

HELL BENT...
....AND BACK

by
Rick Jaffa &
Doug Richardson

FIRST DRAFT
Registered WGAw 1989

NOTE TO THE READER

All dialogue in (parentheses) is German with English subtitles unless indicated otherwise.

FADING UP FROM BLACK ON:

The black and white NEWSREEL of a turning globe with PICTURES TO MATCH NARRATION:

VOICE OVER

The World at War. After the fall of Northern Africa, followed by victory in Sicily, allied forces have held tight for a cold, Italian winter.

PICTURES of huddled soldiers. Far from home and battle weary. In dire need of a hot meal and a warm bed.

VOICE OVER (CONT'D)

Though leadership is lacking, these depleted forces cling together in comradeship and the sheer survival of this horrible freeze... Meanwhile, in England, British Prime Minister Winston Churchill hopes springtime will bring about the thaw to the perilous, Italian-Gustav line.

CUT TO a shot of Churchill with that infamous stogie.

CHURCHILL

We shall have allied victory in Italy. The Gustav line shall melt with each puff from my cigar.

(scowls)

Now shut that thing off and leave me alone!

Churchill turns from the reporters and disappears through a solid, oak door. It swings shut INTO FRAME, holding on the image of a ENGLISH CROSS carved in relief on the magnificent door.

SLOW DISSOLVE TO:

POV SHOT

A pair of field glasses and their wide screen view of ANOTHER CROSS -- a church steeple. The binoculars SHIFT FOCUS TO BEYOND THE CHURCH and a distant dust-trail. Five miles across an Italian plain.

THE BLACK AND WHITE IMAGE BLEEDS TO COLOR

RECON SOLDIER

It's bad. I count two, maybe three battalions.

Then, the telephoto specs make a human dip downward onto...

A TOWN

Under siege. Tanks pushing up street after street. Reducing Italian history to stone and rubble. Smoke blackens the sky. And THE SCREEN READS: THE LIBERATION OF SALERNO, ITALY. 1943.

THE RECON SOLDIER

A faceless American. He passes a NOTE to an Italian BOY.

RECON SOLDIER

Now, go!

And he does. Like a monkey, scaling down the wall of rock to a street over run by AMERICAN SOLDIERS and personnel carriers.

FOLLOWING THE BOY

Through the village outskirts. He races, dodging all matter of dogface soldier. While a real SPOTTED DOG, barks at his feet. The battle RUMBLES behind him. A smile graces the winded boy's face. This moment is his greatest adventure.

INT. BATTALION HEADQUARTERS -- DAY

No more than a huge lean-to raised against a stucco wall. Helmeted SOLDIER-BOYS on SQUAWK-TALKIES calling in co-ordinates for artillery and mortar fire. And further in -- at the shadiest corner of this make-shift war room -- OFFICERS stand around a large table. Pinned to it is a topography map of the town.

The Boy appears. The note held forward. A lieutenant, GROOMS, accepts. He reads --

GROOMS

Yep. Here they come. Recon calls it at five miles. Two battalions.

A POINTER

Moves across the table top, pushing two BLACK MARKERS into a Northern position. Then the pointer slides South to another mark. A TUNNEL.

GROOMS (CONT'D)

Okay, who's heard from McCann?

All traffic stops. Those soldier-boys trading looks. Nobody's heard anything.

GROOMS (CONT'D)

Mac's gotta shut down that tunnel!

O'CONNOR (O.S.)

He's not gonna shut down that tunnel. McCann's too interested in what's good for McCann.

As if they red sea parted, soldiers turning to pay attention to GENERAL BILL O'CONNOR. He swats a fly from his face.

O'CONNOR

Pull 'em back. Pull 'em all back.
I'm not going to endanger my
entire division on one platoon
full of...

(swats that fly)
...non-comformists!

Grooms pulls the General aside. Quietly reminding him...

GROOMS

But sir. Like it or not, these
guys are a crack unit. We have
to rely on them. If we pull back
and they succeed? That's the egg
on your face, sir.

O'Connor thinks first, hands behind his back and walking into the midst of them all. A grazing look at Grooms before his final decision.

O'CONNOR

I've decided. We pull back.

EXT. BELL TOWER

On the northern end of town, another pair of field glasses appear. Behind them is one SGT. STUTZ. A battle weary veteran. Balding. He could be anybody's uncle.

POV

The dust trail of Germans, revealed in living color. Headed straight for...

A TRAIN TUNNEL

The field glasses reveal REX. Movie star handsome if he ever was. He follows SIX WIRE LEADS down a gravel slope. Once there, he returns a thumbs-up sign Stutz. Followed by some more sign language. A grip-twisting motion into his palm. Followed by his arms swinging high overhead, as if to pantomime an explosion.

STUTZ

Goddamn right, where is it? I
know where it is.

A squawk-talkie is revealed. Into it he calls.

STUTZ (CONT'D)

McCann. Talk to me, Goddamn it.
We got Gerries on the turnpike!

EXT. A GERMAN BUNKER

In the village. A sandbagged barricade, occupied by Americans. POPE, a good looking Italian-American boy. SEWAGE, a big guy, and truly as dumb as he looks. HANDS, and he's a wizard with them, madly fiddles with wires. And LIPS, a street-cool New Yorker tries to figure out the squaw-talkie.

LIPS

Sarge... Sarge! Goddammit. How do you work this thing?

Without thinking, Hands reaches over and simply flips a switch.

HANDS

Fixed.

STUTZ (O.S.)

Whaddayou guys think you're doin'? I got Rex over here and he's actin' very...dramatic. He can't blow the tunnel without the detonator.

LIPS

We got the detonator. As for Rex, tell him he can go back to Hollywood... As if he's ever really been there.

The guys LAUGH.

STUTZ (O.S.)

I'll tell him that. After he blows the tunnel. Now, where the hell's Mac?

LIP'S POV OVER THE BUNKER

A building and its huge, stucco wall. Trailing backwards from it...

"MAC" MCCANN

Unspooling another set of wires all the way over to the bunker. He turns to reveal a broad shouldered stance. Complete with a cigar stuck in the corner of a smile.

~~The~~ guys look back up at him.

MAC

I ask myself. Are these the faces of rich men?

He crawls over the bunker and sits amongst them. Grabbing the squawk talkie from Lips.

MAC (CONT'D)
So, how are ya, Stutz?

INTERCUTTING WITH STUTZ IN THE BELL TOWER.

STUTZ
Oh, I'm fine thanks. Really well,
actually. But I'll Be Even Better
ONCE I GET THE GODDAMN DETONATOR!!

MAC
I said it'll be there.

Meanwhile, Hands madly attaches each lead to a small, green box
with a handle-twist on top. He gives it to Mac.

STUTZ
Mac... Mac! The Germans won't
wait for you... I won't wait for
you --

MAC
Hold onto your nuts, Stutzy. Here.
Give a listen.

Mac hands the squaw-talkie to Lips. Then grips the detonator.
He's about the twist the grip -- but he's forgotten something.

MAC (CONT'D)
Pope?

Pope gives a very self-conscious blessing to the detonator,
crossing it, then himself like a good Catholic boy.

ON THE DETONATOR

Mac twists the grip!

CUT TO THE STUCCO WALL

As it erupts, imploding inward by the charges set. As the dust
settles.

ON MAC

Lifting his head over the bunker to check his work. Then
holding up the detonator.

MAC
Somebody wanna send this airmail?

SEWAGE
Yes, sir!

ON SEWAGE

He takes the detonator and runs. Leaping from the bunker and
rushing down a tight, cobblestone alley.

When he hits daylight, he stops and WHISTLES LOUDLY. Arm cocked, he makes a long, forward pass.

ON THE DETONATOR

Tumbling through the air and into the expecting hands of BONER. A gangly footsoldier with a toothy grin. He in turn, makes it to another clearing and sends the DETONATOR airmail to...

FELIX

Named after the cat. There is a resemblance. And he airmails to the DETONATOR to

WASHINGTON

A round-faced corporal who juggles the precious triggering device before catching it against his soft stomach. And he runs. Hand atop his helmet until he reaches --

REX

Fast, he starts to fix the wires.

INT. VAULT

Yes. It was a bank. And the wall, that which leads to this vault. The dust settles to reveal Pope and Hands, followed by Lips and Mac. They enter what looks like an empty safe. Except for some scattered Lire, all boxes and cash drawers have already been ransacked.

LIPS

Goddamn! Goddamn thieving
gerry-sonsabitches!

POPE

Holy shit!

LIPS

This is starting to get old.
Damn it!

He tosses his helmet. It clatters against the empty cage.

MAC

Alright, boys. Let's be quick.
Get what we got and back to the
action.

EXT. BELL TOWER

And Stutz. Arm high in the air. Field glasses aimed at --

THE TUNNEL

And the GERMAN ARMY making headway into it. Footsoldiers at the lead. Followed by tanks and troop carriers.

STUTZ
... wait for me... wait for me...
wait for... NOW!

His arm drops.

ON REX AND WASHINGTON

Dropped down behind a wall. Rex quotes Ingrid Bergman.

REX
Is that canon fire or my
heartpounding?

He twists that trigger. Waits for the explosion. But no explosion.

REX
Sonofa... Who dropped it!

WASHINGTON
I didn't. I swear I didn't.

Thinking fast, he cracks the box against the wall. WHACK-WHACK!

REX
C'MON!

WHACK! One last shot and the trigger sparks. KU-WHOOOM!

THE TUNNEL

Six charges DETONATE and the village-end of the tunnel collapses. Dropping a mountain of sod on the German army.

EXT. BATTALION HEADQUARTERS

The massive tunnel EXPLOSION rocks though the city. It ECHOES, leaving the field headquarters SILENT.

GROOMS
That must be the tunnel. Somebody
get me a confirmation.
(turns to O'Connor)
Well, sir. They did it.

O'CONNOR
McCann...

That FLY lands square on O'Connor's nose. The old man SLAPS at it!

EXT. THE PLATEAU BEYOND THE TUNNEL

And the German army. Thwarted from re-taking the town. Tanks and carriers and troops stalled. All silent and staring at the dust rising into the orange sky.

AND COLONEL VON SYKE

Perched atop a tank. Personified evil in a German uniform. A nasty, red birth mark splashed across the side of his face. He lifts a pair of field glasses. He has been foiled by...

VON SYKE'S POV

..."Mac" McCann. Hiking his way to the top of what was the tunnel. Now, reduced to rubble and stone. Torn sleeves and an unmilitary haircut. He casually, relights a cigar. All in a day's work.

VON SYKE

(North Africa. Sicily. And now, we cannot even hold Southern Italy. And losing to men like this one... this... Misfit of War.)

(points to Mac)

(Kill him. Kill him now!)

TANK SOLDIER

(Sir, he is too far. He is out of our range.)

VON SYKE

(Then kill something. Anything... I will not have them forget me.)

Von Syke brings those field glasses back up to his face.

VON SYKE (CONT'D)

(You... I will see again.)

CUT TO -- THE TANK GUNNER'S POV

Telephoto CROSSHAIRS aimed at Mac. And then, as the turret begins to move, so do the CANON SIGHTS. They drop twenty degrees down and to the left. Coming to rest on a nearer target...

THE BOY AND THE SPOTTED DOG

At play. The child cuts in and out of a ravine. The dog chases, circling and leaping for a stick the child finally tosses. Go fetch!



SLOW DISSOLVE TO:

EXT. SAINT EMILLIANA'S SCHOOL FOR GIRLS -- NIGHT

Establishing. The occasional military jeep rolls past, bearing either revelers or MP's.

INT. SAME

Girls' school by day. Yes. But tonight, it bears a greater resemblance to a bordello. Booze and food flow in abundance, while the liberated women of Salerno are happy to please any member of the heroic American Army. Especially those of footsoldier Troop 22. It is they who have money to spend.

CLOSE ON THE ITALIAN LIRE

Passed from Lips to Rex to Sewage. Ah, the spoils of war.

NEAR THE DOOR

Seated well away from festivity is Stutz. Shirt unbuttoned to his navel and a half-drunk bottle of wine in his grasp. He catches Mac on his way out.

STUTZ

You know, I should have daughters
this age? I can't help
thinking...

(the wine)

But maybe that's what this is for?

MAC

Come along. We find you a woman
to rub your shoulders.

STUTZ

That's okay. You go. Me, I'm
feeling kinda fatherly. Thinkin'
I'll stick around and babysit.

MAC

A friendly pat on the shoulder
and Mac EXITS.

EXT. SAME

Mac steps outside, taking the time to light a cigarette. He holds for a jeep to whiz by. Then ambles off into the dark.

INT. BISTRO -- NIGHT

A small, cramped space. Home for locals. Smokey and filled with a sense of celebration. Italian TOASTS to the Americans. And JEERS for Hitler and Mussolini.

ON FIVE MEN

All dressed the same. Berets and vests. With cold looks in their eyes. On the way out they bump into --

MAC

He makes EYE CONTACT, but another PRO-USA CHEER at his arrival get his attention.

Kindly, he accepts handshakes and pats on the back before easing onto a stool at the bar.

BARTENDER

On the house. Anything, GI Joe.
You name it.

MAC

A beer, maybe?

BARTENDER

A-oh-kay.

A brief scan of the bar. Nearly all Italians. A few SERVICEMEN. MP's in a booth. And a girl. Perfect skin. Dark eyes and even darker hair cut short. She wears men's clothes. Mac's beer arrives and he pays with Lire, stuffing the bills into the Bartender's pocket.

CLOSE ON THE GIRL

Her name is THERESE. She watches Mac. Watches him get up and move her way.

MAC

(sitting)

Hello.

THERESE

Hello.

MAC

My Italian is very bad...

THERESE

So you hope my English is good.

MAC

I was just wondering...

(looks her over)

Why are you dressed like a man?

THERESE

Why aren't you dressed like other soldiers? Your hair is long and you need a shave.

MAC

So my hair is long. Who are you, Delilah?

THERESE

My name is Therese.

MAC

Well, they call me Mac. Pleased to meet ya.

She returns to her drink. Unimpressed.

MAC (CONT'D)

So, Therese. Where do you live?

THERESE

In a farmhouse.

MAC

I'll bet you get some pretty
sunrises there in that farmhouse.

THERESE

Sometimes.

MAC

So, what are the chances of me
seeing that sunrise tomorrow
morning?

Left hook. She didn't see this one coming. Therese turns, sits
back, and gives Mac a serious once-over. Maybe she's impressed.
Maybe she's not. But she's thinking about it.

He's in. Mac reaches for his money. Pulling out a wad of
Lire...

MAC

What're you drinking?

CLOSE ON THE CASH

Therese can't take her eyes from it.

THERESE

You Americans are all the same.
You are not here to help us. You
are only here to take advantage.

MAC

Hey, lady. I'm not here to take
advantage of anybody. I'm here
to liberate Italy.

THERESE

Of course, you are. Excuse me.

She stands. Pushes past him. Mac grabs her and spins her
around.

MAC

Hold on a minute. What'd I say?

THERESE

From who did you "liberate" that
Lire?

CLOSE ON MAC

Momentarily stunned. Cash in hand as if caught.

THERESE

You...are no liberator. You are
just another gangster.

Once again, she goes for the EXIT. Mac SHOUTS after her.

MAC

I am, huh? THAT'S WHAT YOU THINK
I AM? SO WHADDAYOU THINK OF THIS?

With that, he tosses the wad of cash into the air. It flutters
down to MORE CHEERS. Mac, the Great Liberator.

EXT. SAINT EMILLIANA'S SCHOOL FOR GIRLS

A troop carrier pulls up and unloads a mass of MP's. Behind
it parks a jeep. From the rear steps Grooms, followed by the
man himself. General O'Connor.

INT. SAME

Enter O'Connor. Stutz, well into his third bottle of wine.
He waves the old man in.

STUTZ

Enter, enter all ye who would
defile and deflower...

He recognizes the man. But is too drunk to stand. A salute
is attempted.

STUTZ

Sirrrrrr...

GROOMS

TEHHNNNN-HUT!

The place goes silent All heads turn and realize as the MP's
file in...

O'CONNOR

I want all men holding Italian
script. Arrest them all!

ON ALL THE MEN

Rex, Lips, Sewage, Washington... It's as if the money was stuck
to their hands. Boner, Hands, Pope...

O'CONNOR

Where's McCann?... I want McCann!

Stone faces all around. Grooms moves up to Stutz.

GROOMS
Sergeant? The General wants your
corporal. Do you know his
whereabouts?

STUTZ
No, sir.

GROOMS
But, of course, you wouldn't tell
me his whereabouts if you knew.

STUTZ
Probably not, sir.

O'CONNOR
Lieutenant? Will you please?

GROOMS
(announcing)
ALL HOLDERS OF ITALIAN SCRIPT ARE
HEREBY UNDER ARREST FOR LOOTING...

EXT. THE BISTRO

Therese EXITS. But Mac is right there at her heels.

MAC
Look, sister! We didn't ask to
fight your war. We were invited!

She turns on him. Mouth afire.

THERESE
You see this as some kind
of...game! The Germans take from
us. You take from them. Your
tanks, they destroy our homes...
You will go home to your families
when this is all over. And here
families will never be the same...

Mac has had enough of this shit. He starts to leave. She spins
him around.

THERESE (CONT'D)
There is a whole war going on that
you don't even see!

MAC
Gimme a break. I'm just some poor
Joe looking for a place to make
All This Stop... Even if it's only
for one night... So just leave
it, okay?

He walks away. Turning the corner to see --

ST. EMILLIANA'S SCHOOL FOR GIRLS

As the general's jeep pulls away, and soldiers are loaded onto the transport. Mac's men.

ON MAC AND THERESE

Witnessing the scene. He stalls quickly, then takes one step backward into the darkness. Watching the scene.

THERESE

Those are your men? Yes?

MAC

Yes.

THERESE

(thinks first)

Alright. I have a place for you to sleep. But only to sleep.

SLOW DISSOLVE TO:

EXT. SALERNO -- DAWN

The sun rises over this rubble-reduced town.

