

**EIGHT MILLIMETER**

screenplay

by

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INT. MIAMI AIRPORT, TERMINAL -- DAY

Amongst the weary tourist families and solitary businessmen sits TOM WELLES, middle-aged, hair neat, suit crisp and gray. He's eating crackers from a cellophane package, sipping soda from a paper cup, watching an ARRIVAL GATE.

AT THE GATE

PASSENGERS arrive: the paunchy, graying men of First Class leading the pack, except for a handsome YOUNG REPUBLICAN poster boy hurrying along.

ACROSS THE TERMINAL

Welles gets up and FOLLOWS...

EXT. MIAMI AIRPORT, CURBSIDE -- DAY

Welles comes outside, squinting in the sun, moving down the sidewalk, looking back over his shoulder...

The Young Republican is lead to a waiting LIMO by a DRIVER.

Welles moves to the nearby TAXI STAND...

INT. TAXI -- DAY

Welles gets in, turning in his seat to watch behind.

CAB DRIVER

Where to?

Welles keeps watching, sees the limo pull away and pass.

WELLES

Follow that limousine. Don't get too close, don't let it get too far away. Just keep with it.

CAB DRIVER

You kidding?

WELLES

Nope.

The cab set in motion. Welles takes out cigarettes, lighting one, takes out a small NOTEPAD and makes notations.

CAB DRIVER

Uh, listen... you're not supposed to be smoking in here. I'm sorry, that's company policy...

WELLES

How about this... every cigarette I smoke, I give you five dollars?

CAB DRIVER

Okay... okay, yeah, that'd be good...

EXT. MIAMI BEACH, "GOLD COAST" -- DAY

In front of an Art Deco hotel, the driver opens the limousine door and the Young Republican steps out.

ACROSS THE STREET

Welles watches from inside the double-parked taxicab.

EXT. MIAMI BEACH MOTOR LODGE -- DAY

Not exactly four-star. "AD LT MOVIES EVERY ROOM."

INT. MIAMI BEACH MOTOR LODGE -- DAY

Welles is asleep on the bed, fully dressed, hands folded across his stomach, snoring lightly, sweaty.

INT. MIAMI BEACH MOTOR LODGE, RESTAURANT -- DAY

Welles sits alone at the bar, eating a sandwich, bored. He watches some fuzzy ESPN on the t.v., looks at his watch.

EXT. MIAMI BEACH MOTOR LODGE -- DAY

Welles walks across the parking lot, gets into his RENTAL CAR, starts it and drives away.

EXT. MIAMI BEACH DISCOTHEQUE -- NIGHT

Young Republican and a GAUDY WOMAN exit the disco, MUSIC THROBBING out from the doors behind them. They join hands, drunk, heading to the street, looking for their limo.

DOWN THE STREET

Welles is seated in his parked rental car, raises a CAMERA with TELEPHOTO LENS: whir, CLICK, whir, CLICK, whir, CLICK... Welles lowers the camera, letting out a yawn.

INT. AIRPLANE, COACH -- NIGHT

The familiar DRONE of flight. Welles is shoehorned into his aisle seat, using tiny utensils to eat his tiny meal.

An OLDER WOMAN arrives in the aisle. Welles picks up his tray, closes his tray table, unbuckling his seatbelt, struggling to get up... finally successful, balancing his tray, letting the woman in to the window seat.

OLDER WOMAN

Thank you.

Welles nods, forcing a smile, sitting back down. He returns to toiling over his miniature supper.

EXT. HARRISBURG INTERNATIONAL AIRPORT -- NIGHT

Welles' AIRPLANE ROARS down with a SCREECH, landing lights gleaming. The airport is small, relatively isolated.

TITLE: Harrisburg, Pennsylvania

INT. HARRISBURG INTERNATIONAL AIRPORT -- NIGHT

Passengers arrive. Welles is with them, searching the few PEOPLE waiting in the terminal hallway. Welles smiles...

Welles' wife, AMY, smiles when she sees him. She's plain and pretty, holding one hand on a BABY STROLLER beside her. Welles comes to her, embracing her, appreciating her.

AMY

Welcome home.

WELLES

Do you know how much I missed you?

They kiss, but Amy pulls away, sniffs him...

AMY

What's this... have you been smoking . . . ?

WELLES

Smoking? I'm not smoking.

AMY

Your clothing reeks of it.

WELLES

You know, Amy, I've been sitting around in bars and everywhere following this guy... I mean, is this what I get first thing? Before you even "hello," you accuse me... ?

AMY

I'm not accusing you...

WELLES

Well, I'm not smoking, okay?

AMY

Okay, I believe you.

WELLES

We've been all through that. I've been on my best behavior.

Welles bends to the stroller, picks up his infant daughter, CINDY, and hoists her in the air, overjoyed.

(CONTINUED)

WELLES

Hello, pumpkin-head, did you miss me? I sure missed you...

He kisses the happy child, holding her in one arm.

WELLES

Let's get my bags and get the hell out of here.

Welles pulls Amy close and kisses her again, leads the way. Amy follows, pushing the stroller.

AMY

How's the detective business?

WELLES

Business was fine. I'll tell you what, you couldn't pay me enough to live down there.

AMY

You better not be smoking, that's all I can say.

WELLES

Honey, I'm not, please...

Amy takes Welles hand, smiling at him.

INT. WELLES' HOUSE, BEDROOM -- NIGHT

Welles and Amy make love in the darkness. Standard, missionary position sex, little passion. They slow to a finish, uneventfully, holding each other. Their breathing quiets. Their daughter CINDY can be HEARD CRYING elsewhere.

Welles kisses his wife again, rolls off of her and sits on the edge of the bed. Amy covers herself.

AMY

I love you.

WELLES

I love you.

He looks towards her in the dark. He gets up, gets a towel from the bathroom and wraps it around him.

INT. WELLES' HOUSE, BABY'S ROOM -- NIGHT

Cindy's crying. Welles enters, goes to lean into the crib.

WELLES

What's all the trouble, Cinderella? What are you crying about, huh?

He lifts and cradles Cindy, comforting her.

(CONTINUED)

EXT. HARRISBURG CITYSCAPE -- ESTABLISHING -- DAY

A small city of moderate architecture facing the Susquehanna.

INT. OFFICE -- DAY

An old money office with windows over the river. A well-to-do POLITICIAN looks unhappily through PHOTOS on his desk. Welles sits by the Pennsylvania state flag, watching.

PHOTOS show the Young Republican and Gaudy Woman in Miami: leaving the Art Deco hotel, the Discotheque, a restaurant...

WELLES

Your son-in-law dealt with the dry cleaning franchise during the day, saw that woman every night.

(clears his throat)

The specifics are in the report, and information about the woman. It's unpleasant, I know. I apologize...

POLITICIAN

None too discreet, is he?

WELLES

No, sir, he is not.

POLITICIAN

He's an imbecile. I tried to warn my daughter, but what can you do?

The politician shakes his head in disgust. Welles rises.

WELLES

The um... you'll find my invoice in the envelope. If that's all...

POLITICIAN

Yes, Mister Welles, thank you.

WELLES

Certainly, Senator. If I can ever be of further assistance.

Welles leaves, glances back, shuts the door.

EXT. HARRISBURG STREETS -- DAY

Welles drives his plain Ford past the CAPITAL BUILDING.

EXT. HARRISBURG, BRIDGE -- DAY

Welles' car crosses the Susquehanna, leaving the city.

EXT. WELLES' HOUSE, BACKYARD -- DAY

Sunny day. Welles wears tan khakis, t-shirt and fishing cap, mowing his lawn with his ROARING lawnmower. Welles' yard is modest, surrounding his modest split level suburban home in a neighborhood of similar homes and similar yards.

Welles turns the lawnmower, stopping to mop his brow. One of his neighbors is repainting a back porch. The neighbor waves. Welles waves, resumes mowing.

INT. BOWLING ALLEY -- NIGHT

MUSIC'S LOUD. League Night. Every lane full. Welles is with his team in BOWLING SHIRTS. Welles hoists his ball, preparing to bowl. He takes three steps, releases...

Down the lane, PINS SCATTER. One pin remains standing.

Welles balls up his fists and curses, walks back towards his rowdy, mocking teammates. He shouts back at them, laughing, grabbing his beer and drinking, waiting at the ball return.

INT. WELLES' HOUSE, KITCHEN -- NIGHT

Dinner. Welles and Amy eat at the kitchen table with Cindy in a high chair. Amy feeds Cindy between bites. Welles is still in his league shirt.

AMY

You think you'll have time for the water heater this weekend?

WELLES

Sure. I'll call the guy.

AMY

You're not using the same guy who tried to fix it?

WELLES

I'm not using him again for anything. He was worthless.

(eating)

You have bridge here Saturday?

AMY

Betty's out of town so we're playing next week.

Welles nods, eating. He watches Amy feed Cindy. The PHONE starts RINGING. Welles goes to answer it.

WELLES

(into PHONE)

Hello. Yes... could you hold on a minute...?

(CONTINUED)

Welles hands the phone to Amy, pats Cindy's head as he heads downstairs, through the LIVING ROOM...

INT. WELLES' HOUSE, OFFICE -- NIGHT

Welles enters his well kept OFFICE, turns on a light at the desk. The room is filled with FILE CABINETS and shelves of BOOKS. Hundreds of PHONE BOOKS and a COPY MACHINE. Welles picks up the phone and cups the receiver.

WELLES

(shouts upstairs)

Okay, I've got it.

(into phone)

Hello... sorry, I was switching phones. It's a pleasure to make your acquaintance, Mrs. Christian.

(listens)

Yes. Yes, I understand... tomorrow evening should be fine...

Welles listens, clears space on his desk, taking notes.

EXT. CHRISTIAN COMPOUND -- DUSK

A huge OLD WORLD MANSION is situated at the center of acres of Pennsylvania forest and vast gardens. Welles' car heads down a long tree lined drive, to the dark mansion.

INT. CHRISTIAN HOUSE, HALLWAY -- NIGHT

Welles follows a BUTLER down a long hall.

INT. CHRISTIAN HOUSE, LIBRARY -- NIGHT

The butler shows Welles in, shuts the door. Towering SHELVES of BOOKS are serviced by ladders. Far across the room, an old, sad woman, MRS. CHRISTIAN, sits waiting with a tall, thin, sinister ghoul of a LAWYER.

MRS CHRISTIAN

Mister Welles. You're very prompt.

WELLES

I try to be.

Welles crosses towards them. It takes a while.

MRS CHRISTIAN

I appreciate your coming on such short notice.

Mrs. Christian holds out her hand and Welles takes it.

MRS CHRISTIAN

This is Mister Longdale, my late husband's attorney.

(CONTINUED)

Welles shakes Longdale's limp hand, looking him over.

WELLES

Uh huh, pleasure.

MRS CHRISTIAN

Apparently Mr. Longdale has something he feels he simply must say before you and I speak.

LONGDALE

Yes, I do have something to say. I insisted on being here as soon as I heard Mrs. Christian contacted you.

WELLES

I'm listening.

LONGDALE

As Mr. Christian's attorney and one of the executors of his estate, it concerns me that a meeting of this sort should take place without my being asked to attend.

WELLES

Of what sort?

LONGDALE

You are a private investigator?

WELLES

That's right.

LONGDALE

Well, whatever reasons Mrs. Christian has for engaging the services of a private investigator, I should certainly be a party to. But, since she feels differently, I can only go on the record as having expressed my adamant disapproval.

MRS CHRISTIAN

Yes, how theatrical. So you've gone on the record, and now perhaps you should just be gone.

Longdale's irritated, but has no choice. He walks away.

MRS CHRISTIAN

Have a pleasant evening.

(to Welles)

Will you have tea, Mister Welles?

WELLES

Thank you.

(CONTINUED)

Mrs. Christian begins pouring tea from the service on a table. Welles watches Longdale exit.

WELLES

He's odd.

MRS CHRISTIAN

He's a lawyer.

(offers tea)

Please, sit, here...

Welles accepts a dainty tea cup and saucer, taking a seat.

MRS CHRISTIAN

I've spoken to friends of mine and my husband's, in Harrisburg, in Lancaster and Hershey. Asking about you. I must say, you have friends in influential places.

WELLES

I've been privileged to provide services for people I admire.

MRS CHRISTIAN

You are highly recommended. Praised for your discretion... your strict adherence to confidentiality.

Welles nods, sipping tea.

MRS CHRISTIAN

As you know, my husband passed away recently. Two weeks ago now.

WELLES

My condolences.

MRS CHRISTIAN

His passing has left me with... something of a dilemma. A terrible, terrible dilemma.

WELLES

I'll do whatever I can to help.

Mrs. Christian studies Welles.

INT. CHRISTIAN HOUSE, MR CHRISTIAN'S OFFICE -- NIGHT

Mrs. Christian and Welles enter. This office has been lived in for a lifetime. Giant DESK. AMERICAN FLAG. Walls covered in old b+w PHOTOGRAPHS and ACHIEVEMENTS. A large, baked enamel sign nailed up, "CHRISTIAN STEEL."

MRS CHRISTIAN

His inner sanctum.

(CONTINUED)

Welles looks up at the OIL PAINTING over the fireplace: MR. CHRISTIAN, a powerful, old man, posed with a dark, teeming, industrial landscape behind him.

MRS CHRISTIAN

Not many people have been inside this room.

Welles examines PHOTOS of Mr. Christian visiting various STEEL PLANTS, COAL MINES and ground-breaking ceremonies, shaking hands with WORKMEN, with POLITICIANS.

WELLES

Pittsburgh?

MRS CHRISTIAN

Mostly. That's where he started his empire building.

(looks up at portrait)

He was a good man. Notorious as an eccentric, but that was something he cultivated. He wanted to be legendary.

WELLES

He succeeded.

MRS CHRISTIAN

We were married forty-five years. Hard even for me to imagine. We had our troubles. There were plenty of places for him to be other than here, but he was always loyal to me, and I to him. I loved him deeply.

Welles waits.

MRS CHRISTIAN

Do you carry a gun. Mr. Welles?

WELLES

I wear a gun when I can tell a client expects me to. Other than that, there's never any reason.

MRS CHRISTIAN

Just curious.

Mrs. Christian crosses to take down a PICTURE, revealing a WALL SAFE. The safe is ajar, burnt and scarred, broken into.

MRS CHRISTIAN

My husband was the only one with the combination to this safe. I knew about it, but as far as I was concerned it was none of my business. Not till now, that is.

(CONTINUED)

WELLES

You hired someone to open it. I'll bet the lawyer loved that.

MRS CHRISTIAN

There was nothing he could do. My husband left everything to me.

(looks at safe)

I prevented anyone from seeing the contents. I felt these were my husband's private things. I didn't... I didn't realize...

WELLES

Do you want to tell me what you found?

MRS CHRISTIAN

Cash, stock certificates, and this...

She takes something from her pocket, puts it on the desk: a plastic bag containing a short 8MM FILM on a plastic reel.

MRS CHRISTIAN

It's a film... of a girl being murdered.

WELLES

I'm afraid I don't...

MRS CHRISTIAN

This is a movie showing a girl being murdered. She's sitting on a bed, and a man rapes her... and he begins to cut her with a knife...

(pause)

I only watched what I could.

Welles picks up the film, looks at it.

MRS CHRISTIAN

I didn't know what to think. I can't tell you how horrible it's been, to know this belonged to my husband. To know that he watched this... this atrocity. But, I can't go to the police...

WELLES

Mrs. Christian... please, will you sit down a moment?

(leads her to a chair)

I want you to listen carefully.

What you're talking about is a "snuff film." But, from what I know, snuff films are a kind of... urban myth. Like, red light district folklore. There's no such thing, I can assure you.

(CONTINUED)

Mrs. Christian shakes her head.

WELLES

Please, believe me. This is probably a stag film. Simulated rape. Hard to stomach, and it might seem real, but there are ways of making it look realistic... fake blood and special effects...

MRS CHRISTIAN

No.

WELLES

If you were to study it you'd see the camera cutting away... you'd see the tricks they can play...

MRS CHRISTIAN

I'm telling you it's not that.

WELLES

I'm sure it is.

(smiles)

It's probably something your husband was given as a bad joke. More than likely he never even watched it.

MRS CHRISTIAN

Will you watch it and see for yourself?

WELLES

Of course. But, I'm certain it's nothing to worry about.

INT. CHRISTIAN HOUSE, DINING ROOM -- NIGHT

An 8MM PROJECTOR faces a wall. Welles looks back to Mrs. Christian in the doorway. Mrs. Christian leaves, shuts the door. Darkness. Welles turns on the projector and sits. The PROJECTOR CLATTERS, shooting bright images...

ON THE WALL: FLASH FRAMES, over exposure, then... the grainy FILM is HAND HELD, constantly in motion, showing a skinny GIRL, 16 or 17, in a negligee, sitting on a bed in a nondescript room with little furniture. Looks like a hotel room. We only ever see three walls. The once beautiful girl looks worn, drugged, dark circles under her eyes, staring blankly. The CAMERA'S tungsten SPOTLIGHT casts long, shifting shadows as the camera moves, but the girl still stares oblivious. The bed is wrapped in PLASTIC and DUCT TAPE. The floor is covered by PLASTIC SHEETING...

Welles watches, crossing his arms, already uncomfortable.

ON THE WALL: a door opens behind the girl, looks like a bathroom, and a MASKED MAN enters.

(CONTINUED)

The Masked Man wears a garish, Mexican WRESTLING MASK with eye holes and a mouth. The mask covers his entire head. He's naked except for red shorts, his body scrawny, oiled, pale. The man goes to stand in front of the girl. He seems to be saying something to her, but the film is silent and the ONLY SOUND is the PROJECTOR'S LOUD sprocket hole CLATTER. It's all one long take. The CAMERA MOVES to favor the girl...

Welles sits straight in his chair, wary.

ON THE WALL: Masked Man raises his open hand and SLAPS the girl, knocking her back on the bed...

Welles grimaces.

ON THE WALL: Masked Man pulls the girl back to a seated position. The girl's like a rag doll, face reddened, eyes closed, but she remains upright. Masked Man uses his thumbs to open her unseeing eyes. He touches her mouth with his fingers, presses his lips to hers. Then, Masked Man backs away, leaving frame, till the CAMERA MOVES to find Masked Man standing at a table with THREE large BOWIE KNIFES laid out. Masked Man runs his fingers over the blades...

Welles rises slowly, still watching.

ON THE WALL: Masked Man selects a huge Bowie knife and moves back towards the girl...

Welles crosses his arms tight, disbelieving, fearful. WE WILL NEVER SEE WHAT HAPPENS NEXT IN THE FILM, but Welles does. In the flickering, reflected light, Welles backs involuntarily away from the horrible images, holding his fist to his mouth, breathing hard.

Welles keeps backing away, till he's backed against a wall. The PROJECTOR'S CLATTERING. Welles is sickened, sweating, still watching, till he finally shuts his eyes.

INT. CHRISTIAN HOUSE, ADJOINING ROOM -- NIGHT

Silence. Mrs. Christian sits waiting, troubled. The door to the dining room opens and Welles enters from the dark, visibly shaken. Mrs. Christian watches him, her sorrow now shared.

WELLES

You... you need to go to the police.

MRS CHRISTIAN

I told you I can't, not yet.

WELLES

You don't have any other choice.

(CONTINUED)

MRS CHRISTIAN

(stands, shakes her head)

No. For me to live with the ruin of my husband's name, I need know that whoever did this will be punished. If you can find them, I will take their names to the police. I'll say my husband confessed on his death bed. I'll say I didn't have courage to come forward at first...

WELLES

It won't work like that.

MRS CHRISTIAN

Any evidence you collect can be given to the police later, anonymously. I've thought about it and there's no other way. If you can't find them... if the only thing that comes from this film is that this is all my husband will be remembered for, well I can't let that happen. I'm telling you I won't. If there's no chance that poor girl's memory can be served, then I'll just have to spend my last days trying to forget her.

Welles sits, rests his head in his hands.

WELLES

I deal in divorce cases. Corporate investigations...

MRS CHRISTIAN

You've found missing persons before.

WELLES

Nothing remotely like this.

MRS CHRISTIAN

I know what I'm asking. Your compensation will be appropriate to the risk. You'll need cash to buy information, and I'll provide it.

(pause)

I feel responsible, Mr. Welles.

(pause)

You saw what he did to her.

Welles stands, torn apart and uncertain, looks back to the dining room where the projector sits idle.

INT. WELLES' HOUSE, BABY'S ROOM -- NIGHT

Cindy is sound asleep in her crib.

Welles is seated near, staring at his sleeping child.

INT. WELLES' HOUSE, BEDROOM -- NIGHT

Welles digs in piles of SHOEBOXES and BOOKS on the floor of his cluttered closet, finds what he wants: a LOCK BOX.

INT. WELLES' HOUSE, KITCHEN -- NIGHT

Welles twists the lock box dial's combination, opens the box to reveal his GUN, HOLSTER and CLEANING SUPPLIES. Welles takes out the gun, cleaning it. Amy watches.

WELLES

This is the mortgage. This is  
Cindy's college money.

AMY

I understand.

WELLES

Sometimes you can't know what I'm  
doing. It's better that way.

AMY

I know.

WELLES

It's a missing persons case... a  
long shot. I'll give it two months,  
two months at most, then I'll be  
back. We'll take a vacation.

AMY

Why the gun?

WELLES

I'm not gonna need it. I won't even  
wear it. It's a precaution.

(cleaning gun)

Don't worry about me.

INT. WELLES' HOUSE, OFFICE -- NIGHT

Welles looks through one file cabinet. He pulls out a FILE. It contains all sorts of POLICE ARTIST SKETCHES. Welles finds one of a TEENAGE GIRL with dark hair, looks at it.

Welles positions the sketch on his COPY MACHINE, hits copy.

EXT. WELLES' HOUSE, DRIVEWAY -- MORNING

Welles loads BOXES and a SUITCASE into his car's back seat.

Welles puts the lock box in the car's trunk, in a hiding place beside the spare tire. He places a brown BRIEFCASE on top, covers them both with carpet. He closes the trunk.

EXT. PENNSYLVANIA TURNPIKE -- MORNING

Little traffic. Welles' Ford races down the highway.

EXT. CLEVELAND CITYSCAPE -- ESTABLISHING -- DAY

City skyline, overcast. Looks like rain.

TITLE: Cleveland, Ohio

EXT. CLEVELAND STREETS -- DAY

Welles' car moves slowly in a not-so-great neighborhood. Welles leans forward, peering through the windshield...

An APARTMENT BUILDING'S crooked SIGN lists "WEEKLY RATES."

INT. WELLES' ROOM, CLEVELAND -- DAY

Dingy room. Welles locks the door, puts the chain on. His suitcase and boxes are on the bed. He begins unpacking, taking a PHOTO ENLARGER from one box and an 8MM PROJECTOR.

INT. WELLES' ROOM, BATHROOM -- DAY

The developer's on the toilet. DEVELOPING PANS are on the floor, developer bath, stop bath and fixing bath, with BOTTLES of CHEMICALS and packages of PHOTO PAPER. Welles uses tape and ALUMINUM FOIL to black-out a window.

INT. WELLES' ROOM -- DAY

Pizza box on the bedside table. Welles' suits hang in the closet. Welles sits facing a small REEL TO REEL on a desk. He wears white gloves, handles the 8MM FILM, careful to hold it by the edges, holding it up to the light, squinting.

Welles puts in a magnifying EYEPIECE, leaning close...

WELLES' P.O.V. THROUGH MAGNIFYING LENS: studying the first few inches of exposed film, coming upon TINY LETTERS printed just below the sprocket holes: "SUPRALUX 544."

