

EL DIABLO II

An Original Teleplay

by

Bill Phillips

for Home Box Office, Inc.
(c) 1992 HBO

SECOND DRAFT
May 19, 1992

EL DIABLO II

FADE IN:

1 EXT. BURNED ARIZONA TOWN - DAY

What was once a desolate western town lies charred. Fires still burn. Men lie dead in the street. No signs of life anywhere, but a MUSIC BOX plays Mozart. We don't see it. SUPERIMPOSE: GILLESPIE, ARIZONA, 1875. The sun is setting.

2 MEN'S DEAD BODIES

lie draped over watering troughs, along sidewalks, silent witnesses to some horrible event. Flames in b.g. Smoke everywhere. The MUSIC BOX is louder. CONTINUE CREDITS.

3 INT. SALOON

Tables are turned on their sides to be used as shields. It didn't do any good. Card players, drinkers, the bartender, even the dance hall girls lie dead. Firelight flickers from outside. The MUSIC BOX is louder.

4 EXT. CLAIM OFFICE - A CLERK

lies dead in the doorway, a customer slumped beside him. In the street, a boy looks like he'd been running away when he was killed. The building is on fire. MUSIC BOX is louder.

5 EXT. WOMEN AND CHILDREN

lie motionless in wagons, doorways. Many are bloody; others have a simple bullet hole in the head or back. Tumbleweed blows by. Small fires everywhere. The MUSIC BOX is louder.

6 INT. SHERIFF'S OFFICE - THE SHERIFF AND DEPUTY

lie dead by windows, as if they were defending the jail. In the cell, two prisoners lie dead. The MUSIC BOX is louder.

7 EXT. THE TELEGRAPH OFFICE - BELIZAIRE DEGUICHE

is on the telegraph pole, tries to reconnect the wire. He has rotten teeth, scraggly hair, dirty and parched skin. In the b.g., buildings are ablaze. MUSIC BOX is still louder.

LESTER (O.S.)
We ain't got all day...!

8 INT. TELEGRAPH OFFICE - LESTER PARTRIDGE

taps at the telegraph key. He wears a U.S. Cavalry uniform. Beside him is a large mahogany music box playing large brass discs. He enjoys it. Fires burn nearby.

BELIZAIRE (O.S.)
Wait a minute, wait a minute.

LESTER
Well, hurry up...!

We see Belizaire on the pole, hard at work.

BELIZAIRE
I'm doin' the best I can.

LESTER
That's the problem!

Belizaire works on the line.

BELIZAIRE
There...!

Lester taps on the keys, mumbles.

LESTER
Disregard... last... unfinished...
message... Everything OK in...
(to someone O.S.)
How do you spell Gillespie?

An expensive boot with a glistening spur on it comes into frame, kicks the music box across the room, causing the music to stop instantly. Lester cringes in fear.
SUPERIMPOSE: EL DIABLO II.

EL DIABLO (O.S.)
G, I, double L, E, S, P, I, E.

Lester continues to tap. Belizaire comes in, looks in dismay at the wrecked music box.

BELIZAIRE
Who did that?

EL DIABLO (O.S.)
I did. Why?

BELIZAIRE
(adjusting his comment)
Good kick...!

EL DIABLO (O.S.)
Tell them the wind knocked down the pole.

The telegraph office door opens, closes. El Diablo is gone. Lester agrees with his idea, taps it out in Morse code.

9 EXT. THE MAIN STREET

Amidst the bodies, slight movement. CAMERA MOVES IN ON JAMIE BRODY. His eyes are motionless, but open. After a moment, we see him breathe. He looks frightened. In the b.g., bandits roam, shoot people still found alive. LUIGI FOLONARI is another of El Diablo's companions.

LUIGI

I'm so hungry I could eat a horse...!

LESTER

You got plenty to choose from.

Luigi isn't sure if Lester is serious, grins.

10 EXT. A GIGANTIC PIT - NIGHT

Torches light the gruesome work. The hole is just out of town. El Diablo's men drag bodies to the pit, throw them in.

11 EXT. EL DIABLO'S MEN

hold torches as they load a buckboard at the pile where we saw Jamie before. He isn't there.

12 EXT. JAMIE

crawls in the darkness and the dirt. He's been wounded.

13 JAMIE'S POV - IN THE DARK - LESTER, BELIZAIRE AND LUIGI

drive loads of bodies right by him, don't see him.

14 EXT. JAMIE

plays dead till the buckboards are out of sight, then looks around, stands, stumbles off into the night. END OPENING CREDITS. The moon is high in the night sky.

FADE OUT

FADE IN:

15 EXT. ADOBE OUTSIDE EL PASO, TEXAS - DAY

Typing permeates the air. A white horse is tied outside a prosperous-looking house. SUPER: OUTSIDE EL PASO, TEXAS. A buckboard approaches. Its driver is grisly, but its passenger wears a three-piece suit: Billy Ray's PUBLISHER.

(CONTINUED)

15 CONTINUED:

BILLY RAY (O.S.)
He looked the man straight in the
eye...
(pause)
He looked the man right in the eye.

16 INT. ADOBE HOUSE - DAY

BILLY RAY SMITH sits at a typewriter, unhappy with what he's written. He crosses a line out, types again, mumbles to himself. The room is filled with western novels, many being copies of the same titles: The Black Knight Rides and Return of the Black Knight.

BILLY RAY
(reading)
He looked the hombre right in the
eye...
(crosses out, types)
Kid Durango, thirsty from his ride,
looked the hombre right in the eye.
(sighs)
Parched from his ride across the
plains...

MANUEL (O.S.)
Senor Smith...

Billy Ray looks up from his work, a trifle annoyed. MANUEL is at Billy Ray's door, uneasy about interrupting.

MANUEL (CONT'D)
They are here.

BILLY RAY
Send them in. Made better time
than I thought.

TOAD (the driver) plows into the room, Publisher meekly behind him.

TOAD
That's thanks to me.

PUBLISHER
Toad here doesn't believe in going
around holes in the road.

TOAD
Slows you down.

BILLY RAY
You fellas must be thirsty.

(CONTINUED)

16 CONTINUED:

TOAD

I could stand a few beers.

BILLY RAY

Manuel, a couple beers for Toad here and a pot of tea for the two of us.

MANUEL

Si, Senor.

TOAD

I'll leave you two to your business. I gotta piss real bad.

Publisher winces at Toad's candor. Billy is used to it.

PUBLISHER

(after Toad exits)

So... Kid Durango in the flesh.

BILLY RAY

Truman was a much better writer than I am. I have to labor over--

PUBLISHER

Don't sell yourself short. Your new Kid Durango has sold more than all of his books combined.

BILLY RAY

Well, I kinda stretched the truth in a few places.

PUBLISHER

Good! That's what they want. You think people want to read about something ordinary? They get that at home. They'll part with a dime if you give them something unusual...

BILLY RAY

A black cowboy was unusual.

PUBLISHER

Please...

(sees the 1200 copies)

Nobody wants to read about a black cowboy.

BILLY RAY

Both Black Knight books were better written than my Kid Durango stuff.

(CONTINUED)

16 CONTINUED: 2

PUBLISHER

Nobody wants to read about a black cowboy who shoots people in the back.

BILLY RAY

That's how it happens.

PUBLISHER

Who cares? This is a business. You make these guys money, they'll publish you. But any more of this, (re: Black Knight books) you might as well go back to school teaching.

(opens briefcase)

Speaking of business...

(hands them to Billy)

Here's your royalties from last year. In two checks, as requested.

BILLY RAY

(flabbergasted)

Isn't this too much?

PUBLISHER

(smiling)

We may make mistakes, but we never make that mistake.

17 EXT. BUCKEYE, ARIZONA - DAY

A pitiful town. It looks like many western towns, just more motley. The wooden sidewalks need fixing, signs are falling down or rotting away. SUPERIMPOSE: BUCKEYE, ARIZONA. Even the horses look a little sickly. And the people aren't much better. Out a saloon door walks a goofy-looking dishevelled cowboy who looks like he just got laid. LOLA BELLE FLEUR leans out an upstairs window, face flushed, hair bedraggled.

LOLA BELLE

Next!

COWBOY

That's me.

LOLA BELLE

I get paid up front.

Cowboy struggles to get his money out, goes inside. Next door, SPIVEY IRICK walks out of the General Store with his wife, MABEL. They carry supplies. Mabel skips a step where the wood rotted through. They get in their wagon.

18 EXT. DIRT ROAD - DAY

Spivey and Mabel ride in their wagon.

MABEL

I got you some of that sarsaparilla
candy you like so much.

As she opens one, they see a body in the road. They stop.

SPIVEY

You stay here.

He gets down from the buckboard, bends to the stranger,
turns him over, finds that he's still alive. It's Jamie.

SPIVEY (CONT'D)

Mabel, the canteen.

While she gets down, Spivey leans closer to the man.

SPIVEY (CONT'D)

What happened?

JAMIE

El Diablo.

Spivey looks bewildered at this comment. Mabel arrives with
the canteen. Spivey pours water into Jamie's mouth.

JAMIE (CONT'D)

I'm from... Gillespie. El
Diablo... took the town... killed
everyone... except me.

Spivey looks incredulous.

19 INT. BUCKEYE'S SALOON - NIGHT

Everyone in town is here. Jamie is frail but better than
when we last saw him. A map of the Gila River is on an
easel. Towns along it are circled.

SPIVEY

Billy Ray Smith killed El Diablo.

JAMIE

I swear... this was El Diablo.

SPIVEY

But how...?

BARTENDER

Well, whoever he is, he must be up
to something along the Gila River.

(CONTINUED)

19 CONTINUED:

BARBER

(at map)

If they wiped out Gillespie... and we know something happened in Beaver Gulch and Eagle Pass... it looks like we're next.

JAMIE

(amidst hubbub)

They came in and just started shooting.

STOREKEEPER

We should call the Army.

JAMIE

There were Army men with him.

The group looks puzzled.

SPIVEY

We need Billy Ray.

Nobody knows what he's talking about.

SHERIFF

What kind of weapons did they have?

JAMIE

You name it, they had it.

(in tears)

They gunned people down in cold blood.

BARBER

Why?

SHERIFF

People have a right to live in peace, even if we have to kill to accomplish it.

BARTENDER

How we gonna do that?

SPIVEY

We need Billy Ray Smith. He'll know what to do.

STOREKEEPER

Who's Billy Ray Smith?

SPIVEY

Kid Durango.

A hush falls over the crowd. They've heard of Kid Durango.

(CONTINUED)

19 CONTINUED: 2

BARTENDER

You know Kid Durango?

Spivey Irick puts his arm around Mabel and nods.

20 EXT. OUTSIDE EL PASO - BILLY RAY'S HOUSE - DAY - BILLY RAY
faces a motley contingent from Buckeye, Spivey among them.

SPIVEY

Billy Ray, you gotta help us.

Spivey's contingent looks glum and dirty. Barber,
Storekeeper and Sheriff are with him.

SPIVEY (CONT'D)

It's El Diablo, Billy.

SHERIFF

He's massacring people in Arizona.

BILLY RAY

But he's dead. I killed him.

SPIVEY

(to group)

I told you.

BARBER

This one ain't dead.

STOREKEEPER

He's been taking over towns all
along the Gila River.

SHERIFF

We think he's coming after ours
next.

SPIVEY

We want to make our town safe for
our wives and kids. We just want a
place to live, Billy Ray. In peace.

BILLY RAY

Don't you have a sheriff?

SHERIFF

That's me.

BILLY RAY

(sees the man won't be
much help)

Oh.

(CONTINUED)

20 CONTINUED:

SPIVEY

He killed every man, woman, and
child in Gillespie four days ago.
We need to stop him.

BILLY RAY

What about the Army?

SHERIFF

They were there when Gillespie was
destroyed. They helped do it.

BILLY RAY

How many men does this 'El Diablo'
have?

SPIVEY

Jamie says at least twelve.

BILLY RAY

We could stop twelve.

(men seem gratified)

We'll put together something. I'll
get Thomas Van Leek.

The men don't know what he's talking about.

BILLY RAY (CONT'D)

(refers to his books)

Thomas Van Leek is the real
identity of The Black Knight.

(they don't know what
he's talking about)

The Black Knight? The cowboy in
the books? The black cowboy?

They're baffled. Billy grabs one of his 1200 books, shows
them.

BILLY RAY

I wrote two books about him.

Barber silently mouths, "why"?

STOREKEEPER

I read your Kid Durango books.
They're good.

BILLY RAY

Then you'd love The Black Knight.
Here. I'll autograph you a copy.
What's your name?

STOREKEEPER

That's all right.

(CONTINUED)

20 CONTINUED: 2

BILLY RAY
No, really. No charge.

STOREKEEPER
I don't think I have any room for
it in my saddlebag.

Billy Ray understands, nods to himself. Publisher walks in.

SPIVEY
We're desperate, Billy Ray.

PUBLISHER
Billy Ray--
(sees gathering)
Oh, sorry...

BARBER
We took up a collection.

STOREKEEPER
There ain't much money here... but
it's everything we could raise.

SHERIFF
We could make you mayor or
somethin' when it's all over...

BILLY RAY
You buy ammunition with that money.
I don't need it.

PUBLISHER
Wait a minute, Billy Ray... just
how much money--?

Barber repockets money faster than any human has ever moved.

BILLY RAY
It's not for writing. It's for
gunfighting. Now if you'll excuse
me, I gotta clean my gun...
(to himself, leaving)
... if I can find it.

STOREKEEPER
(once he's gone)
Think I shoulda taken his book?

SHERIFF
Most people in town can't read,
anyway...

(CONTINUED)

20 CONTINUED: 3

PUBLISHER

You can learn! You should each take a copy. I could get them for you for half-price.

BARBER

He offered 'em to us free.

PUBLISHER

(disapproving)

Oh.

21 EXT. NEW MEXICO - DAY - BILLY RAY

rides his white horse across the prairie. He's a competent rider, now, grown up a bit since we met him in El Diablo I.

22 EXT. MULE CREEK, NEW MEXICO - DAY

Billy Ray approaches a farmhouse. A man hammers on the front steps. We see it is THOMAS VAN LEEK. His horse, Rio, is tied nearby. SUPERIMPOSE: MULE CREEK, NEW MEXICO.

23 VAN LEEK

stops his hammering while he watches the horse ride up, finally recognizes Billy Ray. He smiles.

24 BILLY RAY

is all smiles, too. He dismounts, walks to Thomas.

VAN LEEK

Y'know, you don't look stupid anymore ridin' that thing.

BILLY RAY

You don't look stupid, either.

Billy Ray gives Thomas a big hug. He returns the gesture.

BILLY RAY (CONT'D)

Gettin' fat?

VAN LEEK

Abigail gets offended it I don't come back for seconds.

BILLY RAY

I'm finally gonna get to meet Abigail.

(CONTINUED)

24 CONTINUED:

VAN LEEK

She ain't here. She's in town.

He walks to Rio, pulls the cotton out of his ears, now that he's through hammering.

VAN LEEK (CONT'D)

You remember Billy Ray.

(to Billy Ray)

He's getting worse.

Rio and Billy Ray's horse renew their acquaintance.

VAN LEEK (CONT'D)

She just became the local doctor.

BILLY RAY

I thought she was a bartender.

VAN LEEK

Was. They played poker last month, and Doc McClellan was down on his luck, nearly out of cash... Abigail won. He's teachin' her now.

BILLY RAY

What's he gonna do?

VAN LEEK

Oh, he likes morphine too much. Hasn't been a real doctor for quite some time. Everyone's glad he lost.

BILLY RAY

She learn to play cards from you?

VAN LEEK

Who else?

BILLY RAY

Then I hope she doesn't get shot.

VAN LEEK

She's very good.

BILLY RAY

God, it's good to see you again.
Oh... almost forgot...!

Billy pulls out one of the checks he was given by Publisher, hands it to Van Leek. Thomas can hardly believe his eyes.

VAN LEEK

I think they got the decimal point in the wrong place. This says five hundred thirty dollars.

(CONTINUED)

24 CONTINUED: 2

BILLY RAY

That's right. They love those
white boys.

VAN LEEK

Hmmph. Still think that Black
Knight series was the best thing
you ever wrote.

BILLY RAY

(throws him a dime)

Here's your share of that income.

VAN LEEK

Well, this calls for a drink.
Let's go to town.

