CARLITO'S WAY

screenplay by

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based on the novels
"Carlito's Way" and "After Hours" by

Edwin Torres

MARTIN BREGMAN PRODUCTIONS

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1 INT A CORRIDOR NIGHT 1

Everything is crazy -- faces and bits of ceiling and white fluorescent tubes streaking by overhead. The sounds we hear, too, are chaotic -- metal CLANKING against metal, SHOUTS of confusion, wheels SQUEAKING. Over the noise, there is a voice, tired and weak.

CARLITO (v.o.)
Somebody's pullin' me, close to the ground. I can sense, but I can't see. I ain't panicked. I been here before. Same as when I got popped on 104th Street. (X)

A FACE leans into the screen, a MED-TECH's face, staring down at us with grave concern as we move, fast, through this crowded place.

CARLITO (v.o.)
Don't take me to no hospital. Fuckin' emergency rooms don't save nobody. Sumbitches always pop you at midnight when all they got is a Chinese intern with a dull spoon.

CARLITO BRIGANTE, mid-forties, Puerto Rican-American, lies on his back on a gurney, drifting on the edge of consciousness as he's hustled down this very long corridor, wherever it is. Carlito's whole body lurches suddenly as the gurney jerks to a stop, the wheels stuck in a deep metal groove in the floor.

The MED-TECHS SHOUT at each other, working to get the gurney up and moving again.

CARLITO (v.o.)
Look at these suckers scramblin' around. What for? My Puerto Rican ass ain't supposed to have made it this far. Most of my crew got washed a long time ago.

As they work, Carlito's head lolls off to the side weakly. He's staring at a mural, painted along one wall. It's a beach scene, deserted, idyllic, nothing but waves and sand and palm trees. A legend over it seems incongruous:

NEW YORK, 1975

Carlito's VOICE continues as the mural seems to come alive ever so slightly, the palm tree swaying just a tiny bit, the water shimmering and lapping.

CARLITO (v.o.)
Don't worry. My heart, it don't ever quit. I ain't ready to check out.
(MORE)

1 CONTINUED: 1

CARLITO (v.o.) (cont'd)
Seems like I just got outta the Joint. Stood up in front of that judge and told him what was who.

The bright white of the beach scene becomes even brighter, harsher, and finally is bleached out entirely by --

CUT TO:

2 INT A COURTROOM DAY 2

-- the hard, flat fluorescents of a New York City courtroom. CARLITO, maybe only six months younger but much healthier, stands in front of JUDGE FEINSTEIN, sixtyish, in a downtown courtroom. The place is packed with DEFENDANTS, LAWYERS, and other interested parties. Rain pours down outside the huge windows.

It's a full day, and Feinstein has his head in his hands as he listens to Carlito. Apparently this has been going on for some time.

CARLITO
Now, I ain't sayin' my way would have been any different if my mama had been around when I was a kid. That's all you hear in the Joint -- "aw, man, I didn't have a chance." Bullshit. I was already a mean little bastard while she was alive, and I know it.

FEINSTEIN
Mr. Brigante, there are fifty-six cases on the court's docket for this morning. Why am I listening to this? (X)

Carlito's lawyer stands up next to him. DAVID KLEINFELD is in his mid to late thirties, expensively dressed and groomed. He's made a lot of money, recently, and by himself.

He is flanked by two young, well-dressed AIDES.

2 CONTINUED: 2

KLEINFELD
Your honor, Mr. Brigante is understandably excited at being vindicated after five years of incarceration.

FEINSTEIN
There's no vindication here, counselor. Or absolution, or benediction, or anything other than an incredible convergence of circumstances which you have exploited to your client's benefit.

KLEINFELD
With all due respect, your honor, the circumstances you speak of include tainted evidence and illegal wiretaps, a classic fruit of the poisoned tree situation. Now, after five years of my client's unjust incarceration --

He glances at WILLIAM NORWALK, the prosecutor, fortyish, who is listening to all of this with a look of absolute contempt.

KLEINFELD (cont'd)
-- it is only reasonable to request he be indulged his right to speak.

FEINSTEIN
(sighs)
Okay, Mr. Brigante. I'm all ears.

CARLITO
Right.
(talking fast to get it in)
Your honor, with all due respect, past and present, and without further to-do, let me insure this court that I am through walking on the wild side. I been tryin' to tell you I been sick with the social ills known in the ghetto. But my time in the correctional facilities of Atlanta and Lewisburg has not been in vain. I been cured. Born again, like the Watergaters. I know you heard this rap before, but I mean it. I changed. And it didn't take no thirty years, like your honor thought, but only five. Only five years since you sent me up, and look at me. (X)

(MORE)

2 CONTINUED: 2 2

CARLITO (cont'd)
I stand before you a new man, completely rehabilitated. Uh, I'd like to thank Mr. Norwalk here --

He gestures to the prosecutor.

CARLITO
-- for makin' the tapes in an illegal fashion. I'd like to thank the Court of Appeals for reversin' you, your honor, and I'd like to thank almighty God, without who no case gets tossed.

FEINSTEIN
(tired)
I can't believe this.

CARLITO
Oh, and of course my lawyer and good friend David Kleinfeld, who never gave up on me.

FEINSTEIN
Mr. Brigante, you're not accepting an award.

2 CONTINUED: 3 2

He sighs and turns to the file in front of him, Carlito's paperwork.

FEINSTEIN (cont'd)
The Court of Appeals' decision --
(pointedly, to Norwalk)
-- and the District Attorney's unfortunate investigative techniques -- now devolve upon me the painful duty of unleashing upon society a reputed assassin and convicted purveyor of narcotics --

CARLITO
Never convicted on no dope!

KLEINFELD
(muttering, to Carlito)
Shut up, for Christ's sake. (X)

CARLITO
Well, what's the point of a reversal if --

FEINSTEIN
(finally exploding)
SHUT UP!

KLEINFELD
Once again, your honor, thank you for your patience and forbearance --

FEINSTEIN
The indictment is dismissed and the prisoner is discharged. Call the next fucking case. (X)

He BANGS the gavel in disgust. Kleinfeld packs up quickly and heads for the door.

KLEINFELD
Come on, Carlito.

Carlito's right behind him, but as he passes Norwalk's table, he stops and holds out his hand to the Prosecutor, to shake.

CARLITO
No hard feelings, right?

Norwalk doesn't shake, just continues to pack up his papers, staring at Carlito long and hard.

NORWALK
I'll be seeing you, Brigante.

2 CONTINUED: 4 2

There is an awkward moment while Norwalk holds his gaze on Carlito, but Kleinfeld ends it by grabbing Carlito's arm and hustling him out of the courtroom.

As they leave, Carlito looks back, over his shoulder. Norwalk is still staring at him, and does so until he is out the door of the courtroom.

3 INT CORRIDOR DAY 3

CARLITO and KLEINFELD hustle out of the courtroom and down the corridor, flanked by Kleinfeld's ASSISTANTS. They walk fast, Kleinfeld in a hurry, Carlito giddy with freedom.

KLEINFELD
Jesus, that's some line of shit you handed him. (X)

CARLITO
It was no line, Dave. I meant what I said. (X)

They pass a couple of uniformed COPS who are waiting in the hallway and Carlito practically SHOUTS to them.

CARLITO (cont'd)
FREE AT LAST! FREE AT LAST! THANK GOD ALMIGHTY, I'M --

Carlito turns abruptly to Kleinfeld, grabs his face, and kisses him loudly on the cheek. The Cops just stare at Kleinfeld, unamused. Kleinfeld smiles awkwardly at them and drags Carlito off down the corridor.

KLEINFELD
The hell's the matter with you? I work here.

Carlito throws his head back and WHOOPS with joy as they head off down the hall.

KLEINFELD (cont'd)
Save your energy. Wait'll you see what I got set up for tonight.

CUT TO:

4 INT BRAZILIAN CLUB NIGHT 4

A SINGER SCREAMS on stage as a Brazilian band strikes up a hot samba. This place is full of life, lots of foliage, horns, and energy. Everyone is dancing, drunk, wild.

CARLITO and KLEINFELD are on the dance floor, looking sharp as hell. Carlito has changed, he's in a suit just as expensive as Kleinfeld's. They're dancing with two WOMEN, very hot.

4 CONTINUED: 4

Carlito dances freely, but Kleinfeld's style is more buttoned-down.

KLEINFELD
(shouting over the music)
So what're you gonna do for money? Hook up with Rolando again?

CARLITO
Nah, man, I ain't goin' back to the street. Twenty-five years I worked it and I end up with shit. I got nothin' to show for it.

FIRST WOMAN
(to Carlito)
Are you dancing with him or with me?

Carlito turns back to her and they dance together, close. But after a moment Kleinfeld is back, next to him.

KLEINFELD
What do you mean, you're not going back to the street? What else do you know how to do?

CARLITO
I got some plans.

KLEINFELD
What kind of plans?

CARLITO
(shrugs)
Just plans, that's all.

The First Woman stops dancing, puts her hands on her hips, and stares at Carlito.

FIRST WOMAN
'Cause if you wanna dance with him, you can dance with him.

Carlito, not missing a beat, sambas with his lawyer.

5 INT CLUB LATER 5

Later, and now CARLITO and KLEINFELD are at a table that is covered with empties. They are noticeably drunker. The WOMEN are out on the dance floor, dancing with each other.

CARLITO
Look at you, man. You really made somethin' of your life.

5 CONTINUED: 5

KLEINFELD
You put me in business, baby. All my first clients -- every one was through you.

CARLITO
I'm proud of you. I am. I always knew you had what it takes.

KLEINFELD
Come on, don't bullshit a bullshitter. If Marty Cohen's hemorrhoids hadn't collapsed you never would have let me near that first case.

CARLITO
Yeah, as it was, I had to do most of the work.

KLEINFELD
Fuck you! I pulled a rabbit outta the hat on that one too and you know it!

The Women, who are at the edge of the dance floor, gesture and SHOUT for them to come out and dance. Kleinfeld and Carlito look at them for a moment, admiringly, then Kleinfeld turns back to Carlito.

KLEINFELD (cont'd)
Hey, maybe I've got something for you. You remember Saso? Fat guy, used to manage that Argentine restaurant on Madison.

CARLITO
Yeah?

The Women give up and head back out onto the dance floor.

KLEINFELD
He bought the lease on this bankrupt disco. Beautiful place. I got a few guys together and we backed him. I put fifty grand in it. The problem is this schmuck Saso knows jack shit about running a club. He says he needs another twenty-five or he's gonna lose the lease. I mean, I like the place, I go there sometimes. The money's no big deal, I'd put it in if I knew there was somebody who could run it. (X)

5 CONTINUED: 2 5

CARLITO
Hey, I owned a coupla joints, but I never really ran 'em --

KLEINFELD
What's the big deal? Just step in there. You know, straighten things out, take a salary, a chunk of the profits --

5 CONTINUED: 2 5

CARLITO
No. You done too much for me already, Dave. My appeal musta cost you fifty grand in time alone.

KLEINFELD
Call it a favor. Between friends.

CARLITO
No. I owe you. No favors. A favor'll kill you faster'n a bullet.

6 INT CLUB LATER 6

Several hours later, the crowd is thinning out, and KLEINFELD and CARLITO have moved over to the bar. They're really plowed now, their jackets off, their ties undone, and they're knocking back another shot. The WOMEN sit on either side of them, ignored, bored out of their skulls.

CARLITO
You saved my life, Dave. I was up for thirty years, you know what that is? I was buried, dead and buried, and you dug me up. I don't know what to say.

KLEINFELD
Say you love me.

CARLITO
Love you? If you were a broad, I'd marry you.

FIRST WOMAN
(mumbling)
I bet you would.

The Second Woman LAUGHS.

KLEINFELD
(oblivious, to Carlito)
Come on, what're these plans of yours? What's the big God damn secret?

Carlito shifts in his seat, uncomfortable. He looks at the Women, who are getting up.

FIRST WOMAN
We're going to the little girls' room.

As they leave, Carlito seems more at ease, but he still speaks quietly, like it's a secret.

6 CONTINUED: 6

CARLITO
You remember Clyde Bassey? He got out about two years ago. He's down in the Bahamas, Paradise Island, and he's got this car rental place. We used to talk about it all the time in the can, then when he got out, he went down and set it up. Doin' real well, too. I got a letter from him a couple months ago. He said I could buy in any time I got seventy-five grand together. (X

Kleinfeld doesn't say anything, just stares at Carlito. Finally, he bursts into laughter.

KLEINFELD
You're gonna rent cars?

CARLITO
Yeah.

KLEINFELD
You, Carlito?

CARLITO
Yeah.

He laughs harder.

CARLITO (cont'd)
(catching the laughter)
What? I'm serious. I know a lot about cars. I started stealin' 'em when I was fourteen. (X

Kleinfeld finds this even funnier.

CARLITO (cont'd)
Besides, car rental guys, they don't get killed that much.

KLEINFELD
Where are you gonna get the seventy-five?

CARLITO
You never know. Could be some rich relative dies and leaves it to me.

Kleinfeld bursts into laughter again. He lifts his drink, toasting Carlito.

6 CONTINUED: 2 6

KLEINFELD
Here's to you, Carlito. You got it all figured out.

CUT TO:

7 OMITTED 7

8 EXT SPANISH HARLEM DAY 8

PEOPLE swarm over the streets in Spanish Harlem, around 111th Street and Fifth Avenue. It's a block party, but the weather didn't cooperate -- it's gray, dark, it either rained or is about to. PEOPLE crowd fire escapes and windows or stand around garbage cans filled with ice and beer.

CARLITO (v.o.)
So here's me back on the street. Third Sunday in August -- old timer's day in the Barrio, and I don't recognize nobody. Mi barrio ya no existe. Nothin' left. Like them old cowboy movies, only instead of tumbleweed and cow dung we got stripped car wrecks and dog shit.

CARLITO walks through it all, PEOPLE greeting him. GUAJIRO, a younger Puerto Rican, eighteen or nineteen years old, walks with him, grinning, clearly enjoying being seen with Carlito.

8 CONTINUED: 2 8

CARLITO (v.o.)
These young guys, I don't even recognize 'em. Mi barrio ya no existe.

They come across a stickball game. MEN play hard, bandanas wrapped around their heads Apache-style and pant legs rolled up. A GUY hits a double and rips his pants sliding on a sewer cap.

The Guy gets up and sees Carlito.

GUY
Carlito! Yeesus, Carlito!

Carlito turns and looks at the guy. PACHANGA is a short, volatile Puerto Rican in his thirties, very much of the street. He leaves second base without a second thought.

SECOND BASEMAN
Hey! Where you goin'?!

PACHANGA
I'll be back later!

ANOTHER GUY
You on base, man!

Pachanga hurries up to Carlito excitedly. A nasty argument ensues at second base, which he ignores.

CARLITO
Pachanga!

PACHANGA
Si! I don believe it!

They embrace, hard.

PACHANGA (cont'd)
When you get out, man? (X)

CARLITO
Couple days ago.

They walk off, through the crowd, leaving the argument over the game behind. Guajiro follows. A couple KIDS, late teens, notice Carlito and fall in next to Guajiro.

KID
Hey, who is that?

GUAJIRO
That's Carlito, man. Carlito Brigante. He's my cousin.

8 CONTINUED: 3 8

The Kids fall in behind as well; Carlito develops a little entourage as he moves through the crowd. At the front, Pachanga has his arm securely around Carlito's shoulders.

PACHANGA
(gesturing around)
So what you think of the old neighborhood? (X)

CARLITO
Lotta new faces. Hard times out here.

PACHANGA
Three times. State-time, fed-time, and --

CARLITO & PACHANGA
-- dead-time.

PACHANGA
You got dat right. Death Valley out here. You know me, I take to the street with any mother fucker, but these new kids got no respect for human life. Shotgun you just to see you go up in the air. You better off in jail. I don't even go up to black Harlem no more. They crazy up there. (X

Carlito looks around and shakes his head.

PACHANGA (cont'd)
You remember Victor? Got shotgunned right by the school. Patrick Fuckin' Henry Junior High. Y Marcos? Found him in the trunk of his car outside the Burger King. Y Lalin, you know Lalin, he's doin' thirty years up in fuckin' Attica, man. (X

Pachanga sees somebody across the crowd and YELLS.

PACHANGA (cont'd)
Eh, Walberto! You gotta see this! Look who's here! (X

Another guy comes up, WALBERTO YEAMPIERRE, also in his late thirties, ridiculously overdressed, jewelry dripping from every conceivable appendage. A BODYGUARD hovers behind him. Walberto screams "money" and Carlito notices.

WALBERTO
Eh, Carlito!

He hugs Carlito, but with less real affection than Pachanga.

8 CONTINUED: 4 8

WALBERTO (cont'd)
Been lookin' all over for you! Shoulda figured I'd find you walkin' around up here, doin' a memory lane. Rolando wants to talk to you.

CARLITO
Rolando?

WALBERTO
Yeah! Come on, he's just around the corner.

He starts to drag Carlito away from Pachanga.

PACHANGA
Eh, Carlito, I gotta get back to the game, I'm on base. You need somethin', you call me, okay? Bodyguard, anything, okay? (X)

CARLITO
Okay, Pachanga.

Walberto pulls Carlito away, leaving Pachanga behind. Guajiro starts to follow, but Carlito turns back to him.

CARLITO (cont'd)
(to Guajiro)
Wait here, okay?

GUAJIRO
Sure thing, Carlito.

Carlito follows Walberto. Walberto throws a look over his shoulder to Guajiro, who lingers behind.

WALBERTO
Who's that, new back-up man?

CARLITO
Nah, just my kid cousin Guajiro. I gotta visit my aunt later.

9 AROUND THE CORNER, 9

they see ROLANDO RIVAS-BARCELO, mid-forties, a big Cuban in a white suit, white hat, and black sunglasses. He sits in a chair in front of a bodega, under an umbrella, BODYGUARDS on all sides, watching the festival with detached amusement. He sees Carlito coming and raises his arms halfway in greeting, like the pope or something.

He stands as Carlito draws up to him and folds him in an embrace. Carlito is the first to pull out. Rolando holds Carlito's face in his hands.

9 CONTINUED: 9

ROLANDO
I said a prayer for you while you were inside, Carlito. That harm would come to him who harmed you.

CARLITO
Thanks.

ROLANDO
Sit down, sit down.

Rolando sits. One of his Bodyguards produces another chair and Carlito sits next to him. Rolando signals for drinks.

ROLANDO (cont'd)
(to Carlito)
You're well?

CARLITO
Well enough. You look like you're doin' all right for yourself.

ROLANDO
Business is good.

CARLITO
Smack? (X

ROLANDO
(shakes his head no)
The coca business, hermano. That's all there is now. Heroin is dead. We made our bones in it, but times have changed. There's only cocaine. (X

One of the Bodyguards comes out of the bodega with two drinks and puts them on the table.

ROLANDO (cont'd)
(to Carlito)
After you got sent up, I went down to Bogota, made a few connections, and set up a route. Now we service Baltimore, Detroit, Washington, Philly -- but you know all this, right?

CARLITO
No, I didn't know.

Rolando takes off his sunglasses and stares at Carlito.

9 CONTINUED: 2 9

ROLANDO
Carlito, let's speak the truth between us. You did five years, never once spoke my name. I know you could have given me up, made things easier for yourself, but you didn't. Muy bien. Good for you. But now you're out. You see I got rich while you were gone. Maybe you think I owe you.

CARLITO
I don't want anything from you, Rolando.

ROLANDO
Who are you working with?

CARLITO
Nobody. I'm retired.

Rolando sits back and laughs at what he assumes is a joke. Walberto joins in. Carlito does not.

ROLANDO
You're serious?

CARLITO
Yeah, I'm out, I quit.

Walberto steps forward.

WALBERTO
Come on. We're supposed to believe you're quitting? You? Carlito Brigante?

CARLITO
Hey man, believe what the fuck you want.

WALBERTO
What is this? Carlito, you a player. You heavy duty. Uptown, downtown, very heavy duty. I seen you total a Cadillac on a pillar on the West Side Highway in the mornin' and be drivin' a new Lincoln down 96th Street by nighttime.

Carlito shrugs and looks away. A moment goes by. Rolando and Walberto exchange a look.

ROLANDO
So Carlito Brigante got religion.

9 CONTINUED: 3 9

CARLITO
Religion, yeah, I'm gonna study to be a priest.

ROLANDO
Tell you what, Father. I'll make your first charity contribution.

He reaches into his pocket and pulls out a thick wad of hundreds. He counts out ten and tosses them on the table in front of Carlito. Carlito eyes the money. Everyone else eyes Carlito. This is clearly an insult, and they're waiting to see what he'll do.

