

D I C K T R A C Y

Fourth Draft Screenplay
JIM CASH and JACK EPPS, JR.

Executive Producers:
Art Linson, Floyd Mutrux
Producer:
Director: Richard Benjamin

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FADE IN:

1-2

EXT. MIDTOWN CHICAGO - NIGHT

Looking down through a window on the third floor of City Hall, we see a scene of chaos in the street below. Cops struggle to control crowds of people -- sirens wail from additional police cars that arrive, and searchlights flood the area from both ends of the block.

CAMERA DRAWS BACK into the room as a man steps forward and smashes the window with a jolting CRASH! This is FRANK "SHAKEY" SAWYER wearing the black and white stripes of an escaped convict. His nickname is obvious -- he shakes constantly. Shakey drags MAYOR FRANK SPARMA, a fat politician, to the window as a shield, then holds a revolver to the Mayor's head as he screams down into the street.

SHAKEY

Quit stalling, coppers, or I'll blow the Mayor's head off! You know what I want! Tracy! Get me Tracy!

3

EXT. STREET

The cops have taken cover behind their patrol cars. CHIEF JIM BRANDON, tough and Irish, arrives on the scene and hurries to the officers in command: Detectives PAT PATTON and SAM CATCHEM. Patton is a straight laced, by-the-book cop; Catchem is sleepy-eyed and rumpled but always ready for action.

BRANDON

What's the situation, Pat?

PAT

It's Shakey Sawyer -- escaped con. He came up the back stairway, shot a couple of people, and broke into the Mayor's office.

SAM

He sent word down that he wants Tracy. If Tracy goes in, the Mayor gets to come out.

Brandon grabs a bullhorn and directs his voice to the window.

BRANDON

Shakey, this is the Chief of Police speaking. Put down your weapon and release the Mayor! The building is surrounded! You haven't got a chance!

(CONTINUED)

CONTINUED:

SHAKY

(shouting)

Get Tracy! You've got ten minutes to get him here!

Brandon lowers the bullhorn with a frown.

BRANDON

Get your best man up on the roof of the bank. See if he can get one good shot at Shakey.

Pat hurries away. Brandon looks at Sam

BRANDON

Where's Tracy?

INT. OPERA HOUSE - NIGHT

A FAT SOPRANO wearing steel breastplates and a Norse horn helmet splits a high C and almost shakes paint off the walls.

The audience is the top cream of Chicago's high society, dressed in tuxedos and evening gowns. Among them, we find the radiant TESS TRUEHEART and a very uncomfortable police detective named DICK TRACY.

Tess is a spirited, fun-loving woman, athletic and energetic, and a lot more at home at the opera than Tracy is. She is, in fact, completely natural in any situation. Enjoying his discomfort, Tess squeezes Tracy's hand and gives him a warm smile. He manages, somehow, to return the gesture.

TESS

Enjoying yourself, dear?

TRACY

Great. Love it. Must be almost over,
isn't it?

TESS

Two more acts.

TRACY

Good...good.

Tracy steals a glance at his wristwatch, then looks forlornly at the fat soprano once again.

EXT. CITY HALL - NIGHT

Pat, Sam and Chief Brandon crouch behind the patrol car and watch the SHARPSHOOTER get into position on the roof of the bank. Shakey's voice is threatening as he shouts at them.

(CONTINUED)

CONTINUED:

SHAKEY

You've got five minutes! No Bluff,
coppers! If I don't see Tracy, the
Mayor dies.

On the roof of the bank, the sharpshooter climbs out on the ledge for a better angle. He lines Shakey up in his sights, but Shakey suddenly sees him. The rifle CRACKS off a shot just an instant too late -- Shakey has fired first. The sharpshooter spins slowly and falls fast. The crowd gasps as the sharpshooter plunges to the street.

BRANDON

Get Tracy.

Pat raises his wrist-radio, and his voice is filled with nervous excitement.

PAT

Calling Dick Tracy! Calling Dick Tracy!

10.
INT. OPERA HOUSE

The fat soprano is playing a quiet, sensitive death scene. Above this, the audience suddenly hears Pat's sharp, nasal voice: "Calling Dick Tracy..."

A bit embarrassed, Tracy bends down toward the floor and whispers into the wrist-radio.

TRACY

This is Tracy, Pat.

PAT

(loud and excited)

All hell's broken loose at City Hall!
Shakey Sawyer escaped prison, and he's
holding the Mayor hostage! He says
he'll trade the Mayor for you!

TRACY

Don't move -- I'm on my way.

Straightening up, Tracy finds that half the audience is rivetted on the wrist-radio drama and is ignoring the opera.

Tracy mumbles an apology to Tess, then hurries up the aisle toward the exit. Tess glances at the blue-blooded WOMAN beside her.

TESS

He probably hired somebody to kidnap
the Mayor just so he could leave.

11

EXT. CITY HALL

WAS "INT. Mayor's Office"

The Mayor looks terrified as Shakey holds the gun to his temple and shouts to the street

SHAKEY

Two minutes! That's all you've got!

BRANDON

(on the bullhorn)

Tracy's on his way! He'll be here!

Shakey's eyes are glazed with revenge.

12

INT. TRACY'S CAR

Tracy speeds recklessly through the streets with his siren wailing. Streaking through a redlight, he swerves sharply to avoid a truck. His car teeters up onto two wheels then back down. Tracy races into the night.

13

EXT. STREET

Police separate the crowd as Tracy's car pulls into the area. Silhouetted against the City Hall window, Tracy sees Shakey holding a gun to the Mayor's head. Quickly sizing up the situation, he grabs the bullhorn.

TRACY

Al right, Shakey, I'm here. What do you want?

SHAKEY

I want you to come up here, Tracy! I've got somethin' for ya.

Tracy puts down the bullhorn. Brandon looks worried.

BRANDON

It's no good, Tracy. I can't let you go in there alone.

TRACY

I'll be out in five minutes, Chief. Who's taking bets?

(to Sam)

Give me a match, Sam.

Sam fishes a wooden match from his pocket and gives it to Tracy.

TRACY

Pat, I'm gonna need your help...

Tracy puts his arm around Pat's shoulder and walks toward the building. Shakey watches Tracy from the window.

(CONTINUED)

CONTINUED:

SHAKEY

You gave me seven years of hell, Tracy! Seven rotten years of thinking about this moment!

14

INT. CITY HALL LOBBY

Tracy enters the lobby, while Pat hurries back to Chief Brandon. Quickly searching through the drawers of the reception desk, Tracy finds a thick rubber band. Through the glass doors, we see the spotlights in the street begin to go out. Tracy crosses the lobby and steps into the elevator.

15

INT. MAYOR'S OFFICE

Shakey's eyes are crazed as he stands in a corner holding a gun on the Mayor. Suddenly, he hears a knock on the door. Like a nervous cat, Shakey moves to the door, and his lip curls with a smile of anticipation.

SHAKEY

It's open, Tracy. Come in.

Slowly the door swings open, and Tracy stands alone in the doorway. His eyes are clear and calm.

TRACY

Shakey Sawyer -- so the rat broke out his cage.

There is a touch of madness in Shakey's eyes as he laughs quietly to himself.

SHAKEY

I'd told you I'd be back for you, copper.

TRACY

Let the Mayor go.

With his eyes locked on Tracy, Shakey motions with his gun for the Mayor to leave the room. The Mayor scrambles away gratefully as Tracy steps inside.

SHAKEY

Now it's just me and you. Close the door. Lock it.

Tracy closes and locks the door. Turning back, he sees Shakey raise the revolver and point it right in his face.

SHAKEY .

A dream come true.

(CONTINUED)

CONTINUED: (2)

In one motion, Tracy dives to the floor and shouts into his wrist-radio.

TRACY

Now!

The lights go out instantly, and we see two red explosions from Shakey's gun.

16 EXT. CITY HALL

Pat Patton has just cut the power lines that lead into the building. All the windows of the building are black.

17 INT. MAYOR'S OFFICE

Dim shafts of light come through the window, but the room is almost completely dark. Tracy crouches on the floor behind the desk, while Shakey hides in a corner and strains to find Tracy in the darkness. Shakey hears the click as Tracy cocks his pistol -- a black Colt 1911 A-1 semi-automatic.

SHAKEY

I'll wait here 'til daylight if I have to.
The minute I see you, you're done.

In the dark, Tracy takes the wooden match and rubber band from his pocket. CAMERA MOVES TIGHT on his hands as he hooks the rubber band on the barrel of his revolver, stretches it back, and inserts the wooden match like an arrow.

SHAKEY

(nervously)

What are you up to, Tracy? Say something!

Tracy releases the rubber band, and the match flies across the room. Hitting the wall, the match ignites with a sudden flash of fire. Shakey whirls and fires at the flash -- a fatal mist. Tracy puts a bullet into Shakey and the convict staggers back against the window, crashes through the glass, and falls heavy to the street below.

Tracy speaks into his wrist-radio.

TRACY

Send everybody home, Chief. Party's over.

15 INT. OPERA HOUSE

A BARITONE bleats with melancholy as Tracy re-enters the opera house. People in the audience watch him as he sits down next to Tess.

(CONTINUED)

CONTINUED:

TESS
Everything all right, Dick?

TRACY
Sure. Just a little trouble downtown.

He settles comfortably into his seat.

TRACY
Must be just about over, isn't it?

Tess gives him a smile and squeezes his hand warmly.

CUT TO:

EXT. BLANK BRICK WALL - NIGHT

Machine gun fire. A blaze of bullets rips into a red brick wall, spelling the name: "D-I-C-K T-R-A-C-Y". CREDITS ROLL. The MUSIC is Bix Beiderbecke: free-wheeling 1930's jazz.

CUT TO:

SPINNING NEWSPAPERS: The front page of the Chicago Tribune spins towards the CAMERA then stops. The Headline reads: "TRACY BLISTERS U.S. SENATORS FOR BEING SOFT ON CRIME". A large photo shows Tracy in a cluttered hearing room, pointing at a panel of Senators and firmly lecturing them. The photo caption reads: "Detective Walks Out Of Hearing, Draws Applause"..

CUT TO:

EXT. RAILROAD STATION - DAY

A flock of REPORTERS hurry along a platform to meet an incoming train. Among the PASSENGERS we find Dick Tracy, who is quickly surrounded by the reporters. They fire questions and keep up with his brisk pace as he walks along the platform.

FIRST REPORTER
Welcome back, Tracy. How was Washington?

TRACY
Confused, as always. Cluttered with paper work. Ineffective.

SECOND REPORTER
We've got a quote here from Senator Dilsworth. He wants to make you permanent head of a national crime commission.

(CONTINUED)

CONTINUED:

TRACY

I saw that. Big pay, no results, no thanks.

THIRD REPORTER

How about running for office yourself, Dick?

TRACY

I'm a cop, Charlie. I wouldn't want to take the demotion.

FIRST REPORTER

Did anything good come out of the hearings?

TRACY

Yes, I saw the cherry blossoms. For five days I watched the cherries blossom while Senators, professors and experts defined criminology.

THIRD REPORTER

You define it, Dick.

TRACY

It's simple, boys. You stalk 'em, squash 'em, and convict 'em.

SECOND REPORTER

Why don't you write a book about it, Dick?

TRACY

Why don't you shave that silly moustache, Charlie? You look like a shyster lawyer.

The reporters all laugh, then they spot Tess as she walks toward them. Some of them wave and shout hello, and she flashes them a smile.

TESS

What're you wasting your time with this cop for? Interview me. My views on crime? I'm guilty. I stole Dick Tracy's heart.

With that, she gives Tracy a warm embrace and a big, sensual kiss. He's a little embarrassed in front of the reporters, and one of them raises his camera to take a picture. Tess flashes him a little cheesecake.

TRACY

(to Tess)

You want that on the front page of the Tribune?

(to photographer)

I want the negative, McNally. McNally?

The photographer drifts away with the other reporters, and all of them are having a good time.

(CONTINUED)

CONTINUED:

TESS

You're turning into a stuffed shirt, Tracy. You ought to be happy someone would see you without a gun in your hand or handcuffed to some criminal. Are you mine for the evening now?

TRACY

I'm yours. How about dinner?

Tess smiles, and Tracy slips his arm around her as they walk along the platform.

INT. DEPOT

The usual crowd of TRAVELERS and COMMUTERS, meeting, departing, hurrying along. Among them we find a ragamuffin -- a street urchin called THE KID. The Kid is eleven years old, a street smart survivor with patched up clothes and a thick clump of straw-like hair.

Bumping through the crowd, The Kid spots a magazine and candy counter. THE VENDER waits on a CUSTOMER and doesn't notice the small hand that suddenly reaches up to the counter and snatches away a couple of Hershey bars.

Walking through the crowd with his mouth bulging with chocolate, The Kid suddenly spots a lady's purse sitting unattended on a bench. His eyes look quickly in all directions as he moves casually to the bench. One more look around, then The Kid quickly snatches the purse. He gets about two steps away before a MAN suddenly grabs him by the arm. A WOMAN SCREAMS. The Kid drops the purse to the marble floor, and junk from inside spills all over.

WOMAN

My purse!

MAN

You're going nowhere, you little thief.

The man has underestimated this tough little guy. The Kid kicks him right in the kneecap, and the man releases The Kid as he grabs painfully for his knee. The Kid is running, bumping through the crowd, moving with tremendous agility and quickness as people pursue him. Suddenly, he runs right into the arms of a startled Dick Tracy.

TRACY

Whoa. What's the hurry, little guy?
Late for a train?

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CONTINUED:

KID

Lemme go, ya big ape!

The Kid stares at Tracy for a moment, then his hand flashes out like lightning and he snatches Tracy's watch-chain. He's running again, with Tracy's pocket watch dangling in his hand. Stunned, Tracy sees several people rush up.

WOMAN

He tried to steal my purse.

Tracy takes off in pursuit of The Kid, while Tess quiets the people.

TESS

Don't worry. Tracy will get him.

She watches with resignation as Tracy dashes for the door.

TESS

(to herself)

There he goes again...

23-40

EXT. STREET

The Kid flies out of the depot, and glances back to see Tracy in pursuit. Dashing up the street, The Kid hears the footsteps of Tracy's long strides as the cop closes the gap between them.

Flashing past a fruit stand, The Kid slaps out at the fruit -- dozens of apples and oranges bounce to the pavement, slowing Tracy's chase. The FRUITSTAND VENDER shrieks some angry Italian at The Kid.

Into an alley now. The Kid is running for his life as he hears the footsteps again. Flying to the back of the alley, he comes to a wooden fence. The Kid has obviously been here before -- pulling away a loose board, he squeezes through the fence just an instant before Tracy's big hand reaches for him. The hand has managed to reach through the fence and grab The Kid's shirt

TRACY

Just relax, kid. I'm not going to arrest you -- I just want to talk to you.

The Kid bites Tracy's hand, the hand opens, and The Kid is on the run again. Tracy rubs his hand, but there's a challenge in his eyes as he scrambles over the fence to the alley on the other side.

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CONTINUED:

Running into the railroad yard, The Kid climbs the iron ladder to the top of a boxcar, then runs along the top, jumping from boxcar to boxcar. Tracy reaches the top of the boxcar and pursues.

The cop chases The Kid over the tops of the boxcars to the end of the train. The Kid scrambles down the side of the caboose, then leaps into an open boxcar and hides. Winded and scared, The Kid peers out to see Tracy on top of the caboose, searching the shadows of the train yard. Everything is perfectly still. Tracy's voice is quiet, but firm.

TRACY

Look, Kid -- you're not in trouble.
The watch isn't important. Eight
ninety-five at Woolworths. You're
important. I just want to talk to you.

Finally, the detective gives up, turns and walks away. The Kid draws a breath of relief, then heads in the opposite direction.

41 EXT. HOOVERVILLE

A shanty town of one room shacks made out of loose boards and tar paper. The Kid approaches one of the shacks and goes inside.

42 INT. SHACK.

A dingy room with soapboxes and crates for furniture, lit by a single kerosene lamp. STEVE THE TRAMP is an ignorant brute, muscular and scarred. His stubbled face is greasy from the last of the fried chicken he eats.

STEVE

Where you been? What took you so long?

KID

Hey, where'd you get the chicken? You didn't save me none.

Steve tosses a bone at The Kid.

STEVE

What'd ya get? Let's see the loot.

The Kid looks resentfully at the bone and throws it away. He places Tracy's watch on the soapbox in front of Steve.

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CONTINUED:

STEVE

What else?

KID

That's all. A big guy chased me.

Steve examines the cheap pocket watch.

STEVE

Ah, this penny-ante stuff ain't getting us nowhere. Maybe we can slip you into somebody's house. Get some real jewelry -- diamonds and stuff.

KID

I ain't breakin' into nobody's house.

STEVE

You'll do what I tell ya.

KID

I ain't gonna do that.

A hard backhand from Steve knocks The Kid into a rough tumble across the floor. Suddenly, a shadow stands in the doorway.

TRACY

Why don't you try that on me, tough guy?
I'm a little more your size.

Tracy steps into the light. Steve is startled, and he reaches back to grip a board for a weapon.

STEVE

Dick Tracy...

KID

The copper?

Tracy takes a step towards Steve, who holds the board like a baseball bat as he rises. Protruding from the end of the board is a carefully placed nail that makes this a very dangerous weapon. Steve takes a vicious swing at Tracy, slashing his jacket with the nail as Tracy jumps away. Steve's lip curls into a sneer.

STEVE

No gun? You should never go out without your gun, copper. Things can get rough out here.

Another vicious swing, but Tracy steps away again. He circles Steve cautiously, looking for an opening. Steve swings the board again, missing Tracy. Tracy unloads a thunderous round-house that knocks Steve backward, right through the flimsy wall of the shack. The roof caves in as Tracy comes out of the wreckage, followed by The Kid.

43

EXT. SHACK

Rising with menace, Steve squares off against Tracy. But the slick detective begins to circle, moving gracefully like a boxer, flicking out sudden, stinging jabs in Steve's face. The Kid watches with wide-eyed wonder -- he's never seen Steve meet his match before.

Ducking a roundhouse, Tracy fires three more quick jabs and flattens Steve's nose. Steve lunges for Tracy, but catches a dozen punches that drive him to his knees. Tracy stands over him contemptuously.

TRACY

If you're gonna be a tough guy, you oughta learn how to fight.

Steve gets up and throws another roundhouse; Tracy ducks it and lands a haymaker which knocks Steve flat on his back, out cold. The Kid is wide-eyed as Tracy looks over at him...

TRACY

Okay, kid, let's start at the top -- what's your name?

The Kid contemplates running but decides against it. Cornered, his eyes flash with defiance.

KID

I don't talk to coppers.

TRACY

This guy your old man?

KID

Ah, go soak your head...

Tracy looks at the kid disgustedly...

TRACY

A tough kid with all the answers. Okay, tough kid, have it your way.

Tracy moves back to the now semi-conscious Steve. The Kid watches as Tracy puts the cuffs on the fallen man.

TRACY

One thing you don't have to worry about. This guy won't hit you anymore. He's goin' to jail.

KID

What about me, copper? What're you gonna do to me?

(CONTINUED)

CONTINUED:

TRACY

You? Nothin'. You're a tough guy.
You're on your own.

Tracy pulls the groggy Steve to his feet.

TRACY

Come on, buddy. We got a nice cold
cell waiting for you.

Tracy moves off with Steve.

TRACY

See you ten years from now, kid, when
I arrest you for robbing a gas station.
You got a great future.

The Kid stands there confused. Finally, he starts off after
Tracy. Tracy watches out of the corner of his eye and sees
The Kid following him. Tracy turns to The Kid.

TRACY

You look like you could use a good meal.
Are you hungry?

CUT TO:

44 INT. SERVICE GARAGE - NIGHT

FIVE MEN play stud poker in the quiet South Side garage. Many
delivery trucks of various types are parked in careful rows,
and a radio in the background plays MUSIC.

DEALER

A pair of eights... possible straight...
possible nothing... Queens bet a quarter.

Two players drop out, and three stay in. Irritated, the dealer
turns to the player next to him.

DEALER

I told ya to quit breathin' that clam
sauce on me.

PLAYER

Shut up and deal.

The dealer starts another round.

DEALER

Uh-oh. Aces and eights. Dead man's hand...

There is a sudden squeal of tires outside. The players look up
from the card game just as a black sedan blasts through the
service entrance.

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CONTINUED:

The players scatter in five different directions, but they don't get very far. The car screeches to a stop and we see the vicious gangster face of FLATTOP, a professional assassin, as he leans out of the window.

Flattop opens fire with the machine gun in his arms. Bullets fly through the room, shattering glass, splintering furniture, breaking chunks of plaster off the walls. A telephone explodes, legs are sawed off a card table, a tool box is torn to pieces. The garage is blasted to smithereens and so are the five card players, who lie still and lifeless on the floor.

The black sedan swings into a lazy turn and drives out through the broken door of a service entrance. An eerie quiet settles through the garage as the black sedan drives away.

INT. BLACK SEDAN

Three men in the car, all wearing the fashionable styles of gangland: black hat and coat, dark shirt, white tie. The two men in the front seat (MUMBLES and ITCHY) seem grim and serious, but in the back, Flattop has a crooked smile as he caresses his tommy gun.

FLATTOP

She sings like a songbird in the night.

CUT TO:

46-32 INT. CLUB LAVENDER - NIGHT

A plush nightclub decorated in perfect taste: crystal chandeliers, velvet tablecloths, and exotic hanging plants.

