

3 MUSKETEERS

by

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Based on the novel "The Three Musketeers" by Alexandre Dumas

Current revisions by
Alex Litvak, February 25, 2010

Constantin Media GmbH Audiovisuelle Produktion
c/o Constantin Film Development, Inc. and Impact Pictures LLC
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FADE IN.

A MAP OF 17th CENTURY EUROPE

Beautifully illuminated and etched on the finest parchment.
At the heart of it lies the center of the Civilized World -
FRANCE. Handwritten text floats above the map in vivid 3D.

NARRATOR (V.O.)

It is the dawn of the 17th Century.
After the assassination of his
father the young King Louis XIII
ascends to the French throne. His
once peaceful nation is surrounded
by enemies on all sides.

Armies mass on French borders. The British, the Spanish, the
Prussians. All gathering with murderous intent.

NARRATOR (V.O.)

Within the borders of France
itself, unrest grows. Cardinal
Richelieu, the King's advisor,
plots in secret to seize power for
himself. The inexperienced Louis
and his new bride, Queen Anne, find
themselves without a single friend.

The camera zeroes in on Venice. Descends toward it.

NARRATOR (V.O.)

Europe is a powder keg waiting to
explode in a firestorm of war that
will engulf the entire continent.
The fuse is lit, and only a few men
can prevent the coming apocalypse...

BLACK. Inexplicably it ripples. That's because we are looking
at the mirky waters of a canal. Crane up from them.

EXT. DOGE'S PALACE - NIGHT

A handful of yellow garbed Venetian guards patrol the docks.
Wood CREAKS softly under their boots.

In the distance we hear sounds of REVELRY - music, merriment,
shouts and such. POP, POP, POP, occasional fireworks puncture
the night sky. The fabled Venetian carnival is afoot.

One of the guards gazes longingly in its direction.
Stretches. Yawns. Contemplates scratching his balls, when
something in the water catches his attention.

He leans over the edge of the dock, curious. Studies his
reflection. It is the last thing he sees, cause--

A SWORD

Erupts through it from below, point first, nailing him in the wind pipe!

The guard makes the slightest of noises like a punctured tire. Loses his pistol.

It plummets downward...

Gets snatched by a gloved hand an inch or two before it hits the ground.

ATHOS

Rises soundlessly from the waters of the canal. Forget the blue bib. He's a black clad 17th century Navy Seal equipped with prototype scuba gear. Clint Eastwood's great great something. And whatever you think about the French and their fries, in this movie they'll be kicking some major ass.

Exhibit A.

Athos times himself. Waits... waits... then pulls the trigger. Another POP of the fireworks masks the GUNSHOT.

Second guard joins his fallen comrade. The next one senses something is amiss, spins --

Athos -- no time to reload -- flips the pistol, throws.

The weapon sails through the air, spinning end over end.

Its butt IMPACTS the guard right between the eyes. He dies and falls, in that order.

Before the latter happens, Athos is already in motion. Unlike the guards, his feet make no sound.

SWISH! SLASH! SWISH! Five men die with as many strokes of his sword before they even have a chance to comprehend what happened, let alone do something about it.

Athos flicks their blood off the blade and slides it back into the sheath with a soft CLICK.

Draws a spring loaded crossbow from his back harness. Primes an arrow, steel cable attached to its tail end.

And then he does something rather odd. He WHISTLES.

EXT. PALACE WALL - NIGHT

Another guard, drawn by the sound, naturally decides to investigate.

WHOOSH, the arrow CATAPULTS him against the wall. He hangs there, pincushioned like some exotic butterfly.

EXT. DOCKS - NIGHT

Athos -- judging by his expression, he does this every Tuesday -- tests the line. Satisfied, he begins to scale the palace wall. We leave him to it.

EXT. BRIDGE - NIGHT

A bird shit stained gargoyle scowls into the night. Track along its extended family, all adorning the parapet of a bridge, ending our journey on--

ARAMIS

Priest's garb, cowl pulled low, his features barely visible, a mask of concentration. A pair of eyes shine brightly from beneath the hood. Two points of cold fire.

He stands on the ledge. Dangerously close.

His fingers -- delicate, well manicured, the hands of a surgeon rather than a soldier -- glide along rosary beads.

His lips move as well, voice barely audible, uttering words we can't quite make out. We assume he's praying. Until,

ARAMIS
Eighteen... Nineteen... Twenty.

He JUMPS.

With Aramis, in freefall, HURTLING through the void toward the river below, giving us ample time to contemplate what drove this unfortunate young man to suicide, just as--

An embroidered velvet top of a gondola GLIDES into view.

EXT. GONDOLA - NIGHT

Aramis RIPS through it, breaking his momentum. Lands on his feet, cat-quick. Kids, don't try this at home.

A Venetian NOBLEMEN -- clearly someone of importance judging by his ride and his attire -- is in the midst of attempting to get to first base with a well endowed BLONDE. She giggles, shooing him away. Aramis's arrival doesn't help his chances.

NOBLEMAN
I say--

Aramis LEVELS him with one punch. Ducks, as a cutlass SINGS overhead. Disassembles the bodyguard who wields it, Jason Bourne style, throat, plexus, kneecap, over the side.

Kicks up an oar, deflects a flying dagger with its blade. Think Shaolin monk with a pole.

WHAM! WHAM! WHAM! Three more bodyguards tumble into the Adriatic with a dazzling combo.

Aramis returns his full attention to the owner of the boat.

Nobleman backpedals, rapier in hand. He has the look of a man facing a six foot spider with a tooth pick. Still:

NOBLEMAN

I warn you, brigand! If you harm
one hair on this lady's head--

ARAMIS

(calm personified)
Key.

NOBLEMAN

I have no idea what you're--

ARAMIS

That's what they all say.

Disarms him -- candy from a baby -- plunges the schmuck's head underwater. The Blonde stares at Aramis, her pretty little mind flashing overload. One question:

BLONDE

Who are you?

In lieu of an answer, he pushes back the hood of his cloak. Cruelly handsome. Think young Sean Connery in "Goldfinger". His smile is more disarming than his martial arts skills.

ARAMIS

Not a priest.

Picks up a nearby bottle of Chianti. Studies the label.

ARAMIS

'24. Tsk, tsk. He deserves to be
drowned.

Pulls out the waterboarded Nobleman. Instant memory improvement:

NOBLEMAN

You mean this key?

He produces the object in question.

ARAMIS

Much obliged.

WHAM! Nobleman joins his entourage. Back to the Blonde.

ARAMIS

Now, where were we?

BLONDE
(suggestively)
I'm not really a lady.

Aramis considers.

ARAMIS
I have ten minutes.

INT. DUNGEON - NIGHT

Torture implements. Moisture drips off the walls. Inmates SCREAM and HOWL off screen. Abandon all hope ye who enter.

All this doom and gloom, however, is lost on a man -- correction, a BEAR OF A MAN, wrapped in chains like the animal he resembles -- as he jovially belts out some drunken tune about a nun from Lorraine and her great, big...

CAGLIOSTRO (O.S.)
The infamous Porthos. We meet at last.

COUNT CAGLIOSTRO, head of the dreaded Venetian Secret Police, stands on the threshold, flanked by a couple of goons.

Porthos blinks, attempts to focus on the visitor with bloodshot eyes. Judging by his expression, he might be seeing double. Cagliostro studies him with a mixture of professional curiosity and not so vague distaste.

CAGLIOSTRO
Hmmm. Pity. I thought you'd be--

PORTHOS
Taller?

CAGLIOSTRO
Smarter. I expected more from a man of your reputation.

Porthos belches.

CAGLIOSTRO
As I was saying. I don't suppose there's any chance you'd be willing to disclose the current whereabouts of your illustrious associates.

PORTHOS
My what?

CAGLIOSTRO
Athos and Aramis.

PORTHOS
Never heard of them.

CAGLIOSTRO

No matter. They can't be far.
Once news of your arrest becomes
public, your friends will undoubtedly
launch some fittingly daring and
utterly foolish attempt to rescue you
from the gallows. All for one, and
for all, no? And I'll be right here.
Waiting to spring the mousetrap.

PORTHOS

Speaking of cheese, who do I have
to screw to get a decent meal
around here?

Cagliostro shakes his head.

CAGLIOSTRO

French spies. You're all the same.
So arrogant. So vain. So... what's
the word I'm looking for... *French*.
It's a wonder it took me so long to
catch you. Oh well. If there's
anything I can do to make your stay
here less comfortable, please don't
hesitate to let me know.

He turns--

PORTHOS

You didn't.

Somehow he sounds just a little less inebriated.

CAGLIOSTRO

Pardon?

PORTHOS

You didn't catch me.

Cagliostro gives him a half bemused, half pitiful look
reserved for retarded children.

CAGLIOSTRO

Then what exactly are you doing
here, if I may ask?

PORTHOS

Catching you.

With that, he RIPS through the chains like they weren't even
there. SLAMS Cagliostro's Frick and Frack against one
another. Hand on their master's throat, fingers like vise.

PORTHOS

Key.

Cagliostro's eyes bulge out of their sockets. Mouth flapping like a fish, trying to call for help.

PORTHOS

I hate to do something as trivial
as to count to three. But one...

Cagliostro hurriedly hands over the twin brother of the item we glimpsed in Nobleman's possession. Porthos eases his grip just a bit. Cagliostro sucks in some air. A hoarse whisper:

CAGLIOSTRO

It won't matter. To access the
vault, you need--

PORTHOS

Both. Plus, the combination, changed
daily. A member of the Council of Ten
carries the second key on his person
at all times. Well, used to carry,
unless Aramis is losing his touch.

Cagliostro's expression is worth the price of admission.

PORTHOS

You made three mistakes. Old chains
in a damp cell, for starters. Then
you came light. Only two henchmen for
me? That's just insulting. But the
worst mistake of all--

WHAM, he headbutts the spy hunter into next week.

PORTHOS

Vive la France.

INT. DOGE'S PALACE - NIGHT

A platoon of guards marches through an archway. All clear.
Tilt up. Athos is wedged in above the entrance. Hops down.

CLICK, a derringer cozies up next to his temple.

WOMAN (O.S.)

Don't.

Athos freezes.

WOMAN (O.S.)

Any last words?

ATHOS

The feeling is mutual.

He indicates a dagger, pressed against the side of the still
unseen opponent.

Beat. She steps out of the shadows.

MILADY.

Could lose a few pounds. Come on, who are we kidding? She's fucking hot. A Bond girl poured inside a dress to match.

MILADY

For future reference "I love you"
would have been a more suitable reply.

They kiss, both hungry for one another, both knowing now is neither the time, nor the place. Indicating the derringer:

ATHOS

You could have just said hello.

MILADY

What would be the fun in that.
Trouble at the docks?

ATHOS

Nothing I couldn't handle. How was
the Bishop?

MILADY

Not as good as you. Three tumblers to
the right, eight left, hold, one right

ATHOS

You are incorrigible.

MILADY

Bet you say that to all the girls.

She leads him toward the inner sanctum of the palace.

INT. TREASURY - NIGHT

A massive vault door seals the entrance. Period Fort Knox.

Bodies and weapons litter the floor. Porthos -- not a scratch on him -- sits around, bored. Footsteps. Without looking up:

PORTHOS

Late. As usual.

ARAMIS

Adjust your expectations, and next
time I'll be early.

PORTHOS

What was her name?

ARAMIS

She didn't say. I didn't ask. It was a
beautiful moment between two strangers.

He sizes up the vault, ignoring the surrounding devastation.

ARAMIS
One of a kind. Unbreakable,
according to the man who built it.

PORTHOS
Who's that?

ATHOS (O.S.)
The same man whose file we are
after. And if it was easy, we
wouldn't be here.

Approaches along with Milady. The gang's all here.

Looks exchanged. Everyone glad to see the others made it. But
that never enters their conversation. Not now. Not ever.

MILADY
Shall we?

Aramis and Porthos slide in their respective keys. On three.
Both turn at the same time. Like a nuclear sub.

Athos spins the tumblers. Three right, eight left, hold, one
right. Silence. You could hear a pin drop...

CLICK. Some hidden mechanism disengages.

PORTHOS
Who's this Da Vinci guy anyway?

ARAMIS
No one important.

Porthos flips him off. Whatever. Opens the door...

Which instantly activates an elaborate system of pulleys and
counterweights. Bells begin to TOLL, loud and constant.

PORTHOS
(fuck me)
Whoever he was, I'm really starting
to hate him.

They can hear guards closing in -- too late to retreat --
onward they go!

INT. PASSAGE - NIGHT

Race inside -- PFFT, PFFT, pressure plates send arrows SPEWING
from the walls -- scythe SLICES, a hair away -- spikes STAB, a
split second behind -- an obstacle course of mechanized death!

They sprint through it full tilt. Breathless, kinetic, stop,
and you perish!

SUDDENLY

A chasm opens up. The floor is literally pulling itself apart from under their feet!

Milady FALLS!

Athos catches her.

ATHOS

Don't.

Yanks her back up. A horde of guards approaches from behind.

CAPTAIN

Fire!

Musket balls BUZZ through the air like angry bees, RICOCHET off stones and blades.

Our guys clear the hallway. Disappear behind a door.

CAPTAIN

After them!

No volunteers.

CAPTAIN

Deactivate the machine!

INT. VAULT - NIGHT

Jewels. Gold. The stuff that dreams are made of. Rush toward a wall-sized library honeycomb. Scan the shelves, frantic.

ATHOS

How long?

MILADY

Two minutes. Maybe less.

She locates the right slot. Unrolls the parchment inside. We don't see the contents of the document. Not yet anyway.

MILADY

Got it.

PORTHOS

Fantastic. We have successfully broken into an unbreakable vault inside an impenetrable fortress and are presently standing in an underground chamber with one exit, a piece of paper written by some dead guy and about a hundred live ones outside the door, ready to cut us into small ribbons. Now what?

The boys trade glances. Come up empty. A fatalistic shrug:

ARAMIS
C'est la vie.

Milady unbuttons the top of her dress. Athos stares.

ATHOS
As much as I would love one last--

MILADY
Don't.

Her corsage becomes visible. Strapped to it are rows of vials filled with black power. A makeshift explosive vest.

MILADY
Contingency plan.

Off their reactions,

INT. PASSAGE - NIGHT

Blades retreat into walls. The floor reassembles itself. Captain paces, victory within his grasp. To his Sergeant:

CAPTAIN
Are you certain there are no hidden passages? No secret tunnels?

SERGEANT
Positive, sir. It's a vault. One way in. One way out.

CAPTAIN
Excellent. Dead or alive, I don't care which. Either way, it ends tonight. I swear, as long as my name is--

Whatever that is, it shall forever remain a mystery. KABOOM!!!

CAPTAIN
The hell was that?!

RUMBLING. It gets LOUDER, fast. On Captain, as it dawns:

CAPTAIN
Oh fuuu...

A WALL OF WATER ROOOAAARS through the passage.

INT. VAULT - NIGHT

Take a pressurized room below sea level. Like, say, a vault. Then add water. After all, we're in Venice. And finally bring explosives into the mix. FYI, it's called a blow-out.

EXT. UNDERWATER - NIGHT

Our heroes shoot straight for the surface, rising like bubbles in a glass of champagne.

EXT. CANAL - NIGHT

POP back up. Gasping for breath. Soaking wet. But alive.

MILADY
Go ahead. Say it.

ATHOS
I love you.

MILADY
The feeling is mutual.

ARAMIS
How touching. I hate to ruin the mood, but perhaps we can continue this conversation ELSEWHERE.

PORTHOS
For once the padre makes sense.

Off that,

INT. INN - NIGHT

Fire CRACKLES. Four mugs of some appropriately potent stuff arrive at the table. Our heroes arrayed around it. A ritual.

ATHOS
All for one.

ARAMIS/PORTHOS/MILADY
And one for all.

They CLANG their cups. Drink. We few, we proud few.

ATHOS
Hell of a mission.

MILADY
How many does this make?

ARAMIS
Never say the number. It's the jinx.

PORTHOS
Hey, at least it wasn't Moscow.

Nods all around. Moscow was BAD.

ATHOS
Like I said. Hell of a mission.

MILADY
What's next?

ATHOS
Back to Paris, I guess.

MILADY
And then?

ATHOS
Wherever they send us. Whatever
France needs.

ARAMIS
It's who we are. It's what we do.

She nods. Locks eyes with Athos. Softly:

MILADY
I love you

ATHOS
I know.

MILADY
Then please try to understand. This
isn't personal. This is... strictly
business.

Athos studies her, not comprehending.

His POV: The world distorts just a bit. Milady's beautiful
features seem to slide out of focus, becoming more sinister.

His fingers suddenly feel like sausages. The cup SLIDES out.
PLUMMETS to the floor, spilling its contents.

Aramis isn't far behind.

MILADY
He made me a better offer.

BUCKINGHAM

So cool, you can chop him into ice cubes and serve with vodka
martinis. Athos's opposite number from the British side.

BUCKINGHAM
A toxin. In case you are wondering,
it wasn't in your drink. It was on
your cup. Inactive until it came in
contact with the liquid.

Porthos staggers upward. It takes every ounce of his enormous
strength just to draw his sword.

Then he collapses.

Athos stumbles, grabbing the wall for support. Mouth working, but no words come out. Helpless, so goddamn helpless..

BUCKINGHAM

Don't worry. It's not fatal. Although
I suspect part of you wishes it was.

Milady watches, her expression unreadable, her eyes holding the only clue as what she's feeling at the moment.

Athos's POV: Milady's face twists into a macabre sneer.

BUCKINGHAM

You take all the risk. I get the
reward. Hardly seems fair.

Athos's legs finally give out. Buckingham leans over, plucks the parchment from his pocket.

BUCKINGHAM

Just so you don't leave empty handed,
a word of advice. Trust no one.
Especially women. You'll live longer.

He strides away. Milady looks at Athos for one last time. Then follows.

INT. COACH - MOVING - NIGHT

Milady. Buckingham. Silence. Then,

BUCKINGHAM

Telling him you loved him right
before you betrayed him. I must say,
that was cruel, even by my standards.
I only took away his prize. You...
took a lot more than that.

She doesn't respond. Just stares out of the window.

Buckingham unrolls the scroll. We finally see what's inside.

A design of a machine. It looks like... an airship. Hold on it for an ominous beat. FADE OUT.