Billy Ray smiles. He loves this man.

25 INT. DOWNTOWN MULE CREEK, NEW MEXICO - DAY

This looks like a western town is supposed to. Everything
is clean, the wood is good, the horses and the people are
handsome. There's a livery stable, barber shop, bank,
saloon, doctor's office, claim office, telegraph office,
hotel, general store, blacksmith shop, and funeral parlor.

Thomas and Billy Ray ride into town. A stagecoach is in
front of the hotel. Passengers get off.

BILLY RAY

Looks like you're pretty settled
here, Thomas.

VAN LEEK

Boy, you should know by now I'm not
the settling type. I'm getting
more bored by the minute. I've
been here three months in a row.

(confidentially)

I'm beginnin' to go stir crazy.

BILLY RAY

I might be able to help you out.

Before they can proceed, Van Leek sits taller in the saddle.

VAN LEEK

Whoa.

He stops. Billy Ray stops, follows Thomas' line of vision.

26 THEIR POV - THREE JUVENILE DELINQUENTS

are huddled down by the wheels of the stagecoach. ZEKE MCCLELLAN, 15, loosens the hubcaps off the back wheel. PIGSTY POTTER, 16, stands guard. MILLIONAIRE VAN LEEK, 15, is black, with all gold teeth, wears a rebel hat. He removes the hubcap from the front wheel.

27 VAN LEEK

doesn't like what he sees. Billy Ray watches curiously as Thomas draws his pistol, fires it straight into the air.

The shot gets the attention of everyone in town. Rio snorts.

VAN LEEK
(to his horse)
Sorry, Rio.

Boys stop what they're doing, look to Van Leek, chastened.

MILLIONAIRE
Hey, Daddy.

BILLY RAY
(to himself)
'Daddy'?

Van Leek rides up to them as they stand. Passengers keep getting off, not knowing what took place. Billy follows.

VAN LEEK
What'd I tell you about that hat?

MILLIONAIRE
Aw, Daddy... the war's over.

VAN LEEK
I didn't take no rebel bullets so
some son of mine could parade
around in a confederate hat...!

Millionaire reluctantly takes it off.

VAN LEEK (CONT'D)
Zeke, your father know you're doin'
this?

LUIGI
No, sir. He's probably drunk, sir.

VAN LEEK
That has nothin' to do with this.
And Pigsty...

PROSPECT
Yes, sir.

(CONTINUED)

27 CONTINUED:

VAN LEEK
You know better than this.

PROSPECT
Yes, sir.

VAN LEEK
Millionaire, this is Billy Ray
Smith. Billy Ray, this is... my
son, Millionaire.

BILLY RAY
Pleased to meet you.

VAN LEEK
(embarrassed)
These are his friends.
(to Millionaire)
Where's your mother?

MILLIONAIRE
She's with the Doc. They're takin'
out somebody's somethin'-or-other.

Van Leek, Billy hitch their horses at the doctor's office.

VAN LEEK
You sit in the wagon till I come
back, hear?

MILLIONAIRE
Yes, sir.

Thomas and Billy Ray head up the stairs.

28 INT. DOCTOR'S OFFICE - DAY

DOC MCCLELLAN has a patient opened up on the table.
Beautiful ABIGAIL VAN LEEK assists him. The patient moans.

DOC
This here's the appendix.
(another moan)
Give him more of that morphine.
(as she obeys)
Not too much...!

ABIGAIL
What's the appendix do, anyway?

DOC
Hell if I know. Snip it right here.

(CONTINUED)

28 CONTINUED:

VAN LEEK
(enters with Billy Ray)
Abigail, meet Billy Ray Smith.

ABIGAIL
Can't right now... I'm cuttin'
somethin' out.

DOC
(watching her cut)
Good. Good. Not too far now...

Doc reaches for morphine, helps himself to a little,
shocking Billy Ray and Van Leek. He watches Abigail.

VAN LEEK
How long you gonna be?

ABIGAIL
(still cutting)
How long I gonna be?

DOC
Depends on whether there's
complications.

Abigail sneaks a quick look to Van Leek, goes back to work.

VAN LEEK
We'll be in the saloon.

ABIGAIL
Don't get drunk...!

BILLY RAY
(hears another moan)
Can he feel that?

DOC
(shrugs)
Can you feel anything?
(patient just moans)
See? He don't feel nothin'.

Billy Ray isn't so sure.

VAN LEEK
Come on.

The two leave. Abigail snips more, holds up the appendix.

DOC
Good! Good!

29 INT. VAN LEEK HOME - AT THE TABLE - SUPPER TIME

Van Leek, Abigail, Millionaire, Billy Ray. The men chow down. Billy tries not to stare at Millionaire's gold teeth.

ABIGAIL

More potatoes, Billy Ray?

BILLY RAY

Mmph. Thank you. This is great. Anyway, Spivey Irick... remember him from Independence?

(Thomas doesn't)

He took this mail order bride out in Buckeye, Arizona.

(turns to Abigail)

Anyway, his town... they want me and Thomas to help defend them against another El Diablo.

VAN LEEK

We killed El Diablo.

BILLY RAY

Not this one. He goes by the name El Diablo, too. I dunno. Ask him.

VAN LEEK

I will.

BILLY RAY

Then you'll do it?!

VAN LEEK

I didn't say that!

MILLIONAIRE

Can I come?

VAN LEEK

(startles everyone)

No!

MILLIONAIRE

I'm fifteen, daddy. I can make up my own mind now.

VAN LEEK

Not while you're living under this roof you can't.

MILLIONAIRE

Well, if I go with Billy Ray, I won't be livin' under this roof.

VAN LEEK

Don't talk back.

(CONTINUED)

29 CONTINUED:

MILLIONAIRE

How we gonna have a conversation if
I don't talk back?

VAN LEEK

We ain't gonna have a conversation.
Pass the meat.

She passes the meat. Billy peeks at Millionaire's mouth.

MILLIONAIRE

You're probably wondering about my
teeth, right? Mule did it.

ABIGAIL

Kicked him.

MILLIONAIRE

I was only ten.

VAN LEEK

That's no excuse.

MILLIONAIRE

No, sir. That's no excuse.

BILLY RAY

(killing awkward silence)
So... how did you two meet?

VAN LEEK

(to Abigail)
You tell it.

ABIGAIL

Well, we both worked for the same
gentleman in Philadelphia.

VAN LEEK

Don't tell that part.

ABIGAIL

Do you want to tell this...? We
were at this auction. Our mast--
(clears her throat)
Our employer was buying horses.

MILLIONAIRE

One of 'em was Rio.

VAN LEEK

Let your mother
talk.

ABIGAIL

Who's tellin'
this?

Millionaire smiles at Billy Ray. He's used to this.

(CONTINUED)

29 CONTINUED: 2

ABIGAIL (CONT'D)

Anyway, Thomas was real tall and handsome then.

VAN LEEK

I'm the same height now, Abby.

MILLIONAIRE

He had hair then.

VAN LEEK

Let your mother tell this story.

ABIGAIL

As the bidding got higher for this beautiful brown horse, here was Thomas, just there to give Mr. Winthrop a ride. He took one look at me...

VAN LEEK

She was just as pretty back then...

ABIGAIL

He wanted to impress me, so he started bidding on the horse.

BILLY RAY

I'm surprised they let you do that.

VAN LEEK

Why?

Billy Ray feels awkward... takes a drink, swallows.

ABIGAIL

Don't tease the boy. Fact was, they wouldn't have except Mr. Winthrop was so taken with Thomas for having the nerve to bid, he paid for the horse out of his money.

MILLIONAIRE

Daddy spent 12 years payin' him back.

ABIGAIL

And Thomas, who had never spoken to me before, asked me if I would ride Rio back to the house, since he was driving Mr. Winthrop.

BILLY RAY

So, how'd you get here? Out west.

(CONTINUED)

29 CONTINUED: 3

MILLIONAIRE

Civil War.

VAN LEEK

Nobody asked you.

(to Abigail)

Tell him.

ABIGAIL

When the Civil War broke out, Mr. Winthrop freed... he released all his employees. And he knew how much Thomas loved that horse.

VAN LEEK

I still had three years to go to finish paying him off.

ABIGAIL

But he just gave Rio to him and said, 'If you're fightin' for the Union, you'll want a horse'.

BILLY RAY

That's a wonderful story!

VAN LEEK

That ain't goin' in no book.

BILLY RAY

No, sir.

(changes subject)

So... you two've known each other for quite awhile.

VAN LEEK

Twenty-seven years.

ABIGAIL

Twenty-eight counting the entire year before Thomas could get up the nerve to speak to me.

VAN LEEK

How much is this town payin'?

BILLY RAY

Nothin'. They scraped together a little money. I told 'em to keep it and spend it on ammo.

VAN LEEK

Boy, you never tell people to keep their money.

(CONTINUED)

29 CONTINUED: 4

MILLIONAIRE

I think he did the right thing.

VAN LEEK

You stay out of this.

MILLIONAIRE

I'm goin' to Arizona, Daddy. It's boring around here.

VAN LEEK

Help your mother. That's not boring.

MILLIONAIRE

I don't wanna be cuttin' out people's guts.

VAN LEEK

Then you don't wanna go to Arizona, cuz that's what gunplay's all about... cuttin' out people's guts.

MILLIONAIRE

Daddy...

ABIGAIL

Thomas, maybe he's right.

Thomas can't believe she's saying this.

ABIGAIL (CONT'D)

There really is nothing to do around here.

MILLIONAIRE

Besides, these people need us.

VAN LEEK

They don't need kids.

MILLIONAIRE

I'm not a kid. I'm fifteen. And sometimes a man's gotta do what a man's gotta do.

VAN LEEK

No, he don't.

(to Billy)

Tell him.

(Billy Ray remains mute)

Well, tell him.

BILLY RAY

They do need help.

(CONTINUED)

29 CONTINUED: 5

MILLIONAIRE

I'm goin'.

He gets up, exits. Van Leek turns to Billy Ray.

VAN LEEK

This is my son we're talkin' about.

ABIGAIL

It's my son, too. I say it's time he was allowed to grow up.

VAN LEEK

There's growin' up and there's gettin' shot at. They're two different things.

ABIGAIL

Tell us what you think.

BILLY RAY

Well, I think deep down inside you believe like I do that some things are worth fighting for. And if Millionaire wants to join me, with your permission, it's OK with me.

VAN LEEK

Well, he don't have my permission.

They are at an impasse. Abigail saves the moment.

ABIGAIL (CONT'D)

We'll sleep on it.

VAN LEEK

Oh no, you don't. You ain't pullin' that woman stuff on me.

ABIGAIL

I would never do that. You're too smart for that.

VAN LEEK

Damn right I am.

30 EXT. A TRAIL IN NEW MEXICO WILDERNESS - DAY - BILLY RAY

and Millionaire ride down a trail. Millionaire wears his rebel hat, plays HARMONICA. He's trying a tune that sounds like Home On the Range, but isn't quite there.

(CONTINUED)

30 CONTINUED:

MILLIONAIRE
(singing)
Home, home on the Prairie...
(thinks)
Home, home on the field...

Just then, the group passes a deer and an antelope.

MILLIONAIRE (CONT'D)
Home, home on the field... where
the deer and the antelope play...

He plays a few more notes, sounding like "where seldom is heard". He tries it again. They ride on.

MILLIONAIRE (CONT'D)
Oh give me a place, where I wash up
my face...
(doesn't like it)
Oh give me a home...

Just then, the group sees some buffalo in the distance. Millionaire thinks about that.

MILLIONAIRE (CONT'D)
Where the buffalo roam...
(pause)
And the deer and the antelope
play...

A rattler makes his noise at them. Billy Ray draws his gun like lightning, blows away the snake.

MILLIONAIRE (CONT'D)
I coulda been killed!

BILLY RAY
But you weren't.

Millionaire puts away his harmonica, keeps his eyes open more sharply as they continue along the trail.

31 EXT. CAMPFIRE - NIGHT

Billy Ray and Millionaire are bedded down for the night. The fire is dying down.

MILLIONAIRE
You ever think about women?

BILLY RAY
Occasionally.

(CONTINUED)

31 CONTINUED:

MILLIONAIRE

What do you think about when you think about 'em?

BILLY RAY

I dunno. Specific women, I guess.

MILLIONAIRE

I mean what part of 'em do you think about?

BILLY RAY

I think about their mouths.

MILLIONAIRE

Not me. I think about their bosoms.

BILLY RAY

Everybody thinks about their bosoms.

(thinks)

I like the way they walk.

MILLIONAIRE

The way they walk...?

LUIGI

Sure... they're built different from us, they're gonna walk different.

MILLIONAIRE

I never noticed.

(standing to piss)

I'll be right back.

BILLY RAY

Careful of snakes...

MILLIONAIRE

(takes his gun)

I remember Lucinda Mae at a church picnic last summer...

Millionaire disappears into the bushes.

MILLIONAIRE (O.S.)

Now there's a bosom for ya.

He's quiet for a moment as he pees.

(CONTINUED)

31 CONTINUED: 2

BILLY RAY

(to bushes)

You know how sometimes they kinda
sway... and sometimes they kinda, I
dunno, wiggle...

1ST OUTLAW (O.S.)

Why'n't you wiggle out of that gun
afore ya get your head blown off?

Billy Ray is startled.

1ST OUTLAW (CONT'D)

Nice an' easy so nobody gets hurt.

The motley OUTLAW comes closer, gun pointed at Billy Ray as
he obeys and throws down his gun.

1ST OUTLAW (CONT'D)

Who you talkin' at?

BILLY RAY

Myself.

(a little too loud)

I always talk to myself.

1ST OUTLAW

Let's see what all you might be
carryin'.

Millionaire steps from the bushes with his gun aimed at the
Outlaw.

MILLIONAIRE

I don't think so. Why don't you
drop your gun so you don't get
shot?

(sees the man freeze)

Wait one more second and I'll blow
your brains out.

The man drops his gun immediately. Billy Ray scoops it up.
Millionaire walks up to the Outlaw.

MILLIONAIRE

Must be pretty stupid. One man
riding two horses...?

1ST OUTLAW

Y'know, I thought about that...

MILLIONAIRE

I believe what you were tryin' to
do is illegal.

(CONTINUED)

31 CONTINUED: 3

2ND OUTLAW (O.S.)
Depends what state you're in. Now
if you drop your gun, you won't
get blown full o' holes.

Now Millionaire and Billy Ray drop their weapons. 2ND
OUTLAW emerges from the bushes.

1ST OUTLAW
(to Millionaire)
Now who's the stupid one?
(to 2nd Outlaw)
Took you long enough.

2ND OUTLAW
You said the right fork. That was
the left fork.

1ST OUTLAW
Oh...

2ND OUTLAW
(sees Millionaire's
teeth)
Are those real?

MILLIONAIRE
No, sir. I had 'em put in when a
mule kicked me, sir. My first set
was just plain white.

1ST OUTLAW
He means is they real gold.

MILLIONAIRE
Oh, yes, sir.
(realizes that's a bad
answer)
I mean, they's gold in color... but
no, they ain't like real gold you
make like rings out of and such.

2ND OUTLAW
Lemme see.

He starts looking closer into Millionaire's mouth.

1ST OUTLAW
I want those teeth.

2ND OUTLAW
We divide the teeth. I saw 'em
first.

(CONTINUED)

31 CONTINUED: 4

1ST OUTLAW
(to Millionaire)
They come out pretty easy?

MILLIONAIRE
Nope.

2ND OUTLAW
Then we have to kill him.

VAN LEEK (O.S.)
I ain't through payin' for those
teeth yet.

At Van Leek's gesture, the two outlaws drop their guns.
Billy and Millionaire get them, scramble for their own guns.

BILLY RAY
What're you doin' here?

VAN LEEK
Before we get to chit-chat, let's
make sure there ain't no more
outlaws still in the bush.

2ND OUTLAW
There's only the two of us.

VAN LEEK
You expect me to believe you?

1ST OUTLAW
He steals. He don't lie.

VAN LEEK
Tie 'em up.

Millionaire and Billy Ray tie the outlaws together.

BILLY RAY
What made you change your mind?

VAN LEEK
I got to thinkin'...
(long pause)
I figured I'd end up havin' to come
to Bear Claw--

BILLY RAY
That's Buckeye.

