill real love, Lena.

LENA
...whisper something in my ear, honey...

BARRY
....the purest thing in the world, darling...

LENA

I wanna kick your face over
and over again, I love you so much.

BARRY

I wanna take a sledge hammer.
I wanna smash your beautiful,
beautiful face with a sledge hammer.

LENA

You love me....you really love me...

BARRY

It's the sweetest pain in the
world, Lena. The love and the pain.
It's the sweetest.

LENA

The best, honey. The best.

BARRY

Tell me something...

LENA

If you listen closer...I'll whisper
something in your ear....I'll tell
you my secrets and desires and
I'll tell you the purest thing in
the world....

Barry leans in close. CAMERA DOLLIES INTO AN EXTREME CLOSE UP
OF HIS EAR NEXT TO HER LIPS. She whispers:

LENA

....I love you my darling.
I really, really love you.

END.