SUBTITLE: "THREE YEARS LATER". OVER BLACK:

COUNT'S DAUGHTER (V.O.)

Ohhhh... D'Artagnan....

EXT. GASCONY - MEADOW - DAY

FADE IN on the aforementioned D'ARTAGNAN. The grass is long, the girl is pretty, and the petting is... heavy. She purrs.

COUNT'S DAUGHTER

D'Artagnan...

He's in his mid 20s, the age when you still believe yourself capable of anything. His eyes are full of infectious humor. He's never been seriously in love, he's never experienced much sorrow or loss or any real danger, but he's utterly confident that when these things come, he'll be ready for them.

Well, he's about to find out.

THE COUNT (O.S.)
D'Artagnan!!!

Two heads pop up. THE COUNT is across the meadow, sitting on a fine horse. You can practically see steam coming out of his ears.

THE COUNT
D'ARTAGNAN!!!

Spying the latter and his daughter, the enraged Count gallops toward them, followed by several HEAVIES.

COUNT'S DAUGHTER
Oh no! C'est Papa!

D'ARTAGNAN
Quick - to the mill!

They run for it, adjusting clothes as they go. Duck inside.

INT. WATER MILL - MOMENTS LATER

The girl is nowhere to be seen. D'Artagnan stands ready to greet Papa, as he and his rush in. A picture of innocence.

D'ARTAGNAN
Monsieur le Comte. Gentlemen. To what do I owe this unexpected pleasure?

THE COUNT
Seize him!

The Heavies advance. As he backpedals:

D'ARTAGNAN
I don't understand, sir!

THE COUNT
You dare to meddle with my daughter! I'll have you flogged!

D'ARTAGNAN
I would never *meddle* with your daughter, sir - I have far too much respect - for her, and for you!

THE COUNT
You lie - I saw you with my own eyes! Seize him, damn you!

The Heavies try. They might have better luck with a greased lighting. D'Artagnan swings around a pillar, see-saws across a cart, bounces off a rolling grindstone. In a few centuries another Frenchman will call it parkour. D'Artagnan calls it fun.

D'ARTAGNAN

Well, I did kiss her - but what could I do? She begged me to - it was only polite!

THE COUNT

Insolent whelp! Kill him!

His goons draw and charge. D'Artagnan defends himself with amazing skill. He could be the best swordsman in France -- if he had something better than a wooden rake, that is.

Retreats backward up an inclined ladder -- kicks it loose, with a couple of pursuers still in mid-climb -- timber! -- rips a tear in a sack of flour -- White Christmas blinds a Heavy in his wake -- steps on a loose board, catapulting it into the balls of another -- all without breaking a sweat.

D'ARTAGNAN

I assure you, sir, I would never aspire to the Count's daughter - I, the humble son of a Musketeer - she was just using me for practice!

COUNT

(about to pop a vein)
Kill him, damn you! KILL HIM!!!

Two Heavies rush from behind. D'Artagnan trips both without looking, which sends them crashing into the wall.

The duel carries into the rafters -- out of the window -- onto

EXT. WATER MILL - DAY

The outer wheel -- they run on it -- human hamsters -- one by one, the Heavies slip, slide and tumble into the stream -- as D'Artagnan balances, fights and talks at the same time.

D'ARTAGNAN

Really, sir, you are overreacting -- truth be told, I'm about to leave for Paris anyway -- to follow in my father's footsteps -- so, as you can plainly see, you have absolutely -- positively -- nothing to worry about.

He punctuates the sentiment by dispatching the last Heavy. Dismounts, an acrobat off a trapeze. All but takes a bow.

D'ARTAGNAN

Truce?

The Count glares in impotent rage. Storms away. After a moment his daughter emerges from her hiding place and nestles in D'Artagnan's arms.

COUNT'S DAUGHTER
Oh, you were so brave, so strong!

But before they can kiss--

FATHER (O.S.)
D'Artagnan!

EXT. COTTAGE - DAY

FATHER
Did it have to be Count's daughter?

D'ARTAGNAN
Would you rather have me entertain
the Mayor's niece?

FATHER
As I recall, you did "entertain"
the Mayor's niece.

D'ARTAGNAN
True. It's a small town. I am
running out of options.

FATHER
Then it's a good thing you are
going away.

D'ARTAGNAN
Most definitely. Paris. That should
straighten me out.

A smile creases his father's craggy features. If he had a prime, he's long past it. The epitome of Mid Western Dads.

FATHER
You remind me of someone.

D'ARTAGNAN
Let me guess. You.

FATHER
No. The man I wish I was when I was
your age.

A flicker of emotion. He covers it up. All business now:

FATHER
Well, if you are to become a
Musketeer, you best do it right. Take
my sword. Use it well. You will also
need a mount. You may take Buttercup.

We can see Buttercup. A big yellowish cart horse type.

D'ARTAGNAN
Riiiiiight. Buttercup.

FATHER
She's no racehorse, but she's still good for her ten leagues a day. Better than some of those fancy steeds they have nowadays. Now go and say goodbye to your mother.

EXT. COTTAGE - MOMENTS LATER

MRS. D'ARTAGNAN is wiping away the tears.

MOTHER
Take care of yourself, my son. Try not to get into any fights.

D'ARTAGNAN
If I'm to be a Musketeer, I think I might have to do a bit of fighting.

MOTHER
Well, stay at the back if you can.

D'ARTAGNAN
(rolls his eyes)
Yes, Mother.

He hugs her. Kid going off to college. Strides back toward his father, who's holding Buttercup. Sotto:

D'ARTAGNAN
I know. Don't get into any trouble.

FATHER
Wrong. Get into trouble. Fight. Love. Live. The road calls to the young.

They embrace.

FATHER
Remember this. Always. You're a Gascon. And you're my son.

D'Artagnan nods. Swings into the saddle--

FATHER
Now ride!!!

EXT. FIELDS - DAY

D'Artagnan gallops along, as his childhood home vanishes in the distance, and the world lies shining ahead -- uncertain, unknown, alive with possibilities and promise.

D'Artagnan feels the rush, spurring his horse to go faster and faster -- the POUNDING of the hooves mirroring the beating of his heart -- and as he streaks toward the horizon, we--

DISSOLVE TO:

EXT. MEUNG - STREET - DAY

Tough-looking characters and women of questionable reputation abound. Think Tombstone or Dodge City goes to Europe.

And here comes D'Artagnan on Buttercup. CLINK CLINK, CLOP CLOP. The classic "stranger rides into town" moment.

ROCHEFORT

In the name of God, what kind of beast is that?

Yep, that's our bad guy. Looks the part. Nice tailor though. Currently standing outside the inn with two of his cronies, who LAUGH sycophantically at the joke.

D'Artagnan ignores them. Dismounts.

D'ARTAGNAN

Ostler! See that my horse is watered and fed!

ROCHEFORT

Oh, it's a horse, is it? My friends here thought it was a camel!

They CACKLE some more. That did it.

D'ARTAGNAN

See, I know you men are just kidding around. But Buttercup... well, she gets a little sensitive. I'm afraid I must ask you to apologize.

ROCHEFORT

(with a sneer)
I'm not in the habit of apologizing to Gascon yokels.

D'ARTAGNAN

Oh, not to me. To my horse. You've hurt its feelings.

ROCHEFORT

And if I don't, what do you propose to do about it?

D'ARTAGNAN

Kill you, naturally.

He rotates his wrists. Cracks his neck. Bruce Lee warming up.

Draws his sword, lightning quick.

D'ARTAGNAN
En Garde!

ROCHEFORT
If you insist.

He draws his, equally fluid in the speed of the move.

Two gunslingers. They circle. Our Sergio Leone moment...

Cut short by a WHACK! One of the cronies has snuck up behind D'Artagnan and hit him over the head with a shovel.

D'Artagnan goes down. Rochefort casually replaces his sword.

ROCHEFORT
Welcome to the real world.

He raises his boot to stomp on D'Artagnan's face.

MILADY (O.S.)
No!

And there she is again...

MILADY
He's too pretty for that.

Rochefort doesn't like someone spoiling his fun. But...

ROCHEFORT
As you wish... Milady.

She leans over. Uses her monogrammed handkerchief to wipe away the grime and the blood. D'Artagnan looks up, woozy.

D'ARTAGNAN
Thank you.

MILADY
(to Rochefort)
Come. We are expected in Paris.

She gets into the waiting coach. Rochefort gives D'Artagnan a mocking two fingered salute and follows.

D'Artagnan attempts to give chase... then promptly collapses again, clutching Milady's handkerchief.

The carriage drives away.

EXT. COUNTRYSIDE - DAY

D'Artagnan, his head bandaged, presses on towards Paris. Its towers and fortifications sketch themselves on the horizon.

EXT. PARIS - SERIES OF SHOTS - DAY

D'Artagnan rides through the gate and gazes in awe, a country boy stunned by the sights, sounds and smells of the big city.

Notre Dame, still being built, covered in scaffolds...

The bridges over the Seine...

Cavaliers on splendid horses, beautiful women in carriages...

On D'Artagnan -- start spreading the news:

D'ARTAGNAN
This is it, Buttercup. I have arrived.

SMASH TO--

EXT. MUSKETEER HEADQUARTERS - DAY

A once proud courtyard resembles a ghost town. All that's missing is a rolling tumbleweed.

D'Artagnan -- his hopes dashed -- tethers Buttercup to the iron bars of the gate. Inspects the eviction notice pinned to them. Casts about to make sure he's got the correct address.

D'ARTAGNAN
Riiiiight.

He stands there for a moment, utterly clueless as to what do next. Trying to get the attention of passing pedestrians:

D'ARTAGNAN
Excuse me? Would you mind telling--
Do you happen to know--

They just scurry by the tourist, New Yorker style. It would appear D'Artagnan's journey is over before it began...

Which is when fate smiles upon our hero in the form of

ROCHEFORT, who rides through the busy intersection in the distance.

D'ARTAGNAN
You!!!

The block ahead is congested with merchant wagons, riders and baggage trains -- rush hour traffic -- no way he'll catch up on Buttercup. No problem, he takes after Rochefort on foot.

EXT. STREETS - DAY

Dashes along the street, knifing between pedestrians, vendors and horsemen, over, under and around, leaving a mess in his wake, people reacting, SHOUTING. D'Artagnan just keeps going.

INT. PUB - DAY

A patron -- so drunk he literally can't hold his liquor -- drops a beer stein. It PLUMMETS toward the floor covered with puke, saw dust and debris.

A hand catches it an inch or two before it hits the ground without spilling a drop.

ATHOS

Same shot that introduced him in Venice. The only difference is the man. Or rather the shell of one.

ATHOS
Think you had enough.

EXT. PUB - DAY

Walks out, the drunk slung over his shoulder. Deposits him in the back of a passing cart.

DRUNK
(slurring the words)
Think you are better than me?

ATHOS
No.

He takes in the sum total of his screwed up life. The beer stein, still held in his hand. Well, at least there's that. Raises the glass in a solemn toast to himself.

ATHOS
One for one.

Which is precisely when D'Artagnan PLOWS straight into him, making him spill the drink all over the front of his shirt.

D'ARTAGNAN
Sorry!

He sprints away. Gets yanked back by Athos like a yo-yo.

ATHOS
Are you blind?!

D'ARTAGNAN
I'm chasing after a man who insulted my horse and tried to kill me!

ATHOS
Can't imagine why he'd want to do such a thing.

D'ARTAGNAN
What are you saying?

ATHOS
Blind *and* deaf.

D'ARTAGNAN
Fine words coming from a two bit lush.

ATHOS
Now we can add stupidity to the
list of your ailments. Fortunately
I'm somewhat of a doctor.

D'ARTAGNAN
Great! When can you fit me in?

ATHOS
Twelve o'clock, behind the Louvre.

D'ARTAGNAN
I'll be there!

He dashes off.

INT. SHOP - DAY

Porthos -- brand new jacket on -- examines himself in the
mirror. Peacocks. An obsequious TAILOR stands by.

PORTHOS
Hmmm. I just can't decide.

TAILOR
Well, if I might point out, this
does make you look very dignified.

PORTHOS
Yes. Indeed. Dignified is good. Can't
have too much of that, can we?

TAILOR
Whereas the blue one brings out
your dashing side.

PORTHOS
True. Equally important.
(posing appropriately)
Dignified. Dashing. Well, in the words
of King Solomon: "I'll take both!"

TAILOR
A most excellent choice, sir!

He goes to get the other item. Porthos turns to his female
companion. Back in those days they didn't call them cougars.

PORTHOS
Darling, you spoil me. How will I
ever repay you?

COUGAR
Well, I can think of a few ways...

PORTHOS
Oh, I bet you can...

He leans over to kiss her, surreptitiously palming the frilly lace purse she slips him mid lip lock...

WHAM! Once again D'Artagnan's entrance -- he's taking a short-cut straight through the shop -- couldn't be more well timed.

PORTHOS
Hey! Watch yourself!

This time D'Artagnan tries a different tactic.

D'ARTAGNAN
My apologies! Matter of life and death! Won't happen again!

Helpfully snagging the fallen purse:

D'ARTAGNAN
I believe you dropped this.

PORTHOS
This isn't mine.

D'ARTAGNAN
No, really, I'm positive--

PORTHOS
Then you're mistaken.

Tailor returns with the purchase. A few onlookers gather.

D'ARTAGNAN
(still not getting it)
But I saw the lady pass this to you--

PORTHOS
Are you implying that I would take money from this woman? That I can't afford to pay for my own wardrobe? Do you know who I am?

D'ARTAGNAN
Do you know who *I* am?

PORTHOS
No!

D'ARTAGNAN
Then we're even.

He tosses the purse to Porthos. If looks could kill...

PORTHOS
You're in luck, boy. Ordinarily I
would slaughter you on the spot,
but this is a brand new jacket.

D'ARTAGNAN
Behind the Louvre, one o'clock? I
suggest you dress for a funeral.

And he's off again. Porthos backstabs him with a glare.

PORTHOS
It's a date! Enjoy the rest of your
life! All three hours of it!!!

EXT. STREET - DAY

D'Artagnan races around the corner.. casts about...

No sign of Rochefort. He sighs.

D'ARTAGNAN
Riiiiight.

EXT. MUSKETEER HEADQUARTERS - DAY

D'Artagnan returns. Finds a note pinned to Buttercup's saddle.

D'ARTAGNAN
What the hell?! Five francs?!

His gaze settles on a man pinning a similar document to a
parked shopping cart down the street.

D'ARTAGNAN
Hey! What is this?!

The man turns. Yep. It's Aramis.

ARAMIS
It's a citation. City Ordinance Code
138 dash 4. Failure to remove animal
bowl movements from public area.

D'ARTAGNAN
French?

ARAMIS
Your horse pooped on the sidewalk.

D'ARTAGNAN
You are joking.

ARAMIS
If I was joking, I'd say something
that started with the Cardinal and
a duck walking into a pub.

D'ARTAGNAN
Can't you just let me off with a warning?

ARAMIS
That's what they all say.

D'ARTAGNAN
You know, I don't think I like your
attitude. You know what else?

He tears up the citation. Crumples it into a ball. Shoves it
into Aramis's front pocket, nice and tight.

D'ARTAGNAN
Behind the Louvre, two o'clock.

He strides away. Aramis looks after, a bit confused.

ARAMIS
It was just a citation!

INT. RICHELIEU'S OFFICE - DAY

Close on an ivory carved chess piece. A King. A hand moves it
to the next square. Tilt up to the face of the player.

CARDINAL ARMAND JEAN DU PLESSIS DE RICHELIEU

History will remember him as the world's first prime minister.
He didn't get there by accident. His eyes -- shrewd, piercing --
study the board, working the angles, seeing five moves ahead.
His long crimson robes enshroud him like a cloud of blood.

MILADY (O.S.)
A close game, your Eminence. Who's
the opponent?

Speak of the Devil. Approaches, accompanied by Rochefort.

RICHELIEU
Myself. No one else has proven to
be much of a challenge.

He turns toward the visitor. Brass tacks:

RICHELIEU
What news from England?

MILADY
The food is awful.

RICHELIEU
If I wanted to be amused, I would
have sent for the court jester.

MILADY
He's coming.

Richelieu utters the name with outmost contempt.

RICHELIEU
Buckingham.

KING LOUIS enters abruptly -- one tailor is adjusting his costume, while another brings a spare jacket. Like any teenager, Louis is deeply insecure and more interested in sports, cool outfits and hanging out with the guys rather than the affairs of state. In awe of his new wife. Has the capacity to be a good King when he grows up, but there's little chance Richelieu will ever allow this to happen.

LOUIS
Ah, Richelieu.

Milady sweeps a deep curtsy.

RICHELIEU
Your Majesty.

LOUIS
Did I hear you mention Buckingham?

RICHELIEU
Your Majesty is exceptionally alert.

LOUIS
What is he wearing these days?

As if revealing crucial intelligence:

MILADY
...Blue, your Majesty.

LOUIS
Blue? Very interesting.

He turns on his tailors.

LOUIS
And you have the gall to recommend *green*?

He storms away, ripping off clothes, as he goes.

LOUIS
Of course it should be blue! Why am I surrounded by incompetent idiots?

The sound of him dies away. Richelieu gives a minimal shrug. As in "this is what I have to contend with every day."

RICHELIEU
Go on.

MILADY
Buckingham has agreed to talk peace.

RICHELIEU

Has he now? How very fortunate.
Sadly I believe you've been misled.

MILADY

I can assure Your Eminence the
information is most accurate.

RICHELIEU

What if I told you that the real reason
Buckingham has accepted my invitation
is that he plans to arrange a secret
rendezvous with the Queen? After all, I
hear he's quite a ladies man.

MILADY

(beat)

My apologies, your Eminence. I *have*
been misled. May I inquire how your
Eminence has uncovered the affair?

RICHELIEU

By reading Buckingham's letters to
the Queen. Found in her possession.

MILADY

Written in Buckingham's hand and
authenticated by his seal?

RICHELIEU

A woman of your talents should have
no trouble procuring either.

MILADY

Your Eminence is too kind. However,
I doubt that the King will accept
such letters as definitive proof of
his wife's indiscretion.

RICHELIEU

Then we shall provide him with
something a bit more... substantial.

Game, set and--

RICHELIEU

Buckingham will be humiliated. The
King will be outraged. The Queen will
be executed. France will have no
choice but to go to war. And in times
like these people will naturally turn
to a stronger leader. Someone better
equipped to rule the nation than a
cuckolded teenager with a grudge.