INT. STOCKADE

Or the town jail. Square by square, mud and stone with bars+ for windows. Dirt floor. The men of Troop two-two do their time, scattered about the room.

Boner, Felix, and Washington play cards. Hands sleeps. Pope with a rubber ball, plays a game of rebound against the far wall...

...and Rex. Rythmically taps his meal plate to a song...

REX

Nobody knows the trouble I seen...

LIPS

Give it rest, will ya?

REX

Sarge, I gotta know. Is this serious? Ya think my publicist will hear about this?

ON STUTZ

With a horrible hangover.

STUTZ

Serious enough, son.

LIPS

Yeah. More serious than this wet dream you call your "Hollywood Career."

REX

(stands)

You know, I've heard this shit from you for about the last eight months. And lemme tell you, pal. I'm one who's gettin' tired of it.

LIPS

And who's this talkin' now. You Tom Mix today? Or Dorothy Lamour?

REX

I wouldn't talk, Mr. Lips. Or is that your real name.

Lips is on his feet. He shoves Rex across the cell. Rex starts back but...

STUTZ

He's right there. Shoved up between the two.

STUTZ

Hey, hey! What is it with you guys? It's bad enough we're in here, without having you two make it worse... Now, SIDDOWN!

(holding his head)

If I can get me some quiet, maybe I can figure out how to get us the hell outa this.

SEWAGE

You havin' a plan, Sarge.

STUTZ

No...I don't have a plan.

POPE

Well, if Mac were here. He'd have plan.

LIPS AND REX

Well, Mac ain't here....!

The two look at each other. Both having said the exact same thing at the exact same time. Then embarrassed, they turn to opposing corners.

SEWAGE

Well, maybe Mac can do something.
I mean, if anyone can, McCann can.
(thinks)
Hey. I just made a joke. McCann
can. Get it?

GROANS from the rest of the guys. All settling back into their
despair.

STUTZ

Look men. I'm gonna be straight
with you. I don't think Mac's
got much left to deal with.
Game's over. I think we're gonna
sit the rest of the war out in
the brig.

POPE

It's my fault. I jinxed it guys.
We shouldn't have blown that bank
on a holiday.

LIPS

What holiday?

POPE

Catholic holiday. The Santa
Noreen.

LIPS

Santa Noreen? What the hell is
that supposed to be about? You
deaf or somethin'? Hear what the
Sarge said. We're done, pal.
Over and out. No parades. No
homecoming. No sweetheart
kisses... Goddamn! If just one
bank... just one-of-'em woulda
had somethin'. Man, we'd be
sittin' pretty. We'd be servin'
out this war is some Swiss resort.

HOLDEN (O.S.)

Ha! What are you guys? Morons?

Heads turn toward the strange VOICE. A small, nebbish figure
in the corner, playing Cat's Cradle with an old piece of yarn.
HOLDEN.

HOLDEN

Let me guess. You hotshots knocked
over a couple Italian banks.
Found zippo, right?

LIPS

And who are you, wise ass?

HOLDEN

Just another fish in the frying pan. At least I got caught holding more than my dick. I have enough intelligence not to rob what isn't there.

(shakes his head)

Morons.

But this Holden guy isn't intelligent enough to know when to shut up. Like a unit, Pope, Lips, Rex, and Sewage are making move on this guy. A large shadow falls over him. Holden looks away from his kid's game to meet Sewage.

Sewage grabs and lifts Holden off the ground.

SEWAGE

Who you callin' Moron?

HOLDEN

Hey hey, no, man. McCann-Can. You know, that's very funny. McCann Can. Ha ha. Yeah, I get it.

STUTZ

Put him down.

Sewage drops the little shit, stepping aside for Stutz.

STUTZ (CONT'D)

If you're so "intelligent." Why don't you tell me what got you in here?

HOLDEN

Just that. Intelligence. I work in it. I sell it.

POPE

You're a dirty spy!

HOLDEN

I didn't sell to the Germans. I sold between Generals. The one-stars wanna get the up on the two-stars. Sometimes they pay for a headstart on the competition.

(nervous laugh)

Hey... How do you think they get those stars, anyway?

Lips moves in real close. He's got an angle on this guy.

LIPS

So, whaddayou know about these banks?

EXT. FARMHOUSE -- MORNING

Serene. Mountains beyond. A quiet escape from the war.

INT. THE SAME

A small bedroom. The obvious guest quarters. Mac stirs and wakes to --

FIVE ITALIAN MEN

The same as those who bumped Mac in the bistro. They stand over him, armed with machine guns. A forbidding bunch.

MAC

I swear, I didn't touch her?

Nothing. No response. Just hard faces.

MAC

But I wanted to?

THERESE (O.S.)

You sleep late.

THERESE

Appears. Dressed the same. Machine gun included.

THERESE

I would guess you missed that sunrise, after all.

MAC

These your brothers?

THERESE

I call them my boyfriends.

Mac sits up. Swinging his feet from the bed. Groggy.

MAC

Popular girl... The resistance, right?

THERESE

I have checked on your men. They are in jail for stealing.

MAC

Swell.

THERESE

I have also checked on you. It was you and your men who saved Salerno yesterday. You are a fighter...but

(more)

THERESE (Cont'd)
always outside the rules of your
Generals.

(steps closer)
We leave now, for a place called
Di Sotto. There is much work to
be done.

MAC
This is your other war. The one
you mentioned last night.

THERESE
The Americans are blind. The
Germans are slaughtering civilians
all over Europe. Jews,
Gypsies...intellectuals. Sending
them to prison camps of death.
We organize help for these people.-
Escape to freedom.

MAC
Sounds like a worthy cause.

THERESE
A cause that could use good
fighters like yourself.

Mac stands. Waking finally. Rising to his call.

MAC
Well, thanks for the offer. But
I gotta get my guys.

THERESE
At least you are loyal, then.
We must go now. Ciao.

MAC
Yeah... See ya in the trenches.

And she's gone with her friends behind her. Mac moves to an
open window. Looking out at the day. But he's figuring, here.
Just what is he going to do next?

EXT. FIELD HEADQUARTERS -- SESSA, ITALY -- DAY

Establishing. A Mediterranean styled building, replete with
American flags. Military vehicles parked. SENTRIES.

ON MAC

Across the street. Resolving to make his move. He does,
stepping onto the cobble stone drive and pressing through a GLUT
of MILITARY PRESS. Movie cameras. Photographers.

INT. SAME

A make-shift headquarters. An old villa. Mac walks down the hall, passed by TWO YOUNG LT'S. Both turn as he passes. Stunned.

OFFICE

Mac ENTERS. GROOMS won't even look up from his work. He's busy preparing something.

GROOMS

Can I help you, soldier?

MAC

I wanna see him.

GROOMS

Yes... Well, the General is --
(looks up)

MAC

Expecting me.

And without losing a step, he pushes past to the door. Grooms. On his feet!

GROOMS

Mac! Hey, you can't! O'Connor's preparing for a press conference.
(composes)
Anyway. You should be under arrest.

MAC

You should be under a rock.

GENERAL'S OFFICE

O'Connor at a mirror. Dressing for success. Mac ENTERS and is spied in the mirror.

O'CONNOR

I thought you'd show up.

He turns around, revealing a cool stride, but a shirt buttoned wrong. One button off -- all the way down.

O'CONNOR

You know, McCann. You have a terrible knack for leaving egg all over my face.

MAC

You shouldn't have doubted me.

O'CONNOR

You shouldn't have blown that bank! You know the Italian people are pissed off enough as it is. Makes me look stupid.

MAC

I can't argue with that.

O'CONNOR

Listen, soldier! You still got a coupla stripes left that I could take. Maybe it's just that I haven't knocked you down to size yet.

MAC

I'm here for my men.

O'CONNOR

Don't be a sap! I know what you want. Your men are in deep shit. And so are you!

MAC

What do you want?

O'CONNOR

I want an example made! I can't have a buncha crazy Indians runnin' around Italy without so much as a lieutenant. Hands in the cookie jar!? Where is your Lieutenant, anyway?

MAC

Sir. Our "lieutenant" never made it through Sicily.

O'CONNOR

Well, there you go!

MAC

Sir. With all due respect, sir. We have done your dirty work. We have been the front line. You got a trench. We've dug it. You got a tunnel to blow. We're the men. Any impossible, lousy stinkin' dirt job... You've given it to us! We never complained. We endured.

O'CONNOR

Your men will have to endure the rest of the war in the stockade.

(more)

O'CONNOR (Cont'd)
Now, I have a press conference
to give. This meeting's over.
(sits at his desk)

MAC
They're good soldiers. They may
deserve a lot of things, but they
don't deserve to serve the rest
of the war in jail.
(meaning it)
But, maybe, I do.

This sparks O'Connor's attention. He looks up.

O'CONNOR
A deal? Did I hear a deal?

MAC
A deal.

O'CONNOR
How's this, then. I let your men
out. But not in trade. I'm not
gonna let you sit the war out on
the sidelines. I want you when
it's done.
(rising)
When this war is over. Your
butt's mine.

MAC
Deal.

INT. ABANDONED SHED -- DAY

All the men out of jail. Scattered about. And Mac standing.
He listens to --

LIPS
You see, Mac. It All Makes Sense,
now. The gerries have been
looting all along. And not just
the banks. It's churches and
museums and wealthy families.
Anything they can carry. So as
they pull back, they take it ALL
with them. Everything.

SEWAGE
Tell 'em about the train.

POPE
The train, yeah. Tell 'em.

LIPS
Hitler? He's got this train.
It runs from the south, all the
way to Rome. There, they airlift
the stuff to Berlin... And Mac.
Get this. Intelligence reports
there's one last run. A train,
man. Boxcars full of loot.

HANDS
Treasure train.

REX
Emerald City on wheels.

ALL EYES ON MAC

He starts to pace. Trying to get a bead on all this.

MAC
So, lemme get this. We break
through the Gustav line, travel
fifty miles through enemy
territory to hijack this train,
disappear into Switzerland or the
Riviera. Live happily ever after.

He stares them all down. Every damn one of them.

MAC (CONT'D)
Jesus. You guys really are dumber
than you look. So, here's the
truth of it all, troops. You
ain't that good. So, why not just
order up the whole fifth army to
help while you're at it? You're
gonna need that and the Holy Grail
to make this happen.

LIPS
Mac... It can happen.

MAC
Well, it can happen without me.
I'll read about it in the Stars
and Stripes when I get back home,
a place, by the way, you all
should never plan to see again
if you even consider this. One
night in jail with this guy?

(gestures to Holden)
And who is he? Forget where you
met him. In jail, for Christ's
sake. I shoulda left his stupid
butt in there.

HOLDEN
I know what I'm talking about.

MAC

You. Shut up!

(to the rest of the
guys)

And what's this guy gonna do for you once you're inside those lines, forget that you won't get that far. But what happens when there isn't artillery to draw you a path. There's no communication with the rear. No supplies. No ammo. No Going Back. Cuz lemme let you in on something. This ain't the perks of liberating some small, Italian town. It's called desertion. And dumb-assed guys like you get shot for less. And that's only if Germans don't do it first.

LIPS

You know, I ain't speaking for the other guys. But I'm thinking, hey. We did what, all of North Africa? Then there was Sicily. And now, here we are. Looks like we might win this war. And when it's done. What do I got to show for it?

POPE

Back to work at the bakery.

HANDS

Auto mechanic.

SEWAGE

Nothin'.

LIPS

Mac... I'm starting to think that it's not guys like us that win this war. It's the generals and the politicians who grab the glory. Credit where it ain't due. Well, I can't get credit. But maybe, just maybe, I can get my due.

Mac goes face to face with Lips.

MAC

Okay, so are you willing to die for this due, you call it?

(then to Pope)

You willing die?

POPE
Mac, we thought about this. And
I'm in.
(crosses himself)

MAC
How 'bout the rest of you, huh?
The rest of "in?"
(turns to Rex)
How 'bout you, Movie Star. You
willing to give up your "career?"

REX
I'm in, Mac.

And one by one those hands raise. Mac slowly gazes into each
face. Rex. Sewage. Felix. Washington. Hand raise. And then
Hands and Boner, Pope and Lips. Finally, it's to Stutz.

MAC
How 'bout you, old man?

STUTZ
I wanna know how you got us out
of jail.

MAC
Easy. I told O'Connor I would
personally guarantee that you boys
would walk the straight and
narrow. Perfect soldiers.

Stutz knows better. He knows there's more to it. Hooked on
the horns of his dilemma. He thinks about his answer.

STUTZ
If I've ever there were bonehead
ways of screwing up good, army
careers. Well, we've done 'em.
And this one takes the cake...
Anyhow, this train thing. It's
impossible.

MAC
Since when has the impossible
stopped you.

STUTZ
Never.

Stutz and Mac. Eyes never wavering from the other's. Years
and battles and women scorned. By now, they can read each
other's thoughts.

ALL EYES ON MAC

As a thin, simple smile graces his lips. He's in. The men
erupt into CHEERS.

EXT. ITALIAN BISTRO -- SUNSET

All the gang gathered around a table, where Mac faces Holden.
And Stutz is making his order.

STUTZ

We're gonna need topography maps.
Recent. Troop movements.
Supplies. Reinforcements. We're
gonna need to know which Armies
are pushing through the lines.
British. Canadian. Polish.

MAC

The train.

STUTZ

We're gonna need train schedules.
What kind of train. Its route

--

HOLDEN

Wait, wait. Where am I gonna get
all this?

MAC

Intelligence.

SLOW DISSOLVE TO:

EXT. TRAIN STATION -- PAPPALARDO, ITALY -- DAY

With the city looming large in the background, a WHISTLE BLOWS.
This train station is Nazi central.

ON A TRAIN

Loaded with huge crates. German soldiers work in ant-like
unison to roll these cartons onto boxcars. Meanwhile, MORE
SOLDIERS hold back a line of PROTESTING Italians.

ON MUELLER

An officer who's seen the whole war and hasn't lost his anger.
He signs papers before turning to wave the train forward.

ON THE LINE

A woman bursts forward. An OLD, peasant lady. She commands
Mueller's attention with jeweled brooch.

OLD LADY

(I beg you, please. My sons, they
have died in your war. And all
I have left is this and the
matching pendant. They have been
in the family for centuries. It
is all we have, please sir...)

MUELLER
(examines the broach)
(And this pendant?)

OLD LADY
(Somewhere... There! On your
train. Your soldiers they have
taken it from us.)

Mueller, admires the beauty of the article. Nods affirmatively,
then smiles.

MUELLER
(It is beautiful, yes?)

And with that, he hands it over to a soldier and orders.

MUELLER (CONT'D)
(Catalogue this with the other
jewelry.)

He spins on a tight, german heel and moves off, leaving the old
lady screaming for mercy. The soldiers dragging her back to
the line.

TIME CUT

To the train moving out of the station. One engine, and ten
cars. Two by two, each duo bridged a flat car laden with
soldiers and artillery. Their obvious assignment is to guard
the train.

EXT. MAKE-SHIFT JUNKYARD -- SALERNO -- DAY

This where they dump all the mutilated war machinery. A final
resting place for tanks, jeeps, and especially troop carriers.
Especially because --

POPE

Pays off a SALVAGE sergeant with cash, then spins to point at
a beat-to-hell German troop carrier. Hands is already there,
bent over and disappeared inside the engine well.

A MILITARY TOW TRUCK

Is backed in to haul the piece of junk away.

~~EXT.~~ EMPTY

Next to an old cathedral. Bodies laid out, side to side. Dead
and moldy in the mid-day heat.

ON SEWAGE

Walking along row after row of both dead American soldiers and
German.

SEWAGE
(counting off)
... us... us... us... them.

He stops at the German soldier. But moves on.

SEWAGE (CONT'D)
... us... us... them.

Stopping again, this soldier is bigger. So Sewage lays out along side him. Peering over. As if he was measuring sleeve lengths. This one's good. He calls out.

SEWAGE (CONT'D)
I'll take this one!

CUT TO LATER

Sewage gathers up a pile of German clothing. He starts to leave, but notices a smaller body, covered with a green tarp. The SPOTTY DOG pawing at the tarp, making it clear that underneath the khaki sheet is that boy. His adventure cruelly ended by a mortar shell.

Sewage WHISTLES. The dog's ears perk. A KISSING sound from the big guy and the dog has found a new master. The animal runs to catch up with Sewage's long legged stride.

INT. BARN -- NIGHT

Hands underneath the truck, banging on the drive-train. Washington attempting to help out.

WASHINGTON
How's it going?

HANDS
German's man. They know cars and trucks. Damn, this is beautiful.

Washington revolves around to the front of the truck. Notes the maker's logo -- then tries to pronounce...

WASHINGTON
Mur-sed... Mursedds?

HANDS
Mercedes. Great cars. When this wars over, man. I'm gonna have me a dealership.

WASHINGTON
When this war is over? Nobody's gonna want anything German. You mark my words.

MEANWHILE

Over at a picnic table. Mac and Sewage in the middle of the gang. Laid out are two uniforms. One regular. One extra-large.

MAC

This one's okay. But the only one who fits this other is you.

SEWAGE

Right, right, right.

MAC

But you don't speak German.

SEWAGE

So?

MAC

So, you don't speak German, you can't play soldier.

SEWAGE

But... Why? The uniform fits me. I picked it out.

MAC

Yes, but you were supposed to pick out a uniform for Clark Gable over there. He's the actor. Even if he can't speak German he can fake it.

ON REX

He's not sure if it was compliment or not. Meanwhile, Sewage is still without a clue.

SEWAGE

Why does he always get to play the fun parts?

REX

Cuz I'm a professional. I went to Julliard. I studied Stanislavsky. I portrayed --

ALL OF THEM

Yeah yeah... We've heard it before... Put a lid on the guy...

MAC

Stutz?

STUTZ
Too late to get another uniform.
Sewage gets the role. The rest
of us are POW's --
(they all start to
interrupt)
And that's that!

A big grin makes the big guy's face.

STUTZ (CONT'D)
Meanwhile, Sewage? No doggie.
The mutt stays.