On the bandstand, we see a torch singer sitting on the piano -- she is the dazzling BREATHLESS MAHONEY, sparkling with jewels in a blue spotlight as she sings "Embraceable You". At all times Breathless Mahoney is a woman under control -- an accomplished gold digger, a bored survivor, a soft and beautiful cobra.

BREATHLESS

(singing)

"Embrace me, my sweet embraceable you.
Embrace me, my irreplaceable you..."

The piano player is a thin black man named 88 KEYS. He looks like Hoagy Carmichael with a cigarette dangling constantly from his lip.

LIPS MANLIS sits at a table in a dark corner and sips expensive champagne as he watches Breathless. He is a dapper walrus, moustache and all -- a fat dandy in a white tuxedo with a rose in the lapel. Two dangerous looking BODYGUARDS lurk in the shadows nearby.

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CONTINUED:

FRANKIE SPENCE, a small man with nervous eyes, approaches Lips and leans down to speak quietly in his ear.

SPENCE

Bad news, boss.

LIPS

Not during the song.

SPENCE

Somebody just hit the garage. Killed everybody. The boys are nervous -- three hits this week, and nobody knows who's behind it.

Lips frowns at Frankie Spence, and Spence reluctantly withdraws. Lips watches Breathless once again.

Finishing her song, Breathless acknowledges the applause and smiles at 88 Keys.

BREATHLESS

You've never played better.

88 KEYS

It's only because you inspire me. When are you going to dump the fat man and go out on your own? You're too good for this place.

BREATHLESS

So are you.

88 KEYS

I've got my ambition -- I'm just waiting for the right opportunity. But you, you're ready for the big time now.

BREATHLESS

I tried that once, and all I got was hungry.

Breathless smiles again, touches 88's shoulder, then joins Lips at his table. She does it like a duty, not a choice.

LIPS

Magnificent, my dear -- as always.

BREATHLESS

(dryly)

I hate that song. It reminds me of you.

(CONTINUED)

CONTINUED: (2)

Lips is amused: she doesn't like him, but he owns her anyway. A bowl of oysters is served, and Lips digs into the dripping, gooey mess. Sauce runs down his chin, and Breathless observes him with distaste.

BREATHLESS

Mind if I leave? You make me sick when you eat.

LIPS

You didn't used to think so.

BREATHLESS

You didn't used to be a garbage truck.

LIPS

Breathless, my dear, there's a war going on, and the streets are dangerous. Maybe you should remember that you're much safer here with me.

Lips slides another oyster down his throat.

LIPS

Treachery everywhere. Ambitious men, out to destroy me. Who do you suppose is behind it?

BREATHLESS

I couldn't care less.

LIPS

Your devotion is touching, my sweet.

Lips tips her a champagne toast and drinks. Suddenly there's a flurry of confused movement and screams across the room. Wood splits in the front door as axes break through from the outside.

CUSTOMER

Raid! It's the cops!

88 Keys plays some SILENT MOVIE CHASE MUSIC on the piano as the cops appear. Neither Lips nor Breathless seem concerned about the raid. The bodyguards draw their guns and flank Lips. They watch as COPS BREAK IN and customers rush for the exits. Lips motions the bodyguards away, and Breathless glances with boredom as the three cops approach the table.

FIRST COP

Let's go, Manlis. Tracy wants to see you.

(CONTINUED)

CONTINUED: (3)

LIPS

Why would he want to see a decent citizen
like me?

FIRST COP

Maybe he wants to grease your moustache.
Come on, let's go.

Lips is amused. He smiles and finishes his wine.

CUT TO:

53

EXT. STREET - NIGHT

A police car speeds through the night and turns into a
riverfront street.

54-55 INT. POLICE CAR

Lips Manlis sits in the back seat, between two cops. Breathless
rides in the front beside the driver, unconcerned as she files
her nails. Lips suddenly looks a bit disturbed.

LIPS

Hey -- where we going? This isn't the way...
(a dreadful realization)
You're not the cops...

The cop at the wheel takes a sudden, sharp turn, and the
police car streaks through the wide entrance of a warehouse.
The overhead door closes behind it.

56

INT. WAREHOUSE

The police car screeches to a halt in the cluttered warehouse
that is filled with large crates. Half a dozen dark figures
step into the open and surround the car.

Lips, Breathless, and the three cops get out of the car.
With nervous, quick eyes, Lips slams a sudden elbow into the
stomach of one of the cops, then breaks into a waddling
sprint.

Tripped by one of the dark figures, Lips sprawls into an
awkward belly flop and skids across the floor. He looks up
with a crushed lapel rose and a grease stained tuxedo. Six
inches from his nose, he sees a pair flashy wing tipped shoes.

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AL "BIG BOY" CAPRICE smiles down at Lips. Big Boy is a barrel chested gorilla with large hands, a white panama hat, and a cheap clash of colors in his suit. He has a habit of cracking walnuts, chewing them thoughtfully, and stuffing the shells into his pockets. Lips looks up at him, confused.

BIG BOY

Ahh, look what you done to your pretty tuxedo.

Big Boy helps Lips up off the floor and brushes his lapels.

LIPS

Big Boy -- but we're pals.

BIG BOY

No pals in this business, Lips. You taught me that.

LIPS

I got you started in the rackets. I took you under my wing.

BIG BOY

And I'm gonna miss you, Lips -- here, in my heart.

A cement truck suddenly rolls forward, with a huge cement mixer churning. Lips' eyes flash with fear.

LIPS

Not that way, Big Boy. Not like that.

BIG BOY

Sorry. I gotta be sure.

The third "cop" tapes Lips' mouth shut. For the first time, we get a good look at his face -- he is Flattop, the machine gunner who cut down the men in the garage.

BIG BOY cracks another walnut in his massive hand and nods to the "cops". They drag Lips across the floor and tie him to a chair. They chain his feet to a large wooden box.

Big Boy moves close to Breathless and sizes her up.

BIG BOY

So, what do I do with you?

BREATHLESS

I got a choice?

(CONTINUED)

CONTINUED: (2)

BIG BOY

A woman with your looks has always got a choice.

Breathless looks Big Boy over, and walks over to Lips, who is helplessly bound to the box. She kisses his cheek, gently.

BREATHLESS

Bye-bye, baby.

Big Boy crosses to Lips, tips the mixer, and thick cement pours heavily into the wooden box. Lips' eyes almost bulge out of his head but he is helpless. Breathless takes out a mirror and adjusts her make-up. The two "cops" quickly nail several boards around Lips' feet, covering the fresh cement.

Suddenly, a door opens and a NIGHT WATCHMAN walks in. A frail old man with white hair, he is startled to find the ritual murder in progress. Turning quickly to leave, he takes two steps before Flattop cuts him down with a machine gun.

Big Boy gives a nod, and suddenly, a trap door beneath Lips snaps open. Lips drops twenty feet to the dark river below. Big Boy watches as he hits the surface of the river with a loud splash. Big Boy turns to his men.

BIG BOY

Put out the word -- Lips' territory is my territory now. Everybody who worked for him works for me. Everything he owned, I own. Anybody gives you any trouble, zip their suits.

Noticing a splatter of cement on his shoe, Big Boy turns to Mumbles Malloy, one of the phoney cops.

BIG BOY

Wipe it off, Mumbles.

MUMBLES

Yurboz.

BIG BOY

What did he say?

FLATTOP

He said, 'sure boss'.

Mumbles kneels and wipes the shoe with his hankerchief. Big Boy takes the jacket from Breathless' shoulders.

BIG BOY

With me, you wear mink, or you wear nothin'.

(CONTINUED)

CONTINUED: (3)

BREATHELESS

I look good either way.

Arm in arm they head for the door.

CUT TO:

INT. RESTAURANT - NIGHT

A fancy place with ritzy clientele in the heart of the city. Most of the attention of the CUSTOMERS is focused on Tracy, Tess, and especially the ragamuffin Kid at the corner table.

The Kid is eating like there's no tomorrow, stuffing himself like a pig. His table manners are non-existent as he crams food into his mouth with both hands, slurps soup, eat greasy meat with his fingers, and wipes his hands on the tablecloth. Tracy observes The Kid carefully, and the fun-loving Tess observes the customers around them.

Tess looks at The Kid, an eating machine.

TESS

My god, he's starving. And where did he get those clothes?

KID

That flour sack you're wearing ain't so hot either, sister.

TRACY

At least, she paid for that flour sack, kid.

TESS

(to Tracy)

Dick! This dress is not a flour sack.

TRACY

No, I didn't mean it was a flour sack. I was trying to tell the Kid...

KID

Only a sucker pays for anything.

TRACY

Steve taught you that?

KID

Steve taught me everything.

TRACY

It shows. You got a name?

KID

Kid. That's what everybody calls me.

(CONTINUED)

CONTINUED:

TRACY

Where are you from?

KID

Up the track somewhere. We've been everywhere. Steve never liked stopping in one place.

TESS

Is Steve your father?

KID

Ain't got no father. Ain't even got Steve now.

The Kid drinks the water in the fingerbowl.

TESS

You mean you have nobody...

KID

That's right, lady. Got nobody.

Tracy glances at Tess -- he doesn't like the direction in which the conversation is turning.

TESS

I hate to be the realist here, but you've got a problem, Mr. Detective. What are you going to do with this little eating machine. You can't just put him back on the street and say, go get 'em tiger.

TRACY

What are you talking about?

TESS

I'll tell you what I'm talking about, Tracy. There's a Depression going on out there and he's hungry.

TRACY

Now, wait a minute...

The Kid has been listening to all this with interest. He senses a meal ticket.

KID

Yeah, what are ya gonna do with me?

TRACY

(to Tess)

He can sleep on my couch tonight, but tomorrow morning we call the welfare office.

(CONTINUED)

CONTINUED: (2)

TESS

You mean the orphanage?!

KID

You ain't sticking me in one of them orphanages. I've been there, and I ain't going back.

TRACY

It's the only thing to do. I'm a cop -- I can't take care of a kid, for Pete's Sake.

KID

I ain't no trouble. Just give me three square meals a day and you'll never even see me.

TESS

You're in a pickle, Mr. Tracy.

TRACY

Now, cut it out. Both of you. You're not going to railroad me into something...

Tracy looks unsettled. A WAITER arrives, glancing distastefully at the Kid, and begins to clear the table.

TRACY

They've got nice foster homes for kids like this. They feed them and give them clothes...

TESS

And nothing. They feed them and give them clothes. They don't give them hugs and kisses and warmth.

KID

You can forget the hugs and kisses. A couple of lamb chops and potatoes, that's all I need. And some ice cream too.

(to Waiter)

You got any ice cream?

The Waiter looks at Tracy.

TRACY

Go ahead. Bring him some ice cream...

The Waiter observes the Kid distastefully again.

WAITER

Shall I bring a washcloth, too?

Tracy finds this to be unnecessarily insulting.

(CONTINUED)

CONTINUED: (3)

TRACY

Yeah -- then stick it in your ear. Haven't you ever seen a hungry kid before?

The Waiter moves away. Tess smiles proudly at Tracy and touches his hand.

TESS

You're terrific, Tracy.

TRACY

I haven't changed my mind about the Kid.

Suddenly, Pat's voice calls over Tracy's wrist-radio.

PAT'S VOICE

Calling Dick Tracy! Calling Dick Tracy!

The Kid's eyes bulge with wonder at the wrist-radio.

TRACY

Come in, Pat.

PAT'S VOICE

Homicide. Clark's Garage on Third Avenue. Looks like we've got about six bodies here.

TRACY

On my way.

KID

Wow -- How do I get me one of those?

TRACY

Easy. Become a cop.

Rising quickly, he drops some money onto the table.

TRACY

I'll send a squad car by to take you home.

TESS

What about the Kid?

TRACY

Watch him or something. I don't know. Got to go.

Tracy rushes to the door and leaves. Tess notices the Kid's hands creeping for the money that Tracy left on the table. Her eyes lock into his.

TESS

Touch that money and I'll break your arm.

The Kid's hand retreats. He looks at her defiantly.

(CONTINUED)

CONTINUED:

SAM

A nice old guy on a pension. Checked out the warehouses part-time to pick up a few bucks.

TRACY

(to Sam)

Sixteen bullets in the body?

SAM

Rough count. Maybe more.

BRANDON

We're wasting time here, Tracy. Sam can take care of this. We should be back at the garage. There's a gang war brewing.

TRACY

Lips Manlis's top guns were massacred tonight. Someone is trying to take over his mob. Across town an innocent night watchman is gunned down gangland style. Why? There's got to be a connection.

Tracy moves like a rocket into the flurry of activity and issues rapid-fire orders to officers and technicians. Brandon tags along, but he is really out of his league.

TRACY

Get those primers run through ballistics, Joe -- fast. They look like .45 ACP for a Thompson. Check them for prints. We just might get lucky. Carter, I want photographs of this scene top to bottom -- and don't get artistic -- wide angle shots, closeups on the evidence.

The response to Tracy's energy is an even greater flurry of activity.

Tracy glances to the rafters, then looks around the floor. Kneeling down, he touches a dry spot of cement and rubs it between his fingers. The wood on the floor underneath the cement spot is wet. He looks around for more cement spots.

SAM

We found some cracked walnuts shells and one of the boys found a police badge on the floor. It's a phoney.

(CONTINUED)

CONTINUED:

BRANDON

Those six bodies on the other side of town aren't phoney. That's where the heat is, Tracy.

TRACY

There's a puzzle here, Chief. How can you walk away from a puzzle?

Tracy follows the cement spots to several large scratches in the floor. Studying the grain pattern on the floor boards, he finds the outline of the trapdoor. Lifting the trapdoor with the blade of his pocketknife, he looks down to the river below.

TRACY

Get a diver out here, Sam. There's a body down there.

Brandon is stunned as he looks down through the murky waters and sees the vague outline of Lips Manlis's body. Meanwhile, Tracy spots something on the floor, bends down, and picks up a blue sapphire earring. He looks it over and puts it into his pocket.

TRACY

Big night for the boy's in gangland. I'm willing to bet that's Lips Manlis down there.

BRANDON

Manlis! Who's got the guts to knock off the biggest hood in town?

Tracy examines the broken walnut shells.

TRACY

Remember, Al "Big Boy" Caprice? He grew up with Manlis and was his top gun. Caprice has got a nervous habit -- always cracking walnuts.

SAM

I thought Manlis sent him off to the coast to set up operations there.

(CONTINUED)

CONTINUED: (3)

TRACY

Looks like he's back in town, and plans to stay.

BRANDON

We've got to pick him up and put an end to this.

TRACY

Wanna go into court with a handful of walnuts? Let's pick up his henchmen, sweat 'em, and see if they sing.

CUT TO:

EXT. POLICE HEADQUARTERS

OMITTED

INT. TRACY'S OFFICE - NIGHT

A large office with half a dozen scuffed up desks and lots of 1930's atmosphere: oak railings, cathedral windows, creaky furniture, and bulging filing cabinets. The clock on the wall reads 2:00 A.M.

Tracy's office is in one corner, with windows that look into the squad room. His rolltop desk is cluttered with files and unfinished reports, a microscope, a fingerprint kit, and several books on law and crime.

There are personal items too: a framed photo of Tess, various "Cop of the Year" awards haphazardly arranged, a bullet-riddled hat tagged "June 2, 1927 -- Lefty O'Brian's Mob", and an autographed photo of Red Grange in a Chicago Bears uniform: "To My Pal Tracy..."

Tracy stands at a hot plate, cooking chili in the can it came in. Pat and Sam push Flattop, Mumbles, and Jake "Itchy" Rossi (who continually scratches himself) into the room. We recognize them as Big Boy's top gunmen, the phoney cops from the night before.

SAM

They came like lambs, Tracy. I remember when punks were tough.

TRACY

Must be the Depression. They've lost their starch.

FLATTOP

You can't get away with this, copper. We got rights.

ITCHY

We get a phone call -- that's the law.

(CONTINUED)

CONTINUED:

Tracy picks up his telephone, rips it out of the wall, and tosses it to Itchy. Itchy holds the dead phone.

ITCHY

I can't use this.

TRACY

Make a note, Pat. They waived their right to a phone call. Take 'em down the hall and sweat 'em.

Tracy turns back to his chili, but Flattop steps close and grabs the front of his shirt.

FLATTOP

Look before you leap, copper. We break people like you into little pieces every day.

Tracy simply dumps hot chili from the spoon onto Flattop's hand. Flattop recoils in pain, releasing Tracy's shirt. He takes a swing at Tracy, but misses. Tracy buckles him with a thunderous hook to the stomach and Pat and Sam grab Flattop's arms. All of it has happened in the blink of an eye.

FLATTOP

You can't hide in here forever. I'll find you in the street.

TRACY

Take the bad man away, Pat. He scares me.

Pat and Sam push the three men out of the room.

CUT TO:

65 INT POLICE LAB

OMITTED

65A INT. INTERROGATION AREA HALLWAY

Tracy and Sam walk down a long hallway past two interrogation areas -- dark rooms with bright lights that shine on Itchy and Flattop where they are grilled by DETECTIVES.

SAM

They're yelling for their clothes.

TRACY

They can have them when the boys finish examining them.

SAM

They don't look so tough in their underwear, I'll tell ya that. But this guy Flattop is made of iron. Can't get a word out of him.

(CONTINUED)

CONTINUED:

TRACY

Which one is the softest?

SAM

Mumbles Malloy -- I got him worried.

TRACY

Let's worry him some more.

Tracy follows Sam into the interrogation area.

66 INT. INTERROGATION ROOM 6

In the third room, Tracy finds Mumbles baking under hot lights in his underwear. Mumbles is tired, nervous, and slick with sweat as Tracy and Sam move close to him. He sees only their black silhouettes as Sam lights a cigarette.

SAM

Cigarette Mumbles?

Mumbles mumbles something incoherently. He rarely speaks clearly and sometimes can barely be heard.

MUMBLES

Ili asigrete.

TRACY

What'd he say?

SAM

He said he'd like a cigarette...

Sam blows smoke in Mumbles' face. The dialogue becomes rapid-fire.

TRACY

You were there when Lips was murdered.

SAM

You're going to the chair.

TRACY

Ever thought about that first jolt?

SAM

You don't die right away.

TRACY

So they hit you again.

(CONTINUED)

CONTINUED:

SAM
It's gruesome.

TRACY
Horrible.

SAM
There's no way out.

TRACY
Unless you talk.

MUMBLES
Ader.

TRACY
What'd he say?

MUMBLES
Ader.

SAM
Water. He wants a glass of water.

TRACY
I can never understand what this guy
says. Get some water, Sam.

Sam leaves to get some water.

TRACY
We know "Big Boy" Caprice was behind it.
He's the one we want -- not you.

MUMBLES
Ot talkin'.

TRACY
Tell us what happened. I'll get you two
years probation, tops. Big Boy gets the
chair. Come on, Mumbles, talk.

Mumbles suddenly becomes more comprehensible.

MUMBLES
These lights! I'm burning up!

TRACY
What'd you say? More lights?

Tracy snaps on another light.

TRACY
They're magic lights. When they hear
the truth, they go out.

(CONTINUED)

CONTINUED: (2)

MUMBLES

I don't know nothin'! Nothin'!

Sam returns with a large glass of water. Mumbles eyes it gratefully.

SAM

I put some ice in it.

TRACY

Thanks, Sam.

While Mumbles watches, Tracy drinks the water -- every drop of it. Mumbles sobs.

MUMBLES

What're you doin' to me? You ain't human...

He lurches for the lights, but Tracy slams him back down into the chair.

TRACY

What you did to the night watchman -- that wasn't human. Now talk!

MUMBLES

I can't take it no more!

TRACY

Talk to me, Mumbles. C'mon. Talk.

Pat enters the room and gives Tracy a typed report. Tracy reads it quickly.

TRACY

Fresh from the lab. They found residue of cement in your clothes. A rose petal in your cuff. Looks like you killed Lips Manlis. You're gonna take the rap. Book him on suspicion of murder, Sam.

MUMBLES

I didn't do it! You know I didn't do it!

TRACY

Who did it? Say the name. Talk.

MUMBLES

Big Boy -- he killed Manlis! But I'll never testify, Tracy. Never!

Tracy relaxes. He turns out the hot lights.

(CONTINUED)

CONINTUED: (3)

TRACY

We don't want you to testify. We just want to get you on our side.

Pushing aside a screen, Tracy reveals a microphone and a wire recorder. He rewinds the wire a short way. We hear:

MUMBLES' VOICE

"I didn't do it! You know I didn't do it!"

TRACY'S VOICE

"Who did it? Say the name. Talk."

MUMBLES' VOICE

"Big Boy. He killed Manlis."

Tracy stops the machine dead in its tracks at that point.

TRACY

You think Big Boy might be interested in a copy of this?

MUMBLES

Don't do it, Tracy. Please...

TRACY

You're working for me now, Mumbles. You're gonna get some information for me.

Mumbles looks thoroughly whipped as Tracy and Sam leave the room.

67

INT. CORRIDOR

3

Tracy and Sam head towards Tracy's office.

SAM

What's our next move?

TRACY

I want Caprice to know I'm after him. I want him to know he's my target. We're going to pick him up tomorrow and give him something to think about.

SAM

We've got nothing to hold him on.

TRACY

I don't care. I wanna see what he looks like in the can.

CUT TO:

65

INT. TRACY'S APARTMENT BUILDING - NIGHT

A bit weary, Tracy climbs the stairs to his apartment. It's the kind of building where an honest cop would live -- cracks in the hallway plaster and the smell of boiled cabbage in the air.