MILADY

Someone like your Eminence.

On Richelieu. The tiniest hint of a smile.

RICHELIEU
God willing.

EXT. LOUVRE GARDENS - DAY

D'Artagnan is walking up and down, swishing his sword, practicing his moves. Buttercup is gobbling some expensive looking roses from the royal bushes. Athos rides up.

D'ARTAGNAN
Ah. There you are. Shall we get to it?

ATHOS
Eager to meet your maker?

D'ARTAGNAN
I have other appointments.

ATHOS
You'll miss them, I'm afraid.

D'ARTAGNAN
I'll try my best to be on time.

Athos likes this punk's spirit despite himself. Here come--

ATHOS
My seconds.

Porthos and Aramis pull up. Reactions all around.

PORTHOS
You!

D'ARTAGNAN
My appointments.
(indicates Porthos)
One o'clock.
(indicates Aramis)
Two o'clock.

ATHOS
How long have you been in Paris?

D'ARTAGNAN
Arrived this morning.

ATHOS
You have been busy.

D'ARTAGNAN
Patience is not one of my virtues.

ARAMIS
Neither is good manners.

D'ARTAGNAN
Wait for your turn.

PORTHOS
What name should I put on your tomb-
stone? Or do you prefer "little shit"?

D'ARTAGNAN
D'Artagnan.

ATHOS
I'm Athos. This is Porthos. And Aramis.

D'Artagnan shakes his head, the irony not lost on him.

D'ARTAGNAN
The Three Musketeers. I've heard of you.
From my father, a Musketeer himself. I
came to Paris to be one of you.

ATHOS
You're too late.

D'ARTAGNAN
What happened?

ATHOS
Bad mission. Budget cuts. The
Cardinal. Progress. Take your pick.

PORTHOS
Should have tried your chances across
town. Richelieu is always hiring.

D'ARTAGNAN
I don't look good in red.

PORTHOS
(begrudgingly)
The boy has some fashion sense.

ARAMIS
Welcome to Paris then. Pity we'll
have to kill you first.

D'ARTAGNAN
Last.

ARAMIS
Right you are.

On D'Artagnan. That shit-eating grin of his again.

D'ARTAGNAN
Well, if I can't become a Musketeer,
I might as well fight one. Or three!

He assumes a fighting stance. Athos does same. Porthos yawns.

PORTHOS
Kill him already. I'm starving.

Their blades touch -- we brace ourselves for the greatest duel in the history of modern cinema...

JUSSAC (O.S.)
Halt!

Meet Cardinal's Guards. Red clad Stormtroopers. Look and mean business. They are led by JUSSAC. Remember that guy in middle school who gave you a wedgie? Well, that's him, all grown up.

JUSSAC
Well, well, well. What have we here?
Duelling in defiance of the edicts?

ARAMIS
City Ordinance Code 606.

D'ARTAGNAN
You sure have a lot of strange rules in this city.

ATHOS
Jussac. Got tired of rolling peddlers for spare change?

JUSSAC
Athos. Been a while. Surrender your weapons and come along with us.
(crocodile smile)
Unless, of course, you'd rather resist.

Porthos yawns again.

PORTHOS
New plan. Kill the boy, kick their asses, go grab some lunch.

Reinforcements arrive. The opposition is now twice the number.

JUSSAC
You were saying.

PORTHOS
Guess I could use a workout.

Third wave appears. Makes the rest seem puny by comparison.

PORTHOS
On the other hand, discretion *is* the better part of valor.

Aramis and Athos trade glances.

ARAMIS

Three of us. Against... a lot of them. And for what?

D'ARTAGNAN

But you are the Musketeers!

ATHOS

Wrong. We ~~were~~ the Musketeers. Now we are just... us.

He reaches to unstrap his sword--

Which is when Rochefort appears on horseback behind his troops. Red flag in front of the bull.

D'ARTAGNAN

YOU!!!

He doesn't hesitate. He doesn't think. He just charges.

You know that climactic scene in a kung-fu or samurai movie when the hero fights a legion of bad guys at the same time? Well, this it. Except we're nowhere near the climax. And, not to spoil anything, but we've saved the best for last. Anyway,

D'Artagnan -- a lone man surrounded by the sea of red -- parries, punches, dodges, slashes, whirls his way through a swarm of opponents -- constantly changing stances, shifting his balance, high, low, you never know where he's going to strike next -- the goal is not to kill anyone, but rather to disable and distract them long enough to get to Rochefort.

Disarms one of Cardinal's Finest, sending his sword up into the air -- knocks out its owner's front teeth -- blocks a blow from behind without looking -- stabs the next guy into the toe, ouch -- catches the descending blade, two fisted now -- deflects, ducks -- a pair of Guards skewer each other -- a blur of motion, a dance of death, a 360 degree battle.

It is glorious. It is suicidal. He's about to be overrun...

A sword thrusts toward him--

CLANG, Athos's sword is there. Steel on steel.

ATHOS

Let's even the odds.

Aramis and Porthos are not far behind. And then there were Four. Against Forty.

Athos -- a brutal swordsman, no flash, his strokes overpowering and savage.

Aramis -- seamless and graceful, an artist working with steel and flesh rather than paint and canvas.

Porthos -- a tank. He doesn't really fight his opponents. He steamrollers them.

D'Artagnan -- grateful for the help, but he's not about to be outdone by his new allies, takes it up a notch.

Rochefort supervises from the rear. Sitting this one out.

Onlookers begin to gather -- rapidly an audience is building. Men, women, young and old. Especially the young.

BOY
It's the Musketeers!!!

The word ripples through the crowd, as our heroes are recognized. 17th Century rock stars.

CROWD MEMBER#1
Come on, Athos!

CROWD MEMBER#2
Porthos! Porthos!

CROWD MEMBER#3
Give them hell, Aramis!

CROWD MEMBER#4
Ah... The other one!

The tide is starting to turn. Jussac senses this -- time to get his hands dirty -- his gaze falls on...

D'Artagnan -- senses him coming, sidesteps, sweeps a leg. Jussac careens past, a runaway freight train.

CROWD MEMBER#4
Hey, the other one is pretty good!

But D'Artagnan's attention is elsewhere. Namely on--

The name is CONSTANCE. If she's a girl next door, you want to be her neighbor. She is to innocence what Milady is to sex.

D'Artagnan -- target acquired -- approaches. Flashes a grin.

D'ARTAGNAN
Enjoying the show?

CONSTANCE
Behind you!

D'Artagnan drops, as Jussac's blade passes millimeters above his scalp. As he effortlessly deflects the next volley:

D'ARTAGNAN
You didn't answer my question.

CONSTANCE
Are you always this cocky?

D'ARTAGNAN
Only on Tuesdays. And whenever
beautiful women are involved.

JUSSAC
Fight me like a man, damn it!

D'ARTAGNAN
Can't you see we're trying have a
conversation?
(to Constance)
What's your name?

CONSTANCE
Constance.

D'ARTAGNAN
Sounds very... steadfast.

CONSTANCE
A quality you seem to know little
about.

D'ARTAGNAN
I beg to differ. Deep down I'm a hope-
less romantic. Once you get to know
me better. Oh, and one more thing--

Jussac's thrust opens a small cut on his arm.

D'Artagnan's eyes. Hell hath no fury. And then he unleashes it.

SWISH, SWISH, SLASH, Jussac gets buried under an avalanche of
D'Artagnan's counterattack. A few seconds later he's disarmed,
on the ground, the tip of D'Artagnan's sword at his throat.

On D'Artagnan. Is he going to run Jussac through?...

And then he just... smiles. Loud enough for the crowd in
general and Constance in particular:

D'ARTAGNAN
The name is D'Artagnan.

Quickly it becomes a cheer. And then a battle cry.

CROWD
D'Artagnan! D'Artagnan! D'Artagnan!

Rochefort -- the corners of his mouth curl upward ever so
slightly -- more of a sneer than a smile. He now has a name.

ROCHEFORT
D'Artagnan.

He rides away.

With their leader down, their numbers dwindling, their spirit broken, Cardinal's Guards are in full retreat.

Our Musketeers are left on the field of battle. Standing tall. Standing proud. Soaking in the victory. The ROAR of the crowd. Feeling good about themselves for the first time in ages.

ATHOS

I've forgotten what it feels like.

ARAMIS

...We all have.

D'Artagnan scans for Rochefort -- no sign of him, oh well -- returns his attention to Constance. His consolation prize.

D'ARTAGNAN

Well, now that we've been properly--

CONSTANCE

You must come from a very small town.

D'ARTAGNAN

How did you know?

CONSTANCE

Lines like yours might actually work there. This is Paris. I suggest you stick to swordplay. In the battle of wits you, sir, are unarmed.

With that, she departs. D'Artagnan... we've all been there.

PORTHOS

It's true, lad. The women of Paris are infinitely more complicated. They have a thousand ways of saying no, and only some of them mean yes.

He gives D'Artagnan an encouraging pat on the shoulder that's likely to leave one helluva bruise.

D'ARTAGNAN

Thanks. Now what? Do we pick up where we left off?

They trade glances.

ATHOS

I think there's been enough fighting for one day.

ARAMIS

Cardinal's men are easily startled, but they'll be back, and in greater numbers.

PORTHOS

Water under Pont Neuf! I trust you've learned your lesson! Besides, anyone who is an enemy of Rochefort is a friend of mine!

D'ARTAGNAN

Who's Rochefort?

They trade glances again, incredulous.

D'ARTAGNAN

Wait. Don't tell me. The thug who insulted my horse is actually--

ARAMIS

Captain of Cardinal's Guards. The right hand of the most powerful man in France. You sure know how to pick your fights.

D'ARTAGNAN

Like I said, he insulted my horse.

Aramis rolls his eyes. Porthos LAUGHS, hearty and carefree.

PORTHOS

I like you, kid. You are reckless, arrogant, impetuous and will probably be dead by sundown tomorrow. But I like you anyway. Where are you staying?

D'ARTAGNAN

No idea.

PORTHOS

Ah. Do you have any money?

D'Artagnan shows a purse. Sizing up its contents in a glance:

PORTHOS

Then by all means, good sir, you're welcome in our humble abode!

ATHOS

(his usual gruff self)
For the time being.

INT. MUSKETEERS' APARTMENT - DAY

A shithole. Actually that would be a compliment.

PORTHOS

I told you it was humble.

ARAMIS

Planchet!

The latter appears. Born to serve and born to comedy.

PLANCHET

Monsieur.

ATHOS

Planchet, you have a new master.
This is Monsieur D'Artagnan, he's
coming to stay with us.

PLANCHET

Oh, very good, another master,
excellent. Thank you very much, sir.

ATHOS

You can take Planchet's sleeping
quarters, he won't mind.

D'ARTAGNAN

Oh, but really, I wouldn't...

ATHOS

He can sleep on the balcony - fine
fresh air, what could be better?

PLANCHET

Oh, right, very good, sleep on the
balcony with birds shitting on my
head all night.

ATHOS

Planchet, your ignorance of
ornithology is deplorable. The
birds go to sleep when it is dark,
just as we do. When they shit on
your head, that is your signal to
get up and make our breakfast -
what could be more convenient?

PLANCHET

Oh, thank you very much, sir, hadn't
thought of that, very kind of you to
point it out, bird shit on me head,
time to make breakfast, what a good
idea. Monsieur D'Artagnan, you are
welcome, sir, and it'll be a pleasure
to serve you, feel free to call me
names and kick me in the arse as often
as you like, that's what I'm here for,
you just make yourself at home.

D'ARTAGNAN

Thank you, Planchet.

ATHOS

Well don't just stand there, man,
go and get our supper!

INT. MUSKETEERS' APARTMENT - SUNSET

Remains of a meal. Aramis is buried in a book of sonnets.
Athos is smoking a pipe. Porthos raises a glass.

PORTHOS
What should we drink to?

D'ARTAGNAN
How about the King?

Athos shakes his head, rueful.

ATHOS
He's a child. The Cardinal rules,
all but in name. We might as well
drink to him.

D'ARTAGNAN
France then.

ATHOS
We served it. Fought for it. Bled
for it. Look where it got us.

D'ARTAGNAN
There must be something you still
believe in.

ATHOS
Yes. *This*.

He flips a coin.

ATHOS
This.

Draws a dagger, lightening fast, slings it--
Nails the coin in mid air, pinning it to the wall.

ATHOS
And *this*.

He downs his drink.

ATHOS
Anyone who says otherwise is either a
fool or trying to sell you something.

He SLAMS the empty cup on the table and walks away.
The knife QUIVERS. Silence. Then:

ARAMIS
I know Athos may seem a bit cold and
unfriendly, but don't let it fool you.

PORTHOS

He really *is* cold and unfriendly.

He drains his own cup in a single gulp.

D'ARTAGNAN

What happened to him?

The taboo subject. At last:

ARAMIS

What happens to any man. A woman.

PORTHOS

(trying to lighten the mood)
That's why I prefer the older ones.
They are much more... appreciative.

ARAMIS

What my esteemed colleague was trying to say in his own way is that we are... obsolete. We are warriors, but there's no war for us to fight. So we drink and brawl and quarrel with Cardinal's Guards and drink some more. What we need is a great cause, but there are no great causes left.

PORTHOS

I keep telling you it's not too late to do the priest thing again. Beats working for the city. Free booze at wakes and weddings. And the nuns...

D'ARTAGNAN

(to Aramis; incredulous)
You were a priest?

ARAMIS

A youthful indiscretion on my part. Until I realized that being a man of God and being a man of the cloth aren't always the same thing.

PORTHOS

That's why he still prays for those he kills. Old habit.

ARAMIS

On the contrary. The men I kill deserve to die. But they also deserve peace. After all, they must have believed in something. We all do. Even the worst of us. Perhaps the worst most of all.

PORTHOS

...I'll drink to that.

He does.

INT. PALACE - NIGHT

Louis is playing chess with Richelieu.

RICHELIEU

Check.

LOUIS

Damn! This is a ridiculous game.
Surely the King should be the most
powerful piece?

RICHELIEU

The King is the most important piece,
but he is vulnerable and needs
protection. I suggest you castle him.

LOUIS

You advise the King to scuttle for
safety?

RICHELIEU

For the time being, your Majesty -
the better to sally forth in glory
later on. Otherwise....

LOUIS

Otherwise?

RICHELIEU

Checkmate.

Louis sweeps the board. Pieces go flying every which way.

LOUIS

There! What do you say to that?

RICHELIEU

Your Majesty is a force of nature.

LOUIS

Took you by surprise, eh?

RICHELIEU

Indeed, you did. Your Majesty, may we
speak a little about foreign policy?

LOUIS

Oh God, all right, if you must.
It's not about Buckingham, is it?

RICHELIEU

I'm afraid it is. He's arriving in Paris
tomorrow. His master, King James, has
agreed to hear our peace proposal.

LOUIS

Ah. Good, good. They know better than to mess with me then!

RICHELIEU

Most definitely. Your Majesty's presence will be required--

Louis' expression matches that of a schoolboy who's just been told that he has to take Calculus I and II all over again.

RICHELIEU

Merely to welcome the visitor. Leave the diplomacy part to me. Your Majesty is far too busy to be concerned with such tedious and trifling details.

Louis breathes a sigh of relief.

LOUIS

I don't know what I'd do without you, Cardinal.

RICHELIEU

(humility personified)
I'm certain your Majesty would manage.

LOUIS

Word of advice. Keep an eye on that Buckingham. Tricky fellow. I have a nose for these things, you know.

RICHELIEU

Your Majesty's wisdom continues to astound me. There is also another matter. A dangerous rivalry has sprung between the Musketeers and my personal Guards. Only today a party of these ruffians ambushed my men in the very gardens of this palace, wounding several of them. It was a blessing no one was killed.

LOUIS

So my Musketeers gave your Guards a spanking, did they? Who was involved?

RICHELIEU

Athos, Porthos, Aramis...

LOUIS

Ah! The usual suspects!

RICHELIEU

And a young man called D'Artagnan.

LOUIS

Interesting.

RICHELIEU

May I respectfully suggest your Majesty summons them to the palace and rebukes them severely? Your Majesty must agree this kind of behavior can't be tolerated.

LOUIS

Yes, yes. Can't have brawls. Give our guest the wrong impression. Besides, I must get a look at this D'Artagnan...

EXT. PALACE GROUNDS - MORNING

Fountains. Flowers. Statues. "Opulence" is the word that comes to mind. The Musketeers march through. The mood is... well, how would you feel if you were going to see your CEO, knowing you're about to be reprimanded... or worse?

D'Artagnan keeps falling out of step. Athos glares.

D'ARTAGNAN

(whispers; a tourist)
But it's the Louvre!

SUDDENLY

A shadow falls over them, "Independence Day" style, eclipsing the sun. They look up. Wish they didn't. It's

AN AIRSHIP

We recognize the design from the Venice schematics. Cannon ports. Armor plating. Union Jack. 17th Century Death Star.

On Athos, as the sight hits home. Utters the name like a curse:

ATHOS

Buckingham...

EXT. PALACE GROUNDS - ELSEWHERE - MORNING

King Louis -- naturally dressed in blue this time -- and Richelieu await, surrounded by assorted ministers and courtiers. The airship touches down in the distance.

LOUIS

Damn his impudence! What's this thing called anyway, Richelieu?

RICHELIEU

An airship, your Majesty.

LOUIS

Why don't I have one of those?

RICHELIEU

An oversight on our part.

LOUIS
Right, right. Well, build another
one. Do... whatever it is you do.

RICHELIEU
I'll get right on it, your Majesty.

A ladder extends from the craft. Buckingham descends. Life's
been good, and it shows. He's wearing green. Louis does a
slow burn. Buckingham strolls toward.

BUCKINGHAM
Your Majesty. Love the outfit.
Very... retro.

LOUIS
Lord Buckingham. I trust the journey
hasn't been too uncomfortable.

BUCKINGHAM
Not at all. Handles like a dream and
keeps me one step closer to heaven.
(to Richelieu)
Cardinal. Of course, being a
servant of God, you have no need
for such crude devices.

RICHELIEU
(fuck you too)
Your Lordship. I'll be sure to say
a prayer for your continued health.

BUCKINGHAM
Please do. I would hate for something...
unfortunate to happen during my visit.