SEWAGE
(at first disappointed,
then)
Sure Sarge. The dog's history.

ALL EYES TURN TO THE DOG

Something tells the animal its time in the unit is short.

MAC
Alright. We go at Zero one
hundred hours. Slip on through
when everyone sleeps.

EXT. OUTSKIRTS OF TOWN -- NIGHT

Parked at an abandoned factory, the troop carrier sits on a
muddy roadside. Rain pours. And nearby, the constant flashes
and THUNDER of German artillery.

INSIDE THE TROOP CARRIER

All are anxious. Mac and Sewage in the cab. And the rest in
the rear. Mac's watch reads 1:30 AM.

MAC
Say, Old Man. You think anybody's
sleeping?

STUTZ
Damn it, Lips! So, Where's your
man? He's late!

LIPS
He's comin'. I swear he'll be
here.

But by the look on all their faces. Certainty is no longer an
option. It's only hope.

FELIX

Pulls his head from under the canvas.

FELIX
He's coming!

OUTSIDE

Holden arrives in a Jeep. Meanwhile, Mac gets out and meets Stutz at the rear.

STUTZ
You're late, soldier.

HOLDEN
(unloading the Jeep)
There were complications at Command. But it's good. I learned the Germans are planning a counter offensive.

KUH-BOOM! A bomb explodes about just beyond them. Automatically, they all flinch.

MAC
What was your first clue. Did you also discover there was rain in the forecast?

Holden clearly doesn't get the drift. But Stutz won't give him time. He's circling around this little putz, someone who looks like he's packed and dressed for his first day at camp.

STUTZ
What is this shit!

HOLDEN
Well, in here's all the stuff you guys asked for. The other stuff. I dunno, just some stuff I thought I'd need. Change of clothes. Dry socks. You know.

Stutz slams a foot into the unnecessary luggage. The locks pop open to reveal enough extra-clothing for a Roman holiday. The boys in the truck LAUGH. All but Lips.

STUTZ
About your uniform, soldier. You're making like you're some kind of officer.

HOLDEN
I'm a sergeant.

STUTZ
You're a Prisoner of War, asshole. And lenne tell you, if this thing backfires and if the real German army gets their hands on you...
(more)

STUTZ (Cont'd)
You better hope to God that your
only stripe is the yellow one down
your back. Understood?

He does.

MAC
Alright. So let's move out.

EXT. MOUNTAIN ROAD -- NIGHT

Troops in retreat. All headed south. Rain-soaked footsoldiers
trudging two-by-two. And beyond them. Somewhere in the
darkness is the front. EXPLOSIONS. The SOUNDS of war.

ON THE TROOP CARRIER

Headed by anyone's logic -- the wrong way. North, into battle.
It cuts a line right up the middle of these RETREATING troops.

ON TWO AMERICAN SOLDIERS

Noting the troop carrier as it speeds past.

RICK
Boy, those guys are headed for
trouble.

DOUG
And how.

BACK ON THE TROOP CARRIER

Now, past the American lines. Just darkness, rain, and the
flash of war upon them. As the truck passes by, both windows
roll down and Mac and Sewage's hands respectively reach outside
the door to --

CLOSE ON THE DOORS

Those well-known American STARS, painted one on each door --
a false masking is peeled away to reveal an even more familiar
insignia. The German IRON CROSS.

INSIDE THE CAB

While Mac and Sewage both pull away at clothing. Underneath
by their German uniforms. Rex is leaning over from the rear,
pointing at what lays ahead. The WAR!

REX
Looks like we're not in Kansas
anymore.

CUT TO THE REAR

And Holden, a map spread out on the floor. Stutz holds a flashlight.

HOLDEN

There's a road. Just before a ravine. The bridge is out.

STUTZ

You got that?

MAC

I got it.

THE RAVINE

Dead ahead. Practically underneath them. Mac, one hand on the wheel, the other getting into his German trench-coat. Without losing a beat, he cranks the wheel and the truck cuts a left. Wheels grind against the mud and find gravel.

BEHIND THEM

The battle rages on. But clearly getting further as the troop carrier pushes toward a more quiet ground.

EXT. GERMAN CHECKPOINT -- NIGHT

All is calm here. A small encampment set at the edge of a high plain. A one-generator set-up with a gate, a guard shed, and a half dozen dim-bulb lights.

CUTTING BACK TO THE TROOP CARRIER

As it moves up the rise.

MAC

Okay. Comin' up. Let's look defeated back there.

AND THEY DO

Seemingly stripped of all weapons and pride. A chain is passed through make-shift shackles. Presuming to tie all to the side-rail.

As Mac puts on a German hat...

MAC

Sewage. What are your orders?

SEWAGE

Keep my Goddamn mouth shut.

(smiles)

Don't worry Mac. I got this German stuff down good.

Mac looks at Sewage. Then finds the need to put the guy's helmet on him. It THUNKS onto his hollow head.

MAC

Okay... Lights on. And here we come.

POV -- THROUGH THE WINDSHIELD

The checkpoint appears ahead. The gate down. Two GUARDS and a dog. Of course, a German shepherd.

EXT. CHECKPOINT

The truck slows to a slushy stop. Windows down. A guard moves to each window.

FIRST GUARD

Heil Hitler.

MAC

Heil Hitler.

FIRST GUARD

(Papers?)

ON SEWAGE

He watches Mac hand over papers. Then turns to find the other guard right in his face. The one with the dog. Machine gun readied.

MAC

(Excuse me, but we are lost. Is this the way to Terracina?)

FIRST GUARD

(Cargo?)

MAC

(Prisoner's of War. We were over five miles over and were over taken by artillery. We had to turn East.)

The first guard motions to the booth. Two more GERMANS move to the rear of the truck.

~~GET~~ TO INSIDE THE REAR

As two machine gun muzzles part the canvas tarp. There they find what looks like prisoners. Cold and shackled.

BACK AT THE FRONT

Nods from the Guards at the rear.

FIRST GUARD
(Terracina. Yes. But it is far.)

BACK TO SEWAGE

And the German shepherd GROWLING. A nervous smile from Sewage.
The second guard smiles back.

SECOND GUARD
(I'm sorry. He is not too
friendly.)

Sewage, plainly not understanding. Just smiles wider.

SECOND GUARD (CONT'D)
(Cigarette?)

The guard reveals a pack. Sewage gets this. He waves his hand,
no thanks. Meanwhile, Mac and the first guard...

MAC
(We should go, then. If it is
so far.)

FIRST GUARD
(Why don't you rest, here. We
will guard your prisoners.)

CUT BACK TO SEWAGE

And the second guard who has decided to smoke.

SECOND GUARD
(Do you have light, then?)

Once again, Sewage waves no thanks. But this time the Second
Guard notices the watch. Sewage's MICKEY MOUSE WATCH.

SECOND GUARD
Vas es das?

A panicked Mac shoots a look over. But then he must return to
his conversation.

MAC
(Thankyou. But we need get these
prisoners to interrogation.)

~~Meanwhile...~~

SECOND GUARD (CONT'D)
Vas es das? Mickey Mouse?

SEWAGE
(nodding)
Mickey Mouse. Ya. Vas es das.

CUT TO THE REAR

As they all hear.. Eyes grow wide. This is trouble.

AND MAC

Doing a very slow turn to Sewage. A meaningfull look, before an even slower turn back to the first guard.

MAC

(He is shell shocked?)

FIRST GUARD

(OUT OF THE TRUCK! HANDS UP!)

The machine gun in Mac's face. The DOG BARKING madly at Sewage. Both know this is bad.

FIRST GUARD

SCHNELL! SCHNELL!

Hands in the air. Both Mac and Sewage obey. Exiting the truck and walking at gunpoint to the rear.

INSIDE THE TRUCK

Scanning the whole group. Eyeball to eyeball.

STUTZ

Easy... Easy....

BACK OUTSIDE

MAC

(We are tired, yes. Maybe we should sleep. You would guard the prisoners like you said?)

FIRST GUARD

(You will shut up!)

Stalled at the rear, the second guard yanks at the dog's chain. The SHEPHERD fiercely going for Sewage. He wants blood.

CUT TO OTHER SOLDIERS

Relaxed until now. Cautiously reaching for triggers.

~~FADE~~ AND INSIDE THE SHACK

A SERGEANT, hearing the DOG BARKING. He sets a cup of coffee as he rises.

BACK ON THE SCENE

The First Guard circling Mac. Then an order --

FIRST GUARD
(Search the truck!)

CUT TO INSIDE

Whoosh! The canvas is thrown back and TWO SOLDIERS step up and in. Machine guns leveled. And flashlights, searching each and every American face. Buzzing around like flies until finally, one comes to rest on the floorboards. BANG BANG! A soldier slams his foot down. Hollow floor.

ON STUTZ

And his shackled hand. Slowly moving inside the railing to grip a .45.

CLOSE ON THE FLOOR

And a ring hook.

GUARD
(There is something! Some kind
of compartment.)

OUTSIDE

That dog! BARKING. Its jaws snapping inches from Sewage's throat.

CUT BACK INSIDE THE TRUCK

And one of the guards. Reaching to the floor and that ring hook.

ON THE .45

In Stutz's hand. Rising slowly.

AND THE COMPARTMENT DOOR

Lifting even slower. CREAKING UPWARD until --

THE DOG

The spotty dog lurches from inside. Catapulting, fangs barred right through the two guards.

AND STUTZ

His moment. He stands and BAM BAM! The two guards fall.

OUTSIDE

And the spotty dog attacks the German shepherd, saving Sewage from the animal.

AND MAC

Revealing a German Luger. Two more shots. POP POP! Dispatching guards one and two with bullets in the head.

AND ON THE WHOLE TRUCK

As the canvas drops like sheet. Revealing the whole troop armed and ready. Shackles off and blazing.

ON THE GERMANS

Reaching for their guns. But not in time. Bullets tear all around. Soldiers falling.

ON THE SERGEANT

He was half-way out of the shack, before turning back inside.

MAC AND SEWAGE

Leap into the truck. Engine running and the wheels spin against the mud. He plows the machine forward, before cranking the wheel right. There he begins a wide circle.

OVERVIEW

As the truck draws it's path. The inner-perimeter of the encampment. Machine guns firing and grenades tossed outward. KABOOM! KABOOM KABOOM!

And the Germans without a chance. Their checkpoint shot up and blasted like cardboard city in a hail storm.

ON THE GERMAN SHEPHERD

Racing off into the hills. Tail between its legs.

AND THE TRUCK

Mac rights the wheel and heads it North. Out of the checkpoint and into a dawning day. The encampment left burning in the background.

SEWAGE

Hanging his head out the window. He WHISTLES. And here comes the Spotty Dog. Mac slows the truck just enough for the animal to catch up and leap into the bed. A hero.

All eyes look to Stutz.

STUTZ

Awright. The dog's in.

A BREAKING DAY

Ahead. The sun rises. THE TRUCK rumbles off into the horizon.

MEANWHILE -- BACK AT THE BURNING CHECKPOINT

And that Sergeant. Injured, his leg torn with shrapnel. He urgently taps out a message on wire.

CUT TO A BURIED WIRE

Leading out of the destroyed checkpoint, then finding a pole. THE CAMERA races along it at the speed of light.

EXT. GERMAN FIELD HEADQUARTERS -- MORNING

Establishing.

INT. SAME

A young MESSENGER. Pounding the tile floors until he reaches an office. There, he holds forth a note.

A HAND

Reaches for it, then the man leans back into a leather chair. The note moves to a recognizable face. The birthmarked face of VON SYKE!

The chase is on.

EXT. ITALIAN COUNTRYSIDE -- DAY

A road. And the troop carrier rolling along it as if nothing were ahead of them but daylight. Sunny skies. Green hills. The canvas on the truck rolled back. A couple of guys with their shirts off. While Rex...

REX

"I guess this is just another lost cause. He said once they were the only causes worth fighting for, and he fought for them once, for the only reason that any man ever fights for them."

CLOSE ON REX

In the back of the truck, holding court with both Felix and Boner. Both sitting in wide-eyed awe at the performance.

REX

"You think I'm licked! You all think I'm licked! Well, I'm not licked and I'm going to stay right here and fight for this lost cause even if this room gets filled with lies like these and the Taylors and all their armies come marchin into this place. Somebody'll listen to me..."

Speech finished, Rex coolly drags from the cigarette. The performance is over.

BONER

Whoaaaah. That was beautiful.
I mean, that was really, really...

FELIX

American.

REX

(confirming)

Mr. Smith Goes to Washington.

BONER

Yeah... And you said that? You actually got to say that in a movie?

REX

Well, they gave the part to another guy... But they liked me a lot.

LIPS

Yeah. They gave it to Jimmy Stewart. It was Jimmy Stewart in that movie. Does that name sound familiar to you clowns?

FELIX

Hey, buddy. He's a movie star. He's been up there. Silver screen.

LIPS

Yeah? Well if this guy's a movie star, then I'm bangin' Rita Hayworth.

SEWAGE

You're bangin' Rita Hayworth?

BUT BACK ON REX

As Felix and Boner turn their backs to Lips. Looking to Rex for more. He stalls, takes another drag and...

REX

Let me tell you guys about me and Rita Hayworth.

MEANWHILE -- FORWARD IN THE TRUCK

Holden and Stutz attending to business. A series of maps are spread out on the floor.

HOLDEN

Okay, our more recent
reconnaissance photo shows here,
here, and up here. German
encampments. Plus all across this
line there are patrols.

STUTZ

How 'bout supply depots? I don't
want to run into any farmers with
German ancestry.

HOLDEN

Our reports show the German supply
line coming from in the East.
Here and here. So, between where
we are now... And here.
Castagnole?

(looks at the guys)
We're talking smooth sailing.

SEWAGE

By land or by sea. I'm ready,
Sarge...

Heads turn. Sewage puts on his German helmet.

LIPS

You wouldn't know what ready is,
you Micky-Mouse-moron. Vas ez
tas?

ALL THE GUYS

(a big joke now)

YA...YA

Everybody LAUGHS but Stutz. There's no time in this man's war
for humor.

STUTZ

So tell me again about these train
tracks.

HOLDEN

Here's what I did. I planted some
information back at allied
command.

MAC

And how'd you do that?

HOLDEN

Simple. I wire myself
intelligence reports from London.
(more)

HOLDEN (Cont'd)

It crosses desks back at Command and they read that the Germans are reinforcing from the North via this train line... When we know, that this is the line the Germans are using to transport loot from the South.

(back to the map)

Now, if I'm right...and I usually am? I would expect command to order a bombing run on those train tracks tonight... Somewhere about here, just South of Felice.

CLOSE ON THE MAP

With his index finger, Stutz drawing a line from the train tracks at Felice...all the way up to Cremona. X marks spot.

EXT. ASPEN GROVE -- DAY

Just ahead, above the road and hidden in this grove of quaking aspen. A SHERMAN TANK.

AND CLOSE ON A MAP

With another index finger, but this one is black. It traces a path to...nowhere. This is one lost finger. It belongs to --

SGT. STEVEN

We're lost, men. I mean, any way you look at it... We're lost.

From behind him steps another black man. This is CECIL.

CECIL

Ah, man. This is bad, you know? Like this is dead. We're dyin' here.

SGT. STEVEN

Well, you wanna show the way outa here? You got a magic wand? Well you just wave it...Cecil!

Cecil, pacing. He steps up onto the rear of the tank. Squats over the map. It's plain he doesn't know up from down. But still.

CECIL

Okay, thataway.

SGT. STEVEN

Thataway? Thataway? Been memorizing the training manual?

CUT TO BRAD

The third man in this all black tank crew. He's ready in his gunner's seat atop the tank. Ready for frankly, anything that moves. An unlit cigar in his mouth, chewed to a wet stub. And his eyes. They dart each way. Back -- forth -- sideways. Then a SOUND. A truck. He perks. Meanwhile...

CECIL

Hey man. We been stuck here all night. Our guys ain't comin' back for us, neither. So what do we got here? We got a tank. We got some ammo. Now all we gotta do is pick a direction and move our butts in it!

BACK TO BRAD

The truck -- getting LOUDER. Brad madly starts to crank the turret. Sweeping across the right.

SGT. STEVEN

Look what we've got here. We've taken this hill. We've got the high ground. I say we maintain our position until reinforcements arrive. That's by the book.

BRAD

Cranks the gun downward now. At the open roadway. Finger on the trigger. That SOUND NEARING...

CECIL

High ground? Taken the hill?
We've conquered the fuckin'
forest!

Steven opens his mouth to respond. But -- KUH-BOOM. Brad fires.

ON THE ROAD

As the truck turns the bend -- THE Truck -- and the canon round whistles past. POW! It misses the truck, but strikes a huge oak tree which teeters at first. A beat. Then falls on the road. The troop carrier skids to a stop.

BACK ON BRAD

BRAD

Germans!

ON THE TROOP CARRIER

And Mac screaming --

MAC
GERMANS! OUTA THE TRUCK! MOVE
MOVE MOVE MOVE...

But who needs orders when a tank is shooting at you. Automatically, the platoon is bailing over the side and into the ditch. Even the dog. All jump but Holden. He just stands there. Stone still until Pope reaches over the railing and yanks him. Holden tumbles backward, out of the truck.

CUT TO INSIDE THE TANK

Sgt. Steven and Cecil climbing into the rear. And Brad RELOADING. Another round CLANKS into the chamber. The breach slammed shut behind it.

SGT. STEVEN

How many?

BRAD

Troop carrier. I counted... Hell,
I didn't count!

(cranks the canon)

On the way!

BOOM! He pulls the trigger.

ON THE TRUCK

As the tank speaks.

MAC

INCOMING!

All heads push down into the ditch. KUH-BOOM!

CLOSE ON MAC

As he lifts his head out from under the German helmet. Hoping against all odds that his worst fear didn't occur. But it did.

MAC'S POV -- THE TRUCK

Demolished and burning. Shit. He turns his gaze down the ditch. As the troop starts to return fire. Machine guns BLAZING.

MAC

HOLD YOUR FIRE!... I SAID HOLD
YOUR FIRE, GOD-DAMMIT!

