

"GODLESS"

Scott Frank

REVISED
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WHITE

Sound of violent WIND. A faint SONG beneath it...

GIRL'S VOICE
*Amazing grace, how sweet the
sound...*

A FIGURE ON HORSEBACK emerges from the white background and we realize that we're smack dab in the middle of one fucker of A SANDSTORM.

GIRL (O.S.)
...that saved a wretch like me...

SUPER: THE TOMBOY MINE CREEDE, COLORADO. Then: 1884.

The Rider, his head ducked into the gale, keeps his anxious horse to a walk. His duster blows open revealing A SILVER STAR pinned to his shirt. He looks up and his huge walrus mustache blows back against his cheeks. JOHN COOK.

GIRL (O.S.)
*I once was lost, but now I'm
found...*

He makes out a wobbling sign stuck into the ground that reads CREEDE. Only someone has altered the "C" with a crude stroke of red paint, so that the sign now reads GREEDE.

GIRL (O.S.)
Was blind, but now I see...

OTHER FIGURES ON HORSEBACK emerge from the white behind the Marshal. These men also have stars pinned to their chests, though theirs are made of tin.

The POSSE rides through the Rocky Mountain town, warily eying the BURNING STRUCTURES along the main street, the DEAD HORSES lying on their sides. Every building either still on fire or burned to the ground so that the entire town smolders.

GIRL (O.S.)
*T'was grace that taught my heart to
fear...*

Marshal Cook rides under A LARGE WILLOW TREE where A FIGURE HANGS BY THE NECK, slowly turning in the wind: A WOMAN in a torn hooped skirt, one remaining shoe dangling from a white-stockinged foot.

GIRL (O.S.)
And grace my fears relieved...

The men ride on past, some crossing themselves as now MORE BODIES appear, many hanging from trees off the main street;

others, from exposed rafters in burning buildings. More lie dead on the sidewalks or in the dirt street.

GIRL (O.S.)
*How precious did that grace appear
 the hour I first believed...*

A TRAIN DEPOT is wedged between two high cliffs at the far end of the main street. A sign reads, "SAVAGE BASIN LINE."

The Marshal Rides to the platform and dismounts. Stray CASH blows past the Marshal's boots, one of the bills catching on the rowel of his spur.

He looks to the tracks where a still-hissing LOCOMOTIVE LIES ON ITS SIDE. Behind it a coal tender stands tipped onto two wheels while the two cars linked behind it somehow remain upright.

The Marshal takes in the DEAD ENGINEER hanging out of the cab, the FIREMAN crushed halfway beneath the engine.

GIRL (O.S.)
*Through many dangers, toils and
 snares...*

Beside the train, we see a 17 year-old GIRL, dazed, in a bloodied dress, holding the hand of A DEAD MAN, singing:

GIRL
We have already come...

We hear a TICKING sound, and the Marshal turns to A DOORWAY, where the STATION MASTER and AN OLDER TELEGRAPH OPERATOR lay piled on top of each other, both shot dead, the telegraph ticking away, waiting for a response that ain't coming.

GIRL
*T'was grace that brought us safe
 thus far...*

VOICE
 Marshal Cook...

ONE OF THE DEPUTIES points and the Marshal turns to the WATER TOWER across the tracks, looks up at...

A SMALL BOY hanging from the fill pipe. The child swings to and fro by the neck in the blowing dust as the anguished Marshal below him now falls to his knees...

GIRL
And grace will lead us home.

CUT TO BLACK

A moment. Then-- A QUICK FLASH OF LIGHTNING REVEALS...

A RANCH HOUSE - NIGHT

Low slung adobe with an adjacent barn. Nothing else around.

We then SUPER: **TWO MILES OUTSIDE LA BELLE, NEW MEXICO.**

ANOTHER FLASH, and this time we're CLOSER TO THE HOUSE. The front door creaks open and the BARREL OF A RIFLE pokes out.

ANOTHER FLASH and we see A WOMAN standing there, holding the Henry rifle, the features of her face lost to the darkness.

WOMAN

Who's there?

She looks out into the black night. The DRY LIGHTNING moving off now, but we see a HORSE standing in the dark, fifty paces away. A RIDER HUNCHED OVER THE HORSE'S NECK.

She cocks the Henry, starts walking towards the rider...

WOMAN

Declare yourself or I'll shoot!

No response from the rider. We hear a loud BOOM in the night as the woman keeps her promise and blows the rider from his mount. The animal trots off a few tired steps, then stops.

The woman walks to where the rider fell in the dirt, stands there looking down the length of the rifle barrel at him.

ANOTHER FLASH reveals A MAN lying on his back. He's bearded, with long hair, dressed in tattered clothing. ROY GOODE. He stares up at her a moment and, oddly, smiles before he passes out.

THE WOMAN

Crouches down and considers him as a SMALLER FIGURE walks up behind her. She sees a fresh wound where she got him in the neck, but then sees two more BULLET HOLES in his shirt.

FIGURE

(a boy's voice)

Looks like he's already shot.

The Woman doesn't react to that one way or the other, studies the man's face another moment, makes a decision, then stands.

WOMAN

Get him in the barn.

Sound of THUNDER, POURING RAIN...

EXT. TOWN - NIGHT

Two dozen men gallop through a heavy downpour. The rider in front, his poncho covering his face, tosses an empty whiskey bottle into the street.

SUPER: LEADVILLE, COLORADO

The group stops at a two-story structure at the edge of town. A sign sways over the porch -- "ELIJAH GRAHAM MD." We HEAR A HARD KNOCKING OVER...

INT. DR. GRAHAM'S PARLOR - NIGHT

As the young DR. GRAHAM -- twenties, robe, hair spiked from sleep -- lights a lamp and carries it to the door.

DR. GRAHAM

Coming!

He opens the door and immediately steps back at the sight of the dark clump of men standing there in shadow.

DR. GRAHAM

Can I... help you gentlemen?

A FLASH OF LIGHTNING as the man in the poncho lowers his hood to reveal eyes black as ten feet down set into a leering face now drained of blood. FRANK GRIFFIN. He smiles one of those smiles that are not about smiling...

GRIFFIN

I believe I got a bullet in m'arm.

DR. GRAHAM

(hesitates, then)

Come inside.

The Doctor steps aside, watches as the room fills with muddy men. Griffin falls onto a sofa. He pulls the poncho aside so the Doctor can see his left arm...

DR. GRAHAM

Good God...

Griffin's arm, nearly shot off, barely hangs on the shoulder. The Doctor swallows hard, grabs a pair of scissors from the table and carefully cuts the poncho away, stopping cold when he sees Griffin wears a PRIEST'S COLLAR. Griffin looks up.

GRIFFIN

Your name Elijah? Like the prophet?

DR. GRAHAM
Yes, sir. Elijah Graham.

GRIFFIN
(closes his eyes)
That's a damn good sign.
(opens them again)
I meant the one you got hangin' out
front, got your name on it.

Griffin laughs at that, now extends his good hand, which is also blackened and slick with blood.

MAN
I'm Frank Griffin...

DR. GRAHAM
I know who you are, Mister. I know
who you all are.

GRIFFIN
So tell me, Elijah...
(closes his eyes)
M'arm come off yet?

The Doc works another moment, probes here and there.

DR. GRAHAM
There's no saving it. I'm surprised
it didn't fall off on the ride in.

Griffin sighs, looks at his arm, as if to say "Good-bye."

GRIFFIN
Well, you best go on, take it then.

The Doctor turns and looks at the muddy faces all watching him. One has a SNAKE wrapped around his neck, dropping off into his coat like a poisonous muffler. Another has KNIVES in two long sheaths hanging from his neck.

GRIFFIN
Don't worry none. These boys ain't
gonna blame you, I get dealt out.
I seen my death...
(that smile)
...and this ain't it.

EXT. DOCTOR'S HOUSE - SAME

As two young men, both eighteen with bruised faces, DONNIE and DARYL DEVLIN, stand guard in the rain. Donnie's in the middle of the street with his arms outstretched, apparently trying to get struck by lightning. He's missing two teeth.

DARYL
Fool, you gone get bit!

DONNIE
(catching rain on his
tongue)
I wanna see what it feels like.

We hear a long, low SCREAM from inside the Doctor's house.
They both turn and look up at the dimly lit window...

DARYL
You can bet ol' Roy Goode's gonna
pay for that arm.

INT. BARN - NIGHT (THE RANCH)

A MATCH FLARES revealing the face of AN INDIAN BOY, fifteen.
He lights a lamp and examines Roy Goode lying in the straw.

Roy awakens and regards the boy. We hear someone else enter
the barn, bark something in Paiute that gets the boy quickly
backing away from the man.

A WOMAN, can't see her in the dark, squats in front of the
man, tears his shirt open and studies the wounds. She says
something to the boy who nods and hurries out of the barn.

The woman studies Goode a moment before casually inserting a
finger into one of the bullet wounds, grunting without any
sympathy as the man instantly arches away from her in pain.

She sighs, unties a leather pouch and pulls out a pinch of
GUNPOWDER. She then packs one of Roy Goode's wounds with it.

She strikes a match and we briefly see her OLD FACE before
she lights the wound on fire. Roy Goode bolts upright...

EXT. RANCH HOUSE - NIGHT

As the Woman who shot him, her face barred in shadow, leans
against her rifle, calmly listening to the man SCREAM as we:

FADE TO BLACK

MCNUE (V.O.)
Hello? Anyone there?

FADE IN: CLOSE-UP OF BILL MCNUE

Fifty. Patches of MUD cover his eyes. We hear CHANTING OS.
A fly lands on one of the mud dressings, then buzzes McNue's
face. He brushes it away, lies there in the dark space for
another moment.

MCNUE
Fer cryin' out loud...

He sits up, starts to wipe the mud from his eyes.

MCNUE
Goddamn waste a time...

McNue gets to his feet, feels his way through the dark...

EXT. PAIUTE CAMP - DAWN

As BILL MCNUE stumbles out of one of the teepees and squints at the bright sun. We see that he's wearing not a stitch of clothing save his boots.

None of the Indians in the camp pay him any mind at all as he stumbles down a small slope to a stream where he falls to his knees and starts brusquely washing the mud from his eyes.

VOICE
What are you doing?

Someone tosses A PILE OF CLOTHES to the bank beside him, and McNue looks up at NARRIENTA -- the tall Paiute Chief wearing a linen shirt and a broad cloth suit with a colored blanket draped over one shoulder like a toga.

NARRIENTA
I said wait till sundown.

MCNUE
Yeah, well, I'm through with your
witchy nonsense. It ain't workin'.

NARRIENTA
My witchy nonsense takes time.

MCNUE
It's wishful thinkin's what it is,
and I don't got none a that in me
no more.

As McNue starts to get dressed, Narrienta looks at McNue's reflection in the stream, then up at the sun, then back to McNue...

NARRIENTA
You lost your shadow, Bill.

McNue chuckles unhappily, "Yeah, well," stands up and starts to button his shirt which has a BADGE pinned to it.

NARRIENTA

Nothing more dangerous than a man,
lost his shadow.

MCNUE

Yeah, and why's that?

NARRIENTA

He's got nothing more to lose.

INT. BARN - (THE RANCH) - SAME

As Roy awakens and sits up. Shirtless, he shivers in his longjohns, inspects the nasty bullet hole through his left side, another one through his left bicep.

There's a clay pitcher of water at his feet. He drinks from it, gags and spits the water out, touches the newer wound at his throat.

We hear a HORSE SNORT and he looks off at The HORSE he rode in on lying on its side, one white eye staring back at him.

THE BARN DOOR OPENS

And Roy watches THE OLD PAIUTE WOMAN enter the barn.

ROY

(whisper)

This heaven or hell?

She looks at the man as if he's something a rat dropped from one of the rafters, GRUNTS, then crouches down in front of him and begins applying new mud dressings to his wounds.

EXT. NEW MEXICO COUNTRYSIDE - MORNING

Bill McNue rides his horse at a lope through a patch of WILDFLOWERS. He stops, gets off and drops to his knees. Puts his face right up close to the blossoms...

MCNUE

Daisy. Bluebonnet...

(squints)

...Primrose.

EXT. CEMETERY - MORNING

A few graves spread out beneath the canopy of a huge oak. McNue rides up and dismounts. He pulls the bunch of CUT FLOWERS from his saddle bag and walks through the gate.

ON A GRAVESTONE

ANNA McNUE LOVING WIFE & MOTHER LIVED FOR THE DAY AT HAND

Bill McNue places the flowers at the foot of the stone, then steps back a few paces and takes off his hat.

MCNUE

Sweetheart, I'm sorry to say that I ain't kept a one a my promises. It seems that, with the exception of our children, I been a failure at just about everything. And now, it seems my twilight has come home and I didn't even hear it knockin'. I guess that's the one advantage to bein' where you are. You don't never have to feel yerself get old or useless in the eyes of everyone who looks at you. Hell, in my mind, you're still twenty-six and givin' me those kisses that used to untie my shoelaces.

He stands there a moment staring at the marker, the light wind blowing whispered messages all around him. Finally:

MCNUE

Guess we should talk some about our little Trudy. She and I are havin' some... trouble. It ain't that I don't love her exactly, it's just that I can't seem to forgive her for what she done... to you.
(puts on his hat)
Maybe tonight you'll come, give me some advice in that direction.

He then turns and walks back to his horse. As he gets on it and rides off, we then CRANE UP OVER THE CEMETERY to reveal: THE TOWN OF LA BELLE down below.

EXT. LA BELLE, NEW MEXICO - MORNING

Dying. The buildings are all tired, in need of paint. Bill McNue rides past an abandoned silver mine. The tall piles of discarded ore rise in the background of the main street.

All the souls on the street are WOMEN. They avoid looking at McNue as he rides through. From somewhere, we hear...

WOMAN'S VOICE

Welcome home, coward.

McNue turns, sees TWO LADIES crossing the street, neither of them looking at him. No way to know who said that.

We hear HAMMERING and a moment later McNue passes A DOZEN WOMEN building a new church, pounding nails, sawing wood, laying roof near the newly framed-up spire.

EXT. THE RANCH - BARN - MORNING

Roy steps outside, squints against the sunlight. It's bright even this early. He looks at the house, the low adobe walls, the sod roof. The old Paiute gal smoking on the porch.

A few head of skinny cattle graze near a small garden. A mule, COWBELL round its neck, wanders aimlessly about the yard. A corral abuts the barn where fifty-some unbroke HORSES now prance about the dust.

Roy takes a careful step, then walks a few unsteady paces while he gauges his strength. He pauses, watches the horses in the paddock. They're wild, many still carry their winter coats. They're jammed into the corral.

He squints into the field, studying the fence... a rail broken here and there: No man around here.

He turns back to the crowded paddock, now sees movement in the ground beyond the corral and starts towards it...

...but stops cold and watches as SOMEONE COVERED HEAD TO TOE WITH MUD CLIMBS OUT OF THE GROUND fifty feet in front of him.

He blinks. Watches as the muddy figure seems to just rise up out of the ground, completely covered with brown earth.

The figure straightens up, shakes off long hair, brushes mud and dirt from the men's trousers she wears over dusty boots.

The muddy woman sees Roy standing there and starts this way, smoothly grabbing the rifle off the gate as she comes.

He suddenly feels dizzy, reaches out, but only finds air and drops to his knees. The woman walks up and stands over him, a muddy-brown apparition. He tries to stand, but she puts a hand on his shoulder...

WOMAN

You best stay down there a minute
and collect yourself.

Looking up, he takes in the full of her now. She seems to be in her late twenties, though it's hard to tell with all that mud caked on her.

WOMAN

What's your name, Mister?

Her hair is long, set off by the dark green eyes of a witch. A damn beautiful witch. Even covered with mud. He sits up.

He tries to speak, but clutches the wound at his throat. She looks back at him, her way of apologizing for giving him that wound.

WOMAN

We don't get many riders come along
the middle of the night. And the
ones we do get only want trouble.

He starts to get up and she extends her hand, still wrapped in a work glove. He gains his feet, keeps hold of her hand.

WOMAN

I'm Alice Fletcher.

He nods and looks past her as the Indian Boy climbs up out of the ground, same as Alice did a moment before. He comes over brushing mud off himself.

ALICE

This is my son. Truckee.
(to the boy)
He can't speak as yet.

TRUCKEE

No doubt on account a you shootin'
him in the throat.
(then)
I thought for sure you was dead.

ALICE

Were dead. Not "was."

Roy contemplates these two strange people as the ground begins to change places with the sky and he starts to pitch forward. Alice and the boy just watch him fall. Then...

ALICE

(calmly calls out)
Iyovi!
(then to the boy)
Put him back in the barn.

EXT. BILL MCNUE'S PLACE (LA BELLE) - DAY

Modest, with a few horses and some livestock. McNue rides up and pulls his saddle. He sets the horse loose in the pasture and wearily walks to the house.

He pauses in front of his porch and looks down. No shadow. A FLOORBOARD CREAKS and he puts his hand on his gun and turns to see a curly-haired little girl of two, TRUDY, her arms outstretched, taking a couple of unsteady steps towards him.

He just watches her toddle right into his legs and grab hold. He stares down at her a moment, doesn't move. When she looks up at her father, it's with that pliant gaze of someone "not quite right."

WOMAN'S VOICE

You gonna say hello?

McNue looks up and sees his sister, MARY-AGNES MCNUE sitting inside cleaning a rifle. She's a handsome woman near forty.

MCNUE

What's the difference, she can't understand a word I say.

MARY-AGNES

There's plenty a ways, say hello don't involve words.

McNue finally reaches down tussles the little girl's hair, then quickly walks inside.

INT. BILL MCNUE'S HOUSE - SAME

It's a simple cabin with a bed in one corner. McNue peers up into the sleeping loft where there are two more pallets...

MCNUE

Where's William?

MARY-AGNES

School. It's Monday.

He nods, hangs his hat on a peg, turns to face his sister, sees now that she's wearing pants. A Man's Hat. Boots. He watches her wipe the gun barrel down with a white rag...

MCNUE

Them Albert's britches you got on?

MARY-AGNES

Not anymore.

MCNUE

You wearin' his hat, too?

MARY-AGNES

(turns, pats the pistol)
And his rig.

MCNUE

You wanna tell me why?

MARY-AGNES

Someone's gotta look after things
around here.

MCNUE

You look ridiculous.

MARY-AGNES

You ever worn a dress, Bill?

MCNUE

No, and neither do I intend to.

MARY-AGNES

Well, you oughta. You oughta right
now put on a dress. And put on a
damn--

(indicates the white "rag"
she's using)

--corset while you're at it.

McNue looks closely at the white rag as she rubs the barrel
down. There's a strap hanging from it. He turns, hangs up
his gunbelt.

MARY-AGNES

Well, at least tell me was that old
Paiute warlock of any use or not?

MCNUE

He jammed cold, stinkin' mud in my
eyes, soaked me in some hot spring
a day's ride from their camp.

MARY-AGNES

Hot spring? Huh. Did that do
anything?

MCNUE

Made me feel like a dern fool's
what it did. 'Bout all I came away
with was a raging erection and an
angry demeanor.

MARY-AGNES

I'm sorry I asked. Say g'bye to
Aunt Maggie, sweet pea...

She gives the girl a kiss, then hands her to McNue. She then
starts stuffing her things into a carpet bag.

MARY-AGNES

You talk to the widow on your way in?

MCNUE

Which widow would that be?

MARY-AGNES

The one you're so blame fool in love with. Alice Fletcher.

McNue's daughter looks up at him, smiling at nothing.

MARY-AGNES

Word is, the Paiutes brung her a whole herd a Mexican horseflesh.

MCNUE

So?

MARY-AGNES

So I thought maybe you'd ask her if she'd sell some to the town, seein' as we sold off everything on four legs--

MCNUE

I told you you'd regret that.

MARY-AGNES

And you were right as always. But the fact remains, we need horses.

MCNUE

How y'all aim to pay her?

MARY-AGNES

Man from Quicksilver's comin' to town this week. They're offerin' a ten thousand dollar down payment on the claim.

MCNUE

You made a deal?

MARY-AGNES

We're in the throes. She must have fifty horses up there.

MCNUE

You know how she feels about you.

MARY-AGNES

That's why I thought you'd ask her.

EXT. LEADVILLE - DAY

Frank Griffin and his men slowly walk their horses out of town. Griffin's dead arm is wrapped in canvas, tied to his saddle just above his rifle scabbard. A few fingers stick out the end of the roll.

No one's about or on the street. We hear faint SINGING OS and Griffin turns in his saddle, looks off at A CHURCH...

INT. CHURCH - SAME

The congregation stands, singing *Nearer, my God, to thee!* when the doors burst open behind them and in rides Frank Griffin, still on his horse, singing right along:

GRIFFIN

*...Even though it be a cross that
raiseth me... nearer, my God, to
thee! Nearer to thee!*

The entire congregation turns, goes silent as Frank Griffin walks his horse up the center aisle, the only one singing...

GRIFFIN

*There let the way appear steps unto
heaven; all that thou send'st to me
in mercy given; Angels beckon me...
nearer my God, to thee!
(gets to the front)
Nearer to thee!*

He sits on his horse, eyes various congregation members:

GRIFFIN

Folks, how 'bout it... y'all been
Baptized? Y'all wash your bodies
once a week? Have you committed
adultery, ma'am? Have you betrayed
your brother, sir? Do you preside
in your family as a servant of God?

The terrified Methodists just stare back at him.

GRIFFIN

Y'all know that I don't ever wanna
come back here and burn this house
of the lord down to the ground.
(takes off his hat)
So let's all bow our heads and pray
that Roy Goode don't never show up
here, but that if he does, none of
you takes him in.

EXT. ALICE'S RANCH - NIGHT

We see the soft glow of a lantern inside. The boy and his mother sit at the table, she's teaching him how to read.

PULL BACK TO REVEAL:

Roy Goode stands outside watching Alice lean close to her son. Takes in what he can see of her glowing behind the lantern. The mud all gone, washed away. Can't take his eyes off her.

TRUCKEE

*Boats sail on rivers... And ships
sail on seas; But clouds that sail
across the sky are p-- pr...*

ALICE

Prettier.

TRUCKEE

...prettier than these.

Suddenly the door opens and IYOVI, the old Paiute woman, steps outside, begins rolling a cigarette. Roy steps back into the shadows and quietly heads back to the barn.

INT. ALICE'S HOUSE - NIGHT

Alice looks up at Truckee and kisses him.

ALICE

Very good.
(checks a pocket watch)
Now get yourself to bed.

He closes the book, watches Alice blow out a candle, then looks thoughtfully across the dark yard towards the barn.

TRUCKEE

What all you think happened to him?

ALICE

I don't know, but whatever it was
it comes under the heading of his
own business.

EXT. ALICE'S HOUSE - NIGHT

Alice starts across the yard, pausing as Iyovi, sitting on a stump in the dark, strikes a match and lights a smoke. Alice raises the lantern to the old woman's face.

IYOVI (SUBTITLED)
He stinks of death, that one.
(sits back)
And, if he stays here long enough,
he'll make us stink of it, too.

ALICE
Go to bed.

INT. BARN - NIGHT

Alice walks into the barn, the lantern illuminating first the old pack horse lying in the straw watching her, then a SADDLE BAG sitting beside it.

She crouches down, looks inside the bag. The only item inside is a tattered BIBLE. She's examining it when an ENVELOPE slides from inside the pages to the floor. She holds the lantern over it...

INSERT - ENVELOPE

Worn and dirty like the man. Addressed to "MR. ROY GOODE.
C/O LUCY COLE, GUTHRIE NEW MEXICO."

We hear movement and she looks towards the pallet, raises the lantern and sees Roy Goode standing behind her. She stands.

ALICE
(caught)
Excuse me--

He considers her another moment, then sits down on his pallet, watches as her deep green eyes now move to the envelope.

ALICE
That your name? "Roy Goode?"

He hesitates, nods. But she doesn't react to the name, just bends down and picks up the envelope.

ALICE
And this... "Lucy Cole?" Is she...
someone might be worried about you?

He finally shakes his head. She doesn't turn away. Those eyes. Damn. She seems to be all eyes.

ALICE
You can't stay here. I don't have
enough to feed you and even if I
did, I don't know you. So soon as
your horse is rested, I'm gonna ask
you to leave.

He nods. She doesn't move. Finally--

ALICE
 You know, you're lucky there wasn't
 more've a moon the other night.
 (then)
 I was aimin' higher.

She starts to turn away when--

ROY
 (whisper)
 Ma'am...

His voice stops her. He picks up THE LETTER, holds it out to her. Alice looks at him, not sure what he wants. He takes the letter out of the envelope and hands it to her:

ROY
 (whisper)
 Would you mind?
 (then)
 I can't read.