On Richelieu. The notion has crossed his mind.

BUCKINGHAM
After all, if I were to be... struck by
lightning during my time in Paris,
England would have a martyr, France
would be vilified, and you would have
to reexamine the power of your prayers.

He winks at the Cardinal and ambles along the welcoming chorus
line of officials like he owns the place. Richelieu incinerates
him with a glare. Then directs Louis' attention toward--

RICHELIEU
Your Majesty. The Musketeers.

Our Fantastic Four kneel. School children before the headmaster.

LOUIS
Well, well, well. Athos... Porthos...
Aramis... and what was it again?

RICHELIEU
D'Artagnan, your Majesty.

LOUIS
D'Artagnan. Brawling with the
Cardinal's Guards. That's very bad,
you know. Very bad indeed. What
have you got to say for yourselves?

D'ARTAGNAN
We--

ARAMIS
Humbly beg your pardon, your Majesty.

LOUIS
Yes, I should hope so. So tell me, how
many were involved in this altercation?

PORTHOS
Four of us and forty of them, your
Majesty.

LOUIS
Four against forty?! And you beat
them like a drum?!

Richelieu isn't liking this one bit, CLEARS his throat.

LOUIS
(catching himself)
You'll have to be reprimanded, of
course. Most harshly, I'm afraid.
You understand that, don't you?

ATHOS
We do, your Majesty.

LOUIS
Good, good... Four against forty, eh?

BUCKINGHAM
Only forty. What's the matter,
Athos? Losing your touch?

Steps into view. Cheshire Cat grin. It takes an effort for
Athos not to lunge for his throat.

ATHOS
They were French. If they were
British, I'd take on a hundred.

LOUIS
You two know one another?

ATHOS
We've... met.

BUCKINGHAM

As I recall, last I saw you, you were on your knees as well. A most unfortunate habit.

ATHOS

I shall have to break it during our next encounter.

RICHELIEU

(a reminder)
Your Majesty.

LOUIS

Right, right...

He considers appropriate punishment. And the verdict is--

FLUNKY (O.S.)

Your Majesty: the Queen.

QUEEN ANNE OF AUSTRIA. Breathtaking. She and Louis were married when they were 14. She's everything her husband is not - clever, confident and very much a threat to Richelieu. Accompanying her are a dozen LADIES IN WAITING including none other than--

CONSTANCE. Her glance at our hero says, "We meet again."

D'Artagnan's is best described as "Fuck me sideways."

LOUIS

What are you doing here? It's not one of our days for conversation, is it?

QUEEN

My ladies and I wanted to see the valiant Musketeers who stood against Cardinal's Guards. Four against forty. Or was it four hundred?

ATHOS

Just forty, your Majesty.
(a look at Buckingham)
It was an off day.

LOUIS

Ha! That's my Musketeers for you! By the time they write songs about them, it'll be four thousand!

QUEEN

I hope you won't be too harsh with them. After all, boys will be boys.
(to D'Artagnan)
You must be D'Artagnan. Constance's told me all about you. You must promise not to be so...

D'Artagnan -- here it comes...

QUEEN
Reckless.

D'ARTAGNAN
(whew)
Can't help myself, your Majesty.

QUEEN
No. I would imagine you cannot.

She turns to Buckingham. They lock eyes. History there.

QUEEN
Lord Buckingham. Welcome to Paris.

BUCKINGHAM
Your Majesty. I must say your beauty
is far more radiant than I remember.

LOUIS
(instantly jealous)
You've met before?

QUEEN
A long time ago.

BUCKINGHAM
An evening I shall cherish forever.
You were quite... impressive. At
cribbage. Perhaps we can play a
hand or two during my stay.

QUEEN
I'm afraid I'm not much for games
any more.

BUCKINGHAM
Shame. You don't know what you're
missing.

QUEEN
I do. Your Lordship will just have to
play by himself. I recommend solitaire.

Louis simmers. It's bad enough meeting your wife's ex. But
when he also happens to be James Bond...

RICHELIEU
Your Majesty. The culprits.

Louis reacts -- then realizes Richelieu is talking about the
Musketeers. Glances at Buck. Then Athos. Finally to D'Artagnan:

LOUIS
Tell me your name again?

D'ARTAGNAN
D'Artagnan, your Majesty.

LOUIS
Forgive me for saying this, D'Artagnan,
but you look a bit... underdressed.

D'ARTAGNAN
My father is a poor man, your
Majesty. A former Musketeer as well.
These are the only clothes I have.

LOUIS
Well, we must rectify that. Can't have
my Musketeers - or a son of one -
looking like tramps. New suits all
round! You'll see to that, Cardinal?

Richelieu bows. His face resembles a squeezed lemon.

LOUIS
And a purse of gold for each of you as
a reward for your courage! You'll see
to that as well, Cardinal? Good. Oh,
and remember - we must have no more
fighting with his Eminence's Guards,
or there will be none of them left!

He chuckles. Turns to Buckingham, pleased with himself.

LOUIS
(how you like 'em apples?)
What do you think of that?

BUCKINGHAM
(eyes on Athos)
I look forward to it.

RICHELIEU
Your Majesty, might I suggest a more--

QUEEN
Forgive my impudence, Cardinal, but I
doubt the King requires you advice in
this matter. After all, they are *his*
Musketeers.

That shuts Richelieu up. She presses on.

QUEEN
Might I also remind you that you have
not yet sent me the papers I asked for.

RICHELIEU
Your Majesty will hardly wish to
concern yourself with the day to day
administration of the government.

QUEEN

On the contrary, I take a very keen interest in everything that is done in my name as well as my husband's.

RICHELIEU

(through gritted teeth)
As your Majesty pleases.

QUEEN

She does. Good day, gentlemen.

With that, she and her entourage depart, leaving Buckingham in lust, Louis in love and Richelieu in rage. Louis turns his attention back to the Musketeers.

LOUIS

Well now, off with your rascals.
(an idea forming)
On second thought. Walk with me,
D'Artagnan.

Richelieu likes this less and less. Buckingham, however, is having a Schadenfreude moment. Flashes his pearly whites.

BUCKINGHAM

Shall we talk peace?

INT. PALACE - MORNING

Milady moves through the palace with speed and stealth. With everyone attending Buck's arrival, the hallways are deserted.

She angles toward the Queen's quarters. Removes one of many ivory combs that adorn her hair. Another. A set of lock picks. Goes to work. Two seconds later, CLICK, she's inside.

INT. QUEEN'S CHAMBERS - MORNING

Milady produces a thin ream of letters from her corsage. She dabs them with the Queen's perfume, then deposits them into the depths of a nearby drawer. Now for the next part...

INT. QUEEN'S CHAMBERS - MORNING

CLICK, Milady opens another door.

Queen's jewels - diamonds, emeralds, rubies, pearls and other assorted gemstones - are displayed proudly at the other end of the room. You can practically go blind from the sparkle.

Milady considers. Takes out her makeup case. Throws some powder in the air. A miniature White Christmas. Particles swirl, settling on--

Several fine silver threads stretch from the floor to the ceiling like a spiderweb. Ancestors to infrared beams.

Milady smiles. She enjoys a challenge.

Takes off her skirt. Something sexy beneath. Backs up a few steps. Centers herself. Winds up like a coiled spring...

A running leap--

SLOW MOTION. She twists mid-air. Goes over one wire. Under another. Corkscrews between the last two.

Lands, rolls to her feet. Looks back.

A particle of white spirals from one of the wires like a single snowflake.

Milady's gaze travels toward the jewels. Zeroes on the necklace with twelve diamond studs...

EXT. PALACE GARDENS - MORNING

D'Artagnan and Louis stroll. A little way off the Queen is picnicking with some of her ladies, including Constance.

LOUIS

Old Richelieu's not too keen on you, you know. Or your friends. Thinks you're a menace.

D'ARTAGNAN

Only to those who oppose your Majesty.

LOUIS

Well said. I'm thinking of standing up to him a bit more. Making my own decisions. What do you think of that?

D'ARTAGNAN

An excellent choice, your Majesty. You are the King, after all.

LOUIS

Absolutely! You're a good fellow, D'Artagnan. And, um, there's another thing I wanted to ask about...

D'ARTAGNAN

Yes, your Majesty?

On Louis -- this is hard for him, but...

LOUIS

Well, I've noticed you have quite a way with the ladies.

D'ARTAGNAN

(a glance at Constance)
On occasion.

LOUIS

No, no. Don't be modest. Thing is, I never know how to come at them. Take the Queen for example. Beautiful woman. Bit clever for me though. I always feel like a fool when I'm with her. So, I, um, tend to avoid her.

D'ARTAGNAN

You do that, your Majesty, she'll think you don't care for her.

LOUIS

So what should I do?

D'ARTAGNAN

(birds and bees)

Well... you think she's beautiful, right? So tell her. Look her in the eyes and tell her.

LOUIS

Doesn't she know that already?

D'ARTAGNAN

Even so. She needs to be told. Believe me. Let her know you care about her.

LOUIS

The Cardinal's always saying I need to be very cool with her. Make her understand who's the boss and so on.

D'ARTAGNAN

And has that worked for you so far?

LOUIS

Ah... no.

D'ARTAGNAN

Then try it my way.

LOUIS

Right. Right. Thank you, D'Artagnan. I will give it a try one of these days.

D'ARTAGNAN

Why not now, your Majesty?

LOUIS

You're right. You're right. I shall.

He clears his throat. Braces himself. Then saunters rather selfconsciously towards the Queen.

LOUIS

Er... How are you?

QUEEN
Very well. And your Majesty?

LOUIS
I'm... well... also.

He tries to think of something, anything to say. Manages:

LOUIS
I am wearing blue.

QUEEN
Yes.

LOUIS
Your favorite color, I believe.

QUEEN
It is. You look very handsome in it.

LOUIS
Thank you. Er... You're looking very lovely yourself. I was just remarking to D'Artagnan how beautiful you are.

The Queen is visibly touched by this. Constance's eyes widen. She glances at D'Artagnan. And then finally smiles at him.

QUEEN
Thank you, my Lord.

He looks at her -- and for a moment we see not a king, but a kid, a smitten teenager, awkward, sensitive and full of hope.

LOUIS
Well, I must get on. Wild boar hunt, you know - bit rough for the ladies! But I shall return very soon.

QUEEN
I shall count the hours.

As he walks on with D'Artagnan, sotto:

LOUIS
How was that?

D'ARTAGNAN
Excellent, your Majesty.

LOUIS
Yes, I thought so too!

INT. CARDINAL'S OFFICE - MORNING

Richelieu. Buckingham. Alone at last. The latter sizes up the minimalist and efficient space. Unimpressed.

BUCKINGHAM

You must pass me the name of your interior decorator. Wine?

RICHELIEU

I don't drink.

BUCKINGHAM

Of course, you do. As I recall, you have a rather nice bottle of Bordeaux in your middle left hand drawer. '03, if I'm not mistaken.

Richelieu glowers. Produces the item. Pours two glasses.

RICHELIEU

You must pass me the name of your spy in the palace.

BUCKINGHAM

And you in mine.

They circle slowly, neither drinking. A game of cat and cat.

BUCKINGHAM

So. Tell me. Why did you invite me to Paris?

RICHELIEU

To discuss peace, naturally.

BUCKINGHAM

(in Latin, subtitled)
If you want peace, prepare for war.

RICHELIEU

(in Italian, subtitled)
There's no avoiding war. But it can be postponed to one's advantage.

BUCKINGHAM

Personally I find Machiavelli overrated. What advantage? Yours?

RICHELIEU

Ours.

That gets Buckingham's attention.

RICHELIEU

We serve men who can barely tie their own shoes, let alone govern nations. Bringing them peace - or at least an illusion of one - only strengthens our positions. Besides, last I checked, you and your master are already engaged in a conflict with Spain. My condolences about Cadiz.

BUCKINGHAM
 (not giving him the
 satisfaction)
 A temporary setback.

RICHELIEU
 Be that it may, England can not afford
 a war on two fronts. I, on the other
 hand, must deal with those pesky
 nobles, the Huguenot rebels and the
 economy in recession. So...

BUCKINGHAM
 An alliance?

RICHELIEU
 A truce. Live and let live. For the
 time being.

Buckingham considers. Finally:

BUCKINGHAM
 For the time being.

Richelieu nods, pleased with the outcome.

RICHELIEU
 Men should be able to trust one another
 if they know the exact degree of
 dishonesty they are entitled to expect.

BUCKINGHAM
 Machiavelli again?

RICHELIEU
 One of my own.

They CLINK their glasses. Blood red drops spill on the floor.
 An omen of things to come...

INT. PALACE - MORNING

D'Artagnan strides out.

CONSTANCE (O.S.)
 Wait!

She catches up.

CONSTANCE
 Thank you.

D'ARTAGNAN
 Don't mention. Really. I don't
 think his Majesty would approve.

She nods. Then:

CONSTANCE
I'm sorry about what I said earlier.

D'ARTAGNAN
No, you are not.

CONSTANCE
No, I'm not. What do you see when you look at me, D'Artagnan? A pretty face? A notch on the bedpost? A challenge?

Beat.

D'ARTAGNAN
I don't know. But I know what you see when you look at me. Nothing. You see that I'm poor. You see the way other women look at me, and that makes you afraid you'd never measure up to them. You see that I fight for a living, and that scares you even more because one day I'll run into someone who's just a little faster. But you don't see me. Not where it really counts.

With that, he turns and leaves. Constance looks after.

INT. RICHELIEU'S OFFICE - DAY

Richelieu stands by the window. Without turning:

RICHELIEU
How did it go?

MILADY
Clockwork.

RICHELIEU
Good. Buckingham has agreed to sign the treaty. Which, he still thinks, was the reason I summoned him here.

MILADY
Just as the King happens to leave on a boar hunt, leaving the Queen all alone.

RICHELIEU
Proverbs 16:18. Pride comes before the fall. You'll go back to London with Buckingham. And the diamonds.

MILADY
What should I do with them?

RICHELIEU
I would imagine His Lordship would want to take good care of his lover's gift.
(MORE)

RICHELIEU (cont'd)
Put them in his personal vault. The most secure location in all of England.

MILADY
The Tower of London.

RICHELIEU
When the scandal breaks, he'll deny everything. But once the diamonds are discovered in his possession...

MILADY
He would have led England to war through his indiscretion.

RICHELIEU
I don't suppose King James will take kindly to that.

He finally turns toward her.

RICHELIEU
One last thing. I suppose it's quite easy, perhaps even tempting for a double agent to play both sides.

MILADY
I can promise your Eminence--

RICHELIEU
Spare the rhetoric. I know who you are. I know *what* you are. You have a gift for corruption and a penchant for betrayal. I admire such skills. But I'll destroy you the moment I suspect - nay, have a shred of doubt - you might be using them against me. Do we understand one another?

He lets it sink in. Then,

MILADY
There's a flip side to that coin. It's quiet easy for an employer to sever all ties with an operative in the event they are compromised, leaving them to rot in jail or on the gallows.

RICHELIEU
Your point being?

MILADY
I require a guarantee that I shall not suffer a similar fate. An insurance policy, if you will.

RICHELIEU
My word should suffice.

MILADY
I'm afraid I need something a bit
more... substantial.

RICHELIEU
Which would tie you to me, should
you be discovered.

MILADY
Which would ensure your Eminence
would not turn against me. Just as I
would never dare to turn against him.
Otherwise we may have to reconsider
the terms of our arrangement.

Her turn to let it sink in. Richelieu doesn't like it. But he
doesn't have much choice. Picks up a quill. Scribbles
something on a sheet of paper. Hands it to Milady.

RICHELIEU
Satisfied?

On Milady. The cat who are the proverbial canary.

MILADY
Immensely.

EXT. PALACE - SUNSET

The airship is prepping for takeoff. Louis is wearing green.
Buckingham is wearing purple. He makes it look good.

BUCKINGHAM
Your Majesty.

LOUIS
Purple...

BUCKINGHAM
All the latest rage. Oh well. Duty
calls. In the words of my countryman,
"Parting is such sweet sorrow". Give
my regards to the Queen. Cardinal
Richelieu. A pleasure, however brief.

RICHELIEU
(in more ways than one)
All mine, your Lordship.

Buckingham strides toward the airship, Milady by his side,
none the wiser.

INT. QUEEN'S CHAMBERS - NIGHT

A LADY IN WAITING is re-arranging the Queen's clothes. Feels
something within the depths of the drawer. Pulls out the
letters. Frowns. Off that,

INT. RICHELIEU'S OFFICE - NIGHT

Louis BURSTS in, mid-meltdown.

LOUIS
Richelieu! There's been a most
distressing development! Most
distressing!

RICHELIEU
Perhaps if your Majesty would care to--

LOUIS
Certain letters were found in the
Queen's possession. Letters from *him*!

RICHELIEU
The "him" in question would be--

LOUIS
Buckingham, of course! Who else?!

He reads from the incriminating document.

LOUIS
"A man who fears nothing loves
nothing. All I fear is my love for
you. It devours me, it burns inside me
with the fire of a thousand suns, it
drives me mad with desire to--" Ahem.
Well, it gets rather descriptive.

RICHELIEU
(dry)
The Duke's always had a way with words.

LOUIS
And now he's used them to have a way
with my wife! I can still smell her
perfume on these pages!

RICHELIEU
Surely there must be a perfectly
harmless explanation.

LOUIS
You don't think he... and she....

RICHELIEU
Have you spoken to Her Majesty
about these letters?

LOUIS
Of course not! I'm sure she'll just
deny the whole thing! But if I don't
confront her, I look like a total
idiot!

(MORE)

LOUIS (cont'd)

On the other hand, if nothing happened, or the letters are a trick, I look like a total idiot too! The whole affair could be Buckingham's plot to embarrass me in front of my wife! That purple-wearing bastard!

RICHELIEU

I can see Your Majesty's dilemma. Hmmm. Is there any mention of a specific encounter? A detail? A token of affection, perhaps?

LOUIS

Yes! A necklace! The one I gave her for our anniversary! Here. "Your eyes shine brighter than the diamonds on that twelve studded necklace you wore at our last rendezvous. I cherish it still."

RICHELIEU

Well, there you have it. All your Majesty has to do is throw a ball.

LOUIS

I don't see how that would help!

RICHELIEU

(patient)

It would give you a pretext to suggest to the Queen that she wear your gift.