Carlito just looks at Rolando, straight in the eye. He stands, leaving the money where it is.

CARLITO
Keep it.
(nods toward Walberto)
Buy him a new suit.

He turns and walks away, Guajiro falling in behind him. Rolando and Walberto watch him go.

As Carlito and Guajiro blend into the crowd, Carlito looks back over his shoulder. He sees Rolando throw his head back and laugh at something Walberto says.

CUT TO:

10 INT CAR DAY 10 (X)

The sun has just gone down and it's dark already. CARLITO rides, GUAJIRO drives an old Monte Carlo across town on 110th Street.

CARLITO
So what you doin' these days?

GUAJIRO
Nothin' much. Still in school. Got a job, though.

CARLITO
No kiddin'? Doin' what?

GUAJIRO
Just a little leg work for Pablo Cabrales.

CARLITO
Pablo Cabrales? Ah, don't get involved with that shit.

10 CONTINUED: 10

GUAJIRO
Hey, I ain't makin' a career out of it. I'm a delivery boy, that's all. Check this out.

He opens his jacket, showing Carlito a thick envelope stuffed in the inside pocket.

GUAJIRO (cont'd)
(proud, like a kid)
Thirty grand. Hey! Do me a favor, will ya? I gotta make a pickup -- come with me.

CARLITO
Nah, come on.

GUAJIRO
I know these guys, they're friends. I just wanna walk in with you -- they see who my backup is, they'll shit their pants.

CARLITO
(laughs, flattered)
They ain't gonna know me.

GUAJIRO
Hey, you're a fuckin' legend, man. Come on, it'll be like I'm walkin' in with Roberto Clemente. It'll be fun. (X)

Carlito checks his watch.

CARLITO
Ten minutes, man. I told your mother we'd be there for dinner.

GUAJIRO
No problem. These guys are real pros.

Guajiro turns down Central Park West, heading down into the low 100s.

GUAJIRO (cont'd)
This is gonna be great.

CUT TO:

11 INT BARBER SHOP DAY 11

An OLD BARBER cuts a YOUNGER BARBER's hair in a smallish barber shop as CARLITO and GUAJIRO come in. The Old Barber looks up at them and nods to Guajiro as they head through the shop and into the back.

12 INT BACK ROOM DAY 12

The back room of the barber shop is a small, dingy place, one bulb, barred windows, a door to a tiny bathroom. FOUR DOMINICANS, eighteen or nineteen years old, good-looking, expensively dressed, are playing pool with TWO NEIGHBORHOOD GIRLS, a little younger, sexy.

CARLITO and GUAJIRO come in. Carlito looks around at the dingy surroundings and smiles to himself, like a professional sizing up minor leaguers.

They all look up. Guajiro turns to QUISQUEYA, also Dominican, a little older than the other three, who is already looking at Carlito, suspicious. (X)

GUAJIRO
Hola, Quisqueya!

QUISQUEYA
Eh, Guajiro, man, who the fuck is this?! (X)

GUAJIRO
(proudly)
My cousin, Carlito Brigante. You heard of Carlito, right?

Quisqueya looks at the other Dominicans and they shake their heads.

QUISQUEYA
What you need him for?

CARLITO
'Ta bien, okay? Todo bien. Just came along for the ride. (X)

Quisqueya still looks at him suspiciously.

CARLITO (cont'd) (X)
Hey, I'm just his cousin, man. No big ting.
(opens his jacket to show he has no gun)
Check me out. See? Nobody gotta get tough today.

GUAJIRO
Come on, you know Carlito, man. He used to be partners with Rolando Rivas. Just got outta Lewisburg.

Now their eyes light up with recognition.

QUISQUEYA
Oh, Carlito! Yeah, sure, I heard of you, man! You use to run skag with Rolando, right?

12 CONTINUED: 2 12

CARLITO
Yeah, little bit.

DOMINICAN 1
"Little bit!" "Little bit," thass a good one! Joo guys were the fockin' kings, man!

Carlito shrugs modestly as the other four Dominicans crowd around him, near the pool table.

Quisqueya puts an arm around Guajiro, who takes the money out of his pocket and hands it to him. Quisqueya takes it and leads him over to the bar.

QUISQUEYA
You don't mind if I count it, right?

GUAJIRO
It's all there, man.

QUISQUEYA
I'll count it anyway.

AT THE POOL TABLE,

the game resumes. One of the Dominican's Girlfriends smiles at Carlito. He smiles back. Her Boyfriend doesn't like it, and puts his arm around her possessively.

Carlito's eyes are darting around the room, taking in everything. He looks across the way, to a small door that probably leads to a bathroom. The door is just slightly ajar, the light on inside.

CARLITO
(heading for it)
That the bathroom? (X)

One Dominican, who is wearing mirrored sunglasses, hurries ahead of Carlito and cuts him off before the bathroom. (X)

DOMINICAN 1
Uh -- the bathroom -- hey, the bathroom don't work. Sorry, man. (X)

Carlito finds the Dominican's response odd. He nods and heads back to the pool table. (X)

CARLITO
Okay. I can wait another week. (X)

They laugh at his joke, a little too hard. He takes out a pack of cigarettes. We see there is a pack of matches stuck in the plastic wrapper of the pack. (X)

12 CONTINUED: 3 12

Carlito looks over at Guajiro and Quisqueya, who are huddled at the bar, deep in conversation.

He looks back at the Dominican Kid, who avoids his gaze. Carlito thinks. He turns the pack, hiding the matches from the Dominican Kid.

CARLITO
(to the Dominican Kid)
Got a match?

DOMINICAN 1
Sure, man.

The Kid pushes back his jacket to reach into his pocket for matches. As he does, Carlito notices the glint of the butt end of a gun tucked into his belt.

One of the four Dominicans playing pool wanders over to the jukebox, drops a dime in, and picks a song.

12 CONTINUED: 4 12

AT THE POOL TABLE,

Carlito sneaks a look over to the bathroom door again. There is a shaft of light coming under it, just a sliver, but it's enough so Carlito can see shadows moving inside, a pair of feet. Waiting.

Carlito looks away, stiffening, mind racing. He shoots another look over to the jukebox. The Second Dominican reaches behind it and adjusts something, turning up the volume.

Loud. Like to cover something.

AT THE BAR,

Quisqueya is counting the money, very slowly. He looks up at Guajiro and nods over to a soda cooler at the end of the bar.

QUISQUEYA
You want a beer, hermano? Help yourself.

Guajiro nods and heads down the bar. Quisqueya keeps counting the money, with hawk's eyes.

QUISQUEYA (cont'd)
So, how's your boss, man?

GUAJIRO
He's good. Saw him this morning.

QUISQUEYA
You mean you didn't hear the news?

GUAJIRO
What news?

AT THE POOL TABLE,

beads of sweat have popped out on Carlito's forehead. Making a decision --

-- he steps forward and cuts in front of one of the Dominicans, who is about to rack up the pool balls for another game. (X)

CARLITO
Hey, what're you guys playin' here, eight ball? Lemme show you a trick shot before you break another rack. (X)

DOMINICAN 1
Hey, man, we were gonna play another game. (X)

CARLITO
Nah, this'll just take a second. (X)

12 CONTINUED: 5 12

AT THE BAR,

Quisqueya is still counting the money, nearing the end of the stack.

Guajiro is at the cooler, his arm in up to the elbow as he searches for a beer.

GUAJIRO
What news? Hey, there's no beer in here.

QUISQUEYA
(still counting)
Sure, way down in.
(to the Dominican at the jukebox)
Help him find one.

GUAJIRO
What news?

AT THE POOL TABLE,

Carlito's moving the balls around on the table, arranging them in an odd combination.

12 CONTINUED: 6 12

CARLITO
I picked this up in the joint, only took me about six months to learn it. You wouldn't believe the kind of shit you get good at when you got thirty years to kill. Okay, these go over here -- gotta make sure everything's lined up here, make sure nothin' moves that ain't supposed to. Hey. You. Mirror mirror. (X)

The Dominican in the mirror shades looks up. (X)

CARLITO (cont'd)
Help me with this, will ya? (X)

AT THE BAR,

Quisqueya is counting the last few bills.

QUISQUEYA
You mean, you didn't hear the news about him?

GUAJIRO
Come on, man, what news?

AT THE POOL TABLE,

Carlito puts the cue ball on top of a piece of chalk and another ball, near the side pocket, on top of another piece of chalk. He's giving the Dominican in the mirror shades instructions. (X)

CARLITO
You gotta put your finger on top of the ball there. Yeah, right on top of it, there you go. Now, I'm gonna hit it, and you gotta press down on it, kinda tight, or you'll wreck the whole trick. You got it? Don't let it move. You got it. (X)

The Kid nods I think so, bending down, holding his finger on top of the ball. Carlito turns to another Dominican, on his left. (X)

CARLITO (cont'd)
Hey, you gotta come in a little closer. Keep your eye on the nine ball in the corner there. You watchin' it? You on it? (X)

The Dominican nods. They're both where he wants them to be, and Carlito now has a perfect view of the bathroom door, reflected in the mirror shades. Carlito looks up and smiles. (X)

12 CONTINUED: 7 12

CARLITO (cont'd)
You guys are gonna love this. (X)

AT THE BAR,

Quisqueya counts the last bill.

QUISQUEYA
Your boss is dead. So are you.

Everything happens at once. The Dominican at the soda cooler SLAMS the sliding silver door shut, CRUNCHING Guajiro's elbow and trapping his arm there --

-- Guajiro SCREAMS in pain --

-- the door to the bathroom flies open and the KNIFE MAN who was hiding inside flies out --

-- Carlito WHAPS the ball, digging under it, sending it flying into the forehead of the Dominican in the sunglasses --

-- the Knife Man cuts Guajiro once across the throat and buries the knife in his back --

-- Carlito WHAPS the pool cue across the face of the Dominican next to him, stripping him of his gun as they both hit the floor --

-- the Girls SCREAM and bolt from the room --

-- and Carlito FIRES. He SLAMS a shot into the Knife Man before he can turn, sending him flying against the wall, and another shot through Quisqueya's teeth, killing him. The money drops to the floor and Quisqueya drops on top of it.

Carlito scrambles across the floor, along the length of the pool table. The Dominican he smashed with the cue is out cold, but the other two Dominicans that were playing pool, including the one he hit with pool ball, have their guns out and are after him. Carlito FIRES four shots at them as he crabwalks for the bathroom.

12 CONTINUED: 8 12

Huge chunks of splintered pool table fly up, somebody SCREAMS and goes down, and a SHOT ZIPS across Carlito's back, grazing him, cutting a line through his jacket. He reacts to it but continues on, diving over the body of the Knife Man and into the bathroom.

13 IN THE BATHROOM, 13

Carlito kills the light and scrambles across the floor, into a stall.

A few more SHOTS are fired in the general direction of the bathroom, but nobody seems about ready to charge into the darkened room.

Carlito flips open the gun he got from the Dominican and dumps the spent shell casings, which PING across the tile floor.

CARLITO
(shouting)
Maricones! You little fuckin' maricones! I'm reloaded, come on in and get me! (X)

He looks down at the gun. The cylinder is still empty. He flips it shut as noisily as possible and closes his eyes. He takes a deep breath and works himself up into a rage, like a lion roaring.

CARLITO (cont'd)
You don't wanna come in, mother fuckers? Then I'm comin' out! I'm gonna blow your fuckin' brains out! You up against it now, mother fuckers, you leavin' your balls on the fuckin' barbed wire this time! You thing you're bigtime?! You're gonna fuckin' die bigtime! (X)

He stops abruptly, listening, to hear if they're still there. Silence. He touches his back, comes up with blood on his hand.

CARLITO (cont'd)
(screaming again)
Okay! You ready out there?! You all gonna die here now, maricones, now, NOW, NOW! (X)

Still nothing from outside. After a few seconds, he crawls to the door of the bathroom and looks out. He can't see anything.

He waits a few seconds, then crawls out into the dark room.

14 THRU 17 OMITTED 14 THRU 17

18 IN THE MAIN ROOM, 18

Carlito edges out the door, waving his empty weapon here and there frantically. Nobody there.

He peers out into the barber shop. Empty.

Satisfied they're gone, he hurries over to Guajiro's body. He is clearly dead.

CARLITO
(softly)
Oh, Jesus. Jesus Christ. Fuckin' look at you! You said they were friends, God damn you, there ain't no friends in this shit business!

A SOUND from the street startles him. He looks up, realizing he's still not safe here.

He gets up, goes to Quisqueya's body, and kicks him over roughly onto his back. The money is on the floor, spotted with blood. Carlito turns back to Guajiro, looking at him sadly, reluctantly.

CARLITO (cont'd)
Adios, primo.

He scoops up the money, stuffs it in his pocket and hurries out the door.

CUT TO:

19 EXT STREET DAY 19 (X)

CARLITO comes out of the barber shop, trying to look as nonchalant as possible. SIRENS WAIL a few blocks away as he hurries down the street, head bobbing this way and that.

CARLITO (v.o.)
Ain't no more rackets out here -- just a buncha cowboys rippin' each other off.

A GUY races past him, toward the barber shop, and he bumps Carlito as he passes. Carlito turns, ready for conflict, but the Guy doesn't turn back, just keeps on.

19 CONTINUED: 19

Carlito turns and hurries on, tense, hands in pockets, every face that passes him unfamiliar and threatening.

CARLITO (V.O.)
I don't invite this shit. But it comes to me. I run, it runs after me. Gotta be somewhere to hide.

He turns another corner, surreptitiously wipes the handle and trigger of the revolver on his shirt, and chucks it in a dumpster.

CUT TO:

20 INT KLEINFELD'S OFFICE DAY 20

David Kleinfeld's office overlooks a rainy Columbus Circle. KLEINFELD sits behind a large desk that is on a sort of pedestal, to properly elevate the Lawyer above the Client. The office itself is expensively furnished, jammed with Spanish furniture and assorted nautical artifacts.

CARLITO sits in a low-slung leather chair across from Kleinfeld.

CARLITO
I took a look at the club you were tellin' me about, you know, Saso's? Nice location. Somebody ran it right, maybe it could make some good money.

KLEINFELD
Great. I'll advance you the twenty-five thou --

CARLITO
No, man. I'll put my own money in.

KLEINFELD
Your own money? What money?

CARLITO
I ran into Rolando. He owed me twenty-five from an old thing. It's the only way I'll do it, Dave.

KLEINFELD
(shrugs)
You got it. Terrific.

CARLITO
Call Saso. Tell him I'll go see him tonight.

20 CONTINUED: 20

KLEINFELD
Done.

He sits back in his chair and looks at Carlito.

KLEINFELD (cont'd)
Listen, while you're here -- I have to ask you something. A little favor.

CARLITO
What?

KLEINFELD
No big deal. I need to get a bodyguard. Somebody good.

CARLITO
Who's botherin' you, Dave? I know 'em?

KLEINFELD
No, like I said, no big deal. Just a little misunderstanding.

CARLITO
Then what do you need a bodyguard for?

KLEINFELD
Trust me on this, okay? It'll be fine. Just temporary. I'll get my own guy, but I need somebody right away. A real animal. (X)

CARLITO
I'll get you Pachanga. One of the old barrio crowd. (X)

KLEINFELD
Thanks.

He BANGS the desk, changing the subject.

KLEINFELD (cont'd)
Hey, we're gonna make some good money with this club, I can feel it.

CARLITO
I'm only in till I make my seventy-five grand, and then I split.

20 CONTINUED: 2 20

KLEINFELD
Oh yeah. You're gonna rent Ford Pintos to tourists in Paradise.
(laughs)
Unbefuckinglieveable.

CUT TO:

21 EXT THE CLUB NIGHT 21

"El Barco," the nightclub, is up on 125th Street. CARLITO walks past two BOUNCERS at the door and goes inside.

22 INT CLUB NIGHT 22

CARLITO comes into the place. It's very 1975 -- square shaped bar with knockout BARMAIDS behind it, spinning lights, glass and metal fake walls, pink smoke, the works. Crowded. Popular. Stairs to an upstairs area are guarded by even bigger BOUNCERS.

A man makes his way across the place toward Carlito. SASO is a big guy, sixtyish, Argentine, spotless white tropical suit.

SASO
Charles! Charles Brigante!

He wraps Carlito in a bear hug.

CARLITO
How ya doin', Saso?

SASO
Everybody calls me Ron now, Charles. You know, from Reinaldo.
(to the Barmaids)
Stephanie! Rosita! Anything this gentleman wants! On the house! (X

CARLITO
Let's get to the point.
(gesturing around)
I asked around about this place. It does good business. So how come you need more money? You're gamblin' again, right? How much you owe?

SASO
(shrugs)
Fifty, sixty thou.

CARLITO
You don't change. Who to?

22 CONTINUED: 22

SASO
You know, some of the boys. Twenty-five will quiet them for now. You will come in for a quarter of my end. (X)

CARLITO
I'll give you twenty-five cash tomorrow, and I come in for half your end. (X)

SASO
Half?! (X)

CARLITO
Who keeps the books? (X)

SASO
Rosario, my sister. She's good.

CARLITO
(just smiles)
I'll keep the books myself.

SASO
What are you, crazy? What are you trying to do to me?

CARLITO
What I'm doing is saving your ass, Saso. It's either Fat Anthony or Scooze you owe, right? Either way you'll end up in the trunk of a car on the Belt Parkway before long. Maybe weeks before they find you, like DeeDee, remember? They open 'er up, that's some kinda stink you'll make --
(recoiling from a smell)
"Ooooh, what's that smell?" "Saso, man, that's Saso!" Won't be no "Ron" shit then.

Saso swallows, thinking of the picture Carlito has painted.

SASO
What time tomorrow?

CUT TO:

23 INT CARLITO'S CLUB NIGHT 23

The club is packed. CARLITO's VOICE comes over as he moves through the crowd. PACHANGA, the Puerto Rican he met on the street up in Spanish Harlem, dogs his footsteps in a brand new suit, impressed with himself and with Carlito, whom he apparently works for now.

CARLITO (v.o.)
So here's me in the club, playin' Humphrey Bogart. Things can get very sticky after hours, so I bring Pachanga in for a little extra back-up. Poor guy thinks I'm still a big timer. Thinks I'm gonna make him rich, and he's worried I'm gonna get killed before he scores.

PACHANGA
Jesus, Carlito, I heard about that shit with your cousin. Jesus, why you don't tell me, so I can watch your ass? (X

CARLITO
Pachanga, that was last month. You just found out?

PACHANGA
Con-yo, Carlito, you got me runnin' after that fuckin' Kleinberg in the daytime -- (X

CARLITO
Kleinfeld. I hope you do a better job with him than you do with me.

PACHANGA
(confidentially)
That guy got a lotta money, Carlito. He got a safe in the office, I get a look inside once -- stacks of hundreds, just fuckin' waitin' for somebody to grab 'em. (X

CARLITO
Hey.

He stops abruptly, his face hard. Pachanga stops, surprised.

CARLITO (cont'd)
Kleinfeld's like my brother. Understand?

PACHANGA
Carlito, hermano, Pachanga only fuckin' around.

CARLITO
Well, don't fuck around. Keep your eyes open. There's people stealin' money off the bar.

PACHANGA
I try, man, but it's too fockin' dark in here.

RUDY, a waiter, comes up to them, distraught.

RUDY
Hey, Carlito, guy over there says he don't have to pay.

CARLITO
Show me.

Rudy leads Carlito to a table in the corner. Pachanga follows.

They come to a table in the corner. There are three MEN and three WOMEN at the table, the men with long roll collars, heavy Cuban gold bracelets. (X)

BENNY BLANCO, mid-twenties, Hispanic, sitting in the middle, is seemingly in charge. He's dressed, head to toe, in gray, except for his starched white shirt. Gray suit, gray shoes, gray stick pin through his gray tie.

CARLITO (cont'd)
Somethin' wrong with the check?

BLANCO
(big smile)
No problem, Mr. Brigante. Saso owes me money. I'm just workin' it off for him. (X)
(as if we should know)
I'm Benny Blanco, from the Bronx.

CARLITO
You know me?

BLANCO
Do I know you? Are you kidding? You're Carlito Brigante, man! (X)

CARLITO
Well, I don't know you. And I don't owe you. Saso does, I don't. This is my joint now. New rule. Everybody pays his tab.

23 CONTINUED: 2 23

BLANCO
Sure, man, no problem, no problem!
(angrily, to one of his Guys)
What's the matter with you?! Pay the God damn check!

The Guy fumbles to come up with a stack of cash that he shoves at Carlito. Carlito just looks at it.

CARLITO
To the waiter.

BLANCO
(to the Guy)
To the waiter, you fuckin' moron.

The Guy jumps out of the booth and starts counting off the money to Rudy.