69

INT. TRACY'S APARTMENT - NIGHT

A clean, simple, three room apartment with second-hand furniture. As Tracy enters, he is surprised to see Tess asleep in a chair. Glancing into the bedroom, Tracy sees the Kid sound asleep in Tracy's bed.

Something in the scene touches Tracy. He just seems to drink in every detail of it for a moment. Then he moves quietly across the room, kneels down beside Tess, and touches her hair gently. She wakes up with a sleepy smile. He kisses her warmly. Tess reaches up with both arms around Tracy's neck and pulls him down passionately to her. With his free hand, he turns out the light.

CUT TO:

70

EXT. CLUB LAVENDER - DAY

The sign on the door reads:

"UNDER NEW MANAGEMENT"
"CLOSED FOR REMODELING"

71

INT. CLUB LAVENDER

Everything is changing at the Club Lavender. CARPENTERS and DECORATORS are completely remodeling the place. The quiet class of Lips Manlis is changing to the brassy glitter of Big Boy Caprice.

Over in one corner, Breathless rehearses a new song with 88 Keys at the piano. Meanwhile, Big Boy stands in the center of the remodeling activity, directing the works.

BIG BOY

I want lots of bright light on the stage.
Colored lights. And fix it so confetti
and balloons come down everywhere.

As he moves around, Big Boy is followed by CHARLIE "NUMBERS" NORTON, a quiet calculating accountant with eyes that seem to see and remember everything. Numbers carries a ledger sheet and continually make notes.

(CONTINUED)

CONTINUED:

NUMBERS

You're going way overboard here, Al.
We can get the same effect with half
the expense.

BIG BOY

That's the trouble with you, Numbers --
you think small. Juggle your books any
way you want to, but this is gonna be a
first class joint.

Over in the corner, Breathless hits a sour note, and she and 88
Keys break up laughing. Big Boy scowls, but keeps talking as
he moves towards the piano.

BIG BOY

People come here, they're gonna get
a party every night. They'll know
who's the king of this town.

As if to emphasize his point, Big Boy suddenly slams the piano
keys cover down onto 88 Keys' hand. 88 howls with pain as he
massages his hand, and Breathless is shocked. Big Boy curls
his lip.

BIG BOY

Nobody looks at her like that but me.

Gripping Breathless' arm, Big Boy leads her back to the remodeli:
area. She glares at him defiantly.

BREATHLESS

That was a stupid thing to do. He's the
best piano man in town. There's nothing
between us. We're friends.

BIG BOY

Next time, I'll turn his fingers into
pretzels. I don't like nobody lookin'
at you like that.

Suddenly the front door opens. Tracy shoves Itchy, Mumbles and
Flattop into the room. Big Boy's eyes harden as he sees Tracy,
Pat and Sam.

TRACY

Here's your garbage.

Tracy shoves the hoods toward Big Boy. Big Boy cracks a walnut
with his hand and walks toward Tracy. Breathless observes the
confrontation with interest.

BIG BOY

This is a private club, copper. You got
a membership card?

(CONTINUED)

CONTINUED: (2)

TRACY

So, this is your place now.

BIG BOY

I bought it from Lips Manlis yesterday.
He said he was leaving town or somethin'.

TRACY

We fished him out of the river last night.

BIG BOY

Aw, that's a shame. He was a real
inspiration to me.

They are eyeball to eyeball for a moment, then Tracy appraises
the merchandise as he looks Breathless over.

TRACY

(to Breathless)

I see you came with the territory.

BREATHLESS

I sing, too. Come around some night and
listen.

TRACY

No grief for Manlis?

BREATHLESS

I'm in mourning. I'm wearing black
underwear.

Scowling, Big Boy cracks another walnut with a warning look at
Breathless. The tone of her voice has been a little too friendly
to suit him. Taking walnuts shells out of his pocket, Tracy
turns back to Big Boy.

TRACY

We found these on the scene.

BIG BOY

A lot of people eat walnuts. They're
good for the liver.

TRACY

But they're bad for the brains. You're
too messy, Caprice -- you make mistakes.
You're under arrest for the murder of
Lips Manlis.

BIG BOY

You can't get away with that, Tracy.
You got no evidence.

(CONTINUED)

CONTINUED: (3)

TRACY

Take him, boys.

Pat and Sam slap handcuffs on Big Boy.

BIG BOY

You think you own this town? You can't
do this to me.

TRACY

I am doing this to you.

Tracy shoves Big Boy toward the door. Big Boy shouts back over
his shoulder.

BIG BOY

Get my lawyer! Tell 'im what these
bums are doin'!

Tracy takes one last glance around, and his eyes lock on
Breathless for just a moment. She smiles provocatively. Then
Tracy is gone. 88 Keys approaches Breathless from behind.

88 KEYS

That Tracy's got a lot of guts, comin'
in here.

BREATHLESS

Nice shoulders, too.

There's a light of interest in her eyes.

CUT TO:

72-78

79-83

EXT. CLUB LAVENDER

OMIT

EXT. BLACKSTONE HOTEL - NIGHT

OMITTED

A virgin white Packard pulls to the curb. Breathless Mahoney
steps out. Wrapped in white mink, and sparkling with jewels,
she goes into the hotel alone.

85

INT. BREATHLESS'S ROOM - NIGHT

Unlocking the door, Breathless enters a luxurious suite: thick
white carpets, a grand piano, and a unique crystal bar stocked
with booze.

As she turns on the light, Breathless is startled to see Tracy
sitting in a comfortable chair. They watch each other like
fascinated cobras, each with a small smile of amusement.

BREATHLESS

A midnight visitor. How exciting.

(CONTINUED)

CONTINUED:

TRACY

I'm surprised you're alone.

BREATHLESS

Boys don't like me much. I'm just a
homely girl who couldn't get a date for
the dance.

Dropping her white mink casually to the chair, Breathless slides
behind the bar and pours two drinks. She dims the lights and
puts on some quiet MUSIC as Tracy approaches the bar.

BREATHLESS

Cheers, copper.

Tracy accepts the drink, and Breathless clinks his glass with
hers. Her eyes are both amused and excited as she sips the
drink and watches Tracy sip his.

BREATHLESS

This stuff's illegal, you know. You
just broke the law.

TRACY

It's all in the line of duty. I'm
collecting evidence.

Breathless laughs with a warm, throaty sound, and Tracy finishes
his drink. His tone changes -- it's serious business now.

TRACY

You were there, weren't you?

BREATHLESS

Where?

TRACY

In the warehouse, when Manlis was killed.

BREATHLESS

Of course not. I was somewhere far away.

Tracy drops the blue sapphire earring he found in the warehouse
into Breathless's drink. It floats to the bottom of the clear
liquid.

TRACY

You lost this at the warehouse. I found
the mate in your jewelry box.

Breathless misses a beat, only for a moment.

(CONTINUED)

CONTINUED: (2)

TRACY

Relax. If I was going to arrest you, you never would have made it into the hotel.

She watches him with curious intrigue.

BREATHLESS

What are you up to, honey?

TRACY

I want to know what happened in the warehouse.

She looks at him coyly, back in control again.

BREATHLESS

It's all so vague. I must have been in a state of shock. There were all these frightening men, but I can't remember any of their names or faces.

TRACY

Do you happen to remember who's side you were on? Big Boy or Manlis?

BREATHLESS

I was on the same side I'm always on -- mine.

TRACY

You know, I could take you in and sweat it out of you under the lights.

Breathless smiles.

BREATHLESS

I sweat a lot better in the dark.

TRACY

You've got beauty, brains, style. What are you doing with scum like Big Boy?

BREATHLESS

Why don't you make him go away? I like it when boys fight over me.

Their eyes lock together -- the wills of two strong people. The attraction is strong -- the pull is magnetic, and they both feel it.

BREATHLESS

You don't know if you want to hit me, or kiss me. I get a lot of that.

(CONTINUED)

CONTINUED: (3)

2

TRACY

I'm going to get Big Boy -- you know that.
If you wise up somewhere along the way and
decide to help me, give me a call.

BREATHLESS

You knew I wouldn't tell you anything.
Maybe you should ask yourself why you
really came here, Mister Detective?

Breathless has hit a truth, and Tracy knows it. He leaves abruptly. Breathless smiles like a spider who has spun the perfect web.

CUT TO:

5A EXT. INDUSTRIAL AREA - DAY (ORIGINALLY SCENE 176) 1
- AS A WAREHOUSE -

A taxi pulls to the curb in front of an abandoned tool and dye shop -- a victim of the Depression. 88 Keys gets out of the taxi and pays the driver. Checking the address to be sure he has found the right place, 88 approaches the front door and finds it unlocked.

5B INT. TOOL AND DYE SHOP WAS A WAREHOUSE 5

88 enters the small glass walled office and closes the door behind him. The office is dark and so is the abandoned plant area on the other side of the glass walls.

Suddenly, the light in the office goes on, and 88 finds himself alone in the room with only a chair and table.

88 KEYS

Wild....

Mystified, 88 inspects the chair and table briefly, then sits down. In the center of the table is a small leather suitcase. 88 looks around, but sees or hears nothing.

88 KEYS

Your move, man....

Another light goes on -- a backlight that outlines a figure in a trenchcoat and hat. The figure holds a microphone, and his voice comes through the speaker, in a distorted, hoarse whisper. We call this character THE BLANK.

THE BLANK

Open the suitcase.

88 shrugs, then opens the suitcase and finds it filled with money.

CONTINUED:

THE BLANK

Your first payment -- five thousand dollars.

88 is stunned by the amount.

88 KEYS

Look, you've got the wrong man. I'm just a small-timer, a musician. Why pick me for this gig?

THE BLANK

Because you have no allegiances to anyone. Plus, you have ambition. I can trust that.

88 KEYS

All right, man. So, what do I have to do?

THE BLANK

Deliver messages -- make deals -- whatever I tell you. You're the middle man, the courier.

88 KEYS

Middle man to what? What are you doing?

THE BLANK

We're going to take control of the mob and run every racket in this city...

Again, 88 Keys stops chewing his gum. He is stunned.

THE BLANK

... and we're going to use Dick Tracy to do it.

88 KEYS

We're going to go up against the mob and Dick Tracy? We'll get torn to pieces in the crossfire.

THE BLANK

They'll never even understand what we're doing until it's too late. Are you in or out?

88 thinks it over for just a moment.

88 KEYS

I'm in. But now that I'm working for you, when do I get to see your face?

THE BLANK

Now.

(CONTINUED)

CONTINUED: (2)

The Blank steps into the angle of light. 88 looks startled. He sees it for only a moment -- the figure is completely faceless, a lump of flesh beneath the hat. The light goes out -- The Blank is gone. 88 looks mystified, and a little shaken.

86

87

EXT. CITY HALL - DAY

CUT TO:

OMITTED

INT. MAYOR'S OFFICE - DAY

Looking down through the window of the Mayor's office, Tracy tightens his jaw as he watches Big Boy and his entourage leave City Hall. Waving to a pack of reporters and photographers, Big Boy steps into a limousine.

TRACY

We got a nice system going, D.A. I put the scum in the can -- you put them back on the street

JOHN FLETCHER, the D.A., is a tight jawed young politician on the rise.

FLETCHER

(flaring)

You broke every rule in the book, Tracy. You're lucky I don't throw you in the can.

TRACY

You're welcome to try.

SPARMA

(the peacemaker)

Gentlemen, there's no need to get emotional.

FLETCHER

Al Caprice is a private citizen. Our maverick police detective kidnaps him, runs him from one precinct to another for two straight days so nobody can find him, and doesn't have a shred of evidence to even charge him with anything?

TRACY

Your private citizen has had at least seven people murdered this week. I thought that deserved a couple of days in jail.

SPARMA

Tracy's got a point there, John. It's important for these criminals to see that our police are willing to arrest them.

FLETCHER

Yes, and we've got a book for these things -- "Methods and Procedures". Ever read it?

(CONTINUED)

CONTINUED:

TRACY

I wrote it. Every now and then I revise it.

FLETCHER

That's fine. I'm fed up with your hot-headed Irish ways of doing things.

BRANDON

Listen, Fletcher, you can't talk to my boy Tracy like that. This is the best cop this town has ever seen. And if you make anymore cracks about the Irish, I'll be pinning your ears back behind your head and tying your tongue into a knot.

SPARMA

Please, gentlemen. Our objective is to get Big Boy legally behind bars. I expect all of you to do your jobs in the proper way and get him there. This whole thing has ben a regrettable mistake, and --

TRACY

No mistake.

SPARMA

An error in judgement, and --

TRACY

No error in judgement.

SPARMA

A difference of opinion between the two of you. We are a team, gentlemen. We must work together. Agreed?

Neither Tracy nor Fletcher says a word as they glare at each other. Sparma smiles.

SPARMA

Good -- agreed. Now, let's all get back to work.

INT. CORRIDOR

Tracy and Brandon leave the office together and head for the elevator.

TRACY

Thanks for backing me.

(CONTINUED)

CONTINUED:

3

BRANDON

Fletcher gets under my skin sometimes.

TRACY

I don't trust him, Chief.

BRANDON

You've got no reason to say that -- he's got a fine record. Ninety-seven percent convictions on all his cases.

TRACY

He nails the little fish, but never goes after the sharks.

Brandon nods, and they move on.

CUT TO:

89
INT. CLOTHING STORE5

Standing in his underwear, The Kid casts a suspicious eye at the CLERK who measures his waist. The Kid looks defiantly at Tracy and Tess.

KID

I don't want new clothes. Mine ain't even broken in yet.

TESS

They smell very broken in.

KID

Get her off me, Tracy. Next she'll be dousing me with poifume.

TRACY

She has a will of her own in these matters.

CLERK

If the young gentleman would step back to our dressing room, he could try on the suit.

KID

I don't need a suit. I don't go to weddings, funerals or church.

TESS

You'll need this suit for school.

KID

(jolted)

School!

(CONTINUED)



The clerk ushers The Kid toward one of the dressing rooms.

Do you remember when you got your first suit?

Yeah. I'm still wearing it.

Tess's smile seems a bit melancholy.

You haven't called the welfare office about him yet.

I've got to, but I just haven't been able to do it. It seems so impersonal. The Kid has had a tough enough life already.

The clerk suddenly rushes up to Tracy and Tess. He carries the suit. The Kid has tied it in knots.

He went out the back door. Look what he did to the suit!

Tess stays behind to deal with the clerk while Tracy heads for the back door.

90

Rushing out of the store, Tracy looks up the street. Through the crowd, he sees The Kid walking along in his underwear and T-shirt. People gape, snicker, and point. Tracy rushes up the street and catches The Kid.

Where you going?

I ain't wearing that monkey suit. Tell the dame to stuff it.

You tell the dame to stuff it. Stand up to both of us and tell us you don't want to wear that monkey suit.

I am.

(CONTINUED)

CONTINUED:

TRACY

No, you're not. You're running away again. Everytime things get tough, you take a powder. You gonna do that all your life? Sometimes you gotta face things you don't like. You gotta stand up to them and take what comes 'cause it's what you believe in.

KID

Listen, I ain't wearing that monkey suit.

TRACY

Then go tell her. Walk back there, stick your chin out, and tell her you're not gonna wear that monkey suit.

The Kid glares at Tracy for a moment, then heads defiantly back to the store. [CAMERA PANS BACK to a parked car, where we see Flattop and Itchy watching grimly.] *NEW TO THIS SCENE.*

CUT TO:

91-100 EXT. WRIGLEY FIELD - DAY

He looks like a new kid -- haircut, new clothes (but not the monkey suit), and both hands full of hot dogs and popcorn. Tracy sits between The Kid and Tess in the middle of the CROWD, and the excitement and energy are high.

KID

(shouting)

What're ya, blind? That pitch was two feet outside! The ump's a crook! Somebody call a cop.

TESS

(shouting)

Knock his socks off, Wilson! The pitcher's a cream puff!

They laugh, loving every moment of it. Tracy turns excitedly to The Kid.

TRACY

Okay, kid, now here comes the fast ball.

KID

How do ya know that? You can't see the catcher's signals.

(CONTINUED)

CONTINUED:

TRACY

No, but the second baseman can. He just took two steps to his left. Don't watch the pitcher -- watch how the fielders position themselves. The batter, Wilson, always swings late on the fast ball -- he's gonna hit this one right to the second baseman.

Tracy looks a little disturbed as Wilson jerks a screaming double down the third base line. The Kid looks at Tracy skeptically.

KID

Swings late, huh?

TRACY

Freak accident. Wilson never gets around on the hard one like that.

TESS

He was using a lighter bat.

Tracy and The Kid both look at Tess, a little bit annoyed at her intrusion on their "men talk".

KID

What do you know about it, sister?

TESS

I saw him trade bats with the pitcher in the dugout. Pitchers usually use lighter bats.

TRACY

I taught you that.

TESS

Give me a little credit for remembering.

The Kid ignores Tess, and turns his attention back to the game.

KID

What's the strategy, Tracy?

TESS

Wilson's gonna steal.

TRACY

Wrong. So wrong. Wilson always adjusts his cap just before he steals.

TESS

Well, I'd steal if I was him. The catcher has a rag arm.

(CONTINUED)

CONTINUED: (2)

TRACY

You're two runs down. You don't steal third when you're two runs...

Wilson suddenly breaks for third, and slides in safely as the catcher's throw bounces in the dirt. Tracy is stunned. The Kid looks at him disgustedly.

KID

(skeptically)

What's your next prediction, swami? This dame knows more about baseball than you do.

TRACY

(to Tess)

How in the hell did you know Wilson was stealing?

TESS

Just a lucky guess.

TRACY

You don't guess in baseball. The beauty of baseball is that it's a science, and art. There are principles and strategies to the game. It's like chess. Move -- countermove. Cat and mouse. If everybody was out there guessing, you'd never get anywhere.

During that, The Kid has climbed over Tracy so he can sit next to Tess.

KID

What's gonna happen next, lady?

TESS

He's gonna bunt.

TRACY

(incredulous)

A squeeze play?

He just smiles and looks to the heavens for help for the girl.

KID

How do you know?

TESS

(pointedly to Dick)

I'm just guessing.

(CONTINUED)

CONTINUED: (3)

A sudden CRACK of the bat sends a high fly ball. The crowd ROARS as the ball sails toward the bleachers. The Kid watches, then spills his popcorn and dives for cover in the shelter of Tess's arms. Tracy reaches up with one big hand and plucks the ball out of the air. The crowd around him cheers the catch, and Tracy acknowledges the applause. The Kid gapes at him, and Tracy flips him the ball. The Kid is mightily impressed. Tracy looks at Tess cockily.

TRACY

Some bunt.

NEW TO SCENE.

[A few rows back in the crowd, someone else is watching Tracy. Flattop and Itchy observe the detective closely.]

CUT TO:

EXT. TRACY'S APARTMENT BUILDING - NIGHT 5

Tess's car pulls up to Tracy's apartment building and parks. Inside we see Tracy and Tess, with The Kid asleep between them. Tess smiles warmly at Tracy.

TESS

It was a nice day. We didn't get interrupted even once by that awful wrist-radio of yours.

TRACY

It must be broken.

TESS

Or it could be that Dick Tracy is a great detective who has everything under control in this town.

Tess leans over to kiss Tracy, but The Kid stirs. Tess tries again, but The Kid stirs again.

TRACY

I'll give you a raincheck on that kiss.

Tracy gathers the sleeping Kid in his arms and gets out of the car. Tess blows him a kiss and drives away. [As Tracy carries The Kid up the steps, we see that The Kid's eyes are open -- *N.C.* he wasn't asleep after all.]

The Kid suddenly notices a car with no lights moving slowly up the street. It starts to pick up speed fast.

KID

Tracy, look out!

(CONTINUED)

CONTINUED:

Tracy turns to see Flattop hanging out of the car window with a tommy gun.

FLATTOP
Merry Christmas, copper!

The barrel snorts fire as bullets bite into the red brick of the building. Like a cat, Tracy leaps into the basement stairway covering The Kid as bullets smack into bricks, garbage cans and windows around him.

As the car speeds away, Tracy races to the middle of the street and empties his pistol into the escaping car. It turns a corner on two wheels and disappears into the night.

Lights come on throughout the neighborhood and dogs bark madly. The Kid comes running up to Tracy, and his eyes are huge with excitement.

KID
Did ya get 'em, Tracy?

TRACY
Not this time.

KID
I thought we was goners for sure.

TRACY
It was just a warning, Kid. A very effective warning.

Tracy stares into the dark street for another moment, then he and The Kid head up the steps together.

CUT TO:

106 A INT. CLUB LAVENDER - DAY *COMPARABLE TO 17P-181*
EXT. & INT. BIG BOY'S BROWNSTONE

Light pours through the windows, illuminating the nearly empty club. Chairs are up on the tables while JANITORS sweep the room.

Flattop stands at the door, watching the street. Big Boy sits alone at one of the tables, consuming a large Italian dinner of spaghetti, lasagna, red wine, big crusts of bread, and four or five other courses. His napkin is tucked in under his chin. Numbers figures his books on a nearby table. A couple of bodyguards, Itchy and NIFTY, stand nearby.

Breathless enters, followed by a COSTUME FITTER. Breathless is wearing most of a new gown, and the scurrying Costume Fitter is carrying the rest of it.

(CONTINUED)

CONTINUED:

BREATHLESS

Al, this dress you designed -- it stinks.

BIG BOY

Looks good. Looks real good.

BREATHLESS

I'm a singer, not a hotsy totsy dancer.
I wear evening gowns, not G-strings.

BIG BOY

I know what the customers want -- legs.
The dress stays.

Breathless is steaming. She glares at Big Boy, then shoots a sharp glance at Flattop, who is admiring her legs.