(looking back at the
tank)

Those aren't the Germans. We're
the Goddamn Germans, right?

Stutz is looking at him. Between the two, that trust again. Mac nods, then takes off his German helmet. He tosses it forward onto the road. It clatters and spins.

IN THE TANK

Brad watching through the sights as Mac follows the helmet.
Stepping out onto the road with his hands to his side.

MAC
Americans!

BRAD
Damn right, we're Americans. Eat
some Dee-troit lead, Hans!

He slaps another round into the chamber. Slams the breach
and...

SGT. STEVEN
No! Wait...
(moves to a portal and
shouts)
YOU SAY WHAT OUT THERE?

MAC
I said we're Americans!

SGT. STEVEN
WELL, YOU GOT A FUNNY WAY OF
DRESSIN', SOLDIER. SO PROVE IT!
WHO'S YOUR COMMANDING OFFICER?

MAC
Well, that's a problem. We don't
have one. But we're under the
jurisdiction of General William
O'Connor.

STEVEN
O'Connor?

CECIL
He's an asshole.

SGT. STEVEN
You're right. He is.
(back out the portal)
O'CONNOR, HUH? DO YOU LIKE HIM?

MAC
He's an asshole!

SGT. STEVEN
Good enough. They're ours.

ON THE TANK

As the lid pops open, revealing to Mac and the boys the all
black tank crew.

ON MAC AND THE BOYS

Stunned faces. The tank crew is...black.

POPE

What the...

WASHINGTON

Who are those guys?

STUTZ

They ain't Germans, that's for sure.

BRAD

(in the distance)

I HEARD THAT.

ON MAC

As his men move from the ditch, he's way out in front. Making long strides up the hill with a hand outstretched. There he meets Sgt. Steven.

SGT. STEVEN

You may be wearing the wrong uniform, but we're awful glad to see you all.

MAC

Well, sir. I'd like to say the same. But the fact remains that you killed our truck. Now, one might figure, finding you thirty miles this side of the enemy line. That makes you either a deserter or a traitor.

SGT. STEVEN

Don't gimme that stuff. I ain't the one drivin' a Gerry truck lookin' like he's dressed for Kraut convention... What's your mission, soldier?

Mac looks behind himself. His boys gathering around. Stutz at his side.

MAC

Well, at this juncture I'd say my mission is one that could use a tank. And maybe three brave men looking for more outa this war than battle scars, medals, and an army pension.

ON SGT. STEVEN

Looking Mac and Stutz straight on. Eye to eye to eye.

EXT. AMERICAN FIELD HEADQUARTERS -- AFTERNOON

In a converted ballroom. O'Connor is catered to by Italian BOOTMAKERS. Boots are scattered all about as the general tries on pair after pair. Nothing seems to please him.

GROOMS ENTERS

With an arm full of maps and intelligence reports.

GROOMS

Good news, sir!

O'CONNOR

Good news can wait. It's bad news that needs a general's immediate attention.

GROOMS

But sir. It's the Gustav line. It's crumbling. There are reports from everywhere. Allied intelligence shows ground breaking from Caruso to Termoli. We're through, sir. It's happening.

(to his reports)

Sir, there is even a report of one small platoon busting through and heading for Castagnole.

While Grooms waits for a response, O'Connor waves away one of the bootmakers. He let's this news soak in. Finally he stands. Presidentially, but with one boot on...one boot off.

O'CONNOR

Redemption, at last. Italy will be mine. This... This will show Eisenhower that he should never have left me here. Taking Patton and Bradley to London will be his undoing.

GROOMS

Sir, since you seem to be a general anxious for bad news...

O'CONNOR

Yes?

GROOMS

It's McCann and his platoon... They're missing.

O'CONNOR
They've gone AWOL?

GROOMS
Worse. They're the ones making
all that ground. They're the ones
headed straight for Castagnole.

O'CONNOR
And what for? On who's orders?

GROOMS
No orders, sir... But since when
do they take orders?

This has O'Connor thinking. He does a quick circle, that single
boot thumping with every other step.

O'CONNOR
There's only two things those boys
go after without orders. And one
of them ain't pussy... And I'll
Tell Thee You. Whether it be for
the goods or the glory. I'll be
a horse's ass if some two-stripe
renegade is going to liberate
Italy before me... Call Life
Magazine. You call all of them.
General Bill O'Connor is riding
North!

BOOTMAKER
(a small man)
I have riding boots.

EXT. HIGH PLAIN -- TWILIGHT

With the remains of a Roman temple in the background, the tank
takes a slow lead. SPUTTERING, with Brad at the wheel. Stutz
and Sgt. Steven trudging close behind.

SGT. STEVEN
So, what's our timetable?

STUTZ
We lost our timetable when we lost
our truck. Right now we need a
faster tank.

ON HANDS

Slung over the rear of the moving monster. A flashlight
scouring the engine for its problem.

HANDS

I'm workin' on it, boss.

(to Washington)

Gimme that mess kit. Just the plate.

Washington, walking from behind. He rummages his knapsack and comes up with the item.

HANDS (CONT'D)

Okay, that's good. Now let's try a... Yeah, gimme one a your bootlaces.

WASHINGTON

What?

HANDS

Gimme!

FURTHER BACK

Loaded down with his and probably everybody else's stuff. Two knapsacks. Two rifles. And a string of grenades.

HOLDEN

It's bad enough that you guys lost the truck. It's bad enough that we hadda change the plan. It's bad enough that we gotta walk. But why is it that I gotta carry all your shit.

LIPS

You're name's Holden, right?

POPE

Yeah, you're holdin' my stuff. You're holdin' his stuff.

CECIL

So don't be holdin' us up.

HOWLS from them all. Lips and Pope throwing friendly arms around Cecil. He's gonna fit in just fine.

THEN A RUMBLE FROM THE SKY

And action stops. Heads turn upward to see a twilight squadron of B-24 Liberators heading North.

MAC

Holden! Are those the bombers you ordered?

HOLDEN
You bet they are!
(to himself)
I'm a genius..

MAC
Awful lotta planes up there for
just one pair of train tracks.
You better hope they don't have
some other agenda.

And slowly, one by one, enjoying that at least part of the plan
seems to be working, the men move out. Except for...

REX
(as if reading in the
sky)
Surrender Dorothy? Who's Dorothy?

LIPS
What, so now you're gonna tell
us you were the Cowardly Lion.

POPE
More like Judy Garland.

TAKING UP THE REAR

Mac is explaining to Sewage.

MAC
I dunno. I guess somebody in
Washington decided there should
be colored divisions and there
should be white divisions. They
call it segregation.

SEWAGE
But I don't get it, Mac. These
guys are Americans.

MAC
Hey, this stuff goes on all the
time back home. Just cuz there's
a war don't mean it's gonna
disappear.

SEWAGE
Don't seem right, Mac. It just
don't.

MAC
We all bleed the same color.
Unfortunately, history reads kinda
different.

ON SEWAGE

Nodding his agreement, just as those ANCIENT ROMAN RUINS catch his eye for one last time. He thinks...

SEWAGE

Man, I didn't know we'd done bombing this far North.

EXT. CASTAGNOLE -- NIGHT

A quiet little town of stucco and cobble stone. And a child, no more than six years old. He's FRECKLED with jet black, Italian hair spouting from underneath a homemade cowboy hat. In the middle of the street he pushes a hand-made wooden horse on wheels. Much fun.

THEN A RUMBLE

The peace interrupted by the THUNDER OF TANKS approaching. A MOTHER steps from her porch, rushing out into the street to gather her child. Making for the safety of their home just as --

VON SYKE

And his DEAFENING German tank division turn the corner into town. He, perched atop the lead tank. Eyes tracing the landscape. Every window. Every doorway. Nothing goes without notice. Even the...

CHILD'S WOODEN HORSE

Which the tank crushes in its path. Suddenly, Von Syke raises his hand.

AND ALL FORWARD MOVEMENT STOPS

Then another signal. And ENGINES STALL. He wants the hush. So he can hear...

The LOW RUMBLE of approaching American B-24 Liberators. His gaze goes skyward. Tilting up to see the aircraft. Too high for Von Syke to do anything but watch.

VON SYKE

(They keep coming. With more soldiers and more airplanes. This must stop!)

EXT. THE NIGHT SKY

And those B-24's moving toward their target.

INT. B-24

And its POV as the bay doors open. Italy below. Train tracks approaching. The bombs drop.

A deadly payload dumping from the sky.

THE TRAIN TRACKS

No more than a target from above. Obliterated by tiny flashes of light and the damage which follows.

THE BOMBERS

Veer toward another target.

FADE OUT:

EXT. TRAIN TRACKS -- DAY

Destroyed. About two hundred yards of mangled train track in front of the stalled TREASURE TRAIN. Mueller inspects the damage with a younger, German OFFICER.

MUELLER

(How long?)

OFFICER

(It's hard to say. With the our present manpower...)

MUELLER

(How long!)

OFFICER

(Two days. I don't know. I can take some men to the nearest town. Round up some labor.)

MUELLER

(We have labor. Use them.)

Mueller starts for his train car.

OFFICER

(But sir. How much good can they be to us?)

MUELLER

(What good are they now? They are nothing more than baggage.)
(moving on)

OFFICER

(summons his courage)
(But sir... They are children!)

MUELLER

(Do you think Auschwitz is a summer camp? Most will be dead in two months... If any are disobedient, shoot them.)

CUT TO THE REAR CAR

Doors sliding open to reveal horrified, frightened CHILDREN. Packed like cattle for slaughter, squinting at the bright daylight. Some COUGHING. And each with the mark of the martyr. A yellow STAR OF DAVID hastily sewn to a shirt or a blouse.

GUARDS

Push them out of the car. YELLING at them to MOVE, MOVE! They stumble out. Ten, twenty, thirty. And more. Up to fifty children. Hustled outside and herded.

CLOSE ON THAT YOUNG OFFICER

As each child passes. The weight of his task bearing heavy on his soul.

EXT. OVERLOOKING CASTAGNOLE -- DAY

Stutz, Sgt. Steven, and Mac. Laying at the edge of the overlook. Field glasses out and scoping. Holden crawling up next to them.

POV -- THE TOWN

Settled into a constricting canyon. Cliffs to either side and daylight beyond.

MAC

Only one way in. Only one way out.

STUTZ

That does it. We go around. We'll lose some time, but better that than being stuck in some old crack.

ON FELIX AND BONER

Hustling up the rear hillside. They hit the dirt where Mac lays.

FELIX

Bad news.

STUTZ

Let's hear it.

Boner draws it in the dirt...

BONER

Holden's bridge to the East?
Bombed to pieces.

FELIX
It's still smoking. Looks like
it was our boys.

MAC, STUTZ, AND SGT. STEVEN

All turn to look at Holden. Guilty as charged.

HOLDEN
Hey, it's not my fault. It must
been some moron back in... back
in...

MAC
Intelligence?

SGT. STEVEN
I don't like this at all. Up
ahead there's some scary shit.
Any other way around?

STUTZ
Any other route's about ten
kilometers outa our way. Could
make us miss our train.
(looks to the town)
It's this way or no way.

MAC
Right.

Mac stands. Heads to the rear.

DUG IN BY THE TANK.

The boys. The dog and Sewage perched on top. And Brad working
with Hands on the engine.

MAC
Allright. I need Pope, Lips, and
Shirley Temple.

The three called make it to their feet and head on over. Pope,
Lips, and Rex.

MAC (CONT'D)
You guys are on recon. You know
the drill. Lips, Pope. You
cover. 'N Shirley? You're the
actor. So you're gonna act
Italian. Now, what do we got for
wardrobe?

As Lips and Pope turn to get their gear. Rex takes a moment
with Mac.

REX

Listen, Mac. I can take ribbing
from the other guys. But if
you're gonna call me names, too...
(whispers)

Shirley Temple's a little girl.

CUT BACK TO THE OVERLOOK -- LATER

All the men, now. Lined up on the rim and watching as --

POPE, LIPS, AND REX

Make their way down toward the town. Rex messing with his
costume. A peasant outfit. Suddenly he stops.

REX

Hey, guys. Does this work for
me? I mean, is this
too...obvious?

POPE

Would you just stop this actor
crap?

LIPS

Look, the only thing obvious is
that you're full of shit. But
the Gerries don't know shit from
your ruby red slippers. So come
on!

Lips and Pope move out, each splitting left and right. And Rex
heading for downtown. And GRUNTING. VOCALIZING. He's
preparing for his role.

EXT. CASTAGNOLE -- DAY

An ancient archway serves as entry to the village. Rex walks
through in his garb, quickly seizing an abandoned wheelbarrow.
Pushing it, he moves on. Getting in character.

REX

You're a laborer. You're an
Italian laborer working in Italy.

CUT TO A CHURCH TOWER

~~Pope~~ settles into position. He can see Rex pushing that
wheelbarrow. Then as he TILTS HIS VIEW UP, there is Lips
crawling onto a rooftop.

POPE

So far so good.

BACK ON REX

Moving further up the street. Cautious. Looking left and right.

ON LIPS

From the rooftop. Watching Rex push on.

LIPS
So far so good.

CLOSE ON REX

Nearing the turn. He pushes the wheelbarrow slower.

REX
So far so good.

Finally, he pushes on around the bend.

THE TOWN SQUARE

Germans. Tanks. Nazis.

REX
Not so good.

CUT BACK TO POPE

In that church tower. Field glasses up. Rex has left his viewfinder. He's blind to the town square. Looking up at LIPS. Pope finds the same is true. Lips can only shrug.

BACK TO THE SQUARE

And Rex, leaving that wheelbarrow behind. He bravely moves amongst them now. Germans everywhere. Mulling about. Chit chatting. But armed to the teeth.

REX
One tank. Two tanks. Three four.
Five.

ON THAT FRECKLED KID

Forty feet away and watching Rex. Blinking his eyes as if he can't believe them.

REX
Alright, so what else we got...
Fifty millimeters left and
right... Lookout posts high
East... high West --

THEN A TUG

A hand at his arm. Rex jumps! That freckled kid. He shakes the boy off. But boy is he relentless. Grabbing at Rex. Urging him. And just as Rex shakes him off again...

THE CHILD'S MOTHER

Like before, she sweeps into the picture and whisks the boy into her arms. But this time, instead of finding the convenient doorway, she stops. Staring dead at Rex.

Frightened, Rex backs away, trying to slip into the crowd. But he bumps into ANOTHER local. A man, who stares back at Rex. And this guy points.

REX

No.

TO THE ROOFTOP

Where for the first time, Lips sees Germans. Two of them. Standing watch. One bumming a light from the other.

POPE

Sees the same, then SWISHING his POV up the street. Two more Germans. On patrol. To Lips he gives the bug-out sign. But Lips just shakes his head. No.

POPE

(mouthing the words)
Mac Said If There Are Germans,
Then We Bug Out!

The bug-out sign again. A thumb pointed out of town.

ON LIPS

He's thinking about it. Then once again, firmly shakes his head. He points into town.

LIPS

(mouthing back)
We Go Get Him.

MEANWHILE -- BACK IN THE SQUARE

~~A~~ small crowd forms as Rex ducks into a small storefront.

INSIDE THE STOREFRONT

Rex at the window. The crowd moving close, pointing. Shouting in ITALIAN. He tumbles backward over a display, and races for the rear.

REAR DOOR

Rex bursts through. Germans. He turns up the street.

CUT TO AN ALLEYWAY

With Lips and Pope running from doorway to doorway. Military fashion. Each sending the other ahead.

AND BACK ON REX

Turning another corner, only to find that crowd of Italians. More of them. Rushing him. Pushing him backward.

REX

No, I'm American. I'm a good guy.

Stalled, nowhere to go. Rex holds against the crush. But these people are no longer pointing. Their arms are outstretched. They want to touch him.

ON THE FRECKLED BOY

The six year old shoving his way to the front. Notepad and pen outstretched.

CLOSE ON REX

What is this? He doesn't get it. But looming behind him is the answer. An Italian cinema with a marquis.

THE MARQUIS

A huge replica of a Hollywood movie poster. And the image of Rex, dressed just as a cowboy in a B movie pose. One gun drawn, the other swinging a lasso. It reads:

REX RANDALL IN "HELL BENT...AND BACK!"

Yes, it really is him!

ONTO ANOTHER ROOFTOP

Slide Pope and Lips. Heads down. They flip an imaginary coin as to who'll first stick their head over. It's Pope.

THROUGH POPE'S FIELD GLASSES -- POV

~~G~~ermans passing close by. And beyond them -- DOWN THE STREET. That crowd around Rex Randall. Movie star.

POPE

They got him. We bug out.

LIPS

No... Wait.

With his own field glasses, Lips edges forward. Focuses.

POV

First the Germans. Close by. Then beyond he PANS UP TO the movie theater. FOCUSING AGAIN to see Rex.

LIPS

I don't get it. It's like the krauts don't even know...

He SWISH PANS back over to the Germans. They pay no attention to the commotion at the other end of the square.

BACK ON REX

Smile on his face. He signs an autograph. A beat, as Lips finally TILTS his view upward and onto the marquis.

ON LIPS AND POPE

As their eyes practically pop from the lenses.

LIPS

Well, move over Rhett Butler.

BACK TO THE SCENE WITH REX

The mob growing. Autograph seekers surrounding him. Pads thrust forward. At this moment, which may in fact be the greatest moment of his life, Rex has entirely forgotten his mission.

THE TOWN MAYOR

Arrives. He's a short, pudgy man with little hair.

MAYOR

Senore Randall!

And with that, he throws his arms around Rex and kisses both cheeks.

MAYOR (CONT'D)

It is a great honor... Pardner!

GERMANS

Burst through the crowd. Armed and dangerous. The crowd HUSHES as they surround Rex Randall. His bubble popped. Reality time.

GERMAN

(Who is this man?)

MAYOR

(This man is Rex Randall. Famous actor.)

The German looks from Rex, up to the marquis, and back.

GERMAN
(American actor?)