BLANCO (cont'd)
And get a bottle of champagne. Some of that French shit! Mr. Brigante, have a glass with us. (X)
(to his Guy)
Get Mr. Brigante a chair. Can't you see the man is standing?

The Guy scampers off for a chair while Blanco looks at Carlito admiringly.

BLANCO (cont'd)
This man. This man was the J.P. Morgan of the smack business. Him and Rolando had, what, ninety, a hundred guys on the street? I'm doin' pretty good too, you know, Mr. Brigante. Nothin' like you, of course, we started small, but I'm refining the organization, building the empire, maximizing the potentialities, you know? (X)

The Guy returns with a chair.

BLANCO (cont'd)
Here! Sit down, Mr. Brigante, sit down.

CARLITO
Thanks anyway, kid. Maybe next time.

23 CONTINUED: 3 23

He turns and walks away, leaving Blanco perplexed. Pachanga follows. Carlito MUTTERS as he crosses the club.

CARLITO (cont'd)
Fuckin' kids. Move a couple ounces, that makes 'em a big shot? Make a few bucks while I'm in the Joint, I'm supposed to respect 'em? Fuck that.

PACHANGA
Fock that.

CUT TO:

23A INT CLUB NIGHT 23A

It's late, or early, and the crowd has thinned considerably. CARLITO is at the bar, going over the books as two WAITERS unload a few crates of booze. They work from a small, low door behind the bar that opens up onto a narrow staircase down into the alley. Carlito looks up and catches sight of something in the mirror over the bar and turns around. (X

On the dance floor, he sees a pretty YOUNG WOMAN dancing alone. She's a little drunk, but she's a good dancer, free and uninhibited, using most of the empty dance floor to show her stuff.

A memory crosses Carlito's face. He smiles, just watching the Woman dance.

A voice breaks in.

STEFFIE (o.s.)
I see you was talkin' to Benny Blanco before.

Carlito turns around. STEFFIE, the barmaid, early twenties and sexy as hell, is refilling his drink. She's friendly, flirty.

CARLITO
(shrugs)
Yeah.

STEFFIE
They say he's comin' up in the world.

CARLITO
Sure. He's got a big future, if he lives past next week.

STEFFIE
Hey, Carlito, how come a good-lookin' dude like you doesn't have a woman?

CARLITO
I guess I'm what you call a workaholic.

STEFFIE
What's the matter? Didn't you ever see nobody you like in here?

She smiles at him. Steffie's not subtle.

CARLITO
(smiles)
Nobody but you, Steffie. (X)

She laughs and moves off, down the bar, sparkling. Carlito smiles and shakes his head. He looks back up into the mirror, over the bar, and sees the reflection of the Dancing Woman.

CARLITO (v.o.)
I miss you, Gail.

CUT TO:

24 THRU 26 OMITTED 24 THRU 26

27 EXT BEACH DAY 27

This is a gorgeous tropical beach, very much like the one we saw at the beginning of the movie. Everything's almost <u>too</u> vivid -- the blinding white sand, the azure sea, the perfect palm tree.

And GAIL. She's in her mid-twenties, with an unspoiled prettiness and a kind, open face. She's dancing on the beach, like the dancing woman in the club, just spinning in circles, kicking up sand and water.

Gail likes the beach.

CARLITO (v.o.)
I met her a year before I went to the Joint. I was down in the Bahamas, Paradise Island, just a little vacation from the City.

CARLITO, looking younger, tan, healthy in shorts and a big shirt, stands a short distance away from Gail, watching her.

27 CONTINUED: 27

He's almost transfixed, eyes for no one but this Dancing Girl on the Beach.

He approaches her.

CARLITO (v.o.)
She was from New York, moved there from Pittsburgh 'cause she was gonna be a superstar modern dancer artistic ballet-type.

Carlito reaches her and says something. She stops to talk, friendly. Something he says makes her laugh, a full, genuine laugh.

28 EXT TABLE ON THE SAND DAY 28

CARLITO and GAIL are at a table on the edge of the sand, having a drink.

CARLITO (v.o.)
She was into the hippie scene -- it was them days. All shook up about Vietnam and the violence and the poor and all that bullshit, but fine as she was, I went right along with it. (X)

The WAITER, black, tired and hostile, unloads two drinks from a tray and walks off. Gail watches him, concern in her face.

GAIL
Did you see his eyes? God, there are still slaves and masters down here, they just use money to separate them instead of whips.

CARLITO
Yeah, it's terrible. I'll tell you, the spooks in my line of work been gettin' the short end of it long as I can remember. (X)

GAIL
What exactly do you do, Charlie?

CARLITO
Me? What do I do? Well, what I do is, uh, a lotta work with street gangs there in New York.

GAIL
What is that, part of a poverty program or something?

28 CONTINUED: 28

CARLITO
Yeah, a poverty program. Street gangs, poverty, it's all part of the same thing.

GAIL
And what exactly do you do?

CARLITO
Me? What I'm into is, uh, you know, making people deal with their social conditions so they can, uh -- better themselves. Feel good about things. You know, stop killing each other. (X)

She has taken a joint from her purse, lit it, and taken a puff. She offers it to Carlito. He shakes his head.

CARLITO (cont'd)
(on a roll now)
You shouldn't do that shit, Gail. It's no good for you.

GAIL
Yeah, I know, you're right, Charlie. You're absolutely right.

She starts to stub out the joint, but Carlito rescues it, takes a hit, and then stubs it out. While he holds the hit:

CARLITO
Charlie?

GAIL
(shrugs)
You seem more like a Charlie than a Carlito to me.

CARLITO
(he likes it)
Charlie.

29 EXT CASINO NIGHT 29

It's nighttime outside a resort hotel somewhere on the island. CARLITO and GAIL walk, arm in arm, looking good. They're tanned, obviously happy, Carlito as relaxed as we'll ever see him.

CARLITO (v.o.)
We chartered a boat and bummed around the islands for a few weeks. She was in love, maybe even worse than me. Fuckin' incredible.

30 INT CASINO NIGHT 30

CARLITO and GAIL are at a crowded craps table, winning.

LALIN, a floor man, Carlito's age, Puerto Rican-American, a real good-looking bastard, is on a nearby dance floor, dancing with two beautiful local WOMEN. He sees Carlito and his eyes light up. (X)

CARLITO (v.o.)
One night I'm showin' her some world class crap shootin'. We're not in the casino ten minutes and Lalin spots me. He was kind of a greeter for the place. Lalin was okay, he was a neighborhood guy, but he didn't know the load of bullshit I was handing Gail. (X)

Carlito sees Lalin approaching at the last second and steps in front of Gail, trying to prevent an introduction. (X)

LALIN
(fast as hell)
Carlito, how you doin'?! I didn't know you was in town! (X)

He leans around Carlito and flashes his teeth at Gail. (X)

LALIN (cont'd)
And with such a beautiful lady. How do you do, miss, I -- (X)

CARLITO
(interrupts pointedly)
Listen, we were just goin' over to -- (X)

Lalin puts his arm around Carlito and lowers his voice. (X)

LALIN
Listen, Carlito, I got this little situation here. Walberto and Monchin -- you know them, from 103rd Street? Over there, at the roulette table. (X)

Carlito looks. WALBERTO YEAMPIERRE, Rolando's bodyguard from the block party in Spanish Harlem, is at a roulette table across the casino. He's six years younger, but still in a tacky suit. MONCHIN, twenty-five year old muscle, is with him. They see Carlito and break into smiles. (X)

LALIN (cont'd)
These motherfuckers don't have a clue, they want me to okay credit for 'em. I tell 'em hey, I don't run the place, I'm just a fuckin' greeter here. (X)

(MORE)

30 CONTINUED: 30

LALIN (cont'd) (cont'd)
I help people have a good time, get guys laid, you know. But these guys don't listen, last night they got all heavy on me, they tried to gorilla me. Maybe you can talk to 'em. I'd appreciate it. (X)
(to Gail)
Miss? It'll just take him a minute.

Carlito looks at Gail. Her facial expression has changed completely. She really looks like a kid, wide-eyed at all this unfamiliar talk, and scared.

CARLITO
Gail, uh -- could you excuse me? I, uh -- just got a little negotiation here that I gotta take care of.

She doesn't say anything.

LALIN
Carlito, por favor.

CARLITO
(to Gail)
You okay with that?

30 CONTINUED: 2 30

But she still won't move, she just keeps looking from Carlito to Lalin, as if putting a lot of pieces together in her head.

LALIN
(soft)
They comin' over here now, Carlito.

By the time Carlito turns, Walberto and Monchin are there.

WALBERTO
Eh, Carlito, whatchoo doin' down here?! Monchin, dig who's here!
(of Lalin)
What, you know this asshole? Good, I want you to straighten him out for me, tell him --

Almost automatically, Carlito, Lalin, Walberto and Monchin square off. Carlito tries to turn his body to block Gail out of it, but the confrontation is upon him and he has to keep an eye on Walberto, whose hand keeps twitching toward his jacket and the gun tucked into his belt. Carlito speaks fast and hard, to get this over with. (He speaks in Spanish, which is subtitled. See appendix A.) (X)

CARLITO
No, I'm gonna straighten <u>you</u> out, Walberto. Don't you know there are heavy people into this casino? And you gonna come in here with some rice-and-beans shakedown? What are you, crazy? Back off, motherfucker, and tell your man not to be bad-eyein' me, 'cause if he makes a move you gonna get the first shot in the face and my people here will take care of the rest. Okay?
(no answer)
<u>Okày</u>?

There is a tense moment. Walberto and Monchin look from Carlito to each other to Carlito, taken aback.

WALBERTO
(soft)
Okay.

CARLITO
Okay.

30 CONTINUED: 3 30

Carlito puts his arm around Lalin's shoulders.

CARLITO (cont'd)
(English again) (X)
Lalin, it looks to me like this was all a misunderstanding. But from now on, when you see these boys in this establishment, you're gonna send over a bottle of champagne right away. Do the right thing, okay?

LALIN
(equally cowed)
Okay.

CARLITO
Okay.

They all slink away across the casino, visibly subdued by the lecture. Carlito turns, looking behind him, looking for Gail -- (X)

-- but she's gone. (X)

31 INT HOTEL LOBBY NIGHT 31

CARLITO hurries out the door of the casino and catches up to Gail. She's not shocked any more, just pissed.

CARLITO
What's the matter with you? I was just straightening out a little business problem! (X)

GAIL
(just looks at him) (X)
A "business problem?" I took four years of Spanish in school.

She turns and walks away. He follows her, persuasive. (X)

CARLITO
Okay, so I consorted with known bad guys and like that when I was a kid -- but that's in the past. I ain't jiving you, I'm into helping people in the ghetto now.

GAIL
Oh, come on. Just stop it, will you?

31 CONTINUED: 31

CARLITO
It's true! Just last month, this cat gets stabbed on 111th Street, I take him to the hospital even though the seats in my Lincoln get full of blood. That's just an example of what I do, that's typical of me.

31 CONTINUED: 31

A faint smile crosses her face. He knows he's getting to her, so he plays on with the same tune.

CARLITO (cont'd)
(more evidence)
Here. Tonight. A working man was being abused by two hoodlums, I jump in and prevent a problem. I can't believe you'd even think of walking out on me without giving me a chance to explain. You gotta understand what it's like to come up in a jungle.

Now Gail is really beginning to be swayed, and Carlito just fixes his big brown eyes on her. His VOICE OVER sneaks in:

CARLITO (v.o.)
In that moment, I had her. These kinda broads always go heavy for that shit about the jungle.

GAIL
Charlie, I live in the real world, I know what you come from. I'm not insensitive to it. What I don't like is that you lied to me. The poverty program? I mean -- come on.

CARLITO
That's the truth! You got no idea how many poverty-types I gotta deal with every single day!

Gail just stares at him, smiling. Carlito backs down, smiling back.

CARLITO (cont'd)
Been around the block a few times, huh babe?

GAIL
Not nearly enough, Charlie. Some bad man like you's gonna come along and break my heart.

CARLITO
Not me.

He puts his hands on her face and looks her straight in the eyes.

CARLITO (cont'd)
I will never break your heart.

CUT TO:

32 INT CARLITO'S CLUB NIGHT 32

Back in the club, CARLITO is still at the bar, still watching the WOMAN on the dance floor, still lost in his memory.

CARLITO (v.o.)
But a while after we got back to New York, that's exactly what I did.

The song ends and the Woman makes her way back to a booth where her BOYFRIEND waits. She slides in and kisses him, very much in love, eyes only for each other. Steffie brings a bottle of champagne in a bucket over to them. They look up, surprised, and Steffie points across the room to Carlito.

Carlito raises his drink to them in a toast. They grin broadly and wave their thanks.

CARLITO (v.o.)
Ah, Gail, if I thought I had a shot at a different kinda future, I never would have let you go. Believe me.

CUT TO:

33 EXT RIKER'S ISLAND BRIDGE DAY 33

A Mercedes Benz drives slowly across the bridge to Riker's Island, over the choppy, murky waters below. Several huge prison barges are moored around the island's shoreline, floating like garbage permanently stuck to the rocky shore.

34 EXT RIKER'S ISLAND DAY 34

TWO GUARDS wave DAVE KLEINFELD, who's at the wheel of the Mercedes, through the checkpoint and into the prison parking area.

35 INT COUNSEL ROOM DAY 35

The counsel room of the prison is a low-ceilinged, partitioned place with a half dozen glass cubicles along the side walls. There is a UNIFORMED OFFICER behind a desk in the right-hand corner, but no other guards.

KLEINFELD enters and takes a seat in one of the cubicles. The visitor and prisoner sides are not separated by anything.

A door at the far end of the room opens and a CORRECTIONS OFFICER, black, leads a prisoner in.

TONY TAGLIALUCCI, mid-fifties, is of medium height, powerfully built, intimidating. (X)

He sees Kleinfeld and shakes his head in disgust.

35 CONTINUED: 2 35

TAGLIALUCCI (cont'd)
You fuckin' phony. What do you take me for? Nicky never saw dollar one. My million bucks went straight into your pocket.

KLEINFELD
Tony, I personally --

TAGLIALUCCI
Don't fucking lie to me, you scumbag. You lie to me again, you end up in the river. Take a look at it on your way out. Take a good look down, and think about how it'd feel slidin' around on the bottom with the eels and the crabs comin' outta your eyeballs.

Kleinfeld swallows. He's terrified, but tries not to show it.

KLEINFELD
(almost a whisper)
What do you want from me?

TAGLIALUCCI
I understand you got a boat.

KLEINFELD
(puzzled)
Yeah.

TAGLIALUCCI
You're gonna get me outta here.

KLEINFELD
Tony, I'm a lawyer. I'm an officer of the court, I can't -- (X)

TAGLIALUCCI
Listen, you lawyer fuck. I got a million dollar credit with you. Look at me. I'm living on a fuckin' prison barge, coughin' up my lungs into a handkerchief. I'm dyin' in here, do I look like I can do ten years to you?

KLEINFELD
Why me? What about your own people?

TAGLIALUCCI
My people? You think they give a shit? Guys go down, other guys take their place. That's the way it is.
(MORE)

35 CONTINUED: 3 35

TAGLIALUCCI (cont'd)
They got no interest in me gettin' out. Listen, I don't fuckin' trust you, but I got no choice. My youngest kid, Frankie, he'll go with you. Keep an eye on you. Nobody'll know about it but you, me, and Frankie. That guard brought me down? Frankie already took care of him. He'll set up everything in here, he'll get me in the water, you just have the boat out there and pick me up.

KLEINFELD
You'll drown in the East River.

TAGLIALUCCI
I learned how to swim in the East River! (X)

Kleinfeld shifts in his seat, hesitant.

KLEINFELD
Tony, this isn't exactly the kind of thing I --

Taglialucci leans forward.

TAGLIALUCCI
The contract's already down on you, pal. The guys, the guns, and the lime pit. All ready for you. Just waiting for me to say go. From in here, one button I push.

He reaches out and presses his right forefinger into the table in front of Kleinfeld.

Kleinfeld looks up at him; looks his own death in the face. He nods quickly, agreeing.

TAGLIALUCCI (cont'd)
(smiles)
You're a fuckin' phony, but you're not stupid. You got six weeks to work it out, after that they transfer me to federal.

He sits back and shakes his head with something close to admiration.

35 CONTINUED: 4 35

TAGLIALUCCI (cont'd)
I get sent up, Nicky goes into witness protection, and you waltz off with the whole million. Beautiful. I always like the part when the Jew with the briefcase walks up to forty wops who got guns in their hands and says "Stick 'em up."

KLEINFELD
(reading from the pad)
555-5888. (X)

TAGLIALUCCI
Beautiful.

36 EXT RIKER'S ISLAND BRIDGE DAY 36

KLEINFELD drives out of the prison and out, onto the bridge again.

He doesn't go far before he pulls over and gets out of the car.

He's frantic, panicky, crying. He goes to the railing and grips it hard, trying to compose himself, but his cries are becoming terrified SOBS now. Down below, the water SLAPS against the pilings.

CUT TO:

37 INT KLEINFELD'S OFFICE DAY 37

Back in his office, there's a huge stack of paperwork on Kleinfeld's desk. KLEINFELD himself, however, is ignoring it. He's bent over a little mirror on top of the stack, snorting a line of coke.

He finishes it and tilts his head back, letting the drug drip down his throat, feeling it. It seems to help calm him, but he's a frazzled mess, still in his overcoat.

He leans down quickly and does another line, the other nostril.

His desk intercom BUZZES.

RECEPTIONIST (o.s.)
Mr. Norwalk, from the district attorney's office.

KLEINFELD
(clearing his throat)
I said no calls.

He starts to lay out another line.

37 CONTINUED: 37

RECEPTIONIST (o.s.)
No, he's here.

Kleinfeld freezes, the razor blade in midair. He runs his hands through his hair.

RECEPTIONIST (o.s.)
Mr. Kleinfeld?

Kleinfeld thinks for a moment, chewing his lip.

KLEINFELD
Give me a second.

He opens the bottom right drawer of his desk and stashes the mirror and the coke.

He wipes frantically at his upper lip, making sure no trace of the drug is visible.

RECEPTIONIST (o.s.)
Mr. Kleinfeld, are you there?

Kleinfeld takes a deep breath and speaks with as much professionalism as possible.

KLEINFELD
Send him in.

He gets up, making sure one last time that there's no evidence of cocaine on him or his desk. He takes off his overcoat, shoots his cuffs, and is almost to the door when it opens and WILLIAM NORWALK, the prosecuting attorney we saw at Carlito's hearing, walks in. (X)

KLEINFELD (cont'd)
William! (X)

NORWALK
(shaking hands)
David. Hope you don't mind, I was in the neighborhood.

KLEINFELD
Of course not. Have a seat. I was just going to call you.

Norwalk smiles, not believing that for a second, and sits opposite the desk. Kleinfeld sits behind it.

There is a very long pause as Norwalk just stares at Kleinfeld. Finally:

37 CONTINUED: 2 37

NORWALK
Your problems aren't just going to go away, David.

CUT TO:

38 EXT STREET NIGHT 38

CARLITO walks alone, down the street. He's looking up, checking addresses. He slows, sees what he was looking for. It's a block of slightly seedy brownstones. He goes to the door of one, checks the names scribbled next to the buzzers.

He runs his finger down the list of unfamiliar names. At first he goes past it, but then his finger stops, retraces its path, and runs slowly across one name.

"G. Brimfield."

Carlito pulls his finger back, to press the buzzer. But he doesn't.

Tries again. Can't.

39 EXT ACROSS THE STREET LATER 39

CARLITO drops a cigarette butt and stubs it out with his shoe, next to three or four others.

He's been sitting on some steps across the street, staring up at the building across the street. He looks up sharply as its door opens and someone comes out.

It's GAIL. She's only five or six years older than when he last saw her, but the years have taken their toll, and everything about her is different. She's more weathered, a woman now, no trace of girl left about her.

She starts down the street, a bag over her shoulder. Carlito follows her, at a safe distance.

40 EXT STREET NIGHT 40

A few blocks further on, CARLITO watches as GAIL hurries up the steps of a converted brownstone. He wanders across the street, to get a look into the second floor, where lights are on and faint MUSIC can be heard.

But he can't see enough. He turns and walks to the alley that runs along the side of the building.

He can see shadows moving up on the ceiling of the second floor now, but not much else.

There's a fire escape on the adjoining building. He climbs it.

41 UP ON THE FIRE ESCAPE, 41

Carlito gets to the second floor and looks across the alley, into the second floor of the building Gail went into.

It's a rehearsal room, wooden floor, big mirror along one wall with a rail fastened to it.

Through the windows, Carlito can see a dance class in progress. It's a small group, ballet. He watches for a few moments, but sees no sign of Gail.