INT. WELLES' ROOM, BATHROOM -- DAY

RED BULB in the light socket. Welles threads the 8MM FILM into his enlarger, still in white gloves.

He flicks the enlarger on, projecting a sideways IMAGE down onto the enlarger's baseboard, FOCUSING... it's the girl sitting on the bed, early in the snuff film.

Welles makes an adjustment to the enlarger's lens; framing tighter on the girl's face, REFOCUSING.

INT. WELLES' ROOM -- NIGHT

Welles comes out of the makeshift darkroom, holding a PHOTO of the girl. He props the photo up on a dresser, stands looking at it. Sad girl, staring forward.

Welles goes to pick up his CELLULAR PHONE, dials.

WELLES  
 (into phone)  
 Hello, honey, it's me.  
 (listens)  
 I'm fine, how are you?

Welles listens. He turns to look at the girl's photo.

FADE TO BLACK:

EXT. OFFICE BUILDING, MISSING PERSONS ARCHIVE -- DAY

Nondescript. "U.S. Resource Center for Missing Persons."

INT. MISSING PERSONS ARCHIVE, OFFICES -- DAY

Small. Cubicles. Employees work phones and computers. BULLETIN BOARDS are covered in FAMILY PHOTOS, Polaroids, and familiar "HAVE YOU SEEN ME?" missing person/children POSTERS.

IN ONE CUBICLE, Welles opens his billfold, shows his identification: a laminated "LICENSED INVESTIGATOR, Commonwealth of Pennsylvania", with WELLES' PHOTO...

The DIRECTOR of the center, a tired looking official in bifocals, studies the card. Welles sits.

DIRECTOR  
 What can I do for you, Mr. Welles?

WELLES  
 Call me Tom.

DIRECTOR  
 Alright, Tom.

WELLES  
 What I'd like, very simply, is access to your archive. And, now I understand this isn't something you normally do for private citizens...

DIRECTOR  
 There are reasons for the way we do things here.

WELLES  
 Absolutely. Of course I'll abide by whatever decision you make, but I'd appreciate if you'll hear me out...

(CONTINUED)

The director sits back in his chair.

WELLES

Few days ago, I was contacted by a couple living in Philadelphia, a doctor and his wife. What happened was they picked up a young girl hitchhiking off 81, which heads into Philly. They started up a conversation with this girl, she looked homeless, seemed about eighteen maybe. They convinced her to let them buy her a meal in the city. Nice kid, mature, didn't have much to say, but they got a sense she's a runaway, so all through dinner the doctor's working on her, trying to convince her that at the very least she should pick up a telephone. Not surprisingly, she ate her food, excused herself...

(snaps fingers)

That's the last they saw her. The reason they came to me for help, the reason I'm coming to you, is we had a friend of mine in the department work up a sketch...

(shows the POLICE ARTIST SKETCH he photocopied)

They want to see if I can i.d. this girl, somehow pass along a message to let the parents know the kid's alive, doing alright.

DIRECTOR

Why not go to the N.C.I.C. or N.C.M.E.C.?

WELLES

I figured you share information.

DIRECTOR

We do.

WELLES

For whatever reasons I thought you might be more receptive.

DIRECTOR

Why don't they come to me?

WELLES

This doctor and wife, they're nice people, but they don't want to get too involved. They're not trying to have the parents come looking for the girl either.

(more)

(CONTINUED)

WELLES (cont)

You and I both know sometimes, not often, but sometimes there's real reasons why a kid'll run. Molestation, whatever. Besides that, the girl's probably eighteen, so she's legal.

DIRECTOR

I'm not so sure about this.

WELLES

They're putting themselves in place of this kid's parents and thinking they'd want to hear their girl's okay, even if that's all they hear.

DIRECTOR

I can give you my card, if your clients want to call me...

Welles accepts a CARD, disappointed.

WELLES

They were pretty clear they didn't want this coming back on them.

DIRECTOR

Well, that's all I can do. Sorry.

Welles looks at the director, stands, hangs his head.

WELLES

Who knows... maybe she's already given her parents a call, right?

Welles leaves.

EXT. OFFICE BUILDING, MISSING PERSONS ARCHIVE -- DAY

Welles comes out the front doors, pissed.

WELLES

Fuck.

He tears the card in half and drops it as he heads for his car. After a moment, the director comes out after him...

DIRECTOR

Excuse me... Tom, hold on...

Welles looks back, walks back, glances down... makes sure he stands on the torn card, hiding it underfoot.

DIRECTOR

Listen, maybe I can help after all. Why don't you come on back in... we'll see what we can do.

INT. MISSING PERSONS ARCHIVE, FILE ROOM -- DAY

Director leads Welles into this RESEARCH ROOM, a small library with long tables, old COMPUTERS, lots of FILE CABINETS and CARD CATALOGS. Secretaries tend to the files.

DIRECTOR

This is it. It's not much.

(points at computers)

We've got less than five percent on computer and we lose that funding in December. I'll have someone show it to you anyway. Other than that, I'm afraid it's the wet thumb method.

Welles looks to the many, many file drawers.

DIRECTOR

Files are mostly by state and year of disappearance. We try to keep the children and adults separate. No eating or smoking in here, but there's a coffee machine in the hall.

WELLES

Any good?

DIRECTOR

It's horrible, but it'll be your best friend after a few days. I hope you realize what kind of long shot you're chasing after.

WELLES

You're gonna be seeing a lot of me. You're sure you don't mind?

DIRECTOR

It's good what you're doing.

The director puts out his hand. Welles looks, shakes.

INT. MISSING PERSONS ARCHIVE, FILE ROOM -- DAY -- MONTAGE

ON A COMPUTER SCREEN: files open and close -- PICTURE after PICTURE of a MISSING CHILDREN, mostly teenagers, each with physical description, age, date of disappearance, etc. Lost souls, although these are posed portraits, high school yearbook photos and vacation photos, so the children are mostly smiling, happy and healthy. But, all "MISSING."

Welles works the computer keyboard and mouse...

ON THE SCREEN: the FACES of TEENAGERS, boys and girls. One after the other, MISSING... MISSING... MISSING...

INT. CLEVELAND PUBLIC LIBRARY -- DAY -- MONTAGE

Welles searches the SHELVES of the LIBRARY. He begins taking down various books...

"Motion Picture Photography." "Film Stocks and Physical Characteristics." "Super 8 Filmmaking."

INT. CLEVELAND PUBLIC LIBRARY -- LATER -- MONTAGE

In Welles' notepad: "SUPRALUX 544."  
Welles sits paging through technical photography books.

INT. WELLES' ROOM -- NIGHT -- MONTAGE

Welles has the 8MM FILM threaded through the projector. He turns the CLATTERING projector on and sits, watching.

ON THE WALL: FLASH FRAMES, then... the skinny GIRL in a negligee, sitting on the bed. The CAMERA'S SPOTLIGHT casts long shadows. The girl stares, oblivious...

ON THE WALL: a door opens behind the girl, looks like a bathroom, and the MASKED MAN enters, wearing the ghastly WRESTLING MASK. The man goes to stand in front of the girl. He seems to be saying something. The FILM halts.

Welles sits forward, hand on the projector. He's seen something. He PLAYS the FILM in REVERSE...

ON THE WALL: the Masked Man walks backwards, away from the girl, backwards into the bathroom, door shutting...

Welles stops the projector, not taking his eyes from the image. He ADVANCES the film FRAME BY FRAME...

FRAME BY FRAME... as the bathroom door opens, and the Masked Man enters... FRAME BY FRAME... as the Masked Man moves forward... door closing behind him... STOP...

FREEZE FRAME: a THIRD MAN is reflected in the bathroom mirror. Grainy and blurred, but he's in the room with the girl, standing there, captured in the mirror in this one brief instant just before the bathroom door closes.

Welles walks to take a closer look, studying the almost ethereal image of the Third Man.

EXT. CLEVELAND STREET CORNER -- DAY -- MONTAGE

Welles is in a PHONE BOOTH, feeds many quarters into the phone, waiting, looking at his notepad.

(CONTINUED)

WELLES

(into PHONE)

Hello, Mrs. Christian? Tom Welles. Here's where we stand. I checked the film stock and it's called Supralux 544. The company that made that stock discontinued it in '92...

(listens)

Yeah, about five or six years ago. Anyway, do what you can to dig up your husband's old financial records, look for anything out of the ordinary...

INT. MISSING PERSONS ARCHIVE, FILE ROOM -- DAY -- MONTAGE

Welles is back at the computer, alone, drinking coffee.  
ON THE COMPUTER: endless PHOTOS of MISSING CHILDREN.  
The PHONE CALL CONTINUES in VOICE OVER:

WELLES (V.O., cont)

Nobody really uses eight millimeter film anymore, so we can assume there are reasons our guys did. First, they could develop it themselves if they had any sort of expertise. Obviously, this isn't the kind of movie you can just drop off at the one-hour photo...

INT. WELLES' ROOM -- NIGHT -- MONTAGE

Welles just stands, staring at the PHOTO of the GIRL.

WELLES (V.O., cont)

Second, the film that went through the camera is what we've got. There's no negative. Unlike video, it wasn't meant to be duplicated. No reason for them to risk having more than one copy of their murder floating around...

INT. CLEVELAND BAR -- NIGHT -- MONTAGE

Local bar. Welles sits drinking with the archive's director, talking, smiling at something the director said.

WELLES (V.O., cont)

There don't seem to be many fingerprints on the film itself, but I'm going to have to be careful to leave them intact...

INT. MISSING PERSON ARCHIVE, FILE ROOM -- DAY -- MONTAGE

Welles is tired, unshaven. He's moved on to the physical files, at one table, looking through HUNDREDS of MISSING PERSON BULLETINS. Secretaries tend to other files.

(CONTINUED)

WELLES (V.O., cont)  
 It's okay for yours and your  
 husbands fingerprints to be on the  
 film, but you'll have to use me as  
 a middleman if you go to the police.  
 That way I don't have to explain why  
 my prints are on it...

INT. WELLES' ROOM -- DAY -- MONTAGE

Welles sits with the PROJECTOR ON, watching the film again.

WELLES (V.O., cont)  
 There were three men. Two are  
 obvious; the man in the mask and the  
 man running the camera, but I caught  
 a glimpse of a third man in a  
 mirror. It's nothing that can be  
 used for identification, but he was  
 there, watching...

ON THE WALL: Masked Man touches the girl's mouth, presses  
 his lips to hers. Masked Man backs away, leaving frame,  
 till the CAMERA MOVES to find Masked Man standing at a table  
 with THREE large BOWIE KNIFES laid out...

Welles notices something, puts the projector on FREEZE FRAME.

WELLES (V.O., cont)  
 So, there were three. They would  
 have kept it small, wouldn't have  
 let anyone in on it they didn't have  
 to. That's all for now... except,  
 I feel I should tell you... with  
 this looking like it happened at  
 least five or six years ago...

Welles walks to the frozen IMAGE on the wall. It shows the  
 Masked Man's hands in frame, fingering the blades.

WELLES (V.O., cont)  
 Well, it's not very likely we'll  
 ever find out who this girl was.  
 (listens)  
 I will, I'll keep trying. Goodbye.

V.O. PHONE CALL ends with the SOUND of the PHONE HANGING UP.

ON THE WALL: there's a DARK SPOT on Masked Man's hand, on  
 the arch between his index finger and thumb. Grainy and  
 hard to make out, but looks like a small TATTOO.

INT. WELLES ROOM, BATHROOM -- NIGHT -- END MONTAGE

Welles has the 8MM FILM threaded into his photo enlarger,  
 projecting the IMAGE we just saw down onto the baseboard.

(CONTINUED)

He re-frames, CLOSER ON the Masked Man's hand, REFOCUSING... the black spot is a little clearer, looks like a small STAR tattoo on the back of Masked Man's hand.

INT. MISSING PERSONS ARCHIVE, FILE ROOM -- DAY

Welles sits hunched over the card catalog, still unshaven, drinking coffee, flipping through smaller PICTURES of MISSING CHILDREN in one drawer, one by one by one...

Welles rolls his neck. He looks to see the archive's director in the doorway. The director nods, leaving. Welles gets back to it, stooped over the catalog.

FADE TO BLACK:

TITLE CARD:           three weeks later

EXT. OFFICE BUILDING, MISSING PERSON ARCHIVE -- DAY

In the lot, Welles gets wearily from his car, smoking. He tosses the cigarette, gets a Thermos off the front seat.

INT. MISSING PERSON ARCHIVE, FILE ROOM -- DAY

Welles pulls out a card catalog drawer labeled "North Carolina 1992," flipping through picture cards. The FACES of TEENAGERS: a happy BOY with blue eyes... a red headed GIRL with freckles... a ruddy faced BOY... a pretty GIRL with a ribbon in her hair... a black GIRL in a pink dress... a blonde haired BOY with curly hair...

Welles furrows his brow.

He backtracks to the pretty GIRL with the ribbon in her hair.

Welles sits straight. He reaches into his pocket, hands shaking a little, takes out and unfolds the PHOTO he printed of the girl from the "buff film. It's her.

Welles compares the two pictures. She's prettier in the card catalog photo, but it's her.

Welles can't believe it, looks around. Secretaries at other files don't even know he's there. Welles pulls out his notepad, scribbling down INFORMATION off the card...

Writing the girl's name: "Mary Anne Mathews."

EXT. INTERSTATE HIGHWAY -- NIGHT

Welles' car races past, alone on the dark freeway.

EXT. FAYETTEVILLE CITYSCAPE -- ESTABLISHING -- DAY

Another small city. Blue skies above.

TITLE:           Fayetteville, North Carol'na

EXT. PUBLIC LIBRARY -- ESTABLISHING -- DAY

Suburban library. Kids play hop-scotch in the parking lot.

INT. FAYETTEVILLE LIBRARY, MICROFICHE ROOM -- DAY

Welles works the MICROFICHE MACHINE, scrolling through old issues of the LOCAL NEWSPAPER, finds an ARTICLE headlined "Search Continues for Local Teen."

There's a PICTURE of the GIRL, Mary Anne Mathews; the same picture Welles found in the Missing Person Archive. Welles reads the article, writing on a LEGAL PAD.

TIME CUT:

NEWSPRINT SCROLLS past on the MICROFICHE MACHINE, till... "No Leads in Girl's Disappearance." Same picture. The date at the top: "July 12, 1992."

TIME CUT:

NEWSPRINT BLURS past... stops on a page of OBITUARIES. Top of the page: "September 4, 1993."

CLOSE ON: "Mathews, Robert Steven, 1948-1993." "Dead in an apparent suicide, Robert Mathews was discovered yesterday morning in the basement of..."

EXT. MATHEWS HOUSE, FAYETTEVILLE SUBURB -- DAY

A tree-lined street of poor, boxy homes. Welles' car parks in front of one HOUSE with a neglected lawn.

IN THE CAR

Welles, clean shaven, picks a CLIPBOARD with a file folder and his legal pad on it, thumbs pages. He drums his fingers, opens the glove compartment, pulls out the car's registration, other papers and "Jiffy-Lube" service reports uses them to pad the file.

Welles takes a BOTTLE of COLOGNE from his pocket. He considers it, opens the bottle, applies cologne to his neck.

EXT. MATHEWS HOUSE, FRONT PORCH -- DAY

Welles knocks, clipboard in hand. A sad, middle-aged woman answers, MRS. MATHEWS, looking through the screen door.

MRS MATHEWS

Yes... ?

WELLES

(smiles)

Hello, Mrs. Mathews, my name's Thomas Jones, I'm a state licensed investigator...

(CONTINUED)

Welles holds up his identification only long enough for Mrs. Mathews to see it looks official.

WELLES

I've been hired as an independent contractor by the U.S. Resource Center for Missing Persons as part of an internal audit. If you have any time over the next few days, I'd like to make an appointment to ask some questions about the disappearance of your daughter.

MRS MATHEWS

I don't understand, who are... ?

WELLES

I'm sorry, let me explain, the R.C.M.P. is a support organization and archive, not unlike the Center for Missing and Exploited Children in Washington. I'm sure you've dealt with them before?

MRS MATHEWS

Yes, but...

WELLES

These volunteer organizations are sort of interconnected, functioning hand in hand with law enforcement. The R.C.M.P. brought me in to review their investigations...

(holds up clipboard)

... fact-check their records, see if there's anything they missed, anything they should be doing different. I'm here for a few days, before I head back up to Virginia. These reports go to the Justice Department eventually. I spoke to your F.B.I. contact a few days ago, uh...

Welles pretends to look for the name on a Jiffy Lube page...

WELLES

What was the name... ? I've got it here somewhere...

MRS MATHEWS

Neil... Neil Cole.

WELLES

(pretends he found it)

Right, Agent Cole told me he'd call and let you know to expect me. He didn't call?

(CONTINUED)

MRS MATHEWS

No.

WELLES

(looking on legal pad)  
Well, I'm following up on your daughter, Mary, height; five four, weight; hundred ten pounds, brown eyes, blonde hair. Born April 24, 1976. Missing June 11th, 1992. A runaway, that's how she's listed. Is this information correct... ?

Mrs. Mathews stares, nods.

WELLES

I'm sorry, I know this isn't easy. Is there a more convenient time... ?  
(looks at watch)  
Can I buy you lunch, would that be alright?

Mrs. Mathews looks him up and down.

EXT. DAIRY QUEEN RESTAURANT -- DAY

Welles and Mrs. Mathews eat at a PICNIC TABLE on the patio.

WELLES

It's very important you don't let this raise your expectations. It's not going to effect any ongoing efforts. All I'm saying is, please know, I'm not here to create any false hope.

MRS MATHEWS

They hired you. You're like, a private detective?

WELLES

That's exactly what I am.

Mrs. Mathews chews, staring off into the distance.

MRS MATHEWS

I didn't think there were private detectives anymore, except on TV.

WELLES

You probably expect me to be wearing a trench coat and a hat. Drinking whiskey, chasing women and getting beaten up by guys with broken noses. Want to know what it's really like?

(more)

(CONTINUED)

WELLES (cont)

It's sitting in a car and staring at a hotel window for three days straight, pissing in a plastic bottle, pardon me, because some guy thinks his wife's cheating on him. Glamorous, huh? And the guy who hired you, he has a hair-lip, dandruff and crooked teeth, and you could have told him the minute you laid eyes on him his wife's cheating, and you don't blame her.

Mrs. Mathews smiles.

WELLES

It's refreshing to actually sit down and meet someone face to face, someone nice like you.

Welles smiles. Mrs Mathews takes out a cigarette. Welles lights her, joins her in smoking, refers to his clipboard.

WELLES

So, she didn't leave a note? She never gave any indication where she might go, before she left?

MRS MATHEWS

No.

WELLES

She just seemed... depressed... ?

MRS MATHEWS

She didn't seem herself. For months there never was any way to get her to talk about it. One night we went to bed... the next morning she was gone. She took some clothes.

WELLES

What was she running from?

MRS MATHEWS

I don't know.

WELLES

If there's anything you feel uncomfortable talking about, tell me, but I have to ask. Your husband... he committed suicide?

MRS MATHEWS

Yes.

WELLES

September 4th, 1993. About a year after Mary disappeared.

(CONTINUED)

MRS MATHEWS

We were divorced by then. Things fell apart... he was living with a friend...

WELLES

Why do you think he did it?

MRS MATHEWS

It got to be too much for him.

WELLES

You have to forgive me, but in these circumstances... with your daughter...

(pause)

Were there any indications of... any sort of abuse?

MRS MATHEWS

There wasn't anything like that. The police and the FBI people asked, but there wasn't anything happened like that, never. My husband... his heart broke when Mary left...

WELLES

I didn't mean to...

MRS MATHEWS

You try going through what we did. Bob couldn't take it, that's all. Christ, there's times when it still seems like I can't either.

WELLES

I had to ask. I apologize.

MRS MATHEWS

No one knows what it's like. You can't even imagine how much it hurts.

Welles is miserable. A few CUSTOMERS walk past, looking at Mrs. Mathews. She tries not to notice them noticing.

MRS MATHEWS

People remember me from the news.

(pause)

Can you drive me back now?

WELLES

Of course.

INT. MATHEWS HOUSE, MARY'S ROOM -- DAY

Mrs. Mathews enters. Welles follows.

(CONTINUED)

This was the girl's room, exactly as she left it -- POSTERS of ACTORS on the wall, many STUFFED ANIMALS on the pink sheets of the carefully made bed. Perfectly preserved.

MRS MATHEWS

This is her room.

Welles looks around, uncomfortable. Shelves have PICTURES of MARY with female friends, a collection of CERAMIC FIGURINES of CLOWNS and ANIMALS.

MRS MATHEWS

The police made a wreck of it, but I put it back exactly how it was. Just how she likes it.

Welles takes a few steps into the room, looks down at a DESK where there are SIX brightly wrapped GIFTS.

MRS MATHEWS

Those are for her birthday. One for every year she's missed. They'll be waiting for her when she comes back.

Welles is nearly overwhelmed by sadness, struggling to hide it. He backs to the door, looks at his watch...

WELLES

I... I shouldn't take anymore of your time. Maybe we can finish tomorrow. I'll call tomorrow...

MRS MATHEWS

Okay.

EXT. MATHEWS HOUSE -- DAY

Welles escapes to his car, climbing in. He starts it up...

IN THE CAR

Welles drives, tears welling up in his eyes. He has to pull over and park, wiping his tears, fighting for composure.

INT. WELLES' ROOM -- NIGHT

Welles has unpacked. He's on the bed, on his CELLULAR...

WELLES

(into phone)

You should be able to take a shower and still have hot water left, honey.

(listens)

Call him back and tell him I said so. The goddamn thing's still under warranty.

(more)

(CONTINUED)

WELLES (cont.)

(listens)

I'm okay. It's hard here. It's hard.

(listens)

I've got a lead I have to follow through. To be honest, I don't think I'm going to get very far. I miss you. I love you.

INT. MATHEWS HOUSE, KITCHEN -- MORNING

Welles sits at the kitchen table. Mrs. Mathews makes coffee. The home's decor is cheap and flowery.

MRS MATHEWS

We weren't religious. We never forced religion down her throat, like I've seen some parents do to their kids. We never made her go to church. But, after Mary was gone, that's when I got religious.

Mrs. Mathews brings two cups of coffee, sits.

MRS MATHEWS

Doesn't make much sense, does it? When everything's happy, when life's fine and you have every reason to believe there's a God, you don't bother. Then, something horrible happens... that's when you start praying all the time. That's when you start going to church.

WELLES

We're all like that.

MRS MATHEWS

Are you religious?

WELLES

No.

MRS MATHEWS

You should be.

Mrs. Mathews drinks coffee, stares into the cup.

WELLES

I've got what I need for my report. There is... there is one thing that bothers me though.

MRS MATHEWS

What?

(CONTINUED)

WELLES

It's not really my place, but it's not easy for me to set aside the private detective part of me either. See, I know a little about missing persons. When kids run, they almost always leave a note. It's guilt. They want to say goodbye.

MRS MATHEWS

There wasn't one. The police looked.

WELLES

Do you think the police did a good job?

MRS MATHEWS

I don't know. I think so.

WELLES

It is possible... and I know this isn't something you want to hear. Your daughter may have tried to hide a note where she thought you would eventually find it, but where she knew your husband would never find it. She might have wanted to tell you something...

MRS MATHEWS

No. You don't have any reason to think that...

WELLES

If the police focused their search in her room, her belongings, well that'd be only natural, but they may have been looking in the wrong place.

Mrs. Mathews is getting upset.