(CONTINUED)

31 CONTINUED: 5

VAN LEEK

Whatever. I figured I'd either have to come retrieve your bodies or come help you fight this 'El Diablo'. You'd think he could come up with another name.

(to the outlaws)

Now you men have a choice. You can join us in fighting this El Diablo, or you can die here.

1ST OUTLAW

Not a good choice.

2ND OUTLAW

Can we think about it?

BILLY RAY

You know this guy?

1ST OUTLAW

I got a cousin goes by the name El Diablo.

VAN LEEK

Nice family. Choose.

1ST OUTLAW

(distressed)

I can't fight my cousin.

2ND OUTLAW

I can. I'll come with ya.

VAN LEEK

Try anything funny and I'll shoot you anyway.

(to 1st Outlaw)

Well...?

1ST OUTLAW

I guess you'll have to shoot me.

Nobody was expecting this.

2ND OUTLAW

I think he's right. He fights his cousin, he's in deep trouble with his mother.

BILLY RAY

This is ridiculous. We should just let him go.

(CONTINUED)

31 CONTINUED: 6

VAN LEEK

And let him ride to El Diablo with
the news there's a band of
gunfighters going to stop him?

No one says it, but if this is a 'band of gunfighters', this
town's in trouble. Van Leek puts gun to 1st Outlaw's head.

MILLIONAIRE

Daddy, maybe we oughta talk about
this.

VAN LEEK

Shut up. You wanted to come on
this trip. This is what you get.

1ST OUTLAW

Would you please stop talking and
just shoot me?

BILLY RAY

Don't you want a last request or
something?

MILLIONAIRE

I could play him a tune.

VAN LEEK

Forget it. We'll all be waitin' to
get shot if you start playin'.

MILLIONAIRE

Couldn't you lie and say you'll
fight with us and just don't do it?

VAN LEEK

Millionaire, butt out.

MILLIONAIRE

You can't just shoot a man in cold
blood.

VAN LEEK

He robbed you.

BILLY RAY

He tried to rob us.

MILLIONAIRE

He didn't succeed.

1ST OUTLAW

Just get it over with.

MILLIONAIRE

You can't do it, Daddy.

(CONTINUED)

31 CONTINUED: 7

VAN LEEK

Shut up!

2ND OUTLAW

One thing I'll say about Pedro...
he's honest.

MILLIONAIRE

How can you kill an honest man?

VAN LEEK

An honest man doesn't rob people.

BILLY RAY

Maybe we can--

BLAM! Van Leek ends discussion, shoots the man in the head.

VAN LEEK

Now bury him and let's get out of
here.

Nobody else says a word. Van Leek feels awful.

VAN LEEK (CONT'D)

Untie them.

Millionaire stares at the dead man as Billy Ray moves to
untie the other outlaw.

VAN LEEK (CONT'D)

Give him back his gun. He tries
anything, shoot 'im.

Van Leek gets on Rio, pulls the cotton out of his ears, and
starts to ride off. Millionaire comes up to him, whispers.

MILLIONAIRE

You murdered that man in cold
blood.

VAN LEEK

I had no choice. He woulda told
his cousin. Anyway, you read too
many dime novels.

(sees Billy Ray about to
speak)

And you write too many.

MILLIONAIRE

I ain't ridin' with any man who
shoots another man in cold blood.

VAN LEEK

Good. Tell your mother I should be
back in about two weeks.

(CONTINUED)

31 CONTINUED: 8

Billy Ray and Millionaire exchange looks. Millionaire has no choice but to get on his horse and ride out alone.

BILLY RAY
You were kinda hard on him.

VAN LEEK
Woulda been a lot harder if I
hadn'ta showed up, now wouldn't it?
(to Rio)
H'yah!

He and the surviving outlaw ride ahead. Billy Ray urges his horse to follow.

32 CLOSE ON MAN'S HEAD IN THE SAND

The MAN looks thirsty, beaten, haggard, hair dishevelled. He's being tortured.

EL DIABLO (O.S.)
What's the population of Buckeye?

MAN
I ain't sayin' another word till I
get somethin' to drink.

CAMERA REVEALS EL DIABLO sitting in shade in front of this suffering man. He is surrounded by his men, including Luigi, Belizaire and Lester. He picks up a handful of sand, brings it to the Man's mouth, gestures that he is about to toss the sand in his mouth.

MAN (CONT'D)
Twenty-five.

EL DIABLO
How many women and children?

MAN
Can't I please have drink?

El Diablo gestures for a canteen. Luigi brings him a full one. He takes off the cap.

EL DIABLO
How many women and children?

MAN
(eyeing the water)
No kids... two women. One's
married...

El Diablo drinks out of the canteen, hands it to Lester.

(CONTINUED)

32 CONTINUED:

EL DIABLO

(to Lester)

What about the Army?

LESTER

I've been sending reports that Indians are skirmishing nearby. We don't want an outright attack, or we'd have to mobilize. But if I tell them it's just a handful of redskins acting up, they'll let me handle it.

MAN

Please... I need water.

El Diablo kicks sand in the man's face. He tries to spit it out. The men are all amused at this. They start to laugh. Belizaire whispers to El Diablo. He likes the suggestion. Both men smile evil smiles. The Man looks afraid.

EL DIABLO

Give him water.

Lester takes the top off the canteen. The Man drinks voraciously. Belizaire undoes a jar of honey. While Lester feeds the Man water, Belizaire begins to pour honey all over the Man's head.

EL DIABLO (CONT'D)

Man does not live by water alone.
You need sustenance.

He laughs as he gets up, mounts his horse. Lester takes the canteen back. The other men mount up, and the group starts to ride off under the bright sun.

MAN

Don't leave me here!

EL DIABLO

You will not be alone for long.

They all laugh and ride off. CAMERA MOVES to an ant walking toward the man's head. He sees it.

MAN

No...!

The ant is followed by others. A long line of them heads for the honey-covered Man.

MAN (CONT'D)

Don't do this...!

33 EL DIABLO

rides with Luigi, Belizaire and Lester. The others follow. In the b.g., the Man can be heard screaming horribly. These desperadoes don't look back. They've already forgotten him.

LESTER

This town should be easier than Gillespie was.

EL DIABLO

I hope so. Did he say only one of the women was married?

BELIZAIRE

One. Yes.

LUIGI

Me, I prefer them married.

El Diablo smiles. In the b.g., the Man continues screaming.

34 APPROACHING CAVERNS - VAN LEEK, BILLY RAY AND THE OUTLAW

ride like cowboys ought to, halt when they come to a shack. There's an outhouse nearby.

VAN LEEK

This is it.

BILLY RAY

Buckeye?

VAN LEEK

No! Risible Roy's place. Didn't I tell you about Risible Roy?

BILLY RAY

No.

BLAM!

Before he knows what hit him, the Outlaw gets it in the forehead, dies instantly, tumbles off his horse. Billy Ray and Van Leek jump off their horses, hide behind rocks.

VAN LEEK

That must be him.

BILLY RAY

Not too friendly.

(CONTINUED)

34 CONTINUED:

VAN LEEK

I forgot, he likes you to give him some notice. He doesn't get much company out here, what with all that dynamite.

(gets Rio's ear plugs)

Cover me.

BILLY RAY

What dynamite?

VAN LEEK

(runs to Rio, plugs him)

I figured we could cut him in on this deal and he could supply us with all the dynamite we'd need to defend this town.

BILLY RAY

What deal? We don't have a deal.

VAN LEEK

Well don't tell him that, or he won't help us.

RISIBLE ROY (O.S.)

Get out of here!

VAN LEEK

It's me... Thomas Van Leek!

Silence.

VAN LEEK (CONT'D)

From Gettysburg...?

(to Billy Ray)

He took all his dynamite from the Union Army after the War.

(pause)

Roy?!

The outhouse door opens, and an old man, RISIBLE ROY, 70, comes out, finishes buckling his pants, carries a rifle.

RISIBLE ROY

I thought you was outlaws!

VAN LEEK

Good guess. You hit the one of us who was.

RISIBLE ROY

Just lucky.

(CONTINUED)

34 CONTINUED: 2

VAN LEEK

Roy, this here's Billy Ray Smith,
also known as Kid Durango.

RISIBLE ROY

(no reader)

Well, if he's a friend of yours, he
can come in... except don't go in
the house... not now.

VAN LEEK

What's the matter?

RISIBLE ROY

Full o' dynamite. It rained here
like a sumbitch last month, so I
had to dig it all up and move it
so's it wouldn't rot. Harry and I
I ain't found a new place for it
yet, so it's in there... otherwise
I'd offer you some coffee.

(to Billy Ray)

Lifetime supply in there, y'know.
Dynamite, not coffee.

Billy Ray smiles.

BILLY RAY

Nice place you got here.

He goes to shake hands with Risible Roy, knocks Roy's rifle
down, which falls, accidentally goes off, shoots the shack,
which BLOWS sky high.

The three men hit the dirt, and debris falls all around
them, the 'rain' seemingly lasting forever.

BILLY RAY (CONT'D)

Did I do that?

Roy just stares at what used to be his house, watches the
smoke clear. Van Leek can't believe his eyes. The two men
look at Billy Ray until he grows uncomfortable.

BILLY RAY (CONT'D)

Sorry.

The men keep staring.

VAN LEEK

Do you have another stash of that
stuff somewhere?

RISIBLE ROY

That was everything.

(CONTINUED)

34 CONTINUED: 3

Billy Ray really feels bad. Van Leek and Roy stare at him.

VAN LEEK

Where's Harry?

RISIBLE ROY

Good question. Last I saw he was in that house.

Billy Ray looks shocked. So does Van Leek.

RISIBLE ROY (CONT'D)

'Course, that was three days ago. I think he's on his way to California by now.

(laughs as Billy Ray gets his pulse back)

Got you there, young feller! What's this about defending a town?

VAN LEEK

Well, there's this character called El Diablo.

BILLY RAY

Who's different from the other El Diablo. The one we already killed.

RISIBLE ROY

I ain't heard of neither gentleman. I don't get out much. I think I'm seventy years old now.

BILLY RAY

You don't look it.

RISIBLE ROY

Maybe I'm not. I forget.

VAN LEEK

Anyway... he's taking over town after town up to Gila River. We want to stop him.

RISIBLE ROY

Why?

BILLY RAY

It isn't nice to take over towns. He's killing peop--

RISIBLE ROY

No, I mean why is he taking over these towns?

Billy Ray and Van Leek are stumped. They shrug.

(CONTINUED)

34 CONTINUED: 4

RISIBLE ROY (CONT'D)
Well, there's got to be a reason.

VAN LEEK
We wanted to use some of your
dynamite.

RISIBLE ROY
(dirty look to Billy)
Don't got none.
(looks around)
I'll ride with ya, though.

BILLY RAY
You don't have to do that.

RISIBLE ROY
What would you do if somebody
blew up your home? I don't have
much choice now.

Billy Ray wants to crawl in a hole and die.

35 EL DIABLO'S CAMPIRE - NIGHT

El Diablo sits around the fire with Belizaire, Lester and
Luigi. They are interviewing BART about riding with them.

LUIGI
What would you do if you came
across an old lady with a purse
containing twenty dollars? Would
ya a) shoot her and take the money?
b) have her hand over the money and
not shoot her? or c) have her hand
over the money and then shoot her?

BART
(thinks)
Well...

EL DIABLO
You don't have this long to think.
You'd be dead by now.

BART
A. I'd shoot her and take the
money.

The banditos are not impressed with his slow response.

(CONTINUED)

35 CONTINUED:

LESTER

What if you were to ride into a town, see three lawmen with their guns drawn? Would you a) assume they're out to get you and ride away before they could shoot? b) ride up and act like nothing was wrong? or c) shoot all three of them first, then dismount and go have a beer?

BART

(answering quickly)

I'd shoot 'em. C.

EL DIABLO

Not knowing if there were others in the saloon?

Bart assumes he's answered incorrectly, grimaces.

BELIZAIRE

You're walking with a young woman. You suddenly decide you want to have your way with her. Do you a) sweet talk her and ask her to marry you? b) draw a knife and force her to do whatever you say? or c) suggest a nice romantic dinner somewhere?

BART

B.

(tries to read their
disapproving faces)

No, A. I mean C.

EL DIABLO

Which is it?

BART

Uhm,

(pause)

I don't usually go out with women.
I mean, not in a long time.

El Diablo is not impressed.

EL DIABLO

OK. Never mind that. Put your hand in the fire and hold it there for twenty seconds, and you're in.

BART

I made it?

(CONTINUED)

35 CONTINUED: 2

EL DIABLO

You made it to the last test. In the fire.

Bart gingerly extends his left hand toward the fire.

EL DIABLO (CONT'D)

You shoot with your right hand, don't you?

BART

Yeah. That's why I assumed you wanted me to...

EL DIABLO

Don't assume anything. Right hand.

Bart gulps, puts his right hand into the fire. He starts sweating, pulls it out immediately, laughs nervously.

BART

It's hot.

EL DIABLO

It's a fire.

BART

Does everybody have to do this?

EL DIABLO

It's a new test. We were getting too many people in our gang.

Bart puts his hand back in the fire, suffers miserably as his flesh sizzles. The other men enjoy the show.

LUIGI

... Three... four... five...

BART

Can't you count faster?

LUIGI

He wants me to count faster.

El Diablo nods his assent.

LUIGI (CONT'D)

(faster)

One, two, three, four, five...

BART

He's starting over?

EL DIABLO

You wanted him to go faster.

(CONTINUED)

35 CONTINUED: 3

LUIGI
(still counting)
Nine, ten, eleven...

Bart suffers horribly, but he wants to ride with El Diablo, keeps his hand in the fire. The others watch, amused.

LUIGI (CONT'D)
(still counting)
...fourteen, fifteen, sixteen,
seventeen, eighteen...
(watches the man suffer)
nineteen, twenty.

Bart pulls his hand out of the flame. It's scorched.

PROSPECT
Now what?

EL DIABLO
We can't use you. Your shooting
hand is all burned.

Bart realizes he's been tricked, like lightning draws his gun with his left hand.

BLAM!

Bart blows Luigi away with a shot to the head. The others have their guns pointed at Bart.

BART
Seems to me you can use somebody
fast.
(spits on dead Luigi)
I count faster, too.

El Diablo hands Bart Luigi's unfinished coffee.

EL DIABLO
You must be thirsty.
(as Bart drinks)
Somebody bury Luigi.

Lester and Belizaire put their guns away, scurry to their colleague. El Diablo raises his coffee cup to toast Bart.

36 EXT. OUTSIDE BUCKEYE, N.M. - DAY - VAN LEEK, BILLY AND ROY
ride across the plains, halt and look ahead.

BILLY RAY
S'pose that's Buckeye?

VAN LEEK
Hope not.

37 THEIR POV - BUCKEYE, NEW MEXICO

It doesn't look like much, and part of what's there is burning. Black smoke billows into the air.

38 THE MEN

sit taller in their saddles, start to ride into town to help. Van Leek is skeptical.

BILLY RAY

Hee-yah!

39 EXT. BUCKEYE, NEW MEXICO - THE CHURCH

is in flames. All citizens are out to watch. A pitiful bunch: Spivey, Mabel, Bartender, Jamie, REV. JOHN BRISLING. He's the only one trying to put out the fire, keeps running back and forth to a watering trough with a wooden bucket, pours it on the fire. It's like spitting in the wind.

Barber, Storekeeper, and Sheriff just staring when the group rides up.

VAN LEEK

What's goin' on?

SPIVEY

Fire.

The three newcomers absorb this big news.

JOHN

(throws on a bucket)

Won't somebody help me?!

BILLY RAY

You won't save the church.

VAN LEEK

Best thing's to keep it from spreadin' to the rest of the town.

(to Risible Roy)

Empty that wagon.

(looks to river landing)

Let's fill it at the river and douse this building over here.

BILLY RAY

(to Spivey and others)

Get more wagons!

Roy runs off. The others stare at Van Leek as he works. They don't move.

(CONTINUED)

39 CONTINUED:

SPIVEY

Come on! You heard him!
(sees their problem:
racism)
He ain't gonna bite.
(they don't budge)
I know him.

SHERIFF

Come on, boys. The man's right.

Townspeople begrudgingly start to help. Meanwhile, Rev. Brisling runs back with a bucket, throws it on the fire.