The music stops, the group that was dancing sits, and another dancer goes to the middle of the floor, by herself.

It's GAIL. The music starts, faintly heard out here, and Carlito sits down to watch her. She's good. Not great, but her dance is full of heart and life.

As Carlito watches her, he can only faintly hear the music, but the sounds of the city seem to get louder around him -- cars HONK, A SIREN wails, somebody SHOUTS at somebody, a subway THUNDERS by underneath.

Carlito watches Gail, dancing her heart out. He's enraptured.

CUT TO:

42 EXT BROWNSTONE NIGHT 42

GAIL comes out of the brownstone, after class, and flies down the steps. She walks briskly away, Serious City Face on.

She passes CARLITO, who's leaning against the wall, but she doesn't look twice.

CARLITO
Hey, I know you, lady.

GAIL
Buzz off.

She keeps walking. Carlito follows, playing with her.

CARLITO
Sure, you were goin' with that guy, what was his name? Good lookin' son of a bitch, what was his name, what was -- Carlito Brigante!

Gail stops in her tracks. She turns to face him. Carlito smiles.

GAIL
Charlie?

CARLITO
Hiya, Gail.

42 CONTINUED: 42

Gail breaks into a broad smile, and her face is transformed. She's like a different person, a kid again.

GAIL
Charlie.

CUT TO:

43 INT RESTAURANT NIGHT 43

CARLITO and GAIL are at a table in a restaurant, drinks in front of them.

CARLITO
So what are you doin' these days? (X)

GAIL
Things are going great. Really great. I just got a new agent and I'm going out on <u>everything</u> now. He's incredible, he knows everybody.

CARLITO
You in any shows or anything like that?

GAIL
I was in the road company of "Songbird" last year, I played the governor's daughter. It wasn't a lead, but it was a great part. And I did a musical book show in Vegas for almost a year. Hated the weather. You ever been there?

CARLITO
Are you in somethin' now? I can come down and see you.

43 CONTINUED: 43

GAIL
I was in the road company of "Songbird" last year, I played the governor's daughter. It wasn't a lead, but it was a great part. And I did a musical book show in Vegas for almost a year. Hated the weather. You ever been there?

CARLITO
Are you in somethin' now? I can come down and see you.

GAIL
Well, mostly I'm just doing club dates right now. You know, one nighters. But I'm up for this musical that opens in the fall.

Carlito's just looking at her, smiling.

CARLITO
I'm happy for you, Gail. You're doin' it, livin' what you always dreamed about. (X)

GAIL
Well, getting close. I am getting close. Not there yet, but that's okay. I mean, is anybody exactly where they wanna be? Is anybody exactly who they wanna be?

Carlito doesn't answer, just looks away, over her shoulder.

GAIL (cont'd)
What was it like inside, Charlie?

CARLITO
No big thing. Lotta pushups and a lotta wasted time.

GAIL
But you're out now.

CARLITO
I know, poppin' up like this after all these years -- am I outta line? Maybe I shouldn't have, I don't know -- (X)
(she doesn't answer)
Still pissed off?

GAIL
What do you think? You dropped me hard, Charlie. Now you wanna tell me it was for my own good, right? (X)

CARLITO
No. It was for mine. Thirty years I was supposed to do. I knew you'd try to wait for me, you'd visit, make me think of you, but all the time I'd just wonder who you were with and what you were doin'. It woulda drove me crazy, Gail, it woulda killed me. Better to cut it clean, do my time with a clear head. (X)

43 CONTINUED: 2 43

She just nods, pointedly not looking at him. There's another uncomfortable pause.

CARLITO
Anyway, I'm out now. For what that's worth. I'm broke. I'm an old man, now I gotta start worryin' about money? (X)

GAIL
What about this club of yours?

CARLITO
First of all, it's not all mine. I'm just tryin' to make some money with it so I can -- it don't matter. With my luck, somebody'll get shot and the cops'll close it down.

GAIL
That doesn't sound like you. You never talked like this.

He looks at her for a second, hesitant, then starts to talk.

43 CONTINUED: 3 43

CARLITO
I never felt like this. It's weird, all the time I'm thinkin' about gettin' shot or gettin' jammed and goin' to jail again. Never bothered me before. This guidance guy at Lewisburg, Mr. Seawald, told me, "You run out of steam, you can't sprint all the way, can't buck it forever." That's it, I guess. Nobody reformed me, I just ran out of wind. (X)

GAIL
Maybe it's time you got off the street.

CARLITO
I'm not on the street. Not in the way I used to be. But it don't make no difference. Somebody's always in my face.

Gail looks at him, a million thoughts in her mind, and she's not sharing them.

GAIL
Charlie.
(coming out of it)
I gotta go.

She starts to get up. Carlito jumps up with her.

CARLITO
Can I call you sometime?

She looks at him for a long moment, thinking about it.

GAIL
Let me call you.

She moves in and they embrace, a little awkwardly. Gail pulls out quickly and whispers in his ear.

GAIL (cont'd)
You said you wouldn't break my heart, Charlie.

CARLITO
I know. I'm sorry.

43 CONTINUED: 4 43

She gives him a quick kiss on the lips, turns, and she's out the door in a second. Carlito just watches her leave.

CUT TO:

44 INT CLUB OFFICE NIGHT 44

CARLITO is in the smallish office of the club, quickly counting through a stack of bills. A small, fortress-like wall safe sits open in front of him.

CARLITO (v.o.)
So here's me in the club, countin' every dollar. On top of the twenty-five grand I put in, I already pulled out another fourteen. Thirty-five, forty more and I'm gone, daddy, gone. Two, maybe three months.

He tosses the stack into the safe, SLAMS it, and spins the dial.

45 INT CLUB NIGHT 45

Back downstairs, CARLITO sits at the bar with a drink, going over account books.

CARLITO (v.o.)
Just gotta mark time now. Lie low. Keep outta trouble and off people's minds.

PACHANGA hurries across the club and up to Carlito.

PACHANGA
Carlito, Lalin is here. In your office. You want to see him? (X)

CARLITO
Lalin? Yeah, I'll see him! I thought he was in the joint! (X)

PACHANGA
Guess he got out. (X)

CARLITO
How is he?!

Pachanga just shrugs evasively as Carlito heads off toward the office.

CARLITO (cont'd)
Huh?

46 INT OFFICE NIGHT 46

LALIN, the good-looking neighborhood guy Carlito bailed out in the casino in the Bahamas, is now fortyish, but he is old far before his time.

46 CONTINUED: 46

He sits in a wheelchair in the middle of the office, taking an occasional hit of cocaine from a small one-hit box he clutches in his right hand, darting it up to his nose every couple of minutes, like a tick. He's wearing a good suit, but nature is ravaging him.

CARLITO pauses in the door as he gets his first look at his friend's deteriorated condition. He waits a minute, watching Lalin take another hit.

Finally, Carlito forces a smile on his face and comes all the way into the office. Lalin looks up.

LALIN
Carlito!

Carlito goes to him and throws his arms around him. It's a little difficult because of the wheelchair, and there is tension because of it.

CARLITO
What'd they do to you, man?

LALIN
(shrugs)
I took a few in the back. When the street's really mad at you, she don't put you in a box --
(hits the wheelchair)
-- she puts you in one of these things.

CARLITO
You want a drink?

LALIN
Like you wouldn't believe.

47 INT OFFICE NIGHT 47

CARLITO is lying on a couch in the office with a drink. LALIN continues to take a hit every now and then; he's looking wired as hell. He's taken out a rock of coke and is cutting it up with a long switchblade, to refill his box.

They're laughing, it seems they've been talking for a long time.

LALIN
You know, I seen that chick you use to go around with.

CARLITO
Yeah? Who's that?

47 CONTINUED: 47

LALIN
You know, the one from down in the Bahamas. The dancer. I seen her dance, this place down on Forty-eighth and Broadway. Classy joint.

CARLITO
You saw Gail dance? When?

LALIN
Couple of weeks ago. She was in this fantastic show. Very artistic. She's a very talented lady.

CARLITO
Forty-eighth and Broadway?

LALIN
Yeah, whatever. So Carlito, listen -- you back in business, huh?

CARLITO
No. I ain't. I'm retired.

LALIN
Come on. You mean all them people in Lewisburg and you didn't connect?

CARLITO
Did a lot of reading, mostly. Worked on my appeal.

Lalin laughs and takes another hit of coke.

CARLITO (cont'd)
What about you? Last I heard you were doin' thirty years. (X

LALIN
(proudly)
Beat it.

CARLITO
No shit? How?

LALIN
(shrugs)
Just like you, man. Readin'. (X
Workin' on it with a couple guys in the joint. Smart guys. Just beat it, that's all.

Carlito nods, but he's thinking something. Lalin leans over, closer to him.

47 CONTINUED: 2 47

LALIN (cont'd)
I'm in with some people, Carlito. Italianos. Heavy paper. These guys know you. You know how it is, they trust us. They think we're Italian. (X)

CARLITO
Italians. Pleasant Avenue? (X)

LALIN
No, downtown. They got the money. They'll go up to twenty-five for a key if it's good. And they want regular street people. Old school, you know? (X)

CARLITO
Stand-up guys. Like us, right Lalin?

LALIN
Yeah, like us, babe. What do you say? You, me -- maybe you bring in the people you're with now -- (X)

CARLITO
What people? I told 'ya, I ain't connected any more. (X)

LALIN
Hey, come on, babe. You forget who you're talkin' to? I --

In a second, Carlito rips the switchblade out of Lalin's hand and shoves it up against his neck, the tip of it pressing into Lalin's adam's apple. Carlito puts a finger to his lips, gesturing for Lalin not to make a sound.

Lalin stares at him, wide-eyed.

Carlito reaches slowly into Lalin's shirt, and with a slight TEARING sound, pulls out a tiny microphone on the end of a wire. He RIPS the wire rig from Lalin's chest, hurls the mike to the floor, and stomps on it, SMASHING it to bits.

CARLITO
That's how you beat your thirty years, isn't it, you piece of shit?! What the fuck is the matter with you?! I oughta push you into the fuckin' river! (X)

The door to the office CRACKS open and PACHANGA comes in, having heard the shouting.

PACHANGA
What the fuck, Carlito, you --

47 CONTINUED: 3 47

He stops in the middle of his sentence, seeing Lalin's shirt torn open, the bits of tape, and the smashed microphone on the floor.

47 CONTINUED: 4 47

PACHANGA (cont'd)
Con-yo, Lalin, you fuckin' cheeba!
You fuckin' stool pigeon!

Enraged, he pulls his gun as if he's about to blow Lalin right out of the chair, but Carlito stops him and shoves him to the door.

CARLITO
Get the fuck outta here, Pachanga --

PACHANGA
I kill him for you, Carlito, I fuckin' kill him myself -- !

CARLITO
-- the fuck outta here!

He shoves Pachanga out and SLAMS the door behind him. Lalin begins to cry.

LALIN
Kill me! Go ahead, kill me! I don't give a shit! Look at me. Look at what I gotta carry around!

He reaches under the wheelchair and pulls out a white and pink box.

LALIN (cont'd)
Diapers! I shit in my pants. I can't hump. I can't walk. Go ahead, kill me, you cock sucker! (X)

He hurls the box and it hits the wall behind Carlito.

LALIN (cont'd)
(sobbing now)
They made me do it, or they send me back to the can! I'm no good in the joint, I'm in a fuckin' wheelchair, you know what that's like?!

CARLITO
Who sent you?

There is a long pause. Lalin holds eye contact with Carlito as long as he can, then finally looks away, hanging his head.

LALIN
(subdued)
The D.A.

CARLITO
Norwalk?

47 CONTINUED: 5 47

LALIN
He's got a hard-on for you, man. He got a tip you were dealin' again, big time, like the old days.

Carlito paces, furious, frustrated.

CARLITO
Who told him that shit? I ain't made a move, I ain't made a single God damn move! Who told him?! (X

LALIN
I don't know.

CARLITO
Who the fuck told him?!

LALIN
I don't know, I swear!

Carlito backs off. He paces, thinking, livid.

LALIN (cont'd)
I wasn't gonna give you up, Carlito, no way. I was gonna give you a signal. I was gonna write a message out on a piece of paper and show it to you. Go ahead, man. Do it. (X

Carlito turns and looks at him with pity.

CARLITO
I ain't gonna kill you, Lalin. I don't even want to hurt you. You got business to do, just do it somewhere else. I'll get somebody to wheel you out. (X

CUT TO:

48 INT KLEINFELD'S HALLWAY NIGHT 48

CARLITO, agitated as hell, waits in an expensive hallway. DAVID KLEINFELD, in a bathrobe, blinks sleep out of his eyes and opens his front door.

KLEINFELD
Jesus, Carlito, it's three in the morning.

CARLITO
Some fuck told Norwalk I was dealin' again.

Kleinfeld just stares at him for a second, then throws the door wide open.

KLEINFELD
Come on in.

49 INT KLEINFELD'S APARTMENT NIGHT 49

KLEINFELD pours two glasses of scotch while CARLITO paces, pissed off.

KLEINFELD
You know who it was?

CARLITO
No. He sent somebody out to talk to me wearing a wire.

KLEINFELD
That son of a bitch. He's been leaning on me too, about other shit.

Kleinfeld gives one drink to Carlito and drinks deeply from his own.

CARLITO
I ain't dealin', and I ain't goin' back to jail. No matter what. (X)

KLEINFELD
Relax. You're not dealing, so he can't have anything on you. Not possible. The guy's on a fishing expedition. I'll take care of it.

CARLITO
Fuckin' Lalin, man. There's nobody. There's nobody left.

CUT TO:

50 EXT STREET NIGHT 50

CARLITO walks around the corner of Forty-eighth and Broadway, past a few places, not even sure what he's looking for. He's about to give up when he stops, turns around, and looks across the street --

-- in disbelief. Whatever he's staring at is brightly lit, neon reflecting off his face.

51 INT DIAMOND ROOM NIGHT 51

CARLITO steps through the curtained entrance of a club and into the main room.

The Diamond Room is an upscale midtown place with a large, horseshoe-shaped stage that occupies the center of the room. The clientele, what you'd expect, stares at the stage raptly, a deadened look in their eyes as they watch --

-- a STRIPPER in the middle of her act.

Carlito looks shocked. A HOSTESS leads him to a table near the front and he sits down, tips her, and watches the Stripper. She finishes her act, the crowd applauds lustily, and Carlito orders a drink as they wait for the next act.

The music starts. The crowd CHEERS. And the next stripper dances on stage. She's good, a real dancer, very erotic. The first part of her act is teasing, mostly with her back toward us, but she works her way around as she reaches the front of the stage.

In one dramatic move, she turns fully around, facing the crowd from not very far away.

It's GAIL. She tries to hide her double take as she catches eyes with Carlito, but the reaction is there.

They hold eye contact for a second -- and she moves on, back into her act.

CUT TO:

52 INT DIAMOND ROOM LATER 52

CARLITO sits at the bar, a drink in front of him, untouched. GAIL, dressed in street clothes now and with a bag over her shoulder, comes up behind him and kisses him on the cheek.

GAIL
Hey! This is a surprise.
(to the BARTENDER)
Diet Pepsi? (X)

Carlito turns to her, forcing a smile on his face, trying to hide his discomfort.

52 CONTINUED: 52

CARLITO
Yeah! You were terrific!
(pause, she's waiting for more)
Uh -- I mean, you know, uh, you were very, uh, very --

She leans forward, waiting for him to finish his sentence, but he can't seem to.

GAIL
Sexy?

CARLITO
Yeah! Exactly. Very sexy.

GAIL
Well, that is the desired effect.
(as the Bartender gives her the drink)
Thanks.

Two WHITE GUYS, thirtyish, business types in suits, stop next to Gail, looking at her almost reverently.

WHITE GUY 1
Miss, that was -- you were just wonderful.

WHITE GUY 2
(nodding vigorously)
Really. Wonderful.

GAIL
Thank you. Thank you very much.

They nod some more and back away, tripping over their own feet.

Carlito just sits there, awkward as hell.

GAIL (cont'd)
What's the matter, Charlie?

CARLITO
Nothin', I just didn't know the -- the situation.

GAIL
"Situation?"

She looks at him sideways for a moment. He is massively uncomfortable.

52 CONTINUED: 2 52

CARLITO
Yeah, I mean, things are just a little different -- from what I expected, that's all. I -- I mean, you were talkin' about Broadway and all and -- and -- (X)

She just stares at him, letting him dig himself in deeper.

CARLITO (cont'd)
I mean, hey, this place is terrific, don't get me wrong -- (X)

That's deep enough. She sets down her glass, her feelings hurt.

52 CONTINUED: 3 52

GAIL
Hey, I work very hard for my money. I don't fuck anybody. I dance, and I get well paid for it. End of story. (X)

CARLITO
Woah, wait a minute, wait a minute, I didn't say that, I --

GAIL
You're sitting there judging me, and I don't like it.

CARLITO
Hey. Gail. Wait a minute.

GAIL
I never judged you. What do you do that's so wonderful? You ever rob anybody? You ever hurt anybody?

CARLITO
Will you give me a chance to talk?

GAIL
You ever kill anybody, Charlie?

He stares at her for a long moment, then looks away. She looks down.

GAIL (cont'd)
I'm sorry. That was a rotten thing to say.

CARLITO
It's my fault. I shouldn't have busted in on you like this.

He looks at the stage, trying to start over.

CARLITO (cont'd)
Hey, you know what? This is actually very artistic, the way you -- very graceful, very --

Gail smiles, appreciating the effort, but picks up her bag to go before he can get his foot in his mouth again.

GAIL
Charlie?

CARLITO
Yeah.

GAIL
Let it go.

52 CONTINUED: 4 52

CARLITO
Okay. (X)

GAIL
Why don't you surprise me again sometime. (X)

She heads for the door.

CARLITO
When?

GAIL
Can't say.

CARLITO
Why not?

She looks at him over her shoulder, and finally, she smiles.

GAIL
Because then it wouldn't be a surprise.

She leaves. Carlito watches her go --

-- then grins and THUMPS the bar once. Progress.

CUT TO:

53 INT CARLITO'S CLUB NIGHT 53

Carlito's club is doing moderate business, not packed, but no open tables either.

Across the club, BENNY BLANCO looks upset. He's shouting at RUDY, the waiter, and waving his arms wildly. Rudy tries to calm him, backing away, promising something. (X)

54 INT BATHROOM NIGHT 54

RUDY comes into the men's room, eyes darting both ways. He doesn't have to look long. GRUNTING and MOANING are coming from one of the stalls. Rudy looks up. (X)

A woman's hands are on the top edge of the stall, on either side.

He looks down. A man's feet are between the woman's feet, his pants around his ankles. The MOANING gets louder, edging up on GASPING. Rudy looks horrified. He hurries out. (X)

55 INT CLUB NIGHT 55

CARLITO is at a table, having a drink. RUDY hurries up to him again. (X)

RUDY
Uh, Mr. Brigante? There's a little problem with Mr. Kleinfeld. (X)

CARLITO
What kinda problem?

RUDY
He's in the bathroom fucking Steffie. (X)

CARLITO
Good for him.

RUDY
Yeah, but she's goin' with Benny Blanco now. (X)

CARLITO
Who?

RUDY
You remember. Benny Blanco. From the Bronx. (X)

CARLITO
Fuck Benny Blanco.

55 CONTINUED: 55

RUDY
Yeah, well, he's here, and he saw them go in. I think he might make trouble. (X)

He points across the room, where BENNY BLANCO stands with his BODYGUARD. Benny points one long finger at Rudy and beckons to him. Rudy swallows and crosses the room to him. (X)

As he does, Kleinfeld and Steffie come back to the table, afterglowing all over the place and very unaware of Blanco's presence.

STEFFIE
Damn, Carlito, where you been hidin' this man? This is one sexy man.. This man is an animal.

Kleinfeld grins, proudly. They sit at the table, their backs still to Blanco. Kleinfeld pulls out a small vial of coke and dumps some on the back of his hand.

STEFFIE (cont'd)
Plus he got himself a Mercedes, he got himself a yacht --

KLEINFELD
(cutting her off)
Here.

He extends his hand to Steffie's nose and she snorts the coke.

Carlito doesn't say anything, just watches over their shoulders, to where Blanco is talking to Rudy, who is nodding vehemently. They finish their conversation and Rudy comes back across the dance floor, smiling nervously. (X)

RUDY (X)
(to Carlito)
It's gonna be okay. He says he wants to send a bucket of champagne over. He says he wants you to send Steffie over.
(quickly)
When you're ready.

Steffie spins around quickly, sees Blanco, and gets panicky.

STEFFIE
Carlito! What -- !