MRS MATHEWS

How... how can you say that to me...?

WELLES

Will you let me look?

MRS MATHEWS

My husband never laid a hand on her. She would have told me... she would have told me...

WELLES

You're probably right, and I probably won't find anything.

(more)

(CONTINUED)

WELLES (cont)

I don't have a right to ask this, and you can kick me out of your house if you want, but this is my profession and there's a part of me that can't let it go. Police are just as human as you or I. They could have missed something. They probably didn't.

(pause)

Wouldn't you rather know?

Mrs Mathews thinks about it, tortured, shakes her head sadly.

MRS MATHEWS

Go ahead and look if you want. I don't care what you do.

Mrs. Mathews gets up and walks out of the room.

INT. MATHEWS HOUSE -- SEARCH MONTAGE -- DAY

- In MRS. MATHEWS' BEDROOM, Welles looks through DRESSER drawers, methodically, replacing everything as it was... searches hat boxes and shoe boxes in a CLOSET... takes BOOKS off SHELVES, fanning the pages, shaking them out...
  - In a BATHROOM, Welles examines the contents of a MEDICINE CABINET, examining old prescription bottles... opens CABINETS under the sink...
  - In the LIVING ROOM, Mrs. Mathews sits slumped in a chair, staring at a soap opera on TELEVISION, a BOTTLE of scotch on TV tray beside her, drink in hand.
  - In the KITCHEN, Welles stands on a chair, searches high CABINETS... looks through low CABINETS, on his knees, pulls out pots and pans... fans the pages of COOK BOOKS...
  - Welles stands in the doorway of MARY'S ROOM, just stares. He takes a few steps back into the HALLWAY, looks up at the ceiling. There's an ATTIC DOOR there. Welles reaches to the door's handle, opens it, unfolds the portable stairs...
  - In the small ATTIC, Welles uses a penlight FLASHLIGHT, crouched under the low ceiling, looking through dusty BOXES of PHOTOGRAPHS; old photos of a wedding, of grandparents... Welles moves to pull back dusty sheets, finds a large WICKER BASKET and broken BICYCLE underneath...
- Welles opens the basket, takes out BLANKETS and QUILTS in mothballs. He finds a wide VELVET BOX, takes it out, opens its hinged lid to reveal a set of good SILVERWARE. He touches the tarnished silverware, lifts out the top tray. Underneath, resting on top of more silverware, is a DIARY.
- Welles opens the DIARY, finds written: "Mary Anne Mathews"

(CONTINUED)

Welles turns pages. The DIARY'S about half-full of feminine, cursive handwriting. After the last written page, a PAGE has been TORN OUT. Welles fingers the ragged edge, flips through the blank pages till he comes to the very last page, a GOODBYE NOTE. Welles sits and reads...

MARY'S VOICE (V.O.)

(emotionless monotone)

"Dear mom. If you're reading this, it means I called you from Hollywood, California and told you where to find my diary. I don't think I'll be able to tell you this when I talk to you, so I'm writing it down here. You know I haven't been happy for a long, long time. For a long time now dad's been doing things I couldn't tell you. He's been touching me and it's getting worse. I can't stay anymore. I know you and I haven't always gotten along sometimes, but please don't blame yourself. There isn't anything you can do. I'm going to make a whole new life in California. Maybe someday you'll see me on TV or in magazines. Don't worry about me. Love, Mary Anne."

INT. MATHEWS HOUSE, HALLWAY OUTSIDE MARY'S ROOM -- DAY

Welles shuts the attic door, takes the DIARY from his pocket, hides it in his waistband at the small of his back.

INT. MATHEWS HOUSE, LIVING ROOM -- DAY

Welles enters. Mrs. Mathews looks up from the TV.

WELLES

You were ght.

(pause)

I didn't find anything. I'm going to run and get something to eat. Are you hungry?

MRS MATHEWS

Yes.

INT. COPY SHOP -- LATE DAY

Welles uses a self-serve COPY MACHINE, flattening the DIARY on the glass, photocopying the DIARY as quickly as he can.

INT. MATHEWS HOUSE, LIVING ROOM -- NIGHT

Welles sits picking at fast food in front of him. Mrs. Mathews' food isn't even unwrapped.

(CONTINUED)

She's numb from her drink, watching a GAME SHOW, smoking.

WELLES  
Do you ever consider... do you  
realize that Mary may never come  
back?

Mrs. Mathews looks to Welles, looks back at the TV.

MRS MATHEWS  
I think about it everyday. But,  
every time the phone rings... every  
single time, I still think it's her.

WELLES  
It's been six years.

MRS MATHEWS  
What am I supposed to do? Forget  
her? Time heals all wounds, right?  
(misery building)  
She's all I think about, and I've  
learned to live with that. But, you  
want the truth... the real truth?  
If I had a choice... if I had to  
choose, between her being out there,  
living a good life and being happy,  
and me not knowing; never finding  
out what happened to her...  
(pause)  
... or her being dead and me  
knowing...  
(pause)  
I'd choose to know.

Mrs. Mathews stares into the TV, wipes tears.  
Welles takes a deep breath and holds it. He watches her a  
long moment, motionless. Finally he stands, voice unsteady.

WELLES  
Excuse me, I have to use your  
bathroom.

INT. MATHEWS HOUSE, HALLWAY OUTSIDE MARY'S ROOM -- NIGHT

Welles comes to the attic door, quietly pulls it open.

INT. MATHEWS HOUSE, ATTIC -- NIGHT

Welles uses his penlight, digs out the DIARY from the hiding  
place in his waistband, replaces it in the box of  
silverware, closes the box.

INT. MATHEWS HOUSE, MARY'S ROOM -- NIGHT

Welles enters, takes a PICTURE FRAME off one shelf, opens  
the back and takes out the PHOTO of MARY from inside.

INT. MATHEWS HOUSE, LIVING ROOM -- NIGHT

Mrs. Mathews still gazes into the TV. Welles passes the doorway, not looking in, heading to the front door, opening the door and walking out...

Mrs. Mathews doesn't even notice, doesn't look up.

EXT. MATHEWS HOUSE -- NIGHT

Welles crosses the front lawn, not looking back, heading to the street, getting into his car, starting his car, doing a u-turn, driving away down the street.

EXT. FAYETTEVILLE AIRPORT, LONG TERM PARKING -- MORNING

Welles' boxes of belongings are piled in the back seat of his car. Welles covers them with a blanket, shuts the door.

Welles opens the trunk of his car, pulls back the carpeting. He opens the brown BRIEFCASE. The briefcase is full of CASH, about \$10,000, twenties and fifties in bundles.

Welles transfers half the money into a carry-on bag, shuts the briefcase, covers it, closes the trunk.

INT. AIRPLANE, COACH -- NIGHT -- MONTAGE

The cabin's half-full, dark. Passengers sleep. Under the only illuminated reading light, Welles reads the PHOTOCOPIED DIARY. MARY'S VOICE is again a flat monotone...

MARY'S VOICE (V.O.)

(as Welles reads)

"Dear diary. I have a big math test tomorrow. I have to get better grades. How come everybody does better than me? Kathy doesn't even study and she gets B's. Two boys got in a fight after school today. One boy knocked the other boy's tooth out, at least that's what it looked like. His nose and mouth were bleeding all over the place..."

EXT. LOS ANGELES INTERNATIONAL AIRPORT -- MORNING -- MONTAGE

An airplane ROARS downwards, heading in for a landing.

EXT. LA CITYSCAPE -- ESTABLISHING -- DAY -- MONTAGE

An ugly city. "HOLLYWOOD" sign on the smoggy horizon.

E. HOLLYWOOD HOTEL -- DAY -- MONTAGE

A cheap, stucco hotel in a wounded Hollywood neighborhood.

INT. HOLLYWOOD HOTEL -- DAY -- MONTAGE

Welles' suitcase is open on the bed. Welles sits in a chair with his feet up, sweating in the heat, reading the DIARY.

MARY'S VOICE (V.O.)

(as Welles reads)

"... We're reading The Great Gatsby in English class. It's the story of this guy who has lots of fancy parties and all his friends come around and party with him, but later when he dies nobody comes to his funeral. Someone said there's a movie about it, but I looked in the video store and it wasn't there."

Welles flips pages, further back in the DIARY...

MARY'S VOICE (V.O.)

(as Welles reads)

"Dear diary. I started my first job last week working part time at Price Mart department store..."

INT. LOS ANGELES BANK, SAFE DEPOSIT VAULT -- DAY -- MONTAGE

Welles and a BANK EMPLOYEE both put keys into a SAFE DEPOSIT BOX, unlocking it and sliding out the metal drawer.

MARY'S VOICE (V.O., cont)

"... The people I work with are all old and fat. All they live for is their next coffee break so they can smoke..."

INT. BANK, PRIVACY BOOTH -- DAY -- MONTAGE

Welles is alone, opens the empty safe deposit drawer, takes the 8MM FILM from his pocket and puts it in the drawer.

MARY'S VOICE (V.O., cont)

"... They eat lunch at the snack counter. Hot dogs and soft pretzels. Nachos with that orange cheese that comes out of a pump. I don't know what I'd do if I'm still working there when I get old..."

EXT. YOUTH HOSTEL -- ESTABLISHING -- DAY -- MONTAGE

A large NEON CROSS identifies this HOSTEL in mid-Hollywood.

MARY'S VOICE (V.O., cont)

"... I want to be a singer or an actress. I know it's a stupid dream, but I know I can do it if I get a chance..."

## INT. YOUTH HOSTEL -- DAY -- MONTAGE

Welles talks to the MAN behind the counter, shows the PICTURE of MARY taken from Mrs. Mathews' house.

## MARY'S VOICE (V.O., cont)

"... Everyone's always telling me how pretty I am. I don't think I am. When I look in the mirror I wonder who they're talking about."

The MAN behind the counter shakes his head.

## INT. HOMELESS SHELTER -- DAY -- MONTAGE

A run-down shelter. Welles shows the PICTURE of MARY to the PROPRIETOR, explaining. The proprietor shakes his head.

## MARY'S VOICE (V.O., cont)

"Dear diary. I went out with Bob today, the cute boy in my science class. He took me to a movie..."

## EXT. YWCA, LIVING QUARTERS -- DAY -- MONTAGE

Welles continues his trek, standing in the dank hallway of a YWCA DORMITORY, showing the PICTURE to a COUNSELOR.

## MARY'S VOICE (V.O., cont)

"... It was the middle of the day, but we held hands. I think he likes me. I really like him. He has black hair and grey eyes..."

## EXT. LA FREEWAY -- DUSK -- MONTAGE

Welles sits in his rental CAR, in a massive TRAFFIC JAM.

## MARY'S VOICE (V.O., cont)

"... He opened the car door for me and paid for the movie. When he took me home he said we should go out again soon. I hope he calls."

## EXT. HOLLYWOOD, RED LIGHT DISTRICT -- NIGHT -- MONTAGE

Welles drives, looking out the windshield... at decaying "PEEP SHOWS," an "ADULT BOOKSHOP" and "SEX SHOP."

## MARY'S VOICE (V.O., cont)

"Dear diary. Janet says she slept with her boyfriend. I can't believe it. She says they did it last weekend while her parents were out of town..."

EXT. HOLLYWOOD, SUNSET BOULEVARD -- NIGHT -- MONTAGE

Welles drives, watching overweight PROSTITUTES and tall, muscular TRANSVESTITES prowling the sidewalks in mini-skirts and stained, tight spandex pants.

MARY'S VOICE (V.O., cont)

"... She said she liked it, but she didn't seem too happy. She didn't tell me many details. She said he used a condom."

EXT. SANTA MONICA BOULEVARD -- NIGHT -- MONTAGE

Teenaged MALE PROSTITUTES hang out in front of a PIZZA PARLOR. A few have their shirts off, crewcut and muscular.

MARY'S VOICE (V.O., cont)

"Dear diary. If I save enough money to go to community college maybe I can get good enough grades for a scholarship somewhere else..."

EXT. HOLLYWOOD BOULEVARD -- DAY -- MONTAGE

A tribe of HOMELESS TEENAGERS sits on the sidewalk in front of SOUVENIR SHOPS. They beg money off pedestrians.

MARY'S VOICE (V.O., cont)

"... I've never been anywhere else. I don't think mom wants to let me go. Every time I try to talk about it she says it'll cost too much or she changes the subject."

EXT. CHURCH, SOUP KITCHEN -- DAY -- MONTAGE

A long line of HOMELESS PERSONS trails out the door. Welles stands out front, showing the PICTURE to a VOLUNTEER with a broom, and a PRIEST...

MARY'S VOICE (V.O., cont)

"Dear diary. Something terrible happened today when dad and I were alone. I can't tell anyone. I feel sick. What did I ever do to make this happen to me?"

The volunteer and priest can't help. Welles is weary, futility beginning to wear on him, walks to his car...

MARY'S VOICE (V.O., cont)

"Dear diary. My stomach hurts all the time. I just want to go to sleep and never wake up. I want to get out of my head and stop hearing myself think."

INT. WELLES' RENTAL CAR -- IN MOTION -- NIGHT -- MONTAGE

Welles smokes, driving, blankly watching the road ahead...

MARY'S VOICE (V.O., cont)

"Dear diary. Grandma fell and broke her leg last week. We drove down to visit her in the hospital. Hospitals smell like dead people."

EXT. FREEWAY -- HELICOPTER SHOT -- NIGHT -- CONTINUOUS

FOLLOW Welles' car speeding along...

MARY'S VOICE (V.O., cont)

"Dear diary. It's happening all the time now. There's nothing I can do. I'm all alone. Everything is bad. I used to have lots of dreams and I'd remember them when I woke up, but that doesn't happen anymore."

PULL BACK: still FOLLOWING WELLES' CAR, over the FREEWAY...

MARY'S VOICE (V.O., cont)

"Dear diary. If I can get to California, I'll be okay. I've got money saved. I can work as a waitress till I get something better. Billy says he and his family went to California once on vacation. He says it never rains. They stayed near the beach and he went swimming in the ocean..."

CONTINUE TO PULL BACK -- till Welles' car is very, very far below -- REVEALING the staggering size of the City of Los Angeles, where the lights go on forever and forever.

INT. WELLES' ROOM -- NIGHT -- MONTAGE

Welles is seated, elbows on his knees, reading the DIARY...

MARY'S VOICE (V.O., cont)

"... I hope I can be an actress. I hope I can be happy. I'll probably have to go to acting school. I wish I knew someone who lived there. I'll miss my friends, but at least I'll be far away where no one can ever find me."

Welles has come to the end of the writing in the DIARY. The next PHOTOCOPIED PAGE shows an image of the TORN RAGGED EDGE of the diary's missing page.

EXT. VIDEO PORN SHOP -- DAY

Welles enters this "ADULT VIDEO" storefront.

INT. VIDEO PORN SHOP -- DAY

The CLERK is a sleazy forty-year-old man with rings in his pierced nose and lips, behind a counter by the door. He watches Welles pass.

Welles looks around, uncomfortable. A few of the other CUSTOMERS, all men, sneak glances at Welles. Display shelves run floor to ceiling, full of hundreds of shrink-wrapped XXX PORNO TAPES. Welles pretends to browse.

Handmade signs above each section identify content: "ANAL," "BIG TITS," "CUMSHOTS," "BONDAGE and FETISH," etc...

Welles looks back at the clerk, who stares at Welles. Welles feels obligated to pick up a box and act like he's considering it. He glances at other customers.

Each man keeps his eyes forward on the pornography. One guy has his arms full of about ten videos.

Welles puts the tape back, walks to the front counter. The clerk watches him the whole time.

WELLES

Is this pretty much it?

The clerk just stares at Welles.

WELLES

Just... just videos?

PIERCED CLERK

What are you looking for?

Welles considers, decides to leave, exiting...

WELLES

Nothing.

PIERCED CLERK

Fuck-head.

INT. ADULT BOOKSTORE -- DAY

Welles comes in through the blacked-out door. This place is larger than the last. TWO CLERKS are behind the counter. One clerk's pricing porn, the other, MAX, 25, reads a porno-novel. Max has long hair, colorful tattoos covering his forearms, has a HIGHLIGHTER MARKER in his mouth.

Welles browses. There's a huge video bargain bin. Walls are covered in videos, sex toys, inflatable women, etc.

(CONTINUED)

CUSTOMERS, again all wary males, follow proper porn-shop etiquette; look at the porn, not your fellow shopper.

There are "PEEP SHOW" booths in the back. A MAN looks around, trying to be nonchalant, sweating profusely, slipping behind one curtain.

Welles pretends to read the packaging on a triple-pack of dildos, looks towards the front...

Behind the register, Max takes a look to make sure the other clerk is busy, takes the cap of his highlighter pen and highlights a section in the book he's reading.

Welles notes this. He goes to the substantial MAGAZINE RACK, picks up a porn tabloid, pages through it. He selects sex MAGAZINES and NEWSPAPERS, choosing about twenty-five.

Welles takes this pile up to Max, gets out his wallet. Max starts ringing everything up.

MAX

Big date tonight?

WELLES

(embarrassed)

Yeah... guess so.

MAX

Can I interest you in a battery operated-vagina?

WELLES

Pardon me?

MAX

My boss tells me I have to do more suggestive selling.

WELLES

Well, it's tempting, but no thanks.

MAX

It's your call, but you're gonna be sorry when you're in one of those everyday situations that call for a battery-operated vagina and you don't have one.

WELLES

I'll risk it.

Max shoves everything into a bag and hands it over.

MAX

Thank you for shopping at Adult Bookstore. Have a nice day.

(CONTINUED)

Welles takes the bag. Max returns to his book. Welles is leaving, but stops at the end of the counter.

WELLES  
What are you reading?

Max holds up the book, "ANAL SECRETARY."

MAX  
Once you pick it up you can't put it down.

WELLES  
Catchy title. What are you really reading?  
(off Max's look)  
Hard to believe that book's got any parts worth highlighting.

Max takes a glance at the other clerk, opens the pages of the book and shows it to Welles. "Music for Chameleons."

WELLES  
Truman Capote.

MAX  
I tear off the cover and paste this one on...  
(nods towards clerk)  
You know how it is.

WELLES  
Wouldn't want to embarrass yourself in front of your fellow perverts.

MAX  
(smiles, shrugs)  
Might get drummed out of the pornographer's union, and then where would I be?

Another CUSTOMER clears his throat, waiting at the register. Max turns to help him. Welles heads out.

INT. WELLES' ROOM -- NIGHT

Welles is at a table, porn publications spread out before him, looking through the back of a PORNO TABLOID...

Turning pages of HARDCORE ADVERTISEMENTS: "Adults Only," "She Male Films," "Amateur Sex Videos," "Women and Animals -- you've got to see it to believe it..."

Welles moves on to the next MAGAZINE, turning to the back as ... page after page: "Watersports and Fisting Specialists," "100's of Anal Films," "Asian Sex..."

(CONTINUED)

HUNDREDS of 900 NUMBER ads with naked women urging callers to pick up the phone. EROTIC CLASSIFIEDS; hundreds of amateur photos of naked men and women with faces and genitalia blacked over... "Men Seeking Women," "Women Seeking Women," "Men Seeking Men," "Transvestites..."

It is endless. More CLASSIFIEDS: "Sex Slaves Wanted," "ACTRESSES WANTED," "Underground Films," "SPECIALTY FILMS OFFERED," "S+M and BONDAGE," "Petish Videos."

Welles leaves it, overwhelmed, goes to lay down on the bed. He picks up his cellular phone, dialing.

WELLES  
(into phone)  
Hi, honey, how are you? How's Cindy?  
(listens)  
The way it's going I'm about ready  
to pack my bags...

INT. NONDESCRIPT ROOM -- NIGHT -- CONTINUOUS

In a dark room, we don't know where, a DARK FIGURE of a MAN is silhouetted. He wears HEADPHONES, listening...

WELLES' VOICE (V.O.)  
(through headphones)  
... I've got a feeling the person  
I'm looking for came out here and  
got swallowed up by the place.

AMY'S VOICE (V.O.)  
(through headphone)  
Come back now. Just drop it and  
come back...

WELLES' VOICE (V.O.)  
(through headphone)  
I would if I could. I'll be home  
soon, believe me. It won't be long.

AMY'S VOICE (V.O.)  
(through headphone)  
I miss you.

INT. WELLES ROOM -- NIGHT -- CONTINUOUS

Welles shuts his eyes, still on the cellular...

WELLES  
(into phone)  
I miss you too. I love you very  
much. Give Cinderella a kiss for me  
and tell her I love her, alright?  
(listens)  
Goodnight.

INT. ADULT BOOKSTORE -- DAY

Max is at the register. A crewcut WOMAN in overalls works behind the counter with him. Welles approaches.

WELLES  
Remember me?

MAX  
Came back for that battery-operated  
vagina, right? Told you you would.

Welles shows his IDENTIFICATION, lets Max get a good look.

WELLES  
I need some information. Thought  
you might be able to help.

MAX  
(of identification)  
Thomas Welles. Nice picture.

Welles takes out an ENVELOPE, puts it on the counter.

WELLES  
I'll be outside having a cigarette.

Welles leaves. Max watches him go. Max opens the envelope, takes out two fifty dollar bills, pockets them.

MAX  
(to other clerk)  
Cover me, Beth. I'm taking a break.

EXT. ADULT BOOKSTORE -- DAY

Welles stands down the sidewalk, smoking. Max comes out from the porn shop, walks to Welles, looking around.

MAX  
I don't know what you're looking  
for, mister, but so we're clear from  
the start, I'm straight.

WELLES  
Good for you.

Welles and Max walk down the block, past HOMELESS MEN with shopping carts overflowing with junk.

WELLES  
How long you been working there?

MAX  
Three, four years.

WELLES  
What's your name, if you don't mind  
me asking?

(CONTINUED)

MAX

Max.

WELLES

Well, here's the deal, Max. This thing I'm on right now has something to do with underground pornography. Stuff that's sold under the counter, illegally...

MAX

There's not much illegal.

WELLES

Well, whatever there is, whoever's dealing, however it's done, I want to know. I want a good look, so if you've got that kind of connection, great. If not, speak now.

MAX

You're not a cop, are you? If I ask and you are, you have to tell me...

WELLES

I'm not a cop.

MAX

You're a private eye. Like Shaft.

WELLES

Not quite.

MAX

From Pennsylvania. P.I. from PA. What are you doing out here?

WELLES

Well, there's the thing; you're not gonna know anything about what I'm doing, but you can make some money.

MAX

How much?

WELLES

How much do you make now?

MAX

Four hundred a week, off the books.

WELLES

Okay, let's pretend I live in the same fantasy world where you make four hundred a week in that dump. I'll give you six hundred for a few days.

(CONTINUED)

MAX  
Sounds good, pops.

WELLES  
Here's my number if you need it...  
(writes on scrap paper)  
When can you start?

MAX  
Tomorrow night, I get off at eight.

WELLES  
See you then. Oh, and, don't call  
me "pops."

Welles walks away.

INT. WELLES ROOM -- NIGHT

Welles sleeps, despite the steady SOUND of TRAFFIC racing by his window. The PHONE RINGS, waking him. Welles looks at the clock radio, 2:23am, reaches to answer the phone...

WELLES  
(into phone)  
... Hello... ?

MAX (V.O.)  
(from phone)  
Wake up, pops. Your education  
begins tonight.

EXT. DOWNTOWN -- NIGHT

Against the backdrop of downtown LA's bright skyscrapers, Welles' rental car heads into the lower bowels of the city, smaller, older, darker buildings...