Alice regards him lying there in the straw, makes a decision, reluctantly takes the letter from him and sits down. She studies it a moment, glances at Roy, then starts to read:

ALICE
*Dear Roy. I'm sending this letter
 to Lucy in the hopes that some day
 it finds you. I'm writing after
 all these years of absence to tell
 you that I am a changed man...*

EXT. THE ATASCADERO MOUNTAINS - DAY

A rolling range near the California coast. A RIDER, seen only in LONGSHOT, rides towards the summit...

ALICE (V.O.)
*I know now that we're all given a
 life to live with honor and pass on
 having left our mark. I know now
 that we all gotta do our part,
 leave our children strong. There
 ain't nothing that lasts long once
 its time is past. Money's only
 important to the man with the small
 mind. The important thing is to do
 the best one can with what one has.
 I learned these words and thoughts
 from reading, something I shoulda
 learned how to do a long time ago.
 (MORE)*

ALICE (cont'd)
*Something I shoulda taught you and
 maybe saved you some heartache.
 The truth is, books have taught me
 that I am not the man I could've
 been...*

INT. BARN - NIGHT

Roy turns away at the sound of these words...

ALICE
*I'm asking you to come now to the
 Atascadero Territory in California
 and live with me and my wife. You
 won't never believe the job I got,
 so I'm not even going to bother
 telling you about it less I see you
 in person. Which I am hoping I
 will.*

EXT. ATASCADERO MOUNTAINS - DAY

As the Rider nears the summit...

ALICE (V.O.)
*I live near the Pacific ocean. I
 don't think you have ever seen a
 body of water so big or so
 beautiful.*

He reaches the top and we see the huge, blue fetch of the
 Pacific spread out below...

INT. BARN - NIGHT

Roy stares at Alice's shadow on the wall as she reads.

ALICE
*They got fish in there the size of
 plow horses. And the water itself
 is the cleanest and clearest I have
 ever touched. You ride down to the
 sea, pull your boots off and stand
 in the salt water barefoot and feel
 yourself go light. You look out
 and all you see is blue. Blue sky.
 Blue water. It's overwhelming.
 You feel as if you're on the edge
 of something powerful. It's like
 you're right there holding onto the
 knob on the door to heaven--*

Alice laughs softly at the rather purple turn of phrase. She
 glances at Roy -- who didn't seem to notice, just stares off -
 - then clears her throat and continues.

ALICE

This place has changed me and I do believe it will change you, too. I know I ain't been the brother you needed me to be. I know I ran off when you needed my protection, but I'm asking you now to come to Atascadero and give me a second chance. To let me teach you the things I should have taught you long ago. Take your time. I'll be here. Signed... Your loving brother. Jim.

She shakes her head, considers the letter.

ALICE

*Knob on the door to heaven.
(then)
Quite a poet your brother is.*

She looks at Roy, who keeps himself turned away. She's not sure what to do now. Clutches the letter in her lap.

ALICE

*Does sound beautiful, though,
this... Atascadero.*

He doesn't move. She now quietly replaces the letter in its envelope, sets it down beside him and looks at him once more.

ALICE

Well. Good-night.

She walks out of the barn, taking the light with her.

A.T. GRIGG (V.O.)

How was it, exactly, you come to realize you were facing the vile Roy Goode?

INT. THE DAILY REVIEW - SANTA FE - DAY

Where a young NUN sits across the desk from the editor, A.T. GRIGG, a small man with a weeping eye he continually dabs at with a handkerchief.

NUN

By descriptions I'd read in your newspaper.

She indicates a SKETCH OF ROY GOODE on the wall. The face is exaggerated, the expression is fierce. A PHOTOGRAPH beside it is of FRANK GRIFFIN in the collar standing before his gang.

NUN

That captures him exactly right.
With crushing vividness, the phrase
No virtuous woman is safe near Roy
Goode came to me.

The Nun sits back in her chair, fans herself.

NUN

I made an act of contrition, and
concentrated my thoughts on the
presence of God.

GRIGG

(dabs at his eye)
You recall was his pistol black
boned in the handle? And did he
carry it on his right or his left
side?

NUN

His *pistol*? I really couldn't say.
I was too busy paying attention to
the coffin...

EXT. GUTHRIE, NEW MEXICO - DAY (FLASHBACK)

The Nun sits beside a buggy, under a tree eating lunch. She
watches as Roy Goode walks up the road on horseback dragging
a wooden casket behind him. He slowly turns, looks down at
the now terrified young Nun as he passes...

INT. THE DAILY REVIEW - DAY

As the Nun shivers at the memory, looks at Grigg...

GRIGG

You sure it was a casket?

NUN

Yes, for some time later I passed
the cemetery, and saw him digging
up a grave...

EXT. CEMETERY - GUTHRIE - DAY

The Nun watches from a distance as Roy Goode reaches down
into the hole's dug and carefully lifts some DIRTY BONES from
the grave. He gently sets them inside the casket he brought,
which now sits by the grave.

NUN

He took the bones from this grave,
put them into the casket he brought
with him, then re-buried them.

INT. THE DAILY REVIEW - DAY

Grigg dabs at his eye. Scribbles in a NOTEBOOK.

GRIGG
And what town was this?

NUN
Just outside Guthrie.

GRIGG
(interested)
You recall the name on the grave he
dug up?

NUN
There was no name, just a marker.
But that wasn't the worst part...

She leans closer to Grigg, whispers...

NUN
He took the clothes.

EXT. CEMETERY - GUTHRIE (FLASHBACK) - DAY

As a naked Roy Goode, his bullet wounds visible, pulls on the ratty clothes from the old grave. The clothes he had on when he showed up at Alice's.

NUN (V.O.)
He took the old rags from the dirt
and put them on.

INT. THE DAILY REVIEW - DAY

As she gasps at the memory, clutches her heart...

NUN
It was as if I'd seen the devil
himself.

EXT. "DOUBTFUL CANYON" - FROM UP HIGH - DAY

As Frank Griffin and his men gallop to the mouth of a box canyon, then slow to a walk, the DUST rising around them.

GRIFFIN (V.O.)
(shouts)
Roy Goode!

DOWN IN THE CANYON

Griffin's voice echoes. Here and there, we see a DEAD HORSE lying on its side.

GRIFFIN

Keep yer eyes open. He could still
be about.

Griffin then looks into the canyon. He eyes a picked-clean
corpse wedged into the rocks. Takes in two more corpses.
Then another. He bows his head...

GRIFFIN

I'm sorry, my sons.

DYER HOWE throws one of his knives into the dust beside one
of the corpses, splits a lizard in half.

DYER HOWE

Looks like the coyotes et half of
'em.

AMOS GREEN holds onto his King Snake, lets it slither up his
sleeve.

AMOS GREEN

Saves us the trouble a buryin' 'em.

ALONZO BUNKER, almost as big as his horse, takes in the
bodies.

ALONZO BUNKER

Damn, that boy could always shoot.

GATZ BROWN, along with Griffin, the oldest of the bunch,
rides beside an unsteady Frank Griffin.

GATZ BROWN

He had hisself a good teacher.
(looks around)
All one shot to the skull.

GRIFFIN

Not all.

Griffin stops, lets his poncho fall off the stump on his left
side and we see fresh blood soaking through the bandages.
Griffin looks at it, his expression almost bored...

GRIFFIN

Fuckin barber surgeon.

GATZ BROWN

It ain't good, you doin' so much
ridin'. We oughta ride back to the
caves, let you heal up some.

GRIFFIN
 (ignores him)
 That's Roy's horse.

FLOYD WILSON, the tracker in the group, one milky blue eye alongside one green eye, dismounts, crouches down beside a dead horse -- black with a white forelock. Frank Griffin looks off.

 GATZ BROWN
 He couldn't a gotten far on foot.

 FLOYD
 (examining the tracks)
 Cept that he ain't on foot.
 (turns)
 He got onto another animal, this
 one only shod on the back...

 GRIFFIN
 The pack horse...
 (scans the horizon)
 One with all my money.

INT. BARN - ALICE'S RANCH - DAY

Roy rubs mud on the lame leg of the old horse he rode in on. The mare lifts her head at the sound of the animals outside.

 ROY
 (whispers)
 You lonely, girl?

EXT. ALICE'S RANCH - DAY

Roy steps outside, leads the mare into the corral. He then watches the horses inside. There's admiration in his eyes, genuine regard. He steps inside the gate...

 TRUCKEE (O.S.)
 I wouldn't do that, I was you.

Roy sees the boy standing there by the well, covered in mud.

 TRUCKEE
 Those are wild animals.

Roy nods, then moves to the center of the corral. The horses snort and paw at the ground. Truckee comes over and watches.

INT. ALICE'S HOUSE - SAME

Alice and the old woman make bread, flour dust all over them. Alice looks up, stares out the window as Roy calmly moves among the unbroken horses. He reaches out to one or two of them and, remarkably, none shy or move away.

ALICE

Iyovi.

IYОВI, the old woman, stops kneading, wipes her hands on her skirt and moves to the window beside Alice.

EXT. CORRAL - SAME

Roy makes a kissing sound with his tongue as he moves to one of the horses and gently rubs its neck. The horse quivers, but allows Roy's hand along its back and hindquarters.

INT. ALICE'S HOUSE - SAME

Alice watches him calm the animal with long gentle, strokes.

EXT. CORRAL - SAME

Roy spots a BLACK horse with a white forelock idling alone at the back of the corral, carefully watching Roy with one eye.

ROY

(whispers)

A damn ghost...

He starts to move towards the stallion...

TRUCKEE

Uh, Mister...

Roy slowly approaches the horse, the animal just watching him come. The horse lets him get right close--

TRUCKEE

That one's really--

--then rears up, paws Roy hard in the chest.

INT. ALICE'S CABIN - SAME

Alice watches Roy go down and hurries outside. Iyovi mutters something in Paiute and turns away from the window.

EXT. CORRAL - SAME

Roy picks himself up and smiles at the wild animal... who now bucks and rears its way around the paddock. Roy turns, sees Alice by the house watching. She turns, goes back inside.

INT. ALICE'S HOUSE - SAME

The Old Woman shakes her head, goes back to her kneading as Truckee follows his mother inside and sits at the table.

TRUCKEE
He knows horses.

Alice says nothing. Truckee looks out into the yard as Roy now washes up at the bucket. Truckee WHISTLES...

TRUCKEE
Hey, Mister! Come on in and eat
somethin'!

He turns, sees Alice and Iyovi now both glaring at him.

TRUCKEE
What? You shot him. Least you
could do is feed him.

Roy walks up to the house, pauses in the doorway.

TRUCKEE
S'okay. We ain't gonna bite.

Roy sits down at the table and watches the two women.

TRUCKEE
That's my Grandma, Iyovi.

Roy looks up at the old woman who now brings a bowl of BROTH to the table and looks at him.

IYОВI (SUBTITLED)
He looks simple.

Truckee tucks into his stew without saying anything. Iyovi stands over Roy, staring down at him. Roy looks at Truckee. The boy looks up from his food, smiles...

TRUCKEE
She says you look strong.

IYОВI (SUBTITLED)
(still staring at him)
I will call him "Stray Dog."

TRUCKEE
And that she's going to call you...
"Wandering... Star."

Alice sits down, gives Iyovi a look that says "knock it off." The old woman shrugs, starts to eat. Roy looks at the stew.

ALICE
We don't have much.

He suddenly becomes alert, looks off towards the pasture. The others turn and look now as well and, sure enough, A WAGON appears at the far end of the field.

Alice glances at Roy, grabs her rifle from behind the door and gets up. Roy looks at the REVOLVER hanging on the peg above it.

TRUCKEE (O.S.)
Was my Daddy's.

Roy turns, sees the boy looking at him.

TRUCKEE
Lotta good it did him.

EXT. ALICE'S HOUSE - SAME

As SADIE ROSE, a young mother, rides across the pasture in a rickety wagon pulled by a single mule. Alice walks out into the field and levels the rifle.

ALICE
That's far enough!

Sadie stops the wagon and we hear A BABY screaming behind her, bundled in blankets.

SADIE
I'm sorry, but I didn't know what else to do...

Alice lowers the rifle and walks to the wagon. She gently unwraps the blankets. The baby, not yet two, is beet red.

SADIE
I think maybe it's Scarlet Fever.

Iyovi now slowly makes her way to the wagon, nudges Alice aside and looks at the boy, prods the blanket.

SADIE
There's no doctor in town and the preacher don't arrive for another week.

Iyovi says something in Paiute. Alice nods as Iyovi picks up the baby from the blankets.

ALICE

She says it's just Roseola, but
you're gonna have to burn these
blankets...

Iyovi starts to walk with the baby to the house. Sadie
starts to follow. Alice puts a hand on her arm.

ALICE

It's alright. Let her work.

INT. HOUSE - SAME

As Iyovi comes in and barks at Truckee who gets up from the
table, grabs a pot and runs outside. Roy watches as Iyovi
gently sets the baby down on the cool, flour-dusted floor,
instantly quieting the child.

EXT. HOUSE - SAME

Sadie watches Alice pile the baby's blankets in the dust.

ALICE

What's your baby's name?

SADIE

Luke. After his father. He was
born the day a the accident.

Alice turns to her. Sadie looks distraught.

SADIE

Lord was with me an' Luke that day.
That's why all them men died. Lord
was somewhere's else...

INT. HOUSE - SAME

Roy eats the stew, winces with every swallow. He watches as
Iyovi pulls some LEAVES from her pouch and begins to chew on
them.

THE BABY lies on the floor, entranced by the flour dust all
around him. The baby's eyes move to the doorway where...

A SIDEWINDER now rises up from the threshold, the snake
smelling the air with its tongue...

EXT. HOUSE - SAME

Sadie watches Alice pull a match from her apron, strike it
with her thumbnail, kneel down over the blankets.

SADIE
The other ladies'd chastise me if
they knew I come up here. They
think you have a dark influence.

Alice says nothing, just drops the match on the pile of
blankets and watches them flare.

INT. HOUSE - SAME

As Roy watches Iyovi take the chewed up leaves from her mouth
and mash them into paste in her fingers, unaware of...

...the snake now slowly scooting sideways across the dusty
floor towards the dumbstruck infant.

Roy sits back, now looks down at the floor, sees the winding
path through the white flour dust, follows it with his eyes.

EXT. HOUSE - SAME

As Truckee starts back with a pail of water...

INT. HOUSE - SAME

As Roy follows the path in the floor to where the sidewinder
now rises up hissing in front of the mesmerized child.

Roy reaches back, and in one fast, fluid motion pulls the
pistol from the holster hanging beside the door.

Iyovi sees this and screams, lunges at Roy who holds her back
with his free palm... and FIRES right at the baby.

EXT. HOUSE - SAME

As Alice and Sadie react to the GUNSHOT.

SADIE
Luke...

INT. HOUSE - SAME

Sadie runs to her once more screaming child. Alice sees the
gun, still smoking in Roy's hand, a glassy look on his face.

ALICE
Mister?

Roy looks at her and slips out of his trance. He looks at
the gun in his hand, quickly puts it down on the table, then
walks out of the house...

EXT. HOUSE - SAME

As Roy stumbles out of the house past the now frozen Truckee. Roy pauses, listening to the baby squealing inside and Sadie screaming, and then hurries away from the house.

INT. HOUSE - SAME

As Alice quickly examines the baby with Sadie, relaxes...

ALICE
Doesn't seem to be hit anywhere...

Iyovi GRUNTS and they both turn as now Iyovi straightens up, holding the body of the snake in one hand, it's head in the other. Alice turns, watches Roy walk out into the pasture.

EXT. ALICE'S RANCH - THE PASTURE - DUSK

Alice walks out to where Roy now works fixing the buck and rail fence. She stands there a moment. He whispers...

ROY
I'll be gone in the mornin'.
(looks up at her)
Like you say, you don't know me.

She watches as he digs out a crooked fence post.

ALICE
You needn't fix that.

ROY
For the horses--
(indicates the corral)
They gonna need the space.

She watches him work a moment. He's focussed, almost angry the way he stabs at the dirt with the shovel. He starts to straighten an old post--

ALICE
Wait...

She crouches down beside the hole, starts pulling dirt from it. She glances up and sees the question on his face...

ALICE
There's some lore about finding
gold under the fence posts.
(resumes digging)
They say that's where the old
ranchers used to hide it from
Indians and outlaws. Course I've
never found any myself...
(MORE)

(then) ALICE(cont'd)
Never had that kinda luck.

Roy looks at all of the fence posts surrounding the pasture.

ALICE
I was only seventeen when I came
out here to marry the son of my
father's business partner.

Roy turns to her, watches her brush hair from her face with
the back of a dirty hand.

ALICE
All I knew about him was that his
name was Henry and that he was to
meet me at the train station. He'd
sent me a new dress -- yellow so
I'd stand out -- and told me to
wear it the day I arrived, so he'd
know me.

(then)
On the way back from the station,
Henry wants to take a ride around
the property, show off his land.
Our land, he said. After a while,
the horse pulling the buggy starts
getting antsy. I look up and I see
this strange cloud -- black with
green around the edges. Henry
says, "Looks like we got a bit of
rain coming." Next thing I knew
the cloud was gone, just vanished.

(then)
Now the horse starts to rear in the
traces. Henry helps me out of the
wagon when I hear a rumble, I turn
around and see a six-foot wall of
water coming right at us.

She looks off, seeing the image again in her mind.

ALICE
Henry, the horse, the buggy-- they
all got washed away right in front
of me. I almost did, too, but my
new yellow dress got hung up on
some mesquite, saved my life.

She looks at Roy, shakes her head.

ALICE
I wandered off for eight days in
the wrong direction before I was
found.

ROY
Found by who?

ALICE
That's another story. The point
is, a person doesn't always have
choices.
(turns to him)
Your brother sounds like a good
man.

He doesn't say anything. She regards him a moment, then
stands up, claps the dirt from her hands.

ALICE
You need some better clothes.

He watches her walk back across the field to the house.

EXT. LA BELLE - MORNING

As JOHN COOK, the MARSHAL from the opening scene rides into
town alone. He nods as he rides past Sadie Rose's shanty,
one of dozens of identical one-room structures. WOMEN come
out of some of the shanties to take in the male stranger.

WOMAN
You from the mining company?

COOK
No, ma'am.

SADIE
(hopeful)
You the new preacher?

COOK
No ma'am...
(opens his coat)
I'm the law.

The Marshal rides on, takes in the piles from the SILVER
MINE. The town is its usual quiet.

He passes A. LEOPOLD DRYGOODS. An OLD MAN'S FACE in the
window, watching him pass. Another, one-legged, man sweeps
the porch in front of THE GOOD LODE SALOON. An old negro
sleeps in the shade of an empty LIVERY STABLE.

These old and broken men are the ONLY men amongst all the
women.

The Marshal nods to a BLONDE BOY -- eighteen, long white hair in a ponytail -- slouched against a door frame, the kid giving the Marshal his best bored look, his palms resting on a pair of big Colts nestled in twin holsters. Wears a Badge.

MARSHAL

(nods)

Deputy.

A GROUP OF KIDS come running out of a building near the end of the street. A sign above the front door, weather faded and barely legible, reads, "MAGDALENA'S HOUSE OF RAPTURE."

A newer sign hanging just below it reads, "SCHOOL."

A WOMAN, pretty, but worn in an old soul sort of way, helps some of the smaller ones tie their shoes and get their things together. She sees the man on the horse and brightens.

COOK

Afternoon.

He watches as she shoos the last of the kids off and then stands up. He leans over in the saddle, extends a hand...

MARSHAL

Marshal John Cook.

WOMAN

Callie Dunne.

COOK

Miss Dunne, if'n I had me a teacher as pretty as you, I don't think I'd a learned a dern thing.

CALLIE

Oh, I don't know, Marshal, I can be pretty persuasive.

He smiles. No doubt about that. But he has other business.

COOK

I'm looking for Sheriff McNue.

CUT TO: A DEAD MAN

Eyes closed, hands folded across his chest in serene repose.

ELMER (O.S.)

It's a good thing his mouth is sewed shut...

INT. THE TOWN UNDERTAKER - DAY

As ELMER KNOWLAND -- seventy, dark suit -- places an already wilting carnation in the dead man's lapel. Behind him, Bill McNue sits at a table studying a chessboard.

ELMER

The man had two kinds a teeth...

Elmer makes another adjustment then comes over and sits down. He watches as Bill McNue makes a move.

ELMER

Rotten and Gone.

(makes a move)

Checkmate.

We hear CHUCKLING in the doorway and McNue looks up to see John Cook standing there.

COOK

Look at you, McNue, gettin' old and playin' board games.

MCNUE

You ain't exactly covered with morning dew yourself, Marshal.

Cook comes over and studies the board.

COOK

I recall you were always more of a checkers man.

MCNUE

(re: the moustache)

You gonna swallow that squirrel, or just keep chewin' on him?

COOK

(strokes it)

I'm emulating ol' Jacob Lee from Abilene.

MCNUE

Oh, Jesus...

COOK

(more to Elmer)

One of the great fornicators of all time. He also had hisself a finely groomed patch of facial hair that I hear served all sorts of purpose.

McNue gets up and shakes hands with the Marshal.

MCNUE

Man also had hisself a pecker
weighed as much as his .45.

(turning)

Elmer Knowland, say hello to
Marshal John Cook.

ELMER

(setting up a new game)

I've heard of you, Marshal. And
your moustache.

COOK

(pulls up a chair)

Man needs something to proceed
hisself, other than mere rumor.

(studies McNue)

How are you, Bill? You bein' a
good mama to them little ones?

MCNUE

You kidding? Round here, they got
a hundred mama's.

COOK

(looks out at the street)

They ready to fire you yet, bring
in some real law?

MCNUE

Ain't no need, seein' as they ain't
nothing much boisterous goes on out
here anymore.

ELMER

(makes a move)

Was a time, though, a gun was a
necessity around here after dark
and all day on Saturday.

MCNUE

Was a time...

COOK

I'm looking for Frank Griffin.

And suddenly all good humor drains out of the room.

ELMER

You think he might be here?

COOK

There's a regiment up in Olagrande.
I'm on my way up there, see if the
captain'll help me out.

MCNUE

You goin' to the army?

COOK

Ain't no reg'lar posse willin' to go after him no more... not after they seen what he left behind in Creede.

MCNUE

What happened up there?

COOK

Jesus, Bill, ain't you been readin' the *Daily Review*?

MCNUE

I don't read much these days.

COOK

(pulls a clipping from his pocket)

Well, that A.T. Grigg's been sellin' papers like bullets.

McNue looks at the clipping, glances at Elmer. Cook gets up and pours himself some coffee from the stove.

COOK

Griffin's been hittin' mines all over the territory the last six, seven months. Lately, though, he's run hisself into a problem, goes by the name a Roy Goode.

ELMER

Kid from Guthrie?

MCNUE

You know him?

ELMER

I knew his victims. Kid was a dead gun at sixteen.

COOK

That's the one. Only he's not a kid no more. He's all growed up. Been ridin' with Griffin for least a dozen years till he disappeared. Word was, Goode drowned six months ago, tryin' to cross Harlin Creek. But then he showed up at Griffin's last robbery.

MCNUE
'Showed' up'?

COOK
And stole' from Griffin.
(taps the article)
Grigg's taken to callin' him "Robin
Goode" even though the man stole
from the crooked and ain't gave a
dime so far to nobody.

McNue strains to see the newspaper, sets it aside.

MCNUE
You say this was where?

COOK
Up in Creede. Griffin hit the
Tomboy Mine up there...

We hear A TRAIN WHISTLE OVER...

EXT. CREEDE - TRAIN POV - DAY

As the small train passes beneath the two sheer-wall cliffs.
Three MEN IN SUITS stand on top of the cars with rifles.

COOK (V.O.)
Payroll comes into town on this
little narrow gauge, spurs off
Savage Basin...

The ENGINEER looks through the cut-outs and sees MEN HIDING
IN THE ROCKS on either side of the train. He shouts out...

ENGINEER
LeRoy!

The FIREMAN, a question on his tired face, climbs down from
the coal car just as A HUGE EXPLOSION detonates directly in
front of the engine, knocking the guards from the train...

FROM THE DEPOT

The TELEGRAPH OPERATOR sticks his head out the door, watches
as the engine, several tons of steel, rears up on the track
like a spooked horse, then falls onto its side, pinning the
bottom half of the fireman beneath it.

The cars behind tilt to one side but remain upright, their
topple arrested by the big rocks at the base of the cliff.

A moment of dust and then we hear CRIES OF PANIC from inside
the cars. QUICKSILVER MINING INC. is stenciled on the side.

INT. TOWN UNDERTAKER - DAY

McNue and Elmer stare back at Cook.

ELMER

They blew up the whole dern train?

COOK

Weren't just no train neither.

Cook makes a move on the chessboard for McNue.

COOK

Turns out, aboard was J.B. Sloan,
President of the outfit holds the
claim on the Tomboy.