Sasо, hearing the rising tones, comes to the table. (X)

SASO
Que pasa? (X)

STEFFIE
Carlitol What -- I (X)

55 CONTINUED: 2 55

CARLITO
Take it easy, Steffie. There's no problem here. You're with Dave.

RUDY
But, uh, Benny said -- (X)

Kleinfeld looks around, all bluff and bravado from booze and coke.

KLEINFELD
What Benny? Who the hell is Benny? Fuck Benny.

A WAITRESS comes over to the table with a bucket of ice and a bottle of champagne. (X)

WAITRESS
This is from Benny Blanco. He says -- (X)

CARLITO
Send it back.

SASO
What?!

CARLITO
Send it back.

Rudy swallows and takes it away.

KLEINFELD
Hey, where's he goin' with that bottle?

CARLITO
Wrong table, Dave.

SASO
(sweating)
Charles, please. You can't do this. Benny spends a lot of money here.

CARLITO
He's a fuckin' nickle-bagger.

SASO
What are you acting like this for? It doesn't make sense you should hate this guy. This guy is <u>you</u> twenty years ago. (X)

55 CONTINUED: 3 55

CARLITO
Shut up.

Saso turns and looks over his shoulder. Blanco is now crossing the floor toward Carlito, his Bodyguard flanking him.

SASO
Yo me lavo las manos.

He makes a gesture of washing his hands in the air, then turns and walks quickly away as Blanco draws up to the table.

He comes up behind Steffie and Kleinfeld, facing Carlito, and puts his hands on Steffie's shoulders. She's shaking.

BLANCO
(smiling)
That's the second time you turned me down for a drink, Mr. Brigante.

CARLITO
Yeah?

Blanco looks at him, surprised, as if there's some confusion here -- this can't be happening to him.

BLANCO
(pleasantly)
Maybe you don't remember me --

CARLITO
Maybe I don't give a shit. I don't know who you are. I don't care who you are. You think you're like me? You're a punk. I been to Europe. Where you been? I made millions of dollars. What do you got -- a few grand in your pocket? -- and you think you're somebody. I have been with connected people, made people, who you been with? Chain-snatchers. Punks, muggers, and pimps. Take a fuckin' walk. (X) (X)

There is a long pause as Blanco reacts to Carlito's frontal assault. The two Women at the other end of the table get up and clear out, certain that hostilities are about to follow.

Steffie is frozen in her chair. Kleinfeld's looking up at Blanco, contemptuous, coked up.

Blanco himself looks about to explode. Carlito's just staring him down.

55 CONTINUED: 5 55

BLANCO
(very quiet)
I say Steffie's at the wrong table.
Right, babe?

55 CONTINUED: 6 55

CARLITO
No. She's not.

There is another pause, and then Blanco reaches for Steffie, pulling her up from the table.

Now things really happen. Carlito leaps up from the table and Blanco's Bodyguard steps forward.

From behind him, Pachanga and FOUR BOUNCERS appear from where they were lurking just within earshot. (

The Bouncers grab Blanco and liberate Steffie.

Dave Kleinfeld is on his feet too, pulling a snubnose out of his belt and shoving it in Blanco's face.

CARLITO
What the hell you doin', Dave?!

KLEINFELD
(crazed)
I'm gonna shoot this cock sucker!

BLANCO
I'll kill you, mother fucker!

KLEINFELD
I'm gonna blow your God damn head off! (

CARLITO
Put it away, Dave.

He's looking around the club, hoping they're not attracting too much attention, but here and there people have noticed and are heading for the exits -- or sitting back to watch.

KLEINFELD
(to Blanco)
How does it feel, fucker, huh? How does it feel?

Carlito SIGHS and turns to Pachanga and the Bouncers.

CARLITO
Get 'em outta here.

They hustle Blanco and his Bodyguard, who are struggling and SHOUTING, across the club, out the door.

55A EXT OUTSIDE STAIRS NIGHT 55A

Pachanga and the Bouncers have Blanco and his Bodyguard out of the club and on the landing at the top of the stairs.

55A CONTINUED: 55A

CARLITO
Hold it, hold it. Stop 'em here.

They do. Carlito steps right up to Blanco, his face only a few inches away. Blanco stares back at him, his eyes burning, showing no sign of fear or backing down.

CARLITO (cont'd)
Okay, Benny Blanco from the Bronx. The chick belongs to the club. If you ever, but if you ever come around here again, you die, okay? Just like that.
(snaps his fingers)
You got that, kid? (X)

BLANCO
(crazy with rage)
You over, man, you in the fuckin' history books, you better fuck me up now, and good, 'cause if I ever see you again, I swear I'll fuckin' kill you!

You just don't say these things. Carlito's arm flashes out, like a reflex, and his palm jams Blanco in the face. Blanco tumbles backwards, down the stairs, head over heels. It's a long, hard, painful fall, and he lands in a heap at the bottom. (X)

Kleinfeld HOOTS, loving this. (X)

CARLITO
(to Pachanga)
Pick him up and take him into the alley.
(to Kleinfeld)
You. You stay here. (X)

55B OMITTED 55B

55C EXT ALLEY NIGHT 55C

The Bouncers slam BENNY BLANCO and his BODYGUARD up against the wall in the alley behind the bar. CARLITO moves right up to Blanco and gets in his face. (X)

CARLITO
Lift up his pants.

They do, finding a Derringer in a holster on his ankle. Pachanga pockets it. Carlito's still staring at Blanco, right into his eyes. Blanco gives it right back, even though he's bloody, bruised, and breathing hard. (X)

55C CONTINUED: 55C

PACHANGA
Let's fuck him up, put him in the trunk of his car, and drive him off the pier.

Blanco and Carlito just stare at each other.

PACHANGA (cont'd)
Come on, man, it ain't far.

Carlito and Blanco still stare at each other.

PACHANGA (cont'd)
Carlito? It'll be fun, man. Like the old days.

CARLITO
Let him go.

PACHANGA
What?

CARLITO
Let him go.

Carlito turns and walks quickly out of the alley. Behind him, Pachanga and the Bouncers throw Blanco and his Bodyguard to the ground and start to kick the shit out of them. Carlito just keeps walking. His face is concerned, vulnerable again as his VOICE OVER returns:

CARLITO (v.o.)
Any other time, that punk would have bled. But I can't do that shit no more. Don't want to burn nobody, even when I know I should. That ain't me now. Just wanna get my seventy-five, get out.

Carlito stops at the mouth of the alley and looks back, over his shoulder. Pachanga and the Bouncers are staring at him, conferring silently among themselves.

CARLITO (v.o.)
I know what they're sayin'. "The Joint got to Carlito, he's flaky, slacked out, a used-to-be-bad-guy." The street, she's watchin'. Kindness is always taken for weakness.

CUT TO:

56 INT CLUB OFFICE NIGHT 56

CARLITO comes into the office, still coming down from the confrontation in the alley.

56 CONTINUED: 56

KLEINFELD follows, closing the door behind him. (X

CARLITO
Give me the piece, Dave.

KLEINFELD
What?

CARLITO
Give me the fuckin' gun. Since when are you such a tough guy? You're gonna get yourself killed.

56 CONTINUED: 2 56

KLEINFELD
Hey, I can take care of myself. I'm not some law school schmuck who never saw a bad guy before.

CARLITO
Dave, you're gonna wave it at the wrong guy. He's gonna take it away from you and bury it up your ass, I guarantee it. Come on. Give me the gun.

Kleinfeld looks at him, shakes his head, and gives Carlito the gun. He slips his arm around his shoulders as Carlito puts the gun in a desk drawer.

KLEINFELD
I know you love me, kid, but you gotta lighten up. Hey, you know what? I'm throwing a big party at my summer house this Saturday. Come on out. I wanna talk to you about something.

CARLITO
Talk to me now.

KLEINFELD
Saturday. I need visual aids.

CUT TO:

57 EXT KING'S POINT NIGHT 57

Dave Kleinfeld's boat is a forty-five footer docked at a private pier at King's Point, on the north shore of Long Island.

There's a party going on in the yard along the shore, PEOPLE scattered everywhere, older MEN, much younger WOMEN.

There's a pile of coke in the middle of a glass-topped table in the yard which everyone samples from time to time. COUPLES make out here and there, modesty not really an issue.

One Couple, on a chaise lounge, is particularly into it.

CARLITO is sitting on a stool at a bar that's been set up on the grass, his back to it all, in the crowd but not of the crowd. STEFFIE comes up to him.

STEFFIE
Whatchoo doin' over here by yourself, Carlito?

57 CONTINUED: 57

CARLITO
Sittin'.

STEFFIE
You sure are weird, baby. Like how come you never tried to fuck me? You got into a big beef for me and you never tried to lay a glove on me.

CARLITO
You're with Dave now.

STEFFIE
(flirty)
Well, he can't fuck me tonight, all the coke he's doin'.

KLEINFELD appears and sits down on the other side of Carlito. He's wired.

KLEINFELD
What are you two talking about?

STEFFIE
Fucking.

KLEINFELD
Yeah, speaking of fucking, Steffie, look at those friends of yours. They're embarrassing, for Christ's sake.
(shouting to the Couple)
Hey! Louie! Your chick's giving you a handjob right in front of everybody! I got guests here! People are eating, for God's sake!

GUY
Take it easy, Dave --

KLEINFELD
Where the hell are your manners? You wanna fuck her, go in a bedroom like a normal human being!

The Guy and Girl rearrange their clothes and move happily into the house. Steffie laughs and heads into the party.

KLEINFELD (cont'd)
(shaking his head)
People.

He does a hit of coke and pours himself a drink. He's restless, upset. Carlito just stares at him.

57 CONTINUED: 2 57

CARLITO
Okay, Dave. What's up.

Kleinfeld looks around, to make sure no one's listening. He shakes his head, like this is a subject he can't even bring himself to discuss.

KLEINFELD
I need you to do something for me.
(pause)
You've got to help me spring Tony Taglialucci from the prison barge at Rikers.

There is a very long pause.

57 CONTINUED: 3 57

CARLITO
(softly)
Jesus. Are you crazy?

KLEINFELD
He thinks I stole a million dollars from him. He's nuts, paranoid.

CARLITO
Dave, do you know what you're saying?

KLEINFELD
If I don't do it, he'll have me killed. It's that simple. (X)

CARLITO
You're talking about busting into -- (X)

KLEINFELD
No no no no no. Busting in, what am I, crazy? He's gonna swim off the island. (X)

CARLITO
He'll drown.

KLEINFELD
No, he won't. Not if you and I pick him up --
(pointing to his boat)
-- in that. Tony's got a guy inside who'll get him in the water. I've been cruising the Sound for years, I know those channels like the back of my hand. We cross Little Neck Bay into the river, then pick him up near the north corner. There's a buoy about a hundred yards offshore. That's where he's gonna be. In and out. Take us half an hour.

CARLITO
(are you nuts?)
He's gonna jump from the barge and swim a hundred yards to the buoy? In the East River? It's impossible, it's too rough, he'll drown.

57 CONTINUED: 4 57

KLEINFELD
That's his problem. Look, there's no point arguing, I have to do this, and I'm asking for your help.

Losing control of his emotions, he looks away.

CARLITO
Jesus, Dave. You're a lawyer, man. What the fuck is happening to you?

Kleinfeld looks back. There are tears in his eyes.

KLEINFELD
What's happening is I'm so fucking shook up I can't see straight. I'm in an impossible situation. Once I get Tony back to shore, there's a distinct possibility him and his goombah son have plans for me. (X)

CARLITO
What are you talking about? (X)

KLEINFELD
How do I know they're not gonna kill me? He hates my guts. I am in trouble, Carlito, and I got nobody else I can trust. (X)

Carlito just looks at him. Kleinfeld looks away again, unable to look him in the eye.

KLEINFELD (cont'd)
I can get you fifty grand for going along.

After another long moment, Carlito finally nods in agreement.

CARLITO
For you, Dave. Not for the money. (X)

Kleinfeld smiles in relief. He gets up and embraces Carlito.

KLEINFELD
Thanks. I'll let you know when it's comin' up.

He heads back into the party. He turns back to Carlito as he walks away.

KLEINFELD (cont'd)
It's gonna be okay after this! (X)

57 CONTINUED: 5 57

He finds Steffie and grabs her lewdly from behind. Carlito just watches him, sadly.

CUT TO:

58 OMITTED 58

59 INT GAIL'S HALLWAY NIGHT 59

CARLITO is outside Gail's apartment door, a little drunk. She opens it, but keeps the chain on.

CARLITO
Surprise!

GAIL
I was asleep.

59 CONTINUED: 59

CARLITO
Open up. I went and bought a cheesecake for you.

GAIL
Go away. I don't like cheesecake.

CARLITO
Yeah, you do. Come on, let me in. You know you're gonna, you wouldn't have buzzed me in if you weren't.

GAIL
Thought you were somebody else.

CARLITO
So? Pretend I still am.

59 CONTINUED: 2 59

GAIL
I'm saying no, Charlie. What are you gonna do, bust the chain, chase me around the apartment, take me on the floor?

She smiles and turns away from the door, leaning against the wall next to it.

GAIL (cont'd)
Well?

CARLITO
I'm too old for that. Come on, open the door.

Silence. After a moment it's obvious Gail won't budge, so Carlito sighs and SMACKS his shoulder against the door, hard, but not hard enough to break the chain.

CARLITO (cont'd)
Oh, Jesus. I think I broke my shoulder.

GAIL
(laughs)
You hurt, Charlie?

CARLITO
Yeah. It's bad. I need medical attention, let me in.

GAIL
Sorry, Charlie. If you can't get in -- you don't get in.

Through the crack in the door, he sees her drop her bathrobe onto the floor and walk toward the bedroom, naked.

Carlito moves forward suddenly, SMACKING the door hard, ripping the chain bracket out of the frame and sending the door BANGING open.

IN THE APARTMENT,

he moves quickly across the room, turns her around and kisses her.

GAIL
You stink from booze. Where the hell you been?

CARLITO
Bad place. I'm here now.

59 CONTINUED: 2 59

She steps up, onto his feet, kissing back. He walks backwards, with her on his feet, into the bedroom.

60 IN THE BEDROOM, 60

they come in, kissing hard, aggressively. Gail shoves Carlito back and undoes his pants, impatiently, tugging them down. He helps, pulling them inside out over his feet as she turns and pulls the covers off the bed, all of them, not even noticing she gets the mattress pad too.

Now they fall back onto the bed, together, neither one of them willing or even able to slow down, and as soon as they can they're making love.

Now they slow, stop, just looking at each other. Gail WHISPERS to Carlito, her eyes brimming.

GAIL
Hey. Where's my God damn cheesecake?

CUT TO:

61 INT GAIL'S BEDROOM NIGHT 61

CARLITO and GAIL are in bed, after, in that dreamy place right before sleep. She props herself up on one elbow and whispers to him.

GAIL
Can I ask you a personal question?

CARLITO
Anything.

GAIL
Did you ever kill anybody, Charlie?

He just looks at her for a second, not expecting quite so heavy-duty a question.

GAIL (cont'd)
I'm sorry, is that --

CARLITO
It's okay, it's just -- it ain't that simple. I mean, you can't just ask it like that, and there it is.

GAIL
You don't have to answer.

61 CONTINUED: 61

CARLITO
Look, when I was a kid, for example, the wops said no spics could go east of Park Avenue. And the spooks said no Ricans west of Fifth Avenue. That don't leave you a lot of room to maneuver.. If you wanna go to Central Park, for example, you shit out of luck. But you go anyway. Now, if you get caught, what happens to you ain't so bad when you eight or nine years old, but you get a little older -- that's when you notice them rumbles are gettin' a little meaner. The Copiens, the Socialistics, the Comanches -- all them bad motherfucker gangs are startin' to use hardware now. If they catch you, they gonna stick you. That's a fact. And what you gonna do? You gonna start carryin' a blade, that's what. But then the zip guns come out. One time I got caught by the Copiens in Central Park by the lake near 106th Street -- my blood was up, I said "I'll take any one of you motherfuckers." But they said "No, man, we gonna kill yo' ass," and they started pulling the rubber bands on them zip guns. That ain't good. They catch one of them bullets square, it hits you in the head, you got some serious problems. That was the last chase on me like that. I always carried a piece from then on. Guys went down, yeah, sure, but it ain't like you just decide one day and that's that. You just do what you gotta do, every day, and that's how you end up where you are.

GAIL
That's how everybody ends up where they are, Charlie. Everybody.

61 CONTINUED: 2 61

CARLITO
Yeah. I am gettin' out, Gail. I meant what I told you, 'bout the car rental place.

Gail laughs, in spite of herself.

GAIL
Sorry.

CARLITO
(laughing too)
What's wrong with renting cars that everybody laughs? It's a dream. You never had a dream? (X)

GAIL
'Course I did. I mean, the Diamond Room's not exactly the end of my rainbow, you know? It's just --

She looks up at him, wondering whether to confide. (X)

GAIL (cont'd)
Sometimes I hear myself talking about new agents and auditions and trying to be optimistic and I just wonder -- why should I be optimistic? I mean, if I look in the mirror and I'm honest with myself, isn't it obvious I've gone about as far as I'm gonna go with dancing? Ten years from now, am I still going to be -- (X)
(pause, she gathers herself)
Yes. I had a dream, but I'm awake now and I hate my dream. Maybe it's time I thought about doing something else.

Carlito moves closer to her and holds her.

CARLITO
Maybe some <u>place</u> else. (X)

GAIL
Yeah? Like where? (X)

He just smiles and kisses her.

CUT TO:

62 INT COPACABANA NIGHT 62

A SALSA BAND plays on the stage at the Copacabana, tearing it up, WILD DANCERS in front of the bandstand, a dozen MUSICIANS in red satin shirts and backbeats behind. It's loud, it's crowded, it's a lot of fun. Carlito's VOICE OVER:

CARLITO (v.o.)
Seems like every day I'm findin' somethin' new I like about Gail. I keep workin' my points about us gettin' out of New York, goin' to live in the Bahamas together, permanent. She ain't sayin' much, but I can tell the idea's growin' on her.

62 CONTINUED: 62

CARLITO and GAIL are there, dancing, and seem to be having a hell of a time. It's a giddy, wild crowd, and Carlito can hardly keep up with her.

CARLITO (v.o.)
So here's a bunch of us at the Copa, everybody dancin' and drinkin' Dom Perignon.

Carlito retreats to the edge of the dance floor to catch his breath, but Gail keeps on dancing. An ITALIAN GUY, very wiseguy-looking but just having a good time, starts to dance with her.

CARLITO (v.o.)
Everything paid for by Kleinfeld. Won't even let you put your hand in your pocket, always sneakin' off and payin' the waiter. But he has that bad drinker face, and his eyes are gettin' beadier and beadier these days. Shoulda seen it comin'.

KLEINFELD has already shrugged out of his tie and looks three sheets to the wind. He's staring at the Italian Guy dancing with Gail, a sneer on his face.

KLEINFELD
(to Carlito)
You gonna let that fuckin' goombah paw your woman like that?

CARLITO
They're just dancin', Dave. It's beautiful. See, you don't appreciate the rhythm -- the motion --

KLEINFELD
What I don't appreciate is he's got his fuckin' hands on her ass!

CARLITO
He doesn't have his hands on her ass.

KLEINFELD
Look at that wiseguy shithead! They all think they're so fuckin' tough. I'm sick of hoods like that coming to my office, thinking they can push me around.

CARLITO
Why don't you tell him what you think, Dave?

62 CONTINUED: 2 62

KLEINFELD
I will.

CARLITO
I think you should.

KLEINFELD
I will.

CARLITO
Go ahead, I'm sure he'd be real interested.

KLEINFELD
(shouting)
HEY!! HEY, YOU FUCKIN' WOP!

The Italian Guy on the dance floor looks around, hearing something. Gail sees immediately who's doing it and covers her face.

CARLITO
Jesus Christ, Dave, I was kidding!

Kleinfeld steps forward, really shouting out at the dance floor, spilling champagne everywhere.

KLEINFELD
YEAH. I'M TALKING TO YOU, YOU --

Just as the Italian Guy begins to suspect this is meant for him, Carlito grabs Kleinfeld by the neck, yanks him away from the dance floor, and shoves a finger in his face.

CARLITO
(as to a dog)
NO!

Kleinfeld dissolves into helpless laughter. Gail stalks off the dance floor, pissed off, right past the two of them.

63 UPSTAIRS, 63

Gail, Carlito, STEFFIE, PACHANGA and his DATE are at a table, with enough champagne for a week.

As Carlito comes back, he notices a big, bulky BODYGUARD hovering near the table. He leans over to Pachanga as he sits down with Gail.

CARLITO
Where'd Kleinfeld get his new babysitter?

PACHANGA
The Bronx Zoo.