BREATHLESS

Get your eyes off me, creep.

Flattop looks out the window again.

BREATHLESS

I'm not wearing this dress, Al. You want to put the muscle on, go ahead. I wear the dresses I want to wear.

BIG BOY

Okay, okay. Let me eat. You're worse than a wife.

Breathless cools down. Flattop turns from the window.

FLATTOP

He's here, boss.

BIG BOY

You feel like killing somebody today?

FLATTOP

Yeah, I'm in a real good mood.

BIG BOY

Maybe you'll get your chance with this two-bit piano player. Three days ago he's working for me -- now he comes around to stick his nose in my business. I don't like it.

The door opens and 88 Keys enters the club. Big Boy just goes on eating as 88 is led to his table by Flattop. The hoods eye 88 suspiciously. Between bites, Big Boy fishes a note from his pocket and reads it out loud.

(CONTINUED)

CONTINUED: (2)

BIG BOY

"I can get rid of Tracy for you." A big boast from a small time piano man.

88 KEYS

I'm in another line of business now.

BIG BOY

You've got a lot of nerve coming here to see me. You're lucky I don't have you killed right now.

NUMBERS

Let him talk, Al. Let's hear his deal. What's it gonna hurt?

BIG BOY

Okay, humor me. How do you operate, piano man?

88 KEYS

I can't reveal our methods. I can only tell you that we guarantee the results.

BIG BOY

And what would this result cost me?

88 KEYS

A small piece of your business. Let's say -- ten percent.

Big Boy frowns like an ominous thundercloud, then paces the room, bellowing and waving his arms.

BIG BOY

Who do you think you are? A nobody piano player comes in my club and tries to tell me what to do! I am Caprice! Big Boy Caprice! I can snap my fingers and have you chopped up into hamburger!

88 KEYS

Tracy has set his sights on you. It's only gonna get worse. You should take the deal now.

Contemptuously, Big Boy turns away from 88 Keys, towards Flattop.

BIG BOY

Flattop -- get him out of my sight.

Flattop takes a step forward, but 88 Keys tips his hat and smiles pleasantly.

(CONTINUED)

CONTINUED: (3)

88 KEYS

You know where to find me.

Turning, he leaves the room. Big Boy fumes as he watches him go

BIG BOY

Nifty -- follow that guy. He ain't got brains enough to pull a shakedown like this. See who he's hooked up with, then kill 'em both. Nobody squeezes me in my own town.

Nifty quickly leaves the room to follow 88 Keys.

CUT TO:

106B-12C

INT. CLUB LAVENDER - NIGHT

COMPARABLE TO 182-184
 INT. ^{TOP} BIG BOY'S BROWNSTONE.

The club is crammed with happy customers, eating, drinking, and dancing to the music. In his tuxedo, Big Boy welcomes a group of well-dressed society types, and ushers them from the door to the main room. Returning to the door, he smiles at Flattop.

BIG BOY

How's this for class? Did you recognize picklepuss and the dame? A Congressman. Now that's the kind of class this club is gonna be famous for.

There's a knock on the door, and Itchy looks through the slot.

ITCHY

Hey, boss -- it's Nifty.

Big Boy and Flattop come forward as Itchy opens the door. Nifty stands there as rigid as a board, his eyes wide open and his arm tied to his side. A woman behind them screams as the three men gape, and Nifty slowly begins to fall face first, dead as a doornail. He hits hard onto the floor.

A flurry of startled movement, but Big Boy seems too stunned to move. He stares down at the very dead Nifty as Flattop steps outside, gun in hand, and sees a car streaking away into the night.

CUT TO:

EXT. POLICE STATION - NIGHT

A white Packard pulls into the police station parking lot and parks next to Tracy's car, which rests in the space marked "RESERVED FOR D. TRACY". There are only a few cars in the lot at this hour -- the great detective is working very late.

(CONTINUED)

CONTINUED:

The door of the Parkard opens, and out steps the long, silky leg of Breathless Mahoney. Breathless has her working clothes on: a clinging, revealing evening dress, spectacular jewelry, perfect make-up, and white mink stole. She looks up to the dimly lighted window of Tracy's office.

INT. TRACY'S OFFICE

The squad room is dark, and only the goose-necked lamp shines in Tracy's office. Tracy is working hard at his desk.

He senses her presence before he sees her. Tracy turns the lamp toward the doorway, and it's like a spotlight on the beautiful Breathless Mahoney as she enters the room. Her left hand drags the white mink casually along the floor, and her right hand holds a bottle of champagne and two glasses. She smiles seductively.

BREATHLESS

What does a girl have to do to get to know you better, Tracy.

TRACY

Get arrested -- that's one way.

Breathless fills the glasses with champagne.

BREATHLESS

What does a girl have to do to get arrested?

TRACY

Wearing that dress is a step in the right direction.

Sitting on the corner of the desk, the slit in Breathless's dress opens to her thigh. Tracy has a hard time keeping his eyes off it. She offers one of the glasses to Tracy, but he makes no move to take it. He watches her with mixtures of interest, amusement, curiosity, and temptation. Breathless picks up a photo of Tess and looks it over -- it shows Tess on a horse jumping a fence.

BREATHLESS

Pretty. Not much flair, but pretty.

TRACY

Lots of flair. She just doesn't advertise it.

BREATHLESS

It pays to advertise it. I'd like to fix her make-up, change her hair.

TRACY

She probably would like to get her hands on your hair too.

(CONTINUED)

CONTINUED: (2)

Smiling at the joke, Breathless sets the picture on the desk, face down, leans close to Tracy, and purrs.

BREATHLESS

Are you going to make a move, or do I have to do everything.

TRACY

FRANK
You've got me at a disadvantage. I don't
seduce well.

BREATHLESS

Do you seduce at all?

TRACY

On Tuesdays. Today is Wednesday.

BREATHLESS

It's a big world. It must be Tuesday
somewhere.

Tracy is not made of wood -- her eyes, her voice, her body language are having a strong effect on him: Tracy the cop is controlling Tracy the man.

BREATHLESS

It's so hot in here. How can you stand it?

Dipping her fingers into the cold champagne, Breathless moistens her throat. Then her hand reaches across the desk and brushes Tracy's hair off his forehead.

BREATHLESS

How long can you hold out, Tracy, It's going to happen sooner or later, you know. I'm sort of a cop myself -- I always get my man.

TRACY

I've seen what happens to them after that.

BREATHLESS

Still resisting. I wonder if you know what that does to me.

Rising from the edge of the desk, Breathless drifts toward the door. She looks back over her shoulder.

BREATHLESS

By the way, keep an eye on Club Lavender tomorrow night. Something big is going to happen.

(CONTINUED)

CONTINUED: (3)

TRACY

Like what?

BREATHLESS

Something bigger than you've ever seen.
Take my word for it.

Tracy studies her carefully as she is framed in the doorway.
He calculates her intensions.

TRACY

Why are you telling me this?

BREATHLESS

Who knows -- you just might win. You
might send Big Boy to prison, and I might
need a friend. A smart girl covers all
the possibilities.

She glances again at Tess's photo face down on the desk.

BREATHLESS

If Blondie falls off her horse, give me
a call.

With a warm and beautiful smile, Breathless drifts away, draggin
her mink behind her. Tracy emits a small whistle, as though
control has been really difficult this time. He sets Tess's
photo upright again.

TRACY

It wasn't easy, kid. I've got to get you
one of those dresses.

CUT TO:

108 A EXT. BRIDGE - DAY

New

One of the bridges over the river slowly begins to rise as a
ship moves heavily across the skyline. We see Tracy's car
parked near the bridge operator's control house.

108 B INT. GEAR HOUSE

New

This is a subterranean concrete room where huge gears turn
slowly, groaning against the great weight of the bridge. The
room is dim and musty, with grease and dirt everywhere.

Tracy and Sam wait patiently in the room. The creaking of the
gears ends as the bridge is completely raised. Suddenly, a door
across the room opens and Mumbles enters. He looks nervous and
shaken as he wipes sweat from his face.

(CONTINUED)

CONTINUED:

MUMBLES

Rart biggado. Inna tunni.

TRACY

What he say?

SAM

Something about a rat as big as a dog
in the tunnel.

TRACY

You're used to rats bigger than that,
Mumbles.

MUMBLES

Vera funn.

TRACY

What?

SAM

He says, very funny.

TRACY

Okay, now talk very clearly because I
want to know how you got from the Club
Lavender to here.

MUMBLES

Secrador cella. Donna stars, inna tunna.

Tracy gives it up and just looks at Sam. Sam steps between
them like a U.N. interpreter.

SAM

A secret door in the wine cellar. You
go down some stairs and into the tunnel.

MUMBLES

Fahunna yars, ryetur, ahunna mo, do.

SAM

You go about four hundred yards, a right
turn into another tunnel, then another
hundred yards, and you come to this door.

MUMBLES

Rart biggado, inna tunni.

SAM

Along the way, you pass a rat as big as
a dog in the --

(CONTINUED).

CONTINUED: (2)

TRACY

I got that part.

MUMBLES

Secracay.

SAM

He says it's a secracay. Uh, a secret escape.

MUMBLES

Brin boozin.

SAM

They smuggle the booze into the club through there.

TRACY

How in the hell can you understand this guy?

SAM

I used to work the drunk tank. A few months of that and you can understand anyone.

MUMBLES

Gimmacor.

SAM

He wants you to give him the recording now.

TRACY

It's safe where it is.

Mumbles releases a furious stream of emotional mumbling, and Sam scurries to keep up with the translation.

SAM

What are you, crazy? You dumb flatfoot cop, you don't own me for life. I want that lousy recording, and I want it now. Everytime Big Boy looks at me, I get the feeling he knows I been helping you.

TRACY

Relax, Mumbles. If he knew, you'd be dead.

The gears begin to grind again, covering Mumbles's rambling so that even Sam can't understand him. Tracy motions for Sam, and they climb the stairs to leave.

108 C

EXT. BRIDGE

New 3

The bridge is going down as Tracy and Sam leave the gear house and walk toward Tracy's car.

TRACY

We're gonna need some help, Sam -- a specialist.

SAM

Bug Bailey?

TRACY

Yeah. Call New York -- see if they'll lend him to us. Chief Daniels owes me a favor.

CUT TO:

109

EXT. CLUB LAVENDER - NIGHT

The alley and empty parking lot behind the Club Lavender. Everything is dark and still. Headlights turn into the alley as a black limousine pulls in and drives to the parking lot.

The limousine parks near several other limousines, and bodyguard get out. Their collars are up and their hat brims cover their eyes as they scan the area. Then, SPUD SPALDONI steps out of the car. He is a slickly dressed man with a moustache and greas hair. Spaldoni and his henchmen head for the back door of the club.

COMPARABLE TO 120.

COMPARABLE TO 109
EXT. BAY STREET - WAREHOUSE
DISTRICT

113-114 OMIT

INT. BIG BOY'S CONFERENCE ROOM

115-118 OMIT

119 OMIT

A large room with a long, shiny conference table. As Spaldoni and his men enter the room, they see other bodyguards lining the walls and the other lords of gangland seated around the table: PRUNEFACE, JOHNNY RAMM, TEXIE GARCIA, the hard-bitten queen of prostitution, and RIBS MOCCA.

120 →

All eyes watch Spaldoni -- there's suspicion in every eye. Spaldoni sits down at the long table, and a waiting game begins.

The room is completely silent, except for the loud, rhythmic ticking of a clock in the room. Eyes shift. The slightest movement by anyone is watched carefully by everyone.

(CONTINUED)

CONTINUED:

Spaldoni, a beautifully tailored man, begins to clip his fingernails. The sound of the clippers snapping together seems very loud in the quiet room, and Ribs Mocca, a short, burly man, looks sharply at Spaldoni.

MOCCA

You gotta do that?

Spaldoni looks at him coldly and continues to clip his nails. Pruneface reaches into his jacket -- almost a fatal mistake. Every hood in the room opens his coat and touches his holster. Pruneface withdraws his hand, holding a pack of cigarettes. He strikes a match and lights a cigarette.

PRUNEFACE

What's the matter, fellas -- nervous?

Slowly, the hands leave the holsters. There's bad blood everywhere in the room, and a sudden wave of scowling silence passes over the fuming chieftains as Big Boy, Breathless, and Flattop enter.

BIG BOY

Look at this. And everybody said we couldn't get together.

121 Omit

Big Boy cracks a walnut and looks down the long table at ganglanc chieftains.

BIG BOY

I remember all you guys from when I was nothin'. Pruneface, you tossed a firebomb in my car one night, and gave me this...

Big Boy yanks his collar open, revealing a large red scar on his neck.

BIG BOY

But I forgive ya.

Pruneface toys with his matches.

BIG BOY

Mocca, you put three slugs into me, but I lived. I forgive you too. And all the rest of you guys, I owe you all somethin'. But I forgive all of you because I'm a very magnanimous guy.

Big Boy cracks a walnut in his hands. He has everyone's complete attention.

123-125 Omit

(CONTINUED)

CONTINUED:

BIG BOY

We've got a problem of organization. We're all split up into little groups, and every couple of years we go to war against each other. That's bad business.

There is a general agreement around the table.

BIG BOY

While we are divided, the cops keep us under control. But use your imaginations for a minute -- what would they be able to do if we were united?

Eyes shift. Glances are exchanged. There's just a trace of interest around the room.

BIG BOY

We form a big company, see? Each of us here at the table represents the board of directors -- just like they do it at General Motors. I'm the Chairman of the Board.

SPALDONI

Why you?

BIG BOY

Because I have the most guns, and therefore I have the most votes. Together we can own this town -- own the cops and the politicians and the courts.

PRUNEFACE

You ain't said how.

BIG BOY

I have a vision -- a big boss must always have vision. First, we're gettin' out of the booze business.

A moment of stunned silence is followed by howls of protest.

BIG BOY

Prohibition's almost over. Take my word for it. The handwritin' is on the wall.

The faces watching Big Boy look concerned. Big Boy smiles.

BIG BOY

What we've got in this town is over five thousand small stores and businesses -- people who work real hard. I think they should be workin' real hard for us.

(CONTINUED)

CONTINUED: (2)

A dawning awareness sweeps through the room.

BIG BOY

With our muscle, we will be their silent partner. Every time some citizen buys a pound of hamburger, we get a nickel. Every time some guy gets a haircut, we get a dime....

As Big Boy continues to talk, the CAMERA rises to the top of the room. There, hidden in the light fixture, we see a large microphone. The wires of the microphone disappear into the attic through drilled holes.

BIG BOY'S VOICE

We will dress like bankers and join the Rotary Club.

INT. ATTIC

NEW

In the attic, we find BUG BAILEY, an electronics specialist. He listens to Big Boy's voice through a headset, and at the same time holds a second headset close to a wrist-radio.

PRUNEFACE'S VOICE

And with all this income...

BIG BOY'S VOICE

We buy judges and politicians and cops.
We buy control.

127-132 OMIT

132 A INT. RENTED ROOM COMBINES 110-112 w/ 133-PT.

Across the street we find Dick Tracy and Pat Patton in a small rented room with the lights out. Pat takes photographs with a camera mounted on a tripod. Tracy looks into the conference room through a set of binoculars. We hear Big Boy's voice over Tracy's wrist-radio.

BIG BOY'S VOICE

We'll own this town and everyone in it.
Then we can branch out -- across the country.

TEXIE'S VOICE

There's one thing wrong with your big plan -- what about Tracy?

The conference room explodes into cries of protest that echo over Tracy's wrist-radio.

PRUNEFACE'S VOICE

Yeah, what about Tracy?

(CONTINUED)

CONTINUED: (3)

BIG BOY'S VOICE

Leave him to me. I'll buy him. If I can't buy him, I'll kill him. That's a gold edged guarantee. Like Lips Manlis, the future has passed Tracy by.

Tracy smiles accepting the challenge.

INT. CONFERENCE ROOM

Big Boy leans over the shiny conference table. His expression is deadly serious and confident.

BIG BOY

Who's with me on this?

There's a long pause. Suddenly, Pruneface holds out his hand, thumb up. After a moment, Mocca does the same. Every gangland leader extends his hand, thumb up. The last man is Spaldoni -- his thumb is down.

SPALDONI

Include me out.

BIG BOY

It only works if we're all in.

SPALDONI

Then it don't work. I don't trust any of you -- especially, you, Big Boy. In case you forgot, Lips Manlis was a friend of mine. I'll take my own chances alone.

Rising, Spaldoni and his bodyguards head for the door but find it blocked by Flattop. There is a moment of tension.

BIG BOY

Let him go. Maybe he'll have a change of heart later.

Flattop steps aside; Spaldoni leaves.

ON -

INT. RENTED ROOM

COMPARABLE TO 134-139

Tracy looks grim as he lowers the binoculars.

TRACY

If these rats really organize, we're in for a lot of trouble.

PAT

It's not in their nature -- they hate each other too much to pull it off.

(CONTINUED)

CONTINUED:

TRACY

Caprice is just ruthless enough to find the way.

Glancing to the parking lot, Tracy watches Spaldoni and his men get into their limousine. There's a brief pause -- then, sudden the limousine blows to pieces with a fiery explosion that leave nothing but a cloud of smoke and a couple of flat tires. Tracy and Sam are stunned.

140-141 INT. CONFERENCE ROOM

Every hood in the room is over at the window, staring out at the blown-up car. Big Boy looks extremely confident and cool.

BIG BOY

Who wants Spaldoni's territory?

CUT TO:

142-150 INT. TRACY'S APARTMENT - NIGHT

CLOSE ON a pair of small hands that hold a baseball. The ball autographed: "Best wishes, Hack Wilson." CAMERA DRAWS BACK to find the Kid in pajamas, sitting on the edge of a cot beside Tracy's bed. Outside, we hear distant RUMBLING OF THUNDER.

KID

How come you know all those ballplayers, Tracy?

Holding a toothbrush, Tracy glances in through the bathroom door.

TRACY

I'm considered a fairly important citizen in this town.

KID

Oh yeah? I thought you was just a cop.

TRACY

You've got a wise mouth for a little kid -- you know that?

The Kid sets the baseball onto the nightstand table, next to a framed photo of Tess. Tracy begins to brush his teeth.

KID

You gonna marry this blonde tootsie?

TRACY

I don't know. Do you think I should?

(CONTINUED)

CONTINUED:

KID

Dames only get in the way. You know what Steve said dames are good for?

TRACY

I could probably guess.

The Kid walks curiously toward Tracy.

KID

Jeez, Tracy -- what are you soaping up your mouth like that for? Don't expect me to put that junk in my mouth.

TRACY

Tastes good. Peppermint.

KID

You think I'll fall for that?

Tracy sprinkles some toothpowder onto the Kid's palm. Reluctantly The Kid touches it with the tip of his tongue.

KID

You wash your mouth like that often?

TRACY

Keeps my teeth clean.

KID

For a tough guy, you do a lot of pansy things.

There is a sudden flash of lightning and a CRACK of thunder. Tracy glances at the window, then looks back to find The Kid has disappeared. Looking in the bedroom, he sees The Kid hiding under the bed. Tracy pretends he doesn't see him and brushes his teeth some more.

TRACY

The Yankees are in town next week. How would you like to meet Babe Ruth?

After a moment, The Kid appears in the doorway.

KID

No foolin'?

TRACY

Brush your teeth and I'll take you to meet Babe Ruth.

KID

I'll think it over.

(CONTINUED)

CONTINUED: (2)

There is a knock on the door, and Tracy goes to answer it. The Kid rubs toothpowder onto his teeth with his finger, then makes a sour face.

KID

Peppermint, my Aunt Fanny....

In the living room, Tracy opens the door and finds PHOEBE SKAFF, a middle-aged woman with granny glasses, grey hair in a bun, and dark severe clothes.

SKAFF

Mr. Tracy?

TRACY

Yes...

SKAFF

I'm Miss Skaff from the Welfare Department. It has come to my attention that you have an orphan living with you.

In the bathroom, The Kid strains to listen to the conversation.

TRACY'S VOICE

I have the situation under control.

SKAFF'S VOICE

I don't think you understand, Mr. Tracy. You can't just pick up a child off the streets and take him home like a stray dog.

A tough survivor, The Kid gets the look of a cornered animal. Slipping into the bedroom, he quickly begins to change into his old clothes. Back in the living room, Tracy is losing his patience.

SKAFF

This child must be processed through proper channels. Then we'll attempt to find a foster home for him.

TRACY

The Kid's got a home right now -- that's all that counts.

In his bedroom, The Kid is dressed. He stuffs his autographed baseball in his pocket, and quietly raises the bedroom window to the fire escape. He takes one last glance around the room, and is obviously going to miss it.

On the dresser, The Kid sees Tracy's wallet. His survival instinct takes over as he steals the money from the wallet and stuffs it in his pocket. Starting out the window, he is greeted by another CRACK of thunder. He ducks back for a moment, then steps out to the fire escape as the rain begins to fall.

(CONTINUED)

CONTINUED:

In the living room, Tracy opens the door for Miss Skaff.

SKAFF

Don't force me to get a court order,
Mr. Tracy. I don't enjoy being unpleasant,
but I can be tough if I have to.

TRACY

You're not getting the kid, lady. Understand?

Tracy closes the door in her face and heads for the bedroom. There, he finds the window open, the pajamas on the floor, his wallet empty, and The Kid gone.

TRACY

Damn....

CUT TO:

EXT. CITY STREETS - NIGHT

Tracy cruises the city streets in the rain. He drives slowly, looking for The Kid. The rain falls steadily on the empty, glistening streets.