BILLY RAY

How'd it start?

JOHN

We're not sure. I kicked a man out of church school last week for drinking while I was trying to teach adults to read. He was seen around here early this morning.

BILLY RAY

I used to teach...

Lola Belle sidles up to Billy, plays with his bolo tie.

LOLA BELLE

I bet you were a good teacher.

John recognizes this behavior, runs off for another bucket.

BILLY RAY

I wasn't...
(voice squeaks)
I wasn't bad.

VAN LEEK

Out of the way, boy.

A wagon full of water rides by. Men douse the next building.

BILLY RAY

I gotta help.

He runs off, helps the men. Lola Belle has her eye on him.

40 BILLY RAY

works next to Van Leek, helps douse the building.

VAN LEEK

I don't know why we're doin' this.

(CONTINUED)

40 CONTINUED:

BILLY RAY
What do you mean?

VAN LEEK
We should let the whole place burn
down. It'd look better.

Billy Ray throws more water on the building.

41 INT. BUCKEYE, ARIZONA SALOON - DUSK

The smoldering embers of the church can be seen outside.
The place is raucous. Everyone from town is here, and
they're all talking at once. Billy Ray wants to talk.

SPIVEY
Quiet down!

BARBER
You heard him. Shut up!

But nobody hears anybody. They keep chattering. Billy Ray
and Van Leek look frustrated. Bartender grabs a six-gun
from a nearby holster, FIRES it into the air.

VOICE (GUS) (O.S.)
Ow...! Watch it!

As everyone quiets down. Bartender feels foolish.

BARTENDER
Why didn't you tell me Gus was up
there?

SHERIFF
I sent him up there to keep watch.

BARTENDER
Ya should tell somebody.

VAN LEEK
Now that we have your attention--
Billy Ray wants to say somethin'.

Billy Ray stammers. Lola Belle watches his every move.

BILLY RAY
Several of us aren't gonna be alive
when this is all over.

UNDERTAKER
Then maybe we should let him have
the damn town. We can start
another town.

(CONTINUED)

41 CONTINUED:

This starts the chattering again. Van Leek FIRES into the air, careful not to hit anyone. Everyone grows quiet.

VAN LEEK
He means some of us might die
defending this town.

ROAD AGENT
Not me.

VAN LEEK
You start another town, he'll find
you there, sooner or later.

VOICE (O.S.)
I ain't takin' orders from no
slave.

Billy Ray and Van Leek look out over the crowd.

BILLY RAY
Who said that?

Nobody speaks up.

VAN LEEK
I'm all too happy to turn around
and go home.

RISIBLE ROY
If he does, we go with him.

SHERIFF
He didn't mean it.

BILLY RAY
Who didn't mean it?

VAN LEEK
Some chickenshit lily-livered gob
of spit didn't mean it.

No one says anything. They wait. Still, nobody responds.

RISIBLE ROY
No, I think it was some sissiphied
bucket o' puke didn't mean it.

Still, no one speaks.

SHERIFF
I think that settles that.

Van Leek relaxes a bit, used to this kind of thing.

(CONTINUED)

41 CONTINUED: 2

BILLY RAY
(changing the subject)
We have to take a stand.

Lola Belle winks. Billy Ray doesn't know how to respond.

BILLY RAY (CONT'D)
The main thing I wanna get across
is that we have to fight, and fight
hard.

Lola Belle is flirting with Billy Ray.

VAN LEEK
And dirty.

SHERIFF
I'm not gonna fight dirty.

VAN LEEK
You fight dirty or you die clean.
That's up to you.

BARTENDER
What do you mean 'dirty'?

VAN LEEK
I mean shoot 'em in the back when
possible, and shoot first.

MABEL
What if we can't shoot?

RISIBLE ROY
We'll teach ya to shoot.

BILLY RAY
(indicating Van Leek)
He taught me.

Lola wants to teach Billy Ray a few things. He blushes.

VAN LEEK
Tonight, we gotta get ready for
this El Diablo to attack. Meet
back here in one hour, and bring
every gun you got. Any questions?

The townspeople look pitiful. No one speaks. Finally,

BARTENDER
What if he don't come?

JAMIE
He'll come. He came to my town.

(CONTINUED)

41 CONTINUED: 3

LOLA BELLE
Will you teach me how to shoot,
Billy Ray?

She doesn't look like she means what he's talking about, but
he nods dutifully.

42 INT. BILLY RAY'S HOTEL ROOM - NIGHT - BILLY RAY

is writing in his journal when there is a KNOCK on the door.

BILLY RAY
Yeah.

The door opens. Lola Belle sticks her head in.

LOLA BELLE
Mind if I come in?

Billy Ray stands quickly, not sure what the right protocol
is, but not wanting to offend Lola Belle.

BILLY RAY
Not at all. Please.

Lola Belle comes in, looks around.

LOLA BELLE
They gave you the Wabash room.

BILLY RAY
Wabash room? Why's that?

LOLA BELLE
Ed Wabash was shot in this room.
(runs her fingers along a
mantel)
I like this room.

BILLY RAY
Why was he shot?

LOLA BELLE
His wife shot him. He was foolin'
around on her, an' she found out.

BILLY RAY
That's kind of extreme.

LOLA BELLE
I thought so. You married?

BILLY RAY
No.

(CONTINUED)

42 CONTINUED:

Lola Belle sits on Billy Ray's bed.

LOLA BELLE
Comfortable bed.

BILLY RAY
I like it.

LOLA BELLE
I like it, too.
(sees him at attention)
What are you afraid of?

BILLY RAY
Well, I don't like grizzly bears.
I'm not particularly fond of
gunfights--

LOLA BELLE
I mean now.

BILLY RAY
(swallows)
Now?

LOLA BELLE
You think I'm pretty?

BILLY RAY
Uhm... well... yes. I think you're
beautiful, as a matter of fact.

LOLA BELLE
Then come and sit next to me.

Billy can't believe this is happening, sits gingerly next to
Lola, doesn't know what to do next. She takes his arm, puts
it around her.

LOLA BELLE (CONT'D)
Now we fall backwards... like this.

She leads the way, and the two fall backwards on the bed.
Billy lies as though he were still sitting up. He's stiff,
scared, clears his throat. Silence. Lola looks curious.

LOLA BELLE (CONT'D)
You're not like most men, are you?

BILLY RAY
I dunno. What are most men like?

LOLA BELLE
Most men would be all over me by
now. You... you're a gentleman.

(CONTINUED)

42 CONTINUED: 2

BILLY RAY
(stiffly)
Thank you.

LOLA BELLE
You can kiss me if you want.

BILLY RAY
Thanks.

He doesn't. She waits. They sit there.

LOLA BELLE
Don't you want to?

BILLY RAY
Oh, sure...!

LOLA BELLE
Well...?

Billy Ray sighs. He isn't sure what to do, where to start. Lola puts her head closer to him, closes her eyes, purses her lips. He pecks them. She's disappointed.

LOLA BELLE (CONT'D)
That was like a schoolboy.
(kisses him better; he
responds)
There.

Billy Ray blushes.

LOLA BELLE (CONT'D)
What'd you think of that?

BILLY RAY
Good.

LOLA BELLE
Want another one?

BILLY RAY
Okay.

She kisses him again. Finally, she breaks.

LOLA BELLE
You can touch me.

Billy stares at her, musters his courage, sticks out his finger, touches her shoulder. She realizes he's really ignorant, takes his hand, puts it on her breast. Billy Ray is paralyzed with mortification.

(CONTINUED)

42 CONTINUED: 3

LOLA BELLE (CONT'D)
Do you like women?

BILLY RAY
(hand still on her breast
like a bird dropping)
I like women fine.

LOLA BELLE
Then show me.

She kisses him hard. He doesn't know what to do with his hand, figures he'd better get it off her breast, puts it in his pocket.

BILLY RAY
What's your name?

LOLA BELLE
Lola Belle. Lola Belle Fleur.

BILLY RAY
I'm Billy Ray Smith.

LOLA BELLE
I know. You're also Kid Durango,
right? Spivey told me.

BILLY RAY
You've heard of Kid Durango?

LOLA BELLE
I have all the books.

BILLY RAY
You've got the early ones?

LOLA BELLE
Volume One on.

Billy Ray stares at this woman with new respect. Lola notices his hand in his pocket, pulls it out, holds it.

LOLA BELLE (CONT'D)
We gonna be friends?

BILLY RAY
(swallows)
OK.

Lola turns out Billy Ray's light, says her last line in the dark.

LOLA BELLE
Then give me another kiss. And
relax...

(CONTINUED)

42 CONTINUED: 4

Kissing sounds. The light comes back on.

LOLA BELLE (CONT'D)
What is it?

BILLY RAY
Forgot to feed my horse.

Billy Ray gets up, leaves. Lola Belle looks exasperated.

43 EXT. EL DIABLO'S CAMPFIRE - NIGHT - EL DIABLO
watches Lester and others finish cleaning the gattling gun.

EL DIABLO
You missed a spot.

Lester sees where El Diablo points, goes back with a rag.

EL DIABLO
I like this name:
(savors it)
El Diablo. Rolls off the tongue.

BART
What's it mean?

BELIZAIRE
The Devil. It's Spanish.

LESTER
His cousin had the name before he
was killed... South of the Border.

EL DIABLO
That's because he didn't think.
You have to have a plan.

BART
What's our plan?

EL DIABLO
(to Belizaire)
Show him.
(Belizaire gets out map)
When you control an entire river,
you control its farming, its
ranching, its mining, its taxes...
its trade. That's how you make
money.

He twirls his pistol cylinder, looks down the barrel.

44 EXT. BUCKEYE MAIN STREET - NIGHT - VAN LEEK AND ROY

supervise setting up combat stations around town and in the tunnels below Buckeye. Storekeeper works on a rig with moving mannequins. Others set up hats propped on sticks.

VAN LEEK

Since ammo's limited, shoot once, unless you're sure you've got a hit if you shoot again, then run to your second station, shoot once, then run to your third station.

RISIBLE ROY

We have to give them the impression there's lots of people here.

Undertaker bobs up from a tunnel under Main Street.

UNDERTAKER

What if they shoot back?

VAN LEEK

Oh, they'll shoot back. Your job is to duck.

(to everyone)

We can't afford to lose many people.

RISIBLE ROY

(to Bartender)

Are you sure we don't have any dynamite? How do you mine?

BARTENDER

Ran out last April. We was supposed to get some in this month.

The townspeople try to take this in. Confidence is not high.

45 INT. A TUNNEL IN THE MINE - BILLY RAY

gives shooting lessons to Lola Belle, Mabel. Spivey watches.

BILLY RAY

Now one thing to remember is not to get so excited that you forget to take the safety off.

LOLA BELLE

Are they always so long and hard?

BILLY RAY

(blushing)

Ah, no... sometimes people carry derringers.

(CONTINUED)

45 CONTINUED:

Lola Belle shoots, hits her target, seems pleased. Billy Ray, Spivey and Mabel seem amazed.

SPIVEY
(to Mabel)
Beginner's luck.

He takes a shot, hits his target, hands the gun to Mabel.

SPIVEY (CONT'D)
Now you try.

MABEL
I don't know.

BILLY RAY
Just remember to squeeze the trigger.

Blam! Movement down the tunnel in the dark.

VOICE (DOC)
Ow!

ROAD AGENT
She hit Clem in the foot!

BILLY RAY
Get a doctor!

SPIVEY
He is the doctor.

Billy Ray looks helpless.

46 EXT. EL DIABLO'S CAMPFIRE - NIGHT - EL DIABLO
perks up at the distant sound of gunfire.

EL DIABLO
What are they doing?

BELIZAIRE
Shooting.

EL DIABLO
Thank you. At what?

LESTER
Maybe they're practicing.

(CONTINUED)

46 CONTINUED:

BART

I hope so. I hope they practice
until they are all out of bullets.
Then we just walk into town and
take it, not a shot fired.

EL DIABLO

What fun is that?

BART

(realizing his faux pas)
I was just kidding. Really.

EL DIABLO

I hope so.
(to Belizaire)
Imagine taking a town without
killing anyone.

The other men cannot imagine such a thing, shake their heads
in scorn at Bart's bad 'joke'.

47 INT. BILLY RAY'S HOTEL ROOM - NIGHT - BILLY RAY

types madly when we hear a KNOCK. He ignores it, continues
typing. Another KNOCK. He ignores that, too. Door knob
jiggles gently, someone trying to get in. Billy Ray pays no
attention, keeps working. The attempt becomes stronger.

LOLA BELLE (O.S.)

Billy Ray, I know you're in there.

Soon the door is being battered. Billy, not hearing Lola,
pauses for the right word, gets up, goes to a dictionary.

BILLY RAY

(to himself)

Acrimony...

Billy Ray looks up the word while his door is being torn
from its hinges, revealing Lola Belle, breathing heavily.

LOLA BELLE

Why didn't you answer me...?

But Billy Ray is paying no attention, keeps turning pages.

BILLY RAY

(to himself)

Beatific...

Lola insinuates herself directly in front of Billy Ray.

LOLA BELLE

Can I talk to you for a minute?

(CONTINUED)

47 CONTINUED:

Billy looks up, sees Lola for the first time, is startled.

BILLY RAY

How'd you get in?

(sees splintered door)

Who did that?

LOLA BELLE

(shrugs)

I found it like that. Billy Ray,
I've gotta say something. Now you
may not be ready for this, but hear
me out. I've known a lot of men...

RANDY COWBOY

(at broken door)

There you are.

Billy Ray thinks the man's talking to him.

LOLA BELLE

I'm busy.

RANDY COWBOY

Don't give me that.

LOLA BELLE

Can't ya see I'm talkin'?

RANDY COWBOY

I been lookin' at nothin' but cows
for sixty days. I got the money.
I want my money's worth.

BILLY RAY

Do you mind waiting outside?

LOLA BELLE

I'll handle this--

RANDY COWBOY

Fella, I'm buyin' her; she's mine.

Cowboy grabs Lola by the arm. She struggles in vain to get
free. Billy tries to help her, gets pushed to the floor.
Man starts off with Lola Belle. Billy hurries to his feet.

BILLY RAY

Leave her alone.

RANDY COWBOY

Get yourself another whore. This
one's mine.

(CONTINUED)

47 CONTINUED: 2

BILLY RAY
(draws his gun)
I said let her go...!

The man stops struggling with Lola Belle, lets her loose.

LOLA BELLE
No... don't do this!

RANDY COWBOY
Out of the way. This kid drew his
gun... let's see if he's prepared
to use it.

He stands, as if ready to get shot.

BILLY RAY
Keep your money. This lady just
retired.

Lola looks shocked, wonders who gave Billy the right to
speak for her.

RANDY COWBOY
Look, kid. You drew that thing.
You're gonna have to shoot me or
shut up. Okay?
(to Lola Belle)
Come on, darlin'.

Billy Ray FIRES an inch from the man, who is scared, but
doesn't change his tack.

RANDY COWBOY
(to Lola)
I said come on.

LOLA BELLE
Billy Ray, don't. He ain't worth
it.

BLAM! Billy Ray FIRES another bullet inches from the man.

BILLY RAY
I said leave her.

RANDY COWBOY
I won't say it again. You're gonna
have to shoot me to stop me. And I
don't think you have the guts.
Come on, pretty gal. I'm gonna
teach you a few things.

BLAM! Billy Ray shoots the man in the foot. The man looks
betrayed and astounded.

(CONTINUED)

47 CONTINUED: 3

RANDY COWBOY (CONT'D)
Damn! What'd ya do that for?!

Man shoots Billy a pained stare. Lola runs to Billy's side. Her movement momentarily distracts him, and the man goes for his gun, but it's shot out of his hand from behind.

48 VAN LEEK

steps forward, gun smoking. Cowboy tries to get it. Van Leek shoots it away from him, then shoots him in the other foot.

VAN LEEK
There. Now ya won't limp.

Cowboy sits down on the stairs, bumps his way out of the scene on his rear-end. Van Leek smiles to Billy Ray.

VAN LEEK (CONT'D)
(to Billy Ray)
Can I have a word with you?

LOLA BELLE
Who do you think you are telling my customers I'm retired?

BILLY RAY
That ain't a fitting job for you.

LOLA BELLE
You got somethin' better?

VAN LEEK
(while Billy Ray thinks)
I need to talk with you.