MAYOR
(No no no. Italiano actor. He
is from our village. His movie
"Hell Bent and Back" has been
playing in our town since the
German occupation. It is our
favorite!)

And then as if cued the CROWD APPLAUDS. Once again surrounding
Rex and carrying him away from the Germans.

ON POPE AND LIPS

Still watching. Stunned.

LIPS
Wait'll the guys hear about this.

EXT. OVERLOOK -- LATER

POPE, LIPS, AND REX

Village men. The Mayor. And that freckled kid following.

REX
So, anyway. I was knocking around
Hollywood and my publicist says,
hey. Look at Gable. Look at
Tracy and Stewart. They've all
joined up. So, he and my agent
tell me it'd be great for my
career if I join up. I knew they
were just trying to get rid of
me.

LIPS
Whaddayou mean? You're a star.
You were in a movie.

REX
One movie. And it was a disaster.
One critic? On his scale of one
to ten, he gave it a zero...and
me he gave a minus two.

~~LET~~ TO THE RIDGE

All the men watching --

SEWAGE
They've taken prisoners.

CECIL
Hey, I don't care who they are.
I'm not splitting my share.

HOLDEN

Hey, we cut you in.

CECIL

We contributed a tank. What've they got.

MAC

Easy boys. Let's just wait and see what's what.

Pope, Lips, and Rex arrive. The boys gather round.

REX

Okay, okay. There's good news and bad news.

STUTZ

Bad news means Krauts.

REX

Lots of 'em. Tanks. Lookouts. 50 millimeter guns. The town belongs to Gerry.

MAC

Okay, John Wayne. So that's the bad news. Give us the good news.

LIPS

Actually, Mac. His name is Rex. Rex Randall. And these guys?... These are just couple members of the Rex Randall fan club.

Nods. Big smiles from the Italians.

POPE

You gotta see it to believe it.

EXT. THE SAME -- LATER

A diagram of the town drawn in the dirt. And the Mayor with a stick as a pointer.

MAYOR

Tank dere. Tank dere. Dere. Dere and dere.

REX

But this tank here. This is the one.

STUTZ

Yeah. That's the one way out. That's the target tank. We gotta move it. And then, we gotta move ass. Hands. You got that, son?

HANDS

Workin' on it, boss. I'm just short a few parts.

MAC

Give a list to the Mayor, here. See what he can do. Meanwhile, we gotta figure out just how we get in.

BRAD

I say we just roll on in and blast 'em.

SGT. STEVEN

One Sherman against five Tigers. We blast them and they blast us. You seen what Tigers do to Shermans?

STUTZ

What we need... What we need is a way to roll our tank in without so much as a Kraut turnin' a head.

CLOSE ON REX

Somewhat reluctant to speak up. Embarrassed even.

REX

I have an idea...

EXT. CASTAGNOLE -- LATE AFTERNOON

A glowing orange ball hangs over the town. All is seemingly quiet. Until the DISTANT SOUND OF VOICES. German SENTRIES move up to their vantage points. Looking to the --

SOUTHERN VIEW

A parade, so to speak. An ever increasing CROWD moving on the town. A team of horses pulling a large, float-like object. A band plays and Italian version of THE YELLOW ROSE OF TEXAS.

Curious, the Sentries call over other Germans to look.

MEANWHILE -- ONTO THE ROOFTOPS

~~Deploy~~ Deploy some Americans. Stutz directing Felix and Boner into position. Rifles fixed from high points onto the QUIET square below. Pope and Sewage move on past them. Heads down. Jumping from rooftop to rooftop. Pushing toward the rear of the square.

BACK ON THE PARADE

Entering the town. Gathering townsfolk.

ON POPE AND SEWAGE

Making their position at the Northern-most part of the square. A beat to catch their breaths, before sneaking a look over the edge. Below lays a sleeping TARGET TANK. The tank that blocks the passage. A glance beyond reveals the open road to the North.

CUT TO A STOREFRONT

Led in from the rear, Mac follows the Mayor to a window view. From his vantage he can see the square. The Tiger tanks laying silently. Patrolling troops. It's here where Mac takes his first look across the the movie Marquis. If that don't beat all.

MAYOR

We show it every Saturday night.
Sunday we have matinee.

BACK TO THE PARADE

And the Grand Marshall. Movie star, Rex Randall in all his glory. Set high on the float in an Italian saddle. That freckled boy's cowboy hat he waves in the air.

REX

Bon journo. Bon journo.
(and then joining in
the Italian song)
(There's a yellow Rose of Texas,
I'm going home to see...)

REVEAL ON THE FLOAT

A horse-drawn truck-bed. Covered by a large, painted canvas. Flowers and town Maidens pouring wine from jugs.

BUT UNDERNEATH THE CANVAS

The Sherman tank. Holden and Lips on either side of the turret. They each hold down the lines to the canvas tarp with one of their hands. The other on their machine guns. Lips notes Holden's white knuckles.

LIPS

Ever used a gun before?

HOLDEN

Sure I have. Plenty of times.

LIPS

In action?

HOLDEN

Well, no... In bootcamp.

Lips shakes his head. Oh, great.

INSIDE THE SHERMAN

Sgt. Steven, Cecil, AND Brad -- at the gunner's post. Eyes darting back and forth out of peepholes cut in the tarp. That spotty dog panting at his ear.

CECIL

Maybe he can act, but he sure can't sing.

SGT. STEVEN

How's it going back there?

ON HANDS AND WASHINGTON

Working madly on the engine.

HANDS

It'd be goin' a lot better if Mr. Mayor would get me that Goddamn washing machine part he promised.

BACK OUTSIDE

Dancing villagers. Women pouring wine to onlookers and even GERMAN SOLDIERS now, caught up in the atmosphere.

CLOSE ON ONE SUCH MAIDEN

Carrying a bread basket. Passing out Italian treats to all who pass by. As she nears the rear of the float, she extracts from her basket a washing machine gasket. Slides it underneath the tarp.

BACK UNDERNEATH

Washington. His eyes go wide. There it is.

WASHINGTON

Oh boy... Hands! We got it.

HANDS

Gimme.

INT. HOTEL SUITE

Converted into Von Syke's HQ. Suddenly, he hears the MUSIC.

VON SYKE

(And what is this?)

He stands. Moves to his upstairs window. Just in time to see the parade ENTERING THE SQUARE.

VON SYKE

(On whose authority is this!)

EXT. THE SQUARE

Pope and Sewage above that tank. The TANK CREW with the lid open. And two other SOLDIERS with machine guns walking back and forth. Meanwhile Sewage is tying a rope to a chimney pipe...

POPE

Is distracted. Across from him is a window. And in it a YOUNG ITALIAN WOMAN. She sees Pope and smiles. He, of course, smiles back, bringing an index finger to his lips. SSSHHH.

A TILE

Underneath Pope's foot gives way. Suddenly he's SLIDING! His gun is sliding. And he grabs for anything. Something to hold. But he falls. Slipping from the roof, he catches a storm pipe. But the gun, he loses it. It tumbles from the edge of the roof! No! Pope throws out a foot. And the gun strap catches the toe of his boot.

ON POPE

Dangling thirty feet over the target tank and those sentries. And that gun strap slipping...

ON MAC

From the storefront. He sees the whole thing. Pope hanging. Sewage in a panic. He SWISH PANS across the square to see the oncoming parade.

MAC

Jesus, Pope. We need to move that tank now!

FRECKLED BOY

(in Italian)

(I can do it! I know how!)

MAYOR

The boy say he can do it.

MAC

No way. It's too dangerous --

Mac goes for his gun. SLAM! Too late. The door bangs shut and the kid is running across the square. Mac starts to chase. But the Mayor snags his arm.

MAYOR

No! You look. Germans everywhere. They shoot you!

He's right. But that doesn't ease Mac's conscience as he helplessly watches that kid rushing for the target tank.

OUTSIDE

As the parade circles the square. The freckled boy's MOTHER. Sees her child running toward that tank and chases after him.

FROM THE ROOFTOPS

Stutz watching the child make for the target tank. He flashes his field glasses across the square to find --

POPE AND SEWAGE

With Pope hanging on with one hand. And with the other reaching down to grab that rifle. Still slipping from his boot. Meanwhile, Sewage hanging from the rope with one hand, the other stretching for Pope.

POPE'S POV

His foot. The slipping strap. The swinging rifle. Germans below. And all of a sudden, there is that kid -- that freckled child. Escaping his WAILING mother by slipping underneath the tank.

POPE

Wha...?

The rifle falls. Pope lunges just as Sewage catches his arm. He swings, snatching the rifle by the heel. Just inches from the gun falling and blowing the whole deal. Sewage pulls Pope to safety.

ON MAC

Watching from the storefront window. Relieved at the sight of Sewage saving Pope. Just then his view is obscured. Two GERMAN SOLDIERS decide to watch the parade by standing on the other side of the glass. Right in front of Mac.

THE SCENE AT THE TANK

In full swing. The mother SCREAMING IN ITALIAN at the kid to come out from underneath the tank. The soldiers looking underneath. LAUGHING. The tank OFFICER wondering what the hell is going on.

OFFICER

(Get him out! Get him out now!)

UNDERNEATH THE TANK

The kid avoiding the reaching arms of his worried mother, now dodging four reaching arms. Those soldiers trying to snag a foot or a belt loop. One soldier gets close, catching the kid by the arm. But is summarily bitten. YOWKS!

ON THE TANK OFFICER

Tired of this circus act. He orders.

OFFICER

(Enough of this foolishness.
Start the engines!)

The ENGINES immediately turn over. A LOW, horrifying rumble.

CLOSE ON THE CHILD

Frozen as the deadly tracks begin to shake and move. They chew at the cobblestone as the tank rocks back and forth.

MOTHER

(in Italian)
(Don't kill him! Please don't
kill my baby!)

ON THE TANK OFFICER

Rocking the tank back and forth. CACKLING as this is now his game.

BACK ON THE PARADE

Making the last turn. Music playing. Maidens pouring wine. Heading for the North corner.

CUTTING UNDERNEATH THE CANVAS

Lips notes Tiger tanks at left and right. Then the TARGET TANK where the kid holds his ground.

LIPS

Hands. How we doin' pal?

HANDS

I'm doin', I'm doin'.

LIPS

Well, you better be done,
Goddammit!

CECIL

Or we'll be done for.

~~CUT~~ TO VON SYKE

EXITING from the Hotel and striding across the square. Buttoning his top collar and reaching to his holster. A Luger is revealed. Stopping traffic by raising the pistol and firing a shot into the air. BAM! The parade stops. The music stops. The whole world stops!

ON ROOFTOPS

A SIGNAL from Stutz as Felix and Boner squeeze on those triggers.

STUTZ
Easy now... Easy...

ON MAC

The soldiers at the window tense. Backs to him. Mac's ready.

BACK TO VON SYKE

All eyes on him. But his eyes are on... REX RANDALL.

VON SYKE
(What is the meaning of this!)

And Rex, without missing a cue, he simply blows the guy a kiss.

ON TIGER TANKS LEFT AND RIGHT

Their turrets begin to move. Turning toward the float.

INSIDE THE SHERMAN

Brad tensing. Catching the drift of the moment.

BACK TO VON SYKE

Looking harshly at Rex. Then swinging his gaze left and over to the movie marquis. He studies. Then moves back to Rex. Slowly raising his weapon.

CUT TO THE FRECKLED KID

Still under the RUMBLING target tank.

ON THE TANK OFFICER

Frustrated. He takes over the controls and THROTTLES the tank forward, thus rolling past the kid and freeing the passage.

Von Syke turns around, catching the action. Just in time to see the child get up and run. He swings the Luger around. Aiming at the kid. But...

BEHIND HIM

The Sherman's turret starts to move. Rex is saddled over the barrel. Riding it as it moves away from Von Syke. He wonders, what the hell?

INSIDE THE SHERMAN

Brad bearing down on the Tiger tank to his right.

ON VON SYKE

Turning again. Confused now. But only for an instant. He
SCREAMS --

VON SYKE
(YOU IDIOTS. IT'S A TANK!)

It's here where Rex leaps from his saddle to the horses' yolk. Just as the Sherman speaks. KUH-BOOM! The shell rockets and hits the Tiger.

CLOSE ON REX

The horses break from the team. But Rex has one of them by the mane. Running along side, and, in his best Tom Mix move, hop-swings himself aboard the horse.

Reins in hand, Rex turns the animal on a dime and rushes for Von Syke. Hanging halfway off the horse and snatching the German Luger from the commandant's hand.

FROM THE ROOFTOPS

Stutz gives the order.

STUTZ
FIRE!

Felix and Boner open up. Blasting from above.

ON MAC

He WHISTLES LOUDLY. Those two Germans turn to find Mac's machine gun blazing. That window shatters and the Germans fall under a storm of glass.

UNDERNEATH THE CANVAS

And Hands at the engine. The turn of one...last...screw.

HANDS
CRANK IT!

Cecil hits the STARTER and the ENGINE ROARS.

OUTSIDE THE FLOAT

Just as other Tiger's rocket whistles by. The Sherman bursts from the under the canvas and leaps backward off the flatbed. Lips and Holden riding up top. Lips is blasting. But Holden is just hanging on for dear life!

FROM ABOVE

Stutz above the other Tiger. He calmly drops a grenade. It CLATTERS into the ventilation grid. BULLSEYE. KUH-BOOM!

OVERVIEW

Pandemonium. Italians hitting the deck. While the Germans don't seem to know exactly what's hitting them.

ON REX

Riding through the square. Firing that Luger. From the hip. From underneath the horse. Picking off German's left and right as the horse's hooves gallop across cobble stone.

ON MAC

Racing for the Sherman. Bullets flying everywhere. Picking up with the tank just as it makes the turn for the open passage.

FROM AN ALLEY

Felix and Boner run. Stutz to follow. Cover fire as they go, catching the tank in full gear.

ON STUTZ

Lagging. Pushing himself for the tank, but...his age! His legs just won't get him there.

MAC

C'mon old man. You can make it!

Stutz -- hustling. Face red. The tank accelerating from him.

MAC (CONT'D)

You can do it! C'mon!

Bullets tear up behind the sergeant. He drops his gun and pumps both arms. Mac jumps to the rear of the tank, anchors with one arm and holds out the other.

MAC (CONT'D)

YOU MOVE YOUR SORRY ASS OR LOSE
IT, SOLDIER!!!!

With one final burst of adrenalin, Stutz reaches and snags Mac's outstretched hand. He's pulled aboard just as the Sherman makes
--

THE OPEN PASSAGE

~~Where~~ the Sherman doesn't even need to slow as Pope and Sewage drop from the rope above. Landing on the tank as it ROARS off.

THE TARGET TANK

Closing the gap by backing into position. Turret leveling on the escaping tank.

BUT REX

He's trapped. Riding in a small circle. Looking for an escape. But nothing. There's no way out.

As the smoke clears, there is that little, freckled boy. He sadly looks at Rex as if to know his hero is doomed. Germans moving in. But undaunted, Rex winks at the boy. Returns the child's hat with a toss. Then rearing the horse back, he starts the horse in a wider circle...

MEANWHILE -- THE SHERMAN

It slows. Where is Rex? Sgt. Steven looking out the rear portal.

SGT. STEVEN

Six o'clock. We got one comin'.

ON THAT TARGET TANK

Its barrel honing in on the Sherman...

BACK IN THE SQUARE

Riding through gunfire, Rex spurs his horse toward the blocked passage and that target tank. The horse leaps --

INSIDE THE TARGET TANK

The Sherman in its sights. Suddenly, HOOVES CLATTERING ON THE ROOF. They stop.

CUT TO OUTSIDE

And Rex on that horse. Plunging over the top of the tank. Landing on open ground and blocking the tank's vision just long enough for...

THE SHERMAN

Brad lines up the sights. KA-BOOM! The shell rockets over Rex and cuts the target tank in half. It erupts in a ball of flame and twisted metal. Lodged in the passageway.

The boys on the tank HOWL in victory.

CECIL

Let's lay some track!

The tracks spin against the dirt and the new, Hands-inspired Sherman engine kicks into high gear.

Rex gallops after them.

SLOW DISSOLVE TO:

EXT. CASTAGNOLE -- TWILIGHT

The town square, closed for the time being. That one tank wedged into the only exit North. So other tanks move into the square. Menacing.

ON VON SYKE

Crawling aboard a Tiger tank. Standing atop the turret with his arm pointed. The canon swings slowly into position. Von Syke with arms on his hips. Turning with the gun. Cold eyes scanning --

THE CROWD

The Italian villagers. What few are left to watch. Frightened at the sudden display of force.

The TIGER TANK stops it's gun. A beat. Then it fires. The shell rocketing toward --

THE MOVIE THEATER

The building caves under the RIPPING CONCUSSION. BOOM! Another shell and the doors split wide.

VON SYKE

(Gun!)

A nearby SOLDIER crawls upon the tank and hands over his machine gun. Von Syke with the weapon. First training it on the crowd. Faces turn away. Some even praying for mercy. But quick as a flash, the muzzle raises and FIRES. BRRAAAAAPPPPP!

ON THE MARQUIS

And that looming picture of Rex Randall. Bullets tear it apart. Ripping it to utter shreds.

DISSOLVE TO:

NEWSREEL FOOTAGE

And BLACK AND WHITE pictures to go along with that VOICE OVER:

VOICE OVER

Dateline Italy. After hard winter's freeze, the Gustav line thaws. Allied troops race Northward, liberating towns and villages while German forces flee back to the Fatherland. This Polish soldier displays the spoils of victory. Pictured here with his authentic Messerschmidt rifle.

BANG! The the rifle discharges, scattering the rest of his fellow troopers.

VOICE OVER (CONT'D)

Wow! Was that close! But that'll be a handsome trophy to show your grandchildren, friend.

The PICTURE CUTS TO seaside fighting.

VOICE OVER (CONT'D)

Meanwhile, American forces take Priverno. General William "Seize the Day" O'Connor conquers the unsuspecting hamlet in typical one star fashion. Hey, General! What's next?