63 CONTINUED: 63

Kleinfeld, still laughing, proud of himself, comes up from downstairs and sits next to Steffie, doing a hit of coke from a one-hitter.

KLEINFELD
You people have no sense of humor.

GAIL
Charlie, let's go.

KLEINFELD
Nah, I was just foolin' around. I wouldn't let anything happen. Carlito and me, we take care of each other, right kid? He knows. He knows. (X)

Carlito looks at Gail and makes an "in a few minutes" face.

Kleinfeld leans over to Carlito, his voice low, but not nearly low enough.

KLEINFELD (cont'd)
Hey, Carlito, you don't get seasick on boats, do you?

CARLITO
(uncomfortable, a look at Gail)
No.

KLEINFELD
Good.

Gail looks at Carlito, curious, but willing to let it go. She turns back to the stage, to watch the band. Kleinfeld turns to Carlito again.

KLEINFELD (cont'd)
You know, I'm just askin', for our little boat ride tomorrow night, you know? (X)

CARLITO
(hard)
Yeah. Drop it.

KLEINFELD
Okay, okay. I'm just tryin' to cover all the bases.

Carlito doesn't answer.

63 CONTINUED: 2 63

KLEINFELD (cont'd)
It's comin' up.
(holds his watch up)
Tick tick tick tick tick tick tick.

Gail turns to Carlito.

63 CONTINUED: 2 63

GAIL
Are you going somewhere?

Kleinfeld jumps in, thinking he's smooth, but he's anything but.

KLEINFELD
Yeah, just a little boat trip, no big deal.

CARLITO
Let it go, Dave.

KLEINFELD
What's the problem? I'm asking a simple question. A man is going on a boat, I want to know if he gets seasick. It could be important.

GAIL
What boat?

No answer.

GAIL (cont'd)
What boat, Charlie?

Carlito just looks at her, frustrated and helpless.

She looks from Kleinfeld to Carlito, embarrassed and angry. She grabs her purse, gets up from the table, and walks away.

CARLITO
Gail, wait.

But she keeps walking. Carlito gets up to follow her, stopping to whisper in Kleinfeld's ear.

CARLITO (cont'd)
(hisses, sharp)
You ever talk that shit in front of her again and I'll kill you.

He turns and hurries off after Gail.

An awkward moment passes at the table.

KLEINFELD
What's the matter with him?

CUT TO:

64 INT GAIL'S APARTMENT NIGHT 64

GAIL steams in the door to her apartment, furious. She rips her jacket off as she crosses the living room, SLAMS it on the couch, and continues into the bedroom.

CARLITO, right behind her, closes the front door and follows her.

65 IN THE BEDROOM, 65

Gail pulls her dress off over her head and puts on a tee-shirt, for sleeping.

GAIL
I don't like him. I didn't like him the minute I met him.

CARLITO
You're not listening to me.

GAIL
What is this boat thing? What is that asshole manipulating you into? Tell me!

She balls the dress up and throws it onto the bed, but overshoots, hitting a night table, taking out a framed picture that's on it. It hits the wood floor and SMASHES.

CARLITO
I'm just helping him out with a personal thing. I owe him.

GAIL
You owe him? He's a fucking cokehead! I can't believe you even hang around with that guy! He's sick! He's going to get you killed, or sent back to prison! (X)

CARLITO
He saved my life.

GAIL
So now you have to pay him with it?! Jesus, you give this whole song and dance about being out of that shit, but you're not! You're not! (X)

She stalks into the bathroom.

66 IN THE BATHROOM, 66

Gail stands in front of the mirror, taking off her makeup angrily. Carlito follows her, his anger building too, but he's swallowing it, and it's a little frightening, wondering what his explosion will be like when it comes.

66 CONTINUED: 66

GAIL
Why'd you have to drag me into it? Why'd you have to make me believe all that crap about the Bahamas and paradise and -- God, I feel ridiculous. You haven't changed a bit. (X

66 CONTINUED: 2 66

CARLITO
What, you think gettin' out's just some fantasy I been layin' on you? How could you say that when you know how close I am?! I just gotta do this one thing. I owe Dave.

GAIL
You don't owe him shit! You just think you do! That's the problem with you! That's why nobody like you gets out, no matter what they say!

CARLITO
(quietly)
You're not listening to me.

GAIL
Everything you ever learned in the neighborhood, every instinct you've got won't do anything but get you killed. I know how this dream ends, Charlie, and it isn't in paradise. It ends with me carrying you into Flower emergency room at three in the morning and standing there, crying like an idiot while your shoes fill with blood and you die.

CARLITO
You're not listening --

GAIL
'Cause you're bullshitting me! All your talk is bullshit and your dreams are bullshit and your --

Carlito SMASHES his hand into the mirror, spiderwebbing it.

CARLITO
YOU'RE NOT LISTENING TO ME!

He stands there, heaving, trying to regain control. He looks down at his hand, which is bloody.

CARLITO (cont'd)
Dave is my friend, and I owe him. That's who I am, and it don't ever change. Right or wrong, it don't ever change.

Gail's shaking now, in the corner of the bathroom. She speaks quietly, almost a whisper.

GAIL
Whatever he wants you to do, don't do it. Just don't do it. Please?

He doesn't answer. She goes to him. They don't speak as she takes a towel from a bar, wets it, wipes the blood from his hand, and wraps the towel around it. She leaves him to hold the towel on the cut as she heads for the bedroom.

GAIL (cont'd)
That's the last time I wipe up your blood.

She goes into the bedroom and gets in bed, leaving the lights off. Carlito turns, walks out of the bathroom, and through the bedroom.

All Gail hears is the front door open and close as he leaves the apartment.

CUT TO:

67 EXT KING'S POINT NIGHT 67

King's Point is a remote area, and the night's fog and drizzle make it seem even more so.

CARLITO and KLEINFELD come down the dock toward the boat, Kleinfeld with a bunch of maps and charts tucked under his arm.

Carlito's VOICE OVER:

CARLITO (v.o.)
Came the big night, and right away I didn't like it. Kleinfeld was coked out of his mind, the flaps of his nose all red and swollen. Bad start, Jack.

An ITALIAN KID, twentyish, big, tough, and mean, is waiting for them by the boat. He doesn't like the looks of Carlito.

FRANKIE
(to Kleinfeld)
What's with the extra guy?

KLEINFELD
Carlito, this is one of Tony's sons, Frankie.

FRANKIE
It's Frank.

KLEINFELD
Whatever.

67 CONTINUED: 67

FRANKIE
What's with the extra guy?

KLEINFELD
Oh, excuse me, is this your boat? Then shut the fuck up. I thought I needed help, I brought help.

Kleinfeld jumps onto the boat.

KLEINFELD (cont'd)
Okay, we're coming in on the La Guardia side, through the Sound. Frankie, you take the wheel when we get to Tony; Carlito, you and I can fish him out. (X)

FRANKIE
(climbing aboard)
Frank.

KLEINFELD
Whatever.
(to Carlito)
Okay! Cast 'er off.

CARLITO
What?

KLEINFELD
(laughing, wired)
Untie it, you fuckin' spic.

CUT TO:

68 EXT BOAT NIGHT 68

The boat plows ahead, through the fog, seemingly the only boat on the river. CARLITO huddles on the bow, near some fishing chairs, looking ahead into the gloom. The lights of La Guardia are blinking on their right, but ahead it's only black. FRANKIE is next to him, staring intently off the bow.

Carlito turns and looks over his shoulder, up to the flying bridge.

KLEINFELD grins broadly and waves, like they're on a pleasure cruise.

FRANKIE
He a friend of yours?

CARLITO
Yeah.

68 CONTINUED: 68

FRANKIE
He's a fuckin' cockroach.

CUT TO:

69 EXT BOAT NIGHT 69

The boat passes under a bridge, heading into the East River. A dark shape looms off in the distance. CARLITO stands.

CARLITO
That's it! Riker's!

KLEINFELD
I see it!

He GUNS the engines and the boat moves ahead.

FRANKIE
Take it easy!

KLEINFELD
I see the buoy!

The boat ROARS ahead, making a hell of a lot of noise. Carlito picks up a long grappling pole, goes to the rail, and looks down, but the boat is plowing through the water too fast for him to get a good view.

CARLITO
Slow down! I can't see a God damn thing!

KLEINFELD
He should be at the buoy!

The buoy is visible now, and it's only about fifty yards ahead. Kleinfeld doesn't let up.

FRANKIE
Jesus! Slow down! You'll hit him! (X)
HEY!

The boat ROARS right past the buoy, fast, and for a moment they get a glimpse of TONY TEE's terrified face, his bald head shining in the moonlight. He clings to the buoy precariously as the boat SPLASHES right past him.

FRANKIE (cont'd)
You missed him!!

KLEINFELD
Shit! Get up here and take the wheel!

69 CONTINUED: 69

Frankie turns and hurries up the stairs to the flying bridge. The boat slows, Kleinfeld CLUNKS it into reverse, and it starts to back up towards the buoy.

Carlito runs to the back with the grappling pole. He looks down, off the transom, at the propellers that SLASH and CHURN in the water as the boat backs up --

-- straight toward Tony Tee.

The drizzle has picked up, the rain's really starting to fall now. Carlito gets down on his knees and extend the pole as far as he can, wrapping one arm around the post to keep from falling in himself.

The boat keeps backing up. Taglialucci's about twenty yards away now, bobbing up and down in the water, eyes wide with fear as the boat draws closer.

The boat's almost there, and now the pole is within Taglialucci's reach. He throws his hands up, out of the water, and grabs hold.

CARLITO
STOP THE BOAT, WE GOT HIM, WE GOT HIM!

70 UP ON THE FLYING BRIDGE, 70

Kleinfeld puts the boat in neutral and turns the wheel over to Frankie.

KLEINFELD
Just hold this and keep the bow pointed straight at that light. The flashing one, you see it?

FRANKIE
Yeah.

Frankie steps forward and takes the wheel. Kleinfeld steps back, directly behind him. He smiles.

71 BACK ON DECK, 71

Carlito is holding onto the pole with Taglialucci at the other end, bucking and bobbing in the waves, gargling slimy East River water.

Kleinfeld emerges from the bridge, slides down the ladder, and hurries up to the bow, grabbing hold of the grappling pole with one hand.

KLEINFELD
Go take the wheel, we're starting to turn! I got him.

71 CONTINUED: 71

Carlito turns and hurries across the deck toward the ladder. Kleinfeld turns back to Taglialucci.

KLEINFELD (cont'd)
Tony -- grab hold of the rail!

71 CONTINUED: 2 71

Taglialucci, who has pulled himself the remaining distance up the length of the pole, reaches out with great effort and clamps one hand onto the boat rail.

TAGLIALUCCI
Help me.

Kleinfeld, wild-eyed, raises his free arm slowly, from where it was hanging at his side.

He's holding a crowbar.

He rears back and CRACKS Tony across the face with it.

Taglialucci SCREAMS and blood pours from the wound.

KLEINFELD
You piece of shit! Who the fuck did you think you were threatening?!

Carlito whirls and sees Kleinfeld looming over Taglialucci, raising his arm for another blow.

CARLITO
NO!!

He turns and hurries down the ladder.

KLEINFELD
(screaming at Tony with every blow)
NOW YOU CAN TELL ME -- HOW IT FEELS WITH THE -- FUCKIN' EELS AND -- FUCKIN' CRABS -- COMIN' OUTTA YOUR FUCKIN' EYEBALLS!!

Kleinfeld's final swing strikes a CRUNCHING blow that practically caves Tony's head in. Carlito races across the deck and knocks him away.

As Kleinfeld and Carlito tumble to the deck, Tony Tee's body slips beneath the waves and disappears.

Kleinfeld gets up from under Carlito, walks to the edge of the deck, and tosses the crowbar into the water.

KLEINFELD (cont'd)
Now drown, you ghinny bastard.

It's quiet again, the only sound the waves PLOPPING against the side of the boat.

Carlito is still crouched on the deck, staring at the water, breathing hard. He looks up at Kleinfeld in disbelief.

71 CONTINUED: 3 71

CARLITO
You killed us, Dave. You killed us.

71 CONTINUED: 71

KLEINFELD
Help me get Frankie, will ya?

Carlito turns and looks up at the bridge, eyes wide.

72 IN THE FLYING BRIDGE, 72

Frankie is slumped forward against the wheel, the back of his head bashed in. Carlito races in, Kleinfeld behind him.

CARLITO
Oh, shit.

KLEINFELD
Come on, Frankie -- whoops!
Sorry! Frank. Your daddy's
waiting for you, Frank.

He steps past Carlito and takes hold of Frankie's feet.

KLEINFELD (cont'd)
(to Carlito)
Take an end, for Christ's sake.
We're almost out of position.

73 BACK ON DECK, 73

Carlito and Kleinfeld haul Frankie's body down from the bridge and toss it overboard. It floats for a moment, then slithers between the waves.

Kleinfeld picks up an inflatable lifeboat, heaves it over the back directly over the propellers, then turns and hurries back (X) up to the bridge.

ROAR! The engines race, the propellers spin, and the raft (X) POPS and RIPS as it is slashed to ribbons.

And that's that.

CUT TO:

74 EXT BOAT NIGHT 74

Kleinfeld's boat is heading back the way it came. The rain is pouring down, but CARLITO's sitting out on the front deck, just staring ahead, letting the water hit him in the face.

CUT TO:

75 EXT KINGS POINT NIGHT 75

The rain has stopped. The boat is back at its dock, secured. KLEINFELD and CARLITO, still soaked, are walking back up to where their cars are parked. Carlito walks fast, and (X Kleinfeld scurries to keep up with him.

KLEINFELD
I had no choice. He never would have let me live.

Carlito doesn't answer.

KLEINFELD (cont'd)
You're pissed, aren't you? Tell you what, I'll throw in an extra ten. Send the whole sixty over in cash tomorrow.
(still nothing from Carlito) (X
I got it figured, okay? It's gonna look like the kid tried to spring his old man, the boat flipped, and they drowned. Maybe got their heads split by a barge or a scow for good measure. Trust me, this'll never come back to us.

CARLITO
You ripped him off, didn't you?

KLEINFELD
Who?

CARLITO
Tony Tee. You did take the million bucks, didn't you?

Kleinfeld looks at him for a second, thinking. He decides "what the hell" and smiles proudly.

75 CONTINUED: 75

KLEINFELD
Yeah.

They reach Carlito's car. Carlito opens the door, then turns back to Kleinfeld.

CARLITO
You ain't a lawyer no more, Dave. You're on the other side now. It's a different world, and you can't learn it in school. (X)

KLEINFELD
Ah, don't worry about me.

CARLITO
One more thing. We're even.

KLEINFELD
Hey, you wanna get a drink or somethin'?

CARLITO
Say it. We're even.

KLEINFELD
(shrugs)
We're even.

CUT TO:

76 EXT TRIBOROUGH BRIDGE DAWN 76

The sun is coming up over Manhattan. CARLITO drives back into town, over the Triborough Bridge. He looks out his window, down, at the East River below.

He gives Tony Tee a little salute.

CUT TO:

77 INT CARLITO'S CLUB DAWN 77

Closing time, and the place is nearly empty. Chairs are going up on tables, the floor is being swept.

CARLITO sits at the bar, drinking scotch, trying to settle his nerves. PACHANGA comes up to him.

PACHANGA
Eh, Carlito, you hear about Lalin?

77 CONTINUED: 77

CARLITO
What about him?

PACHANGA
They just whacked him out on the Lower East Side. Shotgunned. Blew him right outta that wheelchair.

CARLITO
Who -- who whacked him?

PACHANGA
Whoever. Fuckin' cheeba. I woulda done him myself. Fuckin' rat had it comin'.

Pachanga walks off, shaking his head. Carlito doesn't say anything, just stares ahead as this news takes it toll on him.

CARLITO (v.o.)
I felt lousy about it, I don't know why. Maybe 'cause he was one of the last of my old crowd I knew of. Where did they go, all them hyper-energy guys I grew up with? All them balls and hearts, where did they go?

A cockroach walks along the bar right in front of Carlito. Carlito picks up an empty glass, turns it upside down, and puts it over the roach. He watches as it scurries around under the glass, CLICKING up against the sides, looking for a way out.

CARLITO (v.o.)
Shoulda climbed mountains, crossed deserts, invented shit, wrote songs, sang poems, <u>done</u> somethin'! But they all just pissed and bled their way down sewers. Not me. God <u>damn</u> it, not me.

He lifts the glass the cockroach takes off, scuttling across the bar like cockroaches do until it disappears over the side.

SASO leans across the bar, into Carlito's face, smashing his reverie. He speaks quietly, confidentially.

SASO
There's something you should know, Charles. I heard from Rudy that Pachanga has been complaining that he's broke, that you're afraid to make a move, and that he's wasted a lot of time without making any money. I hear he's been hanging around with Benny Blanco.

77 CONTINUED: 2 77

CARLITO
Let me worry about Pachanga, okay? (X)
He's mi hermano.

SASO
Just watch him. He'll do anything for money.

CARLITO
Most people will. See you tomorrow.

He finishes his drink and heads for the door. Pachanga, who was on the other side of the club, watching the two of them, follows him out.

78 EXT CLUB DAWN 78

It's almost day now. CARLITO comes out the front door of the club. PACHANGA hurries out after him.

PACHANGA
Eh, Carlito, Saso say somethin' to you? He say somethin' 'bout me? (X)

CARLITO
He don't go for you, Pachanga.

PACHANGA
What'd he say? You tell me. (X

CARLITO
He just don't go for you, that's all.

PACHANGA
That is a motherfucker, that Saso. (X
He go behind my back to you. Carlito, I lookin' out for you. Not for no fuckin' Saso. He's a fuckin' thief, robbin' all the money. That's why he don't want me around. So he can clean your ass out. You remember I told you. That motherfucker.

Carlito reaches for his door handle, but Pachanga steps in front of him.

PACHANGA (cont'd)
No, man, let me do that. I'm your fuckin' bodyguard or what? (X

He takes the keys from Carlito, opens the door, and gets in. He hesitates before he turns the key, looks up at Carlito --

-- and winks. Pachanga likes this shit.

78 CONTINUED: 78

CARLITO (v.o.)
You get old enough, you remember a reason why everybody wants to whack you. You believe 'em all. But you know somebody's gotta be lyin'. Or maybe they're all lyin'.

Pachanga finally turns the key and the car ROARS to life, no problem. He gets out, letting Carlito get in.

PACHANGA
You watch out for Saso, man. He ain't no Mr. Fatso Nice Guy like you think. (X)

Pachanga turns and heads back for the club. Carlito just sits behind the wheel for a second, in the idling car. He looks up, into the rear view mirror. Pachanga is still hurrying up the block, looking back over his shoulder at Carlito.

CARLITO (v.o.)
When you can't see the angles any more, you in trouble, baby. You in trouble.

CUT TO:

79 INT KLEINFELD'S OFFICE DAY 79

DAVID KLEINFELD is behind his desk in his office, working. His phone BUZZES.

KLEINFELD
Yeah? What does he want? Okay, put him on.

VOICE (o.s.)
Mr. Kleinfeld?

KLEINFELD
Yes.

VOICE (o.s.)
This is Patrolman Williams. We're down here at your garage. Your license plate is DK777?

KLEINFELD
Yeah, yeah, what's the matter?

VOICE (o.s.)
Somebody tried to steal your Mercedes. There was an accident.

KLEINFELD
Ah, Jesus. Was it badly damaged?

79 CONTINUED: 79

VOICE (o.s.)
I'm afraid so.

KLEINFELD
All right, I'll be right down.

He gets up and heads for the door.

80 INT OUTER OFFICE DAY 80

KLEINFELD emerges from his office and heads out through his busy reception area. Kleinfeld's bulky BODYGUARD from the club sits on one of the expensive sofas, his ill-fitting suit and Gun Bulge mark him as hired muscle. He gets up as Kleinfeld comes out.

KLEINFELD
(to the RECEPTIONIST)
I'll be down in the garage. Ten minutes, I hope.
(to the Bodyguard)
Come on, let's go.

His Bodyguard scrambles up and out the door ahead of Kleinfeld.

81 INT HALLWAY DAY 81

The BODYGUARD comes out of the office, looks up and down the empty hallway, and rings for the elevator that says "To Garage Only." KLEINFELD comes out a few steps behind. (X)

A MAN comes out of another office and heads for the elevators. He's smartly dressed in a three-piece suit and short-brimmed white Panama hat, holding a New York Times under his left arm.

The Bodyguard looks at him and puts his hand halfway to his jacket, just in case this guy's trouble.

The elevator DINGS. While the Bodyguard is still watching the Man in the Panama hat, the doors open --

-- and <u>another</u> GUY steps forward, this one swinging, CRACKING a baseball bat across the Bodyguard's face.