EXT. CREEDE - DEPOT - DAY

As the dust clears and several more MEN IN SUITS jump off from one of the rear cars, all carrying rifles.

COOK (V.O.)

Man travels with his own security.

Frank Griffin and his men, numbering well over thirty, aim back at them from the rocks.

COOK (V.O.)

But that didn't matter much...

Several other gang members now stand atop the tilting train car and aim down at them from above.

The Security Detail instantly drops their rifles. As now a WELL DRESSED MAN with a mound of grey hair steps out of the car. J.B. SLOAN. Still in shock, he looks around.

SLOAN

What in the good holy hell's goin'
on here?

GRIFFIN (O.S.)

Hey there...

He looks at Griffin who rides up on his horse from the rocks, THE PRIEST COLLAR, grin on his face.

GRIFFIN

S'pose you just tell us where the
payroll's at, save us all some
time?

FROM INSIDE THE TRAIN - LOOKING OUT

As a YOUNG GIRL, 17, peers out the window of the tilted car, watches as Sloan now steps forward, puffed up, spitting with anger.

SLOAN

Goddammit! Do you boys have any
Goddamn idea who I am?

Frank Griffin draws his gun and shoots the man in the face.
The girl inside the train SCREAMS.

OUTSIDE THE CAR

As the Devlins hear the girl, exchange a look and move closer to investigate.

Frank Griffin, meanwhile, rides right up to the dead Sloan, his horse stepping on the body with one hoof. Frank looks down at the dead man...

GRIFFIN

I know that you were Jimmy Sloan.
And I don't appreciate you usin'
the lord's name in vain as such.
(looks up, yells)
Everybody outside!

SCREAMS as Griffin's men begin hauling people off the train. We hear GUNSHOTS here and there. Griffin sits his horse and calmly watches the chaotic unloading.

EXT. DEPOT - CREEDE

BILL CHICK, a once-cowboy stands atop the train car, firing his gun into the dust near the security detail...

BILL

Y'all take off them fancy trousers!

GATZ BROWN sits on his horse beside Frank, watching it all calmly.

GATZ BROWN

Sometimes it takes more emphatic
measures, get folks' attention.

INT. TRAIN CAR - SAME

The girl stares at the dead Sloan out the window...

GIRL

Papa...

She hears a commotion, turns as AMOS GREEN, his pet king snake wrapped around his neck, physically throws passengers from the car next door.

She makes her way to the other end of the car, peers out at the opening where BUD LEDBETTER, in a huge Stetson, always grinning, through broken teeth, calmly sits his horse, expertly roping passengers as they clamber off the train.

The girl turns around and bumps smack into THE DEVLIN TWINS who smile at their lucky-day discovery.

DONNIE

Look at you. My-oh-my...

EXT. DEPOT - CREEDE

As Frank sees the trapped fireman squirming and moaning from beneath the engine and rides over to him.

GRIFFIN

*Don't fear death, son. Death holds
no terror. For you shall never go
to a worse place'n you're at right
now.*

And with that, he shoots the man.

EXT. EDGE OF TOWN - SAME

FLOYD WILSON, his one milky blue eye to the ground, leads his horse on foot, follows a series of horse tracks.

He comes to the sign that now says GREEDE and crouches down, studies the tracks there, then looks at the freshly altered sign, red paint still dripping from the "G."

FLOYD

Shit...
(looks around)
He's here.

AT THE DEPOT

DYER HOWE, a pair of knife scabbards hanging from leather chords around his neck, stands holding a long blade to the CONDUCTOR as he pulls a key, shakily opens the lock. Dyer Howe looks around as...

The WIND RISES and DUST begins to kick up. Griffin looks around, suddenly anxious. He watches as his men all pull their shirts or bandanas over their faces.

GRIFFIN

Where's that cashbox at?!

The BOXCAR is opened and we see a GIANT STRONGBOX inside. The giant ALONZO BUNKER tosses the box out of the car. The locks are shot off and stacks of CASH are revealed inside. Griffin nods.

GRIFFIN

Load it up.

One of Frank's men leads a PACK HORSE with large saddle bags on either side. He starts to transfer the cash. Some of it blows away. Floyd rides up in the b.g., calling out:

FLOYD

He's here!!

Griffin looks around as the wind grows stronger. He follows a bank note as it flies away... and sees ONE RIDER on a black horse, riding up between the cliffs. A RIFLE across his lap. A scarf covers the lower half of his face against the dust.

He ducks behind the train, is gone...

INSIDE THE TRAIN

As Donnie holds the girl down, Daryl lifts her dress up over her head, his whole body shaking with dark energy.

GIRL

Please... don't...

Daryl unbuckles his britches and covers her with himself, now buries his face in her neck while his hands explore their way under her dress.

DARYL

Damn, you smell good, girl...

THE GIRL'S POV - THROUGH HER WHITE DRESS

Roy Goode, rifle in hand, his face covered, quietly moves into the car. All we see are his eyes over the scarf as he calmly considers the girl's predicament.

DONNIE

--Roy!

Donnie reaches for his gun, gets a face full of rifle butt and falls back against the wall. His eyes watering as he spits out pieces of broken teeth...

Daryl scrambles off the girl, stands trying to haul up his britches when Roy brings the rifle barrel up into his balls, then, just as he did to his twin brother, hits him across the face with the rifle butt. Roy looks down at the girl...

ROY
You stay put.

INT. TOWN UNDERTAKER - LA BELLE - DAY

As McNue looks at Cook.

COOK
I'm not sure how reliable a witness
she is, seein' as they had--
(then)
Well, anyhow, she said they called
him "Roy", and that they was all
afraid of him...

EXT. DEPOT - CREEDE - DAY

As Roy Goode walks along the roof of the train, drops onto
his waiting horse...

Frank Griffin sits his horse, looking through the dust as Roy
comes around the train at the other end of the station now.

GRIFFIN
(over the wind)
Why you doin' this?

ROY
Ride out, Frank.

GRIFFIN
What all happened in Guthrie?

Roy doesn't answer.

GRIFFIN
Dammit! I raised you up, Roy!

ROY
(puts the rifle on Frank
Griffin)
Ride on out.

GRIFFIN
(shakes his head)
This ain't my death.

Roy moves the rifle slightly and shoots the man leading the
pack horse. Blows him out of the saddle. He then WHISTLES
and the horse runs to him, loaded with the payroll.

Roy turns and rides off. Suddenly GUNSHOTS erupt from the
roof of the depot as MINERS from the town now converge and
start to fire at the gang.

GRIFFIN
Time to move on!

Griffin's men mount up and take off after Roy and the money.

EXT. TRAIN - SAME

As the Devlin Twins come stumbling out of the train only to find out they've been left behind.

 DONNIE
Where is everybody?

 VOICE
They's right here.

They freeze. The GUARDS, still in their longjohns, have all picked up their rifles and now hold them on the Devlins.

INT. TELEGRAPH OFFICE - DAY

The TELEGRAPH OPERATOR rushes in, starts sending a message.

 COOK (V.O.)
Town sent word they had two of
Griffin's boys, so I put a posse
together and headed up that way...

INT. TOWN UNDERTAKER - DAY

As Cook sits there a moment, watching the street, then...

 COOK
Couple things happened while I was
en route. First, the good people
of Creede decided to lynch the
Devlin Twins...

EXT. JAILHOUSE - CREEDE - DAY

The wind is blowing hard as Daryl and Donnie, their hands bound behind them, are dragged from the jailhouse. Every person in town -- miners, their wives, their children -- is out here now... watching quietly.

Ropes are put around their necks and then several men, miners all, hoist Daryl, then Donnie onto the back of a horse. Both have bruised faces, tears in their eyes.

Two men, each with a cut switch in one hand, moves to the back of each horse and gets ready to strike their rump.

 MAN
Who wants to watch the other get
hung first?

DARYL
I'll go first, brother.

One man nods to the other and they each raise whips fashioned from tree branches when a KNIFE suddenly appears in the chest of one man.

Everyone turns as now dozens of FIGURES ON HORSEBACK slowly ride up the main street...

COOK (V.O.)
Second thing was, Frank Griffin
decided to turn around and come
back...

Dyer Howe throws his other knife, sinking it in the other man's chest and now panic ensues as Griffin and his men start shooting. Griffin, his arm soaked with blood now, drinks from a whiskey bottle, his eyes on fire...

GRIFFIN
You folks want a lynchin'? You got
one!

From his horse, Bud Ledbetter ropes a woman by the neck and drags her off towards a tree, her children running after her. Bill Chick and Alonzo Bunker drag men behind their horses. Amos Green locks the Deputy and several people inside the jailhouse, sets fire to the building.

Griffin watches all of it with the weary sadness of a disappointed parent inflicting a harsh but necessary punishment.

INT. TOWN UNDERTAKER - DAY

As Cook shakes his head...

COOK
Them sons of bitches lynched the
damn mob, every last one of 'em.

EXT. CREEDE - LONGSHOT - DAY

As gunfire erupts. We hear screams. Horses are shot right out from under men. All of it played to the score of a now searing wind. And as buildings begin to ignite...

COOK (V.O.)
Then he burned the whole town to
the ground.

ON THE TRAIN

As Frank Griffin rides along the mangled train, peering in the windows. His skin is white and his arm is slick with blood. Behind him, his men slaughter everyone in sight. Exhausted, Griffin leans his head against the train...

GRIFFIN

*Their blossom shall go up as dust,
because they have cast away the law
of the lord...*

INT. TRAIN - SAME

The YOUNG GIRL the Devlin's had assaulted sits frozen on the floor of the train, staring at Griffin's head pressed against the window... a few feet away from her... she doesn't move...

COOK (V.O.)

I come riding through the next
morning.

EXT. CREEDE - DAWN

From the opening. As Cook and his posse ride through town.

GIRL (O.S.)

*Amazing Grace, how sweet the
sound...*

EXT. DEPOT - CREEDE

From the opening as Cook discovers the girl singing beside her dead father, then looks up at the boy hanging from the water tower.

COOK (V.O.)

Tears come to my eyes.

INT. TOWN UNDERTAKER - DAY

Cook shakes his head. There are tears now.

COOK

I just couldn't reckon with it.
(turns away)
I still can't.

McNue gets up and moves to the window, rubs his chin a moment in thought.

ELMER

But you think Griffin might be
headed here?

COOK

They been robbin' mines all over
Colorado and Wyoming. S'only a
matter a time fore they come this
way.

ELMER

But we're shut down.

COOK

Frank Griffin don't know that. And
when he finds out who all's mostly
livin' here, that ain't exactly
gonna be a discouragement.

EXT. GUNNISON RIVER - DAY

A moment of quiet and then suddenly thirty horses leap from
the banks into the water and start to make their way across.
Frank Griffin's empty sleeve flaps freely behind him as he
leads the way southward. The BOOMING HOOVES ECHO OVER...

INT. BARN - ALICE'S RANCH - DAY

As Roy sits up, rubs his face. He opens the bible, stares at
the pages a moment. The words are unrecognizable to him, but
seem to somehow soothe him anyway.

He looks at the LETTER sitting between the pages. Picks it
up, considers his brothers handwriting as we hear...

JIM GOODE (V.O.)

You don't go nowhere...

CUT TO: LUCY COLE'S HOUSE - DAY (FLASHBACK)

As TEN-YEAR-OLD ROY squirms in the grip of SISTER LUCY COLE,
a large nun, BIG CRUCIFIX hanging around her neck. SIXTEEN-
YEAR-OLD JIM GOODE sits on a horse, uncomfortable.

YOUNG JIM

You wait for me right here,
unnerstand?

Roy looks about the yard, full of a dozen dirty CHILDREN.

YOUNG ROY

You leave me here, Jimmy, and I
ain't never talkin' to you again.

YOUNG JIM

Come on now, Roy. I'll be back
soon as I get work. I promise.

Lucy holds onto Roy, nods to Jim who turns his horse away.

YOUNG JIM

You just wait for me, okay little brother? You just wait here with Sister Cole--

YOUNG ROY

I ain't got no brother!

Young Roy stands firm, glaring like he could give a shit as his brother rides up the rise of the hill. It's when Jim gets to the top that the young Roy gives up, loses hold of himself and starts screaming--

ROY

JIMM-EEE!

Lucy holds on tight as young Roy bucks and squirms in her grip, blinded by tears and screaming as his older brother finally disappears over the rise...

INT. BARN - ALICE'S RANCH - DAY

The SCREAMS ECHO AND FADE as Roy puts the letter and the bible back in the saddle bag.

EXT. ALICE'S RANCH - DAY

As Roy exits the barn. He moves to the mare he rode in on, stoops to check her leg.

He hears a HORSE give a powerful WHINNIE, stands up, looks over the back of the mare, sees the black horse eyeballing him from the back of the corral. Roy stares back at the animal a moment, nods... then drops the saddle bag.

ROY

You'n me gonna have us our own private rodeo.

AT THE WELL

Truckee works the windlass while Alice digs below. The boy watches as Roy pulls off his shirt, grabs a couple of ropes from the rail. From down in the well, we hear...

ALICE (O.S.)

Alright, pull her up...

Down in the well, Alice tugs on the rope, looks up.

ALICE

Truckee?

But the boy ignores her, moves away from the well...

AT THE CORRAL

Roy puts one rope over his shoulder and puts the other in a loop in his hand as he walks towards a calm-looking Bay...

Roy then quickly pivots and throws the rope round the neck of the Black horse. The animal tries to back up, but Roy holds onto him as...

Alice climbs out of the well, watches as...

Roy eases his hand along the rope, reaches for the animal's muzzle when the horse suddenly rears up, kicks at Roy with its front feet.

Roy stumbles, hauls the rope to one side, narrowly avoids the pleasure of having his skull crushed.

Iyovi sits down on a stump, starts to roll a cigarette as Truckee climbs onto the fence, watches Roy whisper to the horse.

ROY

That's all for show, ain't it, boy?
We both know you ain't nothin' but
a cow with bad nerves...

Roy ties one end of the rope to a rail, then takes the lariat from his shoulder. He comes around the horse, quartering him from the rear. The horse pulls against the rope and rears up again, but this time Roy gets a loop on his front feet.

Truckee can't believe what he's seeing as Roy now jerks up with the rope and the horse comes crashing to the dust.

Alice stands up straight and now even Iyovi stops what she's doing and watches. Something about the way he's doing this.

The animal struggles and Roy keeps the rope tight, keeps his forefeet cinched up and passed around to its back. After a few minutes the horse exhausts himself and Roy now eases up on the rope, puts his hand on the animal's neck, just above the withers. The animal jerks around and tries to bite him.

Roy smiles, comes over its back and makes a half-loop around one of the horse's back legs. He takes another turn around his forefeet and pulls them together, buckling the horse down so that he can barely move.

ROY

You gonna stay this way 'till you
get your attitude straightened out.

Roy then unties the rope around the animal's neck, and then comes back to take it off its head. The horse takes a fast swipe at him with his jaws.

Roy smiles at him, reworks the rope he had on the animal's neck into a jaw rope and moves closer to tempt the horse...

When the horse snaps at him, Roy slips the rope through his mouth and draws it up tight around his lower jaw. Then he works back by the animal's withers and leans into the jaw, pulling the horse's neck down into a curve while pulling his jaw wide open.

ROY
Here we go...

And now Roy eases around and puts a hand on the horse's mane. The animal trembles all over, his neck bowed tightly. Roy kneels/straddles the horse with one knee on the ground; the other, right along his shoulder.

ROY
Open the gate, boy.

TRUCKEE
Wha-?

ROY
(full voice)
Open the damn gate.

As Truckee quickly hops off the rail and moves to the gate, Roy loosens his pull on the rope he'd used to hog-tie the horse, shakes it free.

ROY
Okay, Boy...

It takes a moment for the horse to realize that his feet are loose. He lets out a deep grunt and leaps to his feet with Roy on his back, barely pausing to get his balance before he starts trying to unload him...

Truckee jumps back, watches as the horse swaps ends, begins to rear and plunge and pitch and buck... but Roy hangs on...

They all watch as Roy hauls back on the jaw rope, jerking and twisting the horse, giving him some competition, letting him know he's still aboard.

TRUCKEE
Careful, mister!

And then, the horse starts to jump his way through the gate, and then, once free, the jumps become a furious gallop.

Alice moves towards the field as Truckee comes running over and, together, they watch Roy fly across the pasture. They stand there watching until Roy disappears entirely from view. All grows quiet, the dust settles. Iyovi chuckles.

IYOVI (SUBTITLED)
Good-bye, Stray Dog.

Iyovi lights her cigarette. Alice and Truckee stand there, staring off into the empty distance.

ON ROY

As he stays aboard the galloping horse, the ground sweeping past him, a smile on his face. The horse stretches out and runs and runs and runs...

When the animal finally starts to tire, Roy urges him into a wide circle, turning him around.

Roy pulls back on the rope and the horse slows to a trot, then a walk, then halts altogether. Roy pats him on the neck, rubs the now-shaking horse on the withers.

ROY
Easy now... that's a boy... ain't
no use fightin' it...
(whispers in the horse's
ear)
Good to see you again.

EXT. ALICE'S RANCH - DAY

Alice stands there in the field. Hasn't moved. Finally:

TRUCKEE
There he is!

We can see Alice relax ever so slightly as she now spots Roy riding back towards the ranch. She watches thoughtfully as her son runs out into the pasture to meet him.

INT. "THE GOOD LODGE" SALOON (LA BELLE) - DAY

John Cook walks up to the bar, nods to BARNEY MUTZ, the one legged barkeep.

COOK
Glass a bonded, you got any.

Barney gets the bottle and Cook nods to Asa Leopold, the drygoodsman, the only other person in here. Cook then watches Barney pour, motions him to stop with his hand.

COOK

My daddy always said it was bad
luck, spill even a drop of fine
whiskey.

BARNEY

Would certainly explain things
'round here.

ASA

Ain't spilt whiskey causin' all our
problems. It's that damn Fletcher
witch, cursed this place.

Cook tips his glass down his throat, looks at a tintype that
hangs behind the bar-- an image of the miners who worked the
La Belle Mine, posing in front of the dark mouth.

BARNEY

Too much coal dust in the shaft.
It ignited and the fire drunk up
all the air.

(indicates the photo)

Hunnert'n thirty-three good men.
Gone in less than five minutes.

(looks at Asa)

Just plain ol' bad luck.

COOK

Why's your livery empty?

ASA

Stupid women sold off all the
horses to a cattle outfit was
passing though last winter.

BARNEY

We needed the food, and they said
they'd cut a hundred head from the
heard. But once they savvied our
situation, they left us a couple
scraggly heffers and move on.

Cook looks out at the street a moment, sees the blonde kid
with the two guns, loitering nearby, then...

COOK

Outside a the sheriff and that boy
deputy, how many folks left around
here can fire a gun?

BARNEY

Why? There gonna be trouble?

COOK
Just askin' is all.

ASA
Well... if there's trouble, the
sheriff won't be around anyhow.

BARNEY
But his sister can sure shoot.

Cook looks at the two men as they burst out laughing.

INT. BARN - DAY

Roy comes in with a bucket of water, starts to splash himself
with the water, but stops when he sees Alice standing there.

ALICE
Who taught you to break a horse
like that?

ROY
(ignores the question)
The others oughta be a might easier
now that they seen that one go.

ALICE
Thank you.

ROY
(puts his shirt back on)
Least I could do for your
hospitality.

ALICE
I nearly killed you.

ROY
Yes, ma'am. Too bad about that
dark moon.

She looks at him. A strange thing to say.

ROY
I'll be goin' now.

ALICE
Actually...

He stops as she steps aside to reveal A PILE OF MENS CLOTHING
on the bale of straw beside her.

ALICE
I was wondering if you might--

We hear a HORSE. She looks off. Then back at Roy.

ALICE

Excuse me.

She walks out. He moves to the door, watches as Bill McNue gets off his horse and exchanges greetings with Iyovi, then playfully boxes with Truckee. Roy sees the STAR pinned to his chest.

Alice comes out of the barn and McNue immediately takes off his hat. Even a man such as Roy Goode can see the buried devotion in that small gesture.

EXT. ALICE'S RANCH - DAY

As Bill now smiles at Alice who walks over from the barn.

MCNUE

Afternoon, Miss Fletcher.

ALICE

Sheriff.

McNue studies her a moment, then smiles at the muddy boy when the moment gets awkward.

MCNUE

How's that well comin', son?

TRUCKEE

We're almost there.

ALICE

If he spent more time diggin' down there and less time pondering the universe, we'd have water by now.

McNue smiles, but she can see there's something on his mind.

ALICE

Truckee, why don't you water the Sheriff's horse.

McNue watches as Truckee hurries off, then...

MCNUE

There was some bloody business up North with Frank Griffin.

ALICE

What sort of bloody business?

MCNUE

Griffin robbed the Tomboy Mine in
Creede, ended up killing everyone
in town.

ALICE

My God...

MCNUE

He and one of his boys got into it
over the money, and now Griffin's
tearin' up the territory lookin'
for him, fella named Roy Goode.

Boom. Alice turns to McNue, looks off at Truckee leading the
sheriff's horse towards the barn. Not sure what to do now.

ALICE

Let's go inside.

INT. ALICE'S HOUSE - DAY

As Alice sits down at the table, McNue moves to the window.
Alice glances nervously out the door towards the barn. No
sign of Roy. McNue looks at the horses...

MCNUE

Looks like you got yourself quite a
herd out there.

ALICE

A gift from Narrienta.

MCNUE

A gift or a bribe? His son just
lost his wife to Rubella.

ALICE

(ignores that)

Tell me about this Roy G--

MCNUE

(still looking at the
horses)

What're you gonna do with 'em all?

ALICE

I'm talking to a cattleman, got a
place outside Eaton. What all you
know about this Roy Goode?

MCNUE

Marshal in Santa Fe tells me he's
killed least a dozen men...

She looks off towards the barn, more sad than afraid.

MCNUE

I was thinkin' it might be a nice gesture, you sold a few of them animals to the ladies down in La Belle.

ALICE

Nice gesture? They shot my husband in the back--

MCNUE

You don't know that--

ALICE

I know they left him in the mud to die.

MCNUE

That was a long time ago. They've all had their own heartache since then. Maybe it's time y'all buried the hatchet.

(looks at her)

Hell, maybe it's time we all moved on.

He now sits down across from her, worries the brim of his hat in his hands.

MCNUE

Truth is, I come out here to talk about just that. The future.

She's anxious, keeps looking out the door toward the barn.

MCNUE

If I don't say this now, I never will.

He takes a deep breath, looks up at her.

MCNUE

It seems Anna's been comin' to me in my dreams less'n less. Thing is, I can't tell if it's because she's fading away for me... or if it's because I see you there more'n more.

She looks at McNue, realizes where this is going.

INT. BARN - SAME

As Roy thoughtfully examines the chambray shirt and dungarees that were left for him.

TRUCKEE (O.S.)
Those were my daddy's.

Roy turns, sees the boy standing in the doorway.

TRUCKEE
His name was Egan. His Paiute name
E-he-ghant, but folks in La Belle
either couldn't say it or didn't
bother trying, so they just called
him Egan.

Roy just nods, then starts out of the barn.

INT. ALICE'S HOUSE - SAME

McNue reaches across the table for her hands...

MCNUE
Alice, I need to know where I stand
with you.

She glances out the door and sees Roy walk out of the barn and freezes up. McNue sees her hesitation.

MCNUE
I'm bein' foolish, ain't I?

ALICE
No, you're not--

MCNUE
S'alright, you don't have to say
anything.
(puts his hat back on)
Ain't the first time the wish was
feather to the thought.

He smiles the best he can, stands up, turns, then stops cold as Roy Goode steps into the house. Truckee is behind him.

ROY
(to Alice)
S'cuse me, ma'am.
(then, to McNue)
You the local law?

McNue glances at Alice who doesn't move.

ROY
I'm Roy Goode.

Roy extends his hand and a startled McNue shakes it.

ROY
And if it's alright with you, I'd
like to turn myself in.

Nobody moves for a moment. Truckee stares wide-eyed at Roy.

TRUCKEE
I knew it! I knew you were
somebody!

ALICE
Truckee, go outside.

TRUCKEE
What-- why can't I--

ALICE
Go!

Truckee leaves the house. McNue takes in Roy, then:

MCNUE
You're Roy Goode?

ROY
Yes, sir.
(to Alice)
Ma'am we may need to borrow your
mare, seein' as the little pack
horse I rode in on's still--

MCNUE
Whoa- wait just a minute here.
Just-- Dammit, just wait.

McNue is completely flustered.

MCNUE
Alright, suppose you start by
tellin' me just what the hell
you're doin' here?

ALICE
He showed up the middle of the
night, few weeks back.

MCNUE
Few weeks? Just when were you
plannin' on tellin' me--

ROY
She didn't know who I was.