THE PICTURE colors itself as the General steps from an amphibious troop carrier. Destroyers in the b.g. FLASHBULBS. Press all around. He answers the question.

O'CONNOR

Rome. The Eternal City. Milan. Then who knows. Maybe I'll be knocking on the door of Adolph Hitler himself.

With his most political smile, O'Connor pushes through the press corp and marches onward. GROOMS is there at his side...

GROOMS

Sir. Reports, sir. Italian intelligence tells of a small platoon with a tank taking Castagnole.

O'CONNOR

McCann? And where did he get a tank, now?

GROOMS

I don't know, sir. But by his direction, all we can figure is that his next stop is Cremona?

O'CONNOR

What's in Cremona?

GROOMS

A train station.

O'Connor thinks. He knows Mac. His mind is whirling.

O'CONNOR

Where there's a train station, there's a train. And if I know McCann, he's not looking for a free ride to Rome... You talk to intelligence.

(more)

O'CONNOR (Cont'd)
You talk to the resistance. You
call your poor dead mother. I
want to know what's on that train.

O'Connor embarks on a jeep toward the smoking ruins of Priverno.

EXT. ITALIAN FOOTHILLS -- NIGHT

Camp. Dug into a hidden saddle. Grass and trees with a ridge
that rims around in a three-sixty. Sky and stars above. And
a bright, crescent moon for illumination.

CECIL, POPE, LIPS, REX, AND HANDS

Bedded down for the night. But boys will be boys...

CECIL
So, whaddayou gonna do with your
share?

POPE
The bakery? I'm thinkin' I'm
gonna buy out my old man and get
him some place in Florida.

LIPS
Yeah, well you guys ever play
Monopoly? I'm gonna buy Park
Place.

REX
How about Broadway?

Stutz walks by. And without losing a step...

STUTZ
Last time I checked, those places
were somewhere stateside. Like
New York City. Don't be
forgettin', now, deserters don't
pass go. Deserters go to jail...
Now, knock off the chatter. Train
day tomorrow.

Stutz moves on. Passes Felix and Boner.

STUTZ (CONT'D)
Turn off that flashlight.
(by the tank)
You boys okay? Ready for the big
day?

SGT. STEVEN
A-okay, Sergeant. Have a good
night.

ON MAC

On a knoll above the camp sight. Standing guard. He lights a cigar and watches Stutz roam from man to man. Like a father tucking in each of his children.

BACK ON STUTZ

As he checks with Sewage and the spotty dog.

SEWAGE

Hey, Sarge. Don't worry.
Everything gonna be okay,
tomorrow.

STUTZ

Get your sleep, son.

Stutz joins Mac on the knoll, who offers the sergeant a cigar.

STUTZ (CONT'D)

Where'd you get that?

MAC

Itchy fingers gave it to me.
What's his name...Brad.

STUTZ

Thanks, anyway.

But Mac knows better. He reaches inside his jacket and removes a small flask. Uncorks the top and hands it over to the old man. Stutz brings it to his lips. But first...

STUTZ (CONT'D)

This any good?

A challenging grin from Mac. Stutz takes the sip. Waiting for the worst. But when this stuff hits, it's smooth like silk.

STUTZ (CONT'D)

Yikes. Where'd you get this?

MAC

Just something I picked up along
the way. Smooth, huh?

Stutz and another sip. His eyes close and he lets the liquor drip down his throat. Suddenly he begins to LAUGH.

MAC (CONT'D)

What?

STUTZ

Just remembering. You know...
Last time we got to drinking like
this?

MAC
Don't remind me.

STUTZ
I'm just remembering how I got
you that Purple Heart. That's
all.

MAC
You got me? You got me shot in
the ass.

STUTZ
And I saved your life.

MAC
And I've been paying for it ever
since. Now drink up.

STUTZ
(passing the flask)
You just didn't remember one of
Stutz' cardinal rules. Never
assume the bastard's dead --

MAC AND STUTZ
-- until the dead bastard stops
breathing.

MAC
Okay, I forgot that once.

But the smile is suddenly gone from Stutz' face.

STUTZ
Gimme that back...
(the flask)

MAC
So, what's wrong now?

STUTZ
I just... Not that I wanna second
guess anybody's good judgment...
Especially my own, but... I'm no
longer sure about this.

MAC
It's a good plan. It'll work.

STUTZ
Aw, it's not about the plan. It's
just that these are good boys.
I shouldn't have let them do this.

MAC
So this isn't about the loot?

STUTZ
It's about both. We're not
liberating this stuff. We're
stealing it.

Mac takes a long, hard look at the old man. For a moment, maybe
Stutz is right. But...

MAC
Hey, if you want. I can take
Sewage or Pope tomorrow. You can
do this from the tank, you know.

STUTZ
Naw. That's alright.

MAC
No, it's okay. Trade with one
of the guys.

STUTZ
Forget it. We stick to the
plan...
(the smile returns)
After all, you 'n me ain't jumped
a train together since Algiers.

Now, Mac is LAUGHING.

STUTZ (CONT'D)
What.

MAC
I'm remembering... a bellydancer!

STUTZ
Oh, no. No way.

MAC
I remember a drunk sergeant,
dancing with a bellydancer.
(stands)
A very happy-to-be-dancing with
a drunk sergeant bellydancer.

And Mac starts, doing his best Stutz-doing-a-bellydance.

STUTZ
Aw, if you're gonna do me. Do
it right, now, will ya?

Stutz is on his feet. Pulling up his shirt over his mounded
belly. There he gives the lesson. His stomach undulating with
the Tunisian song he hums.

MAC
Yes. Yes! That's it. That's
you! My God, look at that thing.

STUTZ
Stand back, son. Learn another
somethin' from the old man.

CUT TO THE CAMP

And not a sleeping face in the platoon. All awake and wide eyed
as they watch --

UP ON THE KNOLL

Mac and Stutz. Stomach's exposed and doing a moonlit belly
dance.

CECIL
What the hell is that?

POPE
I dunno. For luck, I think.

LIPS
We hope.

CECIL
You white boys...

FADE OUT:

EXT. TRAIN TRACKS -- DAWN

The treasure train is back on track. Charging its way down a
winding railway. Those troop cars pulling up the rear.

REX'S POV

From high atop a mountain. He calls in what he sees.

REX
(into a radio)
Heeeeere she comes. I count five
cars at the head. Troops in the
rear. Three cars and a flatbed.

STUTZ (OVER RADIO)
Roger and out.

EXT. SWITCHING STATION DOWN THE LINE

A small booth between the diverging rail lines. The main line
going straight. The turning line moving down the mountain.

Two GERMAN SOLDIERS guard the booth. Lazily passing a
cigarette.

ACROSS THE TRACKS

In a ditch lays Lips with Pope, Felix, Boner, and Holden.

HOLDEN

Okay, so there's where the switch is. Now, you guys are taking out the guards and I'm gonna pull that lever.

POPE

So, who put you in charge?

HOLDEN

It's my plan...unless you morons got a better idea.

POPE

Yeah. You take the guards and we pull the lever.

LIPS

Hey hey. Knock off your noise. This is easy duty. You want hard duty, join the marines.

EXT. A HILLSIDE ABOVE THE TRAIN TRACKS

Laying low are Mac and Stutz. Sewage and Hands behind them.
A WHISTLE BLOWS!

THE TRAIN

On its way. It reaches a gully, then starts a slower trek up a slope.

INT. THE TRAIN

One of the cars bearing RACKS AND RACKS of Italian valuables. A tiny aisle down the center. Mueller moves cautiously through, inspecting. That young lieutenant follows with a steno pad.

OFFICER

(By my count, sir, in marks, this car could refinance the Eastern war effort for three months.)

MUELLER

(Yes. The Furher will be pleased with me.)

~~EXT.~~ THE TRAIN

Those troops. Some piled on a flat-bed car. Legs hanging over the side and machine guns in their laps. What a day to be outside.

ON THE HILLSIDE

Mac and the guys are poised. The train is slowing with every inch. They're ready.

MAC

When I move, we all move. Ready?

Nods all around. Mac hunches down. Watches that train. Timing...timing...

MAC

Go!

DOWN THE HILLSIDE

Mac slides. Stutz behind him. Hands, then Sewage. The train chugging by. Mac catches a railing and pulls himself up. Stutz follows suit. Then Sewage, who lends himself to Hands.

ON THE BOX CAR

All four men hanging from the side. Leaning off the car some, Mac counts from the engine. One, two, three, cars. And counting toward the rear. One, two cars. He points.

MAC

Alright. Two cars to go. Let's get moving.

Hands starts, inching his way toward the rear. The others follow.

CUT TO OVER THE HILL

And the SWITCHING BOOTH. Those two GERMANS without so much as a clue.

CUT BACK TO THE TRAIN

And Mac. Once again, carefully leaning away from the moving car. Looking past one more box car he sees --

The box car and after that -- those troop cars and the flat-bed covered with sunning Germans.

A nod from Mac and --

HANDS

With assistance from Sewage, he swings underneath the car to the undercarriage. Only two and a half feet of clearance between the car and the track. The rungs WHISTLE by. Hanging upside down, Hands crawls his way along the bottom of the car until he reaches the hitch. Above him, the space between the cars.

HANDS' POV

From the ground looking up -- Mueller EXITS the rear car, moving forward with the young officer following. The REAR CAR DOOR is padlocked shut.

MUELLER

(There will be no more delays.
We will feed them in Rome.)

YOUNG LIEUTENANT

Yavol, heir Mueller.

ON HANDS

Statue still until they pass, then he rockets underneath the next car. Crawling hand over hand toward the hitch connecting the the box car which he's under to the troop flat-bed.

CLOSE ON A PIN

A bolt that once pulled will release the flat-bed and the rest of the troop cars. Hands pulls himself up from underneath, still hanging, but using one hand on the hitch and the other reaching for the bolt.

ON STUTZ

Along with Mac and Sewage. Still clutching the side of the car, he looks ahead. The hill cresting only fifty yards ahead.

STUTZ

Not until the top of the hill...
Not until the top of the hill...

BACK ON HANDS

Waiting underneath. He, too, talks to himself.

HANDS

Not until the top of the hill...

THE TRAIN

Crests the hill.

MAC

Wait... Wait...

Mac's car crests --

MAC (CONT'D)

Now!

~~Stutz~~ Stutz points to Sewage. Sewage WHISTLES.

AND HANDS

Reaching upward, he pulls that pin and the hitch drops!

CUT BACK TO -- THE SWITCHING BOOTH

The two Germans note the coming train. Decide to straighten up their act by putting out those cigarettes and donning helmets.

ON LIPS

He pushes Holden.

LIPS

Go... Go!

Holden jumps from the ditch and makes for that switch just forty yards up the track.

CUT BACK TO THE TRAIN

Plunging downhill. The flat-bed car separating from the rest. Still moving. But definitely unhitched.

ON LIPS, POPE, FELIX, AND BONER

Four men, walking in a line toward the switching booth.

ON THE GERMAN SOLDIERS

They look up. See them coming. But don't register the fact that they're the enemy. One of them waves. But the other. He does a quick double take. Enemy! They reach for their guns.

Too late. Lips and the gang are BLASTING. Machine guns spitting lead all over the place. The Germans and booth are plastered with bullets.

WRRRRRROOOOOOOMMMMMM!!!!

The train roars by! Cutting between the Americans and the dead Germans.

ON HOLDEN

At that switch. A TALL LEVER to be cranked. He waits. Sweating with every heartbeat.

ON THE TRAIN -- OVERVIEW

Racing toward the switch. The distance between the box cars and the troop cars widening. Ten yards. Fifteen.

ON HOLDEN

As the engine ROARS past. Wind at his face. He waits for the moment. His moment. He counts cars.

HOLDEN

One... Two... Three... Four...

Five!

He cranks the lever. It won't budge. No! He cranks it again. It's stuck!

THE TRAIN -- The front section past. The trailing cars with the troops rapidly nearing the switch.

THE TROOP FLAT-BED -- The troops standing. Wondering what the hell is going on. As they pass the switching booth they see the devastation. The dead Germans.

BACK ON HOLDEN

That Lever Won't Go! Panic all over the guy's face. He looks around. Nobody to help. Nothing but his gun. His gun! Grabbing it by the barrel, he swings it like a bat. BANG! BANG!

ON THE TROOP CAR

The Germans pointing. ONE GERMAN raises his rifle. Another!

BACK TO HOLDEN

The car flying toward him. With one last, mighty swing of the bat! BANG! The lever drops.

ON THE TRACK

The rails switch and --

THE TROOP CARS

Swing a hard right. Past Holden and disappearing down the hill.

CUT TO FURTHER DOWN THE TRACKS

The train keeps moving. Mac and Stutz. They stand with Sewage and Hands on the platform between the rear, PADLOCKED CAR and the next car.

MAC

Okay, Stutzy. High road or the low road? You call it.

STUTZ

I was on top last time. So I'll take heads.

A coin is tossed. It comes up heads on. Mac loses.

STUTZ (CONT'D)

After you.

Mac swings his rifle over his shoulder. Starts up the rear ladder toward the box car roof. Hands follows. Stutz turns to Sewage.

STUTZ (CONT'D)
Watch from the rear.

SEWAGE
Right-eeo.

A salute from Sewage as Stutz disappears INTO the forward car. Then Sewage turns to the rear car, planning to walk right though. But that PADLOCK. The door is locked shut. Sewage will have to go over the top. So he climbs.

CUT TO FURTHER DOWN THE TRACKS

As the Sherman tank pulls into position. Backing up onto the tracks and twisting the turret in the direction of...

BACK ON THE TRAIN

Mac and Hands runn along top of the box cars. Leaping from one to the next.

INSIDE THE CARS

Darkness. Stutz, holding his rifle forward. Bumping into this. Trying not to stumble over that. Just pushing for the light coming through the next door.

BETWEEN CARS

Stutz EXITS one. Takes himself a breath of fresh air. And ENTERS the next car.

BACK TOPSIDE

Hands holding onto Mac's belt. They race toward the engine. Two cars left to go. Mac jumps. THUMP THUMP. Both feet landing firm on the next car. But Hands stumbles. THUD!

CUT TO MUELLER'S CAR

His office on wheels. Both he and the young lieutenant look up. That THUD and the SOUND OF FOOTSTEPS.

BACK ON STUTZ

Pushing though the next car. More darkness. And again the light coming though the next window. He serpentines his way through the boxes and crates. And just as he makes it to the door.

A SHADOW moves into his way. And WHACK! A gun butt strokes across Stutz' face. He falls to the floor. The figure moves forward. Into a crack of light and it's --

MUELLER

There with a rifle at Stutz' throat.

STUTZ

Gutten aben.

Stutz lashes forward, grabs the gun by the muzzle and tosses Mueller to the side. CRASH! Mueller tumbles over some crates

DARKNESS

Nothing but black in this car. The two men GROPING AROUND. SMACK! CRACK! A gunshot. POW POW! Then Stutz --

STUTZ

C'mon, you sonofabitch!

OOOF! Someone is kicked. More BANGING. More slugging.

BACK TOPSIDE

Mac and Hands. One more car to go, then the engine. But just as the train makes a bend. Mac can see --

THE TANK

Parked on the tracks.

MAC

We're late!

He leaps onto the ENGINE.

INSIDE THE TANK

Sgt. Steven watching through his portal.

SGT. STEVEN

Alright, McCann. Let's see you make this baby stop.

ON MAC

Above the ENGINEER'S WELL. Two Germans and an ENGINEER move about the confined space.

Mac gives one last look to the tank, before blindly dropping into the well. Surprise attack! CRACKING his rifle over the head of one soldier, then swinging on and blasting the other.

ON THE ENGINEER

He crawls out of the cabin and climbs topside.

TOPSIDE

As the Engineer pulls himself up, he sees Hands. Frightened, he reaches for his gun and -- BRAAAAAPPPP! Hands instinctively blasts and the dead Engineer tumbles off the train.

MAC

Hands!

HANDS

(appears from above).

What, Mac?

MAC

You just killed the engineer.

HANDS

Oh... I can fix it.

BACK IN THE TANK

Sgt. Steven gets nervous as the train shows no sign of slowing.

SGT. STEVEN

It'll stop, I say... Goddammit,
stop!

BRAD

I say we blast 'em!

STEVEN

Our boys are on the train! We
drive. Turn her over.

Cecil reaches for the ignition. Turns the key. Nothing. He
tries again and ENGINE TURNS OVER -- SPUTTERS -- THEN DIES.

CECIL

Won't go. We need a mechanic.
We need Hands?

Sgt. Steven turns back to the portal. He knows where Hands is.

ON THE TRAIN ENGINE

Hands perusing the controls.

HANDS

Italian, huh?

MAC

Goddamn right it's Italian. Now
stop the Goddamn train!

Mac looks back out. The tank at only a hundred yards.

MAC (CONT'D)

Move it guys. C'mon, MOVE OUT!

IN THE TANK

Sgt. Steven decides.

SGT. STEVEN

BAIL OUT!

OUTSIDE THE TANK

And that oncoming locomotive. The lids pop up and the tank crew crawls out lickity-split.

MEANWHILE -- IN THE BOX CAR

Stutz and Mueller. Two men from previous wars. Pounding on each other. Glimpses through cracks of light. THUD! WHACK!

OUTSIDE

The train. The tank. Only seconds until KUUUUHHH---RRUUUUNCCH! The two collide and the tank is demolished by the steaming train. SCREAMING and TWISTING METAL.

BACK IN THE BOX CAR

The collision throws both men off their feet. Something falls from a crate. It practically falls into Stutz' hand. It's big. It's heavy. The old sergeant seizes the opportunity, and, as he hefts it high --

A GLEAM OF LIGHT

Catches the object. A true artifact. A cross of gold. Stutz swings it Southward into Mueller's skull.

OUTSIDE

At the join of two box cars, the door slides open to reveal Stutz. Bloody and beaten. That gold cross in hand. And standing before him...

THE YOUNG OFFICER

Shudders at the sight of this bloody wonder. His hands wrapped around a Luger held at his side. Stutz shakes his head.