EXT. DOWNTOWN STREETS -- NIGHT

The only people on the street are HOMELESS and SHADY CHARACTERS. Welles' car makes its way to a big deserted PARKING LOT. There are a few cars parked in one corner.

Welles parks near the other cars and gets out. Max stands against a chain link fence. Welles goes to meet him.

MAX  
Come on.

Max leads the way, across the lot, towards dark alleyways.

EXT. DOWNTOWN ALLEYWAY -- NIGHT

Max and Welles move through this filth strewn alley between decaying brink buildings. They come to a STAIRWELL leading down to pitch dark...

INT. OLD BUILDING -- NIGHT

Max enters through a crooked door, heads into a narrow, labyrinth hallway lit by bare bulbs. Welles follows.

They come to another STAIRWAY leading down. At the bottom, a thick-necked GOON stands guarding double doors.

GOON

Are you a law enforcement agent or in any way affiliated with law enforcement?

MAX

Fuck you, Larry.

Max heads to the double doors, waits for Welles.

GOON

(to Welles)

Are you a law enforcement... ?

WELLES

No.

INT. BASEMENT -- NIGHT

Max and Welles enter through the double doors, into a kind of small, underground porn flea market. It's incredibly quiet. About fifteen CARD TABLES are set up in rows. The MEN behind the tables and the thirty or so "CUSTOMERS" looking through the merchandise make those in the previous porn shops look like high society.

These are MIDDLE-AGED MEN, most balding, some with pot bellies, in shorts and tube socks, in sweatpants and Members Only jackets: plain men, but with a look of desperation in their eyes, glancing around nervously, greasy and afraid.

ONE DEALER

We're shutting down in fifteen minutes. Fifteen minutes.

Welles makes his way to the tables, wary. One table is covered in dirty cardboard boxes, filled with HUNDREDS of PHOTOS of young children, mostly boys, naked. Each photo is wrapped in plastic, censored by masking tape.

Welles swallows back disgust.

The next table is piled high with used pornographic MAGAZINES. There are baggies with COLORFUL PILLS laid out. X-rated Polaroids wrapped in rubberbands.

Max follows behind, unaffected, smokes a cigarette.

(CONTINUED)

Another table offers VIDEO TAPES with no identifying marks other than hand written labels with numbers written out, "two," "sixteen," "five." And many bootleg VIDEOS with grainy, homemade labels showing WOMEN in extreme BONDAGE.

Welles watches out the corner of his eye as the PLUMP MAN beside him pays for a thick stack of kiddie porn pictures. Welles waits till the man moves on, addresses the angry looking DEALER who's counting money.

WELLES

(points to numbered videos)

What are these?

ANGRY DEALER

Mixed hard bondage. Rape films.  
Sick shit. Buy five, get one free.

Welles looks around, wipes sweat off his top lip.

WELLES

Anything harder?

ANGRY DEALER

There's nothing harder.

WELLES

Snuff?

ANGRY DEALER

What you see is what I got, mister.

WELLES

You know where I can get it? I have  
a lot of money to spend.

ANGRY DEALER

There ain't no such thing as snuff.  
Why don't you fuck off?

The dealer sits and keeps counting cash.  
Welles moves on. Beyond the tables there's a CURTAINED  
DOORWAY. Welles walks to it, enters...

INSIDE THE CURTAIN

Folding chairs face a SCREEN. A PROJECTOR shows a silent  
movie; a BUXOM WOMAN in nurses uniform prepares an enema bag  
and tube. A hairy, overweight MAN lays face down on an  
examination table, naked, arms tied behind his back.

In the darkness, a MAN shifts in his chair, grunting,  
obviously masturbating. A few chairs away, a man is bent  
over, moving his head in the lap of SOMEONE in a BLONDE WIG.

A LARGE MAN approaches Welles from the dark.

LARGE MAN

You have to pay to come in here.

Welles backs away, shuts the curtain.

INT. ALL-NIGHT COFFEE SHOP -- NIGHT

Not many people in the place. Welles drinks coffee. Max eats a huge breakfast.

MAX

You've got Penthouse, Playboy, Hustler, etc. Nobody even considers them pornography anymore. Then, there's mainstream hardcore. Triple X. The difference is penetration. That's hardcore. That whole industry's up in the valley. Writers, directors, porn stars. They're celebrities, or they think they are. They pump out 150 videos a week. A week. They've even got a porno Academy Awards. America loves pornography. Anybody tells you they never use pornography, they're lying. Somebody's buying those videos. Somebody's out there spending 900 million dollars a year on phone sex. Know what else? It's only gonna get worse. More and more you'll see perverse hardcore coming into the mainstream, because that's evolution. Desensitization. Oh my God, Elvis Presley's wiggling his hips, how offensive! Nowadays, Mtv's showing girls dancing around in thong bikinis with their asses hanging out. Know what I mean? For the porn-addict, big tits aren't big enough after a while. They have to be the biggest tits ever. Some porn chicks are putting in breast implants bigger than your head, literally. Soon, Playboy's gonna be Penthouse, Penthouse'll be Hustler, Hustler'll be hardcore, and hardcore films'll be medical films. People'll be jerking off to women laying around with open wounds. There's nowhere else for it to go.

WELLES

Interesting theory.

MAX

What you saw tonight, we're not talking about a video some dentist takes home over the weekend. We're talking about stuff where people get hurt. Specialty product.

(CONTINUED)

WELLES

Child pornography.

MAX

There's two kinds of specialty product; legal and illegal. Foot fetish, shit films, watersports, bondage, spanking, fisting, she-males, hemaphrodites... it's beyond hardcore, but legal. This is the kind of hardcore where one guy's going to look at it and throw up, another guy looks at it and falls in love. Now, with some of the S-M and bondage films, they straddle the line. How are you supposed to tell if the person tied up with the ball gag in their mouth is a consenting or not? Step over that line, you're into kiddie porn. Rape films, but there aren't many. I've never seen one.

WELLES

Snuff films.

MAX

I heard you asking. That guy wasn't yanking you around. There's no such thing.

WELLES

What other ways are there to get illegal films? Who do you see?

MAX

First of all, basement sales like tonight aren't gonna last much longer. It's too risky, one, and two, everything's going on the internet. Anyone with a computer and enough patience can find anything he wants. It's heaven for those degenerate chicken-hawks. They're swapping pictures back and forth as fast as their modems can zap 'em. But, there's still some weird shit under the counter where I work sometimes. No one knows where it comes from. That's local underground, where information spreads by word of mouth. Those are zombies, hardcore junkies. Their hands are permanently pruned. They go out in the sun they don't burn, they blister. Other than that, all I know about is the mail.

(more)

(CONTINUED)

MAX (cont)

Classified ads in the paper with hidden codes. Secret couriers. Credit card orders to dummy corporations. Interstate wire transfers. Revolving P.O. boxes. But, if you're asking me who do you go to to get illegal shit... who knows? That's the whole point -- the seller stays as far away from the buyer as possible, and vice versa, and cops can't trace the deal. There's ways to do it so nobody knows who anybody is.

Welles watches Max eat.

WELLES

How old are you?

MAX

Twenty-five.

WELLES

Where are your parents?

MAX

I don't know, where are yours?

WELLES

I don't mean any offense... but what are you doing mixed up in all this?

MAX

I'm not mixed up in anything, hayseed. What are you talking about?

WELLES

You just strike me as smart enough to be doing something else.

MAX

Yeah, I'm a real genius. What choices have I got? Fuck, just because I know about stuff like tonight doesn't mean I deal it. I work a job. It beats pumping gas, beats making hamburgers.

WELLES

You're telling me it doesn't get to you?

MAX

You can't sit there all day watching the parade of losers that comes into that place without going numb. So what?

(more)

(CONTINUED)

MAX (cont)

Am I gonna go off and be a race car driver? Go to Harvard? Run for President? What about you, pops?

WELLES

What about me?

MAX

I see a ring on your finger. You have any kids?

WELLES

A daughter.

MAX

So, you have a wife and kid waiting for you in Pennsylvania... what are you doing mixed up in all this?

WELLES

Good question.

EXT. ALL NIGHT COFFEE SHOP -- NIGHT

Max and Welles comes out to the sidewalk, talking.

ACROSS THE STREET

INSIDE A PARKED CAR, through the windshield, SOMEONE watches Max and Welles say goodnight. Max walks to a waiting taxi.

It's the sinister lawyer watching, LONGDALE, the late Mr. Christian's attorney, watching Welles go to his rental car.

INT. WELLES' ROOM -- NIGHT -- MONTAGE

Welles is seated, PROJECTOR RUNNING, watching the 8MM film.

The last of the film makes its way through, threading out. The take-up reel spins, the film's tail flapping...

Welles stares at the blank white square of light projected onto the wall. CELLULAR PHONE is HEARD RINGING...

Welles finally looks to the projector, turns it off. The PHONE'S RINGING. Welles goes to sit on the bed, looking at the cellular phone on the bedside table. RINGING...

Welles lets it RING. RINGING... RINGING... till it finally stops. Welles lays back on the bed and shuts his eyes.

INT. CHRISTIAN HOUSE, MR CHRISTIAN'S OFFICE -- DAY

Mrs. Christian is behind the desk, surrounded by BOXES of BANK RECORDS and FINANCIAL STATEMENTS. on the PHONE.

(CONTINUED)

MRS CHRISTIAN

(into phone)

My husband had five cash accounts he used to temporarily hold stock profits. Between November of 1991 and March of 1992, he wrote one check out to cash from each account. He wrote these himself...

INT. PHONE BOOTH, HOLLYWOOD -- DAY -- CONTINUOUS

Welles is in the booth, listening...

WELLES

(into phone)

Okay...

MRS CHRISTIAN (V.O.)

(from phone)

My husband never dealt with money personally, certainly not cash.

WELLES

I'm not positive this means anything.

MRS CHRISTIAN (V.O.)

The checks were for odd amounts...

INT. MR CHRISTIAN'S OFFICE -- DAY -- CONTINUOUS

Mrs. Christian has the amounts written out on paper.

MRS CHRISTIAN

(into phone)

One was for two hundred thousand, one dollar and thirteen cents. Another was for three hundred thousand, six hundred fifty four dollars and seventy six cents...

WELLES (V.O.)

(from phone)

Okay, I follow you so far...

MRS CHRISTIAN

Totalled together, these five checks from five different accounts, they equal one million dollars.

INT. PHONE BOOTH -- DAY -- CONTINUOUS

WELLES

(into phone)

You're joking.

MRS CHRISTIAN (V.O.)

(from phone)

To the penny. Exactly one million dollars in cash.

(CONTINUED)

Welles considers this, lost in thought.

MRS CHRISTIAN (V.O.)  
Hello... ?

WELLES  
I'm here.

MRS CHRISTIAN (V.O.)  
Do you think the film could have  
cost that much?

WELLES  
For a human life... murder on film,  
no statute of limitations. Who  
knows? It sure could have. I'd  
like you to overnight me a copy of  
those checks, then put them in a  
safe deposit box.

MRS CHRISTIAN (V.O.)  
Okay.

WELLES  
Send it to me through the post  
office like we arranged. No return  
address. You dug this up all by  
yourself?

MRS CHRISTIAN (V.O.)  
You told me to look, so I looked.

WELLES  
You're one hell of a detective, Mrs.  
Christian.

EXT. MISSION YOUTH HOSTEL -- DAY

TEENAGERS work cleaning this large DORMITORY, sweeping and  
mopping the floor, making the bunk beds, washing windows.  
Welles stands with an elderly, black NUN in plain clothing.

WELLES  
Her name was Mary Anne Mathews.

Welles hands the woman the PICTURE of MARY. The woman puts  
on her glasses, looks at the picture... looks at Welles.

NUN  
Yes... I remember Mary.

WELLES  
You... you do? You're sure?  
Please, Sister, will you take  
another look, make sure...

(CONTINUED)

NUN  
 (examines picture)  
 Yes. I remember her.

INT. MISSION YOUTH HOSTEL, STORAGE AREA -- DAY

In a basement corner, Welles watches as the nun uses keys to open the door of a chain-link STORAGE CAGE. The cage is full of junk, BOXES, LAMPS, stacks of CHAIRS.

NUN  
 She lived here for only about a month, if I recall correctly. She didn't return one night. She never came back. I didn't know what to think...

The nun enters the cage, pushes old BOXES out of her way, looks up a cob-web covered METAL SHELVES.

NUN  
 Do you know what happened to her?

WELLES  
 I'm trying to find out. She was a runaway. I'm looking into it for her parents.

The nun sees what she wants, finds a STEP LADDER, tries to open it. Welles comes to help her.

NUN  
 (pointing on shelf)  
 Can you get that down for me?

Welles climbs the ladder, points at boxes...

NUN  
 No, the next shelf... there...

Welles takes down a small SUITCASE. It's covered in dust. He climbs down the ladder with it.

WELLES  
 What is this?

NUN  
 Those are her belongings.

WELLES  
 Her belongings?

NUN  
 That's her suitcase. I had forgotten it, till you showed me her picture.

Welles puts the suitcase down, examines the LUGGAGE TAG: "Mary Anne Mathews," no address. Welles looks to the nun.

(CONTINUED)

WELLES

Whatever possessed you to keep this all this time?

NUN

She was the kindest, sweetest girl you'd ever want to meet. Oh, I adored her. I supposed I always hoped she'd be back. After a time, all I could do was pray she had moved on to better things. Can you get this suitcase to her parents, if you think it's appropriate?

WELLES

I'll do what I can.

INT. WELLES' ROOM -- NIGHT

Welles puts Mary's SUITCASE on the bed, opens it. He takes out some of Mary's clothing, examines it, lays it aside.

He takes out a ROSARY, more CLOTHING. Resting on a SWEATER are two CERAMIC FIGURINES; a teddy bear and kitten. Welles examines them, frowning, puts them aside.

He takes out yellowed NEWSPAPER; Help Wanted CLASSIFIEDS, "July 2, 1992." Several job possibilities circled, others crossed out. He finds baggie containing a few old JOINTS.

All that's left are more items of CLOTHING, a TOOTHBRUSH and an ADDRESS BOOK. Welles examines the address book, finds a folded piece of paper in the blank pages, unfolds it... it's the TORN DIARY PAGE, a POEM written in Mary's hand...

MARY'S VOICE (V.O.)

(as Welles reads)

"Star light, star bright, First star  
I've seen tonight, Wish I may, wish  
I might, ...ve this wish I wish  
tonight."

Welles goes to a drawer, takes out the photocopy of Mary's DIARY. He turns to the ragged edge of the torn page, puts the DIARY PAGE against it. Perfect match.

Welles stands looking at the poem. He turns the page over, finds written, in cursive:

Models Wanted 213-553-6643

EXT. PHONE BOOTH -- DAY

Welles dials the number off the back of the torn diary page, phone to his ear. It RINGS, RINGS, RINGS...

(CONTINUED)

MAN'S VOICE (V.O.)  
 (from phone)  
 Celebrity Films.

Welles hangs up, begins searching the booth's YELLOW PAGES.

EXT. WILSHIRE OFFICE BUILDING -- DAY

A poverty stricken business section of Wilshire. Welles gets out of his parked car, looks up at a decaying Art Deco building that's painted blue top-to-bottom.

Welles crosses through traffic.

INT. WILSHIRE OFFICE BUILDING, LOBBY -- DAY

Welles studies the REGISTRY, finds "Celebrity Films."

INT. WILSHIRE OFFICE BUILDING, STAIRWELL -- DAY

Paint's peeling. Walls are water stained. Welles climbs stairs, winded, sweating, up the stairwell...

INT. WILSHIRE OFFICE BUILDING, 8TH FLOOR HALL -- DAY

Welles comes out a stairwell DOOR, catching his breath. A couple of SECRETARIES wait for the elevator. Welles moves down the hall, around a corner.

Each office door has a window of pebbled, translucent glass. There's a "Dental Office," "Wilson Travel Cruises," and at the end of the hall, "Celebrity Films Inc., Eddie Poole, Professional Casting and Distribution, Suite 804."

Welles heads back the way he came.

EXT. WILSHIRE OFFICE BUILDING -- DAY

Welles crosses back to the other side of the street, goes to stand near his car. He looks up at the blue office building, counting up floors, counting windows across.

Satisfied, he turns, backing up, looking up at the tall OFFICE BUILDING across from the blue building. There's a sign on this adjacent building, "OFFICE SPACE AVAILABLE."

INT. ADJACENT OFFICE, 9TH FLOOR -- DAY

Empty office. Welles is let in by a disinterested LANDLORD. Welles gives a cursory look around, goes to the windows and opens the blinds.

These windows afford an excellent view of the blue building across the street, at about 8th floor level.

WELLES  
 This is better.  
 (turns to landlord)  
 This will be fine.

## INT. ADJACENT OFFICE -- NIGHT

Welles has transferred most of his belongings here, SUITCASE open on the floor, CARD TABLE set up with fast food on it, an ARMY COT against one wall. Welles sits in a chair at the window, looks through BINOCULARS on a TRIPOD.

WELLES' P.O.V., THROUGH BINOCULARS: searching up the dark floors of the blue building, as Welles counts under his breath. Moving over... stopping on one window, FOCUSING...

Welles locks the tripod. He goes to sit on the army cot, picks up his CELLULAR. He looks at the phone, deciding. He puts down the phone. He turns off the LAMP on the floor, lays back in the cot, going to sleep.

## INT. ADJACENT OFFICE -- DAY

WELLES' P.O.V., THROUGH BINOCULARS: watching the window of Celebrity Films Inc. We can see most of the office from here. It's crowded with junk, BOXES, piles of VIDEO TAPES. There's a disorganized DESK by the window.

Welles sits looking through the binoculars.

THROUGH BINOCULARS: a pudgy man, EDDIE POOLE, in a loud, print shirt, comes to sit at the desk, looks through mail. He smells sleazy even from here, lots of jewelry, lots of rings. He drinks coffee, answers the phone. He talks into the phone, looking for something on his desk, agitation growing, till he's shouting, then slams the phone down.

Welles rises. He looks to the wall where THREE PHOTOGRAPHS culled from the snuff film are pinned up; the picture of Mary, the picture of Masked Man's tattooed hand, and...

... the grainy image of the Third Man in the mirror. Welles comes to study this third photo.

FADE TO BLACK:

## INT. ADJACENT OFFICE -- DAY

THROUGH BINOCULARS: Eddie packs VIDEO TAPES into a box, covering them with styrofoam peanuts, sealing the box.

FADE TO BLACK:

## INT. ADJACENT OFFICE -- DAY

THROUGH BINOCULARS: Eddie finishes a call and hangs up. He sits back in his chair. He starts looking in his desk drawers, finds a MAGAZINE and opens it on the desk. It's ... Eddie turns pages, looking at naked women. He sits back in his chair, begins unbuckling his belt.

Welles pulls back from the binoculars in disgust.

(CONTINUED)

WELLES  
No thank you.

FADE TO BLACK:

INT. ADJACENT OFFICE -- NIGHT

THROUGH BINOCULARS: Eddie's on the phone, pouring himself a drink from the liquor bottle on his desk, finishing the call, hanging up. He shakes his head in disgust, drinks the drink, walks out of view. After a moment, the lights go out.

EXT. HOLLYWOOD HILLS -- NIGHT

An old, dented CAR makes its way up the tight, twisting roads of the Hollywood Hills. Eddie's at the wheel. Not far behind, Welles' rental car follows...

FURTHER ON

Eddie's car pulls into the driveway under the porch of a ramshackle HOUSE, parks. Welles' car passes by...

FURTHER, AROUND A CURVE

Welles' car slows once it's out of sight, turns around, moving back down the hill, slowly...

INT. WELLES' CAR -- CONTINUOUS

Welles turns out his headlights, coming around the curve just far enough so the ramshackle house is in view. Welles watches Eddie walk up the stairs to the house.

FADE TO BLACK:

INT. ADJACENT OFFICE -- DAY

THROUGH BINOCULARS: Eddie has a visitor. There's a pretty GIRL, wearing a tube top, in a chair facing his desk. Eddie's talking, gesticulating, smiling, cajoling.

Welles watches through binoculars.

THROUGH BINOCULARS: Eddie's still talking, stands, coming around the desk and placing a hand on the girl's shoulder. The girl says something. Eddie responds. The woman shakes her head, getting up to leave. Eddie seems to be asking her to stay, following as she moves out of view. Eddie comes back alone, sits at his desk, picks up the phone.

INT. ESPIONAGE SHOP -- DAY

Ultra high tech for sale. Welles examines items on the sales counter as the SALESPERSON watches: a pair of small round LISTENING DEVICES, a complicated RECEIVER/TAPE RECORDER, and a TONE DECODER with LED window.

(CONTINUED)

WELLES  
Okay, I'll take it all.

SALESPERSON  
Excellent. We accept MasterCard and  
American Express...

WELLES  
Cash.

Welles takes out a thick wad, starts counting.

SALESPERSON  
Alright.  
(at register)  
May I have your phone number, area  
code first?

WELLES  
No, you may not.

SALESPERSON  
Okay. Fine.

Welles lays the money on the counter. The salesperson takes  
the money, recounting.

SALESPERSON  
I'm required by state law to inform  
you that, while it's perfectly legal  
for you to purchase these items, it  
is illegal for you to use them for  
any sort of...

WELLES  
Yeah, I know the spiel. If you  
could bag it, I'll be on my way,  
thank you.

SALESPERSON  
Certainly, sir.

The salesperson starts punching keys on the register.

EXT. WILSHIRE OFFICE BUILDING -- NIGHT

The blue building sits completely dark.

INT. WILSHIRE OFFICE BUILDING, 8TH FLOOR HALL -- NIGHT

Welles comes quietly out from the sta...well, wears gloves.  
He moves down the hall to the door of "Celebrity Films Inc."

He kneels, begins using LOCK-PICKING TOOLS on the door.

## INT. CELEBRITY FILMS OFFICE -- NIGHT

Welles enters, shuts the door and locks it. He takes out his penlight. There are POSTERS for cheap PORN FILMS on the wall that we couldn't see through binoculars. Titles like "Sex Doctor," "Deep Ass," and "Penal Colony."

There are two FILE CABINETS. Welles pulls a few drawers, finds them locked. VIDEO CASSETTES are everywhere, on the cabinets, on shelves, piled high on the floor.

Welles goes to Eddie's desk, looking in drawers. One drawer is full of X-RATED MAGAZINES. Another's stuffed with paperwork, call sheets, contracts.

Welles picks up Eddie's phone, unscrews the earpiece. He takes the small, round LISTENING DEVICE from his pocket, peels off backing to expose adhesive. He attaches the listening device inside the phone, puts it back together.

Welles moves towards the door, sweeps the room with the penlight. He stops at the file cabinets, takes his lock-picking tools out, begins working on one file's lock.

He turns the lock, opens a file drawer. Empty. He opens another. Inside: piles of CHILD PORNOGRAPHY.

Welles clenches his jaw.

Faces of children. Shirtless boys. Girls in pigtails.

## INT. ADJACENT OFFICE -- DAY

Welles' RECEIVER/TAPE RECORDER'S set up by the window, recording, with the TONE DECODER plugged into it. Welles LISTENS through HEADPHONE, looking through binoculars.

EDDIE (V.O.)  
(through headphones)  
... half a dozen. This is good stuff, Jimbo...

THROUGH BINOCULARS: Eddie's at his desk, on the PHONE...

EDDIE (V.O.)  
You know how my tapes sell. People eat this stuff up.

MALE VOICE (V.O.)  
(from phone)  
I had three jerkoffs trying to return your tapes last month. Do you know how bad a skin flick has to be for some jackass to come back into my place with a fucking receipt and try to fucking return it?