EXT. RESTAURANT - NIGHT

In another part of town, The Kid stands beneath a sidewalk awning and looks through the front window of an Italian restaurant. The people inside all look happy. They eat, laugh and listen to the MUSIC of a CONCERTINA PLAYER. The Kid looks very small, vulnerable and lonely.

CUT TO:

EXT. HOOVERVILLE - NIGHT

Tracy has returned to Hooverville, where he first found The Kid. Rain pours off the brim of his hat as he searches the shadows and looks in an empty boxcar. No luck.

CUT TO:

EXT. ALLEY - NIGHT

At the back of an alley, The Kid sits inside a large, open-faced crate. Rain pours hard on the roof of the crate, and The Kid shivers from the cold. Soaked to the skin, he looks miserable and sad. An equally drenched alley cat sits next to him, meowing occasionally. They are partners in misery at the moment, and Kid talks to the cat.

(CONTINUED)

CONTINUED:

KID

The only guy that was ever nice to me...
the only real pal I ever had... and I
stole his money.

Reaching into his pocket, The Kid pulls out Tracy's money. He
stays sad for another moment, then his eyes look determined.

KID

But I ain't that kind of rat. I ain't
runnin' away this time. Come on.

Grabbing the cat, The Kid steps into the rain, and heads home.

CUT TO:

EXT. TRACY'S APARTMENT - NIGHT

The rain has ended as Tracy's car pulls up in front of his
apartment building. Tracy sits there in the car for a few long
moments, depressed and exhausted.

Climbing out of the car, he heads toward the steps of the building.
Suddenly, Itchy steps out of the shadows, holding a gun.

ITCHY

Where ya goin', Tracy?

Behind Tracy, The Kid suddenly steps around the corner, on his way
home. He stops dead in his tracks as he sees Flattop hammer Tracy
over the head with a blackjack, and the big detective goes down.
Flattop smiles -- it felt good.

The Kid is stunned as he sees the two thugs drag Tracy quickly to
their car and throw him inside. Dropping the cat, The Kid runs
toward the car as it starts to pull away. He splashes through
puddles and almost trips a couple of times before he reaches the
back of the car. Lunging, The Kid grabs the bumper and pulls
himself onto the car as it begins to pick up speed.

Curled up inside the spare tire on the back of the car, The Kid
holds on tightly as the car roars into the night. His eyes are
wild and frightened, but he grips the tire with all his strength

CUT TO:

EXT. FARMHOUSE - NIGHT

An old lonely farmhouse out in the country. Everything here is
rundown and deserted.

INT. FARMHOUSE BASEMENT (WAS: 161 INT. INDUSTRIAL BUILDING BASEMENT)

Flattop shoves Tracy down the last couple of steps, and he comes
face to face with a smiling Big Boy.

(CONTINUED)

CONTINUED:

BIG BOY

Glad you could come. Always a pleasure to see ya.

Tracy glances around at the messy basement.

TRACY

Nice office. Impressive.

BIG BOY

I've been thinkin' things over. You and me got off to a bad start. I thought maybe there was somethin' I could do to make friends with ya.

TRACY

You could try suicide.

BIG BOY

I know your reputation, Tracy -- you're tough and you're smart. That's why I don't want no trouble with ya. So, I ask myself: what can I do for this man? If a valuable man was on my payroll, I'd make it worth his while.

TRACY

No speaka English.

BIG BOY

Listen to me -- use your head. You'll never get another chance like this.

Taking a large wad of bills from his pocket, Big Boy starts peel off money and stacking it on a table beside Tracy.

BIG BOY

You tell me when to stop.

Through the window, we see The Kid watching, looking a bit disillusioned. The money adds up a large pile.

TRACY

Stop. That'll do.

Big Boy puts his roll of money away and smiles. Tracy picks up stack of money from the table and takes a long look at it.

TRACY

This is a lot of dough.

Big Boy smiles confidently, but Tracy suddenly slaps him vicious across the face with the money.

(CONTINUED)

CONTINUED: (2)

TRACY

But it's not enough -- and it never
could be.

Tracy throws the money right in Big Boy's face, and in the same motion slams an elbow into the pit of Flattop's stomach. He level Itchy with a whip-like left hook, but then is grabbed from behind by Big Boy and Flattop. Itchy scrambles across the room to get a thick rope, and the three men tie Tracy to the chair. Throughout all this, The Kid has beamed a smile until Tracy is finally subdued.

Flattop holds his gun at Tracy's temple. Big Boy's lip curls into an ugly sneer as he backhands Tracy across the mouth.

BIG BOY

You just signed your own death warrant,
Tracy. Nobody will ever find your body --
nobody will ever know what happened to you.

Quickly, Flattop and Itchy tie Tracy to a chair with a thick rope while Big Boy crosses to an old boiler furnace.

BIG BOY

Feel a little hot? Well, it's gonna get
hotter. This furnace has been heatin' up
all day.

Itchy shoves more coals into the furnace. Big Boy turns the heat gauge all the way to the top, then viciously smashes the safety valve with the barrel of his gun.

BIG BOY

No more safety valve. This thing will
never take the pressure. Ten minutes
from now this house will be toothpicks.

The boiler furnace begins to fire up as Big Boy and the others head for the stairs.

BIG BOY

So long, sucker.

Alone now, Tracy struggles with the rope.

16274 EXT. FARMHOUSE

(WAS: EXT./INT. INDUSTRIAL BUILDING)

Big Boy and the others get into their car and drive away. The Kid hides in the bushes until they are gone, then hurries back to the basement window. Looking in, he sees the furnace begin to shake just a bit from the pressure. With all his strength, The Kid jimmies the rusty window open, and slips through and drops to the basement floor.

105-167 INT. FARMHOUSE BASEMENT

The boiler furnace is rattling and shaking wildly now, as steam fills the room. A loud WHISTLE screams at an ear piercing pitch. Tracy struggles with the rope, and sweat covers his face from the intense heat of the boiler as The Kid rushes up to him.

TRACY

Kid -- get the hell out of here!

KID

Nothin' doin'! You ain't dyin' with me
owin' you money.

The Kid tries to untie the rope, but the knot is too tight.

KID

These knots! I can't get 'em loose.

TRACY

It's gonna blow -- get out while you can!

The Kid stops and steps away from Tracy and looks at the shaking furnace. There's fear in his eyes, but he's thinking fast. Reaching into his pocket, he pulls out the autographed baseball, then turns back to the basement window. He throws the baseball through the window, spraying the floor with glass.

Quickly, The Kid picks up a sharp sliver of glass, then returns to Tracy and begins to saw through the rope. The boiler is shaking wildly now, and the steam is thick and hot. Suddenly, the rope snaps, and Tracy quickly shrugs the rope away. He scoops up The Kid with one arm and dashes up the stairs two at a time.

Upstairs, Tracy dashes to the door, unlocks it, and takes half a step outside. That's when it happens: BOOM! A red flash of smoke and fire, a tremendous explosion.

Tracy is on the ground, twenty yards away from the burning shell of the old farmhouse. Stunned, his face is dark, and his eyebrows singed, his clothes torn. Slowly, he struggles to his feet and looks around.

TRACY

Kid....

The Kid lies stone still on the smoking grass a few yards away.

CUT TO:

INT. HOSPITAL CORRIDOR - DAY

Dick Tracy, Tess Trueheart and Chief Brandon walk up a corridor. They are met by a DOCTOR, who leads them towards the Children's Ward.

(CONTINUED)

CONTINUED:

TRACY

How is he, Doc?

DOCTOR

He's fine -- just a mild concussion. He'll have to stay with us a couple of days for observation.

BRANDON

I told you he was tough.

TESS

He shouldn't have to be tough -- he's a kid, for Pete's sake.

INT. KID'S ROOM

The Doctor leads Tracy, Tess, and Brandon in the Kid's room, where a BIG NURSE stands over the bed with a hypodermic needle in her hand. The Kid's head is wrapped in a bandage like a turban, and he stands on the bed, backed up into a corner.

KID

Get away from me with dat thing -- I'm warnin' ya.

BIG NURSE

I'm a nurse -- I'm not going to hurt you.

KID

(seeing Tracy)

Plug her, Tracy! Put one between her eyes!

The Big Nurse turns toward the Doctor as he approaches the bed.

DOCTOR

The young man has visitors. We can do that later.

Tracy sits down on the edge of the bed, and The Kid sits beside him, keeping a wary eye on the Nurse as she disassembles the needle

TRACY

How ya feelin', champ?

KID

These nurses are moider, Tracy. They're always pokin' ya, and stickin' ya, and shovin' stuff down your throat.

TRACY

(a glance at Brandon)

Police Chiefs are a lot like that too.

(CONTINUED)

CONTINUED:

BRANDON

I'll disregard that remark, because I've got some official business to take care of here.

Brandon unrolls a paper scroll and reads it.

BRANDON

For heroic action in the face of grave danger, The Kid -- whose name will be filled later -- is awarded this Certificate of Valor, and is officially appointed to the permanent position of Honorary Detective.

The Kid is really very touched by the honor, especially when Tess pins a badge onto his hospital gown.

TESS

The best looking officer on the force.

TRACY

Congratulations, pal.

The Kid is a bit choked up and speechless.

BRANDON

We still don't have a name to put on the certificate here.

KID

A name? It's Dick Tracy, Junior, see. That's what it is from now on.

Tracy breaks into a big smile, and offers a handshake to The Kid.

TRACY

Put 'er there... Junior.

CUT TO:

EXT. TRACY'S APARTMENT - NIGHT

169 A We see the lights in Tracy's apartment go out, and a few moments later, Tracy leaves the building. As he heads for his car, a dark figure watches him from a doorway across the street.

Tracy's car turns a corner and disappears, and the dark figure steps out of the shadows. It is The Blank -- faceless, wearing the trenchcoat and large brim hat. He hurries across the street and into Tracy's building.

169 B

INT. TRACY'S BUILDING

At Tracy's door, The Blank deftly picks the lock with professional burglar tools, then opens the door and enters with a flashlight.

169 C

INT. TRACY'S APARTMENT

The apartment is dark except for The Blank's flashlight and dim light of the streetlamp that shines through the window. The beam of light searches the room, finding a sofa on it's last legs, a baseball bat and glove, a small bookcase, and other cheap furniture. Nothing elegant here.

Wearing black gloves, The Blank examines Tracy's small desk. He finds a pipe, a list of phone numbers, and photos of Tracy in uniform as a rookie cop. Opening a bank book, The Blank checks Tracy's savings -- a grand total of \$28.16. The Blank shakes his head and chuckles.

In a drawer, The Blank finds several of Tracy's cancelled checks. He selects one made out to "Harrison's Hardware" and slips it into his pocket. The Blank finds an old grocery list which he also stuffs into his pocket -- but as he does, he doesn't see the shadow on the wall behind him.

Suddenly a blur of movement -- The Blank is attacked from behind. Whirling, he accidentally knocks an ashtray to the floor, smashing it. The attacker is on his shoulders -- the alley cat that Junior brought home, purrs like a kitten.

Collecting his nerve together, The Blank pushes the cat to the floor. He looks down at the broken ashtray.

THE BLANK

(in a raspy whisper)

You cantake the blame for that.

Abruptly, The Blank turns and leaves the apartment.

CUT TO:

170

INT. CITY HALL - DAY

Tracy and District Attorney Fletcher walk briskly down a marble corridor of City Hall. Tracy is hot under the collar; Fletcher is coldly detached.

TRACY

Are you telling me that if I pull Caprice in, you won't prosecute?

(CONTINUED)

CONTINUED:

FLETCHER

That's exactly what I'm telling you.

TRACY

I've got him cold on kidnapping, attempted murder, assault, and half a dozen other things.

FLETCHER

Seventy-five people say Caprice spent the entire evening at a banquet.

TRACY

Then, I'm a liar.

FLETCHER

Of course, you're not a liar. But you'd look like a liar in court. The word of you and that little gutter rat against witness after witness. I won't waste my time and the city's money. It's that simple.

Tracy stops the D.A. with one hand and glares at him.

TRACY

Tell me something. Are you just gutless --
or are you on the take?

Fletcher pushes Tracy's hand away.

FLETCHER

I could have your badge for that, Tracy.

TRACY

I wanna hear you deny it. The Kid was almost killed. I was almost killed. You're tying my hands, and giving Caprice a license to kill me.

FLETCHER

There are thirty-one detectives on the police force. Why is it you're the only one who causes problems? Either play ball or get off the force. I'll run you off if I have to.

Fletcher heads for a courtroom door.

TRACY

Fletcher.

Fletcher stops and looks back at Tracy. Tracy has him right in his sights.

(CONTINUED)

CONTINUED: (2)

TRACY

The footsteps you hear behind you will be mine. When you make your mistake, I'll be there.

There is slight flicker of worry in Fletcher's eyes as he goes into court.

CUT TO:

EXT. CEMETERY - NIGHT

A deserted cemetery. The crossed headlights of two cars approach from opposite directions and pull up to each other. Car doors open and close. We see the silhouettes of Big Boy and Fletcher approach each other. Wearing a tuxedo, Big Boy is dressed for a night on the town.

BIG BOY

What's this all about?

FLETCHER

I want out, Big Boy. I'm not doing your dirty work anymore.

BIG BOY

What's the matter -- I'm not paying you enough money?

FLETCHER

It's Tracy. He's on to me.

BIG BOY

This guy Tracy's gettin' more annoyin' all the time.

FLETCHER

I killed his case against you. But that's the last thing I'm going to do.

Big Boy jabs a hard forefinger into Fletcher's chest.

BIG BOY

I own you, shyster. You are mine. You do what I tell you to do. You don't even question it.

FLETCHER

Please, Big Boy, you got to let me out.

BIG BOY

When you're dead, that's when you're out. It could be soon, or it could be a long time. That's up to you. Understand?

(CONTINUED)

CONTINUED:

Fletcher starts to protest again, but Big Boy's hard glare keeps him silent. Big Boy nods, smiles, and gives a couple of gentle slaps to Fletcher's face.

BIG BOY

Understand.

Turning away, Big Boy returns to his limousine and gets into the back seat.

INT. LIMOUSINE

Breathless Mahoney has her head back against the seat with her eyes closed.

BREATHLESS

Trouble in paradise?

BIG BOY

Imagine that guy tryin' to get out of this. I've got big plans for Mr. Fletcher -- he's gonna be the next mayor of this town whether he likes it or not.

(to Flattop)

Step on it, Flattop. The main event starts in twenty minutes.

Flattop guns the big car out of the cemetery, leaving a worried Fletcher behind.

CUT TO:

EXT. CLUB LAVENDER - DAY

Everything is peaceful and quiet outside the Club Lavender the next morning. A few party streamers and hats speckle the sidewalk from the night before.

A car pulls to the curb, and three men get out: Flattop, Itchy and Mumbles. Each man carries a couple of black satchels into the Club Lavender.

INT. CONFERENCE ROOM

Wearing a silk bathrobe, Big Boy sips coffee and nurses a mild hangover as the three men enter the conference room. Opening one of the satchels, Flattop dumps bundles of money onto the long table. Just what the doctor ordered -- Big Boy's hangover is gone.

INT. ATTIC

208 New 2

Wearing the headset, Bug looks through one of the drilled spy hole: in the floor and watches Numbers count the money. He slips on his wrist-radio.

BUG

Tracy, this is Bug. Looks like Saturday is collection day. Six satchels of money just arrived.

EXT. STREET

209 New 1

Dick Tracy sits in his car, parked on a nearby street. He makes a note of the information Bug has just passed along.

DISSOLVE TO:

INT. TRACY'S APARTMENT - NIGHT

210 -

211 -

Alone in his apartment, Tracy studies the mug shots and criminal records of the gangland chieftains who attended Big Boy's meeting. It's a hot, sticky night -- the windows are open, the door is open, and Tracy's collar is unbuttoned as he sits in the cool air of a fan.

Junior's cat sits drowsily on the window ledge. Something catches the cat's attention -- he looks at the door, then bounces out to the fire escape. A moment later, a shadow falls across Tracy's desk. Concentrating on the criminal records, he doesn't look up.

TRACY

How was the ice cream? Bring me any?

No answer. Glancing up, Tracy sees the provocative Breathless Mahoney, smiling with amusement.

BREATHLESS

I'll run out and get some. What flavor?

TRACY

I was expecting someone else.

BREATHLESS

You could've done worse -- you got me.

Tracy leans back in his chair and gives Breathless a good look. As always, she looks spectacular. Casually, she tosses Tracy a sealed envelope.

BREATHLESS

A list of some of Big Boy's westside speakeasies. I thought you might be interested.

(CONTINUED)

CONTINUED:

TRACY

I am. What do you want in return?

Breathless smiles coyly and moves around the room. As she talks, she examines the apartment, touching a lamp shade, the arm of a chair, an old beat up radio.

BREATHLESS

A man with your brains and determination, living in a place like this. It's hardly fair.

TRACY

It's only temporary. I expect to win the Irish Sweepstakes this year.

Breathless laughs with that warm, throaty sound again.

BREATHLESS

That's what I like about you, Tracy -- you're never surprised, never behind the game. You're so much like me.

Slowly, seductively, Breathless crosses the room toward Tracy.

BREATHLESS

That's the attraction -- the magnetism. We're exactly alike. I know you feel it too, but you do nothing about it. Why?

TRACY

Because the things that draw me to you also drive me away.

Breathless delivers an incredible kiss of fire. Even Tracy can't resist this one -- his arms go around her as an animal passion surges through his body. They hold the kiss together for several long moments; then, just as suddenly, Tracy breaks the kiss, holding Breathless out at arms length. She blinks -- for once in her life, Breathless has met her match.

BREATHLESS

Think about that for a while.

TRACY

I'm sure I will. But it won't change a thing.

BREATHLESS

We'll see.

Tracy wipes the lipstick off his mouth. He doesn't look really confident that he can stop, but it's a good thing he did.

(CONTINUED)

CONTINUED: (2)

Tess and Junior suddenly appear in the doorway, eating ice cream cones. Tess looks surprised to see Breathless. Breathless looks extremely pleased that Tess has arrived at just this moment. They exchange competitive glances, sizing each other up. Junior's eyes bugout a bit.

JUNIOR

Now, that's a dame, Tracy.

TESS

Pipe down, you little traitor.

BREATHLESS

What a cute little boy.

For once, Junior is speechless. Breathless looks Tess over again.

BREATHLESS

I expected more from the competition though.

TRACY

Ah, Tess, this is --

TESS

I know who she is. Caprice's girl,
Madame de Cyanide.

BREATHLESS

Wipe your chin, dear. There's a little
envy dribbling down it.

TESS

It would be fun to continue this, but you
must be in an awful hurry -- there are so
many streets left to walk tonight.

As Breathless walks to the door, she pats Junior on the head.

BREATHLESS

We'll continue our discussion another
time, Tracy.

The two women trade one last glare, then Breathless drifts out of the room. Junior gawks around the corner at Breathless, but Tess jerks him back into the room. Tracy's smile is a little bit helpless.

TRACY

She had some more information on Caprice
for me. Very important stuff.

TESS

I bet she does marvelous undercover work.

(CONTINUED)

CONTINUED: (3)

TRACY

It's all part of being a cop, Tess.

Tess sticks a dripping ice cream cone in Tracy's hand.

TESS

Cool down with this, flatfoot.

At the window, Junior gawks down at Breathless as she swings into her car.

JUNIOR

(to himself)

I've got a lot to look forward to....

CUT TO:

200 INT. TRACY'S OFFICE - NIGHT

WAs - 210

A tense mood fills Tracy's office. Sam, Pat, Bug and a dozen other DETECTIVES, wear dark clothes like commando raiders. On the wall, Tracy has taped a pyramid of mug shots of all the top gangsters in town, with Big Boy on top, Pruneface and Ribs Mocca below that, and other layers of mobsters in their order of priority.

TRACY

We've been collecting information for weeks now. We've learned that this is the structure of the new syndicate. We've gotta cut it to pieces before it gets established. We're ready to strike where it really hurts Caprice the most. We're gonna hit the mob again and again. Let's get out there and run some rats into the river.

There is a sense of anticipation and spirit as Tracy leads the squad out of the room.

CUT TO:

211 206 MONTAGE SEQUENCE

WAs 211-226

BIX BEIDERBECKE JAZZ plays with energy.

A swirl of imagery: Police cars race into the night -- the red fire of machine guns flashes in the street -- nasty looking men in dark hats fall to the pavement -- a Ford coupe races through the night, pursued by Tracy. The Ford goes out of control and smashes into a brick wall.

(CONTINUED)

CONTINUED:

Tracy, Pat, Sam and Bug hit Johnny Ramm's blind pig with the help of a dozen uniformed COPS. They break through two doors, corralling all the customers and shooting it out with Ramm's goons. Tracy dukes it out with Ramm himself, knocking him over a blackjack table sending chips and cards flying in all directions.

Ribs Mocca's speakeasy is the next to go. Tracy's squad hits the place like wild commandos, smashing kegs with axes, shattering glasses with machine gun fire. Ribs elects to shoot it out with Tracy. Ribs loses the election.

A cheap hotel. Tracy and his gang herd a line of PROSTITUTES into a paddy wagon. Texie Garcia comes out fighting -- she kicks a cop in the knee, slaps Pat across the face, and gouges Sam's eyes before she is finally dragged into the wagon. Amused, Tracy tips his hat to her. Texie lunges for Tracy, and the battle starts all over again.