MCNUE
What're you talkin' so soft for?

TRUCKEE
(from the doorway)
Ma shot him in the throat! But
he'd already been shot!

Alice shuts the door on her son. McNue takes in the wound on his arm...

ROY
I got into it with Griffin and his
boys, place called Doubtful Canyon.

MCNUE
Don't believe I've heard of it.

ROY
It's up north, few miles outside a
town called Creede.

McNue goes stiff. Creede he's heard of.

ROY
Frank'd just robbed the payroll
when I took it from him.

MCNUE
And why'd you do a thing like that?

ROY
Because I knew he'd chase me. I was
tryin' to draw 'em as far away from
the folks in town as I could, but
my horse bottomed out...

EXT. DOUBTFUL CANYON - DAY

We hear GUNSHOTS and BOOM UP OVER THE RIM and see Roy far below running out his black horse -- the animal blowing hard and flecked with foam, pulling the pack horse -- while Frank Griffin and his men chase him through the canyon.

ON ROY GOODE

As he glances over his shoulder, then reins up his horse, and simultaneously draws his pistol, swings his legs over to one side...

ROY
See you soon, boy.

...and shoots his own horse in the head, now pulling his rifle from its scabbard as the horse falls onto one side right in front of us. Roy then forts up behind the dead animal, lays his rifle across its belly and fires...

ROY (V.O.)

Thought I'd take out as many of 'em
as I could fore they killed me.

One after another, Roy makes perfect headshots, knocks men from their mounts. Another makes it to Roy's position and shoots Roy as he leaps his horse over Roy's position.

Roy shoots the man before the leaping horse hits the ground. He then turns back and levels the rifle at Frank Griffin who now rides for him, drawing his own pistol...

Roy hesitates, finally fires, sends a .44 rimfire slug into Frank Griffin's arm, nearly tearing it off, just as Griffin fires his pistol, hits Roy in his own bicep.

Gatz Brown stops Griffin from falling off his horse, gets the remaining men turned around as Roy -- standing up now, not even bothering to hide anymore behind his dead horse -- continues to pick them off at will, until finally...

He lowers the rifle, looks down at the blood leaking out of him.

ROY (V.O.)

I was s'posed to be dead. Frank
was s'posed to be dead. But...

INT. ALICE'S HOUSE - DAY

Roy leans his shoulder against the wall, looks at McNue...

ROY

Things didn't quite work out the
way I planned.

That gets Alice looking at him.

ROY

So I got another horse and started
ridin'. Ended up here. Anyway, I
seen you just now and thought it's
fate, I should just turn myself in.

MCNUE

Whereabouts is that black handled
.38 I hear so much about?

ROY
I lost it -- and my rifle --
crossing the San Juan.

MCNUE
Uh-huh... and what about all that
cash you stole from Griffin? You
lose that in the river, too?

ROY
I lost everything.

McNue takes in Roy another moment, scratches his chin.

MCNUE
You don't look all that much like a
desperado to me so much as you just
look desperate.

Roy says nothing. Just stands there. Waits.

MCNUE
Understand, son, if you are Roy
Goode? They gonna hang you.

ROY
I reckon so.
(puts his hands out)
You best get me to the jailhouse.

EXT. OUTSIDE LA BELLE - DAY

Sadie Rose, clutching her baby, steps out of her shanty and watches a BLACK STAGECOACH approach the town. A HALF-DOZEN ARMED MEN on horseback escort the coach past the silent La Belle Silver Mine.

EXT. HOTEL LA BELLE - SAME

As Mary-Agnes, dressed in her late husband's clothing, steps onto the porch along with the young schoolmarm, Callie Dunne, and CHARLOTTE TEMPLE, a nervous woman, always in her Sunday Best. They watch the dust-trail from the stage.

MARY-AGNES
He's supposed to be tall, with a
beautiful baritone...

INT. STAGECOACH - SAME

A MAN sits turned away from us, looking out the window.

EXT. LA BELLE - SAME

The procession stops in a cloud of dust in front of the hotel. Charlotte leans towards Mary-Agnes.

CHARLOTTE

Least you could've done is put on a dress.

Mary-Agnes ignores her, watches as the DRIVER of the lead coach climbs down and opens the door and A SMALL MAN in a dark suit hops down from the coach and grins at the ladies.

MAN

Well now, it's not very often that a gentleman is greeted by such a passel of fine looking ladies.

None of the women move.

MAN

Now which one of you would be Mayor Cummings charming widow?

Mary-Agnes steps forward. The Man cocks an eye at her masculine attire, is startled as she extends her hand.

MARY-AGNES

I'm Mary-Agnes. And you're... Mr. Sloane?

MAN

No, ma'am, I'm J.J. Valentine, Mr. Sloane's humble number two, now made a surprised number one by... unfortunate circumstance.

MARY-AGNES

What happened to-- What unfortunate circumstance?

MAN/VALENTINE

(removes his hat)

Mr. Sloane was murdered by vicious outlaws.

The ladies all stand there, trying to regroup.

MARY-AGNES

Yes, well, this is Mrs. Charlotte Temple and Miss Callie Dunne.

Valentine kisses the hands of Charlotte and Callie.

VALENTINE

What a divine pleasure, ladies.

Another MAN, skinny and bespectacled, climbs out.

VALENTINE

This here is Professor Farnsworth,
from the Colorado School of Mines.

FARNSWORTH

(looking around)
How do you do.

VALENTINE

My new head of security, Mr. Logan.

He indicates a huge man on horseback with a red beard. LOGAN
nods at the ladies, then spits a mouthful of tobacco into the
dust near Mary-Agnes.

VALENTINE

Shall we go inside?

Mary-Agnes just stands there as he holds out his arm to
Charlotte who takes it, now leads him up the steps...

CHARLOTTE

How was your trip, Mr. Valentine?

VALENTINE

I always say, Ma'am, that a trip on
the stage is something to look back
upon with pleasure in afterlife...

EXT. BALD KNOB - DAY

A series of caves on a rocky slope. Frank Griffin and his
thirty men are now settled in a few of them.

Bill Chick and Bud Ledbetter cook dinner over the fire. Dyer
Howe sharpens his knives while the tracker, Floyd Wilson, and
the giant Alonzo Bunker tend to the horses.

Gatz Brown reads from an issue of the *Daily Review*. Griffin
leans against his saddle watching as the Devlin twins make a
pot of coffee. Donnie wincing as, nearby, Amos Green milks
one of his snakes. One big, happy family.

GATZ BROWN

*...Perhaps there is some decency in
Roy Goode after all.*

(MORE)

GATZ BROWN (cont'd)
Delivered into this world by a half-breed midwife who killed his mother during birth, Mr. Goode was born into a family so poor, that when his father died ten years later, he and his brother Jim couldn't even afford a coffin to put him in. Recently, however, a witness in Guthrie saw him dig up his father's grave, and place his father's bones in a new casket--

GRIFFIN
 (snatches it away)
 That's enough.

Griffin stares at the newspaper a moment, then...

GRIFFIN
 I want y'all to clean up for town tomorrow. And I want y'all to shave, too. Fuzz looks good on a damn peach, not a man.

BILL CHICK
 That from the bible, Frank?

GRIFFIN
 "Burmashave." Nigger Barber had it up on his wall in Balfourche.

GATZ BROWN
 Where we goin'?

GRIFFIN
 Sante Fe.
 (looks at the paper)
 We gonna go see Mr. A.T. Grigg, get the man next to some facts.

EXT. LA BELLE - DUSK

McNue leads Roy -- his hands bound in front of him -- into town. A WOMAN steps onto the street...

WOMAN
 Who's your prisoner, Sheriff?

MCNUE
 Never you mind, Sarah Doyle.

Roy looks around, sees nothing but women on the street.

ROY
 Where all the men at?

MCNUE

Dead. Mine yonder took 'em.

ROY

All of 'em?

Roy looks off at the dead Silver Mine, then looks pensively at the quiet street, a few children playing.

ROY

You understand, Sheriff, once word gets out, "Roy Goode's" here, they ain't gonna be no stoppin' Frank.

McNue looks at Roy, ponders the possibility. Finally--

MCNUE

You ain't gonna be here that long.

INT. JAILHOUSE - NIGHT

As WHITEY WINN, the teenage "gunfighter," practices drawing his guns one and two at a time in front of the mirror. He wheels around and draws as McNue opens the door--

MCNUE

Jesus Christ, Whitey! Put that damn cannon away!

Whitey holsters his gun, takes in Roy as he follows McNue into the jail. McNue looks at the kid, winces...

MCNUE

And when's the last time you bathed, son?

WHITEY

Few days ago.

MCNUE

You sure it wasn't longer'n that?
(fans the air with a hand)
You're 'bout as ripe as a human body can get...

WHITEY

Black coach come in today, with a full escort a firepower.

MCNUE

Must be them mining folks. Where them damn keys at...

WHITEY
(eyeing Roy)
Do I know you?

ROY
I don't think so.

WHITEY
You sure? What's yer name?

Roy looks at McNue who keeps his back to Whitey as he sifts through the junk on his desk, his hands missing the RING OF KEYS that sit there, then finally grabbing hold of it...

MCNUE
Whitey Winn, this here's...

McNue exchanges a look with Roy, decides he better not risk it. He sees the ring sits atop a MONTGOMERY WARD CATALOGUE.

MCNUE
...Mr. Ward.
(tosses Whitey the keys)
Lock him up. And don't let anyone
in to talk to him.

WHITEY
(grins)
Why? Is he dangerous?

MCNUE
Just do it...

Whitey grabs Roy by the shoulder, shoves him into the cell and smirks at the skinny man in ragged clothing.

WHITEY
What'd he do?

MCNUE
(beat)
Robbed a stage.

WHITEY
Really? Where?

MCNUE
(annoyed)
Up in Alamogordo. Now lock him up.
I'm gonna go check on my children.

Whitey turns the key, plays with it while he considers Roy.

WHITEY

Don't look much like the stage
robbin' type.

Roy just looks back at him.

WHITEY

Looks more like the pissin' in
public type to me.

INT. HOTEL LA BELLE DINING ROOM - NIGHT

We follow a CHILD carrying a pot of coffee from the kitchen,
past a sign that reads *No dynamite in the rooms* to where...

Valentine sits at the dinner table with Professor Farnsworth,
Mary-Agnes, Charlotte Temple and Callie Dunne. Other WOMEN
from the town wait on Valentine and his associates. Clearly
the mining company is important to all of them.

VALENTINE

Such a fine meal would've done
honor to the best hotel in New
York.

Valentine pours Mary-Agnes another glass of wine, the mine
expert, Farnsworth, eyeing the decanter hopefully, but
Valentine ignores him, hoists his own full glass...

VALENTINE

Good taste, good order, handsome
children and domestic happiness are
the necessary consequences, even in
a wild place such as this.

CHARLOTTE

Here here.

Mary-Agnes says nothing. He takes a small sip, watches as
the woman drains her glass, then quickly pours her another.
Clearly trying to get her as drunk as possible. He smiles
now at Callie.

VALENTINE

Miss Dunne, I don't believe I ever
had me a marm as pretty as you are.

CALLIE

Thank you, sir.

VALENTINE

May I ask, have you always had a
fondness for teachin' young'ns?

CALLIE

No, sir, I'd always been a whore.

Valentine almost chokes on his wine. Even Farnsworth stops shoveling mashed potatoes long enough to look at her.

CALLIE

I just sorta fell into teachin' after Magdalena's closed, and then the schoolhouse burned down, took the old marm with it.

VALENTINE

I see.

(turns to Mary-Agnes)

So tell me, Mrs. Cummings--

MARY-AGNES

McNue.

VALENTINE

Excuse me?

MARY-AGNES

I've returned to my maiden surname.

(finishes her drink)

Albert's dead. No reason for me to keep carrying his name about like a bucket a water. He's got a brother in Missouri for that.

VALENTINE

How... independent of you. So tell me, Miss McNue, how has the lovely town of La Belle fared these past fourteen months without any men around?

MARY-AGNES

We've done alright--

CHARLOTTE

It's been difficult. Quite difficult. As you can well imagine, a town full of ladies is ripe fruit for the wicked. Since the accident, it seems everyone who's come through has tried to take some advantage.

The women nod solemnly, except for Mary-Agnes who shakes her head, polishes off another glass of wine.

VALENTINE

Well, we at Quicksilver aim to help you ladies all we can. You've got a mine with some value to it, and I've got the men to work it. But first, before we strike any deal, we need to determine how much value there actually is.

Valentine now looks at Farnsworth, who has been eating his fill and not paying much attention.

VALENTINE

Mr. Farnsworth, s'pose you educate us about the mine here at La Belle.

EXT. "THE GOOD LODGE" SALOON (LA BELLE) - NIGHT

As Ed Logan -- Valentine's red-bearded head of security -- and his men ride up to the saloon. Someone tosses a bucket of water into the street and Logan's horse shies...

LOGAN

Goddamn animal...

INT. JAILHOUSE - NIGHT

Roy watches through the bars as Logan jumps off his horse and pulls his saddle, drops it right there in the dust, takes the blanket from the horse's back and proceeds to beat the animal about the face with it.

INT. HOTEL DINING ROOM - NIGHT

Valentine clips the end off of a cigar, lights it as Farnsworth drones on...

FARNSWORTH

The chloride ores reach from the surface to a depth of 60 or 70 feet. Then comes a barren streak, extending down from 20 to 30 feet to the water-level.

(sits back)

It's this unproductive stratum which makes your mine not as fertile as it might be.

Callie and Charlotte look at Mary-Agnes.

MARY-AGNES

That's true, but you go below the water level, you see that the vein remains unbroken.

(MORE)

MARY-AGNES (cont'd)
 We believe that it'll keep its
 promise for as far down as you can
 dig.

The other women nod. Callie smiles at Mary-Agnes. Valentine looks back at her across the table. The woman may have drank a gallon of wine, but her mind's as clear as the crystal she drank it from. Valentine smiles at her...

VALENTINE
 It's our feeling, Miss McNue, that
 the lode is far more ordinary than
 that. That perhaps, in the very
 beginning, it was salted to make
 the deposit look richer.

The other women freeze. Charlotte's hand goes to her mouth.

VALENTINE
 You should know that there have
always been rumors to that effect.

Valentine shrugs as if to say "Sorry, but...", then takes a sip of wine. Mary-Agnes keeps her eyes locked on the little man seated across from her.

MARY-AGNES
 Mr. Valentine, La Belle is no
 "ordinary lode," but a Goddamn
 mountain of quartz, and you know
 it, and I know it, and I'd wager
 that there fat pinhead you brung
 with you knows it, too. But if you
 don't wanna talk sensibly, there's
 plenty've other outfits we can go
 to.

Charlotte gives Mary-Agnes a look, then...

CHARLOTTE
 Mr. Valentine, we want your help,
 we really do. We need you--

MARY-AGNES
 --but we're not just gonna give it
 all away either.
 (looking at Charlotte)
 We've lost too much already.
 (then)
 We know how to run the mine. We
 wanna be partners. Fifty-fifty.

INT. JAILHOUSE - NIGHT

Roy sees the drygoodsman, ASA LEOPOLD, an old man with a permanent scowl, warily watching the saloon from his porch. Hiram stands in the shadow of the livery, also watching.

WHITEY (O.S.)

It true, Alice Fletcher shot you?

Roy turns around and looks at this grinning sixteen-year-old with two giant six-guns on his hips, standing at the bars.

WHITEY

Wouldn't doubt it, seein' as the woman was a widow twice fore she was even twenty-one.

Roy looks at him. Twice?

WHITEY

First one died in a flash flood. Then she disappeared for a bit. Six years later, outta nowhere, she shows up on the ranch with a child and a Paiute husband claimin' the property was still rightfully hers. But Asa Leopold...

(nods across the street)
...the drygoodsman and his sons, squatted the land while she was gone. Claimed they paid a \$200 relinquishment so the land was theirs.

ROY

What happened?

WHITEY

Sheriff McNue got into it with the Leopolds, told 'em Alice's deed was still good and they hadda vacate.

ROY

"Got into it" how?

WHITEY

Well, the Leopolds was waitin' when Bill went out to the ranch to show 'em the deed, and they all started shootin' at him. Bill took a bullet in the hip, but still kilt all three of Asa's boys.

ROY

Sheriff shot all three?

WHITEY

Was a time Bill was quite a shot.
Taught me after my Daddy died in
the mine.

Roy looks at the boy, something they have in common.

WHITEY

Alice and her family moved into the
house, but then one day her husband
turned up dead in the street, shot
in the back.

Roy turns, looks through the bars as old Asa Leopold locks up
his store and limps across the street.

ROY

At the hand a the old man?

WHITEY

Nobody knows. Doesn't matter,
though. Few weeks later, Asa's
wife died a rheumatic fever.

Roy watches the bitter old man mount the steps to the saloon.

WHITEY

Folks say it was Alice and the old
woman conjured a spell, brung all
the bad luck after that. I say it
just goes to show, sooner or later,
we all get what's comin to us.

INT. "THE GOOD LODGE" SALOON - NIGHT

Barney, the one-legged barkeep, takes care of Valentine's
security detail. It's been a while since he's had this many
customers.

Logan watches the room, chewing tobacco and, much to Barney's
chagrin, freely distributing the results about the floor.

TWO COWBOYS get up and leave the bar, one of them sliding his
glass to Barney...

COWBOY

I can spit more'n you pour in this
place.

Ed Logan watches them go, looks at the tintype of all of the
miners that hangs behind the bar. Barney refills his glass.

BARNEY
 (his usual comment)
 Hunnert'n thirty-three good men.
 Gone in less than five minutes.

INT. HOTEL DINING ROOM - NIGHT

As Valentine considers Mary-Agnes through his cigar smoke.

VALENTINE
 Let me ask you something, ladies.
 What's the strongest building in
 town?

CHARLOTTE
 Why, that's easy. This one.

VALENTINE
 And what makes it so strong?

CHARLOTTE
 It's made of iron and brick. My
 husband insisted on it.

VALENTINE
 And that iron and brick comes from
where? The East.
 (then)
 Rifles, nails, gunpowder, flour,
 coffee, ammunition -- all of it
 comes from the East.

He smiles at the women.

VALENTINE
 Quicksilver Mining has been based
 in Pittsburg for twenty-two years
 and if you allow us, we'll build
 your whole town out of iron and
 brick. Metaphorically speaking, of
 course.

Mary-Agnes sees the other women nodding their heads.

VALENTINE
 In a month's time, I can have fifty
 good men here. A hundred the month
 after that.

The women all stop serving, eating, whatever they're doing.

VALENTINE
 A hundred and fifty men, all here
 to work hard and take care of all
 of you.

(MORE)

VALENTINE(cont'd)
 (looks at Mary-Agnes)
 I'm sure that by now you ladies
 have all got to be nostalgic for
 the scent of a man. A real man.

A murmur goes through the room as a dozen women all blush at once. Mary-Agnes just looks around at the other women, disgusted. Valentine now gets up...

VALENTINE
 Quicksilver will take just ninety
 percent of the claim and bear one
 hundred percent of the costs.

MARY-AGNES
 Maybe you didn't hear me before.
 We want half--

VALENTINE
 I heard you, Miss McNue, and while
 you may possess a working knowledge
 of the mine, you are naive when it
 comes to the business of running
 it.

Valentine takes out a CASHIERS CHECK and sets it down on the table. Charlotte and the others look, gasp at the number. Valentine takes his coat off the back of the chair.

VALENTINE
 That's a cashiers check for twenty
 thousand dollars. I will give you
 the time it takes for me to put on
 my hat and coat to decide whether
 you and your lovely town want the
 money and the fifty men... or not.

Silence. Humming, he puts on his coat. Nobody moves. Mary-Agnes just stares back at him as he now reaches for his hat.

VALENTINE
 I suggest y'all put it to a vote.

Charlotte immediately thrusts her hand into the air.

CHARLOTTE
 I say we take the deal!

And now the rest of the women -- except for Callie and Mary-Agnes -- do likewise. Valentine slowly places his hat on his head, looks around the room and smiles.

VALENTINE
 A wise decision, ladies.

Charlotte faces Mary-Agnes: power has been transferred.

INT. BILL MCNUE'S PLACE - NIGHT

Trudy and nine-year-old William, Bill McNue's two children, sit by the fire. The boy reads while the little girl plays with a doll. McNue sits in a rocking chair staring at them.

The little girl looks up and smiles at him. He just stares back at her.

MCNUE (V.O.)
Know what I want?

ON ANNA MCNUE

His late wife, as she now sits opposite him embroidering.

ANNA
Million dollars, I s'pose.

MCNUE
I want a little curly headed girl.

ANNA
(looks up, smiles)
Well, I'll do the best I can.

We hear A GUNSHOT and...

McNue comes awake. The children look at him. He sighs, gets to his feet, grabs his gunbelt and moves to the door, pausing to look back at his son, William...

MCNUE
Mind your sister till I get back.

EXT. LA BELLE - NIGHT

As the two young, drunk, COWBOYS ride through town, hollering and firing off their weapons. McNue rides up and dismounts.

COWBOY
We're wolves and we gonna kill any
man, carries a weapon!

He fires a shot in the direction of old Hiram who ducks back into the livery.

INT. "THE GOOD LODE" SALOON

As Logan nods to a couple of his men, fishes his gun out of the bin at the door... MORE GUNSHOTS and then...

MCNUE (O.S.)
Evenin', fellas...

Logan sees McNue standing in the dark street, holds his men back.

EXT. LA BELLE - NIGHT

As the cowboys turn around and face McNue.

MCNUE
What can I do for you?

COWBOY
We came to see Magdalena...

MCNUE
She cleared out months ago. Now,
I'm sorry you rode all this way for
nothing, but I'm gonna have to ask
you boys to ride on out.

COWBOY
Or else what?

INT. JAILHOUSE - SAME

As Roy peers out the barred window at the crowd gathered in the doorway of the saloon. We can't hear what's being said, but we hear A GUNSHOT as one of the cowboy's fires through a window. Behind him, he hears Whitey sigh...

WHITEY
I best get on out there.

EXT. LA BELLE - SAME

McNue tries to hold his ground, keep smiling. Logan and his men do nothing, watch the proceedings from the doorway.

MCNUE
Now, c'mon, I know you boys don't
want no trouble.

COWBOY
You ain't gonna be no trouble.

And now the Cowboy sits up straight in his saddle.

COWBOY
No trouble at all.

McNue stands there frozen in the middle of the street. He can't really see either of them in the dark. He starts to take a step closer and trips over something in the street.

The crowd outside the saloon is dead silent now. McNue looks up at the two men...

MCNUE

Boys--

A GUNSHOT bites one of the cowboys in the shoulder. He grabs at it, turns and looks at Whitey as the young deputy steps off the opposite sidewalk, the two big Colts in his hands.

COWBOY

You shot me in the damn shoulder,
boy!

WHITEY

Name's not "Boy," it's Whitey Winn.

And he fires again, the second slug drawing a thin red line along the cowboy's cheek.

WHITEY

The next one spoils yer face.
(raises both pistols)
Now you heard the Sheriff--
(tilts his head)
Git.

The two cowboys don't need much time to think before they wheel their horses around and ride off into the dark. Whitey holsters his guns, turns to the crowd.

WHITEY

Don't worry, folks. They ain't
none a them gonna bother you again.

The crowd goes back into the saloon. Whitey waits, turns to McNue now who storms off down the street.

WHITEY

You all right there, Bill?

Logan watches the Sheriff tromp off into the dark, then heads back into the saloon. He then turns, notes Whitey and his two guns as the teenager wheels them back into their holsters.

INT. JAILHOUSE - NIGHT

As McNue comes in and angrily kicks over a chair. He pulls a bottle of whiskey and a glass from a drawer, sits down at the desk. He pours himself a full one and drinks it down, then pours another. Looks at Roy as he comes away from the window.

MCNUE

You enjoy that?

Roy sits down on the floor of the cell, looks back at him.

MCNUE

I s'pose you woulda shot them two,
think I'm a coward, like everyone
else 'round here.

ROY

I don't judge another man else I
walked in his footsteps.

McNue stops. Looks at Roy. That wasn't exactly what he
expected to hear from a man like Roy Goode. He tips the
whiskey down his throat. Takes a breath.

MCNUE

I been losin' my sight bit by bit
since my wife died, few years ago,
givin' birth to my daughter. Way
things are goin', I figure I got
maybe another six months 'fore I go
totally blind.

ROY

I'm sorry.

MCNUE

I don't need your pity. Instead,
why don't you tell me about Frank
Griffin. Where you figure he's
hidin'?

ROY

Frank ain't hidin', Sheriff. He's
out there spillin' blood from hell
to breakfast, tryin' to make me
feel bad.

MCNUE

For what? Stealin' from him?