(CONTINUED)

EDDIE (V.O.)  
 Maybe there's something wrong with  
 the scumbag customers coming into  
 your place, ever think of that?

MALE VOICE (V.O.)  
 The only thing wrong is the cheap,  
 softcore crap you're peddling,  
 Eddie. Where do you get this stuff?

EDDIE (V.O.)  
 Look, you cocksucker...

MALE VOICE (V.O.)  
 Get together some upscale product  
 where the girls still have teeth in  
 their head. Till then, fuck you.

EDDIE (V.O.)  
 Fuck you!

THROUGH BINOCULARS: Eddie slams down the phone. He CANNOT  
 BE HEARD any longer. He's cursing, shuffling paperwork.

Welles takes off headphones, picks up his cellular phone.  
 He drinks soda, opens the phone, dials, nervous, then looks  
 back through the binoculars. He waits, clears his throat.  
 The PHONE'S RINGING... RINGING...

On the floor, the REELS of the tape recorder are TURNING...

THROUGH BINOCULARS: Eddie answers the phone...

EDDIE (V.O.)  
 Celebrity Films.

WELLES (V.O.)  
 Eddie.

EDDIE (V.O.)  
 Yeah, who's this?

WELLES (V.O.)  
 I know what you did.

EDDIE (V.O.)  
 What?

WELLES (V.O.)  
 I know what you did.

EDDIE (V.O.)  
 Who is this... ?

WELLES (V.O.)  
 You murdered that girl, Eddie. Six  
 years ago...

(CONTINUED)

EDDIE  
What the fuck are you.. ?

WELLES (V.O.)  
You killed that girl and you put it  
on film. You and your pals, you're  
fucked. You fucked up real good.

Welles hits disconnect, still looking through binoculars.

THROUGH BINOCULARS: Eddie's slow to hang up the phone. He  
stands, looking down at the phone, frozen. Finally, he runs  
his hands through his hair, looks around the room, sits back  
down. He gets out his bottle and pours himself a drink.

Welles watches through binoculars, puts headphones back on.

WELLES  
Come on, Eddie...

THROUGH BINOCULARS: Eddie sits motionless.

WELLES (O.S.)  
... come on...

THROUGH BINOCULARS: Eddie picks up the phone, DIALS a  
NUMBER. We hear the PHONE RING in the HEADPHONES...

MAN'S VOICE (V.O.)  
(through headphones)  
Hello?

EDDIE (V.O.)  
(through headphones)  
Dino, it's Eddie... Eddie Poole...

DINO (V.O.)  
What do you want?

EDDIE (V.O.)  
I just got a call... two seconds  
ago, some motherfucker called...  
says he knows about the loop.

DINO (V.O.)  
What are you talking about?

EDDIE (V.O.)  
The loop! The girl we did, what the  
fuck do you think I'm talking  
about?! This guy calls and says he  
knows about the fucking loop...

DINO (V.O.)  
Bullshit.

EDDIE (V.O.)  
I'm telling you...

(CONTINUED)

DINO (V.O.)

Blow me, you paranoid fuck, that's impossible. Why are you bothering me with this... ?

EDDIE (V.O.)

Because somebody just fucking called me and fucking laid it out!

DINO (V.O.)

There's nothing there, you brain-dead cunt. Think about it. There's absolutely no way in this world to connect us to anything. I want you to hang up the phone, and if you call me about this again I'm going to send a friend of mine out there and have him crack you open with a fucking rib spreader.

EDDIE (V.O.)

Dino...

DINO (V.O.)

Nobody knows anything.

THROUGH BINOCULARS: as DINO is HEARD HANGING UP, Eddie reacts, picks up his phone and throws it across the office.

Welles sits back, trying to accept the realization that he's found them. He looks to the PHOTO of the Third Man.

WELLES

That is you, isn't it, Eddie?

Welles goes to the RECORDER, turns on the TONE DECODER. Its LED window LIGHTS UP. Welles hits STOP, REWIND, PLAY...

WELLES VOICE (V.O.)

(from recorder)

... and your pals, you're fucked...

Hits FAST FORWARD... hits PLAY, watching the TONE DECODER. From the RECORDER, the SOUND of EDDIE DIALING a NUMBER on his touch tone phone... and as EACH TONE is HEARD, a corresponding NUMBER appears on the DECODER'S LED readout:

...1 212 555 9906...

The recorder continues, REPLAYING the CONVERSATION between Eddie and Dino, while Welles studies the green LED digits.

WELLES

(quiet, to himself)

Two one two.

EXT. MANHATTAN CITYSCAPE -- ESTABLISHING -- NIGHT

The brilliant lights of New York's peerless skyscrapers.

EXT. 59TH STREET BRIDGE -- NIGHT

FOLLOW Welles' Ford as it moves along with traffic, crossing the 59th Street Bridge, into the heart of Manhattan.

EXT. BANK -- ESTABLISHING -- DAY

"Chase Manhattan Bank," mid-town.

INT. CHASE MANHATTAN BANK, SAFE DEPOSIT BOOTH -- DAY

Welles puts the 8MM FILM into SAFE DEPOSIT DRAWER, shuts it.

INT. NY PUBLIC LIBRARY, REFERENCE -- DAY

Busy and crowded, but quiet. Welles places a massive tome down on a table: "Haines Criss-Cross Directory."

Welles sits, takes out his notepad, referring to the phone number written: "(212) 555-9906." He opens the reference book, searching pages...

Thousands of TELEPHONE NUMBERS are LISTED in SEQUENCE, each with an address. Welles runs his finger down the page.

EXT. SOHO STREETS -- DAY

PEDESTRIANS everywhere. Streets are clogged with DELIVERY TRUCKS loading and unloading. Cars horns blow. Welles walks to an old, WAREHOUSE BUILDING shoulder to shoulder with other buildings, labeled "1204" in burnished steel.

Welles climbs the stairs, examines the buzzers.

The top button's labeled "Greystone Imports," the bottom button reads "Lang Interior Design, by appt." The middle button is labeled only by a drawing of a BLACK WIDOW SPIDER.

Welles looks up at the building.

EXT. 1204 WAREHOUSE, SOHO -- LATER DAY

The sun is low. Less activity on the street. Welles leans against a car down the street, smoking a cigarette.

TWO WOMEN walk this way, both in spiked high heels, dressed in cheap, short, formfitting skirts, both carrying duffel bags. They start up the stairs of 1204...

Welles throws his cigarette, walks to follow.

The women hit the center button. A BUZZER sounds as the head inside. Welles hurries up the stairs, catching the door before it closes.

INT. 1204 WAREHOUSE, ELEVATOR -- DAY

Welles follows the women into a decrepit ELEVATOR. One woman hits "2." Welles hits "3," steps back in the corner. Elevator doors creak closed. The two women are heavily made up, pretty, but worn, eyes dull.

Welles looks down at the leg of one woman, noticing bruises through her fishnet stockings, poorly covered by make-up.

Elevator doors open on the SECOND FLOOR. The two women get out and walk down a grey hallway, towards DOUBLE DOORS painted black. Welles stops the elevator door from closing.

The women push the INTERCOM at the black doors. Another dull BUZZ is HEARD as the women enter. The low rumble of HEAVY METAL MUSIC is HEARD, SILENCED as doors swing shut.

Welles lets the elevator close.

EXT. 1204 WAREHOUSE -- DAY

The elevator opens on the FIRST FLOOR. Welles gets out, instead of leaving the way he came, heads towards the rear... FOLLOW him down a hallway, past a SERVICE ELEVATOR...

EXT. 1204 WAREHOUSE -- DAY

Welles comes out BACK DOORS into an sunless alleyway with fire escapes above. There's a TRASH DUMPSTER, overflowing. Rats scatter upon Welles' arrival.

Welles looks to make sure he's alone. He starts tearing open GARBAGE BAGS. Flies swarm. One bag's filled with empty food containers and old newspapers.

Welles tears open another bag, finds burnt out FLORESCENT LIGHTBULBS, digs out a handful of empty PHOTO PAPER PACKAGES, bottles of DEVELOPING CHEMICALS. He pulls out a few MAGAZINES; Time, Newsweek, etc...

The magazines are cut up, falling apart, with pictures chopped out from many pages. Welles examines ADDRESS LABELS:

"Dino Velvet/D.V. Films  
1204 Keller Street  
New York, NY 10049"

INT. PHONE BOOTH, NYC STREETS -- NIGHT

Welles is on the PHONE. The city bustles past.

WELLES

(into phone)

What do you know about a guy called  
Dino Velvet? Dino Velvet Films?

INT. ADULT BOOKSTORE -- DAY -- INTERCUT

Max is on the phone by the register, ringing purchases.

MAX

(into phone)

Dino Velvet... yeah, he's like the John Luc Godard of S+M flicks, supposed to be a real weirdo.

WELLES (V.O.)

(from phone)

A weirdo making S+M films? Who'd have thought it?

MAX

(into phone)

His stuff comes out of New York. Bondage and fetish videos, Gothic Hardcore. Definitely not for the squeamish.

WELLES (V.O.)

Specialty product.

MAX

You're learning.

WELLES (V.O.)

Where does he sell it?

MAX

Out of the back of bondage magazines mostly, but you can find it on the street if you look. He'll also do commissions, for enough money...

INT. PHONE BOOTH -- DAY -- CONTINUOUS

MAX (V.O.)

(from phone)

Nothing illegal, it's always borderline. Like if some freak wants to see a transvestite in a full rubber immersion suit getting an enema from a...

WELLES

(into phone)

Alright, I get the picture.

MAX (V.O.)

He cuts all kinds of other stuff into his movies; photographs, newsreel footage, subliminal images. Thinks he's making art.

WELLES

Well, I'm in New York now. What do you say to flying out and giving me a hand?

MAX (V.O.)

I'm a working stiff, pops.

WELLES

Take a vacation. I'll pay you four hundred a day, plus expenses.

MAX (V.O.)

You want me to come out there and play private eye?

WELLES

Consider it. Meanwhile, dig up whatever Dino Velvet films you can. Get receipts. I'll call back.

MAX (V.O.)

See ya.

Welles hangs up, starts feeding quarters into the phone.

INT. MRS. CHRISTIAN'S BEDROOM -- NIGHT -- CONTINUOUS

Mrs. Christian's in bed, pale and sickly. The PHONE RINGS. Mrs. Christian reaches for it.

MRS CHRISTIAN

(into phone, weakly)  
Hello?

WELLES (V.O.)

(from phone)  
Mrs. Christian, Tom Welles here.

MRS CHRISTIAN

(coughing)  
How are you? Having any luck?

WELLES (V.O.)

I don't know if luck's the word. Are you feeling alright?

MRS CHRISTIAN

I've been ordered into bed. The doctor says I've gotten the flu, or some other wretched ailment.

WELLES (V.O.)

I hope it's nothing serious.

MRS CHRISTIAN

Nothing more than a bother. Have you any news for me?

INT. PHONE BOOTH -- DAY -- CONTINUOUS

WELLES  
 (into phone)  
 I've made progress. I'm in  
 Manhattan. Once a few more pieces  
 fall into place, I'll drive to you  
 and give you an update.

MRS CHRISTIAN (V.O.)  
 (from phone)  
 Fine...

MRS. CHRISTIAN is HEARD COUGHING. Welles waits.

WELLES  
 I've got about five thousand left in  
 cash, but I'll need another thirty,  
 if you approve.

MRS CHRISTIAN  
 How will I get it to you?

WELLES  
 If you have a pencil and paper, I'll  
 tell you how to send it.

EXT. MOTEL, HELL'S KITCHEN -- NIGHT

A TAXI pulls over in front of this flea-bag motel. Max gets  
 out with a SUITCASE, looks at the dubious accommodations.

INT. MOTEL, MAX'S ROOM -- NIGHT

Max enters with Welles, turns on a light and throws his  
 suitcase on the bed. The room is disgusting.

MAX  
 You didn't say it was gonna be this  
 luxurious.

WELLES  
 It's their Presidential Suite.

MAX  
 Great.

Max looks in the bathroom.

MAX  
 Oh, come on, man, what are we doing  
 in this flea bag?

WELLES  
 It's cheap, and people know to mind  
 their own business. What have you  
 got for me?

Max opens his suitcase, takes out THREE VIDEO TAPES.

He hands them to Welles. The boxes are covered in jumbled PHOTO COLLAGES: American flag, S+M men and women, a skull, mannequins, a scorpion, cut-outs of arms, legs and eyeballs.

MAX

Dino Velvet.

INT. WELLES' MOTEL ROOM -- NIGHT

Welles is lit by the flicker from the TELEVISION SCREEN. WE SEE NOTHING. We HEAR the rhythmic MUFFLED MOANS of a WOMAN from the TV, can't tell if it's pleasure or pain.

Max is asleep in the bed, PIZZA BOX near his feet.

Welles drinks beer, gets up and ejects the CASSETTE from a VCR, tosses it aside, tired. He picks another Dino Velvet TAPE, puts it in, sits.

ON TV: GOTHIC ROCK is HEARD over old, scratchy IMAGES: of Klansmen around a burning cross... Dracula menacing a sleeping woman... a man in a Devil costume dancing...

Welles opens another beer.

ON TV: a WOMAN is tied up, arms in the air, hanging from the ceiling, gagged and blindfolded, in a dungeon lit by candelabras. Then, glimpsed IMAGES: worms writhing in slime... gargoyles... a guillotine falling. Then, the bound woman, struggling. A MASKED MAN in a leather jacket enters. He wears a LEATHER MASK with zipper eyes and mouth...

This focuses Welles' attention.

ON TV: the Masked Man circles the captured woman...

WELLES

Max... wake up...

Max awakens, rolling over, groggy.

MAX

Wha... ?

WELLES

(points at tv)

Who is this, in the mask? Who is he?

Max tries to see, eyes barely open.

MAX

He's one of the lunatics Dino uses.  
He's in a bunch of these.

Welles watches. On the TV, Masked Man takes off his shirtless, reveals an impossibly muscled body. Huge thick chest, oiled, dotted in pimples.

MAX

Why? He have something to do with whatever you're into?

Still watching the behemoth on TV, Welles is less sure.

ON TV: the bulging Masked Man flexes, ripped.

WELLES

No... it's nothing... that's not him.

Welles rubs his eyes, sits back. Max sits up, watching.

ON TV: Masked Man pulls the bound woman's head back by her hair, licks her face with his thick tongue...

CLOSE ON: Masked Man grips the woman's head, still licking. he pulls down the woman's blindfold...

Welles sits forward, realizing, horrified...

Welles goes to the VCR, hits PAUSE. The IMAGE on TV FREEZES. Welles goes back, FRAME by FRAME...

... to the CLOSE UP where Masked Man grips the woman's face. FREEZE FRAME. On Masked Man's hand: a TATTOO, on the arch between his forefinger and thumb, same as the scrawny Masked Man in the snuff film. A PENTAGRAM TATTOO.

WELLES

Who is he?

MAX

I told you, he's one of Dino Velvet's stock players...

WELLES

Who is he, his name?

MAX

Nobody knows his name. That's his thing. He always wears a mask. You never see his face. He calls himself "Machine," that's what they call him. Machine.

Welles hits PLAY. On TV, Masked Man runs his hands up and down the woman's body. The woman's eyes are filled with fear. Welles sits, unnerved, watching.

MAX

They say he's half brain-dead from all the steroids he's using.

Max rolls over, trying to get back to sleep.

MAX

He's a brutal motherfucker, man. He loves what he does for a living.

INT. WELLES' MOTEL ROOM -- DAY

Welles enters, carries an OVERNIGHT PACKAGE and his LOCK BOX. At the desk, he tears open the package, opens the MANILA ENVELOPE inside; finds FIFTY THOUSAND DOLLARS in thousand dollar bills, wrapped in plastic and masking tape.

Welles takes the lock box to the bed and works the combination, opens it. He takes out the holster, stands looking down at the gun. He puts the holster on.

EXT. 1204 WAREHOUSE -- DAY

Welles' Ford waits with turn signal on. A car pulls out of a parking space. Welles takes the space.

INT. WELLES' CAR -- DAY

Max is in the passenger seat. Welles looks to 1204.

WELLES

You don't need to be here.

MAX

What kind of Junior P.I. would I be if I didn't go with you?

INT. 1204 WAREHOUSE, SECOND FLOOR -- DAY

Welles and Max get off the elevator, moving down the grey hall, to the black doors. Welles pushes the INTERCOM BUTTON. After a moment, the INTERCOM CRACKLES...

MAN'S VOICE (V.O.)

(from intercom)

Who is it?

Welles waits, presses the button again.

INT. DINO VELVET STUDIO -- DAY

The doors BUZZ and Welles and Max warily enter this large, dark, converted warehouse. Square pillars shoot from floor to ceiling. Shafts of light cut down from high windows.

A large THUG in a pinstripe suit crosses from a far DESK.

THUG

You're in the wrong place.

WELLES

We're looking for Mr. Ve' ...

THUG

He's not here.

Welles looks around, at piles of PROPS; a huge faux-stone ANGEL and GARGOYLES, elaborate CANDELABRAS, a huge BIRDCAGE, massive WOODEN CROSS, NAZI FLAGS.

WELLES

Why don't you tell him we're here to give him a large sum of money. If he's not interested, we'll go.

THUG

You should leave now, before I have to remove you.

Welles just stands looking at the thug. A VOICE is HEARD...

DINO VELVET'S VOICE (V.O.)

(from SPEAKERS)

Show them in, Milo.

Welles and Max look up. There are SPEAKERS mounted high up on the pillars, and SURVEILLANCE CAMERAS looking down.

WELLES

You heard the boss, Milo.

The disgruntled thug starts back across the studio towards a distant DOOR. Welles and Max follow...

They notice an elaborate set built in one corner, a TORTURE CHAMBER, complete with RACK and IRON MAIDEN.

INT. DINO VELVET'S OFFICE -- DAY

Thug opens the door and lets Welles and Max in. The office is huge, windowless walls covered in thousands of PICTURES from every conceivable source, torn and cut, pinned up to form an indecipherable collage. A tall LADDER leans against one wall, near three TELEVISIONS.

DINO VELVET rises behind his desk, a small, bird-like man, wearing a black suit and bad hairpiece.

DINO VELVET

Come in. Make yourself comfortable.

Welles shakes Dino's hand. Max looks up at the walls. IMAGES; porn pictures, news photos, world leaders, autopsy photos, armies and insects, the naked and the dead.

WELLES

It's an honor to meet you. Thank you for seeing us.

DINO VELVET

What can I do for you today?

Welles sits. Shelves behind Dino's desk are piled high with VIDEO CASSETTES, old MOVIE CAMERAS, big REELS of 16mm FILM. VIDEOS and MAGAZINES are stacked everywhere.

WELLES

I'd like to commission a work. I'm a great admirer of yours.

DINO VELVET

Flattering. And, who's your colorful little chum?

WELLES

A fellow investor.

DINO VELVET

Hmm.

MAX

You're the only one still shooting film and transferring it to video. Nobody appreciates that kind of integrity anymore... the grain, the gritty look you get.

DINO VELVET

Well, I'm glad you appreciate it.  
(to Welles)  
What would you say is your favorite piece?

Welles considers. Max glances over, looks back to the walls.

MAX

I know if I had to pick, it'd be "Choke," or "Devil."

WELLES

"Devil" frightened me as much as it excited me, but I'd be hard pressed to choose a favorite.

Dino grins, showing yellowed teeth.

DINO VELVET

You said something about money.

WELLES

Yes. What we're looking for is rather specific.

Welles takes out an ENVELOPE, puts it on the desk.

WELLES

That's five thousand dollars.

DINO VELVET

Is it?

WELLES

Five thousand now, five thousand on delivery.

(more)

WELLES (cont)

Two women, one white and one black,  
as long as they have large breasts.  
Hard bondage, or course. Other than  
that, trusting your artistic  
interpretation, I have only two  
stipulations.

DINO VELVET

And they are?

WELLES

I want to watch you work.

DINO VELVET

I'll consider it.

WELLES

And the other performer... it has to  
be that monster you use... the man  
in the mask.

DINO VELVET

Machine.

WELLES

If it's not him, there's no deal.

Dino drums his painted fingernails on his lips.

DINO VELVET

He might be interested... but it  
would mean another five thousand.

WELLES

We can do that.

DINO VELVET

Well, well, I'll have to put my  
thinking-cap on about all this.  
You'll leave the money as a deposit?  
(off Welles' nod)  
Very good.

Dino stands, picks up a still CAMERA off his desk and comes  
to look at Welles, studying him.

DINO VELVET

You have a beautiful face... the way  
the light hits it. I'd like to take  
your picture. You don't mind?

WELLES

I'd rather you didn't.

DINO VELVET

What's the problem?

WELLES  
I'm camera shy.

DINO VELVET  
You trust me to keep your money, but  
not to take your picture?

WELLES  
Those are two different kinds of  
trust.  
(stands)  
Thank you for your time. I hope we  
can do business.

Welles leaves. Max goes with him. Dino watches them leave.

EXT. MANHATTAN STREET -- NIGHT

HORNS BLARE. TWO CARS have collided head-on. A large CROWD  
gathers. One windshield's shattered, blood spattered. The  
driver is slumped over the wheel, gushing blood.

On a nearby street corner, Welles in on a PAY PHONE.  
HEAVY METAL can be HEARD filtered through the receiver.

WELLES  
(into phone)  
So, what do you say?

INT. DINO VELVET'S OFFICE -- NIGHT -- CONTINUOUS

Dino's stands in the middle of his office, naked, his back  
to us, 8MM camera in hand, on the phone. A NAKED WOMAN  
dances for Dino. A Heavy Metal MUSIC VIDEO plays on a TV.

DINO VELVET  
(into phone)  
I'll do this for you. Fifteen  
thousand dollars.

WELLES (V.O.)  
(from phone)  
Machine's in?

DINO VELVET  
(into phone)  
He's in. It will be his pleasure.

INT. PHONE BOOTH -- NIGHT -- CONTINUOUS

DINO VELVET (V.O.)  
(from phone)  
Be at 366 Hoyt Avenue, three  
o'clock, tomorrow.

Welles digs out his notepad, writing.

(CONTINUED)

WELLES  
 (into phone)  
 Where's that?

DINO VELVET (V.O.)  
 Brooklyn. Don't be late.

EXT. MOTEL COURTYARD, POOL -- NIGHT

HORNS and TRAFFIC are HEARD. Max and Welles sit in lawn chairs at the tiny pool. Welles smokes. Max drinks beer. They watch an ELDERLY WOMAN in a one piece bathing suit climb from the pool and walk to the diving board, diving in.

MAX  
 What's next?

WELLES  
 I'm trying to figure that out myself. I have to see Machine without his mask.

MAX  
 Still don't want to tell me what you're doing?

WELLES  
 Nope.

The old woman climbs out and heads back to the diving board. Welles takes out a thick ENVELOPE, hands it to Max.

WELLES  
 This is for you.

Max doesn't understand, opens the envelope, finds about fifteen thousand dollars in the envelope.

MAX  
 What's this?

WELLES  
 It's money. People use it to purchase goods and services.

Max looks at it again, can't believe it.

MAX  
 Look... that's awful generous and everything...

WELLES  
 It's not my money. The woman I got it from is never going to give it a second thought. Let's not make a big deal out of this, okay?

(more)

WELLES (cont)

(pause)

Go be a race car driver. Go run for President. Whatever.

Welles puts his cigarette out, stands.

WELLES

I'll see you around.

Welles walks away, heading to his room. Max watches him go, doesn't know what to say, looks in the envelope.

The old woman climbs out and heads back to the diving board.