A final swirl of imagery: axes smashing slot machines and beer kegs, shelves of whiskey torn from the walls, gun fights on dark streets, people being herded into paddy wagons. Tracy has hit the underworld hard and fast.

END MONTAGE SEQUENCE.

CUT TO:

227 INT. CLUB LAVENDER ATTIC - DAY

Was: 227

Bug Bailey eats a sandwich and sips coffee as he monitors the headset in the attic.

228 INT. CONFERENCE ROOM

228

Big Boy is being fitted for a new tuxedo as Pruneface enters. He has a face of angry stone.

BIG BOY

What's the matter?

PRUNEFACE

Tracy just hit Joey DeSanto.

Big Boy jerks away from the startled TAILOR, who quickly scurries out of the room.

BIG BOY

Tracy this, Tracy that! Everywhere I turn, it's Tracy, Tracy, Tracy! It's like he's readin' my mind.

229 INT. ATTIC

229

Bug Bailey winces as Big Boy erupts with anger. Taking off the headset, Bug sets it down and reaches behind him for some paper and a pencil -- but in the process, he tips over the coffee cup and it spills on the floor. He doesn't notice the spill. Bug prepares to scribble notes as he puts the headset on again.

230-232 INT. CONFERENCE ROOM

230-233

7

Big Boy is a seething volcano.

PRUNEFACE

Texie Garcia's gone -- Ribs Mocca and Johnny Ramm. Now DeSanto. Tracy's gettin' us all.

Pruneface jabs a forefinger into Big Boy's chest.

PRUNEFACE

You was gonna take care of him, remember? 'Leave him to me', you said.

BIG BOY

How are they doing this? We got a rat in the organization -- a canary. Somebody's gotta be tipping Tracy off.

PRUNEFACE

I ain't waiting for him to come after me. I'm gonna find a way to take care of him for good.

BIG BOY

It ain't that easy -- he's a nine lives wonder. We've got to set him a trap he can't get out of...

Something suddenly catches Big Boy's eye. He sees a small drop of liquid fall onto the conference table. Glancing suspiciously at the ceiling, he sees a liquid stain. A couple more drops fall, and Big Boy touches them with his finger. He tastes it and looks puzzled.

BIG BOY

Coffee?

Big Boy climbs up onto the table and looks in the light fixture. Seeing the microphone, he reaches for his gun.

CUT TO:

234

EXT. DINER - NIGHT

234

1

A greasy spoon diner called "MIKE'S". Through the front window we see Dick Tracy at the counter, finishing a meal.

235

INT. DINER

235

7

Tracy pushes an empty chili bowl toward MIKE behind the counter.

MIKE

Anything else, Dick?

TRACY

Bromo.

Tracy presses his hand against his chest as Mike shakes up a bromo.

TRACY

What do you put in that chili, Mike -- melted rubber?

MIKE

You don't like my food? Get married.

TRACY

I've been eating here five years. That's about eighteen hundred meals and eighteen hundred cases of heartburn. I'd like to thank you, Mike.

MIKE

Sure, but you get that at no extra charge.

TRACY

Yeah, but I've got no stomach left.

Just then, the small, frightened voice of Bug Bailey can be heard.

BUG'S VOICE

Calling, Dick Tracy! Come in, Tracy! Emergency!

Tracy speaks into his wrist-radio.

TRACY

What's wrong, Bug?

BUG'S VOICE

They found me out -- I'm on the run! Trapped in the boathouse at Cullen Park!

TRACY

Hold on -- on my way.

(CONTINUED)

CONTINUED:

BUG'S VOICE

They're closing in!

Tracy bolts for the door.

Was: 236 Int. Big Boy's Limo.

INT. BIG BOY'S CONFERENCE ROOM

COMPARABLE SCENE. 3

CLOSE ON Bug Bailey as he lowers the wrist-radio and looks scared and resigned. Big Boy holds a gun to Bug's temple, and Pruneface Breathless and the others look on.

BIG BOY

That was very good. Now, give me the radio.

With a vicious swing, Bug crashes the wrist-radio against the wall, smashing it to pieces. Big Boy snarls to Pruneface.

BIG BOY

You wanted Tracy? Here's your chance.

Striking a match, Pruneface smiles with grim anticipation.

PRUNEFACE

It'll be a pleasure.

237 INT. TRACY'S CAR

237

Tracy races through the streets with his siren wailing. He raises his wrist-radio and speaks into it urgently.

TRACY

Dick Tracy calling Pat Patton.

PAT'S VOICE

Patton.

TRACY

Bug's in trouble. Meet me at Cullen Park.

PAT'S VOICE

Right.

Tracy's car speeds into the night.

237 A EXT. POLICE HEADQUARTERS - NIGHT

New

Pat and Sam race out of the station, and get into their patrol car. Flipping on the siren, Pat floors the gas and they are off.

237 B EXT. INTERSECTION

NEW

H

A block away from the station, the patrol car races toward an intersection. Suddenly, a WOMAN steps into the street, pushing a baby buggy. Pat slams on the brakes, and the car skids sideways toward the intersection, where it rocks onto two wheels and stops just a few yards short of the buggy. Sam sticks his head out the window.

SAM

Are you crazy, lady? Didn't you hear the siren?

The woman dives to the ground as the BABY sits up in the buggy -- he is a midget with a cigar in his mouth and a tommy gun in his hands. Pat jerks Sam to the floor just as the midget opens fire.

The midget riddles the car with bullets. Headlights explode, windows are smashed, the grill is torn to shreds, and steam mushrooms into the air. All four tires are flattened, a bumper is sheared off, and still the blasting goes on.

There's almost nothing left of the patrol car as a dark sedan wheels into the intersection to pick up the woman and the midget. The sedan speeds away, and Pat and Sam climb out of the rubble, unhurt but very shaken.

238-245 OMIT

CUT TO:

246

INT. TRACY'S CAR

246

1

Siren off, Tracy cuts the motor and silently glides into Cullen Park, stopping just under a low-hanging weeping willow.

247

EXT. BOATHOUSE

247

1

Approaching the boathouse carefully, Tracy takes out his pistol. The front door is ajar. Tracy pushes it, and it creaks open. He enters cautiously.

248-251

INT. BOATHOUSE

248-252

2

The boathouse is dark, lit only by moonlight and park lights that shine through the windows. Tensely, Tracy listens for sounds, then moves very carefully past stacked up rowboats and canoes.

Traced against a window at the far end of the boathouse, Tracy sees the silhouette of a man. Gripping his pistol, he moves silently toward that silhouette, closing in on it while keeping alert for movement.

(CONTINUED)

CONTINUED:

In the light from the window, we see that the man is Bug Bailey hanging on a meathook. His eyes are open, but dead. Tracy is deflated -- he feels it all the way to the pit of his stomach.

A sudden flash of movement -- the dark outline of Pruneface slashes Tracy wrist with a metal rod. Coiling in pain, Tracy drops his gun to the floor and Pruneface kicks it away.

Bracing for an attack, Tracy is stunned when Pruneface throws a bucket of clear liquid on him. Tracy's clothes are soaked, and the sharp odor is unmistakable.

TRACY

Gasoline....

SNAP... Pruneface ignites a match with his thumbnail. The faces of the two men glow in the light, and Pruneface is smiling.

PRUNEFACE

Just one spark -- that's all it takes.
You'll light up like a Christmas tree.

Pruneface playfully tosses the match at Tracy. Tracy avoids it. Pruneface ignites the torch he holds in his left hand. It explodes into flames, causing the eerie shadows to dance on the walls. Bug Bailey's body hangs like an evil spectre in the background.

PRUNEFACE

Ever see gasoline burn, flatfoot? A real pretty color.

Pruneface starts at Tracy with the torch. Tracy backs away. Pruneface teases Tracy with it, swinging playfully in wide arcs. Tracy tries to get past him toward a rack of boats, but Pruneface blocks him with the torch.

SWOOSH -- Pruneface swings at Tracy. Tracy jumps back, pulling in his midsection, narrowly avoiding the flame. It's a sword fight with a torch.

Tracy ducks past some stacked up canoes and disappears for a moment. Pruneface uses the torch to light part of the room.

PRUNEFACE

You can run, but you can't hide. We got all night, copper.

Tracy crouches behind a rack of rowboats. Pruneface stalks him confidently, relishing the hunt. Tracy times Pruneface's approach, then pushes the top boat off the rack. Pruneface looks up to see the boat falling toward him, and he jumps out of the way just in time to avoid being hit. Pruneface chuckles appreciatively.

(CONTINUED)

No BLANK.
SCENE CHANGED,
EXPANDED

CONTINUED: (2)

4

PRUNEFACE

They always told me you had tricks. Show me some more tricks, Tracy.

From out of the darkness, Tracy charges Pruneface, holding an oar like a lance, and ramming it into the soft pit of Pruneface's stomach. Doubled over, Pruneface catches a knee to the jaw and flies backward to the floor. He still has the torch as Tracy dives onto him.

Tracy grips Pruneface's wrists; and locked arm-in-arm, the two men struggle. The torch moves closer and closer to Tracy's gasoline streaked face. Finally, Tracy's strenght is too much -- he slams Pruneface's hand hard against the floor and sends the torch skidding across the room. The torch lands in a pool of gasoline that explodes into a fireball that reaches the ceiling.

Tracy and Pruneface fight hand-to-hand, exchanging blows. Rights, lefts and uppercuts fly. Each man takes his toll. A solid left sends Tracy to the floor dangerously close to the roaring fire. The walls are beginning to burn and drapes catch on fire. Pruneface jumps on Tracy and they wrestle on the floor. Pruneface forces Tracy's head close to the fire. Tracy is pinned, but he musters all his strength and flips Pruneface over him and into the roaring fire.

Pruneface screams as his clothes catch on fire. Tracy takes a step to help, but there's nothing he can do. He'll explode if he goes near the fire.

EXT. BOATHOUSE

New

2

Like a human torch, Pruneface runs out of the burning building. He is a fireball racing across the grass, struggling to reach the lake. Flattop and Itchy jump out of a parked car and try to help. Pruneface has fallen just a few yards from the water -- he dies. Itchy smothers the fire with his coat, but it's too late. With vengeance, Itchy and Flattop move back toward the burning boathouse.

INT. BOATHOUSE

New

1

Inside, the boathouse has turned into an inferno. The ceiling is beginning to cave in. Tracy slings Bug Bailey's body over his shoulder and makes a dash for it as the rafters fall around him.

EXT. BOATHOUSE

New

1

Tracy stumbles outside to the cool air and falls to his knees, coughing. Itchy waits, holding his gun on Tracy. Tracy seems resigned to it.

(CONTINUED)

CONTINUED:

ITCHY

Burned to a crisp. You're gonna die for that, copper.

Itchy aims his gun right between Tracy's eyes and begins to squeeze the trigger. CRACK -- a sudden gunshot -- Itchy falls backward, dead.

Tracy and Flattop both whirl toward the direction of the shot -- from their POV, CAMERA ZOOMS to the man in the dark cape and hat -- the man with no face -- The Blank. Another shot whistles past Flattop's ear, and he turns and runs away.

Stunned, Tracy watches The Blank as he steps into the black sedan and drives off into the night. The man with no face is something even Dick Tracy can't quite explain...

CUT TO:

252 INT. BARBER SHOP - DAY

253
An exclusive barber shop in mid-town. There are six chairs, but the only customer is Big Boy -- his bodyguards have seen to that. At a mirror, Breathless adjusts her make-up, while Numbers looks blankly at Flattop.

Big Boy is being treated like a king: a shave and haircut, manicure, and shoe shine. He glares at Flattop, and his voice is quiet but dangerous.

BIG BOY

You're telling me that Itchy was shot by a guy with no face.

FLATTOP

Yeah. Nothin' -- no eyes, nothin'.

BIG BOY

A guy with no face at all.

FLATTOP

It's true. Why would I lie?

Big Boy rises menacingly, ripping the apron away. The BARBER jumps back, the MANICURIST spills her tray, and the SHOE SHINE MAN scurries away.

BIG BOY

Why? I'll tell you why. Because Tracy beat you -- you, Itchy, Pruneface -- he beat you all. So now you make up this crazy story.

(CONTINUED)

CONTINUED:

FLATTOP

It's true, boss. Honest.

Big Boy looks disgusted. He glances at Breathless.

BIG BOY

You ever hear of a guy with no face?

BREATHLESS

Sure. And I've heard of the Easter Bunny too.

Big Boy wipes the shaving cream off his face with a towel. He glares at Flattop again.

BIG BOY

A man with no face.

NUMBERS

Maybe it was one of Tracy's men. He covered his face with something -- maybe Tracy's trying some vigilante action.

BREATHLESS

Looks like you've got your hands full.

BIG BOY

It's worse than you think. Give her the numbers, Numbers.

NUMBERS

Speakeasies down fifty-two percent. Gambling down sixty-one percent. We're short on bribe money...

BIG BOY

All right! All right, that's enough!

Big Boy sneers as he looks menacingly at each of them.

BIG BOY

A flatfoot cop -- a no-face blank -- they're in my hair, and I want them gone! I want them dead! Can't anybody do the job? You all forgot how to kill people? I want them smashed!

Grabbing a bottle of hair tonic, he flings it at one of the huge mirrors behind the row of barber chairs. The mirror smashes into a thousand pieces.] New

CUT TO:

254

EXT. CULLEN PARK - DAY

254

Dick Tracy has the eyes of a hawk -- calmly, pensively, he surveys the boathouse area at Cullen Park.

The boathouse is a charred ruin. The roped off area is swarmed by detectives and lab technicians, searching for clues. A POLICE ARTIST sits on a bench, sketching. Pat approaches Tracy.

PAT

There are at least forty sets of footprints in the area. Most of them are only partials.

TRACY

Get what you can.

PAT

Dozens of tire tracks. The boys are still combing the bushes for shells.

TRACY

Have any witnesses come forth?

PAT

Sam found a pair of lovers who were smooching on the other side of the lake. They saw the fire and heard the gunshots, but they didn't see this... guy you were talking about.

TRACY

You sound like you think I dreamed it up.

PAT

If Tracy says there was a faceless man, I'll bet the mortgage there was. But what was he doin' here?

TRACY

There's a lot of questions. Did he follow me, or them? Why'd he save my life -- to do me a favor? Not likely.

The Police Artist approaches Tracy with a peculiar look. He shows Tracy a rough sketch of The Blank.

ARTIST

Is this what you mean...?

TRACY

Yeah, that's it exactly.

(CONTINUED)

CONTINUED:

PAT

If this don't beat all, I don't know what does...

TRACY

There's a new element in the game, and I don't know whose side he's on. But I'm sure we're gonna see him again.

CUT TO:

INT. CLUB LAVENDER - DAY

CLOSE ON the piano. Someone is playing something bluesy. We see a newspaper on the piano, showing a photo of Tracy and Tess together, arriving at a charity ball. The caption reads: "WEDDING BELLS FOR DICK TRACY? TOP COP AND GIRLFRIEND ATTEND THE BALL FOR UNDER-PRIVILEGED KIDS". CAMERA PULLS BACK to find Breathless at the piano, playing casually.

The Club is nearly empty, a few hours before opening. JANITORS straighten tables, an occasional MUSICIAN wanders by. Breathless finishes her drink and is a little tipsy as she moves to the bar, where the BARTENDER mixes her another drink.

BREATHLESS

Ever been in love, Charlie?

BARTENDER

Once or twice. I don't tell my wife about the second time.

BREATHLESS

It stinks.

BARTENDER

No argument there.

BREATHLESS

People always fall for the wrong people. You noticed?

BARTENDER

It's nature's way of keeping the population down.

Breathless smiles ironically, takes her drink, and toasts the Bartender.

BREATHLESS

Here's to love.

CUT TO:

256

EXT. WATERFRONT - NIGHT

256

An empty dock at the harbor. Dick Tracy leans against a post and watches the millions of lights and the skyline. The white Packard of Breathless Mahoney pulls into the area and parks. Tracy watches Breathless get out of the car and walk toward him.

She looks slightly different this time -- her beauty is the same, but the attitude of her eyes is less confident, more vulnerable. A little drunk and a little blue, she reaches the big cop and looks up into his eyes.

They're like two people isolated and alike in the world. Their voices in the night have a quiet, lonely quality.

BREATHLESS

You came alone. You must trust me. It could have been a set-up.

TRACY

You let Big Boy use you for a lot of things -- but not for that.

BREATHLESS

I don't like you, Tracy -- because I like you, Tracy. I never had that problem before.

TRACY

It's a new experience for me, too. I've never been confused in my life.

Breathless smiles ironically.

BREATHLESS

There's a lot to be said for that kind of confusion. Do you always have to stay under control? Just once, wouldn't you like to let go?

TRACY

As much as you would. But you know I won't -- you came to hear me say it. You need to end this as much as I do.

BREATHLESS

The pillar of morality. You are invincible it seems.

TRACY

You overrate my righteousness. My hands are dirty like everybody else.

BREATHLESS

Then why won't you let down with me?

(CONTINUED)

CONTINUED:

TRACY

I'm a cop -- I defend the people in this world worth defending. I believe in them a lot more than I believe in you -- or even myself.

BREATHLESS

You're just a bad boy at heart.

TRACY

I'm what everybody is at heart -- but I'm the boss over it too.

Tracy looks at her with an iron finality in his eyes.

TRACY

This is the last time we're going to meet. If you come around again, I'll find a reason to put you in jail.

Turning, Tracy walks into the night. Breathless looks hurt, and she blinks as she hears Tracy's car door slam. It is as final a sound as she has ever heard.

CUT TO:

251 EXT. STREET - DAY

257

Big Boy's limousine cruises down a mid-town street.

252 INT. LIMOUSINE

258

Big Boy sits between Numbers and 88 Keys in the back of the limousine.

BIG BOY

What's your deal, piano man?

88 KEYS

We take away all your problems. For ten percent of your gross, we guarantee to get rid of Tracy once and for all.

BIG BOY

We tried that. It didn't work.

88 KEYS

You used force. Tracy's just as good as you are at force. We use finesse. If we don't deliver, you pay us nothing.

(CONTINUED)

CONTINUED:

TESS

This lady does. I can play baseball too.

JUNIOR

Prove it.

Bending down, Tess picks up a stone. She looks around for a suitable target, then points at a garbage can thirty yards away.

TESS

See that garbage can?

She goes into a slow, elaborate double-pump wind-up, kicks one leg high, and her arm comes around like whiplash. The stone streaks through the air and BANGS off the garbage can. Junior's eyes almost pop out of his head.

TESS

Now do you want to see my curve ball?

JUNIOR

Lady, you're the strangest dame I ever saw.

They walk again. Hesitantly, Junior suddenly slips his hand into Tess's. Surprised, she looks down at him and smiles.

Just as they approach the apartment building, there's a sudden flash of movement. Two dark figures leap from the shadows -- 88 Keys and The Blank. 88 grabs Tess while The Blank covers her face with a chloroformed cloth. Her body becomes limp as she collapses into 88's arms. It has all happened quickly, in the blink of an eye.

Junior attacks with a fury. He throws his small body into 88 Keys, punching, kicking, biting like a wildcat. Dropping Tess to the sidewalk, 88 holds his knee in pain, and Junior attacks again.

88 KEYS

Easy, little man. Easy. Ow! Damn! Easy!

88 grabs Junior while The Blank drags Tess toward the open door of a parked car. Junior is swinging furiously from all angles: fist, feet, elbows, knees, a bundle of perpetual motion.

The Blank has Tess in the car, and 88 Keys pushes Junior down the basement steps of the building. Jumping into the car, 88 floors the gas and shoots off up the street.

Battered and bruised, Junior stumbles up the steps and watches the car disappear. He runs up the street to the police telephone box, opens it, and shouts into the phone.

JUNIOR

Help! Kidnapping! Get Tracy fast!

CUT TO:

273
INT. DETECTIVE SQUAD ROOM - NIGHT

273

A room of extreme high energy and activity. Every detective on the force is grilling various STREET PEOPLE, waving sketches of The Blank and Tess in their faces, and pumping incessant questions: "What do you know about this guy? Who's got Tracy's girl? What are the rumors on the street?"

The tension in the room is strong. Telephones ring constantly. UNIFORMED COPS enter and leave. Detectives block off areas of the city on a map. And in the center of it all, Dick Tracy is a besieged general, barking orders, receiving information.

TRACY

Casey, I want the Southside swarmed with uniforms. Tell the beat cops to pull the stool pigeons out of their nests. Why aren't we getting anything from the Northside?

BRANDON

The boys are bringing a wagon load in now.

Into this mess enters Pat Patton, looking frustrated.

TRACY

Any luck, Pat?

PAT

Not a word. The canaries are afraid to sing -- but I don't think anyone knows where she is. You mention The Blank, and everyone goes cold.

SAM

Tracy, over here.

Tracy whirls toward Sam and Junior, who are interrogating a small time pickpocket.

JUNIOR

He says he knows who The Blank is.

TRACY

Spill it.

PICKPOCKET

It's Louie the Actor from Cleveland. The boys in Kelly's Pool Hall said he hit town a few weeks ago. You know Louie and his costumes.

TRACY

The Actor's in Joliet. He's been there for a year and a half. Get him out of here, Pat.

(CONTINUED)

CONTINUED:

Pat leads the pickpocket toward the door. Three cops rush in, leading a SLIM BLONDE.

FIRST COP

We found Tess! She was at an all night movie!

Tracy takes one look and just turns away. Brandon waves the cops out of the room with the wrong girl. Turning to Sam, Tracy finds WHEEZER FISK, another stoolie.

TRACY

You owe me, Wheezer. Who is this Blank?