Billy Ray looks to Lola Belle, who glares back.

LOLA BELLE
I can't afford to quit.

BILLY RAY
That's no way to make a livin'.

LOLA BELLE
It's the only way I know to make a livin', 'less you wanna marry me.

Van Leek has heard this many times, tries not to smile.

BILLY RAY
I can give you money to live on.

Lola Belle wheels, storms away.

(CONTINUED)

48 CONTINUED:

BILLY RAY (CONT'D)
What?! What'd I say?

VAN LEEK
(shrugs)
Women...
(changes subject)
Can we talk?

Billy Ray looks puzzled about Lola, nods, looks at his door.

BILLY RAY
Somebody broke my door.

49 EXT. BUCKEYE - MAIN STREET - NIGHT

Billy Ray sits with Van Leek, Roy and an assortment of townspeople, their eyes peeled for trouble.

BILLY RAY
It's quiet.

VAN LEEK
It's always quiet.

BARTENDER
What if they don't come?

RISIBLE ROY
They'll come.

STOREKEEPER
They might not come.

BILLY RAY
I think they'll come.

UNDERTAKER
They might not come tonight. They
might come tomorrow night.

ROAD AGENT
Maybe they'll come during the day.

RISIBLE ROY
If I was them, I'd come at night.

BILLY RAY
That's when they're expected to
come.

SHERIFF
Billy Ray's right. If they want to
surprise us, they'll come during
the day.

(CONTINUED)

49 CONTINUED:

VAN LEEK

It ain't gonna be quiet with y'all
jabberin' like this.

Everyone stops, peers into the dark. Once again, it's quiet.

FADE OUT

50 EXT. BUCKEYE, ARIZONA

All looks peaceful. This is the view we had of the town the day of the fire, minus the charred church.

51 EL DIABLO AND HIS MEN

slowly approach the tiny town, gattling gun in tow.

52 EXT. ENTERING BUCKEYE, ARIZONA

All is quiet. No movement anywhere.

53 EXT. EL DIABLO AND HIS MEN

scrutinize the town, uneasy at no sign of life. They see something near the saloon.

54 THEIR POV - AT THE SALOON

A woman seems to be walking from one door to another.

55 A NEW ANGLE

reveals "her" to be a mannequin fashioned by Storekeeper. We see the mannequin reach a spot inside the second door, where Storekeeper turns her around, sends her back out, where she moves along a wire back to the first door.

56 BELIZAIRE

takes out his pistol, and at El Diablo's signal, blows the woman away.

57 THE MANNEQUIN

continues without a head into the saloon.

58 EL DIABLO

and his men feel suddenly trapped, when all hell breaks loose.

59 THOMAS VAN LEEK

fires both his pistols at El Diablo's men from above the saloon, ducks and starts running to another position.

60 BILLY RAY

fires from a tunnel opening in the road, ducks and runs.

61 RISIBLE ROY

fires from a tunnel opening behind El Diablo, ducks, runs.

62 EL DIABLO

and his men try to take cover, but there's nowhere to go.

63 UNDERTAKER

fires a rifle from his office, runs to another position.

64 EL DIABLO

hides behind a barrel, fires back, but his target is gone.

65 STOREKEEPER

fires a rifle from General Store, runs to another window.

66 BART

hides behind a wagon, fires back, but his target is gone.

67 SHERIFF

fires his two pistols from the saloon, runs to a new window.

68 LESTER

hides behind gattling gun, fires back, but his target's gone.

69 BARBER

fires his pistol from behind his chair, changes position.

70 BELIZAIRE

hides behind a watering trough, fires back, but his target's gone.

71 LOLA BELLE

fires from another tunnel opening, kills one of El Diablo's men, ducks, runs.

72 TWO MORE OF EL DIABLO'S MEN

are killed as they scurry to get the gattling gun aimed at the saloon. Lester is in charge of the killer weapon.

73 STOREKEEPER

fires a derringer from his hiding place in the General Store, ducks, moves to another window.

74 EL DIABLO

fires his pistol into a dummy in an upstairs window, blows off its head, looks puzzled.

75 FARMER

fires a rifle from the livery stable, where chickens cluck in the b.g., ducks, moves to another location.

76 BART

reloads his pistol, fires back, but his target is gone.

77 ROAD AGENT

fires a pistol at the bandits, ducks, changes locations.

78 BELIZAIRE

wheels around, fires at another mannequin, taking its head off. The rest of the dummy remains, puzzling the man. Lester readies the gattling gun, FIRES BLAM-BLAM-BLAM-BLAM at the saloon, taking out windows, killing the Sheriff, the foot-wounded Doctor, and the Road Agent.

79 RISIBLE ROY

has moved, shoots from another tunnel hole, ducks, runs.

80 LESTER

reloads his gun, fires back, but his target is gone.

81 BILLY RAY

has moved, shoots from another tunnel hole, ducks, runs.

82 VAN LEEK

fires from behind a watering trough, runs to a new location.

83 JAMIE

fires a pistol with relish from behind a barrel, ducks.

84 EL DIABLO

and his men try to retreat with gattling gun, start riding toward the town landing, which looks like a refuge, until...

85 REV. JOHN BRISLING

emerges with a rifle, Spivey & Mabel beside him, cowboys joining them to riddle these thugs in a crossfire.

86 EL DIABLO

once again orders a retreat, this time toward Livery Stable, another source of gunfire. Bandits fire back, rush building, killing Jamie, Farmer and Storekeeper in the process, beheading mannequins, letting loose chickens, horses.

87 THE TOWNSPEOPLE AND VAN LEEK'S MEN

redirect their gunfire at the Livery Stable. The building is riddled with shot after shot.

88 SPIVEY AND MABEL

emerge from a tunnel in the street to fire, retreat to reload, while Lola Belle takes their place.

89 BILLY RAY, RISIBLE ROY AND VAN LEEK

join everyone else in emptying their guns on the Livery Stable. They fire mercilessly until there is no response.

90 THE LIVERY STABLE

stands torn apart by gunfire, bodies of three of El Diablo's men and several townspeople on the ground. All is silent.

91 THOMAS VAN LEEK

signals caution, then calls for a careful investigation. Townspeople begin to emerge, but Thomas waves them back. He and Billy Ray slowly move toward the livery stable.

92 ALONG THE OUTSIDE WALL OF THE LIVERY STABLE

Thomas and Billy Ray hug the boards, duck the windows, ready at any moment for a burst of gunfire. Finally, simultaneously, they jump into a doorway, ready to shoot.

93 THEIR POV - THE LIVERY STABLE

is empty. The back door is open. The banditos can be seen retreating in the distance, chickens, gattling gun, and horses all with them. In the livery stable, dead bodies litter the floor. Both El Diablo's men and townspeople.

Townspeople begin to enter, some joining the two men who stare after El Diablo, others hurrying to the side of one fallen compatriot or other. Wailing and moaning.

Thomas and Billy Ray exchange somber looks.

BILLY RAY

Now what?

VAN LEEK

We need help.

94 OUT IN THE DESERT - EL DIABLO

and his men are still retreating.

BELIZAIRE

Do you think they knew we were coming?

The looks he gets indicate that is a dumb question.

LESTER

At least they have no telegraph.

(CONTINUED)

94 CONTINUED:

BART

They seem to be low on ammunition.

EL DIABLO

No one enters or leaves that town
until we own it.

The men look determined to reverse this temporary fate.

95 EXT. BUCKEYE CEMETERY - DAY

Undertaker presides over the burial of several townspeople: Farmer, Sheriff, Barber, Storekeeper, Clem the Doctor, Jamie, and several Cowboys. Their caskets are lowered into graves. Everyone wears somber colors.

To keep track, the living include Billy, Lola, Van Leek, Spivey, Mabel, Roy and John Brisling. In the b.g., a trumpet starts to play El Degollado in haunting Spanish strains.

Van Leek is displeased. The others look curious.

VAN LEEK

We don't have enough people.

96 EXT. MAIN STREET - BUCKEYE - DAY

Bartender is on a horse, well-wishers surrounding him. Van Leek, Billy and Roy are there. Trumpet playing continues in the distance.

VAN LEEK

They're gonna be expecting you to try the main road. I want you to follow the river. When you get to Red Gulch, have them contact the Army. We could use fifty men.

BILLY RAY

Here's an extra gun, just in case.

BARTENDER

Thanks.

RISIBLE ROY

Good luck.

They pat his horse, and the townspeople watch him depart.

MABEL

You think he'll make it?

(CONTINUED)

96 CONTINUED:

SPIVEY

He used to ride for the Pony Express. If there's a man in this town that can make it, it's him.

LOLA BELLE

At least he has the fastest horse in town.

VAN LEEK

'Cept for ole Rio here.

BILLY RAY

(to Lola Belle)

Gotta be careful what you say around Rio.

Just then there's a gunshot from direction Bartender took. All in town look aghast. Trumpet playing never stops.

Billy tries to mount his horse, but Van Leek stops him.

VAN LEEK

Boy, I wouldn't.

BILLY RAY

Maybe we should all go.

VAN LEEK

Then they'd get us all.

The group stands there, feeling helpless as the music plays.

97 EXT. BUCKEYE MAIN STREET - NIGHT

Van Leek and Billy Ray sit on the steps of the shot-up saloon. El Degollado still plays in the distance.

BILLY RAY

I wish they'd stop with that trumpet.

VAN LEEK

They're trying to drive us nuts.

BILLY RAY

What is that song, anyway?

VAN LEEK

El Degollado. The Cut-throat song. They played it when they had those people bottled up at the Alamo.

Billy Ray looks to Van Leek with an ominous stare.

98 EL DIABLO

enjoys hearing El Degollado from beside his campfire. The poor trumpeter looks tired, dares not quit, keeps playing.

99 INT. VAN LEEK'S HOTEL ROOM - VAN LEEK

tries to sleep, the music continuing. It really bothers him, so he gets up, exits the room, music still playing.

100 INT. HOTEL STAIRWAY - VAN LEEK

heads downstairs, crosses room, exits hotel, music playing.

101 EXT. STREET - VAN LEEK

goes up to Rio, pulls cotton out of his ears, takes half of it, puts the smaller wad back in Rio's ears, keeps the other half for himself. CAMERA FOLLOWS HIM back to the hotel as he stuffs the cotton in his ears, the music still playing.

102 EXT. BUCKEYE MAIN STREET - NIGHT

Billy Ray walks with Lola Belle. The music plays in the b.g.

BILLY RAY
It's kinda pretty.

LOLA BELLE
Yeah, I guess if it weren't a death
song I could like it better.

(pause)
If they didn't play it constantly
for two days.

BILLY RAY
You got a point there.

LOLA BELLE
Billy Ray, walk me to my room.

Billy Ray swallows, obeys. They disappear down the street.

103 INT. LOLA BELLE'S ROOM - NIGHT

The music can still be heard in the distance. Billy Ray looks like he's about to say good-night to Lola Belle.

LOLA BELLE
You can stay if you want.

(CONTINUED)

103 CONTINUED:

BILLY RAY
I'd better get some sleep. I go on
my shift at six ayem.

LOLA BELLE
Sleep here.

Billy Ray thinks she's pretty, wants to kiss her again,
doesn't dare. He puts his hat down.

LOLA BELLE (CONT'D)
You can be with me. I'd like that.

BILLY RAY
Bed's kinda small for two, Lola
Belle.

LOLA BELLE
Not if we get really close.

BILLY RAY
I thrash around somethin' awful.

LOLA BELLE
Billy Ray, I'm tryin' to seduce you
and all you can think of is havin'
enough space... I dunno. There are
men in this town who'd pay a
month's wages for a night with me.

BILLY RAY
I don't think that's good. I think
you should stop doin' that.

LOLA BELLE
Are you jealous, Billy Ray?

He doesn't respond, doesn't know what to say. Lola Belle
starts to disrobe.

LOLA BELLE (CONT'D)
You can do what you want. I'm
gettin' ready for bed.

He averts his eyes.

LOLA BELLE (CONT'D)
You don't have to be ashamed to
look at me, Billy Ray. I like it
when you look at me.

He makes himself look at her just as she drops her
brassiere.

LOLA BELLE (CONT'D)
Well...?

(CONTINUED)

103 CONTINUED: 2

BILLY RAY
(swallows)
You sure are pretty.

She steps closer to him, takes his hand, puts it on her.

LOLA BELLE
I'm all yours, if you want me.

BILLY RAY
(looks frightened)
Can I think about it?

LOLA BELLE
(suddenly furious)
No!

She pushes him out her door, SLAMS it shut. CAMERA STAYS with Billy Ray outside. He looks puzzled. He turns, KNOCKS on her door. She opens the door.

BILLY RAY
Forgot my hat.

Lola Belle angrily throws his hat out, SLAMS the door again.

BILLY RAY (CONT'D)
(quietly)
Thanks...

The music continues in the distance.

104 INT. VAN LEEK'S ROOM - EARLY NEXT MORNING - SUNRISE

Van Leek snores. No more music.

BILLY RAY
Thomas...

Van Leek awakens, draws his gun, points it at Billy Ray, who tries to smile his way out of being shot. When Van Leek realizes where he is, he puts down the gun.

BILLY RAY (CONT'D)
There's somebody comin'.

105 EXT. BUCKEYE MAIN STREET - SUNRISE

Van Leek is still fastening his clothing, putting his gun belt on when he joins the others.

106 THEIR POV - AN EMISSARY

from El Diablo rides up with a white flag.

EMISSARY

I come with an offer from El Diablo.

RISIBLE ROY

What kind of offer?

EMISSARY

El Diablo is a generous man. He is basically a kind man. He wants you all to thrive. He wants you all to--

VAN LEEK

Just get to the offer part. We know what a nice guy he is. We've seen his work.

EMISSARY

(clears throat)

El Diablo will give 350 dollars in gold to every person willing to leave this town and resettle in another state.

The townspeople look impressed. The fighters look confused. Van Leek looks skeptical.

BILLY RAY

Let's see.

The EMISSARY tosses a bag of gold to Billy Ray. Van Leek opens it, looks inside, tosses it back to the Emissary.

VAN LEEK

Tell him the answer is no.

Emissary looks confused. Billy Ray isn't sure this is the right decision. The townspeople look angry at Van Leek.

EMISSARY

He will not understand, senor.

VAN LEEK

That's not my problem.

EMISSARY

(to others)

Does anyone want to take us up on this offer?

Several townspeople speak up with "Yes" and "Sure".

(CONTINUED)

106 CONTINUED:

VAN LEEK

The answer is no. For everybody.

Emissary looks like he's won over half the town, doesn't want to take no for an answer, especially from a black man.

EMISSARY

Why don't we let everybody speak for himself?

BLAM! Van Leek shoots the man in the chest.

VAN LEEK

I usually wait till their back is turned, but this fella waited too long.

The townspeople look shocked. Risible Roy looks through the man's saddlebags, finds some food, divides it among the townspeople, who eat it hungrily.

Van Leek takes the money, gives it to Spivey.

VAN LEEK

Anybody tries to steal this, I don't care who it is, shoot him.

Spivey looks startled at this order.

VAN LEEK (CONT'D)

This ain't no party here. We got a man tryin' to take over this town.

SPIVEY

I think three-hundred-fifty's pretty reasonable. I'd sell him my interest in this town for that.

VAN LEEK

You think you'd get more'n fifty feet before he took that money back?

Townspeople look angrily at Van Leek. They wanted the money.

LOLA BELLE

Sometimes you gotta have a little faith in people.

107 INT. SHOT-UP SALOON - NIGHT

El Degollado is playing again. There is a gathering of townspeople to discuss Van Leek and company. We see Undertaker, Spivey, Mabel, Lola Belle and several other men.

(CONTINUED)

107 CONTINUED:

UNDERTAKER

The man's crazy.

SPIVEY

I think we should take the money.

MABEL

Me, too.

JOHN

(to Spivey)

You got us into this.

SPIVEY

I didn't know things'd get this bad.

UNDERTAKER

Somebody's gotta pay for all those caskets.

JOHN

I think we should tell him he's fired.

BILLY RAY (O.S.)

Who's fired?

MABEL

Lola was supposed to be standing guard.

LOLA BELLE

It's only Billy Ray. Hi, Billy Ray.

BILLY RAY

(not acknowledging her)

Who's fired?

The group stands looking glum. Nobody speaks.