EXT. BROOKLYN STREETS -- DAY

A deserted, war zone neighborhood of abandoned, graffitied buildings. A few burnt out cars on the street. Welles drives through, watchful.

Welles drives past a huge TWO-STORY WAREHOUSE, does a u-turn. He parks the car.

INT. WELLES' CAR -- DAY

Welles checks his gun, returns it to his holster.

EXT. BROOKLYN WAREHOUSE -- DAY

Welles climbs crumbling concrete stairs, looking all directions, crossing a LOADING DOCK towards a DOOR...

INT. BROOKLYN WAREHOUSE -- DAY

Welles enters slowly, trying to get his eyes to adjust to the darkness. A vast, empty space looms before him.

In the middle of the warehouse, Dino Velvet stands, in a powder blue suit, holding an archery BOW and ARROW.

DINO VELVET

There you are. Come join us.

There's a wrought IRON BED not far from Dino. MACHINE is seated on the mattress, a huge man, wearing a leather S-M harness and the same WRESTLING MASK as in the snuff film.

Welles gathers his courage, walks towards them.

Dino pulls back on the bow, aiming away across the warehouse. He stands by a TABLE with a QUIVER of ARROWS propped up. He shoots an arrow toward a large TARGET.

Strikes the target dead center, BULL'S-EYE.

As Welles gets closer, he notices several things...

(CONT)

... a 16MM CAMERA mounted on a TRIPOD, facing the bed, along with several movie LIGHTS...

... several BOWIE KNIFES are laid out on the table, beside a pair of HANDCUFFS...

... Machine is watching him as he approaches...

Welles stops, not far from Dino and Machine, but keeping his distance. Dino's still firing arrows at the target. Machine's still staring at Welles.

WELLES

(to Machine)

Hello.

Machine just stares at him with bloodshot eyes.

DINO VELVET

You brought the money?

WELLES

(takes out envelope)

Right here.

Dino lets fly another arrow... another bull's-eye, then turns to look at Welles with a smile.

DINO VELVET

Excellent.

WELLES

Where are the women?

DINO VELVET

They should be here any minute.

Welles comes forward slowly, places the envelope on the table, beside Bowie knives. He's sweating.

WELLES

(of the knives)

What are these for?

DINO VELVET

Hmm? Oh, the knives? They're just props. Nice, aren't they?

WELLES

Sure.

Dino walks across towards the target.

DINO VELVET

Machine and I were just talking about knives. The beauty of knives...

Dino pulls arrows from the target.

DINO VELVET

He was saying how fascinated he is by their simple ability to be sharp. The ability of a piece of metal to be so thin that it is almost nothing...

Dino walks back to the table, replaces the arrows in the quiver, cueing another arrow in his bow.

DINO VELVET

So close to nothingness that it cuts with minimum effort, because it's so non-intrusive. Flesh is fooled. It blooms open as the blade widens, but by then it's too late, because the knife's already doing its pure, simple damage.

Dino shoots another arrow to the target. A CLATTER attracts Welles attention. Far across the warehouse, a DELIVERY DOOR rolls upwards. A CAR with tinted windows drives in...

The MAN who opened the door, silhouetted in sunlight, stays behind to close the door as the car pulls forward...

DINO VELVET

Ah, our guests have arrived.

Machine stands. He is a giant. Welles takes a few steps back, wary, sweating hard now.

The car parks across the warehouse, not far from the target.

Dino puts another arrow in his bow, pulls it taut, aims at the target... turns, aims the arrow at Welles.

DINO VELVET

Mister Welles... would you be so kind as to remove any firearms from your person?

WELLES

What are you... ?

DINO VELVET

Take out your gun!

Welles brings his hand towards his holster...

DINO VELVET

Slowly. Let me see it.

Welles takes out his gun, looks across the warehouse

The SILHOUETTED MAN is walking this way. Can't tell if he is yet. Machine heads the direction of the parked car.

(CONT)

DINO VELVET  
Empty the gun onto the table, very  
carefully.

WELLES  
Look, I don't know what this...

DINO VELVET  
Shut up, cunt! Do exactly as I say,  
or I'll put this arrow through your  
throat.

Welles obeys, helpless, dumps the bullets out on the table.  
The SILHOUETTED MAN'S getting closer. It's Eddie Poole.

EDDIE  
Is that him?

DINO VELVET  
(to Welles)  
Put the gun down, take the  
handcuffs. Handcuff yourself to the  
bed.

Welles obeys, walks to the bed.  
Welles attaches one cuff to the bed's iron rail, fastens the  
other cuff around his wrist.

Dino puts down the bow and arrow.

DINO VELVET  
(still to Welles)  
Didn't know what to make of you at  
first, and you certainly had Eddie  
on pins and needles. But, lo and  
behold, from out of the blue came an  
old business acquaintance to explain  
everything...

Welles looks across to the car...  
The sinister lawyer, Longdale, gets out from behind the  
wheel and hands the keys to Machine, walks this way...

EDDIE  
This is the fucker? Motherfucker,  
doesn't look like anything...

Eddie walks around the bed, studies Welles. Welles watches  
him. Eddie goes to stand behind Welles, rushes forward...

PUNCHES Welles in the side of the head.  
Welles goes down, clutching his face.

EDDIE  
Doesn't look like shit.

Eddie pulls Welles to his feet, throws him against the bed,  
frisking him from head to toe.

(CONTINUE)

Longdale comes to stand beside Dino, nervous, taking out a tiny HANDGUN and pointing it at Welles. Welles looks up, holding his head, afraid, sits on the bed.

DINO VELVET

(to Welles)

You remember Mr. Longdale, don't you?

WELLES

I remember him.

LONGDALE

Let's get this over with.

DINO VELVET

Fine idea.

Dino comes to sit on the bed beside Welles.

DINO VELVET

You're going to go get the film you received from Mrs. Christian, bring it here and put it in my hand. And to save time, so we make this as efficient as possible, there's an incentive...

Dino puts his fingers in his mouth, lets out a sharp WHISTLE.

Across the warehouse, Machine uses the car keys to open the trunk of the car, pulls SOMEONE out...

It's MAX, beaten bloody, bound, face swollen, gagged, hardly conscious. Machine throws him to the floor.

WELLES

No...

Welles tries to go towards Max, yanked back by the handcuffs, pulls the bed a few inches, but it's heavy.

DINO VELVET

Friend of yours?

WELLES

Look, he's got nothing to do with this... let him go...

DINO VELVET

Can you guess what I'm going to say next?

WELLES

He doesn't know anything... he's got nothing to do with this...

DINO VELVET

Bring the film, or we kill him.

Sorrow and rage rise up in Welles, but there's no choice.

WELLES

I'll get it. It's in a safe deposit box, in the city...

DINO VELVET

How cooperative. Longdale will keep you company.

Dino takes out HANDCUFF KEYS, throws them to Longdale. Longdale approaches Welles carefully, unlocking him.

DINO VELVET

Don't let Longdale's questionable choice of weapon give you any ideas. If his fey little gun puts enough little holes in you, you'll be just as dead... and then so will Max.

EDDIE

Move it, dirtbag... !

Eddie comes to SHOVE Welles. Welles stumbles to the ground, gets to his feet. Welles walks, takes one last glance back towards Max. Longdale follows.

DINO VELVET

(watching them go)

Do hurry.

EXT. MANHATTAN STREETS -- DAY

Welles' car moves in the slow flow of traffic into mid-town.

INT. WELLES' CAR -- CONTINUOUS

Welles is at the wheel. Longdale is in the passenger seat, gun held in his lap.

WELLES

You were the middleman, am I right? Old man Christian wasn't about to go shopping for a snuff film himself.

LONGDALE

Wouldn't exactly have been possible for a man of his stature.

WELLES

So, he sent you, gave you the money, his errand-boy. And if you refused, it wasn't like you could tell anyone your pervert boss just asked you to get him a snuff film. That's the beauty of lawyer/client privilege.

LONGDALE

That's trust. Mr. Christian trusted me implicitly.

WELLES

Must have paid you a lot, for you to risk everything. Would've had to have cut yourself a real nice piece of money.

LONGDALE

I was well compensated.

WELLES

That's why you got scared when Mrs. Christian hired me. You knew about the film, figured it had to be in that safe. How'd you find me?

LONGDALE

Never mind how I found you.

WELLES

Followed me... must have freaked out when you saw me closing in on your buddies...

LONGDALE

They're no friends of mine.

WELLES

Except, you're willing commit murder with them.

LONGDALE

None of this would be happening if you would have left it alone. If you weren't digging up a girl who died six years ago. A girl no one even remembers.

WELLES

Mary Anne Mathews, that was her name. Her mom remembers her.

Welles looks at Longdale.

WELLES

You found these smut dealers and asked to buy a snuff film, right? Wanted them to find you one. Well, they didn't find you one, Longdale, they went out and made you one...

WELLES

Shut up.

WELLES

Mary Anne Mathews was alive till you paid money to have her murdered.

LONGDALE

Shut your mouth and drive!

WELLES

Did it get him off, huh, watching them cut her up? Tell me, because I really want to understand. Did he jerk off to it? You watch it with him, sit there giving him a handjob while you both watched... ?

Longdale jams the gun against Welles' side.

LONGDALE

You're making me very angry.

WELLES

Just tell me. Tell me some more of the secrets you and Christian shared. What kind of degenerate pervert was he really? What the fuck did he want with a snuff film?

LONGDALE

You're asking me why?

WELLES

I'm asking.

Longdale sits back, wipes sweat from his face.

LONGDALE

A man like Mr. Christian, a great man... all his money, all his power... a man who attained everything there was to attain...

WELLES

Why did he buy a film of some poor, lost girl getting butchered?

LONGDALE

Isn't it incredibly obvious?

WELLES

Enlighten me.

LONGDALE

Because he could. He did it because he could.

(pause)

What other reason were you looking for?

Welles tightens his grip on the wheel, numbed.

EXT. CHASE MANHATTAN BANK -- DAY

Welles double parks, puts his hazard lights on.

INT. WELLES' CAR -- CONTINUOUS

Longdale sits forward, looks to the bank.

LONGDALE

You've got four minutes till I call  
Mr. Velvet and let him know there's  
a problem.

Longdale takes a CELLULAR PHONE from his pocket, shows it.  
Welles climbs out, heading to the bank...

INT. BANK, SAFE DEPOSIT VAULT -- DAY

Welles and the SAFE DEPOSIT MANAGER enter. They go to put  
their KEYS in one drawer, unlocking it a pulling it out.

MANAGER

May I show you to a booth...

WELLES

No, I've got it.

Welles pulls the drawer open, takes the 8MM film out and  
hands the empty drawer to the manager, exiting.

INT. BANK -- DAY

Welles comes out from the SAFE DEPOSIT VAULT, pocketing the  
film, crossing towards the entrance, looking around...

... at other CUSTOMERS waiting on line...

... at a GUARD with a GUN at his side...

Welles detours, toward one of the LOAN DESKS. The BANK  
EMPLOYEE behind the desk is occupied, on the phone.

As Welles moves past the desk, he grabs a PAIR of SCISSORS  
from a pencil holder and palms it, heading to the door...

INT. WELLES' CAR -- DAY

Welles gets behind the wheel. Longdale looks at his watch.

LONGDALE

You almost went over your limit.

WELLES

Fuck you.

Welles puts the car in gear and drives.

LONGDALE  
Give me the film.

WELLES  
You'll get it when we get there.

Longdale puts the gun to the side of Welles' head.

LONGDALE  
Give me the film.

WELLES  
Go ahead, shoot me. Then try  
driving to Brooklyn with my brains  
all over the windshield.

Welles keeps driving. Longdale sits back, stewing.

INT. WAREHOUSE -- DAY

The door is kicked open. Welles enters, takes the 8MM FILM out and holds it in his hand. Longdale follows.

As Welles moves forward, his face goes slack...

Machine is seated on the bed, Eddie and Dino stand smoking cigarettes, and further on, Max is tied to the target, slumped over, three arrows in his chest. Dead.

WELLES  
No!!

Welles runs towards Max, crying out, tears in his eyes...

Machine rises, goes to intercept Welles, grabbing him. Welles tries to break free, but Machine lifts Welles up and throws him brutally to the ground.

Welles scrambles to get up...

WELLES  
You fuckers!

Eddie comes to KICK Welles in the face. Welles is sent sprawling, blood gushing from his nose. He lays there, stunned, weeping.

Eddie pries the 8MM FILM from Welles' hand, tosses it...

Dino catches the film.

Machine comes to drag Welles towards the bed.

Dino unspools the film, holding it up to examine it

Machine handcuffs Welles to the metal bedframe. Welles falls to his knees, holding his face.  
Eddie PUNCHES Welles in the head.

He looks to Max's corpse, to the smoldering film...  
Swallowing back his fear, panic and rage...

WELLES

Motherfuckers. Small time,  
motherfuckers... ! Tell me  
something...

Welles spits blood, hangs onto the bed for support.

WELLES

I know why you did it, Dino,  
Eddie... but, why'd the lawyer do  
it? Must have been a helluva lot of  
money, right? One fuckload of  
money...

Welles sits on the bed, eyes burning with fury.

WELLES

So, what are you all still doing  
small time, huh? What are you still  
doing in the sewer, Eddie?!  
Christian gave Longdale a million  
dollars to find him a snuff film.  
How much did you ever see... ?

Eddie and Dino look to Longdale.

EDDIE

What's he talking about?

WELLES

One million dollars, Dino. How much  
did he tell you he had... ?

Longdale's getting very nervous.

LONGDALE

He's lying.

WELLES

Look at him. You think he played it  
square? How much did he give you,  
how much did he keep for himself... ?

Eddie walks towards Longdale...

EDDIE

What the fuck's he talking about?

Longdale takes out his gun, aims it at Machine, Dino and  
Eddie, scared...

LONGDALE

Stay away from me.

DINO VELVET  
What's going on, Longdale? Did this happen?

EDDIE  
You sell us short, you fuck?

LONGDALE  
Stay back! You have a gun, Eddie, show it to me. Now!

Eddie slowly takes out his gun, seething.

LONGDALE  
Put it on the ground, kick it here...

Eddie puts the gun down, kicks it...  
Longdale picks it up, throws it far away.

EDDIE  
You fucking lawyer...

LONGDALE  
Move back! All of you... move!

Machine, Dino and Eddie stand between Longdale and the car with tinted windows parked across the warehouse...

DINO VELVET  
What were you thinking?

Welles watches as Machine, Dino and Eddie back slowly away from Longdale. Longdale's gun hand is shaky...

Welles tries to drag himself towards the table where his gun and bullets are, dragging the bed, inch by inch...

Longdale back away, trying to angle around the menacing trio so he can get to the car...

LONGDALE  
Back off! Everything's been taken care of, and I'm leaving now...

DINO VELVET  
You're not going anywhere if you fucked us, lawyer.

LONGDALE  
I'm leaving.

EDDIE  
You got the guts, tough guy? Gonna kill us all, is that it?

DINO VELVET  
You betrayed us.

LONGDALE

Stay where you are!

Machine edges forward, holding his hands in the air.  
Longdale brandishes the gun...

LONGDALE

Keep back!

Machine, Eddie and Dino are held at bay...

DINO VELVET

You're not gonna live through this.

Welles still tries to get to the table, wrist bleeding in  
the cuff, bed screeching across the floor...

Machine, hands up, slowly reaches behind his shoulder,  
touches the handle of a huge KNIFE sheathed to his back.

LONGDALE

Our business is done, I'm leaving,  
no one's going to stop me...

Longdale glances towards the car, seems like he's about to  
make a run for it. Dino Velvet takes a step forward...

DINO VELVET

Fuck you!

Machine unsheathes the KNIFE and THROWS...

THUNK! The knife imbeds to the hilt in Longdale's chest and  
Longdale's gun FIRES...

Dino Velvet flies backwards, shot in the face!

Dino hits the ground, screaming, writhing, hands to his  
face, blood pouring out between his fingers.

Longdale falls back onto his ass, sitting there, eyes bugged  
out in surprise. He looks down at the knife in his chest.

Machine lets out a SCREAM, runs to Dino...

Machine falls to his knees and grips Dino, tries to hold  
him. Dino's screaming, squirming frantically...

Longdale sits looking down at the knife in his chest, looks  
up, and gallons of blood pour from his mouth...

EDDIE

Fuck.

Eddie comes to look down at the Longdale. Longdale is  
back, dead, blood still flowing from his maw.

Welles drags the heavy bed, getting closer to the table.

Eddie spins, looks across to see Welles struggling...

Dino breaks free from Machine, runs blindly, still holding his gushing face, falls, tries to get back up...

Eddie runs towards Welles.

Dino stumbles forwards, writhing, then suddenly lays still.

Machine rises, looking at Dino. Tears come out from Machine's eyes and roll down his mask.

One last gasp and shudder from Dino's body; death rattle.

Welles pulls the bed, practically pulling his arm from the socket, desperately clawing towards the table...  
The table is mere feet away...

Eddie arrives, KICK Welles in the ribs...

Welles recoils. Eddie KICKS again. Welles curls into a ball. Eddie KICKS again...

MACHINE (O.S.)

NO!

Eddie stops, looks to Machine.

MACHINE

He's mine!

Machine strides over the Longdale's corpse, puts his foot on Longdale's chest, yanks out the knife...  
Machine starts this way...

Eddie backs from Welles. Welles looks up, trying to shake off unconsciousness, sees Machine coming...

Welles bows down, on his knees, as if to accept his fate...  
Reaching his free hand into his suit pocket...

WELLES

No, no, no... please, don't kill  
me... please... !

Machine arrives, knife in hand, lifts Welles' head back by the hair, brings the knife hand back...

EDDIE

Do him good.

Welles rises suddenly, arm shooting forward, STABBING  
SCISSORS deep in Machine stomach...

Machine ROARS, falling back, pitching forward...

Machine's knife clatters to the ground.

Eddie's eyes go wide.

Machine hits the floor, clutching his guts.

Welles pushes upwards with all he's got left, turns the iron bedframe onto its side, flipping the mattress off...

Eddie moves forward, furious...

Welles grabs Machine's knife, wielding it, holding Eddie off.

WELLES

Back off, Eddie...

Welles drags the now lightened bed frame towards the table. Eddie's sorely tempted, but keeps away.

Eddie turns, looks across the warehouse...

There's his gun, lying there, far away.

Eddie runs for the gun.

Welles pulls himself to the table, reaches for the gun, knocks the table over. He's got the gun, but...

Bullets hit the floor as the table falls.

Welles struggles to open his gun with his sole free hand, gets it open, holds it between his knees...

Welles grabs a bullet...

Eddie's running toward his gun, gasping for air...

Machine's on his knees, pulling the scissors out with trembling hands...

Welles puts the bullet in the gun, flips it shut, rises, taking aim across the warehouse...

WELLES

Stop Eddie!

Eddie's running...

WELLES

(pulls back the hammer)  
I swear to Christ I'll shoot you in  
the back... !

Eddie stops, hands up, about ten feet from his gun...

Machine stays on his knees, holding his bleeding stomach. Welles points his gun at Machine.

WELLES

Come back, or I put a hole in him.

Eddie's looking at his gun, so close, so far away.

(CONTINUED)

WELLES

You might make it to your gun, but not before I shoot Machine. And if I have to shoot him because of you, and I don't kill him, right after he kills me, he's gonna kill you.

Eddie turns, starts walking back...

WELLES

(to Machine)

Take off the mask.

Machine shakes his head.

WELLES

Take it off!

MACHINE

You got one bullet.

Welles looks to see Eddie heading back, keeps the gun on Machine, backs away, dragging the bed frame, looks to the DOOR behind him...

MACHINE

The only choice you have now, is which one of us kills you.

Welles backs away, drags the bedframe. Eddie's getting close. Welles points the gun at Eddie. Eddie slows.

Welles points the gun at Machine, points the gun at Eddie.

Welles puts the gun to the chain of his handcuffs, FIRES... breaks the handcuff chain.

Welles bolts to the door...

MACHINE

Get the gun!

Eddie runs back towards his gun. Machine rises with a grunt of pain, moves towards the door, but agony doubles him back over to his knees.

EXT. BROOKLYN WAREHOUSE -- DAY

Welles shoves out into daylight, fleeing down the stairs, running towards his car...

INT. WELLES' CAR -- CONTINUOUS -- DAY

Welles climbs in, gets out his keys, starts the car. He pulls away, TIRES SCREECHING. Behind, Eddie gives chase, running, FIRING his gun...

Welles ducks as BULLETS SLAM the car, SHATTERING WIND...

EXT. BROOKLYN STREETS -- CONTINUOUS -- DAY

Welles' car picks up speed, takes a turn, BURNING RUBBER... Behind, Eddie curses, runs back to the warehouse.

INT. WELLES' CAR -- CONTINUOUS -- DAY

Welles glances back, ENGINE ROARING. He tries to keep from crying, steers with one hand, holds his bleeding face.

EXT. BROOKLYN STREETS -- CONTINUOUS -- DAY

Welles' car races away.

INT. WELLES' HOME, KITCHEN -- DAY

Amy looks tired, like she hasn't slept. She feeds Cindy. PHONE RINGS. Amy goes to answer it...

AMY  
(into phone)  
Hello?

WELLES (V.O.)  
(from phone)  
Amy, it's me. Listen very carefully...

AMY  
(into phone)  
Tom? Where have you been... ?

INT. WELLES' CAR -- CONTINUOUS -- DAY

Welles drives, face caked in dried blood, cellular phone to his ear. The HIGHWAY rushes past out the car window.

WELLES  
(into phone)  
Amy, just listen. Take Cindy and get out of the house. Do it now. Go to a hotel and stay there...

AMY (V.O.)  
(from phone)  
What's wrong? Are you alright?

WELLES  
(into phone)  
I'm okay. Please, honey, I can't explain. Don't use the phone, just pack a bag and get out. I'm on my way. I'll be back at the house in three hours. Call me from the hotel when you get there...

AMY (V.O.)  
What's going on?

WELLES

Just do it, Amy, please, go.

INT. WELLES' HOUSE, KITCHEN -- CONTINUOUS -- DAY

Amy hangs up, scared. She goes to grab Cindy up into her arms, hurrying out of the kitchen and going upstairs.

EXT. HIGHWAY -- CONTINUOUS -- DAY

Welles' car tears down the freeway, passing other cars.

EXT. WELLES' NEIGHBORHOOD -- NIGHT

Suburban streets. Welles' car arrives, parks. Welles gets out, starts across a neighbor's yard, cuts between houses...

EXT. WELLES' HOUSE, BACKYARD -- NIGHT

Welles enters his backyard, slowing, taking out his gun. He keeps behind shrubbery, surveying his dark house.

INT. WELLES' HOUSE, DOWNSTAIRS LIVING ROOM -- NIGHT

Welles uses a key to unlock the SLIDING GLASS DOOR, opens it slow, enters, gun up, searching the darkness.

INT. WELLES' HOUSE, OFFICE -- NIGHT

Welles pushes the door open, checks this room.

INT. WELLES' HOUSE, BEDROOM -- NIGHT

Welles makes sure the bedroom's empty, looks in the bathroom. He puts his gun away, leaves the lights off.

He goes to the PHONE on the bedside table, unscrews the earpiece. He removes a small, wire-mesh BUGGING DEVICE.

INT. WELLES' HOUSE, KITCHEN -- NIGHT

Dark. Welles picks up the cordless phone, struggles to pry the receiver open. He discovers another small BUG.

He drops the BUGS to the floor, crushes them under foot.

He puts the phone back together and is replacing it when it RINGS LOUDLY. Welles is startled, drops the phone...