ROY

Leavin' him. He always thought a
me as kin and Frank don't like it
much when his kin abandons him.

MCNUE

Why did you abandon him?

ROY

It's personal.

MCNUE

Not after a whole town a folks get
lynched it ain't.

ROY
I tried to stop that.

MCNUE
But you didn't.

ROY
No, sir. I didn't.

Roy just sits there now, lost inside himself.

MCNUE
Griffin might go back up to that canyon where you shot him, try'n pick up your trail.

ROY
He might.

MCNUE
Which means that you more'n likely led the man right here.

ROY
It rained some before I got here. Any trail I left got washed away.

MCNUE
But Griffin's got thirty men now... Someone went up to Doubtful Canyon, they oughta be able to pick up his trail without too much trouble.

Roy looks at him. He's serious.

ROY
Sure, if Griffin went back. And if that "someone" had proper eyesight.

MCNUE
I ain't blind yet.

INT. DAILY REVIEW OFFICE - SANTA FE - NIGHT

A.T. Grigg, sets type for the next issue. Lost in his work, he doesn't even look up as the BELL on the door CHIMES..

GRIGG
I help you?

VOICE
I'm a big admirer of your work.

Now Grigg looks up, sees Frank Griffin and the Devlins, just inside the front door.

GRIFFIN

I just wish it was more accurate.

A.T. Grigg takes one look at Griffin and nearly wets himself. Griffin smiles, takes a step closer.

GRIFFIN

Way it sounds in your paper, Roy
Goode's makin a fool a me.

GRIGG

Well, he--
(clears his throat)
He did best you at Creede.

GRIFFIN

From the sweet end of a rifle. Are
you crying, sir?

GRIGG

No... it's my eye.
(dabs at it)
An old war wound.

GRIFFIN

You fought in what war?

GRIGG

I fought my wife, may she rest in
peace. On the last occasion, she
broke a bottle of liniment against
my cheek.

Griffin chuckles. Grigg smiles, starts to regain confidence.

GRIGG

What is it I can do for you...
gentlemen?

GRIFFIN

Let's just say, you're gonna give
me immortality, and I'm gonna let
you live longer'n you might've.

(then)

I want you to write a story, only
as I prescribe it to you.

Grigg tries to stand up straight.

GRIGG

I'm sorry, but I'm not for hire. I
print the truth only as I see it.

GRIFFIN
Coulda fooled me. Hell, the Daily
Review don't even come out but once
a week. That's a lie right there.

 GRIGG
I print the news of the day.

Griffin takes another step forward.

 GRIFFIN
Well, sir, the news of today is,
the crybaby editor of the Daily
Review was found this evening in a
puddle of his own piss and brains.

Grigg turns to run when he sees several members of Griffin's
gang standing just inside the back door. Grigg recognizes a
few of them... dark celebrities in their own right.

 GRIGG
Jesus-- Gatz Brown... Alonzo
Bunker... Bill Chick...

 GRIFFIN
I want you to write that Roy Goode
has betrayed me... and that I will
kill any man, woman or child who
harbors him...

Grigg quickly pulls a pencil from behind his ear and starts
scribbling on his pad...

 GRIFFIN
The good people a Creede let him
walk their streets and now they
have no streets. Or people for
that matter...

EXT. ALICE'S RANCH - DAWN

Alice exits the cabin pulling on a pair of deerskin gloves.
Truckee trails behind...

 TRUCKEE
Sure you know how to do this?

 ALICE
I've watched it done hundreds a
times.

She pulls a rope from the rail and opens the gate to the
paddock. She slips in with the horses.

TRUCKEE
There's watchin' and there's doin'.

She eyes one of the horses, starts moving towards him.

TRUCKEE
Too bad Roy ain't here.

ALICE
Isn't here. And we don't need
anybody.

Alice ropes the horse round the neck. Truckee watches as the horse rears up, but she hangs onto the rope, gets dragged.

TRUCKEE
You okay?

Alice gets to her feet, but she's caught between the horse and the rail. The horse smacks against her, once, twice, breaking the rail and now all of the horses run out of the paddock. Alice throws the rope onto the ground...

ALICE
DAMMIT!

She then turns and sees Truckee standing there, looking at her. He quickly turns to go...

TRUCKEE
I think I'll go dig some in the
well.

EXT. MARY-AGNES MCNUE'S HOUSE - MORNING

One of the identical little shanties just outside of town. McNue and his kids ride up to the house. McNue helps his little girl off the horse and climbs down after her.

MCNUE
Mary-Agnes?

He walks up to the door and knocks.

MCNUE
You in there?

The door opens and Callie Dunne stands there, wrapped up in a blanket, clearly naked beneath it. For a moment, neither of them knows what to say. Young William gawks at his teacher.

CALLIE
Mornin', Sheriff.

MCNUE

Miss Dunne. Is uh, is my sister
about?

CALLIE

(indicates the field)
She's out yonder, tryin' to shoot
some grouse for breakfast.

We hear a loud BOOM and McNue and his kids turn, look off
behind the house, see Mary-Agnes walking with her shotgun.

EXT. MARY-AGNES MCNUE'S FIELD - SAME

McNue approaches Mary-Agnes who sits down on a stump and
reloads her shotgun. A DEAD BIRD is stuck in her belt.

MCNUE

Maggie? You wanna tell me what
Callie Dunne's doin' over here?

MARY-AGNES

I assume her mornin' toilet.

MCNUE

Jesus, Maggie--

MARY-AGNES

I get lonely same as you, Bill.

McNue turns away, shakes his head.

MARY-AGNES

Where you runnin' to this time?

MCNUE

I ain't *runnin'* nowhere. I'm gonna
help John Cook bring in Frank
Griffin.

This gets her looking up at him. He's serious.

MCNUE

Don't look at me that way. I been
known to kill a man or two.

MARY-AGNES

So's lightning.

MCNUE

I wanna see if I can't do one last
thing right as a lawman, afore the
whole damn world goes dark on me.

She just shakes her head. He turns to her now.

MCNUE

My children gonna be okay with you?

MARY-AGNES

Why wouldn't they be?

MCNUE

Look at you. You're not the same.

MARY-AGNES

What's different about me?

MCNUE

You're not... maternal no more.

MARY-AGNES

Maternal? Bill, I loved my son,
may he rest in peace and I love
your children, too, but I am done
with the notion that the bliss of
me'n my sisters is to be found in
childbearing and caregiving.

He shakes his head, turns to go.

MCNUE

I'm gonna say good-bye to my kids.

MARY-AGNES

You best make it a good one!

He starts walking back to the shanties, jumps as, behind him,
Mary-Agnes expertly blows a bird from the bush.

EXT. LA BELLE - JAILHOUSE - DAY

McNue rides up and dismounts just as Charlotte and Sarah
Doyle exit the building, smile at the Sheriff.

SARAH

Just dropping off a little
something for Mr. Ward.

McNue glances at the jail and nods stupidly as they move on.
McNue watches them a moment, then goes into the jail.

INT. JAILHOUSE - SAME

Whitey sits at the desk -- now covered with PIES, homemade
JAMS and other BAKED GOODS -- stuffing himself. He barely
looks up as McNue comes in.

WHITEY

(mouthful)
Sheriff.

McNue looks to the cell where Roy Goode, his own mouth full of pie, nods at the Sheriff who moves to the rack of RIFLES on the wall.

MCNUE

Interesting how the women round
here all seem to believe that a
man's emotions ebb and flow right
along with his digestive juices.

He pulls a rifle down from the rack, checks it.

WHITEY

Where you goin'?

MCNUE

I'm gonna bring in Frank Griffin.

Roy looks up at the Sheriff. Whitey stops chewing.

MCNUE

Quit standin' there with your mouth
open like a flytrap and pass me a
box a them shells...

Whitey grabs a box of cartridges from the desk and hands them to McNue...

WHITEY

Shouldn't I at least go with you?

MCNUE

No, you should not. Marshal Cook's
on his way up to Olagrande to fetch
the army. Once I pick up Griffin's
trail, I'll meet up with them, and
we'll go after him together.

Roy watches as McNue now tries to snick a cartridge into the barrel of the rifle, but has trouble inserting the bullet, has to bend close to the rifle to see it.

MCNUE

The meantime, you keep an eye on
Mr. Ward 'till we get back here.
You understand?

Whitey knows better than to argue and nods. McNue tucks the rifle under his arm, moves to the door and opens it.

MCNUE

I'll be back in a week or two.
(pausing)
Try not to eat yourselves to death.

EXT. GRAVEYARD - DAY

As McNue, leading the mare he borrowed from Alice, rides past his wife's grave, the wildflowers he'd left now dried up and shriveled. McNue spurs his horse into a gallop...

EXT. ALICE'S RANCH - DAY

Truckee, on the old mule, tries the best he can to herd the stray horses.

Alice comes around the back of the barn, drives two stray horses back into the paddock when she sees the pack horse, the mare that Roy rode in on, grazing nearby. She walks over, pets the docile animal...

ALICE

Hey, girl...

She notices the poultice that Roy had earlier placed on the animal's injured leg.

TRUCKEE (O.S.)

Mama?

Something about this small act of kindness keeps her staring, even after Truckee calls to her. She finally looks up and sees A CLOUD OF DUST out in the pasture.

She steps back, watches as a few dozen of the stray horses race back towards the ranch. Bill McNue is at the rear of the herd, driving the animals back into the paddock. He leads the mare over to Alice.

MCNUE

I'm returning your horse...

(indicates the corral)

Long with a few others you seem to've lost.

ALICE

(sees his bedroll)

You goin' somewhere?

MCNUE

There's still a dozen animals up in the hills by the creek. Hiram can help you fetch 'em.

He's looking everywhere but at her. She steps closer.

ALICE

Why don't you come inside, Bill, have a cup of coffee?

He looks down at her. Would like nothing more. But instead, he just touches his brim, turns his horse...

MCNUE

You take care now, Alice.

Alice watches him go, suddenly overwhelmed with sadness, turns and looks at all of the horses in the corral. She marches to the house, reaches inside the door, grabs her rifle, then walks back to the mare and gets on her.

ALICE

Tell Iyovi I'll be back late.

Truckee watches as she rides off across the pasture.

INT. JAILHOUSE - NIGHT

Roy lies on the pallet in his cell. He hears Whitey chuckle, leans over and sees the young deputy -- feet up on the desk -- reading a dime novel. Roy watches him read a moment, then leans back, yawns, slowly closes his eyes...

BOY'S VOICE (V.O.)

Where you goin' Roy?

INT. LUCY COLE'S HOUSE - NIGHT (FLASHBACK)

It's dark in the house. ROY -- now 15-years-old -- carries his bundle among the beds. He sees that one of the YOUNGER BOYS has awakened. Roy whispers to him...

ROY

Nowhere. Go back to sleep.

Roy carries him back to his bed, lays him down, moves into the other dark room.

WOMAN'S VOICE

You just going to leave without saying good-bye?

He pauses, sees the SILVER CROSS glint in the moonlight, followed by Sister Lucy as she steps forward.

ROY

My brother ain't ever comin' back.

She says nothing, just stands there looking back at him.

ROY

I appreciate all that you done for me. Someday, I'll pay you back...

He extends his hand and she shakes it.

LUCY
I wanna give you something.

She disappears into the dark a moment, then reappears holding a BIBLE. She looks into the other room full of kids.

LUCY
Maybe you'll learn to read. I wish
I'd had more time...

ROY
S'alright. You taught me plenty.

She looks at him, then hugs him tight. Roy hugs her back. She strokes his hair, tears now running down her face...

LUCY
Such a sweet, sweet boy...

EXT. LUCY COLE'S HOUSE - NIGHT

Roy hurries away from the house. He pauses to look back. Lucy stands in one of the windows, watching him. They look at each other before he then turns away and runs off into the night.

EXT. GUTHRIE, NEW MEXICO - MORNING

The teenage Roy examines some horses tied up outside a saloon. He unties one, climbs up and rides off down the main street. A moment later FRANK GRIFFIN and GATZ BROWN, both 12 years younger, step out of the saloon, watch him ride off.

GATZ BROWN
Ain't that your horse, Frank?

Griffin watches the boy disappear into a cloud of dust.

EXT. TRAIL - DAY

Roy gallops the horse away from town when suddenly, the animal rears, throws the boy from the saddle. Roy sits up in the dirt, his mouth bleeding, his arm at a painful angle, the bone sticking out.

He sees another horse come up the trail with two riders on board. Griffin slides off the back as his horse trots over to greet him. Gatz Brown, still mounted, looks at Roy...

GATZ BROWN
It seems, boy, that your horse has
recognized its former owner.

And now Griffin crouches down, puts his full regard on the boy, the pain from the broken arm filling young Roy's face.

GRIFFIN

Good book says that *Pain is its own teacher.*

(then)

What's your name, son?

Griffin regards his horse a moment...

GRIFFIN

You got a good eye for horseflesh.
She's the best animal I ever had.
Tireless, surefooted... and mean.

Roy reaches back with his good hand and pulls a small PISTOL from his pants, points it at Griffin. Gatz draws his gun, but Griffin holds up his hand, looks at Roy...

GRIFFIN

Son, you ain't gonna shoot me. Not now or ever. That ain't how I'm gonna go.

Roy cocks the pistol. Griffin smiles.

GRIFFIN

I know what you're thinkin'. No fella can know his own demise. But me, I seen mine. I know exactly how it's gonna happen. So when my death comes, I'll be ready for it, on account of I already lived it.

Now Roy sees THE PRIEST COLLAR under his coat. Griffin now calmly reaches out and takes the GUN from Roy, considers him a moment, then:

GRIFFIN

Tell me, son. Have you got a pappy?

And now Roy spits in Griffin's face. Griffin calmly wipes his face with his sleeve, then smiles at the young Roy.

GRIFFIN

Me, neither.
(then, indicates the arm)
Let's have a look...

The boy makes a decision, holds up his arm for Griffin.

GRIFFIN

Looks like you gonna have to learn to shoot with yer other arm.

As he and Gatz Brown start chuckling, we then go back to...

INT. JAILHOUSE - NIGHT

The door opens and Whitey kicks his feet off the desk and sits up. Roy moves to the bars so that he can see...

...Alice Fletcher standing there with her Henry rifle tucked under one arm. She glances over at Roy.

WHITEY

Why, Miss Fletcher, what a nice surprise.

ALICE

Open up the cell.

WHITEY

Sheriff McNue says Mr. Ward ain't s'posed to have any visitors.

ALICE

Mr. Who?

She looks at Roy who nods slightly.

WHITEY

Now, you can leave any baked goods you brung with me, but that's all.

ALICE

I didn't *bake* anything for him, I wanna take him home with me.

WHITEY

You and every other lady in this town, but I can't let you--

She raises the gun so that it points at his chest, keeps her voice calm, almost bored.

ALICE

Open the cell, Whitey, or you're gonna be awful damn sick from a bullet in your chest.

Roy looks at her as Whitey now does as he's told.

ALICE

Take off your gunbelt.

WHITEY

Ma'am, please...

ALICE

Take it off.

He does, holds it out to her. She sets it down on the desk.

ALICE
Now Mr... Ward, you come on outta
there. And Whitey, you go on in.

ROY
Ma'am--

ALICE
Do it!

They trade places. She closes the door. Roy looks in at a now very sad looking Whitey, then looks at Alice. She wags the pistol at him and he reluctantly moves for the door...

EXT. WAGON CAMP - NIGHT

A couple of wagons parked beside a fire. TWO LARGE FAMILIES eat their supper and rest from a long day's travel. CHILDREN run in the fading light. A MOTHER breastfeeds an INFANT on a log nearby.

Suddenly, the hobbled OXEN all stop grazing and stare into the woods at the edge of the clearing.

The TWO MEN in the group get up from the fire, one pulls a rifle from a wagon, and cautiously approaches the trees. The leaves toss as A POSSUM darts out from the brush. The men relax, but then...

We HEAR A HORSE SNORT and they turn and see Frank Griffin and his gang of men sitting their horses, downwind from the oxen, on the opposite side of the clearing. Griffin smiles.

GRIFFIN
Hey, there.

EXT. ALICE'S RANCH - NIGHT

Roy reins up the horse and they both get off. She looks off at the dark house...

ALICE
The Paiutes say that you either
live with the land or you die.
Well, I can't seem to live with
this land, but I'm stuck...

She turns to him, sees that he just watches her and she realizes she's not making sense.

ALICE
I don't know who you are or what
you done.

(MORE)

ALICE (cont'd)
 But I look you in the eye, and you
 don't seem so stone cold to me.
 You just seem lost.

She indicates the dark shapes in the corral behind her.

ALICE
 I got forty-some animals need to be
 broke and no one to help me do it.
 Truckee's still just a boy and he
 won't admit it, but he's afraid of
 horses. Seems his father died
 before he could teach his son how
 to be a proper Indian. Anyway, I'd
 go to the Paiutes, but then Chief
 Narrienta would send me one of his
 sons, and there'd be, well, certain
 strings attached.

She lets that sink in, moves up to him now.

ALICE
 I can't pay you, but I'll give you
 the best horse when you're through.
 Animal strong enough to carry you
 to California, see that brother
 you're so angry with.

ROY
 Ma'am, you just busted me outta've
 a jailhouse. Someone's gonna be--

ALICE
 I'll handle the ladies in La Belle.
 Do we have a deal?

He looks this way, then that, finally shakes his head.

ROY
 No, ma'am.
 (then)
 If I was to stay and break all a
 them horses, there'd be somethin'
else I'd be wantin' from you.

She gets uncomfortable, crosses her arms tight. She looks at
 him like maybe she has him wrong, tries not to sound bitter.

ALICE
 And what would that be?

He takes a step closer to her. She doesn't move.

ROY
 Teach me how to read.

EXT. WAGON CAMP - NIGHT

Frank Griffin sits at the fire with the two men and their wives, the children quietly sitting at their parent's feet. The rest of the Griffin gang waits in the darkness that surrounds the camp. Frank places a mug on the ground.

 GRIFFIN
That's some delicious coffee,
ladies. I thank ye.

The women smile nervously back at the one-armed "preacher." He looks at a LITTLE BOY and smiles...

 GRIFFIN
Why, you're no bigger'n a minute,
are you little fella?

Frank reaches out with his good arm and pulls the kid onto his knee.

 GRIFFIN
There ye go...
 (looks at the men)
What'd you folks say your names
were?

 MAN
 (Norwegian accent)
I'm Nicholas Gustavson and this is
my brother, Jacob.

 GRIFFIN
Where y'all from?

 NICHOLAS
Norway.

Griffin nods, looks at the faces staring back at him.

 GRIFFIN
Well, I admire y'all for makin' the
journey west. It's a hard run. I
know, I done it. I come out west
on a wagon train, from Arkansas
when I was just a boy...
 (to the boy)
...not much more'n yore age.
 (to all)
Trip was goin' jes fine til we all
hit a little knot in the road in
Utah, place called Mountain
Meadows.

Griffin speaks as if he's telling the kids a bedtime story.

GRIFFIN

See, my mammy and pappy and most everybody else were all kilt. By Indians it looked like. Cept when these Indians washed their faces, their skin was white. Turns out they was all from the great Salt Lake. Men of religion they said. Well, some of these religious men applied themselves to my sister before they kilt her, got their pretend war paint all over her real skin. My baby brother, Liam, wouldn't stop fussin' while they was rapin' an' killin' my family, so they grabbed him by the feet'n smashed his head on a wagon wheel, like that one there.

(then)

They kilt over a hundred people that day including my Mammy and my Pappy, Liam and my older sister, Lorie, and my aunt and uncle and their little girl, cousin Phoebe.

The folks around the fire just stare back at him. Griffin smiles at the little boy on his knee...

GRIFFIN

One of them, Mr. Isaac Haight, was all the time preachin' to the men doin' the killin' about how all things are purified with blood. How without the shedding of blood, there is no remission. He said how they was givin' us all eternal salvation by spillin' our gentile blood in the dirt. I heard him say how killin' gentiles was a means of grace and a virtuous deed, and I thought to myself, *hmm*.

(then)

After he "saved" my family, Mr. Isaac Haight became my new pappy. And one of his wives became my new mammy. My family, like all of the families we were travelin' with, had a considerable amount of gold and personal property. All of which my new family took care of. Mr. Haight gained ten pounds just so he could fit into my old Pappy's clothes. I remember seein' one of Mr. Haight's fourteen wives wearin' one of my mammy's skirts in church.

Griffin stares into space.

GRIFFIN

But the image I have a my family is
looking back at them as Mr. Haight
took us away, their bodies left to
fester and corrupt in the hot sun.

The kids around the fire don't move. The adults are sick.

GRIFFIN

I learned to love Mr. Haight. He
taught me with the stick and the
bullwhip and the knife how to love.
Same as I love Roy Goode now. And
I aim to show him that love when we
meet up again.

He smiles at the two men, that dreamy smile that comes
without mirth or warmth behind it.

GRIFFIN

We know he came through this way.
A man with long hair in a braid,
like a white Apache.

JACOB

We've not seen anyone.

GRIFFIN

Course he may be dead, but then
he's been dead before.

We hear laughter from the men in the shadows. Griffin
studies all of the scared faces around him.

GRIFFIN

Well, I think that tonight, we'll
bed down just over there. In the
morning, we'll move on, leave you
folks be.

The Gustavsons seem to relax a bit.

GRIFFIN

But, before we do, I need you two
gentlemen to decide which of your
lovely wives is gonna visit me in
my blankets.

Jacob goes pale. Nicholas starts to lurch, but his wife sees
Frank's gang lurking just beyond the firelight and holds onto
him. Griffin smiles at the women...

GRIFFIN

Course if both a you wanna come
along, you're more'n welcome.

EXT. TRAIN DEPOT - TAOS - DAY

McNue stands at the telegraph office, finishes scribbling out
a message which he then passes to the old OPERATOR.

OPERATOR

(reads it)

*To Marshal John Cook. Have RG in
custody in La Belle. Will meet up
in Olagrande. Signed Bill McNue.*

(looks up at McNue)

Who's "RG?"

McNue drops a coin on the counter, turns away.

MCNUE

Just send the damn thing.

EXT. ALICE'S RANCH - MORNING

Iyovi emerges from the house, looks off at the corral where
Roy works a horse. He's wearing the clothes that Alice
brought out to the barn. The clothes that belonged to
Alice's late husband. Iyovi's son. She angrily marches off
to the well.

Truckee sits on the rail, watches Roy finally get the horse,
a big dun, to settle into a prancing trot.

TRUCKEE

He's a beauty.

ROY

(riding by)

Sure is...

Roy takes the animal around the corral once more, makes sure
the fight's gone from him, then stops beside Truckee.

ROY

Why'n't you climb up on him?

Truckee looks at the horse, scared at the thought of ever
actually getting on him. Roy slides off.

ROY

It's okay, he blowed his wind, he
ain't got so much oomph no more.

TRUCKEE

I can't ride him. Maybe a smaller one, or one that's a little older.

Roy looks at Truckee a moment, then...

ROY

What kinda Indian are you, you can't ride a horse?

The kid shrugs. Roy sees Iyovi barking angrily at a muddy Alice as she climbs out of the well, and lowers his voice.

ROY

Exactly how long you been alone with them women?
(Truckee shrugs)
Long enough to forget who you are?
(nods to the fence)
Use the rail, I'll hold him.

Truckee tentatively climbs up on the rail, then from there gets on the back of the black horse. Roy holds the horse steady, keeps whispering to the animal.

ROY

Easy, boy...

Alice, ignoring Iyovi, watches nervously as the horse shies. Roy hangs onto him. Truckee sits terrified in the saddle.

ROY

Take him around the fence.

Roy quietly closes the gate as the boy gently kicks the horse. The horse doesn't move.

ROY

You the boss a that animal, son?
Or's he the boss a you?

The boy gives the horse a kick and the horse starts moving forward. First at a walk, then a trot. Truckee starts to relax, smiles at Alice.

ROY

That's it. Don't be kickin' him too much, that just nettles him.
Squeeze him with your legs.

And now the horse starts into a lope around the corral. Truckee let's out a "yee ha."

Alice laughs. Iyovi shakes her head, but is pleased despite herself.

ROY
No more mules for you, son.

And then as Truckee kicks him, the horse regains some spunk and bucks, throwing the boy from the saddle.

Alice starts to come over, but Roy stops her -- without looking at her -- with an outstretched palm and a quick shake of his head. He keeps his eyes on the boy.

ROY
Get yerself up.

A dazed Truckee picks himself up from the dust.

ROY
Now get back on him.

Truckee looks warily at the horse who snorts back at him.

TRUCKEE
Maybe later.

ROY
Get back on him, now.

Truckee looks at him. Sees Roy's dead serious.

ROY
Grab him by that jaw rope and haul him to the rail, and climb back on top of him.

Truckee looks warily at the horse. Tears are in his eyes.