BILLY RAY (CONT'D)

You want El Diablo to take this town?

JOHN

Do you know how far you could get on three-hundred-fifty dollars?

SPIVEY

That'd be fourteen hundred dollars for a family of four.

(CONTINUED)

107 CONTINUED: 2

BILLY RAY

Good math, Spivey. Bad thinking,
though. Van Leek is right. El
Diablo ain't...

(corrects himself)
isn't going to let you ride out of
here.

UNDERTAKER

We don't know that for a fact.

VAN LEEK (O.S.)

It's a fact.

They all look to the door, where Van Leek has just entered,
followed by Risible Roy.

VAN LEEK (CONT'D)

Count on it.

JOHN

We're tryin' to decide what to do.

VAN LEEK

Don't let me stop ya.

SPIVEY

Thomas, what we're sayin' is...
(to Undertaker)
You tell him.

UNDERTAKER

We just thought... John?

John doesn't want to be the one to bear bad tidings.

LOLA BELLE

They're sayin' y'all are fired.

VAN LEEK

I didn't know there was any money
in this.

JOHN

What's that have to do with it?

BILLY RAY

He's right. Since you're not
paying us anything, you can't very
well fire us.

VAN LEEK

You're all a bunch of fools if you
think El Diablo's gonna give you a
dime.

(CONTINUED)

107 CONTINUED: 3

They all look like a bunch of fools.

VAN LEEK (CONT'D)

As far as I'm concerned, you folks
can do what you want... I don't
like this fella, and I aim to kill
him.

BILLY RAY

And I aim to help.

RISIBLE ROY

Me, too.

JOHN

I'm in.

SPIVEY

You can count on me.

UNDERTAKER

Is somebody going to pay me for
those caskets?

Everyone stares at the Undertaker until he squirms.

108 EXT. OUTSIDE BUCKEYE, ARIZONA - DAY

Two of El Diablo's guards converse in Spanish, look at the town in the distance. One tells the other a joke. Both start laughing, until one gets an arrow in the back. The other draws his gun, but before he can fire, a knife impales him in the chest. He falls to the ground, a shot never fired.

DANCING BEAR enters scene, scalps the first man, pulls his knife out of the second man, wipes off the blood. He jumps on his horse, heads to the town.

109 EXT. IN BUCKEYE, ARIZONA - DAY - BILLY RAY AND VAN LEEK

are in sentry posts, look haggard and hungry. They are curious about the figures riding toward them. Billy draws a bead on one, is about the fire, but Van Leek stops him.

VAN LEEK

Wait a minute.

110 VAN LEEK'S POV - THE FIGURES

Dancing Bear rides into view. Behind him, after a moment, we can see that the second figure is a black man.

111 VAN LEEK

abandons his post, walks toward the riding figures. He greets Dancing Bear with a hug. Behind him is Millionaire, playing Home On the Range on his harmonica.

DANCING BEAR

Too many moons.

VAN LEEK

What brings you to this shit-hole?

DANCING BEAR

(referring to Millionaire)

Him. He told me how to get here.

VAN LEEK

You, an Indian, had to get directions from him, an idiot?

MILLIONAIRE

I decided you'd probably want some help.

VAN LEEK

What about shooting men in cold blood?

MILLIONAIRE

Well, nobody's perfect.

VAN LEEK

(to Dancing Bear)

You know Risible Roy?

(to Risible Roy)

This is my good friend, Dancing Bear.

RISIBLE ROY

(to Dancing Bear)

You still owe me twenty dollars.

DANCING BEAR

You owe me ten sticks of TNT.

RISIBLE ROY

(dirty look to Billy Ray)

I had it for you, but there was this accident...

VAN LEEK

Then you've met.

(changes subject)

Do you know anything about this El Diablo?

DANCING BEAR

I thought we killed El Diablo.

(CONTINUED)

111 CONTINUED:

VAN LEEK
Different fella.

DANCING BEAR
Ugh. They all look alike to me. I
ran into two of his men.

BILLY RAY
They have anything to say?

DANCING BEAR
(happy to see Billy Ray)
Just "agh". Then they fell down
dead.

BILLY RAY
That's the way we like 'em.
(hugs Dancing Bear)
We'd offer you a drink, but we're a
little dry at the moment.

Dancing Bear undoes his saddlebags, where he has stores of
food and water. Townspeople devour the stuff.

VAN LEEK
(to Millionaire)
Well, I guess I can't send you back
now.

MILLIONAIRE
I'm glad to see you, too.

VAN LEEK
(to Dancing Bear)
Kids...

DANCING BEAR
You have kids, Billy Ray?

Lola Belle walks by. Billy Ray, Van Leek and Dancing Bear
all think the same thing.

BILLY RAY
(blushing)
No.

VAN LEEK
(eyes on Lola Belle)
Not yet.

LOLA BELLE
Can I see you a minute, Billy Ray?

BILLY RAY
Will you gentlemen excuse me?

(CONTINUED)

111 CONTINUED: 2

The others leer as Billy Ray makes his way toward Lola.

LOLA BELLE

Not here... come up to my room.

Billy Ray is embarrassed, follows her down the boardwalk.

112 INT. HALLWAY TO LOLA BELLE'S ROOM - DAY

Billy Ray follows Lola to her room. She looks determined.

BILLY RAY

What's this about?

LOLA BELLE

Not in the hallway.

She leads him into the room. He's shy and baffled.

113 INT. LOLA BELLE'S ROOM - DAY

Lola Belle pulls down her shades, making the room dark.

BILLY RAY

Are you going to tell me?

LOLA BELLE

Sit.

He looks for a chair.

LOLA BELLE (CONT'D)

On the bed.

Hesitantly, he obeys, curious. She walks up to him.

LOLA BELLE (CONT'D)

I know you think I'm aggressive.

(he doesn't deny it)

I know you think I'm chasing you.

(he does)

I just thought you should know something about me... before you do something stupid.

BILLY RAY

I wasn't going to do something stupid. I wasn't going to do anything.

(CONTINUED)

113 CONTINUED:

LOLA BELLE

That's what I mean, Billy Ray.

(he's baffled)

Look, I don't write books. I
could... if I could write. I
certainly have the material to
write about.

BILLY RAY

I suppose you do, Lola Belle.

LOLA BELLE

Don't talk to me like that.

BILLY RAY

Like what?

LOLA BELLE

Like you don't approve.

BILLY RAY

But I don't approve of the way you
make a living. We've talked about
that. I offered to give you money.

LOLA BELLE

I don't want your money.

(pause)

Billy, I want you. And I need to
know what's going on with us. I
mean, people are dying out there,
and I don't even know what you
think of me.

Billy Ray doesn't follow her logic, but he tries to.

LOLA BELLE (CONT'D)

I think you like me.

BILLY RAY

I like you fine.

LOLA BELLE

And I think you don't know what to
do about it.

BILLY RAY

I don't understand.

LOLA BELLE

I think you've never been with a
woman.

BILLY RAY

I've been with lots of women!

(CONTINUED)

113 CONTINUED: 2

LOLA BELLE
Sexually?

BILLY RAY
Oh.

LOLA BELLE
There's nothin' wrong with that,
Billy Ray.

BILLY RAY
No.

LOLA BELLE
But it ain't nothin' to be proud
of, neither.

BILLY RAY
That's two double negatives.
(realizes he's being too
grammatical)
Sorry.

LOLA BELLE
Sometimes I think you like your
horse better than you like women.

BILLY RAY
I've never shot a woman.

She's confused. This conversation is getting nowhere.

LOLA BELLE
What I'm tryin' to get across is...
when you write a book, I bet you
feel somethin' real good when
people like it, when they keep
turnin' the pages, when they come
up to you and talk about how much
they like Kid Durango... when you
get paid for your work.

BILLY RAY
(following her so far)
Yeah.

LOLA BELLE
Well, I'm the same way. 'Cept I
don't write.

Billy Ray responds with a deadpan expression, waits for the
other shoe to drop.

(CONTINUED)

113 CONTINUED: 3

LOLA BELLE (CONT'D)

I like it when a man appreciates
what I do... the way I smell... the
way I look... what I say...

BILLY RAY

Well, I appreciate that...

LOLA BELLE

But you never tell me.

BILLY RAY

Lots of men do, though, right?

LOLA BELLE

Billy Ray, I haven't been with a
man since you told me you didn't
like me to.

Billy Ray is shocked at this admission, but then he counts.

BILLY RAY

That's only two days ago.

LOLA BELLE

It's a start. Billy Ray, I gotta
know. Do you love me or don't you?

BILLY RAY

Gee, Lola Belle... ain't this kinda
sudden?

LOLA BELLE

People are dying. We might die.
I wanna know you like me.

BILLY RAY

I like you, Lola.

LOLA BELLE

I wanna know you like the way I
look.

BILLY RAY

I do.

LOLA BELLE

And the way I smell.

BILLY RAY

(thinks, sniffs)
Yeah.

LOLA BELLE

The way I make love to you.

(CONTINUED)

113 CONTINUED: 4

Billy Ray stares at her. Outside, the Spanish music in the b.g. suddenly stops in mid-note. They don't notice.

LOLA BELLE (CONT'D)

Billy Ray, I'm through with other men. But you gotta take me. I can't ask you any plainer than that.

BILLY RAY

No, I agree. That's pretty plain.

He sits there, not knowing what to do or say.

LOLA BELLE

Do you want to make love to me?

BILLY RAY

I guess.

LOLA BELLE

Not I guess. Yes or no! Billy Ray, I'm a woman! I have feelings. And you're hurtin' them.

BILLY RAY

Whattaya want me to do?

LOLA BELLE

Do what comes natural.

Nothing comes to mind.

LOLA BELLE (CONT'D)

Kiss me.

He does. It isn't bad.

LOLA BELLE (CONT'D)

Hold me tighter.

He does. So far, so good. She starts to writhe, starts to get out of her blouse. He tries to help. It's awkward, but they seem to be starting something. He's getting turned on.

LOLA BELLE (CONT'D)

Good. This is good. You like this?

Billy Ray nods, keeps helping her with her clothes. Now she starts on his shirt. In between, they keep kissing. She gets his shirt off. He gets her blouse off. She stands and removes her skirt. He starts to undo his jeans.

Millionaire walks in.

(CONTINUED)

113 CONTINUED: 5

MILLIONAIRE

Am I interrupting something?

Billy Ray struggles to pull his pants together. Lola Belle covers up her breasts.

MILLIONAIRE (CONT'D)

Sorry, but Daddy's lookin' for ya.

BILLY RAY

Me?

Millionaire looks at him as if to say, "No, Lola. Of course you". Billy Ray looks to Lola Belle, who looks resigned.

BILLY RAY (CONT'D)

I'll be right back.

LOLA BELLE

Right.

He puts on his shirt. Millionaire watches, is late getting the hint he shouldn't be there.

MILLIONAIRE

I'll wait outside.

LOLA BELLE

That's a good idea.

He nods, ducks out. Billy Ray follows him.

BILLY RAY

I'll be back.

LOLA BELLE

You better...!

The door closes. Lola Belle sighs.

14 EXT. MAIN STREET - BUCKEYE

Van Leek sits at his post looking very uneasy. Roy is with him. Billy Ray comes out of his hotel, looks around. Townspeople are uneasy. Billy walks up to Van Leek.

BILLY RAY

What's up?

VAN LEEK

It stopped.

RISIBLE ROY

(sees Billy's confusion)
The music.

(CONTINUED)

114 CONTINUED:

BILLY RAY

Just when I was getting used to it.
(Van Leek isn't amused)
Is that bad?

VAN LEEK

Usually means they're going to
attack. Let's get ready.

115 EXT. EL DIABLO'S CAMP - DAY

Everyone stands around a dead trumpeter. He has a knife in his belly, blood all over his trunk, trumpet still in his hand. The perpetrator stands in tears.

DIABLO MAN #1

I'm sorry. I just couldn't take
any more of that music.

El Diablo nods, and two men carry the frightened man away.

LUIGI

Anybody else know how to play the
trumpet?

DIABLO MAN #2

I do.

El Diablo nods, and MAN #2 takes the trumpet from the hands of the dead musician. He has to pry it away because of rigor mortis. El Diablo nods again, indicating he should start playing El Degollado.

DIABLO MAN #2 (CONT'D)

I only know the Mexican Hat Dance.

El Diablo looks confused. The man starts playing it. El Diablo does not look pleased.

116 EXT. BACK IN BUCKEYE - MAIN STREET - DAY

Everyone stops his preparations for battle when The Mexican Hat Dance starts playing.

117 EXT. EL DIABLO'S CAMP - DAY

El Diablo reaches over, takes the trumpet from MAN #2's mouth. He looks afraid.

EL DIABLO

Don't you know El Degollado?

(CONTINUED)

117 CONTINUED:

DIABLO MAN #2
(shakes his head)
I wasn't really listening.

EL DIABLO
For days we are playing this song,
and you weren't listening?

DIABLO MAN #2
It became part of the landscape,
you know?

EL DIABLO
The landscape...? You think you
could fake it?

DIABLO MAN #2
(he'd never dare say no)
I'll try.

.18 EXT. BACK IN BUCKEYE - MAIN STREET

Billy Ray huddles with Van Leek.

BILLY RAY
What do you s'pose this means?

Van Leek doesn't have an answer. Suddenly, in the distance,
a horrible rendition of El Degollado begins.

MILLIONAIRE
I could do better than that.

VAN LEEK
Maybe you should go offer your
services.

DISSOLVE TO:

.19 INT. COPPER MINE TUNNEL - DAY - VAN LEEK AND BILLY RAY

climb into the tunnel, look around. They're led by Spivey.

SPIVEY
He must be after the copper. Maybe
if we told him we went dry about a
year ago he'd leave us alone.

BILLY RAY
I wouldn't count on it.

(CONTINUED)

119 CONTINUED:

VAN LEEK

He probably wants this town for
real estate...

(to himself)

... although I don't know why.

(to Spivey)

How far does this thing go?

SPIVEY

About two miles, two-and-a-half.

VAN LEEK

Is there an exit at the other end?

SPIVEY

There's a ladder, I think. Haven't
been down here in some time.

The three men look at each other as though they're all
thinking the same thing at the same time.

VAN LEEK

No.

SPIVEY

I didn't say anything.

BILLY RAY

He didn't.

VAN LEEK

If people decide to leave town this
way, he'll just march in here and
take it over... you won't get any
money, and you'll lose your homes
and your businesses.

SPIVEY

But we'd be alive.

Dirty looks from Billy Ray and Van Leek.

BILLY RAY

What if we snuck back around, took
him by surprise?

VAN LEEK

And give him the buildings? The
advantage of shelter?

BILLY RAY

Oh, yeah.

Billy Ray feels self-conscious, picks up a shovel, drives it
into a wall. Suddenly, dirt comes down all around the men,
nearly suffocating them. Billy Ray looks chagrined.

120 EXT. MAIN STREET - BUCKEYE - NIGHT

The townspeople look tired, hungry, thirsty. Everyone looks confused. Why haven't they attacked? Billy Ray, Van Leek, and Spivey are dirty from the accident in the tunnel. In the b.g., El Degollado struggles out almost indecipherably.

DISSOLVE TO:

121 EXT. MAIN STREET - BUCKEYE - DAY

Still no attack. The horrible music continues in the b.g. Millionaire looks irritated at its poor quality.

DISSOLVE TO:

122 EXT. MAIN STREET - BUCKEYE - NIGHT

People look haggard, irritable, even hungrier, thirstier. The bad music continues.

MILLIONAIRE
You're killing this town.

VAN LEEK
(indicating El Diablo)
He's killing this town. He'll
make a stew out of everybody he
catches.

DANCING BEAR
Mm. Not bad idea.

For a moment, everyone thinks Dancing Bear is serious.

DANCING BEAR (CONT'D)
That was a joke.

They all look out at the horizon. Everyone looks hungry. Once again, the music stops. Long pause.

VAN LEEK
Something's wrong.

MILLIONAIRE
For one thing, he should be playing
that in F minor.
(to Billy Ray)
Did I tell you I have perfect
pitch?

He isn't interested. Millionaire decides to shut up.

123 EXT. PERIMETER OF TOWN - BY THE LANDING

One of the town's sentries has been killed. El Diablo's men pocket his goods, remove his boots, move on the town.