On Louis. He's slow. But he gets there.

LOUIS

Very clever, Richelieu. Very clever. So if she has the diamonds--

RICHELIEU

Then your Majesty can rest easy.

LOUIS

And if she doesn't--

RICHELIEU

I'm certain she will, your Majesty.

Louis is touched.

LOUIS

Richelieu! You may have just saved my marriage! How can I ever repay you?!

Richelieu bows. A magnificent bastard.

RICHELIEU

To serve your Majesty is its own reward.

INT. QUEEN'S CHAMBERS - DAY

QUEEN
He wants to have a celebration
ball. Five days from now.

CONSTANCE
The boar hunt must have gone well.

The Queen studies her. A knowing twinkle in the eye.

QUEEN
You wonder what I see in him, don't you?

CONSTANCE
Your Majesty, it's hardly my place--

QUEEN
It's simple. You see a boy there
is. I see a man that could be.

An eerie echo of D'Artagnan's speech. Perhaps intentionally
so. It hits Constance like a ton of bricks. Finally:

CONSTANCE
Your Majesty sees a lot.

QUEEN
It comes with the job.

CONSTANCE
Of being a Queen?

QUEEN
No. Of being a woman. Send the
diamonds to the jeweler to get them
polished. I want the King's...
undivided attention that evening.

Constance smiles. She crosses the room, opens the door to the
Queen's treasure trove... then blanches.

CONSTANCE
Your Majesty!

INT. QUEEN'S CHAMBERS - MOMENTS LATER

The Queen paces. Ladies in waiting abound.

CONSTANCE
Everything else is accounted for.

LADY IN WAITING
Your Majesty, I swear on my life--

The Queen cuts her off. Walks over to the wall, pulls on a
candle -- make it a lever -- we hear GRINDING of machine wheels.

Thin silver threads re-appear. Security system is reset. The Queen kneels over them, a forensic looking for clues. Runs her finger over the length of one.

It comes away white with Milady's powder.

INT. RICHELIEU'S OFFICE - DAY

QUEEN

I hope I am not interrupting.

RICHELIEU

Hardly, your Majesty. To what do I-?

QUEEN

I know.

RICHELIEU

Perhaps you could be more specific.

QUEEN

I know.

Beat. Both measure one another. Two expert poker players.

RICHELIEU

I believe this is the part where I'm expected to laugh maniacally and regale your Majesty with the details of some diabolical plot. However, I regret to inform your Majesty that you're mistaken. I still have no idea what you're talking about.

QUEEN

That's what I thought you'd say.

RICHELIEU

Then why did you come here?

QUEEN

To look into your eyes when you said it.

And she's out.

INT. PALACE HALLWAY - DAY

But once she leaves Richelieu's sight, her icy composure crumbles, revealing the woman beneath - vulnerable, scared and very much alone. She leans against the wall, trying not to collapse, choking a silent sob. Midnight of the soul.

CONSTANCE (O.S.)

Your Majesty.

Perhaps not as alone as she thought.

CONSTANCE
All may not be lost yet.

INT. MUSKETEERS' APARTMENT - NIGHT

Someone's POUNDING on the door. Planchet's sunny disposition has not improved since we last saw him.

PLANCHET
Coming, coming! Hold your horses!
It's not like it's a matter of life
and death, you know!

He opens up. Constance stands on the other side.

CONSTANCE
It is.

INT. MUSKETEERS' APARTMENT - NIGHT

D'ARTAGNAN
Let me get this straight. You want me
to go to England. Retrieve the
diamonds, which the Queen suspects
might be in Buckingham's possession.
Which will naturally involve breaking
into some heavily fortified and highly
impregnable facility--

CONSTANCE
(helpful)
The Tower Of London. Since the Cardinal's
spies are trying to implicate the Duke,
it is the most logical choice.

D'ARTAGNAN
Riiiiiight. As I was saying. Then return
to Paris, with every soldier, assassin,
mercenary and bounty hunter on both
sides of the Channel out to stop me
from doing so. Did I miss anything?

CONSTANCE
All in five days.

D'ARTAGNAN
Yes, thank you, a minor detail.
Anything else?

CONSTANCE
No.

D'ARTAGNAN
Well, I really have only one
question. Why in the world would I--

She kisses him. Long. And hard. Yes, nice girls can do that.

Finally they disengage. Hardly skipping a beat:

D'ARTAGNAN
England it is.
(beat)
But we are going to need help.

INT. MUSKETEERS' APARTMENT - NIGHT

PORTHOS
Let me get this straight--

D'ARTAGNAN
Yes, yes, England, diamonds, Buckingham,
Tower of London, lots of bad men, five
days, the Queen's reputation and the fate
of France as we know it. Who's with me?

You can practically hear the crickets. Then,

ATHOS
Why? To save Buckingham from public
humiliation and possible execution?

D'ARTAGNAN
To protect the Queen's honor.

PORTHOS
She should have been more careful
with her diamonds.

D'ARTAGNAN
And to prevent a war between
England and France!

ARAMIS
Bound to happen. Might as well get
it over with.

ATHOS
This isn't about politics anyway. Or
the Queen. Her lady in waiting. The
one called Constance. I saw the way
you looked at her back at the palace.
You are doing it for her, aren't you?

D'Artagnan's silence is all the confirmation he needs.

ATHOS
Word of advice. Trust no one.
Especially women. You'll live longer.

D'ARTAGNAN
Then go for me! Go for you! Just
go, damn it!!!

Athos's calm matches his desperation.

ATHOS

Two days ago we would have killed you. Just because we didn't doesn't mean we're ready to die for you. It's too early for that. And as for us... it's already too late.

On D'Artagnan. Alone. Disgusted. Ashamed.

D'ARTAGNAN

All for none.

He walks out. Silence returns. It hangs there. Like a noose.

EXT. MUSKETEERS' APARTMENT - MORNING

D'Artagnan is saddling Buttercup. Securing his gear. Sword. Pistols, tied down gunslinger style. Musket. Extra gunpowder. A warrior getting ready for battle. Constance rides up.

CONSTANCE

Where are your friends?

D'ARTAGNAN

I have none.

CONSTANCE

Then I'm coming as well.

D'ARTAGNAN

It's too dangerous.

CONSTANCE

Because I am a woman?

D'ARTAGNAN

Because you're a distraction.

CONSTANCE

The fearless Gascon. The fastest sword in France. Afraid of losing your edge?

D'ARTAGNAN

Afraid of--

He stops short of "losing you". She leans over. Gently touches his cheek. A promise:

CONSTANCE

You won't.

A look between them. Something passes. Cut short by--

PORTHOS (O.S.)

Ah. I see you two are getting along.

Descends down the stairs. Cracks his back.

PORTHOS

A fine day for a suicide mission.

Begins to ready for the journey. D'Artagnan stares.

PORTHOS

I would imagine the Queen will be most grateful. Hmmm. Count Porthos. That has a certain ring to it, doesn't it? Besides, I hear English women are like a bottle of frozen champagne. Ice on the outside. But once you warm them up-

ATHOS (O.S.)

They taste sweet, fizz out quick and leave you with a hangover.

Approaches. Runs a wetting stone along the edge of his sword.

ATHOS

If Buckingham is there, so is she.

D'ARTAGNAN

Who?

Each word spoken like an expletive:

ATHOS

Countess de Winter. Charlotte Backson. Anne de Breuil. Lady Clarick. Milady.

On D'Artagnan. He's heard that name before. Hold on a sec...

D'ARTAGNAN

The woman in Meung...

He takes out the monogrammed handkerchief Milady used to wipe his brow. Athos's expression confirms his suspicion.

D'ARTAGNAN

She was there. With Rochefort.

PORTHOS

She switched sides again. Working for the Cardinal, no doubt.

Athos slides his sword home with a soft CLICK.

ATHOS

Then it's a good thing I'm going.

ARAMIS (O.S.)

In that case, you'll need a prayer.

ATHOS

You are no longer a priest.

ARAMIS

There you go again, always finding
the negative in every situation.

He turns to D'Artagnan.

ARAMIS

This isn't a great cause. But it'll
have to do.

On D'Artagnan. All he can do is nod. They mount up.

ATHOS

Planchet!!!

PLANCHET (O.S.)

Yes, sir, let me guess, another
adventure. Very exciting. I look
forward to hearing all about it.

ATHOS

PLANCHET!!!

Planchet emerges, bitching and moaning every step of the way.

PLANCHET

Come to think of it, sir, I don't
believe getting shot or stabbed is
strictly within the servant's duties.
Thinking of starting a union, I am.

ATHOS

Oh, shut up, Planchet.

PLANCHET

Right.

He climbs into the saddle. Nothing more to say. Except--

D'ARTAGNAN

Let's--

Athos rides out, stepping on his big hero moment. D'Artagnan
rolls his eyes. Follows. Others do the same. Off that,

INT. RICHELIEU'S OFFICE - DAY

SWISH, SLASH, SWISH, Rochefort's sword sings through the air,
as he practices his moves. He's good. Correction. Damn good.

RICHELIEU (O.S.)

The wonderful thing about fighting an
imaginary opponent, Captain Rochefort,
is that he's always greatly skilled
yet easily defeated. The pride of
victory without the risk of loss.

Richelieu strides back to his desk. Rochefort sheathes the blade, a bit embarrassed.

ROCHEFORT
Eminence.

RICHELIEU
I trust you didn't come here to
impress me with your swordsmanship.

ROCHEFORT
The Queen's lady in waiting, Constance.
Last night my men followed her to the
lodgings of one of the Musketeers.

RICHELIEU
Let me guess. D'Artagnan.

ROCHEFORT
Your Eminence has a gift.

RICHELIEU
No, merely a pair of eyes and a
brain. Continue.

ROCHEFORT
They departed this morning in the
company of the other three, plus a
servant. Headed for Calais.

RICHELIEU
A fool's errand. Nevertheless, we must
take precautions. Alert Milady. Watch
the ports. No one is to depart for
England without my official
permission. Post a bounty on their
heads. The bigger, the better.

ROCHEFORT
Consider it done.

EXT. CALAIS - DAY

A carnival of cultures: scalawags, sailors, traders, spices,
silk, camels, chickens, chilled monkey brain, beggars,
bargains, insults, exotic, frenetic and loud as hell.

Our Not So Magnificent Six take it all in.

PORTHOS
(echo of Martin Sheen)
Calais. Shit.

EXT. HARBOR - DAY

Aramis returns. One look tells us he's not bearing good news.

ARAMIS

Lots of guards. Looking for five men
and a woman. Special pass from the
Cardinal required to travel to England.

ATHOS

(to Constance; grim)
You were followed.

D'ARTAGNAN

What do we do now?

PORTHOS

Only thing we can, lad. When the law
is after you...

D'ARTAGNAN

(catching on)
You go to the outlaws.

SMASH TO--

INT. TAVERN - DAY

Light streams in from the shuttered ceiling. Flashes of Mos
Eisley cantina. A veiled Arab belly dancer gyrates. Chinese
pirates glare at Barbary Coast corsairs from across the room.
An Iroquois warrior -- hand splayed on the table -- stabs
between the outstretched fingers, his blade a blur.

Our crew enter. Proceed with caution.

CONSTANCE

We shouldn't be here.

ARAMIS

Enemy of my enemy.

CONSTANCE

That doesn't make them friends.

PORTHOS

Relax. It's perfectly safe.

Speaking of which--

NIKOLAI (O.S.)

PORTHOS! You son of a bitch!

A Cossack. If Porthos and he are bears, this guy is a fucking
grizzly. Barrels toward them. Intentions unclear.

PORTHOS

NIKKI! Why, you, dirty rotten--

Both swing toward one another as if to land a punch--

WHAM, their hands SLAP together, their forearms bulging, as they test each other's strength.

NIKOLAI
You're getting soft. Venice?

He has the edge, slowly forcing Porthos's arm downward.

PORTHOS
Better than you in Berlin.

Nikolai's turn to be on the ropes.

NIKOLAI
I heard retired. Say it isn't so.

PORTHOS
Sad but true.

NIKOLAI
Story of my life.

Call it a draw. They disengage.

PORTHOS
You've done well here, Nik.

NIKOLAI
What can I say, better than most,
not as good as some. What brings?

PORTHOS
Passage to England. Quiet and quick.

NIKOLAI
Yes, yes, I know the drill. How many?

PORTHOS
Me and mine. Six altogether.

Nikolai's gaze pans across the motley crew, landing on--

NIKOLAI
Who's the girl?

CONSTANCE
I'm the money.

NIKOLAI
You look it. Very well. Old times
sake. And a hundred pistoles a head.

PORTHOS
Didn't realize old times were so...
precious.

NIKOLAI

What can I say, I'm a sentimental man.

CONSTANCE

You look it.

NIKOLAI

Touche. Come now, comrades! Let us drink to the deal. Let us drink to the days long gone and the friends long dead. Let us drink!

He motions to a passing wench. She puts shots of vodka in front of them. Nikolai cops a feel. She giggles. Porthos gestures to Constance. Pay the man. She slides a purse across the table. Nikolai catches, stuffs it in his pocket.

CONSTANCE

Do you not wish to count it?

NIKOLAI

No need. I trust you. Now, where was I? Ah yes. A smuggler's ship. Sails at sundown from Black Hill Cove. Be on it. Tell them I sent you.

He lifts up his glass. Athos shakes his head.

ATHOS

I'm dry when I work.

PORTHOS

Good. More for me.

He grabs his. Smiles at the Cossack.

PORTHOS

Na zdorovie, you Russian bastard!

NIKOLAI

Up yours, you French pig!

Both empty their glasses. Laugh heartily. Then, still smiling:

PORTHOS

There is no ship, is there?

NIKOLAI

Oh, there is. You just won't be on it. A hundred each to help you. A thousand each to kill you. I get both. Must be my lucky day.

Porthos eyes his drink.

NIKOLAI

That's right. Poison. Odorless. Tasteless And utterly deadly. What do you have to say about that, Porthos? What's the matter, frog got your tongue?

He chuckles some more. Promptly collapses.

PORTHOS

(the punchline)
I switched glasses.

Silence. Then motion. A lot of it. Everyone draws. I mean, everyone. The entire tavern, seemingly oblivious of our heroes' existence a moment ago, is now brimming with weapons, trained on our crew. Think a John Woo moment with swords.

And then it's on.

A Chinese pirate rapid fires a volley of throwing stars -- D'Artagnan deflects them -- one, two, three, ricochets the fourth one into an incoming opponent.

Aramis -- pistols out -- drops a pair on the opposite sides of the room -- spin kicks the next, sending him backward into his buddy's blade -- chops down a peg leg like a woodcutter.

Athos -- each time he strikes, somebody gets an express one way ticket to the afterlife -- not so fast, a figure blocks his path, tattered kimono, straw head pulled low -- a RONIN -- a flurry of moves, slashes, stabs, blocks and counterattacks, too dazzling to comprehend -- a duel of equals.

Porthos -- kicks down the side of the table -- WHAM, the other end uppercuts a guy with a musket -- the gun slides down the inclined surface toward Porthos -- he catches it -- spins, unloads at point blank range -- the ball goes through a bandit and into the dude behind him.

Constance -- there may be distress, but she's no damsel -- a thug attests to that when she buries her knee in his groin -- WHOOSH, something grazes her cheek -- the Dancer whirls her belly chain, her razor sharp earrings now attached to both ends -- apparently you can add "assassin" to her resume.

Planchet -- a hard looking Spaniard has him in his sights -- grabs his heart, falls over, plays dead. Guess that works too.

D'Artagnan -- sees Constance's in trouble -- rushes to help -- a bolo wraps around his legs -- down he goes -- the Iroquois lands on top -- D'Artagnan shifts, knife digs into floorboards instead of his head -- they roll away, locked in a death grip.

Aramis dodges a series of spear thrusts -- red tassel dangles in front of him, blurring his vision -- enough of this -- CRACK, breaks off the head, stabs the former owner -- he topples, revealing the new challenger -- a TURK, 300 plus pound of mean -- Aramis swings his sword --

Turk catches it between his palms. Tightens the grip. Crushes the steel with his bare hands.

Aramis -- holy shit! -- backpedals.

Porthos -- up against a Moor with twin scimitars, a Chinese guy packing a three section staff and a Hindu snake charmer who uses a cobra as a weapon -- all want a piece of him!

PORTHOS

Time out!

So unexpected they actually stop--

PORTHOS

Who gets the bounty?

The three trade glances...

And it's time in, except now they are fighting Porthos *and* one another. Free for all "True Romance" style clusterfuck!

D'Artagnan and Iroquois grapple on the ground. Brutal, primal, hot breath scorching each other's faces. D'Artagnan bashes his opponent's hand against the floor. Tomahawk flies loose. The Indian plunges the knife toward D'Artagnan throat!

D'Artagnan holds it back, tip hovering two inches above the skin, while trying to strangle the Iroquois with his bone necklace. The only question - who will kill the other first.

Athos vs. Ronin -- disengage -- circle, looking for openings -- suddenly lunge -- CLASH -- swords LOCK, GRIND -- the eyes of their owners are linked as well -- Ronin shoves Athos aside -- SLASH! -- a line of red wells across Athos's shoulder.

Athos nods, acknowledging the cut -- they circle again -- settle -- Athos switches his stance, a high guard -- Ronin considers, adopts the same posture -- he'll be coming out of the sun this time, and that gives him an edge...

Constance -- dodges the chain, barely -- retreats, quickly running out of options and real estate.

Aramis unleashes a combo that would cripple or kill any ordinary man, WHAM, WHAM, WHAM!

Stops. Turk waves, encouraging him to try some more.

ARAMIS

Go to hell.

Turk backhands him. Aramis goes sprawling as if he was hit by a bus. Which is probably not far from the truth.

Porthos is holding his own -- but to make things worse, some sneaky fucker across the room is targeting him with a blunderbuss -- an early form of a shotgun, extremely inaccurate, but at this distance you don't have to be.

D'Artagnan sees this out of the corner of his eye. Pulls up his bolo-bound feet...

Porthos -- a sitting duck, and doesn't even know it.

Iroquois -- his blade finally draws D'Artagnan's blood...

The blunderbuss dude FIRES. Which is when--

D'Artagnan catapults the Indian into the path of the barrage.

Iroquois -- mid-air -- gets SIDESWIPEd by two dozen lead balls -- PUNCHES through the window -- keeps going -- lands in the middle of the street. I think you got him.