STUTZ

Don't do it.

Just a boy filled with so much fright. He drops the gun.

STUTZ (CONT'D)

Jump, then... C'mon. Go ahead.
Get outa here.

The young officer stands frozen still. Finally in German.

STUTZ

(Jump!)

The boy, understanding, takes his cue. Leaping from the moving train. Stutz drops the cross. Heaving his deepest SIGH.

CUT TO THE ENGINE

Where Hands just about has things figured.

HANDS

Okay, throttle here. Braking system here. Double braking system, really. This must be...

A LEVER WITH A CLUTCH -- Hands pumps it forward. A HISS as the train slows a bit. The ENGINE withdrawing power.

ON MAC

He looks down the track. Those steel rails bending around a mountain.

MAC

No...

MAC'S POV

Just around that bend there sits a mass of military muscle. A whole DIVISION OF MEN.

MAC

No... It can't be...

A CLOSER LOOK

Reveals the army. THE U.S. ARMY! Troops and trucks and armored personnel carriers and --

GENERAL WILLIAM O'CONNOR

Seated on a horse. Dead in the middle of the train tracks as if posing for pictures. As a matter of fact, he is posing for pictures. Those all familiar members of the O'Connor PRESS are there to capture this event.

MAC

You figured out that other brake yet? This would be a good time.

ON THE GENERAL

As he leans down from his horse to whisper in Grooms' ear.

O'CONNOR

First we arrest that lowlife, McCann. Then we get some pictures of me with the loot. I'll make some kinda statement about saving Italy's riches from Hitler and world tyranny, etcetera...

GROOMS

Good sir.

O'CONNOR
ADVANCE ON MY ORDERRRRR!

ON THE TRAIN

As it slows to a stop. Mac at the engineer's window. All eyes on him.

O'Connor raises his sword to call the advance.

ON MAC

His eyes on O'Connor. Thinking...thinking...with the general only twenty yards away.

MAC
Hands. Is there some kind of
reverse switch on this thing?

HANDS
You're holding it.

CLOSE ON MAC'S HAND

He's gripping a lever. Looking at it, Mac shoves it downward.
REVERSE!

ON THE WHEELS

They spin at first against the track. The train is REVERSING.

O'CONNOR

That sword raised. But the train is going...backwards?

ON MAC

A thin smile gracing his face. He salutes the general mockingly as the train picks up speed. Pushing backward around the bend.

BACK ON O'CONNOR

Once again with egg all over his regal face.

O'CONNOR
After them!

As he starts his horse, Grooms is there to grab the reins.

GROOMS
Sir, that's a train. And it's
going South. Rome is our target,
sir. Rome is North.

O'CONNOR
I'm well aware which way is Rome,
lieutenant! I'm going after
McCann!

He wheels the horse and is off down the tracks. The army follows.

CUT BACK TO THE TRAIN -- IN A BOXCAR

Stutz moves through the darkness, stepping over Mueller's body and making for the side, loading door. With a crank, he heaves the slider open to a wash of daylight and --

A SPLASH OF RICHES

Suddenly revealed in all its glory. Cases and boxes and crates of gold and jewelry and religious artifacts. The Mother Lode. A vault of unimagined treasure.

ON STUTZ

Awed. Mouth agape. All cynicism in the man vanquished by such a sight.

STUTZ

My Jesus... My sweet Jesus...

Turning around in place. It seems all there is to see are riches and wealth. The man is stunned by the vision of it all.

ON MUELLER

The body. Or so it seemed. It stirs.

CUT BACK TO THE ENGINE

Mac slapping Hands on the back.

MAC

Keep it chugging. I'm goin' back to check on the old man.

HANDS

Got it.

Mac EXITS.

BACK IN THE BOXCAR

Stutz carries the gold cross, laying it reverently into an open crate.

~~THE~~ SHADOW

Rises in the background. Mueller. Indentation in his skull. Face covered with blood. He raises and --

CUTTING BACK TO MAC

Moving through the OFFICE CAR. BAM! A gunshot. Mac freezes, then like a shot he's moving. Blasting through the doors -- crossing the platform between cars -- moving into the --

BOXCAR

Light filled with all that treasure. And Stutz. Laying face down against the crate. Bullet hole behind his ear.

MAC

NOOOOOOOOOO!

AT THE FAR DOOR

A figure pushes at it. Sliding it open. Mueller!

MAC

Screaming bloody murder. He rushes at Mueller, machine gun SPITTING FLAME AND LEAD.

MAC

BASTARD!!!!!!!

MUELLER

Halfway out the door is cut in half -- blown backward by the hail of bullets and falling onto the platform.

MAC

Moves to the doorway. Gun pointed down at Mueller. Hate in his face. But the German, near dead anyway, has no strength to hang on. A moment of pause, before his muscles give way and he falls to the tracks. Diced to pieces by the train wheels.

AND THROUGH THAT YAWNING CARGO DOOR

The train gliding through a tree-lined pass. Mac in the open doorway. He holds his dead sergeant in his arms. The pain of it all.

MONTAGE -- THE TRAIN

Slowing enough for the tank crew to leap on as it passes. Sgt. Steven. Cecil. Brad.

And further down the line. Lips and Rex and Pope and Holden and Felix and Boner and Washington. All the guys. Even the spotted dog running along and lunging into Sewage's waiting arms.

All aboard the treasure train.

EXT. FARMLANDS -- MID-DAY

Where the railway cuts through the green, green Italian fields. The train is stopped. Motionless.

ON THE OPEN BOXCAR

All the men standing amongst the captured treasure. But who cares. Laid out like the corpse of a dead king is their beloved Sgt. Stutz.

MAC

Shovels.

EXT. THE SAME -- LATER

Underneath a sprawling elm, Stutz is laid to rest. In a simple grave with his rifle and bayonette.

MAC

Anybody got anything they wanna say?

Speechless, all of them. Heads down.

MAC (CONT'D)

Okay, I guess it's to me, then.
(uneasy pause)

A man... He comes into this world with nothin'. And he leaves with nothin'... If Stutz were here, I bet he'd say it's the ride that counts.

ON MAC

With that gold cross -- the weapon used by Stutz. Holding it by the cross bars, he shoves the base into the dirt. A fitting headstone.

ONE BY ONE

The men take shovels full of dirt and say their final farewells. Some with tears. Some are still in shock. Sewage steps up to Mac.

SEWAGE

I can finish it if you want.

MAC

Yeah.

(then to the rest)

ALL OF YA. BACK ON THE TRAIN.
WE'RE STILL IN ENEMY TERRITORY
OR HAVE YOU FORGOTTEN?

Mac turns and starts for the train.

LIPS

Hey Mac! And no, we haven't forgotten where we are. But we just buried Stutz! Don't that mean anything?

MAC

That means plenty. But you think he'd be standing around crying over your dead butt? We got a mission to complete, soldier.

Incredulous looks from all the men. Cecil turns to Pope.

CECIL

Hey, man. Who died and put him in charge?

MAC

STUTZ DID! NOW, I WANT ALL OF YOUR BUTTS ON THAT TRAIN AND LET'S FIND OUT WHAT WE GOT.

(turns to move again)

If we can cut one car loose we can lighten our load and maybe save some time!

ON SEWAGE

Still at the grave.

SEWAGE

Oh, yeah. Mac? That last car's got a padlock on it.

MAC

SINCE WHEN'S A GODDAMNED PADLOCK EVER STOPPED US?

CUT TO THE REAR BOXCAR

All the men standing outside the cargo door. Mac leaping onto the step-up. With his rifle butt he WHACK, WHACK WHACKS! Pounds at the padlock. One more time. WHACK WHACK! The lock gives. Mac unhooks it, tosses it aside, and...

...with a mighty pull...

THE CARGO DOOR

Sliding open.

ON ALL THE FACES OF THE MEN

²⁶ total disbelief of what they see. Those children, huddled together. Dirty, smudged faces. Frightened to death by these men. Are they liberators, or executioners? The kids staring at the men. And the men, staring back at the kids.

SEWAGE

They're all kids.

REX

Yeah, but who's kids?

POPE
Where did they come from?

MAC
(steps forward)
It's okay. We're not here to hurt
you. We are Americans.

Mac repeats in German, but to no avail. The children don't understand. They are still frightened.

CLOSE ON LIPS

He knows who they are. And deep inside he knows the language
He moves close to them.

LIPS
(in Yiddish)
(My name is Jerome. But my Hebrew
name is Joshua. Do any of you
share my name?)

This, they understand. The children look amongst themselves.
Then pushing through to the front is a TALL BOY. He musters
up a proud smile.

TALL BOY
(My Italian name is Guiseppe.
But my Hebrew name is, too,
Joshua.)

Like a well-healed young man, the Tall Boy steps forward and
firmly shakes Lips' hand -- who suddenly turns to reveal --

LIPS
They're all Jewish!

ON THE SPOTTED DOG

The animal leaps up onto the car, tail wagging madly. There,
it finds the smallest of the children and a friendly face to
lick. The ice is broken.

EXT. THE TRAIN -- LATER

The train wheels begin to move. Hands at the engine.
Washington, Felix, Boner on the cars. Keeping a lookout, but
keeping low. Elsewhere, keeping a watch are Cecil and Brad.

IN THE OFFICE CAR

The rest of the gang. A map is spread out against a wall.

HOLDEN
We shoulda left 'em. You said
yourself they could slow us down.
Besides, what are we supposed to
do with a bunch of kids?

LIPS

What were the Germans doing with
a bunch of kids?

MAC

Well, we sure as hell can't leave
'em in some beat field. No.

(to the map)

Okay, now show me where we are.

HOLDEN

Somewhere here. Just North of
Verde.

MAC

Alright, so this was our route...
Traveling to this junction here.
Then West to the Mediterranean
coast. From there. Switzerland.

LIPS

But what about the children?

MAC

There! Our detour.

HOLDEN

Detour! That's not a detour,
that's a disaster!

REX

What is this place, Mac?

MAC

Di Sotto. The Italian resistance.
(taps his finger on the
mark)

I know someone there. She'll take
them.

EXT. FARM -- DAY

The train begins to move as --

SEWAGE, FELIX, AND BONER

Loping along with large milk canisters under their arm. A
farmhouse behind them -- and the FARMER and his WIFE kindly
saying goodbye.

EXT. THE TRAIN

Full speed ahead. Blazing through the countryside.

THROUGHOUT THE CARS

Children seated each and everywhere. Some of the guys easing
through them. Smiling. Pouring the kids more milk.

The dog licking the mustached smile from one YOUNGSTERS'S face.
She GIGGLES.

MEANWHILE -- THE ENGINE

Mac is on a mission. Eyes fixed down the track.

MAC

How long?

SGT. STEVEN

How fast we going?

HANDS

I figure. Sixty. Seventy
kilometers.

SGT. STEVEN

Okay. Maybe the junction by
twenty-one hundred. And this
place, Di Sotto by daylight.
How's our fuel?

HANDS

We'll make it.

(tapping the gage)

Just barely, but we'll make it.

MAC

Right.

EXT. ITALIAN TRAIN YARDS -- DAY

The whole division piling onto a MASSIVE TRAIN. Troops,
photographers, tanks. Even the general's horse is led on.

CUT TO THE ENGINE

Or engines. One, two, three locomotives are hooked together.
This railroad wants to move.

ON GENERAL O'CONNOR

Being driven down the line. Standing up ala Patton, inspecting
the human and military freight. Grooms in the seat next to him.
He plasters a map against the windshield.

GROOMS

Sir. The train line splits here.
At Verde. From there Mac can only
go due South. Or West to the
Riviera. It's hard to say which
way --

O'CONNOR

I'll know.

GROOMS
How will you know?

O'CONNOR
(turns and screams)
Because you'll find out! And then
you'll tell me!

GROOMS
Yes...
(takes his moment)
Now, sir. In all due respect.
If we leave half these troops
behind, we could make even better
time. I mean, how much trouble
can McCann be?

O'CONNOR
Wherever there's McCann... There's
trouble.

EXT. VERDE JUNCTION -- NIGHT

A sleepy little town with a train station. Stars out. Night
has fallen quietly.

THE TRAIN STATION

Deserted, except for the usual GERMAN SOLDIERS. On alert, but
how alert can you be at this hour? A ticket office serves as
a COMMUNICATIONS DEPOT. Soldiers pass around coffee.

ON ONE SENTRY

Walking his German Shepherd up and down the platform. The dog
sniffs at the air. Then a GROWL. The Sentry holds a beat,
looks up the line, then down. Nothing.

BACK IN THE TICKET OFFICE

A card game is started. Nothing new here.

BACK OUTSIDE

The dog, GROWLING again. Then a BARK. Louder. The Shepherd
begins to pull at the lead. Finally, leaping from the platform.
The Sentry pulls his gun and a flashlight.

SENTRY
(Halt!)

THE FLASHLIGHT BEAM

Catches a rabbit. The German Shepherd giving chase.

The Sentry eases. Dropping the beam and the gun to his side.
He turns up the tracks just as --

VVVVVVRRRRRRRRRRROOOOOOOOOOMMMMMMMMMM! THE TRAIN. It roars past like some black behemoth of the night. No warning. No lights. And as fast as it came...it is gone.

The Sentry whips a look over to the ticket office. Glued faces at the window. What the hell was that?

INSIDE

A COMMUNICATIONS SOLDIER rolls his chair over to a radio. He makes a call.

EXT. GERMAN FIELD HEADQUARTERS -- NIGHT

But hardly quiet. An evacuation is taking place. Trucks and troops, loading up and moving out.

INT. HOTEL

A dark room where Von Syke sleeps, despite the swashing of lights and the continuous RACKET OUTSIDE. A young CORPORAL ENTERS. Wakes him.

CORPORAL
(Colonel Von Syke. Please! A message for you?)

EXT. HOTEL

Von Syke EXITS onto the street. He waves down the first passing armored vehicle, leading a caravan of personnel. In it, a SERGEANT.

VON SYKE
(I need men! I need tanks!)

SERGEANT
(Of course, you do. We are all moving to the North.)

VON SYKE
(The war is to the South! I Need Tanks!)

SERGEANT
(But sir. We are in a retreat. The front is crumbling. They are ordering us to Rome!)

VON SYKE
(And I am ordering you to assemble a hundred men. Five tanks. And transportation to take me eighty kilometers by tomorrow. Yes?)

The Sergeant dares himself to order the caravan ahead. But Von Syke's steely glare is more persuasive.

EXT. THE VILLAGE OF DI SOTTO -- ESTABLISHING -- NIGHT

On the low plains. The town is set across a wide, craggy gorge. A railway bridge spans the black chasm leading into the village where the only remarkable landmark is a church steeple rising into the night sky.

THE TRAIN DEPOT

As it is. A stucco building without even a platform. The tracks just passing by it. Lights out. Nobody home.

The train CHUGS quietly to a stop, the engine EXHALING in a plume of steam.

MAC

Steps off of the train. Sgt. Steven behind him.

SGT. STEVEN

So, how will you find her.

MAC

If she's here... She'll Find Me.
Or so she said. You're in charge.

SGT. STEVEN

(mock salute)

Yes, sir. Corporal McCann, sir.

MAC

You know what I mean.

SGT. STEVEN

You got thirty minutes, soldier.
If you ain't back, this is one
black behind you won't see unless
you make the Riviera.

MAC

I'll remember that.

CUT TO THE TOWN SQUARE

Smallish, but like all these Italian towns. There is a square at the center. A dried-up fountain and a church.

Mac ENTERS the square with purpose in his stride. One could not mistake the man for anything but an American soldier. Uniform. Machine gun slung at his side. Helmet on. At the center of the square, he stands. Letting his eyes do the walking. From window to doorway to window.

He knows he's being watched. But he's not afraid.

ON THE WINDOWS

From the blackness, FACES can be seen in shadow. Fingers pointed. Lips whispering.

ON MAC

He waits. As if he knows that soon enough...

A MAN

Youngish Italian. LUIS. He stands at a corner. Watching Mac. Eyes full of suspicion. Rifle aimed. His voice ECHOES.

LUIS

Who are you?

MAC

American.

LUIS

I can see you're American. Who are you?

MAC

I'm looking for a woman. Her name is Therese.

Luis steps further into the square. That rifle leveled.

LUIS

I do not know a Therese. Who is Therese?

MAC

I don't have time for this shit. Just tell me if she's here.

LUIS

I ask the questions. You tell me who you are. I tell you if I know Therese.

Mac thinks about this. He knows what he has to say. It's just not something he used to.

MAC

I'm her... boyfriend.

Luis nods and lowers the rifle. It's okay. But Mac, he turns to leave.

MAC (CONT'D)

Train station. Tell her she's got ten minutes.

CUT TO ONE OF THOSE WINDOWS

And there she is. Therese. She was watching the whole scene.

EXT. DI SOTTO DEPOT

The local RESISTANCE. Six men moving in tight quarters down the narrow street. Vests and berets. Shotguns slung over their shoulders.

AND THERESE

At the lead. Same uniform. But her, with a machine gun. She's still all business. The obvious leader.

ON MAC

Steven, , and Rex behind him. He waits. Tipping his helmet back to get a better look at her.

MAC

It's nice to see you again.

THERESE

I'd like to say the same, but I don't know why you are here. You have something for me?

MAC

Yeah, okay. This way.

Mac starts to walk. She follows, but taking a beat with Rex.

THERESE

Rex Randall. I saw your movie in Castagnole...

REX

Really, well...

THERESE

It wasn't so good.

She moves on. Meanwhile, Lips puts his arm around the crestfallen actor.

LIPS

Hey. It's wartime. She's bitter. Whaddaya gonna do?

CUT TO THE TRAIN

All the children lined up like perfect school kids. And Therese walking down the rows. A warm smile for each face.

THERESE

(in Italian)

(And what is your name?)

THE BOY

Alfonse.

One of those smiles for the boy before she moves on. Inspecting the rest of the children before turning to...

...Mac.

THERESE

Are you serious?

MAC

Serious what? This is what you do, isn't it?