TRUCKEE
I don't wanna--

ROY
If'n you don't, he ain't ever gonna respect you. And worse yet... you ain't gonna respect yourself. Now go on, get back up there.

Truckee looks at his mother, then slowly approaches the horse who snorts and rears up. Truckee keeps coming, grabs hold of the jaw rope...

ROY
Now pull him over here.

Truckee digs in and pulls the horse to the fence. He climbs back up onto the rail. He hesitates, takes one look at Roy, then quickly hauls himself onto the back of the horse... who immediately tries to shake him loose...

ROY

Haul back on that rope! Keep your
heels down, so he don't throw you!

Truckee stays in the saddle a few seconds before he's thrown again. He lies there in the dust a moment, then slowly gets up, and pats at his britches. Tears run down his face as he looks at Roy whose own expression remains unmoved.

TRUCKEE

Roy, please--

ROY

Get back on him.

Truckee moves once more to the horse who rears up and knocks the boy on his ass.

But this time, when Truckee picks himself up, he's angry. He marches straight for the horse and before the animal can react, grabs the jaw rope with one hand, grabs a fistful of mane with the other and swings himself up onto its back.

And this time he keeps hauling on that jaw rope until the horse stops all his Goddamn hoppin' and shakin' and finds himself a trot. The boy then puts him into a lope for a moment before stopping him in front of Roy who nods.

ROY

He's your horse now.

Roy then calmly walks up to Alice and before she can speak:

ROY

Y'all got company.

Alice looks off across the field and sure enough, there's a cloud of dust. She glances at Roy -- how did he see that? -- then takes a step or two into the field for a better look...

WHITEY WINN ON HORSEBACK

Leads a procession of two wagons, one pulled by mules, the other by an old nag. In the first wagon sits Mary-Agnes, Callie, and Charlotte.

In the second rides the randy Sarah Doyle and the frail Sadie Rose, who clutches her baby. Sarah sees Roy in the corral on board a horse, his shirt off and her hand automatically goes to her chest...

SARAH

Oh, my--

Whitey stops his horse and the procession comes to a dusty halt.

WHITEY

We come for Mr. Ward.

CHARLOTTE

The indecency of what you've done,
breaking that man out of jail like
that, is... well, unspeakable.

ALICE

You're just mad you didn't think of
it yourself.

She gapes at Alice. Mary-Agnes fights a smile. Whitey rolls his eyes at all of them.

WHITEY

Now, don't gimme no kinda fuss, and
we'll just forget what all happened
last night.

MARY-AGNES

Maybe you'll forget it, but I for
one am gonna be laughin' about it
for years to come.

Whitey ignores her, keeps his young eyes fixed on Roy, tries to give Roy a good squint.

WHITEY

Mr. Ward, I'm gonna ask you real
nice to take your pick a these two
wagons and climb aboard.

Roy looks at the wagons and Charlotte and Sarah Doyle both give him their best "Pick mine" looks. Both make room...

WHITEY

I ain't gonna ask you twice.

ALICE

Ladies, I'll make you a deal. Let
him stay here and help me break and
shoe these horses and I'll sell you
all but six for forty-five hundred.

Everyone goes still.

ALICE

That's less than a hundred each.

MARY-AGNES

And you're only gonna keep six?

ALICE

When I'm done, I'm gonna pack up
and go home to Boston.

And now Roy and Truckee are looking at her, too.

ALICE

This has never been my home... and,
thanks to all of you, it never will
be.

WHITEY

Ma'am, I can't let--

MARY-AGNES

Forty-three hundred.

ALICE

Done.

The two women shake hands. Whitey doesn't know what to do.
Mary-Agnes stands up in the wagon, faces Whitey..

MARY-AGNES

Whitey, you either go along with
this or we lock you up again.

Mary-Agnes lets her late husband's coat open so that she can
get a hand over her late husband's pistol. Whitey laughs...

WHITEY

Oh, what, you think you're faster'n
me?

MARY-AGNES

Oh, I know I am.

WHITEY

In a pig's ass--

He goes for his gun, stops as Mary-Agnes gets hers out first.

MARY-AGNES

Wanna try again?

Alice steps between them, gently lowers Mary-Agnes's gun.

ALICE

Can I offer you all some coffee?

The ladies all look at her, not used to her being so
hospitable. Callie climbs out of the wagon...

CALLIE

That sounds right nice.

They all head towards the house. Whitey finally holsters his gun, looks hard at Roy for a long while. Finally...

WHITEY

I get one-- no-- two a them horses.

He then turns and rides off. Roy watches him go, then moves through the rails into the corral, ropes another horse. He senses something, looks off towards the mountains as we...

DISSOLVE TO:

CLOSE-UP OF FRANK GRIFFIN

Eyes closed but twitching to the sound of FAINT GUNSHOTS.

EXT. MOUNTAIN MEADOWS - DAY

A field of rotting corpses. MEN, their faces painted, move through the dead pulling dresses and jewelry off dead women, breaking open the strong boxes in wagons that are massed in the center of the field.

Every now and then a GUNSHOT is heard as one of the men finishes off someone who ain't quite dead.

We hear a CHILD CRYING. A LITTLE BOY steps into frame, bawling right at us. We hear the beat of HOOVES and the little boy is suddenly scooped off the ground by a RIDER in a long duster... carried off... his screams echoing as we...

CUT TO: FRANK GRIFFIN

As he opens his eyes. A BEE buzzes his face and he sits up, disoriented, calls out:

GRIFFIN

Papa!

Griffin rolls over and we see Jacob Gustavson's WIFE beside Griffin, nude, curled up in fetal position. She faces away from him, shaking. Griffin stares at her, tries to remember where he is. He reaches out to touch her and she flinches.

GRIFFIN

Dear Lord...

Floyd Wilson, the tracker walks up and looks down at him with that milky blue eye.

FLOYD

I lost his trail.

Griffin comes out from his blankets, his gunbelt over his shoulder, walks to the middle of camp in his longjohns...

GRIFFIN

You ain't got no idea which
direction he's headed?

FLOYD

Maybe we come along before the
rains.

It's eerily quiet, aside from a BUZZING SOUND. Griffin looks around the camp, brushes a BEE from his face, then he hears sounds coming from the wagons. Human sounds. He peers into one and sees...

The children are huddled in the back, listening to the soft whimpering sounds coming from the wagon next door.

Frank moves to that wagon, throws back the tarp and sees TWO OF HIS MEN have got NICHOLAS' WIFE pinned beneath them, one of them grinding into her...

Griffin looks over and sees the Devlin Twins on the far side of the camp have got the two husbands tied up at gunpoint.

Griffin stands there, confused, upset. Finally...

GRIFFIN

Damnation...

He reaches in with his one remaining arm and yanks one of the startled men out of the wagon, the man falling onto knees.

MAN

Jesus--

Griffin kicks him in the face and the man goes down and stays down. Griffin looks into the wagon as the other man quickly pulls his britches up.

GRIFFIN

Get on out of there!

The FIRST MAN reaches for his gun and Griffin, faster than one would expect, pulls the pistol from the holster draped over his shoulder and shoots the man in the forehead, then spins and shoots the SECOND MAN.

Griffin then storms across the camp to where the Devlins hold onto the two men. The Gustavson brothers stare up at him in horror. Griffin stares back at them and shakes his head.

GRIFFIN

You call yourselves husbands and
fathers? Why ain't neither of you
dead or at least beat some around
the face? Why don't you fight?

(MORE)

GRIFFIN(cont'd)
 Good book says, Man lays down like
 a lamb, stays down!

Griffin turns to walk away.

NICHOLAS
 You are no man of God!

Griffin stops, turns and stares back at him, something in his eyes makes Nicholas scoot back an inch.

GRIFFIN
 God? What God? Mister, you
 clearly don't know where you are!
 (crouches down)
 Look around. There ain't no higher
 up around here to watch over you or
 your young'ns. This here is the
 paradise a the locust, the lizard
 and the snake. It's Godless
 country, and the sooner y'all
 accept your inevitable demise, the
 longer y'all gonna live.

We hear a commotion OS and Griffin watches impassively as Jacob's Wife wields a rifle and tries to shoot Frank from across the camp. Dyer Howe grabs her from behind, causing her to fire an errant round into the trees.

Griffin shakes his head, stands up, looks down at the two of them.

GRIFFIN
 You think about it, the same God
 made you and me, also made the
 rattlesnake. That just don't make
 no sense. All a man can count on
 is hissself. That's the truth.

Griffin turns, swats at the BEES that still swarm around him.

GRIFFIN
 What's with all these infernal
 bumble bees?!

He listens a moment, then walks to where the horses are all picketed, the BUZZING GETS LOUDER. He stops at the row of saddles, looks at his own.

BEES are swarmed all over the long length of canvas on the ground beside it. Frank reaches out with one foot, gently rolls the canvas over with his toe, slowly unwrapping his SAWED-OFF ARM.

It's covered with bees. Griffin crouches down and looks at the index finger, subtly pointing off. He smiles. A "sign."

GRIFFIN

Floyd, what town's north a here?

FLOYD

Olagrande.

GRIFFIN

That's where we're goin'.

And as Griffin grabs his saddle with one hand, we hear:

COOK (V.O.)

He was born in Arkansas, but raised
by Mormons in Utah...

INT. CAFE - HOTEL SANTA FE - DAY

J.J. Valentine tucks into fried eggs and bacon. Farnsworth sits across from him eating in silence. Marshal John Cook, a cup of coffee in front of him, briefs the Mining Men...

COOK

He came out with the Fancher Party
when he was but a boy...

VALENTINE

That's them folks got massacred by
the Indians back in '54?

COOK

Was the Mormon's done it, but they
laid it on the Paiutes.

VALENTINE

So say the Paiutes.

COOK

Point is, Griffin seems to've lost
all hold of hisself ever since Roy
Goode left him.

VALENTINE

Not that he ever had much've a grip
to begin with...

Valentine dabs at his mouth with a napkin and relights his
cigar...

VALENTINE

Marshal, I appreciate your concern
for my well bein', but as you may a
noticed, I do got one or two good
men with me.

He indicates a nearby table where Ed Logan and several other members of Valentine's security detail now work on breakfast.

COOK

I don't give a hoot in hell about your well bein'. It's the ladies down in La Belle that worry me.

Valentine looks at Cook now.

COOK

As you know they only got the one law down there.

LOGAN

(chuckles)

If you could call him that...

COOK

(ignores him)

If I could ask you, sir, till I get a rope around Griffin, to keep your men nearby, that would sure relieve me a some a that worry.

VALENTINE

Nothing to worry about, Marshal.

(indicates Logan)

Mr. Logan there, my head of security, is presently rounding up all the necessary men.

COOK

(looks at Logan)

Looks to me like he's presently eating his breakfast.

VALENTINE

Marshal, Quicksilver's now got a vested interest in the LaBelle claim, which I might add holds a rather considerable amount of ore. And we mean to look after it the way we do all of our investments.

COOK

Same way you looked after Creede?

Valentine regards Cook, then returns to his food.

VALENTINE

Good luck on your hunt, Marshal.

EXT. HOTEL SANTA FE - DAY

As Cook exits the hotel, moves to his horse, we hear...

VOICE
Marshal Cook!

Cook turns to see a BOY hurry over, hands Cook a TELEGRAM, hurries off as Cook stands in the street and reads it, his expression going grim now as we go to...

ANOTHER ANGLE - FROM INSIDE "THE DAILY REVIEW"

As A.T. Grigg, covered in ink, watches a now disturbed Cook quickly get on his horse and ride out. Grigg bangs on the glass as the Boy now runs by his window on his way back to the telegraph office...

GRIGG
(shouts through the glass)
Nathan!

The boy stops, looks back at Grigg... who motions him inside.

CUT TO: CLOSE-UP OF A PENCIL STUB ON PAPER

As it slowly draws a line...

REVEAL: INT. ALICE'S CABIN - NIGHT

As Roy, his face close to the page, painstakingly draws a letter while Alice and Truckee look on. Alice has written each letter of the alphabet on a sheet in front of him.

ROY
R...
(then another)
O... Y...

ALICE
That's it.

He stares at the paper, self-conscious.

ALICE
What's the matter?

ROY
Nothing ma'am. It's just... I
believe that's the first time I
ever wrote my own name.

He looks up at the two of them. Uncomfortable. He finally stands...

ROY
 Well, I best be gettin' to bed.
 (looks at Truckee)
 We got a big day tomorrow. We
 gotta go find the rest a your
 mama's horses somehow got lost.

Truckee looks at his mother who just nods to Roy.

ALICE
 G'night.

EXT. RANCH - NIGHT

A full moon as Roy stops and looks back at the house. The lantern burning inside. Roy watches Alice kiss Truckee good-night, then turn down the lantern.

Roy turns away and moves to the corral. He spots the horse with the white forelock among the dark shapes...

GRIFFIN (V.O.)
 Beautiful country, ain't it?

EXT. CAMPSITE - OPEN RANGE - DAY (FLASHBACK)

Roy, still a teenager, drops a stack of cut wood beside a fire. His arm is healed. He's been with Griffin a year.

GRIFFIN (O.S.)
 Good book says, prosperity is the
 path to Godliness...

Roy watches Frank Griffin, his shirt off, a pair of coiled ropes over his shoulder, as he circles a wild-looking horse. A few dozen head of CATTLE graze nearby.

GRIFFIN
 That if God wanted man to be poor,
 he wouldn't've surrounded him with
 so much bounty.

Griffin throws a rope around the animal's neck, holds on as the animal immediately rears up, tries to kick him. Griffin just laughs, looks over his shoulder at Roy...

GRIFFIN
 You sure know how to pick 'em, son.

Roy watches as now Griffin moves in, taking the other rope from his shoulder, tempting the horse to try and rear up again, which he does. Griffin hobbles the horse, then loops it around its back legs and brings the animal crashing to the grass with Griffin holding on tightly to its neck.

The same way we saw Roy do this earlier. Only now, we know where he learned how.

Roy watches in awe as Griffin gets aboard the horse and hangs on as the animal tries its best to unload him. The horse has all four legs in the air when we hear A GUNSHOT and the animal suddenly collapses.

Roy stands there stunned as the animal, blood running from its head, goes down in a heavy heap, throwing Griffin free.

Roy starts to turn when a rifle is put to his ear.

VOICE

Move, boy, and I'll open your fuckin head.

And now Griffin gets to his feet, and watches as four RIDERS emerge from the trees. An OLDER MAN with three COWBOYS. All three with rifles pointed at Griffin. The fourth is off his horse with the rifle to Roy's head.

GRIFFIN

That was a fine animal you just shot.

OLDER MAN

(ignores him)

My name is Ben Broome. I own a spread sixty miles east of here called the Double B.

GRIFFIN

Lucky you.

BROOME

Maybe you can tell me, sir, how it happens that them cattle grazing yonder all got my brand on 'em?

Griffin turns and looks at the cattle as if seeing them for the first time.

GRIFFIN

They must've wandered off.

BROOME

That they did. With a little help from you an' your son here.

Griffin looks at Roy, smiles. Calm. Then...

GRIFFIN

You accusing me of something, Mr. Broome?

BROOME

No, sir. I'm too busy and too damn tired to waste that kinda time. So I'm just gonna hang the both a you, and be done with it.

Roy is shoved to the ground, his face in the mud as his hands are tied behind him, his head hauled back so that a noose can be slipped around his neck. He gags as it's pulled tight.

He's hauled to his feet and sees the other three have now got Griffin down, a rope around his neck as well.

Before he knows what's happening, a terrified Roy is hoisted onto a horse. And then Griffin is hoisted onto another one.

The rancher calmly rolls a cigarette as Frank and Roy are both led to the stand of trees. Griffin chuckles as they throw the ropes over a low branch...

GRIFFIN

This ain't my death, boys.

Griffin looks at Roy. It may be his death, however.

GRIFFIN

Don't be afraid, son. I'm right here.

Roy's pulled up tall on his horse, has to stand in the stirrups as they pull the rope tighter over the branch.

BROOME

Hurry up, get it done. We still gotta round up all them--

He's blown from his horse. The cowhands all turn, look off. Another GUNSHOT and one of them falls, then another... then another... until all the cowhands lay in the mud beside the horses.

And now Gatz Brown rides down the hillside, his rifle across his lap, still smoking, dragging an ELK CARCASS behind him.

GRIFFIN

What took you so damn long?

GATZ BROWN

I heard the shot, but I didn't wanna leave this buck behind, for fear I might not find him again.

He gets off his horse and pulls his knife and cuts the ropes binding Roy's hands, then cuts Griffin's as Roy stares at the bodies, sees Ben Broome crawling away...

ROY

Frank--

GRIFFIN

(looks, frowns)

Now where you runnin' off to, Mr.
Broome?

(then, to Roy)

You best kill him, son.

Gatz Brown hands Roy a gun. Roy stares at it in his hand and then watches as Broome struggles now to stand. Griffin grabs his shirt, puts it on...

GRIFFIN

Mr. Broome don't strike me as the
type a feller who learns from his
mistakes, and I don't much like
lookin' over my shoulder.

Roy still doesn't move. Watches Broome gain his feet, reach for his saddle. Griffin fastens his preacher's collar, turns to Roy.

GRIFFIN

Man was gonna hang the only kin you
got without so much as a nod.

Roy nods, takes the gun in his left hand and points it at the wounded rancher who struggles to get a foot in his stirrup.

GRIFFIN

Family's everything, son. Without
family, we're lost.

Roy cocks the pistol. We hear the GUNSHOT OVER...

EXT. DOUBTFUL CANYON - DAY

As Bill McNue, on horseback, slowly picks his way through the canyon. He studies the ground a moment and dismounts. The sun is high and hot and McNue sweats through his shirt.

He moves through the grass, kneels down and examines a HUMAN SKELETON that's been mostly picked clean by coyotes. McNue's horse pulls his head up, backs away.

MCNUE

(strokes the animal)

You know this here's all bad
business, don't you, boy?

He studies the ground a moment, then moves to his horse, his back to us as he pulls something out of his saddlebag.

When he turns back around, he's now wearing SPECTACLES. One side slightly cracked.

He sees Roy's horse, dead on the ground, crouches beside it, sees the dozens of rifle cartridges on the ground around it. He turns, sees that the canyon ends in wall a few feet away.

MCNUE

Were you really that dumb, Mr.
Goode, that you'd ride yourself
into a box canyon?

He stands, looks at the bodies scattered about...

MCNUE

Or were you really that smart?

EXT. HILLS ABOVE THE RANCH - DAY

Roy and Truckee ride side by side, pulling three of Alice's stray horses. They get into some trees and rein up.

ROY

We gotta be real careful in here.

TRUCKEE

Why? On account a there might be
Grizzlies and Cougars'n such?

ROY

No, not on account a *cougars*, on
account a the damn trees.

He shakes his head, points to a stand...

ROY

Them up there are called Quaking
Aspens or "Quakies." They got a
lotta ferns around 'em, cover up
everything. So the ground around
'em tends to be full of deadfalls
where a horse can get into trouble,
hurt itself.

TRUCKEE

How come you don't carry a gun no
more?

ROY

You listenin' to me?

TRUCKEE

Don't ride under the Quakies. How
come you don't carry a gun no more?

ROY
I don't need one, less your ma
plans on shootin' me again.
(points)
Now them trees over yonder are
called Blue Spruce.

Truckee is staring off in a different direction, however...

ROY
They're evergreens.

And now we see SEVERAL FIGURES moving through the trees some
distance away.

TRUCKEE
Roy--

ROY
(doesn't look)
I seen 'em. Pay 'em no mind.

Roy casually pulls his canteen, takes a drink. The other
riders stop as well.

TRUCKEE
Who are they?

ROY
Boys from the mining company, looks
like.

TRUCKEE
Whatta they want?

ROY
Just lookin' us over.

TRUCKEE
They gonna come over here?

Roy sees the glint off a field glass, and turns his head to
hand the boy his canteen.

ROY
They decidin' that right now.
(then)
Now, nothing grows under a Spruce
which makes 'em good to ride under
on account of there ain't no
deadfalls and you don't have to
duck under any low limbs.

The boy doesn't answer, still nervous, and Roy turns to him.

ROY
It's alright, they gone now.

Truckee looks off and, sure enough, the three riders are moving away now. He turns, watches Roy start his horse walking again.

TRUCKEE
You didn't even look!

ROY
I looked.

Truckee shakes his head and follows after Roy...

CALLIE (V.O.)
Frank Griffin made a surprise appearance in Grand Junction this past Monday evening and gave this reporter an exclusive interview.

EXT. LA BELLE - "MAGDALENA'S" - DAY

Mary-Agnes McNue and Callie Dunne sit on the porch of the old whorehouse, now converted, as we know, into the La Belle schoolhouse. Callie reads from *The Daily Review*...

CALLIE
Griffin informed A.T. Grigg that Roy Goode was to blame for the deaths in Creede and several other mining towns throughout New Mexico and Colorado.

The women on the street stop and watch as Ed Logan, his red beard strung with tobacco juice, and a half dozen other Quicksilver "security" men approach.

CALLIE
Griffin said, "I aim to take care of those poor devils who treat me with the respect any man deserves. But Roy Goode has betrayed me and I will kill any man, woman or child who harbors him..."

Charlotte, Sarah and a few other women take notice of the men. Sadie Rose walks up holding her baby, watches the men.

SADIE
That doesn't look like the new preacher...

Asa Leopold drops a bag of flour into the back of a wagon. Logan's horse shies at the sound and Logan whips him hard, turns him in a circle. Digs his spurs into the animal's flanks.

LOGAN
Dammit, animal...

Hiram, the old Livery Man, comes out of the barn, and shakes his head, indicates the blood on the flanks of Logan's horse.

HIRAM
Mister, you ain't careful, you
gonna rowel the life outta that
horse.

Logan looks down at Hiram.

LOGAN
You tellin' me how to ride?

HIRAM
No, sir. Just seems to me, your
animal's in some distress is all.

LOGAN
That so?

Logan spits a mouthful of juice straight onto Hiram's shirt.

LOGAN
Seems to me, you the one in
distress.

The women turn their heads, quickly melt away.

WHITEY
Ain't no call for that, Mister.

Whitey and Mary-Agnes cross to the store now. Logan takes in Whitey. The badge pinned to his shirt. Shakes his head.

LOGAN
Town fulla women protected by a
little baby with a badge.

His associates show their appreciation for the comment while Logan looks off at Mary-Agnes and the other gathered women.

LOGAN
Ladies... I'm Ed Logan, chief a
security for Quicksilver Mining,
the new owners a this here town.
(then)
(MORE)

LOGAN(cont'd)
 And from here on, it's we gonna be
 lookin' after you.

EXT. OLAGRANDE, NEW MEXICO - NIGHT

Marshal John Cook rides into the quiet town. No one's about. He passes a jailhouse, the name ELTON CUNNINGHAM, SHERIFF, on a shingle. No light inside. Cook rides on, dismounts before a quiet saloon.

INT. OLAGRANDE SALOON - SAME

As the lawman with the glorious mustache pushes through the swinging doors and takes in the skinny BARKEEP, wiping down glasses by lantern light. The rest of the saloon is dark.

COOK
 Y'all open for business?

BARKEEP
 Yes, sir.

John Cook walks to the bar and takes off his hat, tosses a piece of silver onto the bar.

COOK
 Glass a bonded, please.

The Barkeep turns, pulls a bottle from a shelf.

COOK
 Supposed to be a cavalry regiment
 up this way.

BARKEEP
 Yes, sir. They been out on patrol
 for over a week now. Range war up
 near Eaton.

COOK
 Know when they'll be back?

BARKEEP
 No, Marshal, I don't.

The Barkeep sets a glass in front of Cook with shaky hands. Cook reaches out and holds the glass steady as the barkeep pours, spilling a mess of fine whiskey over Cook's knuckle.

Cook slowly looks up at the barkeep...

COOK
 Where is everybody?

We hear A MATCH FLARE BEHIND HIM and the Marshal turns around and goes cold and stiff at the sight of FRANK GRIFFIN sitting at a table in the far corner of the room. Griffin smiles...

GRIFFIN

Hey, there...

He then calmly lights the lantern on the table in front of him illuminating Gatz, Amos and the Devlins in the shadows behind him.

GRIFFIN

Marshal.

Before Cook can react, TWO BARRELS OF A SHOTGUN catch the flicker of the lamp, both sides now exploding in unison as John Cook is instantly and uncereemoniously blown into the next world. The GUNSHOT ECHOES OVER...

INT. JAILHOUSE - OLAGRANDE - SAME

As ELTON CUNNINGHAM, the heavysset sheriff, sits alone in the dark, a half-empty bottle on the desk in front of him.

ROY (V.O.)

Buzz... buzz... buzz...

INT. HOUSE - SAME

Roy reads from a child's primer. Alice follows along, nodding her head.