D'Artagnan -- on his feet in a flash -- keeps fighting toward Constance.

Athos and Ronin -- still focused on one another amidst the raging combat -- Athos shifts his balance -- Ronin adjusts his grip -- and then... they charge!

Ronin swings!

Athos blocks the blow, CHING, twists his own sword--

SUNLIGHT streams off the steel. Right into Ronin's eyes!

SLASH!

For a second that seems like an eternity they stand frozen.

Then Ronin collapses. Meanwhile,

Constance -- back against the wall -- nowhere to run. Picks up a bottle, breaks it against a nearby table, holds out the jagged neck shard with a trembling hand. Pitiful.

Belly Dancer approaches -- all the time in the world -- the chain wrapped around her wrist, whirling, building momentum --

WHOOSH, WHOOSH, WHOOSH, the sound of inevitability.

Aramis -- not doing much better -- launches a devastating flying kick -- Turk just shrugs it off, grabs him in a crushing hug -- Aramis strains, but he might have better luck bending bars -- Turk's eyes shine with sadistic amusement...

Belly Dancer -- so much for the girl on girl action -- her chain UNFURLS toward Constance --

SLOW MOTION. At the last possible second she ducks -- chain links twist past her, millimeters away, and --

Coil around a rope directly behind. Which Constance promptly severs a heartbeat later, SNAP. Off that sound,

Real time returns with a vengeance. For reasons that will become obvious soon, the rope WHIPLASHES upward. Taking the rather shocked Belly Dancer with it, toward the ceiling!

Aramis -- a shadow falls -- he looks up. Turk follows his example. Reflexively eases his hold.

Aramis -- twin chops to the elbows, and he's finally free -- rolls out of the way split second before --

THE CHANDELIER. Lands on Turk like a fist of God with a satisfying CRUNCH!

Everyone's attention is directed toward the source of the disturbance. Momentary ceasefire. The Moor swiftly uses it to dispatch both of his competitors. Triumphant, he turns--

Right into Porthos's incoming fist. WHAM! Out for the count.

PORTHOS

Anyone else care to collect?

The tavern resembles a bad day in Beirut. No takers.

D'Artagnan is finally at Constance's side.

D'ARTAGNAN

Are you alright?

She nods. Sees the worry in his eyes. Is touched by it.

ATHOS

I hate to cut this short--

He stabs behind. A thug sneaking up on him loses his dagger and his life.

ATHOS

But we have a ship to catch.

No argument there. They back away toward the exit.

ATHOS

Planchet!

Planchet opens one eye. Moans softly.

PLANCHET
Ahhhhh...

ATHOS
It's over.

PLANCHET
(hardly skipping a beat)
Well done, sir. Never had any doubt.

He joins our crew. Out they go. Hold on the carnage. WHAM, the Belly Dancer plummets from the ceiling. Off that,

EXT. TAVERN - DAY

Run, don't walk. Block the path of an approaching wagon.

ARAMIS
Medical emergency!

DRIVER
Whose?

ARAMIS
Yours, if you don't hand over the
reigns and forget you ever saw us.

The driver wisely elects to do just that.

PORTHOS
I'll drive.

D'ARTAGNAN
I'll drive.

Constance -- enough already -- climbs into the driver's seat.

CONSTANCE
Wrong on both counts.

D'Artagnan starts to say something. She doesn't let him.

CONSTANCE
They'll keep coming. I'll give them
something to follow. Get to that
ship. Get to London. Get it done.

D'ARTAGNAN
Not without you.

Everybody else stays out of it. This is their moment. She leans in close. Gently cups his cheek, same as before.

CONSTANCE
I made a promise. I don't intend to
break it.

D'ARTAGNAN
If they catch you--

CONSTANCE
They won't.

D'ARTAGNAN
If they catch you--

CONSTANCE
I'm the Queen's lady in waiting.
You, on the other hand, are a
wanted fugitive, a personal enemy
of the most powerful man in France
and are about to steal from one of
the most powerful men in England.
Which one of us should be worried?

He hates to admit it. But she has a point.

CONSTANCE
I can't help you where you are going.
But I *can* help. Right here. Right now.
(beat; softly)
Go. Go so that you can come back.

It's his turn to kiss her. It's a different kiss -- not one
of desire or passion or smoldering attraction. It's a kiss of
someone who knows that this may very well be the last touch,
the last shared breath, the last time. A promise of his own:

D'ARTAGNAN
I will.

CONSTANCE
...Go.

He does. It's the hardest thing D'Artagnan's ever had to do.

Constance looks after. She doesn't cry. She won't let herself.

PORTHOS
Don't worry. I'll watch out for him.

ARAMIS
As will I.

They trail after. Planchet follows. Athos looks at Constance.
Seeing her as if for the first time. Seeing someone else in
her. Someone he once knew. Someone he once loved.

ATHOS
...Luck.

CONSTANCE
Same.

He walks away. She urges the horses onward. Each to his or her own destination. Each to his or her own destiny.

EXT. SHIP - SUNSET

French coastline recedes in the distance.

ARAMIS
Well. So much for the hard part.

PORTHOS
Yep. Walk in the park from now on.

Beat.

ARAMIS
I wouldn't have it any other way.

PORTHOS
Me neither.

On D'Artagnan. Staring at the shore. His mind elsewhere.

ATHOS (O.S.)
Let it go.

Stands beside him. When he speaks, his tone is devoid of the usual gruffness and cold sarcasm.

ATHOS
You can't help her. Keep your mind where it belongs. Stay alert. Stay alive. That's what she'd want.

D'Artagnan's gaze doesn't waver.

D'ARTAGNAN
Easy for you to say.

ATHOS
Yes, it is.

Beat.

D'ARTAGNAN
Milady. Who is she?

ATHOS
The best thing that ever happened to me. And the worst.

Another.

D'ARTAGNAN
I'm sorry.

A rare, bittersweet smile flickers through Athos's features like the sun peeking through the clouds.

ATHOS
Easy for you to say.

D'Artagnan finally turns toward him.

D'ARTAGNAN
Yes, it is.

He returns his attention to the shore. And the woman he left there. Silence returns. Somehow it feels less heavy.

They stand side by side. Two men united in love. And in loss.

EXT. TOWER OF LONDON - NIGHT

Torches flare. Beefeaters man the perimeter. Make SAS look like a bunch of pussies. Walls - impregnable, imposing - rise like a testament to the value of the objects housed within.

Ravens - the other sentries of the Tower - perch on the top of the bastions studded with cannons. Breaking into hell to steal the devil's pitchfork would be easy by comparison.

INT. BUCKINGHAM'S OFFICE - NIGHT

Spectacular view. Expensive furniture. Famous paintings of dead people. Chinese vases. A lavish bachelor pad meets Fortune 500. A counterpoint to Richelieu's Spartan decor.

MILADY
Athos's coming.

BUCKINGHAM
I figured as much. Do you have any idea what he's after?

MILADY
Your vault. Some top secret document, no doubt. The list of your deep cover agents in France. Defence plans. Dirt on members of the royal family. Either way, that's hardly the reason. Merely an excuse. He wants payback for Venice. He wants me. And he wants you.

BUCKINGHAM
Then we'll have to be ready for him.

Walks up to a wall. Presses his hand. A panel slides aside.

Weapons. Not just any weapons. The cool as shit kind. Spring loaded six barrelled pistol. Assortment of sword and gun canes. Bombs of every conceivable design. Prototype Gatling. Bulletproof vest. A fucking flamethrower. Q would be proud.

BUCKINGHAM
...Won't we?

EXT. RICHELIEU'S OFFICE - NIGHT

If Rochefort had a tail, it would be between his legs.

ROCHEFORT
Eminence...

RICHELIEU
Let me guess. You've come to tell me the Musketeers are dead, our plan is proceeding on schedule, and I have absolutely positively nothing to worry about.

ROCHEFORT
We were taken by surprise.

RICHELIEU
Somehow I was laboring under the assumption that the plan was for you to take *them* by surprise. Was it not?

ROCHEFORT
Eminence...

RICHELIEU
Yes, you are quite fond of that word. Sadly repeating it does not get you into my good graces.

ROCHEFORT
I do have some good news--

RICHELIEU
Such as?

A pair of Cardinal's Guards usher in a cloaked figure. Rochefort pulls back the hood. It's Constance.

INT. SHIP - NIGHT

Crude schematics of the Tower on the table. "Ocean's 11" time.

ATHOS
The diamonds will be in Buckingham's personal vault. It's located on the lowest, most secure level of the Tower, next to the Crown Jewels.

They react.

ATHOS
Oh, don't worry. It gets worse. A lot worse.

SMASH TO--

INT. TOWER - NIGHT

The following happens in one continuous tracking shot. Coming out of black. We are inside the lock - an elaborate maze of springs and wheels topped by an hourglass.

ATHOS (V.O.)

The lock is state of the art. It requires a key that Buckingham carries on his person at all times. Which we can't obtain. Once the lock is touched, we'll have sixty seconds before the alarm goes off. That's the easy part.

We glide through the keyhole...

ATHOS (V.O.)

The corridor leading up to it is pressure plated. Meaning even the slightest step will alert the guards. It will also activate the secondary protocol, hidden within the walls.

Melt through the stone to find a battery of muskets, cocked and ready, lined up along the length of hallway.

D'ARTAGNAN (V.O.)

What's the secondary protocol?

ATHOS (V.O.)

You don't want to know.

Keep moving... turn the corner... up the shaft...

ATHOS (V.O.)

At the end is the shaft which can only be accessed via an elevator platform--

D'ARTAGNAN (V.O.)

Which we won't be able to use.

ATHOS (V.O.)

You're catching on.

Ground level. Seeing firsthand what Athos describes:

ATHOS (V.O.)

Then it's just a couple of hundred highly trained soldiers with a predilection for not being robbed - although since Buckingham undoubtedly knows we are coming, thanks to Milady, that number is likely to be greater - three sets of walls and a moat - and we're home free in time for dinner.

INT. SHIP - NIGHT

Silence speaks volumes.

PORTHOS

Hey, at least it's not Moscow.

Nods all around. Apparently Moscow was REALLY BAD.

ATHOS

With me so far? Good. Here's the plan--

INT. BUCKINGHAM'S OFFICE - NIGHT

BUCKINGHAM

Do you know how he'll do it?

MILADY

I have an idea.

INT. SHIP - NIGHT

ATHOS

We can't outshoot them. But we can outsmart them.

INT. BUCKINGHAM'S OFFICE - NIGHT

MILADY

He'll naturally favor misdirection and deception. He knows we're expecting him. But that just ups the ante.

INT. SHIP - NIGHT

ATHOS

There are four of us.

PLANCHET

Ahem, five actually.

ATHOS

As I was saying. We use it to our advantage. Even if one of us gets to the vault, that should do the trick.

INT. BUCKINGHAM'S OFFICE - NIGHT

MILADY

He'll divide his forces. Independent teams, each with its own point of entry to maximize their chances.

INT. SHIP - NIGHT

ATHOS

We go at night. Witching hour.

INT. BUCKINGHAM'S OFFICE - NIGHT

MILADY

He'll make his move around midnight during the guard rotation. That way, if there's any shooting or demolition work to be done, he'll have the bell chimes to cover up the sound.

INT. SHIP - NIGHT

ATHOS

I'll go underwater.

EXT. UNDERWATER - NIGHT

Athos swims, doing exactly as Milady is predicting.

MILADY (V.O.)

He's a skilled diver. He'll take the aquatic route, through the Traitor's Gate. He'll probably attach himself to the bottom of a barge or saw through the bars below water level.

INT. SHIP - NIGHT

ATHOS

Aramis. Ground.

EXT. TOWER GATE - NIGHT

A cart loaded with supplies pulls up. Close on an ordinary barrel, one among many. Then peer inside it thanks to the magic of special effects. Aramis is pretzled within.

MILADY (V.O.)

Aramis will undoubtedly rely on agility and stealth. Check every incoming shipment, every delivery, every stack of hay, every barrel, every coach, cart, wagon, any crawl space no matter how small.

INT. SHIP - NIGHT

ATHOS

Porthos. Looks like you drew the short straw.

PORTHOS

My favorite kind.

INT. TOWER - NIGHT

Porthos, handcuffed, is escorted by a pack of Beefeaters.

MILADY (V.O.)

Porthos, on the other hand, will employ brute strength. One of his preferred methods is getting captured by the opposition, which will effectively place him in the close proximity of the target. All the more reason to take none of them alive.

INT. SHIP - NIGHT

D'ARTAGNAN

Why can't we just tell Buckingham Milady is plotting against him?

That gets a chuckle.

ATHOS

Because he won't believe us. Why should he? We're his sworn enemies. Besides, Milady would make sure.

INT. BUCKINGHAM'S OFFICE - NIGHT

MILADY

One more thing. He might also attempt to drive a wedge between us. Claim to have secret information about some plot to get us to turn against one another. Like, say, that I'm a double agent working for the Cardinal. Or that you are looking to get rid of me.

Buckingham approaches. Turned on by Milady's intelligence. Her cunning. The thrill of the hunt to come.

BUCKINGHAM

I assure you, nothing could be further from the truth.

They kiss. Lust on a Popsicle.

BUCKINGHAM

Although I suppose I should search you for concealed weapons.

As her lips brush his ear--

MILADY

Thoroughly.

INT. SHIP - NIGHT

ATHOS

That's how it's done.

Beat. Hold for effect.

ATHOS

And that's exactly what she'll expect.
So we do the unexpected. Broad
daylight. One man, hiding in plain
sight. With all the extra security,
there'll be a lot of new faces. That's
their weakness. And that's our window.

ARAMIS

I'll go.

PORTHOS

I'll go.

ATHOS

Simmer down. She knows us. The way we
look, the way we move, the way we
think. So does Buckingham.

D'ARTAGNAN

But neither one of them knows me.

ATHOS

(nods)

You're the wild card. We are the
decoys. We'll create distractions,
keep them occupied, draw them away
from you as much as we can. But at
end of the day it's up to you.

All eyes on D'Artagnan.

ATHOS

You wanted to be a Musketeer. You
wanted to serve France. This is
your chance.

D'Artagnan. This is it. Bottom of the ninth.

INT. LONDON STREET - DAY

A column of Beefeaters locksteps toward the Tower. Comes to a
grinding halt. Their Sergeant moves to investigate.

Aramis and Porthos - horse and cart respectively - are having
a 17th century traffic jam/road rage moment.

PORTHOS

You saw me signal a turn!

ARAMIS

I saw you waving like an idiot.

PORTHOS

That was the signal!

ARAMIS

My good man, I'm trying to see things from your point of view, but I can't get my head that far up my ass.

BEEFEATER SERGEANT

All right, enough of that! Move along, both of you!

PORTHOS

Ah, good! Finally a peace offer when you need one! Sergeant, I want you to arrest this man!

The soldiers bunch together to get a better look. Unaware of a noose lowering from the arch at rear of the column...

WHAM! The last grunt is yanked upward by Athos. D'Artagnan - Beefeater uniform - instantly takes his place in line.

BEEFEATER SERGEANT

Move. Or *be* moved.

They instantly comply. The column resumes its progress into the lion's den. Athos looks after.

EXT. TOWER GATES - DAY

Beefeaters march through. D'Artagnan peels off, vanishes in the shadows.

INT. BUCKINGHAM'S OFFICE - DAY

Buckingham stands by the window, enjoying the view. Milady is lounging on a couch. A FLUNKY enters in a hurry.

FLUNKY

Sir! The Musketeers have been spotted in London!

Buckingham smiles to himself.

BUCKINGHAM

The game is afoot.

FLUNKY

Should we send out patrols?

BUCKINGHAM

No need.

FLUNKY

But, sir, surely they can not--

BUCKINGHAM

(explaining quantum physics to a 5 year old)
(MORE)

BUCKINGHAM (cont'd)
If they have been spotted, it's
because they wanted to be. Which
means they are trying to pull our
forces away from the Tower. Double
the guards. Double the troops.
Double... everything.

As he studies the city before him like a general surveying
the battlefield:

BUCKINGHAM
...They'll come to *us*.

MILADY
Well then. It seems your Lordship
has everything under control. You
don't mind if I won't be here to
see how it all turns out.

BUCKINGHAM
Think I might lose?

MILADY
On the contrary. I have no issues
with you killing Athos. But if it's
all the same to you, I'd rather not
watch him die.
(beat)
Besides, one can never be too
careful. And as your Lordship is
well aware, I like hedging my bets.

Beat.

BUCKINGHAM
What's your favorite color?

MILADY
Red. Why?

BUCKINGHAM
I wanted to see if you were telling
the truth.

MILADY
And?

BUCKINGHAM
I couldn't tell.

INT. TOWER - DAY

Several Beefeaters guard the shaft and the elevator platform,
anchored in place with chains and bars. D'Artagnan approaches.

BEEFEATER#1
You're early.

D'ARTAGNAN
No, mate. I'm right on time.

PFFT, PFFT, he fires two blow darts at the same time. Equal number of Beefeaters collapse with stingers in their necks. Sweep kicks the legs under the next one. Flips his buddy into the wall. Blocks the barrel of the last one with a dagger.

D'ARTAGNAN
You fire, you die.

Beefeater considers. Finger off the trigger.

BEEFEATER#2
Pay sucks anyway.

WHAM, D'Artagnan knocks him out with his own musket.

Picks up a loose stone. Drops it in the shaft. Waits. Waits. A distant THUMP.

D'Artagnan produces a length of rope from under his clothes. His hands expertly measure its length. Ties one end around the platform. The other around his waist.

Pauses on the edge. Goes over. We go with him.

INT. TOWER SHAFT - DAY

With D'Artagnan on what could well be the first bungee jump in history... falling fast, the rope paying out faster..

Bottom become visible. We race toward it!

And stop... a foot away.

D'Artagnan dangles above the floor, vertical. Takes off his jacket. A bandolier of daggers underneath...

INT. TOWER HALLWAY - MOMENTS LATER

D'Artagnan is crawling on the ceiling. Spiderman he ain't. *He's climbing on daggers.* Thrusting them into the cracks between stones. Like ice axes on a mountain.

Every foot, every inch a small victory...

SNAP, a blade breaks off at the handle.

He falls--

Holds onto the other dagger, still wedged in the ceiling. Battling gravity. Battling his own weight. And losing...