Welles takes a breath, trying to shake off the jitters. He picks up the RINGING PHONE, answers it...

WELLES

(into phone)

Honey... ?

MACHINE (V.O.)  
 (from phone)  
 Not quite.

Welles stiffens.

MACHINE (V.O.)  
 Nothing like getting home after a  
 rough day. Home sweet home.

Welles moves into the HALL, towards the front door...

MACHINE (V.O.)  
 Walk away. Pack your bags, put the  
 wife and kid in the car and find a  
 place to hide. If you're lucky,  
 you'll never see me again.

Welles takes out his gun, opens the front door, looking out.  
 The street in front of the house is empty. CRICKETS CHIRP.

WELLES  
 I don't know if I can do that.

MACHINE (V.O.)  
 I know who you are. I know where  
 you live. I know everything I need  
 to know to find you.  
 (pause)  
 Who am I?

MACHINE is HEARD HANGING UP the phone.

INT. HOTEL ROOM -- NIGHT

Cindy's crying. Amy opens the door with the chain on, sees  
 Welles, lets him in. Amy and Welles embrace, kissing. Amy  
 touches Welles damaged face, worried...

AMY  
 What happened to you?

WELLES  
 I'm okay, honey, I'm okay. Are you  
 alright?

AMY  
 What's going on, Tom? What happened?

WELLES  
 I can't tell you, Amy. You know I  
 can't. You have to try to see...

AMY  
 Tom...

WELLES

It has to be this way for now. It won't be long.

Welles goes to pick up Cindy, tries to comfort her, kisses her red face as she keeps crying.

AMY

Why haven't you called? Why don't you answer your phone?

WELLES

I don't know. I'm sorry...

AMY

You're sorry? What was I supposed to think?

Amy comes to take Cindy from him.

AMY

You owe me an explanation. You can't treat me like this.

WELLES

I wanted to call. I couldn't.

AMY

You couldn't?

WELLES

You don't understand...

AMY

No, I don't, because you're not telling me anything!

WELLES

I was in hell. If I called you... if I heard your voice... it would have been so easy for me to quit. I couldn't do that.

Tears comes to Amy's eyes.

AMY

You should have.

WELLES

Amy, I'm not going to let anything happen to us.

AMY

Look where we are. Look at yourself. You son of a bitch, you don't have any idea what you're putting me through...

WELLES

I don't know what to say...

AMY

You're killing me...

WELLES

Don't...

AMY

What was I supposed to think happened to you?!

WELLES

Amy...

Welles goes to Amy, but she pulls away. She sits on the bed. Cindy's still crying. Welles sits beside Amy, puts her arms around her.

WELLES

Forgive me.

Amy cradles Cindy. Welles rests his head on Amy's shoulder, places one hand on Cindy.

WELLES

We have to stay here a few days.  
I'll get more clothing from the  
house if I can. I'm sorry.

(pause)

We're going to be okay.

Welles rises. He goes to the PHONE, starts dialing. Amy looks at him, wipes tears.

AMY

Who are you calling?

WELLES

Mrs. Christian.

AMY

What?

WELLES

She's all I've got. She's the only  
witness.

AMY

Tom... she's dead.

Welles looks to Amy.

AMY

She's dead.

WELLES

That can't be. I just...

AMY

She died in her sleep three days ago. It was in the paper...

WELLES

I just talked to her.

Cindy's crying. Welles sits into a chair, trying to understand this, his mind racing. He hangs up the phone.

AMY

How could you not know?

Misery pulls down the corners of Welles' mouth. He tries to find words, but none come. He sits forward and hides his face in his hands, overwhelmed. Cindy's crying.

INT. HOTEL ROOM -- LATER NIGHT

Cindy sleeps, encircled by pillows and blankets on the bed. Amy watches her, runs her hand gently across Cindy's head.

Amy rises, turns out the light, goes to a BALCONY DOOR...

EXT. HOTEL ROOM, BALCONY -- NIGHT

Welles sits with his feet up on the balcony rail, looking into the parking lot. Amy joins him, sits.

AMY

Promise you'll stay.

Welles looks at Amy.

WELLES

Promise you won't go back there, wherever you were. Whatever it was, forget it.

Welles takes a deep breath, nods his head.

AMY

Promise me.

Welles looks out into the night sky of stars.

WELLES

I promise.

Amy comes to kiss Welles. Welles wraps his arms around her and holds her tight. She holds him.

INT. HOTEL ROOM -- LATER NIGHT

Amy's asleep on the bed beside Cindy. Welles comes from the bathroom in a fresh shirt and suit, turns off the bathroom light. He stands looking at Cindy and Amy

EXT. HOTEL -- NIGHT

Welles exits the hotel, heading to his Ford.

INT. WELLES' CAR -- NIGHT

Welles drives, staring ahead. Through the windshield, the headlights illuminate the endless roadway.

EXT. KENNEDY AIRPORT -- NIGHT

Airplanes take flight. Manhattan glitters in the distance.

EXT. WILSHIRE OFFICE BUILDING -- DAY

Eddie Poole's building. A typically bright, sunny LA day. In the street, Welles parks a rental car, gets out.

INT. WILSHIRE OFFICE BUILDING, 8TH FLOOR HALL -- DAY

ELEVATOR doors open and Welles gets off. He moves down the hall, around a corner, heading to "Celebrity Films."

Welles tries the door knob, finds it locked. He looks around, takes two steps back, KICKS forward... SMASHES the translucent glass of the door...

INT. CELEBRITY FILMS OFFICE -- DAY

Welles pushes broken glass out of the way, reaches in to open the door. The office has been cleaned out, trash on the floor, desk drawers hanging open and empty, shelves empty, posters gone...

Welles grabs one of the file cabinets, pulls it open, finds it empty, pulls it all the way out and throws it.

INT. 8TH FLOOR HALLWAY -- DAY

People peer out from other offices, worried. Welles exits Eddie's office, ignoring them, goes around the corner, straight to the STAIRWELL, heading downstairs...

EXT. HOLLYWOOD HILLS -- DAY

Welles rental car parks down the hill. Welles climbs out, walking up the hill, heading for Eddie's ramshackle HOUSE.

EXT. EDDIE'S HOUSE, GARAGE -- DAY

Under the stilts of the porch, Welles passes Eddie's car, looks in to see it loaded with BOXES and belongings. Welles moves on to a door at the back of the garage. He takes out LOCK-PICKING TOOLS.

INT. EDDIE'S HOUSE, STAIRWAY -- DAY

Welles enters slow, pockets the tools, takes out his gun. FOLLOW him up the stairs, into a hallway, past a LAUNDRY ROOM with washer and dryer, into a LIVING ROOM...

Welles sweeps the room with his gun, wired. Eddie's house is predictably a trash heap, strewn with VIDEOS, MAGAZINES, dirty DISHES and fast food remnants. Welles moves on...

INT. EDDIE'S BEDROOM -- DAY

Eddie's throwing clothing into a suitcase, hurried. Welles comes into the doorway, taking aim, edging forward.

WELLES

Hello, Eddie.

Eddie spins, startled.

WELLES

Put your hands on your head.

Eddie looks out of the corner of his eye... to his GUN.

WELLES

Put your hands behind your head, lock your finger together, get down on your knees.

Eddie does as commanded, gets to his knees. Welles moves towards him, very nervous, white-knuckling the gun. He KICKS Eddie in the stomach, doubles him over.

WELLES

I owe you a few.

Welles KICKS again.

INT. EDDIE'S KITCHEN -- DAY

Welles enters the filthy kitchen, carrying Eddie's gun. At the sink, Welles pops the gun's clip. He pushes the bullets out into his palm, one by one.

He dumps the bullets into the GARBAGE DISPOSAL, drops the clip in, turns it on. The DISPOSAL makes a terrible GRINDING NOISE, straining, till it finally goes dead.

INT. EDDIE'S LIVING ROOM -- DAY

Welles goes to the picture window and closes the curtains. He turns on a lamp, goes back towards the bedroom. After a moment, he returns, dragging Eddie on the floor...

Eddie's bleeding out his nose, hands DUCT TAPED together behind his back, legs bound at the ankle, dragged by a belt around his neck, choking...

Welles drops the belt, undoes it from Eddie's neck. Eddie gasps for air. Welles pulls him up, puts him on the couch.

WELLES  
Don't go anywhere.

Welles heads for the stairs...

EXT. EDDIE'S GARAGE -- DAY

Welles goes to Eddie car, tries the door, it's unlocked...

IN THE CAR

Welles takes the thick THOMAS GUIDE map book off the dash.

INT. EDDIE'S LIVING ROOM -- DAY

Welles returns. Eddie's on the floor, wriggling. Welles drops the Thomas Guide on the coffee table, picks Eddie up, throws him back onto the couch.

EDDIE  
I'm gonna kill you.

WELLES  
Don't bore me with that bullshit.

EDDIE  
How'd you find me here?

Welles PUNCHES Eddie in the ear.

WELLES  
Don't ask questions.

EDDIE  
Fuck you!

Welles PUNCHES Eddie in the same ear. Eddie's hurting. Welles rubs his aching knuckles.

WELLES  
Starting to recognize a pattern?

EDDIE  
What do you want?

WELLES  
Who is Machine?

EDDIE  
I don't know...

WELLES  
I want his name.

EDDIE  
I told you, I don't know.

WELLES

I will never get tired of hurting you, Eddie, so you might want to change your attitude.

EDDIE

What the fuck am I gonna protect that freak for? He was Dino's boy, not mine. He shows up with his mask on, leaves with his mask on. Nobody knows.

Welles kicks junk off a chair, sits, takes out his gun.

WELLES

Okay, we'll come back to that. So, six years ago a guy contacts you, through the classifieds, over the phone, however he does it. It's Longdale, looking for a snuff film. And you, entrepreneur that you are, tell him you can hook him up.

EDDIE

Yeah, the fucking lawyer.

WELLES

Told him you could get him a snuff film.

EDDIE

Yeah.

WELLES

How much did he pay you?

EDDIE

Thirty thousand each, that fucking cocksucker.

WELLES

That's all? Thirty each. That's all it took for you to murder her?

EDDIE

It was a lot of fucking money.

Welles stands and paces, despairing. He picks up a LAMP and throws it, SHATTERS a MIRROR, keeps pacing...

WELLES

So... you brought Dino in, and he brought Machine. And, one day, a girl walked into your office because you had an ad in the paper for models. And she never walked out.

EDDIE

Something like that.

WELLES

What did you do, knock her out,  
shoot her up... ?

EDDIE

What the fuck do you want from me?

WELLES

I want to know. I want to know  
exactly what you did to her!

EDDIE

Fuck you then, you want to know? I  
talked her up, told her how  
beautiful she was, told her she was  
gonna be a star. I told her I was  
gonna get her a screen test, and  
while I'm doing that, I got her a  
soda and dropped a mickey. When it  
was dark enough, I rang Dino and  
told him it was go time, I put her  
in the trunk of my car and we went  
and we fucking did it. That's what  
happened. She's dead. She's been  
dead a long fucking time. Nobody  
fucking cares!

Welles puts down his gun, picks up the Thomas Guide, holding  
it in both hands, SWINGS -- SLAMS Eddie across the face...

Eddie's stunned, lips bleeding. He faces forward.

EDDIE

You wanted to know, now you know.

Welles SWINGS the Thomas Guide -- POUNDS Eddie's face again.

Welles drops the Thomas Guide in a chair, picks up his gun,  
leaves the room...

INT. EDDIE'S KITCHEN -- DAY

Welles enters, starts looking through DRAWERS, searching.  
He finds SILVERWARE, selects a serrated STEAK KNIFE...

INT. EDDIE'S LIVING ROOM -- DAY

Welles returns, goes to grasp Eddie by the shirt collar,  
drags him to the floor, face down. Welles stands on Eddie's  
neck, uses the knife to cut the duct tape on Eddie's hands.

EDDIE

That's right, motherfucker, cut me  
loose. Be a man.

Welles tosses the knife, gun trained on Eddie, picks up the  
Thomas Guide and throws it at Eddie...

WELLES

Show me!

Eddie, hands now free, pushes himself to a seated position, looks at the Thomas Guide.

WELLES

Show me where you did it, on the map, exactly where you did it.

EDDIE

Why?

WELLES

Because we're going there.

EXT. 134 FREEWAY -- DAY

Welles' rental car SPEEDS down the highway, east towards Pasadena, leaving the City of Los Angeles on the horizon.

EXT. MOUNTAIN HIGHWAY -- DAY

Welles' car travels a winding HIGHWAY that serpentine up into the scenic, forested SAN BERNADINO MOUNTAINS.

EXT. BIG BEAR -- DUSK

The sun is low. Big Bear Lake is vast, surrounded by wilderness on all sides. Welles' car follows a TWO-LANE ROADWAY that runs along the lake's southern shore.

Welles' car passes sporadic SUMMER HOMES and CABINS.

EXT. DESERTED ROADWAY -- NIGHT

Heavy forests border close to the road. Welles' car travels alone, headlights on, slowing as it comes to an overgrown gravel DRIVEWAY with a rusty CHAIN strung across it.

IN THE CAR

Welles leans forward to look up at an old SIGN of broken neon and peeled paint: "Big Bear Motor Lodge."

Welles pulls forward, puts the car in reverse...

ON THE ROADWAY

Welles' car backs up, angling, till the rear bumper comes against the chain, BACKING... till the CHAIN SNAPS.

Welles' car pulls forward across the empty roadway, turns around... accelerates down the overgrown driveway...

EXT. BIG BEAR MOTOR LODGE -- NIGHT

Welles' car comes down the driveway, into a small LOT

## IN THE CAR

THROUGH THE WINDSHIELD: headlights reveal what's left of the abandoned MOTOR LODGE, a REGISTRATION OFFICE at the center with attached wings of rooms on both sides.

The LEFT WING of rooms is a fire ravaged, burnt-out skeleton. What remains of the OFFICE and RIGHT WING is boarded over, falling apart. No window has gone unbroken.

## IN THE LOT

Welles turns out headlights and parks. He gets out, walks to look up the driveway. A CAR is HEARD. HEADLIGHTS can be seen a good distance away through the forest as the CAR PASSES.

Welles goes to his car, unlocks the trunk and opens it. Eddie's lying in there, arms and legs bound, gagged.

## INT. MOTOR LODGE ROOM -- NIGHT

The door is shoved inward, hanging crooked by one hinge. Eddie enters first, hands still bound behind him. Welles pushes Eddie forward, gun out.

Welles turns on his penlight FLASHLIGHT, shining it into the room. There dead leaves all over the floor. The room's empty except for a CHAIR lying on its side.

Welles sweeps the room with the inadequate light. This is where Mary Anne Mathews died, vaguely recognizable from the snuff film, without the furniture.

EDDIE

What are we doing here?

Welles goes to the bathroom door, keeping the gun trained on Eddie, pushes the bathroom door open with his foot...

The bathroom's cracked MIRROR reflects the penlight and Welles' palely lit face.

WELLES

That night... you didn't have to be in the room, but you were.  
(looks to Eddie)  
Why? Why did you watch?

Eddie goes to the chair, tips it upright with his foot, sits.

EDDIE

I don't know. I felt like it. I never saw anyone get done before.

WELLES

You enjoy it?

EDDIE

Made me sick, but what did I care?  
What did I care if some hump wants  
to beat off to that. It was just  
something I was doing for money.

WELLES

Tell me what happened.

EDDIE

What do you want to know? You saw  
it, you saw the loop...

WELLES

Nobody saw you bring her in?

EDDIE

There wasn't nobody around. This  
place was a shit-hole. I backed up  
the car to the door and we carried  
her in, like groceries. Dino made  
her eat a bunch of pills, we laid  
out the plastic, put film in the  
camera and Machine went to work.

WELLES

What did you do with her body?

EDDIE

Took it out the bathroom window.  
Buried it in the woods.

WELLES

Show me.

EXT. BIG BEAR MOTOR LODGE -- NIGHT

Eddie and Welles come around the corner of the abandoned  
motel, Eddie leading the way, Welles following with gun and  
flashlight, into the dense forest...

EDDIE

What are you thinking you're gonna  
do... ?

Welles shoves Eddie ahead.

WELLES

Keep moving.

EDDIE

Where do you think you're taking  
this, huh? Gonna be a big hero,  
avenge that little girl's death?  
Gonna make everything right with the  
world? How you gonna do that... ?

(CONTINUED)

## FURTHER ON

Welles and Eddie come over a hill, deeper into the forest...

EDDIE

You can't go to the cops. All you can do is cut me loose and walk away, because you got nothing...

WELLES

Stop talking.

EDDIE

You got absolute zero.

WELLES

Show me where you buried her.

EDDIE

I don't know...  
(nods to forest)  
... out there somewhere.

WELLES

Where? Show me where.

EDDIE

I fucking don't know. What do you think... we weren't burying treasure. We didn't pace it out so we could come back and get it. We dug a hole and we put her in it. Your guess is as good as mine.

Welles walks ahead of Eddie, distraught, shining his flashlight ahead across the indecipherable forest floor.

EDDIE

You'll never find her. Nobody ever will, and even if they did, it doesn't mean nothing. Bring in the cops, bring in the F.B.I., fuck 'em all. Without the film, it never happened. Don't you get it? It's over. You can't do anything.

Welles turns, aims his gun at Eddie, furious.

WELLES

I can kill you. I can leave you out here, just like you left her.

Eddie's not backing down.

EDDIE

Do it.

WELLES

Don't think I won't...

EDDIE

Do it! Put me out of my misery so I don't have to listen to you whining anymore. You think it's so easy... ?

WELLES

Easy enough for you.

EDDIE

I never killed anyone.

WELLES

That's right, you just stood there and watched, because you "felt like it." Almost makes you worse.

EDDIE

What do you want? You want me to fall to my knees and start crying like a baby... ?

Eddie walks towards Welles. Welles backs away...

EDDIE

Where you going? You're the one with the gun. Aren't I defenseless enough? Come on...

Eddie comes ahead, defiant, the gun inches from his face.

EDDIE

Go ahead and kill me. Kill me with that gun, your gun, right, registered in your name? Dig the hole yourself, with your bare hands, bury the body with your bullets in it. Fucking do it!

Welles step forward, presses the gun against Eddie's forehead, pulls back the hammer...

Eddie just stares back at Welles with hatred in his eyes.

Welles is terrified, unsure... trying to muster the courage to do it... gun hand trembling... finger on the trigger...

INT. MOTOR LODGE ROOM -- NIGHT

Eddie's thrown face down to the floor. Welles comes to sit on Eddie's back, facing Eddie's feet, holsters his gun. takes out duct tape and grabs Eddie's feet, wrapping them...

EDDIE

You pussy.

Welles keeps going around Eddie's ankles with the duct tape, till Eddie's securely bound.

He rips the tape roll free and gets up, walking out...

EDDIE

Fucking pussy!

EXT. MOTOR LODGE -- NIGHT

Welles pulls the door closed behind him, walks to his car.

IN THE CAR

Welles opens the passenger door and sits, shaken, at his wit's end. He opens the glove compartment, finds cigarettes, digs one out and lights it.

He looks back to the motel room.

He looks down to the glove compartment, at his CELLULAR PHONE. After a moment, Welles picks up the phone, looks at it in his hand.

IN THE LOT

Welles gets out of the car, gets up on the hood, lays back, staring at the sky. He closes his eyes, smokes.

Welles opens the phone, looks at the illuminated numbers. He digs in his suit jacket pocket, takes out his notepad, pages through, studies one page.

Welles sits up. He gathers himself, throws his cigarette, dials a number, puts the cellular to his ear, afraid...

MRS MATHEWS (V.O.)

(from phone)

Hello... ?

WELLES

(into phone)

Mrs. Mathews? It's Thomas. Do you remember, I was there a few weeks ago... asking about your daughter...

MRS MATHEWS (V.O.)

(from phone)

I remember. You just left...

WELLES

(into phone)

I have to tell you something. It won't be easy for you to hear. It's about your daughter... Mary Anne...

(struggling)

When I... when I was there with you, I found her diary, in your attic, in a box of silverware. If you read it, you'll know what I'm telling you is true...

Welles climbs off the car, paces, aching with misery...

MRS MATHEWS (V.O.)

What are you talking about... ?

WELLES

She went to California, to Los Angeles... she wanted to start over. She wanted to be an actress...

MRS MATHEWS (V.O.)

What... ?

Tears comes to Welles' eyes. It's the hardest thing he's ever had to do in his entire life.

WELLES

Mrs, Mathews, your daughter is dead. She's dead.

MRS MATHEWS

Who is this... ?

WELLES

Someone... some men, they took your daughter and they drugged her, and they took her to a motel room... they did terrible things to her...

MRS MATHEWS (V.O.)

Who are you?!

WELLES

They brought her into the room... one man, he put a knife to her throat and he raped her...

MRS MATHEWS

No...

WELLES

He raped her and...and...and he murdered her...he cut her up with knives...

MRS MATHEWS

No... no... no...

WELLES

They killed her, and they took her out in the forest somewhere and they buried her...

MRS MATHEWS (V.O.)

Why... why are you doing this to me... ?!

WELLES

They murdered her, Mrs. Mathews, I'm sorry. It happened a month after she ran away. She's been dead all this time...

MRS MATHEWS is HEARD SCREAMING, letting out a CHOCKING SOB. Welles falls back against the car, holds his head, weeping...

WELLES

I'm sorry, I'm so sorry... there wasn't anything anyone could do...

Welles pushes disconnect, lowers the phone, drops it to the ground, utterly drained. He puts his forearm over his eyes, gasping, sucking air...

He looks to the motel room, tamping down his sorrow, willing it to fuel his rage...

He takes out his gun, hands unsteady, determined, opens the gun and pours the bullets out. He closes the gun and walks towards the motel room...

INT. MOTOR LODGE ROOM -- CONTINUOUS

Welles SHOVES the door aside. The door's hinge breaks and the door falls...

Eddie sits propped up against one wall, turns to look...

The door SLAMS to the floor.

Welles moves forward, enraged, closing on Eddie, raising his arm with the gun grasped by the butt...

Eddie's eyes go wide with fear...

Welles SWINGS the gun down at Eddie's head...

EXT. MOTOR LODGE -- NIGHT -- CONTINUOUS

The only SOUNDS come from the NIGHT FOREST. CRICKETS and distant BIRDS. We can't see anything but the TOTAL DARKNESS through the open door of the room. A CAR is HEARD, getting LOUDER as it passes, FAINTER as it gets further away.

Finally, Welles comes to the doorway, in shock, steadying himself against the door frame, shirt and suit spattered red. His gun hand and gun are soaked with dripping blood.

Welles looks back into the room, backing away. He turns and goes to his car...

IN THE CAR

Welles climbs in the driver's side, shoves his bloody gun into his holster, tries to wipe blood from his hand onto his shirt, revolted. He starts the car.

INT. EDDIE'S HOUSE, LIVING ROOM -- NIGHT

Welles enters and crosses through...

INT. EDDIE'S KITCHEN -- NIGHT

Welles goes to the kitchen sink, turns on the water, starts scrubbing his bloody hands, using dishwashing liquid, scrubbing his hands desperately under running water.

EXT. EDDIE'S GARAGE -- NIGHT

Welles comes out of the house, goes to open the rear door of Eddie's car, looking through BOXES of Eddie's belongings...

INT. EDDIE'S LIVING ROOM -- NIGHT

Welles comes up the stairs with a BOX, dumps the contents onto the living room floor: it's CHILD PORNOGRAPHY, Eddie's collection from the office, HUNDREDS of PHOTOS...