ROY

(with difficulty)

...this is the... ssss....

ALICE

Song--

ROY

--song... of the... bee.

Truckee laughs from his spot beside the fire. Alice gives him a look and he shuts up. Alice turns back to Roy...

ALICE

Try it again...

INT. OLAGRANDE SALOON - NIGHT

As Gatz Brown bends down over the dead Marshal, pins Cook's star to his hat, then goes through his pockets, pulling some gold coins from his pants, then reaching into his blood-soaked vest and pulling out a TELEGRAM. He reads it.

GATZ BROWN

Frank--

Gatz Brown passes it to Griffin who studies it, then slowly looks up.

GRIFFIN

Where the hell is *La Belle*?

INT. ALICE'S HOUSE - NIGHT

As Roy puts a finger on the words as he reads...

ROY

Buzz... buzz... buzz...

His words ECHO OVER...

EXT. OLAGRANDE - NIGHT

As Frank Griffin and his men ride out of town.

ROY (V.O.)

...This is the song of the bee...

EXT. ALICE'S RANCH - THE WELL - DAY

Roy is down in the well digging, while Alice works the windlass from above.

ROY

Haul it up.

He steps back as she hauls up the bucketful of dirt. He then strikes at the soil beneath him with the shovel and freezes.

His feet are now covered with water. He makes another strike and the water starts coming in even faster.

ROY

Ma'am...

She peers down into the well and smiles.

ALICE

Well, hallelujah.

He looks up at her, then watches the water quickly rise up around him, creating a muddy Baptismal. Until finally...

ALICE

You best climb on outa there.

EXT. ALICE'S RANCH - SAME

Roy climbs out of the well, soaking wet and covered in mud.

TRUCKEE (O.S.)

Hey, Roy?

Roy turns, sees Truckee climb onto his horse.

TRUCKEE

I'm gonna rope me one a them cows!

ROY

You sure you got that horse saddled proper?

TRUCKEE

Yes, sir.

Roy turns back, watches Alice walk out into the field.

TRUCKEE

Watch this!

Roy watches as the boy lopez his horse towards a LONE COW, spinning his rope over his head as he rides.

He throws the rope over the cow's neck, looks back over his shoulder and grins at Roy.

TRUCKEE

You see that?!

Truckee ties the rope to his saddle horn and turns his horse around. The cow looks back at Truckee and takes a couple of steps in the opposite direction, PULLING THE SADDLE, WITH THE BOY ABOARD, OVER THE HORSE'S HEAD.

The boy hits the dust, hard, on his ass. He blinks once or twice, looks over at Roy and bursts out laughing.

ROY

Nicely done.

Roy smiles, looks at the corral. It's empty. The pasture now full of horses. The work is all done.

EXT. WAGON CAMP - DAY

As McNue crouches beside a long dead fire, studies the tracks all about the empty campsite. A single BEE buzzes his face.

He watches it fly off into the trees...

EXT. ALICE'S RANCH - THE PASTURE - DUSK

Alice walks to where Roy checks the injured leg on the old pack horse.

ALICE
She seems to be doing better.

ROY
She's nearly rode out, but she's gentle, and she can still pull a wagon. Be good for Sadie'n her little one.

Alice nods as Roy next indicates a big dun grazing nearby.

ROY
Now, that one there's ornery, keeps bitin' the others. I thought the Sheriff's sister might like him.

Despite herself, Alice has to smile at that. He sees her looking at a white and grey dapple.

ROY
That one's yours.

ALICE
Why's that?

ROY
She keeps her head up.

She turns to him, but he turns away, stands there a moment, watches Truckee across the pasture pull the saddle from his horse like a seasoned cowboy.

ROY
I have to go.
(turns to her)
There's somethin' I gotta finish.

ALICE
You're gonna kill Frank Griffin.

He digs the toe of his boot into the dirt a moment.

ROY
After I was shot, I went to Guthrie to rebury my Daddy. Something I'd always swore I'd do. Ain't right puttin' a man straight into the dirt for all eternity.
(MORE)

ROY (cont'd)
 I was so tired after I dug him up,
 I thought I'd lie down and bleed
 out right beside him. And while he
 was nuthin' but bones, his clothes
 were all still there, they hadn't
 rotted away. I don't know how that
 could've happened. I recalled him
 wearin' them clothes. I'm older
 now than he was when he died, so I
 was recallin' a younger man. I've
 lived longer'n he did. Just then
 it seemed right to me that I put on
 my daddy's clothes. I don't know,
 I was dyin', not thinkin' right,
 and maybe I figured by doin' that,
 I'd end up wherever he is. I
 reburied his bones and then I laid
 down alongside him and waited to
 die. I waited all night. At dawn,
 I had this vision...

EXT. CEMETERY - GUTHRIE (FLASHBACK)

Roy lies on the fresh dirt of his father's grave. He opens his eyes, sees Frank Griffin looking down at him, his face hovering over Roy's like a black-eyed moon...

GRIFFIN
*May God's fruit ripen black over
 your grave.*

Roy sits up and Griffin's gone.

EXT. ALICE'S RANCH - DUSK

Roy puts a hand on the pack horse, turns to her.

ROY
 I realized then that hell's gonna
 follow me wherever I go.
 (looks off at Truckee)
 And I realize now that I don't ever
 want it to follow me here.

INT. ALICE'S RANCH - THE BARN - DAY

Roy packs up his saddle bag. He sees the letter from his brother, finally crumples it in his hand as...

TRUCKEE (O.S.)
 You can't go.

Roy glances at the boy standing in the light of the door.

TRUCKEE
 Who's gonna help us around here?

ROY
You don't need my help. You can
take a care things just fine now.

TRUCKEE
She needs you.

ROY
Y'all are going to Boston.

TRUCKEE
She always says that! We never go!

Roy's startled as the boy comes up, puts his arms around him.

TRUCKEE
You can't leave, Roy.

Roy looks down at the boy, the same words he said to his own
brother, and gently pries his arms from his waist.

ROY
I'm sorry, son.

Truckee steps back, looks up at Roy, then turns and storms
out of the barn.

EXT. OLAGRANDE, NEW MEXICO - MORNING

As Bill McNue rides into town, people stop and stare. Every
window, a snapshot of a frightened face. More faces on the
street. Shadowed in the doorways. Bill McNue looks back at
the frightened townsfolk and knows: *something happened here.*

McNue gets off his horse, feels the heat of the morning sun
and opens his coat. The rays reflecting off the star pinned
to his chest, lighting up some of those dark spaces, so that
we can feel the town collectively begin to relax.

ELTON CUNNINGHAM, the portly Sheriff stumbles off the
sidewalk and makes his way over to McNue. He's drunk.

CUNNINGHAM
You here about the Marshal?

INT. UNDERTAKER'S - MORNING

As McNue, surrounded now by town officials, watches as the
TOWN UNDERTAKER lifts the lid off a coffin. Cunningham
remains in a far corner, away from the rest.

UNDERTAKER
They ain't much of his face left to
identify...

McNue stares into the coffin. Grateful in this moment for his failing eyesight. He regards his old friend.

MCNUE

Seems you'n me keep meetin' in
funeral parlors...

He shakes his head, then, turns to the others--

MCNUE

His name's John Cook. He's from
Santa Fe.

(throws some silver into
the casket)
Send the body there.

McNue turns to Cunningham now.

MCNUE

You just let Griffin ride into
town?

CUNNINGHAM

I did. And then I just let 'em
ride on out.

McNue says nothing. The man glances about, then...

CUNNINGHAM

You take a shot at Frank Griffin
and his men, you best kill 'em all,
something the poor folks at Creede
learned to their sad experience.

MCNUE

Where's the army regiment that's
supposed to be here?

CUNNINGHAM

Wyoming. On range business.

McNue turns away from the Sheriff, starts out.

CUNNINGHAM

What was I supposed to do?!

MCNUE

For starters, you can sober up.

MAYOR

You don't mind my askin', Sheriff,
what all's your strategy?

MCNUE

I don't rightly know. I just wanna
get a rope around the man's neck
afore he does any more damage.

Something occurs to him and he looks once more at the
corpse...

MCNUE

Where's the Marshal's badge?

No one answers. He looks around the room.

MCNUE

Where's his Goddamn badge?!

BARKEEP

The one called Gatz Brown took it,
pinned it to himself as kind of a
joke. Took a telegram off him,
too.

Boom. McNue turns, looks at him.

MCNUE

What telegram?

EXT. ALICE'S RANCH - DAWN

Lightning. Dark clouds in the distance. Alice emerges from
the house carrying a bundle and walks to the barn.

INT. BARN - SAME

Roy finishes saddling the black horse when the door opens
behind him to reveal Alice standing there.

ALICE

There's a Norther coming.

ROY

(working)
Big one, smells like.

ALICE

(sets the bundle down)
I packed you some food.

ROY

Thank you, ma'am.

ALICE

(lingering)
Just biscuits 'n such.

ROY

Thank you.

He puts the reins over the horses neck, but then stands there, unable to look at her. Finally...

ROY

Good-bye, Alice.

EXT. ALICE'S RANCH - DAWN

It's POURING RAIN as Roy, on the black horse, bursts out of the barn and gallops straight into the gathering storm.

INT. BARN - SAME

Alice moves to the pallet where Roy slept. She lays down, pulls the blanket over her and listens to the sound of Roy's receding horse mixed with THUNDER. She rolls over, and sees the crumpled letter from his brother lying in the straw.

EXT. LA BELLE - MORNING

RAIN FALLS as a LONE RIDER -- his head ducked, covered by a poncho, topped by a bowler hat -- rides through the downpour to the saloon.

INT. "THE GOOD LODGE" SALOON - MORNING

Whitey plays cards with Hiram (the old livery man), Asa (the drygoodsman) and Elmer (the old undertaker). Logan sits with two of his "security" men in the corner drinking.

VOICE

That mud out there is absolutely without bottom.

They all turn to the door as A.T. GRIGG takes off his hat and steps into the saloon... stomping the mud from his boots onto Barney's freshly washed floor.

GRIGG

Glass a beer, barkeep.

Barney pours a drink and Grigg looks around the bar.

GRIGG

Name's Grigg. And I'm here to inquire about your law.

ELMER

Our law?

WHITEY

Jesus Christ -- A.T. Grigg.

GRIGG

Seems the man's reputé has been
whispered all the way to Sante Fe.

Whitey gets up from the table and walks to the bar.

WHITEY

I'm Whitey Winn, and I figured it
was only a matter a time fore you
come lookin' for me.

Grigg recoils at Whitey's sharp body odor...

GRIGG

Son, I ain't lookin' for you and
I'd appreciate you takin' a step
back fore whatever you got gets
communicable.

(then)

I'm askin' after Bill McNue.

ASA

McNue?

GRIGG

The first lawman ever to capture
the notorious Roy Goode.

Everybody just looks at him as he takes out his pad.

GRIGG

Now what all fortifications have
you prepared in advance of Frank
Griffin's arrival?

EXT. ALICE'S RANCH - DAY

As Alice sits down on the porch with a cup of coffee beside
Iyovi. They both stare into the rain a moment. Finally...

IYOVI (SUBTITLED)

He's gone.

ALICE

I know.

IYOVI (SUBTITLED)

Not the stray dog, the boy.

Alice looks at the old woman, then around the yard.

IYOVI (SUBTITLED)

He got on his horse and rode off.

Alice gets up, starts to go into the house when she sees Whitey riding through the rain. He leads a pair of wagons across the field. A.T. Grigg rides alongside of them.

Ed Logan and his security detail walk their horses behind the group. Alice reaches into the house, grabs her rifle, then steps off the porch to meet them.

The two wagons are filled with women, including Mary-Agnes, Charlotte, Sarah, Callie and Sadie Rose. Whitey reins up right in front of Alice. Grigg eyes her and Iyovi.

WHITEY

We come for Roy Goode.

She takes in A.T. Grigg, Logan and his men.

ALICE

He rode out this morning.

LOGAN

(dismounting)

Think I'll have a look around.

Alice cocks the rifle. He freezes.

ALICE

Mister, the only way you get off
that horse is if I shoot you off.

He looks at her. Believes that she would. And lowers himself back into his saddle.

CHARLOTTE

So you knew his true identity!

They all start yelling at her at once. Alice just looks back at them all. Mary-Agnes remains still until the others stop.

MARY-AGNES

You put us in a bad way, Alice.
Sooner or later, Frank Griffin's
gonna find out he was here.

GRIGG

If he hasn't already.

Alice looks up at the weeping editor.

GRIGG

Roy Goode's like a son to Frank.
So the betrayal he feels is
downright biblical.

(looks at Alice)

(MORE)

GRIGG(cont'd)
 He's made it plain that he aims to
 kill all that Roy Goode loves or
 cares about.

ALICE
 I didn't know who he was until Bill
 McNue arrested him.

MARY-AGNES
 He must've told Bill where Griffin
 was at. That's why Bill went off
 lookin' for him.

This Alice didn't know. She's stunned.

ALICE
 Bill's out looking for Frank
Griffin?

MARY-AGNES
 I thought the damn fool was just
 tryin' to prove himself to you.

CHARLOTTE
 Well, I don't believe that Bill
 McNue's off looking for anybody.
 He can't even shoot straight.

SARAH
 Bill McNue couldn't hit Mexico from
 this side of the Rio Grande...

They all start laughing. Mary-Agnes stands up.

MARY-AGNES
 He's goin' blind, you dumb bitches!

Everyone grows quiet. Looks at her.

MARY-AGNES
 He's been losin' his eyesight ever
 since his Anna passed. That's why
 he don't go shootin' off his guns.

GRIGG
 A blind sheriff...
 (gets out his pad)
 Even better...

Alice turns back for the house, gestures to the field...

ALICE
 Look... there's your horses. Help
 yourself. I gotta find my son.

Ed Logan watches Alice walk into the house as the women turn their attention on the pasture full of horses.

INT. HOTEL SANTA FE - DAY

As J.J. Valentine settles his bill at the front desk. Farnsworth and the bags loitering nearby.

VOICE
Mr. Valentine!

He turns as THE BOY from the telegraph office rushes into the lobby...

BOY
Thought I missed you...

VALENTINE
And you would have... had Professor Farnsworth not imbibed a little too heavily last night.

Farnsworth turns away as Valentine tips the boy, takes the message, pulls it from it's envelope. A grin spreading on his face as he reads.

VALENTINE
It's from our Mr. Logan...
(looks up at Farnsworth)
Seems we gonna own a hunnert percent a La Belle after all.

EXT. LA BELLE - DAY

Hiram's livery is now full of Alice's horses. Mary-Agnes sits on the rail with Whitey and Callie. They watch Logan and his men loitering about the saloon, in conference.

WHITEY
Them peckerwoods are up to something.

Mary-Agnes turns, watches a tipsy A.T. Grigg stumble out of the saloon with several women in tow. He starts to sign a copy of *The Daily Review* for Charlotte, but a breeze floats the paper from his hands, blows it under the sidewalk.

WHITEY
Think they'll help us fight Griffin?

MARY-AGNES
We're not gonna fight Griffin.
(off their looks)
We can't.
(MORE)

MARY-AGNES (cont'd)
 Tomorrow, first thing, we're gonna
 get on our new horses and ride out,
 hide up in the hills somewhere.

CALLIE
All of us?

MARY-AGNES
 Maybe if Griffin rides through,
 sees the town's already dead, he'll
 keep on riding.

EXT. RIVER - DAY

As Griffin and his men cross at a run. Griffin reins up his horse, raises his hand for the others to stop.

GRIFFIN
 Now, I know you boys are thirsting
 for action and I aim to quench that
 thirst, but I don't wanna ride into
 no trap neither. We'll camp here
 for the night.
 (then)
 Floyd, you and Alonzo head to La
 Belle, have a look around.

Griffin then watches as Floyd Miller and Alonzo Bunker, spur their horses and gallop off...

EXT. LA BELLE LIVERY - DAWN

Hiram, the old blacksmith, sleeps in the barn, now full of Alice's horses. We hear the horses snort and he opens his eyes, looks up at...

A MAN WITH A BLACK HOOD OVER HIS FACE

Who brings a rifle butt down on Hiram's head and all goes...

BLACK

EXT. LA BELLE - LIVERY - MORNING

Hiram, face-down in the mud, slowly gets himself up onto all fours. He gets to his feet, weaves unsteadily and rubs his head where he was struck. He then looks into the corral and freezes. The horses are all gone.

INT. "THE GOOD LODE" SALOON - MORNING

Everyone is here. Panicked. Mary-Agnes tries to establish order. Callie bandages Hiram's head. A.T. Grigg stands in back of the room, taking notes.

ASA
Damn Fletcher witch, stole her
horses back!

CALLIE
No, that's not possible...

BARNEY
Was Frank Griffin!

ELMER
Don't be an imbecile. Why would he
steal our horses and leave?

MARY-AGNES
Where's Ed Logan at?

They all stop. Look at her.

MARY-AGNES
It was Valentine's boys, stole the
horses.

CHARLOTTE
Why would they do that?! He made a
deal with us!

MARY-AGNES
Which is only good if there's a
town left to deal with.

No one moves. She sighs, looks around the room.

MARY-AGNES
Whitey, how many rifles you got
over there at the jail?

WHITEY
We only got about three and Bill
McNue took one a those.

MARY-AGNES
Alright... all of you get on home,
get your hands on any weapons your
husbands had, and bring 'em back
here...

Grigg, standing there at the back as everyone scatters, can't
believe his good fortune at being in the middle of all this.

EXT. LA BELLE - NIGHT

The town is lit up with torches. Two FIGURES ON HORSEBACK
watch from the cemetery. Floyd Wilson, Griffin's tracker,
and Alonzo Bunker, the giant.

ALONZO BUNKER
You think they got Roy in the
jailhouse?

FLOYD
Most likely. But you notice
anything unusual?

ALONZO BUNKER
They's all busy as bees.

FLOYD
They's all women.

He then turns his horse, rides off into the dark. Alonzo
looks at the town, smiles. They sure is...

EXT. LA BELLE - SAME

Mary-Agnes and Whitey load up a wagon as women bring them
every gun they can find. A.T. Grigg watches it all from the
saloon. Scribbling away...

WHITEY
We don't have enough guns, take 'em
out in the open. We gonna have to
find a way to contain the fight.

MARY-AGNES
Contain it how?

WHITEY
Well, if we could keep most of it
off the street, get 'em off their
horses, into someplace where we got
the advantage.

MARY-AGNES
Have to be someplace they couldn't
burn us out. Say--
(looks up at the hotel)
--someplace made of iron and brick.

EXT. STREAM - MORNING

McNue takes a drink, lets his tired horse get his fill. He
steps onto the bank, sees a COLORED BOTTLE floating in the
water. He squints at it, quickly draws his gun and FIRES.

He misses. Fires again. And again. Doesn't hit it. He
wades into the damn stream and follows after it, puts the
muzzle of his gun right on it and blows it apart. He then
holsters his gun, wades to his horse, grabs the reins.

MCNUE
You've had enough.

EXT. CEMETERY - GUTHRIE

As Roy rides up. He remains on his horse and looks around. He looks at the trees, the markers. Makes sure he's alone.

Satisfied, he gets off his horse and pulls a spade from the saddle. He walks to an unmarked grave, the one the nun had described for A.T. Grigg. He considers the mound of earth.

Then jabs the spade into the dirt as we now go to...

EXT. GUTHRIE - DAY (FLASHBACK)

Roy Goode, dressed in his own clothing, a dark pistol on his left hip, rides with Frank Griffin and the gang through town. The street empties. Women grab their children. Roy nods to A MAN who responds by quickly disappearing through a door.

EXT. CEMETERY - GUTHRIE

Roy sinks the spade into the earth as we go back to...

EXT. GUTHRIE - DAY (FLASHBACK)

Frank and his men dismount in front of the saloon. Roy stays put, looks around his home town. Griffin looks up at him..

 GRIFFIN
Last time I was here, some pathetic
soul stole my horse.

 ROY
Been a while.

 GRIFFIN
Yes, it has.

 ROY
There's somebody I wanna see. I'll
meet you back here in a few hours.

Griffin watches Roy wheel his horse around and ride off.

 GRIFFIN
I'll be waitin'. Right here.

EXT. CEMETERY - GUTHRIE

Roy wipes the sweat from his brow, then once more drives the spade into the dirt as we go to...

EXT. LUCY COLE'S HOUSE - DAY (FLASHBACK)

Roy Goode sits his horse on the hill where he last saw his brother, looking down at the now rundown house. Several dirty children run about the ruined garden.

LUCY (V.O.)
Come closer, Roy...

INT. LUCY COLE'S HOUSE - DAY (FLASHBACK)

Roy stands there with a SADDLE BAG over one shoulder as Sister Lucy, now as sick as the house, sits up in bed and takes him in:

LUCY
Look at you...
(pats the bed)
Come, sit down beside me.

He sits down on the bed. She smiles at him.

LUCY
You've gotten so handsome.

Roy turns away. She sees the saddle bag.

LUCY
What's in the bag?

ROY
Somethin' for you.

He drops the bag on the bed. She stares at it. It's full of CASH.

ROY
Told you I'd pay you back some day.
(looking around)
And seems like y'all could use it.

She stares at the cash, covers her mouth, starts crying.

ROY
Sister?

Suddenly, she reaches out and hugs him.

LUCY
I knew you'd make it alright. I
knew that the lord would hear my
prayers and watch over you...

He reacts to that misconception. She calls out...

LUCY
Children! Get in here!

And now a motley assortment of CHILDREN wedge themselves into the doorway. A couple of very young ones climb onto the bed.

LUCY
Children, this is Mr. Goode. He was once one of you. But now he's living proof that, with the help of God, we can all find our way.
(then)
Tell us all about yourself, Roy.
What's made you so successful?

Roy looks about at the dirty faces. Wants to run.

ROY
I don't rightly know...

LUCY
Oh, you're being too modest. It's that light you got inside. You can't deny that.
(then)
Have you visited your father's grave since you been back?

ROY
My father?

He looks at her, genuinely surprised by the question.

LUCY
He'd be so proud of you.

ROY
Sister, I should be goin'--

LUCY
Just another minute. Please. It's just so good to see you. Oh...
(claps her hands)
I can't believe I forgot!
(then)
I have something for you...

Lucy sets one of the small kids, aside, opens a drawer beside the bed. Starts rummaging through it...

LUCY
Where'd I put that now...
(then)
Here it is.

And she holds up AN ENVELOPE. He just stares at it.

LUCY

Now, Roy, Goode, don't tell me that
someone as successful as you still
can't read?

(then)

It's a letter. From Jimmy.

ROY

(beat)

James...?

LUCY

Yes. James. Jimmy. Your brother.

(then)

Would you like me to read it to
you? Eddie J.? Fetch me those
spectacles off the wash stand!

Roy just stands there as EDDIE J., 15, the same age Roy was
when he left, now pushes into the room with her glasses.

LUCY

Thank you, child.

Roy stares at Eddie J., a younger version of himself, as Lucy
starts to read:

LUCY

*Dear Roy... I'm sending this letter
to Sister Lucy in the hopes that
some day it finds you. I'm writing
after all these years of absence to
tell you that I am a changed man...
I know now that we're all given a
life to live with honor and pass on
having left our mark...*

EXT. CEMETERY - GUTHRIE (FLASHBACK)

As Roy digs and digs...

LUCY (V.O.)

*...The important thing is to do the
best one can with what one has. I
learned these words and thoughts
from reading, something I shoulda
learned how to do a long time ago.
Something I shoulda taught you and
maybe saved you some heartache...*

INT. LUCY COLE'S HOUSE - DAY (FLASHBACK)

Roy stares at the teenage boy... who stares right back. Same as he would have at that age.

LUCY
*The truth is, books have taught me
that I am not the man I could've
been...*

ROY
That's enough...

ALICE
*I'm asking you to come now to the
Atascadero Territory in California
and live with me and my--*

ROY
That's enough!

Startled. They all look at him. He takes the letter. Stares stupidly at his brother's handwriting.

ROY
When did this come?

LUCY
(finally)
I don't really remember...
(then)
A long time ago.

He looks up at her, at the children, utterly devastated.

EXT. LUCY COLE'S HOUSE - DAY (FLASHBACK)

As Roy gets on his horse and rides off, the children moving to the door, watching him quickly disappear over the hill.

EXT. CEMETERY - GUTHRIE

As Roy digs down deeper into the grave. Faster and faster, more and more angry with each slice of the shovel...

EXT. SALOON - NIGHT (FLASHBACK)

Roy sits his horse outside the saloon, watching Griffin and his men inside. He turns and rides into the dark. After a moment, Griffin senses something and looks up at the window.

EXT. CEMETERY - GUTHRIE

As Roy digs down to his waist now...

EXT. GUTHRIE - NIGHT (FLASHBACK)

As Roy gallops out of town, we hear in the dark behind him...