Kleinfeld backs away as the Bodyguard slumps to the floor, but now the Man in the Panama steps forward quickly, up behind Kleinfeld, and just as Kleinfeld is turning to run --

-- the Man drops the paper and his hand flashes up, plunging a knife into Kleinfeld's left side, just below his heart.

Kleinfeld GASPS and falls back against the wall, grasping the protruding handle of the knife with both hands.

81 CONTINUED: 81

MAN
Vincent Taglialucci says you should hold that for him. (X)

The Guy with the bat holds the elevator door, the Man in the Panama steps in, the doors close --

-- and they're gone. The whole thing only took a few seconds.

The RECEPTIONIST steps out into the hallway, stares at Kleinfeld's blood as it pools on the floor and SCREAMS.

CUT TO:

82 EXT STREET DAY 82

A suspicious-looking dark sedan cruises slowly down the block in Gail's neighborhood. CARLITO, looking anxious, hurries down the sidewalk, right past the car without noticing it, and up the steps to Gail's building. Halfway up, he notices her down the block, walking quickly the other way.

CARLITO
Gail! Hey, Gail, wait up!

He runs and catches up with her.

GAIL
I can't talk now. I've got an appointment.

CARLITO
Look, Gail, you were right about Kleinfeld, okay? Me and him are finished.

GAIL
I can't talk, Charlie. I'll call you.

Carlito flicks a look over his shoulder, thinking he heard something, but the street is empty. Not even a sign of the dark sedan.

CARLITO
(back to Gail)
Slow down. Am I still on the outs with you?

GAIL
Yeah. No, I don't know. I've got a lot on my mind. Can't we talk later?

82 CONTINUED: 82

CARLITO
You were right, I'm tryin' to say. I'm sorry. I know you're pissed off right now, but --

GAIL
Charlie, I really gotta go. I've got a doctor's appointment.

CARLITO
What's the matter?

GAIL
I'm late.

CARLITO
So we'll grab a cab. Come on, what's wrong?

Gail stops abruptly, so short that a GUY who was walking behind them practically bumps into her.

GAIL
I'm late, Charlie. I'm late. You know?

He looks at her for a long moment.

CARLITO
Oh, God, Gail, you -- you mean -- you mean you're --

GAIL
Not for long.

CARLITO
Wait a minute, what are you talking about? You mean -- (X)

GAIL
Charlie. I will not have a kid --
(pause)
-- who's not going to have a father.

CARLITO
Gail, wait. Wait a minute. I gotta talk to you about that, I --

But he never gets a chance, as things start to happen all at once. The curious dark sedan that was nearby comes ROARING out of nowhere, right up onto the sidewalk. The Guy that nearly bumped into them reappears too, as do two other unmarked police cars, flying out of nowhere.

GUY
Carlos Brigante?

82 CONTINUED: 2 82

ID's are flashing, radios are SQUAWKING, and before they can say anything else, Gail and Carlito are buffeted into the mouth of an alley by the stream of law enforcement.

82 CONTINUED: 2 82

GAIL
Charlie? Charlie, what's -- ?!

CARLITO
(grabbing her hand)
It's okay -- It's okay --

83 IN THE ALLEY, 83

Carlito and Gail have been backed up against a wall and are surrounded by POLICE. Three PLAINCLOTHES COPS lead the assault against Carlito.

DUNCAN
Mr. Brigante, my name is Duncan, these are Detectives Speller and Valentin. We're here to escort you to Mr. Norwalk in the District Attorney's office.

CARLITO
I got nothin' to say to him unless I'm under arrest.

DUNCAN
I've been instructed to tell you Mr. Norwalk has a tape recording he'd like to play for you.

CARLITO
Never happen. If I'm not under arrest, I'm not goin' anywhere, period. Especially without my lawyer.

DUNCAN
Mr. Kleinfeld got a knife in his chest at two o'clock this afternoon.

Carlito just stares at him, trying to mask his surprise.

DUNCAN (cont'd)
I'd advise you to come with us, Mr. Brigante. We may be the only friends you've got.

GAIL
I'm going too, Charlie.

CUT TO:

84 INT NORWALK'S OFFICE DAY 84

WILLIAM NORWALK, the same prosecutor who watched Carlito released from jail, sits behind an impressive desk in his spacious office. He's staring hard at CARLITO, who sits across from him, still holding hands with GAIL. The three PLAINCLOTHES COPS stand behind Norwalk. (X)

NORWALK
Kleinfeld is still alive. We're holding him at East Side Hospital. We want his ass healthy when we send it upstate. (X)

CARLITO
Upstate? For what?

NORWALK
David Kleinfeld became a very big fish while you were gone, Brigante, even bigger than you. He's dirty -- money laundering, jury tampering, bribery -- we've been after him for some time now.

CARLITO
I don't know nothin' about that.

NORWALK
There's a lot you don't know.

He reaches out to a large tape recorder in the middle of his desk and pushes the play button. KLEINFELD's VOICE comes from the speakers, muffled as over a phone.

KLEINFELD (o.s.)
Look, you've got no case here. Chances are you won't even get an indictment.

NORWALK (o.s.)
Wanna try your luck?

KLEINFELD (o.s.)
Let's not both waste our time. You said maybe I could help myself -- well, I thought of something you might want. You get off of me, I'll help you put Carlito back inside.

NORWALK (o.s.)
Brigante? For what?

There is a pause on the tape while Kleinfeld thinks. Carlito blinks, unable to believe what he has just heard. He takes it hard, like a shot to the stomach, but tries like hell not to show it.

84 CONTINUED: 84

KLEINFELD (o.s.)
After he got out of prison, he started coming to my office to make telephone calls. I found out he was back with Rolando Rivas, his old partner, dealing coke. Carlito's a major piece of shit, he even got his eighteen year old cousin killed in a deal that blew up on him.

NORWALK
Were there any witnesses? (X)

KLEINFELD
(pause)
Yes. And I can help you locate them. (X)

Carlito reaches over and SNAPS off the tape recorder.

NORWALK
Relax, we don't believe him. Word on the street is you've been clean since you came out of prison. Kleinfeld's the one we're after. He was right, I'd never get an indictment with what I had. But now, with your help, we could put this filth away for a long time.

Carlito's just staring out the window, unable or unwilling to speak. Norwalk looks over his shoulder at one of the Cops. VALENTIN is Puerto Rican, maybe ten years younger than Carlito.

VALENTIN
You remember me, Carlito? Johnny Valentin, from the Renegades? 106th Street.

CARLITO
Sounds familiar.

VALENTIN
I used to play the drums at the Settlement House dances. Con Papi y sus Diablos.

CARLITO
(no idea)
Yeah, sure.

VALENTIN
Mi hermano, we know about Tony Tee.

CARLITO
Who's Tony Tee?

84 CONTINUED: 3 84

CARLITO
I don't know those guys.

VALENTIN
Yeah, yeah, yeah. Just hear this out. Tony Tee had another son besides Frankie. Vincent. Seems Vincent went crazy after those bodies popped up, let it out all over the street that Kleinfeld set up the prison break, then killed his father and his brother. Now, we're not saying you were on the boat too, but, knowing your relationship with Kleinfeld, there's certainly a good possibility, don't you think, hermano?

CARLITO
I don't like boats.

NORWALK
(enough of this bullshit)
Here's the deal. If you were on that boat -- and I know God damn well you were -- testify against Kleinfeld for first degree murder. You'll receive complete immunity and a couple of airline tickets to the Bahamas. You want to get even with Kleinfeld, here it is, on a silver platter.

CARLITO
I'd love to help you, but the fact is I don't even know these people you're talking about.

Norwalk finally loses his temper. He leans across the desk toward Carlito, jabbing his finger in his chest.

NORWALK
Let me tell you something, Mr. Convicted Dope Peddler -- if we can guess you were on that boat, how long you think it'll be before the Italians figure it out? What if they get to Kleinfeld and twist his arm? You think your friend won't talk? You think he won't give you up? Think again. (X)

Valentin steps in, Good Cop.

84 CONTINUED: 4 84

VALENTIN
You don't owe Kleinfeld nothin'. Cat tried to set you up. Bury you, Jack. Watchoo gonna do, shoot him? Not you. Not anymore. I know you lookin' to cut out with your old lady here, get off the street. Beautiful. But you better be on the right side of Mr. Norwalk here first.

CARLITO
That it?

Norwalk just looks at him for a long moment. (X)

NORWALK
(low, dead serious)
I wanna hear from you by noon tomorrow. You think you're gonna sail off into the sunset, asshole? Think again.

CUT TO:

85 INT CAB DAY 85

GAIL and CARLITO are headed back uptown, in the back of a cab.

GAIL
You've got to do it, Charlie. They leave you no choice. (X)

85 CONTINUED: 85

CARLITO
You want out? Right now? Just tell me, you can turn, walk away, never look back, I'll understand. But I got a plan. I got a way out of this. (X)

She doesn't answer.

CARLITO (cont'd)
(to the DRIVER)
Here! Pull over here! (X)

The Driver yanks it over to the curb somewhere in midtown.

CARLITO (cont'd)
(to Gail)
Wait five minutes? (X)

GAIL
Where are you going?

CARLITO
Five minutes.

He turns and gets out of the cab, leaving her alone.

She sits for a moment, on edge. She looks up at the Driver and notices he's staring at her in his rearview mirror. His eyes quickly dart away when they meet hers.

This does not help her mood. She shifts in her seat, trying to calm herself.

There's a sharp CRACK behind her. Gail whirls, but it's just a backfire as an old truck pulls out of an alley.

She rolls up her window and locks the back doors. The sounds from outside are softer now, but she's wide-eyed, watching everyone that passes, every car that rolls by.

She takes a deep breath and leans back against the headrest. She closes her eyes for just a second --

-- BAMBAMBAM!

85 CONTINUED: 2 85

Gail jerks forward and whirls. Carlito is standing outside her door, knocking on the window. She unlocks it and slides over as he climbs in. He's clutching a fat envelope in his hands.

GAIL
What is that?

CARLITO
Two tickets on the overnight train to Miami. Nobody's gonna look for us on a train. Once we hit Miami we catch a plane to Nassau. (X)

GAIL
What about -- what about the club? What about your money?

CARLITO
Fuck the club. I got almost seventy grand in the safe, my friend in the islands can float me the rest. Let's do it, Gail. Let's get outta here.

He puts one hand on her belly.

CARLITO (cont'd)
All three of us.

Gail can't seem to answer, so he pulls her closer, puts his hands in her hair, holds her tightly. He whispers in her ear.

CARLITO (cont'd)
We're outta time, babe. The dream don't come no closer by itself, we gotta run after it now.

GAIL
It's happening too fast, Charlie.

CARLITO
I know. This ain't the way I figured it either. But it is how it is.

She just nods, trying to think. He pulls back from her. He takes one of the tickets from the envelope and gives it to her.

CARLITO (cont'd)
Go. Pack, say goodbye to whoever you gotta say it to. I gotta go get my money from the club, and then I'm goin' straight to Grand Central. Train leaves at eleven-thirty. I'm gonna see you there, right? (X)

She just looks at him.

85 CONTINUED: 3 85

CARLITO (cont'd)
Right?

GAIL
I'll be there, Charlie. Just make sure you are.

CUT TO:

86 EXT NEW YORK STREET NIGHT 86

Night has fallen and the streets leak steam like the whole city's about to blow. CARLITO walks quickly down the street, hands shoved in his pockets, eyes darting, mind racing.

His VOICE OVER:

CARLITO (v.o.)
Train leaves in five hours, and I'm anglin' like crazy in my head. I know Norwalk'll blow over. No way he comes outta the country for me if he can't even bust me here. But he ain't my only problem. Five hours left -- can I think of everything, cover everybody, tie all the shoelaces?

Unconsciously, he has started to pick up his pace. He walks faster, his shoes CLICKING on the empty street.

CARLITO (v.o.)
Gotta remember it all now. Lifetime of learnin', gotta use it all. Like, you have a beef in a club, a guy says "Wait here, motherfucker, I'll be right back," you better finish him right there, him and his friend over by the bar. Or you come out of a club and your car won't start? They pulled the wires and they're waitin' for you in the car on the corner. Shit like that don't mean you can't get killed, just means you get a better point spread.

His pace has quickened so much he's almost trotting now, but there's a SOUND behind him and he stops, whirling in his tracks, eyes wide.

Nobody there.

86 CONTINUED: 86

CARLITO (v.o.)
Five hours. Gotta use it all. Gotta use it all.

CUT TO:

87 EXT EAST SIDE HOSPITAL NIGHT 87

East Side Hospital, just getting busy tonight.

88 INT HOSPITAL CORRIDOR NIGHT 88

CARLITO stops outside the closed door to a hospital room. A uniformed POLICE OFFICER, fiftyish, is sitting in a chair outside, reading a newspaper.

CARLITO
Here to see Mr. Kleinfeld. He's my lawyer.

COP
Turn around.

Carlito does. The Cop stands up, frisks him thoroughly, and nods for him to go inside.

89 INT KLEINFELD'S ROOM DAY 89

DAVE KLEINFELD is in his hospital bed, propped up against pillows, reading a stack of legal briefs. He looks fine, if a little pale. When he hears someone coming in the room, he doesn't even look, just lunges to his side, groping for something under his pillow, but he moves slowly, bandaged and sore.

CARLITO
Relax, Dave.

Kleinfeld looks up and sees who it is. Relieved, he puts his gun, a snubnose revolver, back under his pillow.

KLEINFELD
Jesus, you scared the shit out of me. Close the door. (X)
(Carlito does)
They call this protection? That fuckin' cop's not supposed to let anybody in. I mean, it's you, it's okay, but --

Carlito goes to the bed. He takes the revolver from under the pillow and looks at it. Kleinfeld notices, but doesn't say anything.

CARLITO
How you feeling? (X)

KLEINFELD
Not too bad. Where the hell you been, I've been trying to call you. (X)

89 CONTINUED: 89

CARLITO
(playing idly with the gun while he talks)
I heard the tape.

KLEINFELD
What tape? (X)

Carlito just looks at him. Kleinfeld has trouble looking back. Finally:

KLEINFELD (cont'd)
Oh -- you're talking about that Norwalk thing? Fucking Norwalk. He played that tape for me, tried to leverage me. It's a bunch of bullshit, Carlito. You don't believe that crap, do you? (X)

CARLITO
You fucked me over, Dave. (X)

KLEINFELD
Fucked you over?! What are you talking about? You know they doctor those things, play them out of context. What's the matter with you, falling for that shit? Don't be a schmuck. (X)

CARLITO
You don't give up your friends, Dave. (X)

KLEINFELD
Carlito, you sound like you stepped right out of 1950, you're talking like you just got off the boat or something. What did you come here for? To see if I'm okay? To see if I'm going to live? No, to find out if I <u>ratted</u> on you. Shame on you. I didn't rat on you, and you should know better. You know what your trouble is, kid? (X)

CARLITO
My trouble is I came up in a time that don't exist no more.

KLEINFELD
What does that mean? You don't believe me? (X)
(no answer)
Carlito?

89 CONTINUED: 2 89

Still no answer. Kleinfeld loses his composure.

KLEINFELD (cont'd)
Hey, you know what? Fuck you and your self-righteous code of the street crap! That shit didn't get you acquitted four times, that didn't pull you out of a thirty year stretch in prison. I did. Me. Fuck the street, and fuck you. Your world --
(holds his fingers an inch apart)
-- is this big. It's only got one rule and you know it -- save your own ass. (X)

He stops, regaining himself. Carlito just looks at him. After a moment:

KLEINFELD (cont'd)
(softly)
I didn't mean that. (X)

Carlito looks at him. He walks over, gun in hand --

-- and puts the gun back under Kleinfeld's pillow. He turns and heads for the door.

CARLITO
See you around, Dave. You got a beautiful future.

KLEINFELD
Where you goin'? (X)

Carlito doesn't answer.

KLEINFELD (cont'd)
Hey, I'll be out by the weekend. I'll give you a call, all right? Carlito? (X)

But Carlito is out the door already.

KLEINFELD (cont'd)
(calling out)
Carlito?! (X)

But he's gone. Kleinfeld lays back against the pillows. He's scared.

CUT TO:

90 INT HALLWAY DAY 90

CARLITO comes out of the room and heads down the hospital hallway.

Another uniformed COP is coming, a young, good-looking one, walking straight towards Carlito, carrying his lunch in a brown paper bag.

Carlito drops his eyes, holds his breath as they pass.

But the Cop doesn't stop him.

Carlito keeps walking, out of the hospital.

The Cop continues on and draws up outside of Kleinfeld's hospital room. The First Cop, still seated outside the door, lowers his newspaper.

COP 2
Quittin' time.

The First Cop looks at his watch as he gets up.

COP 1
You're early.

COP 2
Yeah, few minutes. You finish your paper?

COP 1
All yours.

The First Cop gives his paper to the Second Cop, takes his coat from the back of the chair, and heads down the corridor.

The Second Cop watches him walk off, down the hall, then starts to open his lunch.

91 INT KLEINFELD'S ROOM DAY 91

The SECOND COP comes into the room, carrying the newspaper.

COP 2
There's a delivery for you, Mr. Kleinfeld.

KLEINFELD looks up at him.

KLEINFELD
From who?

COP 2
From my father and my brother. (X)

91 CONTINUED: 91

The Cop drops the newspaper, revealing a pistol with a long silencer on it.

Kleinfeld's eyes widen in fear and he moves, fast, raising the revolver from his lap, aiming it at the Cop and pulling the trigger.

CLICK.

Kleinfeld pulls again. CLICK. CLICK.

KLEINFELD
Oh --

FFFT! FFFT! Two red spots appear on Kleinfeld's forehead and he falls softly back against the pillows, dead.

The Cop pulls his uniform shirt off over his head, revealing a New York Yankees tee shirt underneath.

He tosses the shirt, the hat, and the gun on the bed next to Kleinfeld's body and walks calmly out the door.

92 EXT HOSPITAL NIGHT 92

CARLITO comes out the front of the hospital. As he walks, he looks down at his right hand, which is curled into a fist. He opens it and looks at half a dozen bullets he holds there. He tosses them and they PING into a garbage can next to him.

CARLITO
Hasta luego, Counselor.

CUT TO:

93 EXT STREET OUTSIDE CLUB NIGHT 93

CARLITO walks quickly down the street near his club, hands shoved in his pockets, pulling his jacket in against the cold. As he reaches the door, PACHANGA, who's talking to the BOUNCERS outside, looks up and sees him.

PACHANGA
Eh, Carlito, where the hell you been, man?! You know somebody tried to kill Kleinberg. (X)

CARLITO
Yeah, I heard. Listen, little change of plans. Gail and I gotta go outta town.
(lying)
Just for a couple days.

93 CONTINUED: 93

PACHANGA
(grins)
You son of a bitch! You gonna get married, that's what you gonna do! I'm gonna be the padrino for the first born! (X)

CARLITO
Yeah, right. Look, I want you to go pick up Gail at her place right now and drive her to Grand Central. (X)

PACHANGA
Sure thing, man. No problem. (X)

CARLITO
And wait with her. Wait till I get there, you got it? Hurry up, train leaves at eleven-thirty and we ain't missin' it. Now go! (X)

94 INT CLUB NIGHT 94

CARLITO comes up the stairs and into the club, which is only about half full. Still early. He starts for the stairs to his office, but a VOICE calls to him from a table nearby, very friendly.

VOICE (o.s.)
Carlito! Hey, Brigante!

Carlito turns. An ITALIAN GUY, around Carlito's age, sits at a table with two other GUYS, one of them a Big Guy, at least three hundred pounds, asthmatic, with an inhaler he darts up to his mouth from time to time. Carlito hesitates, shooting an anxious look at the stairs that lead up to the office.

AMADESSO
It's me -- Pete Amadesso! (X)

Carlito forces a smile on his face and walks over to the table. Amadesso says something to his two friends, who move over, making room for Carlito. They're very solicitous, too friendly, and it makes Carlito nervous.

CARLITO
How are you, Pete. What're you doin' here? (X)

AMADESSO
We heard this was your place, thought we'd come say hello! I said shit, I ain't seen Carlito in, what, fifteen years? Sit down, have a drink, how ya doin', kid?!

94 CONTINUED: 94

Carlito sits, reluctantly, looking from face to face. There's an odd tension at the table.