His fingers -- white with tension -- are starting to slip...

He kicks his boot against the wall. CLINK, a toe spike blossoms. D'Artagnan DRIVES it in for purchase!

Stabilizes himself. Deploys another dagger. Keeps going.

EXT. BUCKINGHAM'S OFFICE - DAY

Milady approaches an awaiting coach. To the driver:

MILADY

As far as from here as possible.

INT. TOWER HALLWAY - DAY

D'Artagnan is at the door, picks laid out like a set of surgical instruments. Studies the lock. Deep breath. And...

D'ARTAGNAN

Here we go.

He slides in the pick. We SLIDE in with it.

INT. LOCK

Instantly the mechanism comes to life. The hourglass drains.

INT. HALLWAY

D'Artagnan digs around. Counting the remaining heartbeats:

D'ARTAGNAN

Thirty.

No joy. Frantically scans his tools. Grabs a different pick.

INT. LOCK

Its hook finally catches the pin. CLICK.

INT. HALLWAY

D'Artagnan yanks on the door handle. Nothing.

D'ARTAGNAN

(fuck me)

Double action. Twenty.

INT. LOCK

The tip of the pick, inches away from a lever...

INT. HALLWAY

D'ARTAGNAN

Ten.

INT. LOCK

The hourglass, almost completely empty now...

INT. HALLWAY

Pressure mounting with each count:

D'ARTAGNAN
Eight... seven... six...

INT. LOCK

The pick... makes contact with the lever and... slides off!

D'ARTAGNAN (V.O.)
Five..

INT. HALLWAY

D'ARTAGNAN
Four... Three...

He strains, nearly breaking his fingers in the process.

INT. LOCK

The last of the sand swirls around the opening...

D'ARTAGNAN (V.O.)
Two...

The pick... catches again... and...

INT. HALLWAY

D'ARTAGNAN
One...

INT. LOCK

CLICK. No, that wasn't the alarm. The lever being pulled. The mechanism WHIRS. Bolts slide out.

The hourglass. One grain left.

INT. HALLWAY

D'Artagnan. That shit eating grin again.

D'ARTAGNAN
Piece of cake.

He pulls on the handle. The door swings open--

Revealing a small army of Beefeaters on the other side. All raise muskets in unison.

Off D'Artagnan's frozen grin, as it's replaced by--

INT. BUCKINGHAM'S OFFICE - DAY

BUCKINGHAM

Well, well, well. Look what the cat dragged in.

D'Artagnan - handcuffed - stands, surrounded by Beefeaters. Buckingham isn't taking any chances. He is, however, enjoying himself. Immensely.

BUCKINGHAM

So. How's the old Athos? Still his surly, insufferable self, I'm sure. Sending a boy to do a man's job. I should feel insulted.

D'Artagnan says nothing. What is there to say?

BUCKINGHAM

Thank you for testing my security, by the way. That's why I let you get as far as you did. Most educational. I'll be sure to take appropriate steps to discourage any repeat performance.

More silence from the prisoner.

BUCKINGHAM

What were you after anyway? Ah, doesn't really matter. Secrets. Spies. It's all a game really. Although the price of loss, as you'll come to discover, is a bit higher.

Ditto.

BUCKINGHAM

What? No last words? No insults, pleas for mercy or bold pronouncements like "I regret only that I have only life to give for my country"?

At last:

D'ARTAGNAN

What time is it?

Not exactly what Buckingham expected.

BUCKINGHAM

About two. Why? Are you in a hurry?

D'ARTAGNAN
Look out of the window.

Buckingham does.

For a moment it's London as usual. And then...

HIS AIRSHIP

Lowers into frame. You can see Athos waving from the bridge.

On Buckingham. If you listen closely enough, you could almost hear the sound of his mind being blown by the sight.

D'ARTAGNAN
They weren't the decoys. I was.

With that, he drops down to the floor, split second before--

A CANNONBALL

Comes flying through the window. A shower of glass. Ten pins guards right and left. But that's just the appetizer, cause--

Aramis mans the prototype Gatling. Porthos has the bombs. Athos... let's give him the flame thrower.

Buck's office is ANNIHILATED. Priceless paintings turn into papier-mâché, furniture into splinters, vases into shards.

Buckingham -- all he can do is duck, cover and "Hail Mary".

All which provides ample cover for--

D'Artagnan, as he sprints toward the breach--

EXT. BUCKINGHAM'S OFFICE

Sails over the abyss--

INT. BUCKINGHAM'S AIRSHIP - DAY

And lands in the open bay. Porthos stands over.

D'ARTAGNAN
Permission to come aboard.

Porthos pulls him up in a bear hug.

PORTHOS
Granted.

INT. BUCKINGHAM'S OFFICE

What's left of it, anyway. Buck is on his knees. Surrounded by the smoldering, shredded remains of what was once his pride.

ATHOS (O.S.)
Told you I'd break that habit.

Stands in the doorway of the airship. John Wayne in "The Searchers". Has Buckingham dead to rights.

For a moment it looks like he'll pull the trigger. Then,

ATHOS
You were wrong. Sooner or later you
have to trust someone. Otherwise
you die alone.

He nods to Aramis. The airship veers away and out of view.

On Buck. If payback is a bitch, this is her ugly step sister.

INT. BUCKINGHAM'S AIRSHIP - MOVING - DAY

D'ARTAGNAN
What about the diamonds? Doesn't
Buckingham still have them?

ATHOS
Nope.

INT. COACH - MOVING - DAY

Milady unbuttons her top. The necklace glitters beneath.

INT. BUCKINGHAM'S AIRSHIP - DAY

ATHOS
Milady likes hedging her bets. She'd
never take the chance that we would
succeed in breaking into the vault.
And if Buckingham laid a trap for us
there, there was an equal chance of
him discovering the diamonds.

D'ARTAGNAN
So where are they now?

ATHOS
With the only person she trusts.

D'ARTAGNAN
Which means she's in the wind. And
all this has been for nothing.

ATHOS
I wouldn't say that.

INT. COACH - MOVING - DAY

The coach pulls to a stop. A strange THUMP on the roof.

MILADY
What the hell?

She KNOCKS on the front of the carriage.

MILADY
Driver! What's going on?!

INT. BUCKINGHAM'S AIRSHIP - DAY

ATHOS
You were the decoy. We were the extraction. But the real linchpin of the plan... well, that was someone else entirely. Someone even Milady would never suspect.

D'ARTAGNAN
Who?

EXT. COACH - DAY

The driver turns around...

PLANCHET
Just following your instructions, Ma'am. As far away from here as possible.

Two things become obvious quickly:

A) The horses have been uncoupled.

B) The source of the earlier thump. CABLES. Attached to the roof of the carriage. Suspended from the--

THE AIRSHIP

And then whole thing lifts up into the sky!

INT. COACH

Milady peers out of the window. Discovers the ground is inexplicably getting smaller with every second. Blanches. Tries the door. Tries it some more with the same result.

EXT. LONDON - DAY

Buckingham's airship flies over the city. The coach is reeled in like a giant trout - Milady, diamonds, Planchet and all.

INT. COACH - DAY

Milady. The words "Didn't see it coming" seem fitting. Still, she's a pro. Takes out a pistol from the side compartment. Braces for whatever comes next.

EXT. BUCKINGHAM'S AIRSHIP - DAY

Her ride disappears inside the belly of the beast.

INT. BUCKINGHAM'S AIRSHIP - DAY

ATHOS
Planchet. Never thought I'd hear
myself say this... but... well done.

Planchet is touched.

PLANCHET
Well, sir, that really means a lot.
Especially coming from you. Now if
we could perhaps discuss the
possibility of a raise--

ATHOS
Shut up, Planchet.

PLANCHET
(wilts a little)
Yes, sir.

Athos opens the door of the coach. Finds himself on the
business end of Milady's pistol.

ATHOS
Don't.

She pulls trigger. CLICK.

ATHOS
(flat; a clarification)
We took the precaution of removing
the firing pin.

She discards the useless firearm.

MILADY
What now?

ATHOS
You give me the diamonds. Or I take
them off your corpse. Dealer's choice.

She considers. Surrenders the necklace.

MILADY
Anything else you wish me to take off?

ATHOS
(not playing her game)
Outside.

She steps out. Composed. Regal even. Aramis and Porthos glower.

MILADY

Boys. Been a while. And this must
be the young Gascon.

D'ARTAGNAN

We've met before.

MILADY

Ah. Meung. Small world.

D'ARTAGNAN

Actually it's bigger than I
thought. Just very well managed.

MILADY

I didn't let Rochefort kill you.
You remember that, don't you?

D'Artagnan does not respond. She turns to Athos. Everyone
else stays out of it. This is *their* moment.

MILADY

Did you kill Buckingham?

ATHOS

No.

MILADY

But you will kill me.

ATHOS

Yes.

MILADY

You'd spare him, but kill me.

ATHOS

Yes. I don't hate Buckingham.

MILADY

Why?

ATHOS

Because I never loved him.

Beat. She takes out Cardinal's note.

MILADY

Here. You might find this of use.

He takes it. Their fingers brush, as he accepts the letter.
It's electric. It's bittersweet. It's goodbye.

ATHOS

(eyes full of pain)
Move toward the door.

She does. Stands on the threshold of the abyss. Wind whips through her hair. So beautiful, so goddamn beautiful...

Athos -- this image sears itself into his retinas, it will keep him awake in the dark, it will haunt him till the day he dies -- but he must do what he must...

He points his own pistol at her. A finger of Doom.

MILADY

Athos...

She looks at him. Sees her own love, her own pain reflected in his eyes. She smiles. It's a genuine smile. Soft. And sad.

MILADY

...The feeling is mutual.

She JUMPS.

When she falls, it's almost peaceful. Like a fallen angel.

Her body disappears in the clouds below.

Athos lowers the gun. Nobody says anything. Then,

ARAMIS

At least she died the way she lived. On her own terms.

Unlike his eyes, Athos's voice is devoid of emotion.

ATHOS

No. She did it for me. I wouldn't be able to live with myself if I pulled the trigger.

(beat; nail in the coffin)
Let's go home.

EXT. SKY - DAY

The airship clears the Dover coastline. Destination - Paris.

INT. QUEEN'S CHAMBERS - DAY

LOUIS (O.S.)

Ahem.

The Queen spins. Deer in the headlights.

QUEEN

Your Majesty!

LOUIS

You look troubled. Is something the matter?

QUEEN

Hardly. Your Majesty startled me.

LOUIS

Sorry. I didn't mean to. I just...
I just wanted to stop by and tell
you how much I was looking forward
to tonight.

He means it. Schoolboy before the prom.

LOUIS

It should be quite spectacular, you
know. Fireworks, costumes and such.
(beat; embarrassed)
But you... you shall be the most
spectacular sight of all.

She's touched.

QUEEN

Your Majesty flatters me.

LOUIS

No. I merely speak my heart. An
advice from a friend.

He smiles. The Queen returns it. Perhaps things aren't as bad--

LOUIS

...Especially since you'll wear the
diamonds.

Her smile doesn't waver.

LOUIS

(hopeful)
You *will* wear them, won't you?

QUEEN

Of course. I've just sent them to the
jeweler to get polished. Barring any
complications, they should be back in
my possession by tonight.

LOUIS

Yes. Please. You must wear them. It's
very... important to me that you do.

QUEEN

Then I shall wear them, your Majesty.

LOUIS

(relieved)
Good, good. Well, I must be off. Lots
still to do. Until tonight then!

He exits. Off the Queen's dismayed expression,

INT. PALACE - DAY

Richelieu waits in the hallway.

LOUIS

She promised she'll wear them.

(wants, needs to believe)

You think she'll wear them? Don't
you, Richelieu?

The spider welcoming the fly into his parlor:

RICHELIEU

I'm sure she will, your Majesty.

I'm sure she will.

INT. BUCKINGHAM'S AIRSHIP - DAY

Planchet is steering. Nothing to do now but wait. Silence.

PORTHOS

...Are we there yet?

PLANCHET

Perhaps I should get out and push.

More silence.

ATHOS

...Hell of a mission.

D'ARTAGNAN

How many have you been through?

ATHOS

All of them.

ARAMIS

Never say the number. It's the jinx.

PORTHOS

Hey, at least it wasn't Moscow.

Nods all around. Apparently Moscow was REALLY, REALLY BAD.

ATHOS

Like I said. Hell of a mission.

D'ARTAGNAN

I just want to know. Give me an
estimate. Ten? Twenty? A hundred?

PORTHOS

Alright. I'll chance it. Forty two.

ATHOS
You forgot Cairo.

PORTHOS
Right you are. Forty-

BOOM! CANNON FIRE! They react.

ARAMIS
I told you not to say the number!

They rush toward the front. Peer out...

EXT. SKY - DAY

A fog bank. Something is coming through. Coalesces into--

ANOTHER AIRSHIP. Three times as big. Four times as armed.
Death Star 2.0.

INT. BUCKINGHAM'S AIRSHIP

PORTHOS
...Holy...

ATHOS
Only a few leagues from Paris.
Damn. I knew we were in trouble.

ARAMIS
How?

ATHOS
Things were going well for a change.

INT. CARDINAL'S AIRSHIP

Rochefort stands on the bridge. If smugness was currency,
he'd be the World Bank at the moment. Crewmen in Cardinal red
uniforms man battle stations.

ROCHEFORT
Now that we got their attention...

He signals one of his underlings.

INT. BUCKINGHAM'S AIRSHIP

On D'Artagnan, as he sees--

D'ARTAGNAN
No...

INT. CARDINAL'S AIRSHIP

Constance is ushered into view.

INT. BUCKINGHAM'S AIRSHIP

D'Artagnan. Gut punched. All the fight, all the swagger, all the youthful exuberance gone in a flash.

INT. CARDINAL'S AIRSHIP

ROCHEFORT

Now let's see if we can settle this in a peaceful manner. More or less.

One of the crewmen opens the bay door.

INT. BUCKINGHAM'S AIRSHIP

Our heroes trade glances. Follow his example.

EXT. SKY - DAY

The two airships maneuver closer toward one another, like two great galleons in the ocean of sky.

INT. BUCKINGHAM'S AIRSHIP/INT. CARDINAL'S AIRSHIP

Rochefort and D'Artagnan stand in the doorways of their respective crafts. Intercut accordingly.

ROCHEFORT

Ah. So you've traded up when it comes to transportation. But, once again, you're outmatched. You can thank Milady. She passed Buckingham's schematics onto us. As you can see, we've made some improvements.

D'ARTAGNAN

What do you want?

ROCHEFORT

I'll give you three guesses.

D'ARTAGNAN

Come and take them.

ROCHEFORT

Gladly. You see, I can blast you out of the sky with total impunity. If you fire on me, on the other hand, you'd be killing Ms. Oh So Young and Pretty.

He's got D'Artagnan there.

ROCHEFORT

Fortunately for you, I'm not a monster. I merely serve one. You hand over the diamonds, I give you the girl, live and let live.

D'ARTAGNAN
And what assurances do I have
you'll keep your word?

ROCHEFORT
None what so ever. You have sixty
seconds.

INT. BUCKINGHAM'S AIRSHIP

Talking fast, thinking faster:

ARAMIS
He'll shoot us down the moment he
has the diamonds.

PORTHOS
We can't outrun them. And even if
we could, he still has your girl.

D'ARTAGNAN
We can fight, damn it! We can--

ATHOS
D'Artagnan...

D'Artagnan whirls -- his eyes blazing -- at the moment he'll
take on Rochefort, Athos, the Cardinal, the entire world.

D'ARTAGNAN
Then she dies! Do you think you have
the monopoly on loss?! What am I
supposed to do?! The life of one
woman! Or the future of France! What
the hell would you do if you were in
my place?!!!

ATHOS
(simply)
I'd choose the woman.

Every word, every syllable bought and paid for in full:

ATHOS
I've made a lot of sacrifices. Made a
lot of hard choices. For honor, for
King, for God and country. Want to
know what I learned, boy? Hard choices
and sacrifices don't keep you warm at
night. And life is too damn short and
too damn long to go through without
someone at your side. Don't end up
like me. Fight for love, D'Artagnan.
France will take care of itself.

On D'Artagnan, as the message hits home.

ROCHEFORT (O.S.)
Time's up!

D'Artagnan takes in his companions. They are with him.

D'ARTAGNAN
All for one?

PORTHOS
No. All for love

ARAMIS
Now *that* is a great cause.

INT. BUCKINGHAM'S AIRSHIP/INT. CARDINAL'S AIRSHIP

Back to the negotiation table.

D'ARTAGNAN
An exchange. I come aboard your ship with the diamonds. The girl goes aboard ours. Once I know she's safe, I give them to you.

ROCHEFORT
What assurances I have it's not a trick?

D'ARTAGNAN
None whatsoever. Sixty seconds?

Rochefort considers. Doesn't need them.

ROCHEFORT
Fine. But I want to see the diamonds first.

INT. BUCKINGHAM'S AIRSHIP

Athos hands D'Artagnan the necklace. He puts it on.

PORTHOS
Matches your eyes.

D'ARTAGNAN
Screw you.

PORTHOS
Sadly, sir, you're not my type. But if you were older and wealthier...

EXT. SKY - DAY

Planks extend from both crafts. D'Artagnan stands on one end.

D'ARTAGNAN
Satisfied?

Rochefort sees the necklace, nods. Constance takes his place in the doorway. She starts toward D'Artagnan, balancing precariously over the precipice. He does the same.

Both sides have weapons trained on one another.

The distance between D'Artagnan and Constance grows shorter. A split second reunion ten thousand feet above ground.

D'ARTAGNAN
I *will* come back.

CONSTANCE
I know.

They pass.

INT. CARDINAL'S AIRSHIP

D'Artagnan steps inside -- WHAM, he's instantly knocked down by a blow from behind! Rochefort towers over.

ROCHEFORT
You never learn, do you?

He rips off the necklace.

ROCHEFORT
Fire!

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Hard right!

Aramis frantically spins the steering wheel.

EXT. SKY - DAY

Buck's airship veers aside -- cast iron balls fly toward it -- half of them miss!

INT. BUCKINGHAM'S AIRSHIP

But several don't. Shrapnel TEARS through bulkheads. Cannons get RIPPED out, tumble over the side. A section of the fuselage disappears. The ship SHUDDERS with the impact.

ATHOS
Fire!