124 EXT. BACK IN TOWN - VAN LEEK

doesn't like the silence.

VAN LEEK

Better wake everybody up.

MILLIONAIRE

Maybe he's just resting.

Even he doesn't believe that. Men start running to pre-assigned positions. Millionaire starts down the road. Billy Ray ducks back into his hotel. Van Leek gets out cotton, stuffs it in Rio's ears.

VAN LEEK (CONT'D)

(calling to Millionaire)

Don't forget to squeeze the trigger... don't jerk it.

MILLIONAIRE

Yessir.

125 EXT. MILLIONAIRE

ducks his head into the shot-up saloon.

MILLIONAIRE

Daddy says get ready.

126 INT. MILLIONAIRE'S POV - SHOT-UP SALOON - SEVERAL CITIZENS

are in bedrolls. Spivey wakes up Mabel. Brisling stands.

127 MILLIONAIRE

continues.

MILLIONAIRE

Somethin's up.

Several townspeople nod at Millionaire, and he ducks out.

128 INT. LOLA BELLE'S HOTEL ROOM

A knock on the door. Lola Belle has been sleeping.

LOLA BELLE

(drowsily)

Who is it?

BILLY RAY (CONT'D)

Billy Ray Smith.

(CONTINUED)

128 CONTINUED:

She reacts to his full name, opens the door, lets him in.

LOLA BELLE

What do you want?

BILLY RAY

Thomas wants us ready. He thinks
El Diablo's going to make a move.

LOLA BELLE

I wish you'd make a move once in a
while.

BILLY RAY

When this is all over...
(hesitates)
Well...

LOLA BELLE

Yes?

BILLY RAY

When this is all over, we'll talk.

LOLA BELLE

I'm sick of talk.

BILLY RAY

I gotta go. Don't forget to put
the bullets in that thing. You
might need 'em.

LOLA BELLE

I'll try to remember.

BILLY RAY

And Lola... be careful.

LOLA BELLE

Why?

BILLY RAY

You know why.

LOLA BELLE

I want to hear you say it.

BILLY RAY

Okay. Because El Diablo's pretty
ruthless.
(nods)
G'night.

He exits. Lola Belle is exasperated, starts getting dressed.

129 EXT. MAIN STREET - BUCKEYE - NIGHT

Rev. John Brisling sends a line of dress dummies 'walking' on a homemade track. They look like men with guns. He, himself, has a shotgun, loads it.

Undertaker opens a casket, takes out a rifle, cocks it.

Millionaire stands in an entrance to the mine shaft, readies his two guns.

Dancing Bear stands in another mine shaft entrance, checks his supply of arrows, has one ready to put in his bow. He is also armed with a knife.

130 INT. SHOT-UP SALOON - NIGHT

Spivey puts the last case of booze down in the mine shaft, closes the hatch, helps Mabel put a rug and table over it. He picks up a shotgun.

SPIVEY

You sure you won't change your mind...? You could hide down there, too.

MABEL

I've been thirty years without a man. I ain't leavin' your side now.

Spivey hands Mabel a shotgun, looks somewhat pleased with her attitude.

131 EXT. MAIN STREET - BUCKEYE - NIGHT

Lola Belle is visible from her hotel window, ready to shoot.

Van Leek looks worried, says nothing, stays ready.

Billy Ray walks up to Van Leek, gun drawn.

BILLY RAY

Now what?

VAN LEEK

We wait, boy. Gotta be patient at times like this.

So they wait. Patiently.

DISSOLVE TO:

132 EXT. THE SUN

coming up on the horizon.

133 EXT. MAIN STREET - BUCKEYE - SUNRISE

Everyone is still waiting, many asleep in their places.

Down the street, Brisling has the dress dummies 'walking'. All real people are out of sight. A moment later, one of them gets shot to smithereens. The legs keep moving. Brisling ducks down as low as he can.

134 EXT. DOWN THE STREET - EL DIABLO

and his men move closer and closer, hidden behind a moving wall that men push as they move into town. Townspeople FIRE.

135 VAN LEEK

fires. Billy Ray fires. Roy fires. So do John Brisling, Dancing Bear, the Undertaker, Spivey, Mabel and Lola Belle.

136 EL DIABLO'S MEN

crank up the gattling gun, start decimating the town.

137 UNDERTAKER

is hit, instantly dies.

138 JOHN BRISLING

is hit, crawls around a corner. He checks his bullets, uses his last bit of strength to stand and fire back.

139 BRISLING'S POV - ONE OF EL DIABLO'S MEN

gets hit, falls away from the gattling gun. For a moment, it stops. Another takes his place.

140 BRISLING

fires again.

141 BRISLING'S POV - A SECOND GUNNER

gets hit, dies. A third hops into place, mans the gattling gun, fires it at John Brisling.

142 BRISLING

is riddled with bullets, dies.

143 BILLY RAY

sees John Brisling die, fires at the gunner, who is killed.

144 VAN LEEK

joins in the firepower, keeping people away from the gattling gun. He is helped out by Roy, Spivey, Billy Ray, and Dancing Bear. Meanwhile...

145 BELIZAIRE

shoots a cowboy (Gus), who takes down two of El Diablo's men as he falls. He lets out his last breath.

146 DANCING BEAR

fires an arrow into Belizaire, who is outraged that his waist has been hit.

147 BELIZAIRE

fires back, despite the arrow in him, misses Dancing Bear, slides out of sight behind a wagon, in pain.

148 DANCING BEAR

is pinned down by two more of El Diablo's men. A hatch opens in the street; Millionaire comes up with a shotgun, fires it at the men, hits them both with the spray. Dancing Bear takes the cue, and when they turn to see what hit them, he shoots them both in the back with arrows, ducks down.

149 ANOTHER OF EL DIABLO'S MEN

tries to follow Millionaire into the mine. He pries it open, is about to fire into the hole when he is hit in the back by shotgun fire.

150 MABEL

hands the rifle to her husband.

MABEL
You have a turn.

151 EL DIABLO'S MAN

is already hit in the back, forces himself to turn around, is hit by a second blast in the front, dies.

152 SPIVEY

is pleased with the shot, hurries Mabel out of sight as two more of El Diablo's men come around the corner.

153 BILLY RAY AND RISIBLE ROY

are bottled up by the gattling gun. They can't move, until the gun stops to reload. Billy Ray instantly stands, empties his gun, drops down, reloads. Roy stands, empties his gun, drops down, reloads. By now, Billy Ray is ready to repeat his firing. But their sequence gets off. They both start reloading at once.

154 ONE OF EL DIABLO'S MEN

rushes Billy Ray and Roy, who haven't finished reloading. They are about to be killed when a bullet goes into the man's back, stops him, bug-eyed. As he dies, he gets off one shot at his assailant, and for the first time, we realize it's Millionaire. The shot just misses him.

Billy Ray runs to his side. By now, the gattling gun is reloaded. Billy Ray pulls Millionaire out of the line of fire as a load of bullets ricochets by them.

MILLIONAIRE

Shit, Billy Ray. He's shootin' at me.

BILLY RAY

What did you expect?

Millionaire isn't sure what to say, but he's not happy.

MILLIONAIRE

I don't feel so good.

BILLY RAY

You're not supposed to.

MILLIONAIRE

I think I wanna go home...

Billy Ray can't believe this.

BILLY RAY

Do you think your Daddy would be proud of that attitude?

Millionaire thinks, decides Billy Ray's right, girds his loins, and much to Billy Ray's horror, stands up and charges the gattling gun with a rebel yell.

MILLIONAIRE

Aaaaaaaagh!

(CONTINUED)

154 CONTINUED:

BILLY RAY
(trying to stop him)
Millionaire, no...!

Millionaire runs for the gatling gun, kills the man who shot at him, kills two others before he is aimed at by Belizaire, who sits with an arrow still in his gut. He ducks out of Belizaire's sight before he can get a shot off, looks pleased with his performance, smiles back at Billy Ray.

.55 BILLY RAY

can't believe what he's just seen, shakes his head, is fired at from behind, wheels out of the way just in time, starts to chase the man who shot at him.

.56 LOLA BELLE

is firing out her hotel room window when someone breaks in: a really ugly, hairy, leering, rotten-toothed villain. He looks at Lola Belle with lust. She wheels and fires at him, but her rifle just CLICKS. He laughs, moves to her.

.57 DOWN THE STREET - VAN LEEK

has a shot at Lester's back. He FIRES, but Lester moves, and he misses. He ducks behind a building. CAMERA FOLLOWS HIM around building. He emerges again, finds Lester's back to him again, FIRES. But again, Lester is moving too fast, wheels and FIRES back at Van Leek, who ducks away. CAMERA FOLLOWS HIM to yet another alley, where, not according to plan, he comes face to face with Lester.

They square off in the traditional western gunfighters' stance. Two men in Union Civil War jackets.

LESTER
So... not very accurate.

VAN LEEK
You're a disgrace to that uniform.

LESTER
Do something about it.

But Van Leek won't draw first. So Lester does. Van Leek outdraws him, hits him in the heart. Lester dies.

VAN LEEK
Shit. I hope nobody saw that.

And Van Leek disappears.

158 MILLIONAIRE

and Belizaire have each other cornered. Belizaire still has the arrow in him. Belizaire fires, CLICK. So Millionaire fires at him, CLICK. Since both are out of ammo, Millionaire runs over to him, tugs on the arrow, tries to make it more painful for Belizaire, who starts screaming. A second arrow enters Belizaire, then a third. Millionaire has a field day tugging on all the arrows, torturing the poor man. Dancing Bear loads up for another shot.

BELIZAIRE
(barely able to speak)
This ain't fair.

MILLIONAIRE
You want fair?

He backs off, leans to Dancing Bear.

MILLIONAIRE (CONT'D)
Show him fair.

Dancing Bear fires another arrow into Belizaire, this time hitting him in the forehead. He dies.

MILLIONAIRE (CONT'D)
Thank you.

DANCING BEAR
Here.

Dancing Bear hands Millionaire his bow and some arrows. Millionaire looks like "What am I supposed to do with this?"

159 LOLA BELLE

is on her bed, struggles with the ugly man who entered her room. He tries to tear her clothes off, and she is having a hard time stopping him.

As he's about to ravage her, he stops, eyes bugging out.

LOLA BELLE
What?

She pushes him off her. When he rolls, she sees he has a knife in his back. Billy Ray is at the door.

BILLY RAY
You okay?

She nods, starts to pull herself together, looks up.

LOLA BELLE
Look out!

(CONTINUED)

159 CONTINUED:

Billy Ray instinctively ducks as El Diablo himself FIRES into the room. The shot hits Lola, and she looks surprised.

BILLY RAY

No!

He FIRES back in the hallway, wounding El Diablo as he disappears. Billy Ray looks back to Lola, runs to her side.

LOLA BELLE

Oh, Billy Ray. I never did get to taste the sweetness of your--

BILLY RAY

Lola Belle...! Don't die.

LOLA BELLE

Why not?

BILLY RAY

I love you. I don't want to live without you.

Lola Belle sits up.

LOLA BELLE

Really?

BILLY RAY

(puzzled)
You're not hurt?

LOLA BELLE

I think it's just a flesh wound.
What were you saying about love?

BILLY RAY

(losing his ardor)
I don't remember. Excuse me.

Once again, she looks frustrated as he leaves.

160 A MOMENT LATER - BILLY RAY

is stalking the wounded El Diablo, following a trail of blood. He starts down the hotel stairs, stepping over dead bodies from both sides, when he hears a noise above him.

He wheels, ducks, aims his gun up the stairs. Nothing.

He starts climbing back up the stairs.

161 APPROACHING THE ATTIC

Billy Ray sees blood on the carpet. He follows them to the attic door, which has been left open. He carefully enters the dark stairway, ready to shoot. Nothing.

162 EXT. HOTEL ROOFTOP

Billy Ray sticks his head out the rooftop door. No sign of anyone. He finds more blood on the roof. He follows it.

163 BILLY RAY

reaches the edge of the roof, sees El Diablo's fingers hanging over the side of the building.

164 EL DIABLO

is a little embarrassed that he has been found. He grimaces when Billy Ray leans over the side of the building.

EL DIABLO

I can make you a wealthy man.

BILLY RAY

I'd rather be famous.

EL DIABLO

That can be arranged.

BILLY RAY

For killing another El Diablo. You know I already killed one.

EL DIABLO

My cousin. Not as tough as I.

BILLY RAY

You're in no position to brag.

El Diablo shrugs, as well as a man can, hanging on the side of a building. Billy points his gun at El Diablo's head.

EL DIABLO

Don't I get a last request?

BILLY RAY

What is it?

EL DIABLO

Don't kill me.

Billy Ray hesitates for a moment, thinks about it.

(CONTINUED)

164 CONTINUED:

EL DIABLO (CONT'D)
I'll give you my spurs.

BILLY RAY
I don't even like spurs.

EL DIABLO
They're very valuable. They have rubies in them. I got them from my cousin's body.

BILLY RAY
So I'll get them from your body.

As Billy Ray squeezes the trigger, El Diablo lets himself drop. He lands on a rooftop one flight below, breaks his spur off his ankle, limps to the edge of that roof, and jumps to the ground. Billy Ray fires after him, missing.

BILLY RAY (CONT'D)
Shit.

El Diablo limps away.

.65 FROM THE SALOON - VAN LEEK

emerges at the sound of shooting, turns to Dancing Bear.

VAN LEEK
Stay here.

They spread out, run toward the shots.

.66 BART

has reached the gattling gun. Billy comes around the corner, carrying El Diablo's broken spur, followed by Van Leek, Spivey, and Dancing Bear. They all hide from the gun around boxes, buildings, and barrels.

BART
I want you all where I can see you.

VAN LEEK
Forget it. You're a dead man.

BART
Mister, we're all dead men. But today is not my day.

The men don't know what to do.

(CONTINUED)

166 CONTINUED:

BART (CONT'D)
If you don't throw out your guns...
slowly... right away, I will turn
this town into sawdust. Including
those people hiding in the saloon.
(cranks up gattling gun)
Right now!

VAN LEEK
(whispers)
He won't get far.

Van Leek throws his gun out. Billy Ray throws his out.

BART (CONT'D)
(seeing dead Belizaire
and the arrows)
Now the Indian.

DANCING BEAR
I don't have my bow.

BART
Let me see.

As Dancing Bear starts to show himself unarmed to Bart,
Spivey lets an arrow fly, misses Bart by about two feet.

Dancing Bear jumps back out of sight, inches ahead of a
spray of gattling gun bullets.

BART (CONT'D)
All of you! Out where I can see
you! Now!

Van Leek, Billy Ray, Dancing Bear and Spivey all step out
where Bart can see them.

BART (CONT'D)
That was pretty stupid.

And he starts to fire, but the gattling gun CLICKS empty.

BILLY RAY
Talk about stupid...

Just then... BLAM!

Bart is hit in the back with a shotgun blast.

CAMERA REVEALS Mabel holding the gun.

MABEL
There. This is getting easy.

(CONTINUED)

166 CONTINUED: 2

Spivey joins her, and she hands him the gun, looks with pride at the dead man.

BILLY RAY

Like he said, today wasn't his day.

VAN LEEK

Now if we can just get El Diablo...

Billy Ray hands Van Leek the spur. The townspeople emerge safely from the shot-out saloon while our heroes look around at the carnage, try to find El Diablo.

167 EXT. BUCKEYE - MAIN STREET - DAY

The sun has completely risen now. Dead bodies everywhere.

VAN LEEK

Except for El Diablo, I think we got 'em all.

LOLA BELLE

Enough people died...

DANCING BEAR

Less than if we didn't fight them.

VAN LEEK

He's right.

(pause)

Anybody seen Millionaire?

Just then, Billy Ray comes running out from the hotel. He carries El Diablo's hat.

BILLY RAY

I can't find Lola Belle!

He tosses the hat to Van Leek, who examines it, then throws it down and steps on it. The men look alarmed, determined.

168 INT. TUNNEL - DAY

El Diablo has Millionaire and Lola Belle gagged and tied together with their hands behind their backs. He marches them down the tunnel at gunpoint. He looks at Millionaire's gold teeth, stuffs them in his pocket.

MILLIONAIRE

(muffled, barely
comprehensible)

You won't get away with this.

(CONTINUED)

168 CONTINUED:

LOLA BELLE
(also muffled,
incomprehensible)
Why are you doing this?