WHEEZER

Rumors, Tracy. That's all I hear.

TRACY

What rumors?

WHEEZER

He's a rogue cop -- he's got a personal grudge against the mob.

TRACY

Who is it?

WHEEZER

The truth? They say it's you.

JUNIOR

Tracy was there when The Blank shot Itchy. How can he be two guys at once, ya dumb sap.

PAT

Tracy -- telephone. It's Mumbles Malloy. Says it's important -- private.

Tracy grabs the phone from Pat just as more cops usher a wagon load of STOOLIES into the room.

TRACY

This is Tracy.

274
EXT. PHONE BOOTH

274

2

Mumbles Malloy in a phone booth down by the river. He keeps a careful watch all around him in the shadows in the street.

MUMBLES

One eighty-five River Street. Ten minutes. Be there and I'll tell you where she is. Bring the confession. A trade.

Mumbles hangs up the phone, steps out of the booth, and hides in the shadows.

275

INT. TRACY'S OFFICE

275

Tracy pulls out the bottom drawer of his desk, rifles through it, grabs a recording and dashes for the door.

PAT

Where you goin'?

No answer. Tracy is gone.

CUT TO:

276

EXT. RIVER STREET - NIGHT

276

With the lights out, Tracy creeps his car up to 185 River Street. We recognize the building instantly -- it is the same abandoned tool and dye shop where 88 Keys met The Blank. Getting out of the car, Tracy moves curiously up to the front door. Turning the knob, Tracy finds that the door is unlocked. Sensing a trap, he takes out his Colt 1911 as he enters.

277

INT. TOOL AND DYE SHOP

277

Tracy enters a small glass walled office and closes the door behind him. The office is dark, and so is the plant area on the other side of the glass walls.

Suddenly, a light goes on -- a single spotlight that shines directly onto the detective. He takes a step to the side -- the light follows. Tracy tenses for action.

A spotlight in the plant area suddenly goes on, revealing The Blank. Tracy freezes. The Blank's voice comes filtered and distorted into the room.

THE BLANK

I've been waiting for you, Tracy.

Tracy's eyes flash with anger.

TRACY

Where is she -- where's Tess?

THE BLANK

You'll never see her again. The rackets will all belong to me now -- your illustrious career is over.

Reaching down, The Blank turns a valve, and there is a sudden HISSING SOUND, like a release of steam. Invisible gas shoots into the room where Tracy is enclosed. The force of the gas blows papers around the room and ripples Tracy's clothes.

(CONTINUED)

CONTINUED:

THE BLANK

It won't hurt -- it won't even kill you.
Just relax and go to sleep.

Tracy chokes and coughs, then makes his way to the door. He finds it has been locked from the outside. Staggering across the room, Tracy grabs a chair, raises it over his head, and attempts to smash it through the glass wall. The chair merely bounces off the shatterproof glass.

Falling to his knees, Tracy raises his gun. He aims it directly at The Blank, struggles to focus, then squeezes the trigger twice. Small spider webs of cracks appear in the glass, but it doesn't break. Barely conscious now, Tracy's eyes suddenly roll up into his head and he collapses to the floor, flat on his face.

CUT TO:

278 INT. SLEAZY HOTEL - NIGHT

A fleabag hotel in the center of town. A bored NIGHT CLERK reads a dime mystery novel behind the front desk, and an OLD MAN sits in the lobby in rumpled clothes, stroking a cat in his lap.

Suddenly, the front door bursts open -- we see a flash of Dick Tracy in hat and trenchcoat as he bursts through the lobby and strides up the steps two at a time.

CLERK

Hey -- close the damn door.

The Clerk walks over to close the door. The old man continues to pet his cat.

279 INT. CORRIDOR

Still with his back to us, Tracy moves to Room 429 and unlocks the door. He goes in and closes the door behind him.

280 INT. ROOM 429

District Attorney Fletcher sits on the bed, impatiently smoking a cigarette. He looks up as Tracy enters. There is a sudden look of terror in his eyes as he sees a gun in Tracy's gloved hand.

FLETCHER

No, wait... who are...

(CONTINUED)

CONTINUED:

Two SILENT SHOTS spit from the gun. Fletcher falls backward, then tumbles to the floor, stone dead. For the first time we see Tracy's face -- but it isn't Tracy at all -- it's The Blank.

Leaving the room quickly, he crosses the hall to the back stairway and opens the door. 88 Keys is there carrying Tracy over his shoulder, unconscious. He follows The Blank quickly into the room.

88 Keys lays Tracy down on the floor, face up. The Blank places the gun that killed Fletcher into Tracy's hand. Then he places an envelope into Fletcher's pocket, and stuffs a bundle of money into Tracy's pocket. [Finally, with a second gun, The Blank coldly shoots Dick Tracy in the shoulder, then places that gun into Fletcher's hand. The procedure has been fast and efficient.] 88 Keys picks up the telephone and dials a number.

88 KEYS

(into phone)

Police? I'd like to report a murder.

CUT TO:

SPINNING NEWSPAPERS

The headlines read: "DICK TRACY ARRESTED FOR MURDER OF D.A. -- EVIDENCE OF BLACKMAIL -- DETECTIVE WOUNDED -- NO BAIL SET."

INT. CLUB LAVENDER - DAY

In the conference room, Big Boy holds the newspaper in his hands, throws back his head, and laughs. 88 Keys sits calmly off to one side, observing.

BIG BOY

That's beautiful. I want this front page framed -- I want it hung on my wall. I gotta hand it to you 88. You did it.

88 KEYS

Finesse.

BIG BOY

You should have killed him. You had the chance.

88 KEYS

But if Tracy were dead, you wouldn't have any reason to honor our deal. If you back out, we'll clear Tracy and he'll be after you with a vengeance. Now let's get on with our cut of this week's gross.

(CONTINUED)

CONTINUED:

Big Boy frowns. He still doesn't like it, but he takes a bulging envelope from his inside pocket. 88 reaches for the envelope, but Big Boy holds onto it.

BIG BOY

Next week, I wanna meet the no-face guy in person and give it to him myself.

88 KEYS

I'll see if it can be arranged.

BIG BOY

You do that, piano man.

Big Boy gives him the envelope and 88 leaves. Big Boy is still frowning as he looks at his gang down the table.

BIG BOY

Of all the people they could've used, they chose Fletcher to frame Tracy. I had plans for him -- I had this town in the palm of my hand.

NUMBERS

That's why they chose him, Big Boy. These people are smart.

BIG BOY

They ain't that smart, pencil pusher. I ain't gonna go on letting them take a cut of my dough. When I meet this no-face guy, I'm gonna turn the tables. He's gonna end up working for me.

Big Boy smiles, then begins to laugh. The rest of the people in the room join in his laughter.

BIG BOY

Things are looking up, boys -- we're back in business again.

CUT TO:

BRIEF MONTAGE

New 2

A swirl of gangland activity, with "Happy Days Are Here Again" blaring in the background. We see booze flowing, people drinking, legs dancing, slot machines spinning, and stacks of money rising higher and higher. In the center of it all, we see Big Boy in his white Panama hat, laughing like Satan as he lights a cigar with a hundred dollar bill. Big Boy is the king of the town.

CUT TO:

295

INT. TRACY'S CELL - NIGHT

295

Tracy lies on his bunk in the dim light of his cell. His arm is in a sling, and he massages his wound gently. Staring at the ceiling, he is frustrated and worried about Tess. Suddenly, he hears a loud clang of the door down the hall, and footsteps that move toward his cell. Glancing at the bars, he sees Chief Brandon and Junior.

TRACY

What is it, Chief -- any leads on Tess?

BRANDON

Not a thing. The boys are looking everywhere, but it is as though she has vanished from the face of the earth.

Tracy looks depressed. A GUARD opens the cell door, and Brandon and Junior join Tracy inside.

TRACY

You shouldn't have brought the kid here, Chief.

BRANDON

He's got a mind of his own, Tracy. You know that.

JUNIOR

I missed ya. I wanted to see how you were doin'. How's the arm?

TRACY

A little stiff, but okay.

Junior sits beside Tracy on the bunk. Brandon looks weary.

BRANDON

I'm sorry to say it looks bad, Tracy. The evidence looks very bad.

TRACY

I walked right into it, Chief. I should've seen it coming.

BRANDON

Here's how it stands. Two witnesses in the lobby saw you dash into the hotel and run up the stairs toward Fletcher's room.

TRACY

They saw somebody -- not me.

(CONTINUED)

CONTINUED:

BRANDON

You were found in the room with a gun in your hand and Fletcher lying dead on the floor.

TRACY

They must have carried me up by the back stairs.

BRANDON

Everyone knows you and Fletcher never got along very well. You had motive and opportunity.

JUNIOR

Hey, wait a minute -- you sound like you believe it, Chief.

BRANDON

I'm only saying what the jury would believe, son.

(to Tracy)

And then there's this...

From his pocket, Brandon takes an envelope and gives it to Tracy. Opening the envelope, Tracy finds a letter.

BRANDON

We found ten thousand dollars stuffed in your pockets.

JUNIOR

It was planted, right, Tracy?

TRACY

(reading the note)

"I have evidence that will destroy you. Bring ten thousand dollars to Room 429, Midway Hotel."

(to Brandon)

It's a fake. I never wrote this.

BRANDON

Our expert compared it with a sample of your handwriting, and found twenty-two common points.

JUNIOR

Who's side are you on, Chief? All this stuff don't mean nothin'. This is Tracy you're talking about.

BRANDON

You think I'm enjoyin' this, boy?

(CONTINUED)

CONTINUED: (2)

Brandon rises and signals for the guard.

TRACY

Get me out of here, Chief. I've got to find Tess. Put me back on the streets. Give me twenty-four hours. I'll turn this town upside down.

BRANDON

You know I'd do anything I could for you, Tracy.

The Guard unlocks the cell.

BRANDON

I'll leave the two of you alone. They'll be comin' to transfer you to County Jail tonight, Tracy. Judge Harper still refuses to set bail.

TRACY

Guess I caught him in too many speakeasies.

BRANDON

Take it easy, Tracy. It'll work out somehow.

Brandon leaves. Tracy and Junior look at each other.

TRACY

I'll tell you something, kid -- life stinks on this side of the bars.

JUNIOR

They can't frame you like this, Tracy. We'll find a way to clear you.

Tracy begins to pace the cell restlessly.

TRACY

Well, kid, here I am, locked up like a common criminal.

JUNIOR

After all you did for this town, you end up here like this. Some gratitude.

Tracy looks at the Kid and he's suddenly nervous about Junior's cynicism. He sits down next to the sullen boy on the jail cot.

TRACY

I've gotta level with you, Junior -- like the Chief says, things look bad. I might end up here a long time. That means you'll be on your own. You won't run away again, will you?

(CONTINUED)

CONTINUED: (3)

No response.

TRACY

Promise me you'll stay away from Hooverville,
and I don't want you to go back to Steve.

No response.

TRACY

Junior, listen... what's happened to me
is wrong, but that doesn't mean the world's
wrong. You've got to keep believing in
the right things no matter what happens
to me -- I'm a cop. I defend the people
in this world worth defending. I believe
in that. But, more than anything else I
believe in, I want you to grow up to be
straight and strong. More than anything
else in the world, I just want you to be
a good person.

Junior gives Tracy a long look. Tears well in his eyes.

JUNIOR

I won't let you down, Tracy.

Junior throws his arms around Tracy's neck, and the two of them
hug each other tightly.

CUT TO:

EXT. JAIL PARKING LOT - NIGHT

296

TWO GUARDS lead Tracy in handcuffs out of the jail, and he is
put into the back seat of a squad car.

INT. SQUAD CAR

297, 298

Tracy is surprised to see Sam and Pat in the front seat. Sam
signs a form, and the two guards leave.

SAM

Chief Brandon said this guy was supposed
to be dangerous.

PAT

Looks like a pansy to me.

TRACY

What are you guys doing here?

(CONTINUED)

CONTINUED:

SAM

Transferring you to County Jail. And no lip, prisoner, or I'll get out the rubber hose.

Pat pulls the car into the street.

PAT

Let's see, Sam -- which way to County Jail?

SAM

I'm not sure. It's either north or south from here.

TRACY

It's west.

PAT

Put a lid on it, prisoner.

Tracy smiles with subdued affection for Pat and Sam.

PAT

What do you think, Sam -- it'll take about eight hours to get there?

SAM

Eight sounds about right.

Reaching back, Sam begins to unlock Tracy's handcuffs. Tracy watches him suspiciously.

SAM

Of course, a lot of things can happen in eight hours.

PAT

Yeah, I heard about a smart detective who solved a case in eight hours once. I think his name was Tracy.

Tracy's hands are free, and he massages his wrists.

TRACY

I hope you guys know Brandon will have your badges for this.

SAM

It was Brandon's idea. He said he hoped we didn't get stuck in a traffic jam for eight hours.

(CONTINUED)

CONTINUED: (2)

TRACY

When this is over, remind me to kiss his
big red Irish nose.

SAM

Meanwhile, where do we start?

TRACY

(with vengeance)

Mumbles Malloy.

Pat guns the accelerator, and the squad cars zooms into the night.

CUT TO:

INT. CATHOUSE - NIGHT

Lots of crimson and velvet as SLINKY LADIES lounge and drink
with CUSTOMERS of every type. The FAT MADAM runs a moderately
classy place, with a PIANO MAN playing quiet blues, a room for
dancing, and a table of food.

She turns to the door as three men enter: Tracy, Pat and Sam.
Her welcoming smile freezes on her face.

MADAM

Tracy -- cops!

The MUSIC stops, and people turn with worry toward Tracy.

TRACY

Mumbles Malloy -- where is he?

MADAM

Never heard of him.

TRACY

I don't have time to gab with you, Sally.
Tell me where he is or I'll run you all in.

The Madam gives it one quick thought, then points to the stairs.

MADAM

Top of the stairs, Room 5.

Tracy, Sam and Pat dash up the stairs.

INT. ROOM 5

Tracy, Sam and Pat bust into Room 5, where they find a SLINKY
HOOKER in a black negligee and Mumbles in his underwear. Mumbles
looks stunned and the hooker looks frightened as she backs out
of the room.

(CONTINUED)

CONTINUED:

MUMBLES

Tracy -- you're in jail.

Grabbing Mumbles by the undershirt, Tracy slams him against the wall.

TRACY

Where's Tess?

MUMBLES

I don't know.

TRACY

Talk, you cockroach. Where is she?

Tracy slams Mumbles viciously against the wall twice more. There is fear and panic in Mumbles' eyes.

MUMBLES

I don't know, Tracy -- I swear I don't know.

TRACY

(cold as ice)

Why did you set me up?

MUMBLES

He paid me to.

TRACY

Who paid you?

MUMBLES

A guy -- I don't know.

TRACY

Who?

Tracy slams Mumbles again, and the man is shaking with fear.

MUMBLES

88 Keys -- the piano man. He made a deal with Big Boy to get you out of the way. That's all I know.

Sam jolts Mumbles' teeth by slamming him against the wall once again.

SAM

88 Keys -- where do we find him?

MUMBLES

How do I know?

(CONTINUED)

CONTINUED: (2)

SAM

Where?

MUMBLES

Grandview Arms -- downtown. That's all
I know! That's all!

Sam glares for another moment, then releases Mumbles.

TRACY

Try Phillie, Boston, Detroit -- but don't
be in this town tomorrow.

Tracy, Sam and Pat leave the room. Mumbles is shaking all over.

CUT TO:

301 EXT. GRANDVIEW ARMS - NIGHT

A bright red neon sign runs up the side of the building, reading:
"HOTEL". It's a second class joint, better than some, but a few
years past it's prime.

88 Keys leaves the lobby of the hotel and heads up the street.

302 - OMIT 303-306 OMIT 307 - OMIT

301 INT. SQUAD CAR

Tracy, Sam and Pat watch 88 Keys walk along the sidewalk.

PAT

That's him.

SAM

Nice suit. He must have come into some
money.

PAT

Do we snatch him?

TRACY

Let's see where he's going.

88 strolls along the sidewalk leisurely, then stops at a newsstand
and buys a few cigars.

SAM

We could follow this guy around all night.
He might not go near Tess at all.

TRACY

You've never learned patience, Sam.
Sometimes you just have to let things
develop.

(CONTINUED)

CONTINUED:

SAM

Let me put his head in a plastic bag and see what develops.

88 Keys steps into a phone booth on the corner.

307 3 INT. PHONE BOOTH

NEW 3

88 dials a number and listens to the phone ring.

88 KEYS

Big Boy? Everything is set. Bring twenty-five grand in cash, and the girl is yours. And none of your torpedoes -- come alone.

As he talks, 88 takes a train ticket from his pocket with a smile.

88 KEYS

Don't worry about no-face. Meet me at six two nine Front Street in ten minutes. Top floor.

88 hangs up the phone and smiles with satisfaction.

217 C INT. SQUAD CAR

NEW 4

Tracy, Pat and Sam watch 88 step into the street and flag down a taxi.

TRACY

Stay close, Pat, but not too close. If you guys had shown some foresight, you wouldn't have brought a squad car.

SAM

This is a very ungrateful man.

PAT

It's not too late -- we could still run him over to County Jail and dump him.

Tracy calls their attention back to the taxi.

TRACY

He's taking a left.

PAT

Heading for the river.

TRACY

Let him stay about two blocks ahead of us.

(CONTINUED)

CONTINUED:

The taxi cruises a short way, then pulls to the curb. Pat pulls the squad car abruptly to the curb and kills the lights. They watch 88 Keys cross the street and go into an apartment building. They all get out of the car and begin to follow.

307 D - INT. BUILDING

NEW

7

307 E

Climbing to the top floor, 88 Keys approaches a door and unlocks it. He steps into the room, and is shocked as a plate flies past his head and smashes against the wall.

88 KEYS

What the hell's going on?

The room is an artist's studio with a high ceiling and skylight. There is a minimum amount of furniture: a couch and chair, a stove and icebox, a table or two. Tess flings another plate -- her target is a TOUGH MUG with anchor tattoos on his arm, and he dodges the plate with a deep gravelly laugh.

88 KEYS

I told you to leave her alone. What'd you do to her?

MUG

You mean, what'd she do to me! She bit me. She's a sassy little wench.

Tess lunges for the open door, but 88 Keys grabs her and throws her into a chair.

88 KEYS

Stay put, sister. You're not going anywhere.

TESS

Touch me again and I'll scratch your eyes out.

MUG

Ain't she a wildcat? I tried to get her to cook me a little dinner. Got some eggs and onions in the icebox. She told me to stuff the eggs down my pants and stick the onion up my nose.

88 KEYS

I'll be here for a while. Go get yourself some dinner.

MUG

(to Tess)

I'll get a couple of steaks and you could cook 'em for me, honey.

(CONTINUED)

CONTINUED:

TESS

I figured an ape like you ate raw meat.

The tough mug laughs again, then heads out the door. 88 keys glances at his watch, and then looks at Tess.

TESS

When Dick Tracy finds out about this --

88 KEYS

Tracy's in jail. That's where he's gonna stay. So just keep your trap shut and behave.

307 F EXT. FIRE ESCAPE

New 4

Tracy and Pat climb the fire escape toward the roof. Suddenly, they hear Sam's voice over Pat's wrist-radio.

SAM'S VOICE

A car just pulled up.

Tracy and Pat pause to listen.

SAM'S VOICE

I don't believe it -- it's Big Boy Caprice. He's going into the building.

TRACY

Is he alone?

SAM'S VOICE

Yes.

TRACY

Stay where you are. Cover the front door.

They continue up the fire escape toward the roof once again.

307 G INT. ARTIST'S STUDIO

New 2

88 Keys opens the door, and Big Boy enters, carrying a black leather bag.

88 KEYS

Did you bring the money?

Big Boy tosses the leather bag to 88 Keys, then moves across the room to Tess. 88 opens the bag and looks inside.

(CONTINUED)

CONTINUED:

4

88 KEYS

Wait a minute -- I said twenty-five grand.

BIG BOY

I brought ten grand. You're lucky to get that.

Big Boy grabs Tess's wrist and yanks her out of the chair.

BIG BOY

Let's go, honey. You're my insurance.

TESS

Get your hands off me, worm.

She slaps Big Boy hard, right across the face. He glares at her with anger.

BIG BOY

You'll pay for that.

Turning, Big Boy looks down the barrel of 88's revolver.

88 KEYS

I said twenty-five grand.

308-314
EXT. ROOF308-314 4

Tracy and Pat creep quietly across the roof, then see the skylight. Looking down into the artist studio, they see 88 Keys with a gun. Then Tracy sees Big Boy holding Tess by the wrist, and fire comes into his eyes.

PAT

You got a plan?

With a tremendous crash of glass, Tracy answers Pat's question by leaping through the skylight. He plunges twenty feet to the sofa down below, then bounces to the floor and rolls over with his gun blazing. 88 has gotten off the first shot, but Tracy puts a quick one in his shoulder and he goes down.

Whirling, Tracy finds only the open door. Big Boy has seized the moment -- he and Tess are gone. Rushing into the hallway, Tracy looks down the stairs to see Big Boy with his gun to Tess's head, forcing her to hurry down the stair ahead of him.

Big Boy turns and fires a shot at Tracy, barely missing him and splintering the wood frame of the doorway. Tracy ducks back into the room for a moment, then quickly rushes for the stairs to pursue.

New

3

314A EXT. BUILDING

Sam guards the front entrance and the door suddenly opens. He sees Big Boy holding the gun to Tess's head. Sam is frozen, uncertain.

BIG BOY

Step aside or she gets it.