INT. EDDIE'S KITCHEN -- NIGHT

Welles pulls open Eddie's cabinets, searching. He finds POTS and PANS, choosing a few of the largest...

EXT. EDDIE'S GARAGE -- NIGHT

Welles uses a cut piece of GARDEN HOSE, siphoning GAS out from Eddie's car, filling several kitchen POTS...

INT. EDDIE'S LIVING ROOM -- NIGHT

Welles comes up the stairs, carries POTS of gasoline, dumps the gasoline onto the pile of PHOTOGRAPHS...

INT. EDDIE'S BEDROOM -- NIGHT

Welles dumps gasoline over Eddie's bed...

INT. LIVING ROOM -- NIGHT

Welles stands at the pile of gasoline soaked photos, taking out a MATCHBOOK, lighting one, lighting the whole book...

EXT. EDDIE'S HOUSE -- NIGHT

Welles walks down the dark hill, heading to his car. He gets in, starts the car and drives downhill, leaving the headlights off. BEHIND, the windows of Eddie's ramshackle HOUSE grow bright as FIRE SPREADS and CURTAINS BURN.

INT. LOS ANGELES AIRPORT -- NIGHT

Welles stares ahead, in fresh shirt and suit, waiting at a CHECK-IN COUNTER.

The female AIRLINE AGENT behind the counter types in her COMPUTER, stamps his ticket.

Welles shifts his gaze, something catches his eye...

Beside a stapler on the counter, a PAIR of SCISSORS.

AGENT

There you are, Mr. Welles, confirmed through to Kennedy. Gate 32B.

Welles stares, fixated on the SCISSORS.

AGENT

Mr. Welles?

Welles looks to the agent holding up the ticket.

AGENT

Gate 32B.

Welles accepts the ticket.

EXT. MANHATTAN MOTEL -- NIGHT

The Empire State Building in the distance says NYC, and a CAMERA PAN DOWN says another seedy MOTEL...

INT. MOTEL ROOM -- NIGHT

Welles sits at a small desk, looking through a PHONE BOOK, white pages, finds... "HOSPITALS."

Welles picks up the PHONE, chooses a number, dials it...

WELLES

(into phone)

Hello, can you connect me with the duty nurse?

(waits)

Hello, this is Lieutenant Anderson down here in the Thirteenth Precinct. I've got a helluva problem I was hoping you could give me a hand with. We had a stabbing incident a couple of days ago, and it looks like the supposed victim gave us a false name and address. Can you tell me if you had an adult male with an abdominal wound in you E.R. in the last forty-eight hours?

(listens)

You'd remember this guy; a body-builder, real big guy, five foot eleven, with acne all over his chest and back...

(listens)

Alright, thanks for your help.

Welles hangs up, uses a pen to cross out a number in the phone book, starts dialing the next number.

DISSOLVE TO:

INT. MOTEL ROOM -- LATER NIGHT

Welles lies on the bed, on the phone, rubbing his eyes.

WELLES  
(into phone)  
... guy sticks out like a sore  
thumb. Five foot ten or eleven,  
body-builder, bad acne...  
(listen)  
Okay, thanks anyway.

Welles gets up, hangs up, brings the phone back to the desk.

DISSOLVE TO:

INT. MOTEL ROOM -- MORNING

The PHONE BOOK'S open on the desk with nearly a hundred hospital phone numbers crossed out.

WELLES (O.S.)  
... abdominal wound. You'd know him  
if you saw him...

Light cuts into the room from between the curtains. Welles paces, carrying the phone with him, weary.

WELLES  
(into phone)  
He's a body-builder, stands just  
under six feet...

Welles stops in his track, listening, suddenly attentive.

WELLES  
(into phone)  
That's right... covered in acne.  
That's him, that's the guy. Listen,  
we, uh... we think he filed a bogus  
report on this stabbing, gave us a  
false name and address...  
(listens)  
Yes, I'll hold.

Welles goes to the desk, takes out his notepad. He starts feeling his pockets for his pen, can't find it, lifts the telephone book, searching, looks under the desk...

Welles ducks under the desk to grab the pen off the floor.

(CONTINUED)

WELLES  
 (into phone)  
 Yes... yes.  
 (sits, writing in pad)  
 Christopher Higgins. Thirty-  
 fifteen, Thirty Fifth Street.  
 Where? Astoria, Queens.

Welles is scribbling all this down in his notepad.

EXT. QUEENS STREET -- DAY

A relatively quiet residential street. HOMES are small, two story affairs, close together, each very much like its neighbor, some with tiny yards fenced in by brick walls.

Welles' Ford comes slowly down the street. CHILDREN in school uniforms are heading off for the day in groups.

Welles parallel parks.

IN THE CAR

Welles turns off the engine. He's watching a HOUSE on the other side of the street. The house is brick on the bottom, aluminum siding on top, quaint, with brick staircase from the front door down to a GARAGE underneath, plastic PINK FLAMINGOS on the small lawn.

Cars pass in the street. Welles watches school children pass on the near sidewalk. He slumps down a little in his seat, adjusting the rearview mirror, adjusting his side mirror, rolling up the window.

Welles takes a cautionary look around, takes out his gun, pours bullets out and pockets them. He picks up a PAPER BAG off the passenger seat and opens it.

He takes out a long, thin metal FILE, pulling off the shrink wrap packaging, feels the file with his thumb.

Keeping his open gun low under the steering wheel, Welles slides the file into the barrel, scraping gently all along the gun's inner barrel.

DISSOLVE TO:

INT. WELLES' CAR -- LATER DAY

Welles sits smoking a cigarette, watching the quaint house. He looks in his side mirror...

There's a large CAR coming down the block with its turn signal on. Welles slumps a little lower.

The car passes, slowing. The GARAGE DOOR of the quaint house begins to open.

Welles watches...

Can't really see the driver of the car except for the back of his head, but he's huge. It's a good bet it's Machine. Beside him in the passenger seat is a GREY HAired OLD WOMAN.

The car pulls into the darkness of the quaint house's garage. After a moment, the OLD WOMAN comes from the garage, walks with a cane, wears glasses. She goes to the sidewalk, checks her MAILBOX, finds it empty.

Welles watches.

The old woman goes back to the garage. She goes inside. The garage door closes behind her.

DISSOLVE TO:

INT. WELLES' CAR -- NIGHT

Welles still watches the house. There's a light on in one of the second floor windows, curtains closed.

Welles yawns, shaking his head, trying to stay awake.

At the quaint house, a light comes on in the front picture window. Looks like a living room or dining room. The old woman comes to sit at a table.

Welles takes binoculars off the front seat...

THROUGH BINOCULARS

The old woman says something to someone we cannot see. She's at the dinner table, with a place setting in front of her. After a moment, someone joins her...

It's Machine, you can tell by his bulk, by his huge forearms. The lacy curtains of the window block part of our view, so we never see his face.

IN THE CAR

Welles lowers the binoculars, still watching.

Through the window across the street, Machine can be seen putting a plate of food in front of the old woman. The old woman smiles up at him, says something.

Machine goes to light two candles on the table with matches, then goes back to stand beside the old woman.

Machine is seen from behind, bends to give the old woman a kiss on the cheek, then leaves the room. The old woman starts to eat.

DISSOLVE TO:

## INT. WELLES' CAR -- DAY

Dawn light is just breaking. Welles has fallen asleep, slumped low behind the wheel, snoring lightly.

Welles awakens with a start, looking around, confused. He calms, rubbing his eyes, wiping sweat from his features.

## ACROSS THE STREET

The quaint house's garage door begins to rise.

## IN THE CAR

Welles sees this, keeps low, watching... The big car backs out into the street. The old woman's behind the wheel, wearing a hat, driving away, alone.

Welles watches the car head away in the rear view mirror.

## ON THE STREET

Welles gets out of his car, shuts the door quietly behind him. He starts walking towards the quaint house, looks all directions, making sure no one's around.

Ahead, the garage door begins to close.

Welles picks up the pace, trying not to look too conspicuous. The garage door's halfway down...

Welles runs towards the garage, has to dive and roll to get there, but he makes it under the door just as it closes.

## ABOVE

In ONE WINDOW of the quaint house, an eyeball is peering out from lacy curtains, then moves away and curtains fall shut.

## INT. QUAIN T HOUSE, GARAGE -- DAY

Welles gets up, takes out his gun, brushing off. The garage is dark, full of BOXES and JUNK. Welles moves towards the door to the house.

## INT. QUAIN T HOUSE, BEDROOM -- DAY

Machine, in t-shirt and jeans, seen only from behind, comes to a DRESSER and opens a bottom drawer. His huge hands push clothing aside, digging deep to the bottom of the drawer taking out the WRESTLING MASK.

Machine stands straight, pulling the mask down over his head.

## INT. BASEMENT -- DAY

Welles enters from the garage, gun up. The dank basement is small. A PILE of LAUNDRY lies on the floor near a WASHING MACHINE.

SHEETS hang off several CLOTHES LINES strung across two metal poles. Welles leads with his gun...

He moves around the sheets, looking behind them. There's a WOODEN STAIRCASE leading upstairs. Welles starts up, treading lightly, trying not to make a sound...

INT. KITCHEN -- DAY

Welles slowly opens the door to the kitchen, pointing his gun. No one here. The decor is feminine, neat and tidy. It's grandma's house, and it shows, with gaudy PRINT WALLPAPER everywhere, every shelf displaying HUMMEL FIGURINES or COLLECTORS PLATES. Very Home Shopping Network.

INT. DINING ROOM/LIVING ROOM -- DAY

Welles slowly opens the swinging door, entering from the kitchen, sweeping the room with his gun. No sign of Machine. The whole house is dead quiet.

He passes the dining room TABLE where he watched the old woman eat last night... passes fake PAINTINGS on the walls, of waterfalls and sunset mountain landscapes... moves into the living room area...

Yellow shag CARPET. A pink SOFA is covered in clear plastic, facing an old TELEVISION in faux-wooden cabinet. Welles heads for a staircase leading to the second floor.

Welles creeps up the stairs...

INT. SECOND FLOOR HALLWAY -- DAY

Welles comes up from the stairs, arrives at a closed DOOR. He opens the door. It's a linen closet, with TOWELS and SHEETS on shelves, and a shelf of MEDICINE.

Welles shuts the door and moves on. There are TWO DOORS ahead, both closed. Welles takes the one to the right...

INT. MACHINE'S BEDROOM -- DAY

Welles pushes the door in, enters warily. There's a constant SCRATCHING HEARD. The room is like a child's, except the BED is huge. Shelves are full of BOARDGAMES and COMIC BOOKS. A DANZIG POSTER on the wall. There's a RECORD PLAYER with LP RECORDS beside it. A record turns on the turntable, the needle caught at the center, SCRATCHING...

Welles eases his way over to the closet... reaching... Pulls it open, steps back, gun up. Nothing. Just clothing.

INT. SECOND FLOOR HALLWAY -- DAY

Welles crosses, opens the door across the hall, enters DOWN THE HALL, very slowly, Machine's head rises on the stairs, in the garish wrestling mask, peering.

INT. GRANDMA'S ROOM -- DAY

Welles stays near the door, looks around. There's a fuzzy sky-blue COMFORTER on the bed, fuzzy blue SLIPPERS nearby. Lots of bottles of MEDICINE on the bedside table.

Welles lowers his gun, takes a step back, into the hall...

INT. SECOND FLOOR HALLWAY -- DAY

Welles turns...

Machine charges down the hall, screaming with rage, BOWIE KNIFE raised to kill...

Welles brings his gun up, but Machine's upon him, stabbing...

Welles catches Machine's hand, stops the knife. Machine grips Welles' gun hand, shoving him back...

Welles is SLAMMED against the wall, grappling, gun hand pinned. Welles GUN GOES OFF, once... twice...

BLOWING HOLES in the ceiling. Machine's grunts, pushing the knife forward... closer to Welles' face... closer...

Welles struggles, overpowered. The tip of the horrible knife is inches away...

Welles bends his knees, crouching, trying to gain distance from the blade...

Machine pulls Welles gun hand lower, brings it against the swinging LAUNDRY CHUTE DOOR built into the wall, begins twisting Welles' hand back, trying to pry the gun loose...

Welles' looks out the corner of his eyes to his gun...

Welles turns his gun hand, slowing struggling to aim the gun towards the knife, but it's awful close to his face...

The knife's shaking, less than an inch from Welles' cheek...

Welles shuts his eyes and turns his head, letting out a CRY, FIRES his gun...

The bullet BLASTS Machine's knife, knocks it away!

Machine recoils for a millisecond, but brings his now free hand to Welles' throat, choking him. Welles' face reddens, bleeding from bullet fragments...

Welles tries to pry Machine's fingers from his throat.

Machine works on Welles' gun hand with violent, renewed effort -- SLAMS Welles' hand against the laundry chute SLAMS it... SLAMS it... till Welles DROPS the GUN... The gun can be HEARD CLATTERING down the chute.

(CONTINUED)

Machine brings his hand to join the other around Welles' throat. Welles can't break the grip...

Welles PUNCHES Machine's face, till blood runs out from the mask's nose hole, but it's having no effect...

Welles brings his KNEE UP HARD -- into Machine's stomach!

Machine falls to his knees with a ROAR, holds his already wounded stomach, bleeding through his shirt...

Welles falls, clutching his throat, gasping. He struggles to his feet, leaps past, headlong towards the stairs...

Machine rises, charging after...

#### ON THE STAIRCASE

Welles is TACKLED from behind...

Welles and Machine TUMBLE down the stairs, SMASHING the wooden railing, toppling a BOOKSHELF... LANDING HARD...

Welles PUNCHES and KICKS, breaking free, running across the living room. Machine rises to give chase...

Welles grabs a dining room CHAIR and THROWS it...

Machine knocks the chair aside, keeps coming. Welles grips another chair, uses it to hold Machine off...

Machine grips the chair by the legs. Welles SHOVES forward, pushes Machine back, letting go...

Welles dives under the dining table, crawling on his hands and knees, scrambling...

Machine throws the chair, runs, leaps...

Machine lands on the table, crawls to the far edge, GRABBING down with his meaty fists as Welles moves forward...

Under the table, Welles jerks back, avoiding, then rises, extending his knees, PUSHING upwards from underneath...

Welles FLIPS the table, throwing Machine to the floor...

Welles charges towards the kitchen door, falls, gets up... Machine gets to his feet...

#### IN THE KITCHEN

Welles SHOVES through the swinging door...

Machine BURSTS through, catching Welles, TACKLING him...

Welles hits the floor with Machine on top. Machine begins to rain PUNCHES down on Welles' head and back...

Welles tries to cover up, taking a real beating...

Machine rises, gripping Welles, LIFTING him, THROWS ...

Welles SMASHES into shelves of knick-knacks over the kitchen sink, SHATTERING a WINDOW, landing on the sink and counter.

Machine comes to grip Welles again, drags him across the counter, KNOCKING EVERYTHING to the floor...  
Machine SWINGS Welles, releases him...

Welles SLAMS the refrigerator and slumps to the ground, tries to stay conscious, trying weakly to get back up...  
Machine comes to Welles, gets on his knees...

Machine wraps his arm around Welles' neck from behind, gets him in a CHOKE HOLD, tightens his grip, cutting off Welles' airway with his forearm...

Welles tries to break Machine's impossible grip with one hand, begins searching the floor with his other hand... frantically feeling for anything he can use...

Welles' face is blood red...

Welles' hand grasps desperately... finds a FORK, grips it...

Welles SWINGS the fork back, STABS it into Machine's thigh!

Machine SCREAMS, releases Welles and falls back, reaching around to the fork...

Welles gets to his knees, sucking air, turns to look...

Machine crawls away, pulls the fork out with trembling fingers. Beyond him, there's the BASEMENT DOOR.

Welles gets to his feet, looking...  
He grabs a FRYING PAN off the counter, gripping it in both hands and moving towards Machine...

Machine's getting up...  
Welles BASHES Machine in the face with an upward swing of the frying pan...

Machine is sent backpedaling, CRASHING into the oven!

Welles drops the pan, leaps over Machine, to the door...

#### IN THE BASEMENT

Welles comes down the stairs, falls when he gets to the bottom, barely has any strength left. He looks all directions, sees the LAUNDRY CHUTE in the ceiling...

Welles gets up, stumbling, falls to his knees at the PILE of soapy LAUNDRY, starts digging through it, searching desperately, throwing clothing aside...

Behind, Machine comes down the stairs, a bloody mess...

Welles searches the laundry pile...

Machine reaches the bottom of the stairs, heading for Welles. Welles turns, has the GUN in hand, FIRES TWICE... HITTING Machine in the shoulder and stomach, knocking Machine a few steps backwards...

Welles FIRES...

Machine's HIT in the CHEST, falling back, into hanging laundry, pulling down the clothes line and sheets...

Machine hits the ground, wrapped in sheets.

Welles stands, still aiming the gun, pulls the trigger on an empty chamber. Out of bullets.

Machine's trying to pull free from the sheets, trying to get back up to his feet. Welles lets out a sob, drops the gun, walking to Machine...

Welles climbs onto Machine from behind, takes clothing line in hand, starts wrapping the cord around Machine's throat...

Welles pulls back on the clothes line, pulling it tight...

Machine tries to get his fingers around the cord. Welles stands, pulling tighter, putting a foot on Machine's back, pulling the clothes line with all his might...

The cord's cutting into Welles' hand, drawing blood.

Machine, face down, lets out a gurgling sound, struggling, struggling... till he finally stops moving.

Welles releases the cord, takes a step back, breathing hard, trembling. He looks around the basement.

Welles walks to pick up his gun, replaces the gun in his holster. He stands looking at Machine.

Welles walks to Machine, bends, grasps Machine wrestling mask, pulling it off. He rolls Machine over...

Welles stares down at Machine. We never see Machine's face.

INT. KITCHEN -- DAY

Welles comes up from the basement, slow, hurting. He looks around at the damage done, looks down to see he's still holding Machine's mask. He drops it.

EXT. QUAIN HOUSE -- DAY

Welles crosses the street, going to his car. He gets into his car, starts it, pulls out and drives away.

EXT. WELLES' HOUSE -- DAY

BIRDS SING. KIDS are kicking around a soccer ball down the street. Welles' Ford arrives, pulls into the driveway.

INT. WELLES' HOUSE, FRONT HALLWAY -- DAY

Welles comes in the front door, still a horrible mess.

WELLES  
Hello?! Amy?

He waits. The house is quiet. No one home.

EXT. WELLES' HOUSE -- LATER DAY

Dusk. A CAR comes down the street, slows...

IN THE CAR

Amy sits forward, seeing Welles' car in the driveway. Cindy's in a child safety seat in back.

INT. WELLES' HOUSE, FRONT HALLWAY -- DAY

Amy comes in the front door, carrying Amy.

AMY  
Tom?!

No answer.

INT. WELLES' HOUSE, BEDROOM -- DAY

Amy pushes the bedroom door open and looks in. Welles is asleep on the bed, still in his clothing and shoes. Amy watches him sleep, sad.

Amy backs out of the room, pulls the door shut.

INT. WELLES' HOUSE, BEDROOM -- NIGHT

Dark. Welles sleeps, still in bloody clothing. He's restless, shifting, MUTTERING under his breath. Bad dreams.

Welles suddenly sits bolt upright in the bed, looking around the dark room, breathing hard.

INT. WELLES' HOUSE, KITCHEN -- NIGHT

Cindy's in her high-chair by the table. Amy's at the KITCHEN SINK, washing vegetables, peeling potatoes.

Welles comes to stand in the doorway behind her. Amy turns to look at him. It breaks her heart to see him so... but she forces herself to continue working in the sink.

AMY  
How much forgiveness do you think I  
have in me?

Welles comes into the kitchen, stands beside Cindy, puts his hand out and clasp's Cindy's tiny hand.

WELLES  
I can't talk about it yet... not yet.

Amy keeps peeling potatoes, refuses to look at him. Welles looks down at Cindy, pats Cindy's head, looks back at Amy. He stands looking at Amy for a long moment.

EXT. WELLES' HOUSE, BACKYARD -- DAY

Welles wears his fishing cap, pushing his lawn mower, mowing his yard. He has done some healing, though his face is still swollen and terribly bruised.

INT. KITCHEN -- NIGHT

Welles feeds Cindy with one hand, eating his own dinner with the other. Amy's across the table, eating, watching them.

INT. BASEMENT -- DAY

Welles works on the WATER HEATER, wrench in hand, reading an instruction sheet. He puts the sheet aside, uses the wrench to begin loosening one of the pipe fittings.

EXT. WELLES' HOUSE -- NIGHT

Welles drags two GARBAGE CANS from the garage to the street, leaving them by the mailbox, walking back to the house.

INT. BEDROOM -- NIGHT

Welles and Amy are in bed. Amy's asleep, on her side, facing away from Welles. Welles lays awake, on his back, staring up at the ceiling.

INT. SUPERMARKET AISLE -- DAY

Welles pushes a cart down one aisle. He looks at his LIST, takes a BOX of CEREAL off one shelf, puts it in the cart.

INT. SUPERMARKET CHECK-OUT -- DAY

Welles waits in line with his cart. It's a long line. He takes out his wallet, opens it.

In the fold of the wallet, there's a PHOTO folded into quarters. Welles unfolds it and looks at it doleful... It's the PHOTO of Mary Anne Mathews, the image Welles printed from early in the snuff film. Sad girl.

Welles folds in back up, puts it in another pocket. He looks forward in the line to see if it's moving.

EXT. SUPERMARKET -- DAY

Welles transfers BAGS of GROCERIES from the shopping cart into the back seat of his Ford.

INT. WELLES' FORD -- DAY

Welles drives on the HIGHWAY, groceries in back. He watches the roadway ahead. There's little traffic.

Welles glances down, turns on the RADIO. Some CLASSICAL MUSIC PLAYS. Welles stares forward through the windshield.

After a moment, Welles turns the RADIO OFF. He drives. The ONLY SOUND is the DRONE of the ENGINE and TIRES.

Welles is suddenly overwhelmed by emotion, eyes filling with tears. He tries to fight it, but can't help himself. His face contorts with sorrow and he cannot stop crying, letting out a loud WAIL of misery...

EXT. HIGHWAY -- DAY -- CONTINUOUS

Welles' car moves to the shoulder, brakes to a sudden HALT.

INT. WELLES' FORD -- DAY -- CONTINUOUS

Welles takes great deep breathes and lets them out, over and over again, wiping at his tears. He lets out a little high-pitched WHINE from far back in his throat...

WELLES

Why... why... ?

He's wracked by SOBBING.

INT. WELLES' HOUSE, CINDY'S ROOM -- DAY

Amy's in a chair, reading a BOOK, not far from Cindy's crib. Cindy's asleep. The FRONT DOOR of the house is HEARD OPENING and CLOSING from far off in the house. Amy looks up momentarily, then returns to reading.

FOOTSTEPS can be HEARD coming through the house, getting CLOSER. Amy looks up from her book. The bedroom door's open a crack. The door slowly pushes open. Welles stands there, eyes red from crying.

AMY

Tom... ?

Welles comes into the room, stands before Amy. He gets on his knees, puts his head in Amy's lap, wraps his arms around her waist. Amy holds him, worried, eyes filling with tears.

(CONTINUED)

WELLES

I have to tell you... I have to tell  
you what happened. I have to tell  
you everything, but we can't tell  
anyone else. No one else can ever  
know.

Amy runs her fingers through his hair, bends down to rest  
her head on his back, holding him with her eyes closed.  
Welles holds tighter.

WELLES

You're all I've got. You're all  
I've ever had.

(pause)

You're the only one who can save me.

the end