AMADESSO (cont'd)
Sorry -- Joe Battaglia, Johnny Manzanero -- Carlito Brigante. Me and Carlito ran a little skag back in -- fifty-seven? Fifty-eight? Coupla fuckin' kids, I swear to God. First time I met Carlito I thought he was Italian. Seriously, look at him, who'd figure this guy for a spic? Carlito, you remember that time we were in that beef with those two --

As Amadesso goes into the story, Carlito nods and smiles, but he's not really hearing anything anymore, he's just staring, holding a glass of ice water in his hands, TINKLING the cubes up against the side --

-- and thinking as hard as he can. The whole time Amadesso talks, the other two never stop staring at Carlito, and Carlito notices. Every other sound in the club drains away, everything except the TINKLING ice and his thoughts.

Which are:

CARLITO (v.o.)
Shit. Shit. Pete Amadesso walks into my club just like that? Bullshit, there's an angle here. What the fuck? Pete's a made-guy, his uncle's a heavy hitter with the Pleasant Avenue bunch. Probably Tony Tee's people sent him. Maybe he's watchin' me, seein' if I break, waitin' for me to panic.

A bead of sweat runs down Carlito's temple. Still smiling at Amadesso's pointless story, he reaches up and surreptitiously wipes the sweat away, hoping no one noticed.

CARLITO (v.o.)
They still don't know for sure. They think, but they don't know. If they knew, I'd already be dead. Right now they're just watchin' me.

AMADESSO
(coming to the end of his story)
-- so I says, "No, Tommy, Carlito ain't no fuckin' nigger. Lookit the way he dances!"

94 CONTINUED: 2 94

The other two guys find this very funny, but not funny enough to take their eyes off Carlito. RUDY, the waiter, comes up to take a drink order.

AMADESSO (cont'd)
Hey, let's get a coupla drinks over here, huh? (X)

CARLITO
(jumping up from the table)
Rudy, a bottle of champagne for these guys, best we got, on the house. (X)

AMADESSO
Carlito, where you goin'? Have a drink with us!

CARLITO
You know how it is. Workin' man never rests. See you in a minute, fellas. (X)

And before they can protest, he turns and walks away from the table, across the club, and to the stairs. At the foot of the stairs, he dares to take a look back. All three of them are staring at him. Not a word. No more smiles. Just staring.

95 INT CLUB OFFICE NIGHT 95

Really hustling now and MUTTERING to himself, CARLITO bursts into the club office, goes straight to the safe, spins the dial to the right, back to the left, back to the right again, CLUNKS the handle, and pulls the safe open.

It's completely empty.

Carlito stares in disbelief for a second, then reaches in, rubbing his hands around the smooth walls, unable to believe it.

But he believes it. He SLAMS the door shut as hard as he can.

CARLITO
Motherfucker!

96 INT CLUB NIGHT 96

VINCENT TAGLIALUCCI, the man who killed Kleinfeld at the hospital, comes in the door to the club, in a jacket now. (X)

He looks both ways, sees PETE AMADESSO and the other TWO GUYS, and goes to their table.

96 CONTINUED: 96

TAGLIALUCCI
(sits)
He here?

97 INT CLUB OFFICE NIGHT 97

CARLITO is having a shitfit, ransacking the office, tearing it apart looking for the money. He stops and looks up suddenly, a thought crossing his face.

CARLITO
Saso.

He opens the desk drawer, grabs something, and shoves it in his pocket. (X)

98 INT CLUB NIGHT 98

CARLITO flies down the stairs and looks both ways. Across the club, he spots SASO, who's laughing and joking with a table of WOMEN. Carlito marches straight across the club, toward Saso.

He grabs him by the neck, and pulls him into a corner. (X)

SASO
Charles! I thought you -- I -- I didn't know you were coming in!

CARLITO
'Cause you heard Kleinfeld got whacked and you figured I was dead too, right motherfucker?! So you thought you inherited my fuckin' money, didn't you?!

SASO
No, I -- I swear I -- I --

CARLITO
Where's my money?! WHERE'S MY FUCKING MONEY?!

SASO
I don't -- I don't --

Carlito pulls the switchblade he took from the desk out of his pocket and CLICKS it open. He SLAMS Saso against the wall, and holds the blade to his belly. (X)

CARLITO
I'll cut your fucking liver out, right here!

SASO
-- don't -- don't -- please --

98 CONTINUED: 98

CARLITO
WHERE?! WHERE?! WHERE?! NOW!

SASO
IN THE BOX UNDER THE REGISTER!!

A few PATRONS have noticed the commotion and looked over, but Carlito shoots a look at them and they mind their own business.

SASO (cont'd)
I was holding it for you, I swear, I was gonna tell you I --

Carlito doesn't even listen, just drops the knife and heads for the cash register, but --

-- he walks right past Amadesso's table.

AMADESSO
Carlito, sit down! I want you to meet a good friend of mine. Carlito Brigante, Vinnie Taglialucci.

Taglialucci doesn't say a word, just nods, a real blood lust in his eyes. Amadesso's face is like granite now too; no trace of good humor left about him.

AMADESSO (cont'd)
Maybe you heard of Vinnie's father. Tony. Tony Taglialucci.

They're watching Carlito like hawks. Carlito darts a look over at the bar, where his money is. So close.

CARLITO
Sure, I heard of Tony. Passed away, didn't he?

AMADESSO
Yeah. Real tragic.

TAGLIALUCCI
I heard your Jew lawyer met with an accident.

CARLITO
No shit? I ain't seen him lately.

RUDY comes up to the table with a bottle of champagne and starts to pour right in front of Carlito. Carlito grabs the bottle, seizing the opportunity. (X)

CARLITO (cont'd)
Rudy, what are you givin' these guys this cheap shit for? I said the best we got!
(to Amadeese)
Hang on, I'll get it myself. Be right back. (X)

98 CONTINUED: 2 98

Without waiting a second longer, Carlito turns and heads for the bar.

TAGLIALUCCI
"Ain't seen him lately." That lying fuck, I saw him at the hospital! (X)

He gets up to go to Carlito, but Amadesso puts a hand on his arm, telling him to take it easy.

AMADESSO
Outside. We get him outside.

Vinnie sits.

Over at the bar, they see Carlito searching for the bottle. He ducks down, below the bar. They wait, but don't take their eyes off the bar.

BEHIND THE BAR,

Carlito pulls out a strongbox from under the register. He keys it open, takes out an envelope stuffed thick with cash, and shoves it in his jacket. (X)

BACK AT THE TABLE,

the Italians are still waiting.

And waiting. Carlito is not reappearing from under the bar.

AMADESSO
Where the hell is he? (X)

A horrible thought crosses Taglialucci's mind. He leaps to his feet and hurries to the bar. He looks over the top. Carlito is gone --

-- and the loading door behind the bar is hanging open.

TAGLIALUCCI
Shit!

He turns to Saso, who's just walking up.

TAGLIALUCCI (cont'd)
Where'd he go?! (X)

SASO
I don't know, I didn't see any -- (X)

Vinnie SHOUTS in anger. In one motion he draws his gun and CRACKS the barrel across Saso's jaw.

99 EXT ALLEY NIGHT 99

CARLITO, running, breaks out the mouth of the alley. A moment later, AMADESSO and TAGLIALUCCI blast out the front door of the club. Half a block away, they spot Carlito and SHOUT, but he doesn't even slow down, just flies across the street and into the facing alley. (X)

AMADESSO
THE CAR THE CAR GET IN THE CAR!!

They race over to a car across the street and pile in. MANZANERO drives. (X

They start to take off, but the BIG GUY from in the club huffs and puffs down the stairs and staggers right in front of the car. They SCREECH to a halt and he jumps in.

100 EXT ANOTHER ALLEY NIGHT 100

CARLITO flies down the alley, through traffic at another intersection, hangs a right, turns another corner onto 125th Street, and sees what he was looking for -- (X

-- a subway entrance, its old-fashioned light post like a beacon. He tears ass toward it, but the sedan SQUEALS around the corner right behind him and closes fast.

Carlito cuts across the street. The car follows, but a BICYCLE MESSENGER comes out of an alley, right in front of it. The car swerves, missing the Messenger and CRASHING into a fire hydrant, CRUNCHING to a stop. (X

Carlito reaches the foot of the stairs and flies up them, toward the elevated platform above.

TAGLIALUCCI is the first out of the car. He bolts up the stairs after Carlito, not even waiting for the others. AMADESSO and the DRIVER (Manzanero) are next, but the BIG GUY moves more slowly, pausing for a hit from his inhaler.

101 EXT TRAIN PLATFORM NIGHT 101 (X

CARLITO races onto the train platform, hops the turnstile, and jumps onto a train that is boarding. The doors start to close, but a hand reaches in and stops them at the last second. Another hand wedges in next to the first, and then two more. (X

THREE BLACK KIDS pry the doors open again. (X)

As an ANNOUNCEMENT on the p.a. system asks them to step away from the doors, the Kids pile onto the train, delaying it just long enough for VINNIE and his guys to reach the top of the stairs and hop the turnstiles. (X)

Carlito's already gone, making his way up through the cars as the Italians dash aboard and give chase.

101 CONTINUED: 101

The Big Guy finally WHEEZES up the steps, puts a token in the turnstile, and hurries onto the train as the doors WHOOSH shut. (X

102 OMITTED 102

103 INSIDE THE TRAIN, 103

Carlito flies through the back doors of one car, races to the front, and hustles out the front doors. Everybody looks up.

It's quiet in the car for a few seconds, just a few people exchanging looks, and then the Italians plow in through the back doors.

Vinnie is in the lead as he flies through the car, out the front doors, and into -- (X)

104 UP IN ANOTHER CAR, 104

-- the last car on the train. Vinnie smiles, expecting to corner Carlito here, and he does, but he also corners -- (X)

-- SEVEN ROOKIE COPS, dressed in police academy uniforms, headed downtown. Carlito stands right in the middle of them.

He and Vinnie lock eyes for a moment, frozen by the Cops' presence. The other Italians catch up, figure out the situation, and wait as well.

Finally, the Big Guy catches up again. He waits too. (X)

The train moves downtown. Carlito looks at his watch.

A104 INT GRAND CENTRAL STATION NIGHT A104 (X)

The big clock in the middle of Grand Central Station says it's eleven twenty-three. GAIL stands under the clock, waiting, dressed for the trip. She and Pachanga look around impatiently. The place is jammed, but no Carlito.

GAIL
Maybe we should wait by the train. (X)

PACHANGA
Yeah, good idea. (X)

He picks up her bag and heads toward the tunnels that lead to the tracks. Gail hesitates, looking back up at the clock. Now it's eleven twenty-four. (X)

GAIL
Come on, Charlie. (X)

A104A INT 42ND STREET TERMINAL NIGHT A104A

The train SQUEALS to a halt in the 42nd Street terminal. CARLITO, the COPS, and the ITALIANS all get off.

Carlito moves across the platform, keeping the Cops between himself and the Italians. He pauses in the entrance to another tunnel, waiting. A crowd of PASSENGERS surges off a train, momentarily blocking the Italians' view of Carlito, and when the crowd parts --

A104A CONTINUED: A104A

-- Carlito is gone.

105 FURTHER IN THE TERMINAL, 105

Carlito races down a long, twisting corridor. He's running as fast as he can, but it's not that fast anymore. His breathing is labored, he stumbles now as he flies up a staircase.

He comes out of the tunnels and into a huge, open area. Two stories below him is the main terminal, where Gail stood. The (X) big clock now says eleven twenty-six.

105 CONTINUED: 105

Four escalators lead down to the main floor, but from inside the tunnels Carlito just came out of, he can hear SHOUTS as the Italians approach. They're close.

Carlito thinks, frantically. He ducks behind a pillar, leaving himself a view of the escalators.

106 THRU 107 OMITTED 106 THRU 107

108 NEAR THE ESCALATORS, 108

the Italians SMASH through PEOPLE, reach the escalators, and fly down them. They reach the bottom and look around the main floor.

AMADESSO
We lost him. We lost him, Vinnie.

TAGLIALUCCI
We didn't fuckin' lose him! He's up on top someplace!

He turns and heads back to the escalators. The other two follow and start back up.

109 BEHIND THE PILLAR, 109

Carlito leans around the pillar and sees the three Italians heading back up on the far escalator. A "down" escalator is only about ten feet away. He takes a deep breath.

He goes for it. He scampers across the tile, covering the distance fast, and slides onto the top step of the escalator, keeping his head below the railing.

For a moment, it's perfect, Carlito going down as the Italians come up. Taglialucci is on the very next escalator to Carlito, Vinnie going up and Carlito going down, staying low and out of sight.

They get closer, and closer --

-- and go <u>right past</u> each other --

-- and Vinnie misses him. Carlito may actually make it to the bottom, when --

-- the BIG GUY bursts out of the tunnels, completely out of breath, catching up with everybody again. He hustles over to the railing above the escalators and looks down.

Carlito sees him, his eyes go wide, the Big Guy sees him too, their eyes lock for a second, and --

BIG GUY
<u>HE'S HERE</u>!!

He draws his gun and BLASTS at Carlito, SHATTERING the glass in front of the railing. Carlito pulls his 9 mm from his jacket and SLAMS two shots into the Big Guy's chest.

Now all hell breaks loose.

Taglialucci, now near the top, turns and OPENS FIRE on Carlito. The poor COMMUTERS caught in the crossfire SHOUT, the ones with common sense get low, but the few who lunge to get out of the way end up with souvenir bullets.

Carlito BLASTS Vinnie off his feet. Vinnie flies into the air, lands on the silver slide in the middle of the escalators and plummets to the bottom.

Amadesso leaps over a railing and onto the down escalator a few feet away. He fires but Carlito BLASTS back, more accurately, and Amadesso falls to the metal steps.

A bullet ZINGS off the railing right next to Carlito and he whirls, aiming at the Driver, who is leaping over the escalators toward Carlito, SCREAMING, FIRING.

Carlito just lets his legs drop out from under him and goes down. He FIRES four shots straight up as the Driver bounds over the railing and blows him off his feet.

109 CONTINUED: 109

The Driver lands with a THUD at the bottom.

And that's all of them. Carlito struggles to his feet as his escalator finally reaches the bottom.

He's just standing up when he hears a dry CLICKING sound from his right.

He whirls. Pete Amadesso, bloodied as hell but not dead yet, has just been deposited at the bottom by his escalator. His revolver is aimed unsteadily at Carlito, and he's pulling the trigger, again and again.

But the gun's empty.

Carlito just stares at Amadesso for a moment. He's got a gun, he could kill him quickly. Amadesso stares back, knowing he's about to die.

CARLITO
Enough.

He shoves the gun in his belt, turns, and walks away, around the corner toward the train tracks, past the clock that says it's now eleven twenty-nine. (X)

BYSTANDERS SCREAM and SHOUT for police. Behind Carlito, Taglialucci struggles to his feet again, bullet notwithstanding, as FOUR or FIVE COPS converge on the escalators from various directions. But Carlito's gone. (X)

109A INT TRAIN PLATFORM NIGHT 109A (X)

GAIL and PACHANGA are on the platform, next to the open doors of the train. Gail argues with the CONDUCTOR, who's trying to close the door to her car. (X)

GAIL
He said he'd be here, so he'll be here! It's not even eleven-thirty yet! (X)

PACHANGA
I'll go look for him. (X)

He jogs off toward the mouth of the tunnel.

GAIL
(to the Conductor)
Just one more minute. Please. (X)

110 THRU 111 OMITTED 110 THRU 111

112 BACK IN THE TERMINAL, 112

CARLITO runs through the terminal, past track after track, heading for his. Up ahead, he sees PACHANGA, who's looking everywhere. Pachanga's face shows relief, and he waves to Carlito to hurry.

PACHANGA
Where you been, man, the train's gonna leave!

Near Pachanga, another PASSENGER reads a newspaper awkwardly, his arm in a cast and sling. The Passenger looks at his watch, drops his paper, and hurries on ahead of them. He's late too.

CARLITO
Gail! Where's Gail?!

PACHANGA
She's waitin' by the train, come on, man, we gotta move it!

Carlito and Pachanga hurry into a tunnel, toward a waiting train. Pachanga looks around nervously, watching Carlito's back.

113 INT TUNNEL NIGHT 113

One or two other late PASSENGERS hurry along with Carlito toward the train. GAIL looks up, sees Carlito, and breaks into a broad smile. (X)

GAIL
Charlie!

113 CONTINUED: 113

Carlito smiles back, a smile of incredible relief. He extends his arms, as if to say "I made it," closer to her now, the ground between them closing fast.

Pachanga, who was right alongside Carlito, slows down, letting Carlito go on ahead alone.

A GUNSHOT rings out, far behind Carlito. He whirls, and in the distance sees VINNIE TAGLIALUCCI, determined to the last, as he is wrestled to the ground by the police. (X)

Carlito sighs in relief and turns back. He passes another late Passenger, on his left. The Passenger moves over close to him. It's the guy with his arm in a sling.

PASSENGER
Hey, remember me?

Carlito turns and looks into the Passenger's face.

PASSENGER (cont'd)
(a huge grin)
Benny Blanco! From the Bronx!

POP. POP. POP.

The shots rip right through the bandages that encase Blanco's arm and catch Carlito square in the chest.

There's three shots, just three quiet little POPS that no one even seems to notice.

But they're enough.

Carlito falls, THUDDING to the terminal floor, staring up at the ceiling in disbelief.

GAIL
NO!!

Benny Blanco pauses long enough to SPIT down on Carlito. Pachanga looks down at him for a second too.

PACHANGA
No hard feelings, Carlito. I got my future to think about.

He grabs Blanco by the arm, hustling him toward the exit.

PACHANGA (cont'd)
Come on, let's go! (X)

BLANCO
You stay here.

113 CONTINUED: 2 113

He FIRES three shots at Pachanga that hit him in the chest and blow him off his feet, dead before he hits the train and slithers to the ground. (X)

Now others in the terminal notice, there are SHOUTS of alarm, a crowd gathers --

-- and Blanco disappears into it.

Gail races over to Carlito and tries to sit him up, cradling him in her arms, CRYING, panicked.

CARLITO
Ah, shit. Shit, shit.

GAIL
Don't try to talk, Charlie! We'll get you to the hospital! You'll be okay! Hold on, baby! Please, just hold on!

He looks at her, and they both know how bad off he is. He reaches inside his pocket and pulls out the envelope with the money in it. He shoves it in her hands.

CARLITO
Use it to get out.

He reaches out to her and presses one hand on her belly again.

CARLITO (cont'd)
Both of you.

His hand drops away, leaving a bloody print on her. She SOBS.

114 THRU 116 OMITTED 114 THRU 116

117 INT TRAIN TERMINAL NIGHT 117 (X)

Everything is crazy again, the same chaotic shot we saw in the beginning.

CARLITO lays on his back on the stretcher, being hustled out of the terminal, staring up at the faces of the MED-TECHS that look down at him with such grave concern. (X)

GAIL is hurrying along with them, too, holding Carlito's hand, talking to him, but he can't hear her.

117 CONTINUED: 117

CARLITO (v.o.)
Sorry, boys. All the stitches in the world can't sew me together again. Lay down. Lay down. Gonna stretch me out in Fernandez' Funeral Home on 109th Street. (X)

A gurney wheel flops and SQUEAKS as it races on.

CARLITO (v.o.)
Always knew I'd make a stop there. But a lot later than a whole gang of people thought. Hung in there, Last of the Mohicans. Well, maybe not the last. Gail's gonna be a good mom. New, improved Carlito Brigante. Hope she uses the money to get out. No room in the city for big hearts like hers. Sorry, babe, I tried the best I could. Honest. Can't come with me on this trip, though.

Carlito's body lurches as the gurney hits a deep metal groove in the floor and gets stuck.

CARLITO (v.o.)
I'm freezin'. Gettin' the shakes now.

He takes one last look at Gail's crying face and smiles, before his head lolls off to the side. He stares at the travel mural, the idyllic beach scene we saw in the beginning.

CARLITO (v.o.)
Okay, last call for drinks, bar's closin' down. Sun's out. Where we goin' for breakfast? Don't wanna go far. Rough night.

The mural becomes more than real again, the sea moving, the sand floating in the heat, the palm tree swaying.

CARLITO (v.o.)
Tired, babe, tired . . .

There's something else in the mural now, something we didn't see before. A dancer.

She's under the tree, spinning, her head thrown back, her hair flying wildly, dancing as if in a dream, a far-off dream.

FADE OUT.

Appendix A

Following is the monologue Carlito delivers to Walberto in Spanish in scene 30. Some of the spelling is phonetic Spanish slang.

CARLITO

No, yo voy arreglar contigo, Walberto. Tu no sabes que hay gente grande en este casino? Y tu cree que tu puede entrar aqui con un tumbe de arroz y habichuela? Eta tu loco? Echa pa'tra, cabron, y dile a tu parna que no me de mal de ojo porque si se mueve el primer tiro en la cara lo coje tu y mi gente aqui se encargan del resto. Okay?