EL DIABLO
Just move.

He prods them, and they continue down the tunnel, pass digging paraphernalia: shovels, carts, track, lanterns.

169 EXT. MAIN STREET - EVERYONE IN TOWN

searches for Millionaire and Lola Belle.

SPIVEY
Millionaire....!

MABEL
Lola....!

VAN LEEK
Millionaire....!

BILLY RAY
Lola Belle....!

Risible Roy pops up from a hole leading to the mine. He has something in his hand.

RISIBLE ROY
Hey....!

Van Leek is closest. He goes to him, followed by Billy Ray.

RISIBLE ROY (CONT'D)
(hands part of a gold
tooth to Van Leek)
This look familiar?

Van Leek examines it, hands it to Billy Ray.

BILLY RAY
What's he doin' takin' his teeth
out in the middle of a gunfight?

He realizes that was a stupid question, shuts up.

VAN LEEK
(to Roy)
Does this look like gold to you?

RISIBLE ROY
Not pure gold.

(CONTINUED)

169 CONTINUED:

VAN LEEK
I paid for pure gold.

Van Leek realizes he's been had by a dentist. Risible Roy starts laughing.

BILLY RAY
What's so funny?

RISIBLE ROY
I wouldn't wanna be that dentist.
When Tom gets through, he'll have
more holes in him than any of his
patients have in their teeth.

VAN LEEK
You know how much gold teeth cost?
(realizes there are more
important things to do)
He must be down here somewhere.

RISIBLE ROY
Millionaire...!

BILLY RAY
S'pose Lola Belle's with him?

VAN LEEK
... And El Diablo...?

The prospect chills them all.

VAN LEEK (CONT'D)
(pockets tooth)
I'm gonna kill that dentist.

BILLY RAY
I know.

Roy, Billy Ray and Van Leek start down the tunnel.

170 FURTHER DOWN THE MINE TUNNEL - VAN LEEK

comes upon the skeleton of a miner. He sits on the floor of the tunnel, a sentinel of danger. Van Leek doesn't speak.

BILLY RAY
Did you see anybody come this way?

The skeleton seems to be grinning.

RISIBLE ROY
Don't talk much.

(CONTINUED)

170 CONTINUED:

Billy Ray and Van Leek have continued on. Roy examines what the man is sitting on. It's a box. Roy moves the bones off the box, pries off the lid. By now, Van Leek and Billy Ray have come back to join him.

171 ROY'S POV INTO BOX - DYNAMITE

Three sticks.

172 ROY

is careful as he lifts one.

RISIBLE ROY

Easy. We don't know how stable
this stuff is.

When they hear that, Van Leek and Billy Ray back up fast.
Roy keeps lifting, examines the stick.

RISIBLE ROY (CONT'D)

Coulda dug a little further if they
used these.

BILLY RAY

I wonder what happened?

Van Leek picks up the skull, examines it.

.73 VAN LEEK'S POV

The skull has a bullet hole in the back of it.

.74 VAN LEEK

puts down the skull.

VAN LEEK

Greed. Somebody didn't want this
fella to come back up.

Roy finishes putting the third stick of dynamite in his
pocket when he hear a RATTLE. He looks down.

.75 ROY'S POV - THE BOTTOM OF THE BOX

has a hole in it. In and out of the hole crawl rattle
snakes. One is coiled and ready to spring at Roy.

176 ROY

freezes.

BLAM!

Billy Ray FIRES at the snake, kills it, setting off a cave-in. Dirt comes down all around the men, nearly buries them.

As the dust clears and the coughing stops, Roy looks to Billy Ray.

RISIBLE ROY

You don't like dirt, much, do you?

Billy Ray doesn't know what to say. The three men start digging out.

177 EXT. END OF TUNNEL - VAN LEEK

is covered with dirt now, sticks his head out the hole. The coast is clear, so he climbs out, followed by Billy and Roy.

Van Leek immediately sees some footprints in the daylight.

VAN LEEK

Here they are.

INTERCUT his POV of footprints.

VAN LEEK (CONT'D)

This is definitely Millionaire.

BILLY RAY

This one looks like Lola Belle.

RISIBLE ROY

Here's a third. Looks like he's limping. Definitely favoring his left foot. Here's some blood.

BILLY RAY

We shoulda brought the horses.

RISIBLE ROY

Wouldn't fit in the tunnel.

BILLY RAY

What I mean is, we should go back and get them.

A wind is coming up, blowing some of the sand.

VAN LEEK

We'll lose the trail if we go back now.

(CONTINUED)

177 CONTINUED:

RISIBLE ROY
(bending over something)
I don't think they'll get very far.

CAMERA REVEALS he's holding an empty canteen. The three men check their guns, Roy checks his dynamite, and they walk on.

178 EXT. CAMPFIRE - NIGHT

Billy Ray, Van Leek and Risible Roy lie around the campfire.

BILLY RAY
I kinda miss the way she laughs.

VAN LEEK
Millionaire's got a good laugh,
too.

BILLY RAY
Right... with those teeth.

VAN LEEK
I'm gonna kill that dentist.

BILLY RAY
Maybe you should just get your
money back.

RISIBLE ROY
I hope they stopped, too. We'll
lose them if they didn't.

BILLY RAY
Can't go this long without sleep.

VAN LEEK
I doubt he knows we're following
him.

BILLY RAY
Still, I kinda miss her laugh.

VAN LEEK
I miss Millionaire, too.

RISIBLE ROY
You guys are breakin' my heart.

Van Leek throws a blanket at Roy. Roy takes it, uses it as a pillow, lies down.

179 EXT. A RAMSHACKLE SALOON - NIGHT

This place is in the middle of nowhere. Its lights shine from a distance.

180 VAN LEEK, BILLY RAY AND RISIBLE ROY

stand on the crest of a hill, hungry, thirsty, feet sore.

BILLY RAY

I was hungry when I left Buckeye.

VAN LEEK

Has somethin' to do with El
Diablo's seige. I could drink a
gallon of water right now.

RISIBLE ROY

My feet are killin' me.

BILLY RAY

Now you know how a horse must feel.

VAN LEEK

I'll never ride Rio again.
(pause, gets up energy)
Let's go.

The three men walk toward the saloon. They continue looking
to the ground, apparently following tracks.

81 INT. NOWHERE SALOON - NIGHT

A dirty bunch of malcontented crooks drinks at the sleazy
bar, plays poker at a wobbly table, listens to piano music
by a large, slightly bewhiskered lady smoking a pipe.

Van Leek, Billy Ray and Risible Roy enter the saloon.

All eyes turn to them. The piano player stops, looks at
Billy Ray with a twinkle in her eye. He can't tell if she's
a man or a woman.

Van Leek ambles to the bar, followed by the other two, Billy
Ray looking over his shoulder at the piano player.

VAN LEEK

I'll have a beer.

BARKEEP

We don't have no beer.

VAN LEEK

Then gimme a whiskey.

BARKEEP

Fresh outa whiskey. Sorry.

Van Leek exchanges suspicious glances with Billy and Roy.

(CONTINUED)

181 CONTINUED:

VAN LEEK
(looking at shelf)
What's that there?

BARKEEP
That there's private stock.
Belongs to the owner of the bar.

BILLY RAY
What's everybody else drinkin'?

BARKEEP
They're all friends of the owner.

RISIBLE ROY
So are we.

BARKEEP
I don't think so. I know all his
friends.

VAN LEEK
We're gonna be his friends, 'cause
he'll appreciate that we don't
shoot up this place and everybody
in it if we get somethin' to drink.
(draws his gun)
Where should I start?

BARKEEP
That'll be three whiskeys.

BILLY RAY
Got any food?

BARKEEP
Nope.

RISIBLE ROY
If we were friends of the owner
would you have any food?

BARKEEP
We don't have any food.

VAN LEEK
Bring us some water, too. A lot.

BILLY RAY
We've been walkin' for three days.

Barkeep gets the whiskey and the water. Piano player sidles
up to Billy Ray. He stares at her facial hair.

PIANO PLAYER
Buy me a drink?

(CONTINUED)

181 CONTINUED: 2

BILLY RAY

No.

She's about to be offended when Roy decides to save the day.

RISIBLE ROY

What'll ya have?

PIANO PLAYER

That's more like it.

She throws a dirty look to Billy, moves over to Risible Roy.

PIANO PLAYER (CONT'D)

Double whiskey. I like 'em strong,
like my men.

Roy nods to Barkeep, who gets her a double whiskey. Billy Ray and Van Leek look around for signs of their quarry.

RISIBLE ROY

(trying to be polite)

Ahem. You seen three strangers
come in here tonight?

(sees her laugh)

I mean before us.

She thinks, can't recall. No one else seems to be able to help them.

PIANO PLAYER

Anybody seen three other strangers
in here tonight?

Nobody responds.

VAN LEEK

A white man, a woman, and a black
man.

Still, nobody responds. A DESPERADO at the bar leans over.

DESPERADO

Couldn't've been here. We don't
allow niggers in here.

Without blinking, Van Leek shoots Desperado in the neck. The man gurgles blood into his beer, slides to the floor, dies. Billy and Roy draw their guns, in case of trouble.

BILLY RAY

He hates it when people talk that
way.

BARKEEP

Don't blame ya.

(CONTINUED)

181 CONTINUED: 3

Barkeep pours Van Leek some more whiskey. He drinks it.

VAN LEEK
We're lookin' for a man called El
Diablo.

No response. Just hostile looks from the well-armed clientele. Piano Player makes her way back to the piano, starts playing Home On the Range.

Billy Ray notices immediately, saunters over to the piano, leans on it.

BILLY RAY
Where'd ya learn that song?

PIANO PLAYER
What song?

BILLY RAY
What you were just playin'?

PIANO PLAYER
Just made it up.

Van Leek, Roy and Billy exchange glances, sense an ambush.

PIANO PLAYER (CONT'D)
Why?

BILLY RAY
Just thought I'd heard it somewhere
before.

Billy Ray sees drops of blood on the floor, glances up the stairs, sees a room with a door closed behind a railing. Roy sees him looking there, starts up the stairs.

BARKEEP
Where ya goin'?

RISIBLE ROY
Jus' lookin' around.

BARKEEP
That's private up there.

VAN LEEK
(looking threatening)
He won't tell anybody.

Risible Roy knocks on the door. Immediately, a shotgun BLASTS through the door, riddling Roy with bullets, hitting his dynamite, EXPLODING him and the whole top of the saloon. The blast takes down the foreground wall, revealing Lola Belle and Millionaire gagged and tied back to back in chairs near the bed. El Diablo holds the shotgun. All look surprised at the big blast.

182 DOWNSTAIRS - VAN LEEK

ducks as Barkeep grabs a gun, tries to shoot him. But Thomas is quick, hits Barkeep with two blasts from his six-gun.

Billy Ray rolls to the floor as Piano Player draws a derringer, FIRES at him, just missing. Billy Ray FIRES his gun, emptying it into her. She twitches on the floor, dies.

Van Leek shoots three card-players, all of whom have shot at him. He kills them with one shot at each.

Billy shoots the remaining thug, a large guy with a rifle. As the man falls, his gun goes off, just missing Billy Ray. Billy runs up the stairs toward Lola Belle and Millionaire.

BILLY RAY

Cover me!

Van Leek fires at El Diablo, tries to keep him from hitting Billy Ray. El Diablo hides behind and between Lola Belle and Millionaire, puts a six-gun to each of their heads.

Billy Ray reaches what is left of the top of the landing, sees the predicament, doesn't know what to do.

EL DIABLO

Drop it now or I kill them both.
Now!

El Diablo cocks his triggers. Billy Ray drops his guns.

EL DIABLO (CONT'D)

(to Van Leek)

Now you...! No tricks...!

Van Leek has no choice but to obey. He drops his gun.

EL DIABLO (CONT'D)

Now come up here, both of you.

(no immediate response)

Hurry up, or I'll do it! Don't think I won't.

They stand exposed. Billy walks into what's left of the room as Van Leek takes what's left of the stairs to join them.

El Diablo starts tying Billy's hands behind his back. Van Leek is thinking hard and fast, but he has no viable ideas. When Billy is tied, El Diablo looks to Van Leek.

EL DIABLO (CONT'D)

Now you. Move.

Van Leek has no choice but to comply. El Diablo hands Van Leek a gag, indicates his should gag Billy Ray. He does. Then El Diablo ties Van Leek's hands together, gags him.

(CONTINUED)

182 CONTINUED:

EL DIABLO (CONT'D)

Now... you gentlemen can watch as I teach this young lady a few things.

Billy Ray tries to object through his gag.

EL DIABLO (CONT'D)

Shut up.

He undoes Lola Belle's gag, starts to untie her.

LOLA BELLE

Leave me alone!

EL DIABLO

(he just laughs)

On the bed.

She refuses to move. El Diablo waves his gun.

EL DIABLO (CONT'D)

I won't ask you twice.

She gets on the bed. The three men look on with horror as El Diablo moves to the foot of the bed, smiles down on Lola.

LOLA BELLE

You are too ugly, senor. I can't.

EL DIABLO

(laughing)

I like it when they complain.

As he puts his six-guns down, an arrow flies into the back of his head. El Diablo's eyes bug out. He looks as if the arrow must've pierced his brain, just stands there, frozen.

.83 DANCING BEAR

comes up the stairs, bow in hand, another arrow ready. He reaches the landing, sees Lola Belle on the bed, the three men tied up, El Diablo tottering on the end of the bed. He fires another arrow into El Diablo, this time hitting him in the spine. El Diablo topples over.

Van Leek, Billy Ray and Millionaire try to talk under their gags. Lola Belle moves to undo them.

DANCING BEAR

Wait. It's kind of peaceful without all that talk.

The three gagged men start to complain. When Lola Belle realizes Dancing Bear is joking, she continues to untie them. Billy Ray immediately detaches El Diablo's one remaining spur while Van Leek fishes Millionaire's gold teeth out of El Diablo's pocket.

184 BILLY RAY'S POV - THE SPUR

sparkles. Billy Ray twirls it.

BILLY RAY (O.S.)

This is the real thing.

185 BILLY RAY

gives the spur to Lola Belle.

LOLA BELLE

Oh, Billy Ray...

Van Leek puts Millionaire's teeth back in his mouth.

VAN LEEK

These aren't.

Millionaire is just happy to have his teeth back. Dancing Bear takes El Diablo's scalp.

DANCING BEAR

Mmph. This is.

186 EXT. NEXT DAY - BUCKEYE CEMETERY

Roy is buried here. Millionaire, Van Leek and Dancing Bear are on their horses. Billy, Lola, Spivey, Mabel and other citizens of Buckeye bid them farewell.

VAN LEEK

Sure you won't change your mind?

BILLY RAY

We've got a town to put back together here. I want to go back to teaching.

MILLIONAIRE

I don't blame him, Daddy. This gunfighting is violent stuff!

VAN LEEK

Nobody asked you.

LOLA BELLE

(proud of Billy Ray)
Lots of people here can't read.

SPIVEY

It may not look like much, but Buckeye'll make a good home, once we fix it up.

Billy Ray agrees. Van Leek is skeptical, holds his tongue.

(CONTINUED)

186 CONTINUED:

BILLY RAY
Chief, thanks for your help.

DANCING BEAR
I'm coming back with some of my people. We need a place to call home.

SPIVEY
Well, we can use you here.

VAN LEEK
Take care of yourself, boy. And don't forget to write.

BILLY RAY
No more Kid Durango, Thomas. I've had it with guns for a while. It's strictly reading, writing, and 'rithmetic for me now.

Thomas Van Leek tips his hat and rides off. Millionaire and Dancing Bear follow him. Billy Ray heads back to town with Spivey, Mabel, and the remaining motley citizens of Buckeye, Arizona. Lola Belle catches up to him.

LOLA BELLE
We gonna talk now?

BILLY RAY
'Bout what?

LOLA BELLE
You said when this was all over we'd talk... 'bout us.

BILLY RAY
I'm kinda tired right now...

LOLA BELLE
(taking his hand)
Well, you rest up... then we'll talk.

He smiles, and they all walk on. After a moment, he turns, looks to the departing men.

187 BILLY RAY'S POV - VAN LEEK

rides off with Millionaire and Dancing Bear. Home On the Range plays as they disappear across the plains.

FADE OUT

THE END