They retaliate with whatever's left.

INT. CARDINAL'S AIRSHIP

Their armor is thicker. Minor damage only. To D'Artagnan:

ROCHEFORT
I want you to be around to see this.
(to the crewmen)
Finish them off!

INT. BUCKINGHAM'S AIRSHIP - DAY

BOOM! BOOM! They can't take much more of this.

PLANCHET
Sir, now might be a good time to
tell you I always--

ATHOS
Shut up, Planchet! We can't outrun
them. We can't outgun them.

ARAMIS
We can try asking them to surrender,
but somehow I don't think it'll work.

CONSTANCE
We hide. In there.

She points to the fog bank.

EXT. SKY - DAY

Buck's ship changes course, limping toward cover.

INT. CARDINAL'S AIRSHIP

ROCHEFORT
Lay in a pursuit course!

CREWMAN
But sir! We have the diamonds!
There's no need for--

BLAM, Rochefort puts a round through his objections.

ROCHEFORT
Anyone else care to question orders?

EXT. SKY - DAY

Apparently not. Cardinal's ship trails ours, BLASTS away.

INT. BUCKINGHAM'S AIRSHIP

ARAMIS
He's persistent, I'll give him that.

BLAM! The bridge is about to collapse. Support beam falls!
Porthos PROPS it with his massive shoulders. Literally
holding the whole thing together. Grits his teeth.

PORTHOS
I got this.

EXT. SKY - DAY

Buckingham's ship disappears within the swirling ocean of white. A moment later the enemy vessel follows.

EXT. FOG BANK - DAY

It might as well be night. Zero visibility.

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Ten degrees down. All stop.

INT. CARDINAL'S AIRSHIP

D'Artagnan climbs unsteadily to his feet. His physical pain is nothing compared to the torment of watching his friends die. Still he puts on a brave facade.

D'ARTAGNAN
You'll never find them in here.

ROCHEFORT
Oh, I beg to differ.
(to helmsman)
Reduce speed.

EXT. FOG BANK - DAY

Cardinal's ship cautiously feels its way forward. Passes over--
Buckingham's, now below and behind. Two submarines stalking.

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Fire.

PLANCHET
At *what*, sir?

ATHOS
Anything.

EXT. FOG BANK - DAY

BOOM! Wide off target.

INT. CARDINAL'S AIRSHIP

Rochefort spots the flash of the cannon.

ROCHEFORT
Just as I thought. Come about.

EXT. FOG BANK - DAY

Cardinal's ship banks a sharp left, drops down to the lower altitude, heading for the prey's last known location.

INT. CARDINAL'S AIRSHIP

ROCHEFORT
They have given away their
position. All that's left is--

Just then our guys materialize out of the fog ahead. Charging toward them on a collision course!

D'ARTAGNAN
For you to give away yours.

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Evasive starboard!

EXT. FOG BANK - DAY

The airship swerves out of the way, the hulls of both vessels scraping by with HORRIBLE GRINDING NOISE--

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Fire!

EXT. FOG BANK

They do. Point blank range.

INT. CARDINAL'S AIRSHIP

BOOM! Rochefort felt that one. The bridge SHAKES! Which gives D'Artagnan the distraction he needed.

He kicks Rochefort's hand -- the diamonds fly toward the ceiling -- simultaneously draws a crewman's sword -- SLASH, SLASH, dispatches two -- catches the descending necklace with the tip of his blade -- out of the door. Rochefort glares.

ROCHEFORT
After them!!! I'll take the Gascon!

INT. BUCKINGHAM'S AIRSHIP

ARAMIS
Nice play. But it'll take a lot
more than that to destroy him.

ATHOS
I wasn't trying to destroy him. I
was trying to lure him to a lower
altitude. And to make him mad.

BLAM! BLAM! BLAM! All shots wild. An understatement:

PORTHOS
I'd call that a success.

EXT. FOG BANK - DAY

Our heroes move through the fog -- Cardinal's ship once again
on their tail, closing in, blasting blindly.

INT. CARDINAL'S AIRSHIP

D'Artagnan races down the hallway -- more bad guys incoming,
shit, he jumps up, grabs an overhead pipe, slides over their
heads. Bodychecks the last crewmen into the wall. Rochefort
and a wolfpack of guards follow, certain as death and taxes.

EXT. FOG BANK - DAY

Abruptly Cardinal's ship clears the fog--

EXT. SKY - DAY

They are over Paris. The spire of Notre Dame visible in the
distance. However, far more curious is the fact that our guys
are nowhere to be seen. Nothing but blue sky in all directions.

INT. CARDINAL'S AIRSHIP

Dead end. D'Artagnan turns--

ROCHEFORT
Well, that was fun. Of course, you're
still a few thousand feet up in the
air, with no means of escape. And if
you jump to your doom, I still win.
But a noble effort, nevertheless.

This is it. Alamo. 300. Last Stand. D'Artagnan gets ready.
Rochefort folds his arms.

D'ARTAGNAN
Scared to take me in a fair fight?

ROCHEFORT
Hardly. I just don't fight fair.

His men raise their muskets.

INT. CARDINAL'S AIRSHIP - BRIDGE

Helmsman casts about, perplexed. Huh? Where did they go?...

We rise over him in lieu of an answer. Through the hull. And about a hundred feet higher...

Yep. You guessed it. Our guys are directly above--

INT. CARDINAL'S AIRSHIP

ROCHEFORT

You know what your problem is, boy?
You've read too many books. And then
you believed them. Courage. Honor. All
for one. But history isn't written by
heroes. It's written by victors. Who,
in my experience, tend to be smart men
with flexible morality. Oh well.

He casually gestures for his men to fire--

BOOM! No, that wasn't the muskets. That was--

EXT. SKY - DAY

Our airship CRASHING on top of theirs like an anvil!

INT. BUCKINGHAM'S AIRSHIP

ATHOS

Round two, asshole.

INT. CARDINAL'S AIRSHIP

Everyone goes ass over teacups. Muskets discharge into the ceiling. An unfortunate guard drills his own feet.

EXT. SKY - DAY

Two ships, tangled together, PLUMMET toward the city below.

INT. CARDINAL'S AIRSHIP - BRIDGE

CREWMAN

Pull up! Pull up, damn it!!!

HELMSMAN

I can't!!! We are too heavy!!!

INT. CARDINAL'S AIRSHIP

D'Artagnan -- still one against many, but at least now he has a chance -- sword, fists, anything goes -- his world tilts, smashing guards against bulkheads -- a close quarters brawl inside a 17th century airplane spiraling out of control...

INT. BUCKINGHAM'S AIRSHIP

On Constance, wondering if he's still alive, fearing, praying.

ARAMIS
Great plan. You killed everyone.

ATHOS
(points)
Not yet.

INT. CARDINAL'S AIRSHIP - BRIDGE

Helmsman sees it too. Shits his pants, if he hasn't already.

HELMSMAN
Captain Rochefort!!!

INT. CARDINAL'S AIRSHIP

Is busy grappling with D'Artagnan and won't be much help anyway, cause we finally see where we are headed--

EXT. SKY - DAY

Straight toward the gleaming spire of Notre Dame!

INT. BUCKINGHAM'S AIRSHIP

ATHOS
Hang on!!!

INT. CARDINAL'S AIRSHIP - BRIDGE

Helmsman might as well flap his arms, and whatever the last thought going through his mind is, it's--

EXT. SKY - DAY

Followed closely by several hundred tons of stone and steel that PLOW through Cardinal's aerial fortress like a giant cocktail sword, as it gets impaled on the spire!

INT. BUCKINGHAM'S AIRSHIP

Its tip comes out of the floor, inches away from our crew!

And GRINDS to a halt.

EXT. SKY

Both ships hang off Notre Dame. Since Rochefort is heavier, bigger and at the bottom, he's taken the brunt of the impact.

INT. BUCKINGHAM'S AIRSHIP

Silence. Then,

PORTHOS
Death by a building. That's new.

ATHOS
Come on. Let's finish it.

INT. CARDINAL'S AIRSHIP

Rochefort stirs. Fucker is still alive. Snatches the diamonds, fallen in the scuffle. Stumbles through the breach onto--

EXT. ROOF OF NOTRE DAME - DAY

Top of the world, Ma! Rochefort runs toward the scaffold...

Athos. Porthos. Aramis. Constance. Even Planchet is peeking over the shoulder. All blocking his path. High fucking Noon.

The surviving guards flock toward Rochefort.

ROCHEFORT
You are still outnumbered.

ATHOS
(shakes his head)
You should have brought more.

ROCHEFORT
It'll have to do. Kill them!

No one moves.

ROCHEFORT
I said kill them! Are you deaf?

A look between Athos and a battle worn Cardinal Guard. Then,

GUARD
With all due respect, sir. Go fuck yourself.

He throws down his sword. Takes off his red tunic. And walks away. Beat. One by one, the others follow his example.

A pile of steel and uniforms as a testament to the courage of the Musketeers.

Rochefort may have lost the battle, but not the war.

ROCHEFORT
I still have the diamonds. What do you propose to do about that?

D'ARTAGNAN (O.S.)
Kill you, naturally.

Emerges from the devastated ship. Blood and bruises. John McClane style makeover.

On Constance. Her smile. Her tears. The happy kind.

Rochefort shrugs. Oh well...

ROCHEFORT
If you insist.

He draws, lunges, all in one liquid move.

Their swords cross, again, again and again -- the sound comes so fast, it's almost continual. Disengage.

D'Artagnan side leeks red.

ROCHEFORT
See, you thought I was a weakling
or a coward. That you'd slay me
with a single stroke.

They go at it some more -- neither losing balance, neither giving an inch -- as good as D'Artagnan is, Rochefort is equally so, perhaps even better, because--

SLASH, he opens a cut in D'Artagnan arm.

Constance reacts, horrified. Rochefort clearly enjoys the sound of his own voice.

ROCHEFORT
Why fight your own battles when you
can have others do it for you.
Besides, I haven't found anyone
much of a challenge these days.

On D'Artagnan. Going the distance. That shit eating grin.

D'ARTAGNAN
You gonna talk me to death?

They clash.

One gets advantage, and then the other -- their styles reflective of their personalities -- D'Artagnan is a blur, dazzling, graceful, exuberant, a true swashbuckler -- Rochefort is a machine, methodical, precise, pragmatic, one blow to D'Artagnan's three, but he makes them count.

They move across the roof of Notre Dame -- using gargoyles for cover, steel carving grooves in the stone -- D'Artagnan keeps being forced back toward the unfinished part of the building -- giving up ground step by step -- and now they are fighting on the narrow beam over the chasm of the cathedral below -- battling gravity, battling each other, as all the Musketeers and Constance can do is watch and pray...

WHOOSH, D'Artagnan's sword PLUMMETS into the void below. He's unarmed.

Rochefort grins. No problem there.

ROCHEFORT

You should have stayed in Gascon, boy.

He strikes--

D'Artagnan DROPS off the beam, catching it from below--

Athos throws his. The sword of a Musketeer.

D'Artagnan spins like a gymnast on parallel bars.

Catches Athos's blade at the tail end of the swing.

Lands back on the beam -- except now he's *behind* Rochefort

Who whirls--

Right into D'Artagnan thrust that runs him straight through!

Eyeball to eyeball. Rochefort gurgles blood. D'Artagnan
reclaims the diamonds.

D'ARTAGNAN

You should have apologized to my horse.

He lets go.

Rochefort does a Hans Gruber nose dive. I'd give it a 9.7.

D'Artagnan strides back. The man. The myth. The Musketeer.

On Constance. Yep. That's my guy. He grabs her, holds tight.

D'ARTAGNAN

I told you.
(to Athos)
Thank you.

ATHOS

(his usual gruff self)
Don't. You owe me a sword. And we
still have the small matter of
getting the diamonds to the Queen.
With less than an hour to spare.

CONSTANCE

Actually I have an idea about that.

INT. RICHELIEU'S OFFICE - EVENING

Richelieu paces. Rochefort's replacement is taking notes.

RICHELIEU

Surround the palace! Shoot the
Musketeers on sight! Use every man at
your disposal! Any means necessary!

ROCHEFORT'S REPLACEMENT
Your Eminence--

RICHELIEU
Don't interrupt! They must not be--

ROCHEFORT'S REPLACEMENT
Your Eminence--

RICHELIEU
WHAT?!!!

ROCHEFORT'S REPLACEMENT
They are already here.

Richelieu peers out of the window.

EXT. PALACE - EVENING

Buck's airship. In tatters. Half sails, half spirals toward-

EXT. LOUVRE GARDENS - EVENING

Closed down for the private event. The ball is about to commence. By the looks of it, it's going to be quite a rager. No expense spared. A feast for eyes, ears and taste buds.

The airship puts a damper on the festivities. People stare, SHOUT, point. Louis - looks sharp in purple - glowers.

LOUIS
Buckingham!

The airship touches down. Instantly surrounded by an ocean of red. Our guys step out. Four against four hundred...

LOUIS
Waaait! What's the meaning of this?

Richelieu hurries to his side. Damage control time.

RICHELIEU
Your Majesty! These men--

ATHOS
(business as usual)
Are delivering a gift for your Majesty. Compliments of the Cardinal.

Richelieu looks like he could use a Heimlich. Louis is touched.

LOUIS
Cardinal! You shouldn't have!

RICHELIEU
Well, your Majesty did ask me to get you one of those.

LOUIS
So I did! But what happened to-?

He points to the battle damage.

ATHOS
Buckingham's spy, Captain Rochefort,
attempted to sabotage the craft. He's
been dealt with.

LOUIS
(to Richelieu)
Rochefort? Captain of your Guards?!

ATHOS
Actually His Eminence was the one
who uncovered the traitor.

He hands over the document given to him by Milady.

LOUIS
"It is by my order and for the good of
the State that the bearer of this has
done what has been done." That's your
signature, isn't it, Richelieu?

RICHELIEU
(chewing wasps again)
It would appear so, your Majesty.

LOUIS
Richelieu! You brought me an airship
and exposed a snake in our midst! How
could I ever repay you?

QUEEN (O.S.)
I could think of a few ways.

And there she is...

Radiant. A feather fan hides her throat and chest.

Louis. Stunned. One question burning on his lips and mind:

LOUIS
You.... did you...?

Down goes the fan.

The SPARKLE of the diamonds matches those of Anne's eyes.

On Louis. The biggest sigh of relief in his life.

On Richelieu. When it rains...

QUEEN
(re: the airship)
So that's what all the fuss was about?
Boys and their toys. Personally I find
them rather... distracting.

Constance steps out from behind.

QUEEN
Oh well. So much for that. Would
you Majesty care to dance?

Louis glows. The man who looks at his woman and wonders how
he got so damn lucky.

LOUIS
I would love to. Excuse me a
moment, my dear.

He walks up to D'Artagnan.

LOUIS
Well, well. Looks like you aren't
the only one who gets the girl.

D'ARTAGNAN
Your Majesty is a natural.

LOUIS
I guess I am. As a matter of fact, I
think you'll start noticing a few
more changes around here.
(beat; means it)
Thank you. For everything.

D'ARTAGNAN
(means it too)
Any time.

They shake hands. Firm. Like friends.

Louis winks and sweeps Anne away.

Richelieu looks after. Shifts his attention to the Musketeers.

RICHELIEU
(begrudgingly)
...Well played.
(beat)
I could use men like you.

ARAMIS
I already have a job.

ATHOS
I'm a drunk.

PORTHOS
I'm... independently wealthy.

D'ARTAGNAN
Thanks. But no.

RICHELIEU
There will come a time when you'll
wish you said "yes".

D'ARTAGNAN
May be. But not tonight.

RICHELIEU
...No. Not tonight.

He walks away, his red robes swirling once again like a cloud
of blood. D'Artagnan turns his attention to Constance.

D'ARTAGNAN
Enjoying the show?

CONSTANCE
Are you always this cocky?

D'ARTAGNAN
Only on Tuesdays. And when
beautiful women are involved.

CONSTANCE
So you think I'm beautiful?

D'ARTAGNAN
Actually it's Tuesday.

He sweeps her away too. They are swallowed by the revelry.

PORTHOS
The boy is a fast learner. Speaking
of which, I think the Duchess of
something or other was checking out
the merchandize. Duty calls.

He ambles away. Aramis, Athos and Planchet remain.

ATHOS
Well, at least it wasn't Moscow.

Aramis nods. Apparently Moscow was REALLY, REALLY, REALLY BAD.

ARAMIS
What now?

ATHOS
We drink.

ARAMIS
And after that?

ATHOS
Wherever they send us. Whatever
France needs.

ARAMIS
Thought you didn't believe in that
stuff anymore.

ATHOS
I don't. But that kid does. And I
believe in him. I believe in us. And
until the day I stop believing that,
there are still things in this shitty
world worth fighting and dying for.

ARAMIS
All for one.

ATHOS
And one for all.

Planchet stares.

PLANCHET
You know, sir. I know you can be a
tough, mean, foul tempered bastard.
But sometimes... well, I get this
feeling that deep down you are--

ATHOS
Shut up, Planchet!

PLANCHET
Yes, sir.

And as they walk away -- "Louis, I think this is the
beginning --" -- the sky EXPLODES with fireworks... the crowd
CHEERS... the music SWELLS... the night is alive with
promise, and the future lies shining ahead, as we **FADE OUT**.

OVER BLACK. Voices, indistinct, coming into focus.

An eye opens slowly, as if the lid was made out of lead. Pull
out of the pupil, "Lost" style.

MILADY.

Blue sky. Mast of a ship visible. Buckingham leans over.

BUCKINGHAM
In case you are wondering, this
isn't the afterlife. I'm not dead.
And neither are you.

She blinks.

MILADY
How... did you?

BUCKINGHAM
Followed Athos. We fished you out
of the Channel. You've been
unconscious for three days.

MILADY
Where... are we going?

BUCKINGHAM
Silly question. To France, of
course.

As we PULL back -- from the deck of the ship -- rising upward
toward the billowing sails -- above the crow's nest --

BUCKINGHAM (O.S.)
To get back what's mine. And pay
back with interest.

To see the ship in its totality -- then one next to it --
another -- more -- dozens --

BUCKINGHAM (O.S.)
This isn't over...

Nay, hundred of ships. An armada. Headed for our heroes.

BUCKINGHAM (O.S.)
This is only the beginning.

SMASH TO BLACK