TESS

Don't do it, Sam. Kill the scum.

Another moment of hesitation, then Sam puts his gun away and steps aside. Big Boy hustles Tess out to his car, and forces her to get behind the wheel. Tracy appears in time to see Tess drive the car away with Big Boy beside her.

Tracy and Sam dash across the street to the squad car and jump inside. Sam peels rubber and makes a U-turn, and zooms off after Big Boy.

315-316 OMIT
INT. SQUAD CAR

Pat's voice comes over Sam's wrist-radio.

New

5

PAT'S VOICE

I've got 88 Keys. He took one in the shoulder. Lots of blood.

SAM

Let him bleed.

PAT'S VOICE

He says Tracy was set-up by The Blank. 88 was part of it. He'll testify if we'll give him a break.

TRACY

He's got a deal. Get him to a hospital.

Tracy grabs the police radio and speaks into it with a steady voice.

TRACY

This is Tracy. Put me through to Chief Brandon.

SAM

Looks like they're headed for the Lavender.

Tracy watches the taillights of the car up ahead.

BRANDON'S VOICE

Brandon here.

(CONTINUED)

CONTINUED:

TRACY

Big Boy's got Tess, Chief. They're headed for Club Lavender. Send every cop in town there. Bring guns, heavy artillery, everything you've got.

INT. POLICE HEADQUARTERS

There is a sense of furious activity: cops swarming everywhere, breaking out the guns, strapping on equipment. The atmosphere is that of an evasion force, preparing to attack. Brandon stands in the middle of it all, directing the activity.

BRANDON

Teargas, lots of it -- break out the shotguns and Thompsons. Radio every patrol car to head for the Lavender. Let's go -- move it!

EXT. POLICE HEADQUARTERS

Cops rush for their cars. Unnoticed by everyone, Junior sneaks into the back seat of a patrol car. Brandon leads the pack as a long caravan of wailing police cars pulls out of the parking lot and races through the streets of the city.

INT. BIG BOY'S CAR

Big Boy keeps an eye on the pursuing police car behind him.

BIG BOY

Just take it nice and easy, baby. They're not gonna close in while I've got you.

TESS

You're right about that. Let's see if we can change things.

Tess puts her foot to the floor, and the car suddenly picks up speed.

BIG BOY

Hey -- what are you doing?

The speedometer leaps to fifty, then sixty, then climbs toward seventy. Buildings whiz past. Cars veer out of the way. Horns blare.

BIG BOY

Slow down or I'll blast ya.

(CONTINUED)

CONTINUED:

TESS

(calmly)

Go ahead. Then what will you do?

BIG BOY

The Lavender's in the next block -- slow down!

TESS

You'll never get there, Big Boy!

She suddenly whips the wheel hard, and the car jumps onto the sidewalk and smashes head-on into a department store. It crashes through the large plate glass window and into a display of mannequins and cosmetics that fly in every directions. The car is half in and half out of the display window, and the horn BLARES continuously.

Tess is unconscious, slumped over the steering wheel. Big Boy has hit his head on the dashboard. Dazed, he manages to open the door and climb out of the car. He hears the siren of Tracy's squad car approaching. Struggling through the smashed front window, Big Boy limps a bit as he runs toward Club Lavender a half block away. He disappears into the shadows of the street.

Tracy's squad car skids into the scene, followed closely by a second black and white. TWO UNIFORMED OFFICERS jump out of the second car and follow Tracy and Sam. They dash through the smashed store front window to the wrecked car. Opening the door, Tracy finds Tess slumped over the wheel, unconscious. He takes her into his arms. Then her eyes open, and she smiles as she sees Tracy.

TRACY

You're all right?

TESS

Oh, Dick....

She throws her arms around him and they kiss. Sam interrupts awkwardly.

SAM

The squad cars are closing in, Tracy.

TRACY

(to the uniformed cop)

Take care of Tess, Kelly. Get her to the hospital.

TESS

I'm all right. Let me go with you. I want to see that snake caught.

TRACY

You're worse than Junior. Take her to the hospital, Kelly.

(CONTINUED)

CONTINUED:

With that, Tracy heads back to the street, where the sound of sirens begins from a distance.

INT. CLUB LAVENDER

319-323

Winded and frazzled, Big Boy dashes into his conference room with Flattop close behind. Breathless, Numbers, and a dozen hoods sit at the long table, startled at Big Boy's entrance.

BIG BOY

It's all over -- burn the records, get the money, break out the guns. Let's get out of here. The cops are on their way.

Fury begins. Big Boy quickly unlocks his safe and stuffs his pockets with money, while the hoods begin to arm themselves with machine guns and shotguns stored in an ammunition closet. Breathless watches the panic with her usual cool demeanor.

NUMBERS

Big Boy, what happened?

BIG BOY

Tracy's out of jail. We're gonna have to fight our way out.

Big Boy turns quickly to Breathless.

BIG BOY

Get out of sight, baby. I'll get out of this and send for you.

BREATHLESS

Don't bother. Your ship is sinking, Al. Little Breathless will find another raft to cling to.

Rising, she kisses Big Boy's cheek, gently, exactly the way she kissed Lips Manlis earlier.

BREATHLESS

Bye-bye, baby.

With self assurance she heads for the door. Big Boy looks disgusted and angry, and even gives a brief thought to blowing her head off, but just then, the first faint sounds of SIRENS filter into the room. Big Boy moves quickly to the window and looks down into the street. He sees the cop cars begin to arrive.

BIG BOY

We've got a war on our hands, boys.

EXT. STREET

324 -335

Squad cars arrive from every direction. The block is quickly roped off, traffic is cleared, and citizens are swept out of the area. In military style, the cops all move into positions that surround Club Lavender. Tracy is in command, shielded behind a squad car, barking orders.

TRACY

McIlhenny, get somebody up on that roof over there! Clear the people out of the way on the corner!

In the back seat of one of the police cars, Junior suddenly pops his head up for a look. His eyes jump in all directions as he sees cops taking their positions. Spotlights from the police cars dance across the walls of the Club Lavender. Tracy grabs a bullhorn.

TRACY

Caprice -- come out with your hands up! Surrender peacefully and no one will get hurt! This is your last chance, Caprice!

Big Boy smashes the window with his machine gun and screams at Tracy:

BIG BOY

Come and get me, copper!

He blasts away at the street with his machine gun.

TRACY

Hold your fire, boys -- we'll flush him out! *Nº MACHINE GUN BATTLE.*
Get that teargas over here!

Junior watches from the police car. His eyes are wide with wonder and laced with excitement and fear. He watches Tracy launch a teargas canister toward the building. The canister crashes through the window, and Tracy throws another.

INT. CLUB LAVENDER

336

2

Big Boy grabs a sizzling canister, and throws it back out the window. He blasts the street again. Gas is filling the room. Hoods are coughing, reeling, trying to return the gunfire. One more canister breaks through the window. Big Boy is gasping for air.

BIG BOY

We're makin' a break for it! Let's get out of here!

Leading the way, Big Boy stumbles through the gas-filled room and out the door to the corridor. The hoods all follow, choking and coughing.

338
INT. MAIN ROOM

338

2

Rushing through the main room of the club, Big Boy leads his men to the entrance of the garage. Breathless has found shelter behind the bar in the main room, and she watches the attempted escape as she mixes a drink. She tips Big Boy and the hoods with an amused little toast after they are gone.

BREATHLESS

Bon voyage, tough guys.

341 INT. GARAGE

339-341

2

Four cars are lined up, filled with hoods, facing the garage door. The drivers rev their engines like bombers on an aircraft carrier. Gasoline fumes fill the garage, and Big Boy climbs into the back seat of the last car in the line. He's all alone except for Flattop.

BIG BOY

Now! Hit your horn!

Flattop hits the horn, and that's the signal to go. The cars streak in a single line toward the garage door. Just as Flattop hits the gas, Big Boy suddenly opens the back door and rolls out of the car, unnoticed.

342-347 EXT. STREET

342-347

The street is uncommonly quiet. Tracy's sharp eyes search the windows of the building. 4

TRACY

They're up to something. Let's move in.

Tracy starts to move toward the building when -- BLAM! The garage doors fly off their hinges as the first car suddenly smashes through them. Machine gun fire blast from every window of the car as it streaks into the street. Tracy dives for cover behind a bullet riddled police car.

Crammed with hoods, the other three cars follow the first one out of the garage. A fierce battle begins -- tommy guns spray the street from every window of the cars. A couple of hoods even hang on each running board, and they are quickly cut down by police fire.

Cops shoot from every angle. The first car slams into a police car, jumps the curb, smashes head-on into a lamp post. Another car slams over a fire hydrant, and water streaks high into the air. Headlights explode. Glass shatter and glistens in the street. Tires are blown out.

One by one, the escaping cars are torn to pieces by police fire. Hoods flee and are cut down. Flattop's car has smashed head-on into a paddy wagon, and he comes out of the smoking car firing.

(CONTINUED)

CONTINUED:

FLATTOP

You'll never get me, copper!

He cuts loose with his tommy gun, firing indiscriminately in all directions, a man obsessed, going down in glory. Tracy and the cops riddle him with bullets and he falls, tommy gun blasting at the pavement.

34. INT. CLUB LAVENDER 348 1

Big Boy runs back into the main room of the Club Lavender. As he hurries through the room, Breathless eyes him suspiciously from behind the bar.

349 INT. WINE CELLAR 1

Dashing down the steps, Big Boy enters a cellar with rack after rack of wine bottles. He moves quickly to the far end of the room, then uses all his bulky strength to pull the last wine rack away from the wall. Ripping a small door open, Big Boy crawls into a tunnel that leads into the city's underground sewer system.

35. EXT. STREET 350-352 1

The street is still alive with gunfire as Tracy shouts into his wrist-radio.

TRACY

Charge the building! Everybody! Swarm the place!

Junior watches excitedly from the back seat of the police car as Tracy leads the charge toward the building. Police rush the Club Lavender from every direction, smashing in through doors and windows.

353-356 INT. CLUB LAVENDER 353-356

Bursting through the broken garage doors, Tracy leads the swarm of police into the smoky building. More shots are fired, but cornered, the hoods drop their weapons and surrender. Tracy's eyes are electric with excitement. Breathless Mahoney is nowhere to be seen.

TRACY

Get Caprice! Alive or dead, but get him!

(CONTINUED)

CONTINUED:

The police have fanned out all over the club opening doors, searching quickly for Big Boy. Pat calls out from the top of the stairs.

PAT

He's not up here, Tracy.

Sam calls out from the kitchen.

SAM

He's not here. He's not anywhere.

Other voices call out from other areas of the club: Big Boy is nowhere to be found. Confused, Tracy looks around the club carefully. Then suddenly, it hits him.

TRACY

The tunnel....

Tracy dashes toward the door.

357 EXT. STREET

Tracy jumps into a police car, throws on the siren, and takes off with a long squeal of tires. The crowd parts quickly as Tracy races the car up the street.

358 INT. SEWER

Slushing through knee-deep water, Big Boy is heavily winded, almost exhausted as he runs up the tunnel. He pauses for a moment and puts his hands on his knees to catch his breath. A few rats scurry along the wall, as Big Boy listens carefully for footsteps. Hearing none, he runs again, charging like a worn-out rhino up the tunnel.

359-360 INT. CAR

Deep intensity in Tracy's eyes as he races to beat the clock. Something catches his attention in the rearview mirror, and with one hand, he reaches behind his seat and grabs Junior by the shirt

TRACY

Junior! What the hell are you doing here?

JUNIOR

I'm with ya, Tracy. They ain't gotta chance against us.

TRACY

Stay back, stay down, and stay out of sight!

(CONTINUED)

CONTINUED:

JUNIOR

Tracy, look out!

Tracy weaves around a vegetable truck and flies into the open again.

EXT. CITY BRIDGE

361

1

One of the bridges is in the process of being raised as a ship sails out of the harbor. An OLD GUARD signals the ship that it has clearance as Tracy's car squeezes into the area. Leaping out of the car, Tracy dashes toward the guard house on the bridge.

INT. SEWER

362

1

Winded and exhausted, Big Boy slogs through the water in the sewer and reaches a door.

INT. GEAR HOUSE

363

1

Opening the door, Big Boy enters a subterranean concrete room, and leans heavily back against a cement wall, gasping for breath. Huge ten foot gears turn slowly, groaning against a great weight. They CREEK with a LOUD, OMINOUS SOUND. The room is dim and musty with grease and dirt everywhere.

INT. BRIDGE GUARD HOUSE

364

2

Bursting into the old guard's glassed-in control room, Tracy heads for the stairs.

OLD GUARD

Hey, you can't --

TRACY

Tracy -- police.

Tracy flashes his badge as he runs down the steps to the gear house door. Reaching the door, he stops, checks his gun, and puts his hand on the knob. Turning the knob slowly, he opens the door a few inches and peers into the room.

INT. GEAR HOUSE

365-368 2

Big Boy eyes dart quickly toward the door as it starts to open. He grabs his gun and crouches behind the huge moving gears. Tracy enters the room slowly, and his eyes search every corner. Big Boy peers up over the moving gears. He raises his gun, he aims it directly at Tracy, and slowly squeezes the trigger. The gun explodes and a shot pings off one of the huge gears.

(CONTINUED)

CONTINUED:

Big Boy turns back to the tunnel, but Tracy whizzes a bullet past his ear that bites into the door, and Big Boy hits the floor and returns the fire.

The big wheels and gears are between them as the two men try to circle around each other. They exchange shots between the wheels, and the bullets ricochet among the gears. Tracy's voice seems hollow in the room.

TRACY

It's all over, Caprice. You're gonna cook for everything you've done. I'll pull the switch myself.

BIG BOY

This next bullet's got your name on it, Tracy.

Big Boy fires again and the shot rattles through the gears missing Tracy by an inch. Dropping to his knees, Tracy is out of sight as he crawls under one of the huge, menacing gears and comes up on the other side, behind Big Boy.

Startled, Big Boy whirls just as Tracy puts a heavy shoulder into Big Boy's soft belly and drives him to the floor. Both guns clatter across the cement floor and the two men wrestle under the wheels of the gears.

Big Boy's massive hands close around Tracy's throat, and the big detective strains to break their death grip. He hammers Big Boy across the jaw, then hammers him again, and then a third time. Big Boy's grip is broken as he falls away from the force of the third blow.

Tracy clutches his painful throat for a moment, and Big Boy heaves his body onto him, knocking Tracy close to the gears. It's strength against strength as Big Boy tries to muscles Tracy's head into the gear opening. Closer and closer, Tracy's head dangles over one of the openings. The huge gear starts down to crush Tracy's head, but the detective pounds both fists against Big Boy's ear and Big Boy flies backward in pain. Tracy jerks his head out of the opening just a moment before the powerful gear crushes down.

Big Boy scrambles out from under the wheel, and scurries for the gun. Tracy reaches out and tackles him, spilling the man to the floor, then hammers him with a flurry of lefts and rights. Both men are exhausted as Tracy puts all his strength into one last roundhouse punch. Big Boy falls heavily to the floor, attempts to rise, but collapses at Tracy's feet.

(CONTINUED)

CONTINUED: (2)

With weariness, Tracy pulls out a pair of handcuffs, but then he notices something out of the corner of his eye -- The Blank stands in the doorway that leads into the sewer tunnel. His gun is pointed directly at Tracy as he steps farther into the room. Big Boy struggles to his feet and faces The Blank.

BIG BOY

Whoever you are -- we can make a deal.

THE BLANK

No deal. I'm taking it all. With you two out of the way, I'll own this town.

TRACY

All right. Shoot me first. But I don't think you can.

The Blank just stares at Tracy.

TRACY

I know who you are. I don't think you can kill me.

The Blank raises the gun and points it at Tracy. His hand seems frozen on the trigger for a moment, then slowly he begins to squeeze it.

Suddenly, Junior flies into the shot, hitting The Blank with a cross body block from behind. The Blank pitches forward, face first, and his gun skids across the floor to Big Boy. Tracy dives for his own gun.

Big Boy blasts two shots into The Blank, then fires at Tracy. Tracy puts a bullet in Big Boy's shoulder. Flying backward, Big Boy hits a guard rail, struggles to maintain his balance, but suddenly falls backward over the rail and down into the center of the moving gears. He screams, and the last thing he sees is the huge gear that crushes down upon him.

Everything is quiet. Junior watches with big eyes as Tracy rises, crosses to The Blank, and kneels down beside him. Carefully removing the hat and mask, Tracy lets the long blonde hair of Breathless Mahoney topple free.

JUNIOR

Will ya look at that.

TRACY

Call an ambulance, Junior.

Junior stares at Breathless for a moment, then races away to call an ambulance. Propping Breathless up in his arms, Tracy sees the small ironic smile appear across her lips.

(CONTINUED)

CONTINUED: (3)

BREATHLESS

You were right again. I couldn't squeeze the trigger.

TRACY

It was a masterful plan, Breathless. You almost pulled it off.

BREATHLESS

Yes. My only mistake was you.

Breathless raises her heavy eyes to Tracy.

BREATHLESS

Tell me the truth, copper. Could it have ever happened between us?

TRACY

Sure. It came damn close.

Breathless smiles again and looks almost peaceful. With a nearly lifeless hand, Breathless pulls Tracy's face close to her. She kisses him very gently. Then the hand falls limply, and Breathless dies.

Tracy looks very sad as he gently lays Breathless back on the concrete. Rising slowly, he looks down at her. There's a mixture of bitterness and hurt in his eyes as he stares at her -- he looks vulnerable, feeling a sense of loss, of what might have been, although it never had a chance.

Then the cop takes control of Tracy again. His eyes toughen. He stands there alone in the empty gear house while the gears continue to turn.

CUT TO:

EXT. MIKE'S DINER

369

1

We're back at Mike's greasy spoon diner, where we earlier saw Tracy eating chili. Looking through the front window of the diner we see Tracy, Tess and Junior at a table, talking excitedly.

INT. MIKE'S DINER - NIGHT

1

Junior is very animated as he tells his story to Tess. Her eyes shine with happiness as she listens.

JUNIOR

...And so I'm crouched down watching, and. The Blank has Tracy and Big Boy covered. So I say to myself, it's now or never. And wham!

(CONTINUED)

CONTINUED:

TRACY

Junior flew across the room and crashed into The Blank.

JUNIOR

I hit The Blank with everything I had. The next thing I knew, Tracy pumped a slug into Big Boy and the rat went down.

TESS

You sound like a natural born detective.

JUNIOR

You bet. I'm gonna be the greatest detective whoever lived.

TRACY

Then let's get you started off right.

From his pocket, Tracy takes a small box and gives it to Junior. Junior looks surprised, and then delighted as he opens the box and finds a small wrist-radio. His eyes get as big as silver dollars. Tracy glances at Tess, and they both smile as they watch Junior's excitement.

Mike approaches the table with several bowls of chili on a tray. He plops them down in front of Tracy, Tess and Junior, spilling a little chili over the edge of each bowl. Tracy and Tess each take a spoonful of the chili.

TRACY

Doesn't taste as good as usual, Mike -- what'd ya do, wash the bowls?

TESS

Don't listen to him, Mike. I think it's just marvelous.

MIKE

Except for the guy she goes out with, this lady has real taste.

Mike leaves the table and returns to the counter. Junior is still examining his wrist-radio as Tracy turns to Tess again.

TRACY

I've been thinking, Tess -- it must be kind of hard on you, living alone.

TESS

No. I like living alone.

TRACY

But you must get pretty lonely sometimes.

(CONTINUED)

CONTINUED: (2)

TESS

No. I'm not the lonely type.

TRACY

Neither am I. We've got a lot of things
in common like that.

TESS

Yes, I suppose we do. What about it?

Junior suddenly looks at Tracy, aware that something peculiar is happening. Tess seems slightly confused. Tracy clears his throat uncomfortably and continues.

TRACY

Well, when two people have a lot in common,
they oughta do something about it.

It suddenly dawns on Tess and Junior at the same moment what Tracy is leading up to. Even Mike is listening intently behind the counter.

JUNIOR

Uh-oh. I don't like the smell of this.

TRACY

Shut up, kid, or I'll send you back to
Hooverville.

MIKE

(tapping his chest)

Heartburn, Tracy -- heartburn.

Tracy throws a warning glance at Mike, then turns back to Tess.

TESS

You were saying...?

TRACY

Yes, well....

TESS

Yes...?

JUNIOR

Think it over. You're askin' for trouble.

TRACY

Well, I was thinking that you and I could....

TESS

Yes -- yes?

TRACY

Well, maybe the two of us could get --

(CONTINUED)

CONTINUED: (3)

Suddenly, as a relief to the uncomfortable Tracy, Pat's voice booms over both wrist-radios.

PAT'S VOICE

Calling, Dick Tracy! Calling, Dick Tracy!
Robbery in progress, Tracy. City National Bank.

JUNIOR

Hot Dog!

Junior leaps from his chair and dashes for the door. Instinctively, Tracy rises and follows, leaving Tess alone and annoyed.

MIKE

Saved by the bell.

TESS

Oh, stick it in your chili, Mike.

Suddenly, Tracy sticks his head back inside the doorway, and smiles at Tess.

TRACY

I almost forgot -- catch.

He tosses something to Tess, then disappears again. Mike watches as Tess opens a small box and finds a diamond engagement ring. She smiles warmly and tries the ring on.

MIKE

Heartburn.

371 EXT. STREET 1

Tracy's car streaks through the night with the SIREN WAILING and Tracy and Junior inside, loving every minute ~~to~~ the chase.

FADE OUT

THE END