GRIFFIN (O.S.)

ROY!

EXT. CEMETERY - GUTHRIE

Roy strikes something hard and stops digging. He stands there, out of breath, then tosses the shovel aside, bends down and lifts the lid of A COFFIN. He sets it beside the grave.

Roy reaches down again and pulls up a HANDFUL OF CASH. Then another. He pulls up a saddle bag, bursting with MORE CASH. He sets it all beside the grave.

Next, he pulls a HAT from the grave, bangs it against his leg to get the dust off, knocks it into shape with his fist.

He puts the hat on, then reaches down one more time, and when he straightens up, he's now buckling a GUNBELT to his hip...

He pulls the black-handled revolver from its holster, wheels it once or twice in his left hand before silently re-gloving the gun and slowly looking up at us.

All of the gentleness gone from his eyes, Roy Goode pulls HIS RIFLE from the grave, hefts the saddle bag full of money onto one shoulder and climbs out of the grave.

EXT. LA BELLE - DAY

As Alice rides through on her horse, the women all giving her dark looks amidst their preparations. It's her fault. Alice reins up her horse as now Mary-Agnes steps off the sidewalk.

ALICE

Why are you all still here?

MARY-AGNES

Valentine's boys stole our horses.

Alice looks around. Realizes their situation. Sees the boarded up windows, the women walking around with rifles.

MARY-AGNES

What're you still doin' here?

ALICE

I'm looking for my son. He ran off.

MARY-AGNES
I haven't seen him.

Alice nods, starts to ride off. Mary-Agnes watches as Sarah Doyle accidentally drops a cocked gun, it FIRES OFF A ROUND...

MARY-AGNES
Alice? Your boy's probably safer
wherever he is. And we could use
someone can handle a gun.

EXT. VALLEY - DAY

As Griffin and his men RIDE INTO FRAME and stop their horses in the tall grass. They all sit there looking off. Then...

GRIFFIN
Gentlemen, let us pray for the
strength to face a frowning day.

As they all duck their heads, we then CRANE UP OVER THEM TO REVEAL: The town of La Belle in the distance.

And now THE WIND suddenly picks up, rolls over the valley and blows open their coats. Griffin urges his horse forward...

EXT. LA BELLE - DAY

Not a soul in sight. The only sound is the WIND as it carries down the main street in a cloud of dust.

EXT. LA BELLE MINE - DAY

The WIND blows a tumbleweed past the entrance, kicks up dust around the rusting machinery.

INT. "THE GOOD LODGE" SALOON - DAY

Where A.T. Grigg sits huddled behind the bar with his notebook, listens to the WIND pick up outside...

INT. MINE - SAME

Where the women who won't or can't fight and all of the children now hide in silence, their eyes raised as they listen to the WIND WHISTLE over the shaft.

EXT. ALICE'S RANCH - MORNING

As the WIND blows through the yard. Iyovi steps onto the porch, turns her face towards it and closes her eyes.

IYOVI (SUBTITLED)
Here it comes.

EXT. HOTEL LA BELLE - DAY

The doors blow open and bang shut. We TILT UP TO THE ROOF where the lone figure of Mary-Agnes stands holding her rifle across her chest, her late husband's clothes flapping in the wind. And now Alice steps up beside her with her own rifle.

The two look out at the rocky land just beyond town...

HER POV - GRIFFIN AND HIS MEN

As they ride for town, a tail of dust a half mile long behind them, then slowly begin to split into two groups...

EXT. ROOF - HOTEL LA BELLE

As Mary-Agnes watches them approach.

MARY-AGNES
Ain't nothin' but pure ass luck
gonna save us now.

INT. JAILHOUSE - DAY

Whitey finishes loading a rifle, checks his pistols. He hears HORSES, crosses himself, and throws open the door.

EXT. JAILHOUSE - SAME

Whitey steps outside and is immediately caught in the chest with one of Dyer Howe's knives. The teenage deputy drops to his knees as the horses thunder past, then pitches forward, his young soul departing before his head hits the dust.

Bud Ledbetter gets off his horse, steps over the deputy and walks into the jail, looks around and comes right back out.

LEDBETTER
He ain't in here!

EXT. MAIN STREET - LA BELLE - DAY

As the gang rides up and down the street.

ALONZO BUNKER
Where is everybody?

The Devlin twins ride their horses up onto the sidewalk, peer into the shop windows... Daryl looks up at the hotel, grins.

DARYL
Up there!

Griffin and his men look at the hotel, where we now see A
FACE IN EACH AND EVERY WINDOW.

DONNIE
Hello, ladies!

Someone fires from the roof, the shot hurling Donnie over his saddle and into the dirt. Daryl looks at his dead twin, then up at the roof where Mary-Agnes aims her rifle, gets ready to fire again...

DARYL
Goddamn bitch--

She fires at him, but misses as he gallops his horse INTO THE HOTEL followed by Dyer Howe, Alonzo Bunker and Bill Chick, also aboard their horses.

Suddenly all of the windows explode as the women inside start firing at the gang members left on the street including Frank Griffin, Gatz Brown and Floyd Wilson, all of whom draw their pistols and start firing up at the hotel...

INT. SALOON - SAME

As Grigg hears the shooting, makes his way along the floor towards the window...

INT. HOTEL LA BELLE - SAME

As Daryl Devlin and the others ride their horses into the lobby and immediately take fire from women crouched behind knocked over tables. All of them, like Mary-Agnes, now DRESSED IN MENS CLOTHING.

INT. MINE - SAME

As the huddled group listens to the sound of GUNSHOTS. The children cover their ears or clutch their mothers... Sadie Rose starts to sing a hymn to her baby...

SADIE
*We gather together; to ask the
Lord's blessing...*

EXT. LA BELLE - SAME

As some of Griffin's men continue to shoot it out with the women in the hotel, Amos Green, the snake 'round his neck, starts pouring kerosine on and around the other buildings.

INT. HOTEL LA BELLE - SAME

Bullets chop at the tables, blow half-dollar holes through the windows as the women of La Belle shoot it out with the gang, many still on horseback.

A whooping Bud Ledbetter throws his rope around Sarah Doyle's neck, starts to pull her into the kitchen...

He goes through the double doors, stopping his horse as he sees old Hiram, the livery man, standing with a shotgun.

Hiram blows the cowboy off his horse, Charlotte screaming as the body lands at her feet. She then cocks the heavy pistol in her hand and resumes firing...

Daryl Devlin pushes through the lobby and starts riding his horse up the stairs.

INT. ROOM - HOTEL LA BELLE - SAME

Blue with gunsmoke as the Women at the window fire down onto the street. We see the surreal image of Daryl riding past the room and down the hallway.

EXT. ROOF - HOTEL LA BELLE - SAME

As Mary-Agnes finishes with one rifle, tosses it aside and picks up another, keeps firing down at the street...

MARY-AGNES

Now I ask you...

(fires)

It half this much fun in Boston?

INT. HALLWAY - HOTEL LA BELLE - SAME

As Callie, pistol in hand, comes out of a room and sees Alonzo on his horse, firing into one of the rooms.

He sees her, starts firing back, putting holes in the window at the end of the hall behind her. Callie hits the giant in the body twice before her gun empties.

Alonzo coughs some blood into his fist, wipes it on his pants and starts riding up the hall towards her. She backs up into the window, grabbing and dropping bullets from her belt as Alonzo jogs his horse up the hall, ducking the fixtures...

Callie finally gets a bullet into an empty chamber and keeps pulling the trigger until the hammer at last hits the round, a foot long flame shooting out the end of the pistol as she puts a hole through Alonzo's forehead, then falls back into a room as man and horse are now upon her.

EXT. ROOF - HOTEL LA BELLE - SAME

Mary-Agnes and Alice watch from above as Alonzo on his horse comes crashing through the window... sails through the air like Pegasus, minus the wings, before exploding through the roof of the burning funeral parlor.

EXT. LA BELLE - SAME

As Asa Leopold walks out of his burning store waving a white flag and is gunned down in the middle of the street by Gatz Brown.

Barney fires at the gang from the roof of his saloon which is rapidly becoming engulfed in FLAMES. He's good as dead. And now A.T. Grigg comes stumbling out of the burning saloon and is shot twice before he steps off the sidewalk...

The whole town, save the brick hotel, is now burning. Frank Griffin sits his horse watching all of it.

EXT. LA BELLE MINE - SAME

As Amos Green now quietly rides towards the entrance...

EXT. ROOF - HOTEL LA BELLE - SAME

Mary-Agnes looks off, freezes...

MARY-AGNES

What in the good holy hell...

EXT. LA BELLE - SAME

As Gatz Brown looks down the street...

GATZ BROWN

Frank--

And now both men see Bill McNue riding into town. He stops at the jail where Whitey lies and McNue slides off the horse, drops to his knees beside the Deputy.

MCNUE

Jesus...

He scoops the teenager up in his arms, carries him into the jail, looking off at the gunfight down the street. The women firing from the hotel. Griffin and the rest of his gang now heading this way...

INT. JAILHOUSE - SAME

As McNue gently sets Whitey's body down on the desk. He considers the boy...

MCNUE

I'm so sorry, son.

He turns and slowly looks out at the street, his expression going dark and angry as he now walks out of the jailhouse...

EXT. LA BELLE MINE - SAME

As Amos Green gets off his horse and moves to the entrance, slowly pulls the snake from his coat...

INT. MINE - SAME

As everybody remains still.

SADIE

*The wicked and oppressing now cease
from distressing--*

Sadie stops singing as now we hear the sound of DIRT SCRAPING ABOVE THEIR HEADS. And then... a CRACK OF LIGHT FROM ABOVE. And then... something drops into their midst.

Sadie looks at the ground. A SNAKE. Instant pandemonium as everyone tries to move away from the reptile or shield their children from it...

EXT. MINE - SAME

Amos listens to the SCREAMS from down inside the mine.

INT. HOTEL LA BELLE - STAIRCASE - SAME

As Daryl rides up the last flight to the roof...

EXT. LA BELLE - SAME

McNue comes out of the jail, pulls his rifle from its scabbard, levers it and starts up the street...

INT. MINE - SAME

As the cover is slid back from the mine, Amos jumps down into the dark space and grins at the frightened group.

AMOS

Boo.

There's the wink and crack of a small pistol and Amos's head snaps back. Everyone turns to where Elmer, the old undertaker, stands holding a derringer, smoke still curling from the barrel.

ELMER

Boo yourself, fucker.

EXT. ROOF - HOTEL LA BELLE - SAME

As Daryl, on his horse rides through the door and onto the roof.

He shoots Mary-Agnes, but she stays upright, and she and Alice fire at the man, knocking him back off his horse, and off the damn roof...

EXT. LA BELLE - DAY

As Daryl falls four stories to the dirt, not far from where his dead brother now lies.

And now the street suddenly explodes with gunfire. Frank, Floyd Wilson, Gatz Brown and the remaining men in the gang shoot it out with Bill McNue...

McNue keeps levering his rifle, keeps moving forward, firing at the gang. One of Griffin's boys moves into the street behind McNue, is about to shoot him when a bullet knocks him off his feet...

EXT. ROOF - HOTEL LA BELLE - SAME

As Alice and Mary-Agnes look to the edge of town where ROY GOODE now sits on his horse, rifle to his shoulder, blowing two more of Griffin's men off their horses...

EXT. LA BELLE - SAME

As Roy slides off his horse and starts shooting from behind McNue, picking off Griffin's boys before they pick off Bill McNue. McNue turns back and sees Roy...

MCNUE
I ain't blind yet!

EXT. ROOF - HOTEL LA BELLE - SAME

Alice and Mary-Agnes now watch as the two men shoot it out with the gang. The dust clouding over the battle so that soon the men below are lost to it.

Dyer Howe rides out of the hotel into the dust, pulls one of his knives and readies to throw it at Roy. Alice raises her rifle and shoots him off his horse.

ON THE STREET

Roy turns, sees Dyer fall to the dust, pick himself up only to have two more shots knock him back to the ground dead.

Roy looks up at the roof, at Alice who doesn't take the time to look back before she levers her rifle and fires in another direction. But he knows she just saved his life.

INT. ROOM - HOTEL LA BELLE - SAME

As the women watch Bill McNue, unable to see, but full of magic now, utterly fearless as he fires at the shapes in front of him. The man they once thought a coward.

INT. HOTEL LA BELLE - SAME

As the women in the lobby cover their ears, as the fight outside the door intensifies...

EXT. LA BELLE - SAME

The dust rises from the street and soon it's hard for even those possessed with good sight to see a damn thing.

The shots boom one after another. Horses scream, the whites of their eyes showing fear at the noise and blood and dust.

A.T. Grigg crawls under a sidewalk, grabs a dirty page from a stray copy of the *Daily Review*, tears it in half, crumples it up and tries to staunch his wounds with his own newspaper...

Roy shoots Floyd Wilson in his milky-blue eye. Then turns as McNue steps up beside him and shoots Gatz Brown in the hand.

Gatz Brown screams, tries to drop from his saddle, but breaks his ankle and becomes a sitting duck for McNue's rifle.

McNue takes a shot in the leg, the pain climbing to his face, but keeps firing through the dust. Until his rifle empties.

And then Roy goes empty. And then all goes QUIET.

Roy and McNue stand there, waiting as THE DUST CLEARS to reveal the street and sidewalks fouled with Griffin's men.

Slowly the women of La Belle emerge from the hotel.

McNue looks at Mary-Agnes who smiles, relieved to see her brother standing there. Both of them wounded, but alive.

MCNUE

Where are my children?!

Mary-Agnes looks off as all of the people from inside the mine now materialize at the far end of the street, slowly make their way through the dust, taking in the carnage...

MCNUE

William! Trudy!

McNue finally sees William holding Trudy's hand and hurries on unsteady legs over to his children, falling to his knees and wrapping his arms around both of them.

WILLIAM
S'alright, papa...

Alice sees Roy moving among the dead, lifting the head of a corpse by the hair, then checking another. He looks at her with those dead-gun eyes.

ROY
Griffin ain't here.

EXT. HILLS OUTSIDE LA BELLE - DAY

As Frank Griffin rides up into the trees. He stops on the ridge and looks back at the town, black smoke still rising from it. He hears something and freezes. SOBBING. From down the far side slope.

Griffin starts down the slope thick with trees, most of the ground lost in shadow. The SOBBING GETS LOUDER and Griffin quietly gets off his horse...

We follow him as he now makes his way down the hill on foot. Partway down, we make out Truckee sitting on the slope with his back to us. His shoulders heaving as he sobs...

TRUCKEE
It's my fault.

He slowly turns around and sees the one-armed Preacher coming towards him. The boy's face, a mess of dirt and tears.

TRUCKEE
I forgot about the trees...

Griffin sees the boy's horse lying on its side a bit further down the slope. The once powerful animal lies tangled in a deadfall beneath one of the trees. Its eyes white with fear, its skin twitching from the pain, its two front legs bent at impossible angles.

GRIFFIN
I'm sorry, son.

Griffin slowly draws his pistol...

TRUCKEE
No-- you can't shoot him!

GRIFFIN
I ain't gonna.
(holds out the pistol)
He's your animal.

Truckee stares in horror at the gun and shakes his head, tears running down his face...

TRUCKEE

I can't...

GRIFFIN

He's in a lot of pain, son. You need to end his suffering.

It's now that we see Griffin is himself wounded, bleeding, and could very well be talking about himself. He holds out the gun to the boy, butt first so that it points at Griffin.

GRIFFIN

You're doin' him a favor.

Truckee looks down at the ruined horse a moment, looks back at Griffin, stares at the gun in his hands. He reaches for it...

EXT. HILLS OUTSIDE LA BELLE - SAME

On the other side of the ridge. As Roy rides up the hillside as we hear A GUNSHOT.

OVER THE RIDGE

Truckee stands over his dead horse, holding the smoking gun in his hand. Griffin puts a hand on his shoulder.

GRIFFIN

You done well, son.
(studies him, then)
Tell me son, have you got a pappy?

ROY (O.S.)

Leave him be, Frank.

Griffin looks up at the ridge, smiles as he sees Roy riding down the slope now. He gently retakes his pistol from the boy, eases it back into his holster.

GRIFFIN

He's a good boy. Reminds me of another, I first come upon him. Innocent, full of promise.

ROY

Truckee, you c'mon up here now.

Griffin lifts his hand free of the boy, smiles.

GRIFFIN

You best go on, son.

Griffin watches Roy get off his horse, give the boy a look-over. He can see there's feeling between the two of them.

GRIFFIN

There's a nice flat spot down here.

Roy watches Griffin walk down the hill to a clearing, the sun bathing it in tree-filtered light. Roy turns to Truckee...

ROY

I want you to get on my horse and
ride straight home, y'hear?

Roy turns and watches Frank Griffin step into the clearing and pull off his shirt. The bare stump where his arm once was now startling in the light of day.

ROY

And don't look back.

Griffin watches Roy make his way down the hill. Truckee climbs up to Roy's horse, but just has to look back. He watches Roy walk now into the clearing to face Griffin.

GRIFFIN

You care about the boy.

ROY

Pull your gun, Frank.

GRIFFIN

That's gonna slow you down some.

ROY

Frank--

GRIFFIN

Same as it slowed you down up in
Creede and that box canyon...

(then)

You are what you are, Roy. Can't
pretend to be what you ain't.

Roy says nothing. Griffin looks up at Truckee...

GRIFFIN

Don't matter none if the boy calls
you Daddy or Uncle Roy. Like the
Good book says...

(looking at Roy)

*A snake'll still bite you whether
you call it "Snake" or "Mr. Snake."*

ROY

It don't say that.

(then)

Pull your gun, Frank.

Griffin lowers his right hand to just above his holster.

 GRIFFIN
I love you, son.

Roy Goode and Frank Griffin face each other across the clearing. Their eyes locked onto each other. Griffin smiles...

And then, in the span of a blink, Griffin has got his gun out and fires. But, at the same time, a black dot appears on Frank's chest. He looks down at it and then back at...

Roy who stands there with his own gun out, smoke curling away from the barrel. A red stain already spreading at his side.

Griffin's legs fold and he drops to his knees...

 GRIFFIN
No... no... no, I seen my death and
this ain't it!

 ROY
Well...
 (walks up to him)
You seen wrong.

And he fires, the shot snapping Griffin's head back, knocking the life out of him. Roy stands over him, cocks his gun once more, aims, watches a single BEE fly out of Griffin's mouth.

 TRUCKEE
Roy!

Roy turns, sees Truckee running down the slope. Roy comes back from whatever dark place he's at, tucks the pistol back into its holster, then looks down at his bleeding side, and falls to his knees as Truckee crosses the clearing...

 ROY
Please don't let that ol' witch
light me on fire again...

EXT. LA BELLE - CEMETERY - DAY

The wind blows as the town mourns the death of Whitey Winn and the others who died defending La Belle. A.T. Grigg is here, too -- bandaged, pale, and sitting in a chair.

 MCNUE
I really don't know what to say.
Whitey was a sweet soul, not all
that bright, but brave. He's with
his Ma again, which I s'pose is
what he always wanted....

McNue stands there, flummoxed. He turns to his sister...

MCNUE

Maggie, you helped deliver the boy.
Maybe you oughta say something...

Everyone turns to Mary-Agnes who stands there with her head ducked so that her husband's hat covers her face. Her body heaves and everybody realizes she's weeping. She turns and quickly walks away from the grave, back down the hill...

VOICE

Perhaps, I should say a word or
two.

And they all look as a young MAN gets off a horse. He's in his twenties, quite handsome. The women all note this.

MCNUE

Who might you be?

The man smiles, the wind blowing open his coat so that we see he wears A PREACHER'S COLLAR.

MAN

Pastor Garret Moore.

He looks at Sadie, who can't believe her good fortune.

PASTOR MOORE

Seems I got lost.

EXT. ALICE'S RANCH - DAY

Roy shakes Truckee's hand. The boy doesn't want to let go.

TRUCKEE

Will I ever see you again?

ROY

No, son.

He looks at Alice a few feet away, then turns, looks off. Sure enough, A RIDER approaches in the far distance. Roy looks back at Alice who kisses him on the cheek, keeps her face close to his as she says into his ear:

ALICE

God bless you, Roy.

ROY

You too, ma'am.

Roy looks at her another moment, then climbs up onto Alice's old mare.

TRUCKEE
That's Mama's old horse.

ROY
I know...
(exchanges a look with
Alice, then)
I'm leavin' you the black.

The boy looks at the black horse, then from his mother to Roy, stunned.

ROY
He likes you better anyway.

Truckee just nods, for fear if he opens his mouth, he might start bawlin'. Roy looks to where Iyovi sits in the doorway, rolling a cigarette. She doesn't bother to even look up.

ROY
Iyovi-- what's it mean in Paiute?

Truckee looks up at Roy, smiles now.

TRUCKEE
"Dove."

And Roy smiles back. Looks once more at Alice, then turns his horse and lopes off across the pasture where now we see Bill McNue riding this way. They stop for a moment, then--

ROY
There's a post yonder still needs
righting. Will you let her know?

McNue nods as Roy nudges his horse, starts moving again.

MCNUE
Found Ed Logan and his boys tied
nekked to an old oak not too far
from town, the ladies' horses all
grazing nearby. Any idea how that
mighta happened?

ROY
Talk to your sister.

Roy turns in his saddle to face McNue and the ranch.

ROY
Take good care of them.

MCNUE
I aim to.
(then)
(MORE)

MCNUE (cont'd)
 I informed A.T. Grigg that Frank
 Griffin and Roy Goode kilt each
 other in a gunfight outside La
 Belle.

Roy stops and looks back at McNue.

MCNUE
 Oughta be one hell of an obituary

ROY
 Maybe I'll read it sometime.

The Sheriff considers him a moment, then touches his brim.

MCNUE
 Good luck to you... Mr. Ward.

McNue urges his horse forward. Roy watches him ride up to
 the house, get off his horse... watches Alice put her arms
 around him. Roy then turns and lopes away as we now...

DISSOLVE TO:

EXT. SAN JOAQUIN VALLEY - AERIAL - DAY

As Roy rides out of the Sierras and down into the valley.

EXT. ALICE'S RANCH - DAY

As Alice rides her horse through the property.

EXT. CALIFORNIA RANCH - DAY

As Roy rides through a herd of cattle.

EXT. ALICE'S RANCH - DAY

As Alice rides along the buck and rail fence. She stops when
 she sees A CROOKED POST and gets off her horse.

EXT. ATASCADERO MOUNTAINS - DAY

As Roy winds his way through the mountains.

EXT. ALICE'S RANCH - DAY

As Alice straightens the post, digs some dirt out from around
 it and stops...

EXT. ATASCADERO MOUNTAINS - DAY

As Roy gets higher and higher...

EXT. ALICE'S RANCH - DAY

As Alice digs up a SADDLE BAG, the same one Roy dug up earlier in Guthrie...

EXT. ATASCADERO MOUNTAINS - DAY

As Roy nears the summit...

EXT. ALICE'S RANCH - DAY

As Alice pulls a STACK OF CASH from the bag, just as...

EXT. ATASCADERO MOUNTAINS - DAY

Roy gains the summit and we see the sprawling blue fetch of the PACIFIC OCEAN spread out in front of him. Roy stops his horse, takes in the endless body of water below.

EXT. ALICE'S RANCH - DAY

As Alice pulls a torn scrap of paper from the bag, tucked in amongst the cash. Written in what looks like a child's hand, or the hand of a beginner writer, are the words "THANK YOU."

Alice slowly looks up at us, our last image of her.

EXT. BEACH - DAY

As the four legs of Roy's horse ride into FRAME. A moment later we see a boot tossed into the sand, then another. A moment after that we see Roy drop down from the horse into the shallow water, his britches pulled up to his knees.

He stands there feeling the water around his ankles, looking out to sea. At the waves. At some jumping dolphins beyond.

We hear A HORSE SNORT OS and Roy turns to see...A MAN WITH A RIFLE standing beside his horse, A SHINY BADGE pinned to his chest, several OTHER MEN on horses behind him. All of them pointing guns at him. Eager looks on their faces.

MAN

Y'know, I could've shot you back
there when you crossed the dunes.

Roy takes in the other men, all watching him carefully.

MAN

Or I could've shot you just now
when you took your boots off and
started splashin' in the water.
But then, I figure you're worth
more alive than dead.

Roy looks at the big man's rifle a moment, then looks at the man himself, looks him right in the eye. Then...

ROY

The knob on the door to heaven?

MAN

(beat, smiles)

I sure do apologize for that.

Then, before he can do anything about it, the man throws his huge arms around Roy and bear-hugs him. Roy hesitates, then finally hugs back, the two brothers holding onto each other, knee deep in the clear, blue water of the pacific as we now CRANE UP and then...

FADE OUT.