THERESE

Yes. Jews. Gypsies. Some academics. But two or three at a time. Here, you have fifty... Fifty children. How am I going to protect this many?

She looks hard at Mac. Then back at those kids, perusing the other guys while she's at it. Finally, back to the man.

THERESE (CONT'D)

Why are you here?

MAC

The children. We brought them to you.

THERESE

No, no, no. Why are you here? You are the Americans. You've got the guns. You are liberators, or so you say?... No. There is something else. I know you.

Once again she turns. But this time to look at the train. Those extra box cars.

THERESE (CONT'D)

McCann? What else have you on the train?

Mac looks at his guys. Then to her.

MAC

Money. Gold. Jewels. Lots of the stuff... Listen. We came way the hell out of our way to bring you these kids. We didn't have to. But we did anyway. You want 'em or what?

THERESE
And this treasure? Did you steal
it from the Germans? Or did you
liberate it?

MAC
Lady. That's not the issue here.

THERESE
That's exactly the issue. You
think delivering these
children...here? You think this
absolves you of your sins? You
steal from the Germans what they
stole from the Italian people!
You... All Of You. You aren't
liberators. And you aren't
heroes. You're nothing more than
common thieves.

(turns to Luis)
Take the children to the church!
They are better off with people
they can trust.

She turns and leaves. Leaving one last glare of contempt for
Mac. The other resistance members herd those children along.

EXT. CITY STREETS -- DAWN

Up these tight streets. The children are kindly ushered along.
But quickly. The day is dawning and they must be hidden.

THERESE

Slowed by a brother and sister pair. TWINS. Each holding a
hand. Luis bringing up the rear behind them.

Up another tight alley. And around another bend...

TANKS!

Von Syke's. They roll to a stop. Filling the entire street.
Lids pop up and SOLDIERS -- machine guns aimed.

The resistance men. The children. Therese. All caught. All
but...

LUIS

Ducking away into a doorway. Unseen by the Germans.

EXT. DI SOTTO DEPOT -- DAWN

All the guys. Looking to Mac.

SEWAGE
So, Mac. Whadda we do? We movin'
out?

Mac slowly walks through them to a box car, throwing open one of those cargo doors. The interior gleams with neatly stowed treasure. Picking up a crowbar, Mac tears into one of the crates. Revealed are...

STACKS OF SHINING GOLD BARS

And in them a reflection of the whole scene. All the men staring up at it all.

MAC

So what do you see? Any of you see Easy Street? See dames and fast cars?

HOLDEN

I see early retirement.

MAC

Do any of you see what Stutz died for?

No answer. Empty faces. So Mac moves up to Lips.

MAC (CONT'D)

How 'bout you. Whaddayou see?

LIPS

Man, I'm starin' at all that loot...

(shakes his head)

But all I see is them kids.

MAC

Maybe Lips, here, was right? Maybe when this ol' war is over, all's gonna be left are the Generals counting up their medals. Basking in the glory of... who knows what when it's done... But what I'm thinking now, is that when the war is over the record books should show that Stutz wasn't a thief... They'll show that Stutz died a hero.

HOLDEN

Now, wait just one minute! What are we talking about here? We went A.W.O.L. remember? We deserted! We go saving those kids we just as well may be turning ourselves in. Is that what we want? Back to square one?

Mac ignores, moving over to other soldiers. And one by one...

MAC
So, what do you see?

REX
Me? I don't see any glitter.
I just see a train.

MAC
And you?

POPE
I don't see shit in there. Just
empty boxes.

MAC
How 'bout you.

SGT. STEVEN
Duty is what duty does.

MAC
And how 'bout you, soldier. What
do you see in that ol' boxcar,
there?

It's Cecil. But he's not looking at the car. He's looking at
all the other guys.

CECIL
Know what I see? I see a bunch
a crazy white guys.

Then that wide smile of his. He's in.

MAC
So, Mr. Holden. Your eyesight
any better yet?

HOLDEN
Yeah, yeah...

CLOSE ON THE GOLD BARS

The reflection of them all now. Mac included.

MAC
Well, I see twelve guys Stutz
woulda been proud of.

LUIS

Appears at the corner. Heads turn.

LUIS
There is trouble.

EXT. TOWN SQUARE -- SUNRISE

Tanks. Weaponry. And most of all -- GERMANS. Crawling around the place. Edgy. Lacking in sleep.

MAC, SGT. STEVEN, LIPS, AND REX

Advancing on a line. ENTERING the square without reservation or an apparent fear. But like the snapping of a whip, those Germans turn and raise their guns. All chatter stops.

MAC

Coolly stops. Puts his machine gun down. The others follow suit.

INT. THE CHURCH -- MORNING

Sunlight streaming in through stained glass onto --

THE CHILDREN

Seated in the center pews with the other men of the resistance. Surrounding them, and in the balconies are Germans, machine guns trained on the prisoners.

Von Syke, at the altar, questioning Therese. He backhands her. SLAP! He face turns away from the frightened children.

VON SYKE

Das Americans. Where are they!

KUH-SHUNG! The church door opens to reveal Mac and the others. Sgt. Steven, Lips, and Rex. Hustled in at gun point. A smile from Von Syke as he straightens.

VON SYKE

Ah, but this can't be all of you?
(Bring them closer!)

Mac is pushed up the aisle. The others follow.

VON SYKE (CONT'D)

After all this time. And I don't even know your name.

(then to Rex)

But this one. His name is familiar. Rex Randall, yes? Though, I must say, and encore of your last performance will not be necessary?

MAC

We're here to negotiate?

VON SYKE

(laughs)

And with what? Tell me what keeps me from shooting you dead right now.

MAC

How about an entire division of the U.S. Army.

VON SYKE

Ah, the cavalry is fast approaching. I'm afraid this isn't one of Mr. Randall's movies.

MAC

Then how about four boxcars of gold, silver. You name it. You stole it first.

This registers with Von Syke. He takes a moment to recall. He knows the mission.

VON SYKE

Mueller's.

MAC

Now, whether you like it or not. I got one hot General on my ass. I give you the loot. You give me the children. Simple as that.

VON SYKE

And who is this general?

MAC

O'Connor.

VON SYKE

Wrong. I have information that shows O'Connor making for Rome. Why would you have me believe he is going South, when it is obvious the allied victory is North?

MAC

I'll tell you why. Because there's one person O'Connor hates more than Adolf Hitler... And that's me... He's coming... He'll be here. Now all we want is the kids. We cross the bridge. Turn ourselves in. And this little meeting between you and me never happened.

Von Syke thinks about it. He takes his own good time.

VON SYKE

The children... for the treasure.
That is your offer.

MAC

Yes.

VON SYKE

No! The children for the
treasure... and you. I may need
insurance.

(begins to circle)

Yes, I can see why this O'Connor
doesn't like you. I don't like
you. You are not a soldier. You
are a misfit. And I'm tired of
the German army held in retreat
to renegades like yourself. So,
you must say goodbye to your
comrades. Because the war ends
for you...today.

Mac looks at the children, then Therese. Finally, Von Syke.

MAC

Deal.

LIPS AND REX

What!... No way!... Don't do it!

MAC

It's done. Now you guys get these
kids outa here... You're in
charge, Sergeant. Call the order.

SGT. STEVEN

(understands)

Allright, men. Let's move it out.

As ordered, they do so. Motioning the children to move. The
resistance men along with them.

MEANWHILE

Therese as she leaves with the children. Passes by Mac. She
stops, lifting her head in a brief show of approval.

MAC

So, I guess the chance of me
seeing that sunrise ain't lookin'
so good.

She kisses him. A real kiss. Then she, too, is gone.

EXT. VERDE STATION -- THE SAME TIME

O'Connor's mega-train bearing that entire division of American
troops.

Soldiers perched along the tops of the cars with machine guns pointed at --

THE GERMANS

Guns down. Hands up. And ONE OF THOSE SOLDIERS gladly pointing Southward.

EXT. DEPOT AT DI SOTTO -- MORNING

Moving out. The treasure laden boxcars are unhitched. The engine is turned around. And all children are loaded into the single, office car.

Meanwhile, a small contingent approaches Sgt. Steven. Cecil, Lips, Rex, Hands, and Sewage.

REX

Sarge, we just wanna say... We don't like this. We don't like this at all.

LIPS

We can't leave Mac. Not like this.

SGT. STEVEN

I don't like it any more than you do. But you were there. You heard the man. Our responsibility is those kids. Now lets move it out. Now.

Reluctantly the men step away. Climbing aboard. All but Sewage.

SEWAGE

Sir. May I have a private word with you?

TIME CUT TO THE TRAIN

Chug-chugging. Rolling North out of the depot.

INT. THE CHURCH

Mac alone now. Seated at a front pew. While Von Syke confirms his orders with a SERGEANT.

VON SYKE

(The tanks? They are in place?)

SERGEANT

Yavol.

Mac snaps a look over to Von Syke, who sees him.

VON SYKE

You understand German, too? Then you will understand this. You see, when your train starts across the bridge it will never reach the other side. The bridge will be destroyed. And this fearsome General will have no course of action against me. He will end up looking like an... I can't think of the American word. Is it... asshole?

MAC

Yavol.

The words steam from Mac's mouth.

EXT. OVERVIEW OF DI SOTTO -- MORNING

The town. The train tracks. And that single engine and boxcar accelerating for the bridge.

INT. GERMAN TANK #1

The POV. Crosshairs on that bridge.

INT. GERMAN TANK #2

Same image. Just another angle. In this view the train makes for the bridge.

EXT. BRIDGE

The train hits the trestle. Steaming ahead. The gorge yawning below.

CUT BACK TO THE TANKS

The first one fires. The canon rockets past and strikes the far wall of the gorge. KABOOM!

CLOSE ON THE TRAIN WHEELS

Grinding against the rails. Faster. Faster.

TANK #2

~~Speaks~~ More accurate than the first. Smacking the engine in the sidewall and EXPLODING.

TANK #1

Follows. The canon blasts the train track. It splinters one rail and...

The train dips. Tilting from the track and careening into the gorge. Engine. Office car. Gone.

IN THE GORGE

The train dives headfirst onto rock and limestone. Screaming, mangled metal. A plume of dust rising high. Silence.

CUTTING BACK TO THE CHURCH

Having heard it all from the distance. Mac dips his head to the floor. Though too late for a prayer.

AND BACK TO THE BRIDGE

Unpassable. Erect, but with only one rail. With a large bite cut out of the middle. Mission accomplished.

TANKS ONE AND TWO

In unison, turn and make for the town. Passing by an ancient, three foot stone wall.

AND BEHIND THE WALL

The troop. The children. And Therese. Hands and Brad both staring at the German handi-work.

BRAD

Man, they blasted it.

HANDS

I can't fix that.

SGT. STEVEN

(turns to Sewage)

Smart thinkin' there, son. You saved our butts. Saw that double cross comin'.

A slap on the shoulder for Sewage. All he can return is grin.

SGT. STEVEN (CONT'D)

Allright, let's go! Move it, move it, move it! Felix! Boner.

LUIS WITH THE CHILDREN

They race for the bridge. Felix and Boner in the lead. Walking the rails. Urging the kids to follow. Therese counts as each child passes.

THERESE

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

ON THE SPOTTED DOG

It has a hard decision. To stay with Sewage or go with the children. The poor animal stuck inbetween.

Sewage, with the other men. He locks and loads, then looks for the dog. Finding the dilemma.

SEWAGE

Aw, g'won now.

The animal WHINES, walking over to Sewage. Head down.

SEWAGE

I'm gonna be okay. So g'won.

The dog understands. Turns and runs after the kids.

CUT THE MIDDLE OF THE BRIDGE

A precarious TWENTY yards. One rail and not much else. Felix waits while Boner tests for footing. Seems okay. So Felix starts sending kids across -- one by one into the waiting arms of Luis and Boner.

BACK WITH THE MEN

Armed and ready to deploy. All but Holden.

HOLDEN

Wait. So what's the plan, anyway.

LIPS

You wanna know the plan? We go in there. We kill Germans. We get Mac. And we get the hell out.

SGT. STEVEN

By the numbers. Let's go. Cecil, Brad, Hands, Pope.

BACK ON THERESE

Finishing her count. The last children starting across.

THERESE

Forty-five, forty-six,
forty-seven, forty...

That's it. No more children. She thinks. But she can't have counted wrong? Suddenly...

THERESE (CONT'D)

The twins...

(to Sgt. Steven)

I'm coming with you!

SGT. STEVEN

It's a free country.

THERESE

Not yet!

CUT TO THOSE TANKS

Lazily cruising in tandem. One behind the other.

CECIL, POPE, BRAD, AND HANDS

Run up behind the rear machine. Quick hand signals from Cecil and they begin the assault. Pope is first. Cecil follows, both climbing up the tail of the tank. Once on top. A nod from Cecil and Pope lifts the lid. Cecil drops a .45 over the hole and --

CECIL

Surpriiise!

BLAM BLAM BLAM BLAM BLAM! The whole clip unloads into the cylinder. The tank jerks and STALLS. Then Cecil jumps --

INTO THE TANK

Dead, bloody Germans all around.

CECIL

Guess who's movin' into the neighborhood?

Brad follows. Then Hands.

BACK OUTSIDE

The forward tanks stops. THE LID POPS UP. A German with a machine gun.

But Pope -- BAM BAM! He fires from atop the rear tank. Dead German.

BACK INSIDE THE TANK

Brad's POV from the gunner's seat. The forward tank has its turret turning on them.

BRAD

They're gonna blast us!

CECIL

Hands! You gotta make it work!

Hands simply reaches forward to a BUTTON. Pressing it, the ENGINE TURNS OVER. Brad cranks the turret.

BRAD'S POV

His turret -- their turret. Both lining up --

BRAD

I really like this part.

CECIL
BLAST 'EM!

Brad fires.

OUTSIDE

The rocket hits the forward tank. Nearly point blank. The turret lifting from the rest of the tank and crashing to the ground.

INT. CHURCH

The tank explosion. Then gunfire. Von Syke and Mac both hear the attack.

VON SYKE
(They are attacking. Go. Now!
I will take care of the American!)

The other soldiers quickly leave. While Von Syke draws his Luger and swings it on --

MAC

But he's no longer in the pew. Von Syke spins around.

BETWEEN THE AISLES

Crouched and running. He knocks over a standing cross. It crashes.

VON SYKE

Turns and blazes. BAM BAM BAM BAM BAM! Lips splinters and Mac is clipped in the shoulder. Blood spurts.

Von Syke rushes for the other aisle. Levels the gun. But once again, Mac has disappeared.

EXT. DI SOTTO STREETS

The commandeered tank rolling into town. Brad and the boys blasting Germans left and right.

INSIDE THE TANK

Hands and Pope lift the belly door. They start to dump out the dead Germans.

BACK OUTSIDE

As the troop falls in behind the moving tank. Lips and Rex, while spraying machine gun fire from the Tiger's flank, they find themselves stepping over the jettisoned Germans.

LIPS
Hey, this tank's shittin' Germans!

Bullets tear up all around. The platoon ducks low.

HOLDEN

Well that's good for the tank.
Me, I'm shittin' bricks!

SGT. STEVEN

Lips, Randall, Washington. Around
to the right. Sewage, Holden.
You're with me.

(slaps the tank)

COVER FIRE!

The tank's machine guns strafe the scenery.

CUTTING BACK TO THE CHURCH

Von Syke methodically moving down the center aisle. Checking
each row. Swinging left, then right. Left. Right.

CLOSE ON A BLOOD TRAIL

Drops on the floor leading to a right hand aisle further down.
Von Syke follows. Carefully slowing. Then leaping onto the
aisle. But -- STILL NO MAC! Not until Von Syke turns the other
way and --

SLAM! Mac's fist lands dead on the German's jaw. Von Syke
careens back and crashes to the floor. The gun sliding away
and under a pew. He crawls for it, but --

MAC

Towering above, he reaches down and snags the kraut by the legs
and drags him out into the aisle. But Von Syke is fast. He
pulls a knife and launches it right into Mac's calf.

Mac SCREAMS! Then kicks Von Syke in the face before limping
backward with the knife still lodged in his leg.

MAC

Son of a bitch...

He reaches down and wraps his fingers around the knife handle.
With one painful yank he removes the blade.

ON VON SYKE

Standing, now. He backs up the aisle toward the altar. Mac
approaching at a slow limp. The knife in hand.

VON SYKE

Your men were foolish to double
cross me.

MAC

They might say the same about you.

VON SYKE

You are persistent. And that,
I admire.

(still backing up)

We have fought before, you and
me. And all for what, I ask.
A boxcar full of Jews? When you
think, that between the two of
us, we could be splitting a king's
ransom.

MAC

I'm done with deals. I'm done
with all of it.

Von Syke is backed up to the altar. There he stops.

VON SYKE

And I am done with retreating.
Here, I will withdraw no further!

And with that he circles around and picks up a blazing
candelabra. Six feet tall. He swings it at Mac. Jabbing.
Keeping Mac at bay.

EXT. ALLEYWAY

Lips, Randall, and Washington. Military style up the alley.
Cover and run, cover and run.

FROM A DOORWAY

Behind them step four Germans. Standing in a line. Ready to
fire.

GERMAN SOLDIER

Yankees.

The Americans turn. They are dead. Then --

BRRAAAAAAAPPPPPP!

The Germans are torn to ribbons by a machine gun. They drop
to the ground, revealing.

THERESE

At the other end of the alley. Her weapon still smoking. She
runs and moves on.

REX

Dames 'n machine guns. Whoah.

EXT. THE SQUARE

The Tiger turns a corner into the square.

INSIDE THE TANK

Pope on the lookout.

POPE

Tanks and two and ten o'clock.

BRAD

Got one.

He cranks and fires.

IN THE SQUARE

KUH-BOOM! The first tank is destroyed. The other is on the move. Rolling left and turning its canon on --

BACK INSIDE THE TIGER

POPE

Incoming!

The crew DROPS as the other tank fires. All diving for the belly door.

OUTSIDE

Direct hit. The tiger erupts into flame.

THROUGH THE BELLY DOOR

Crawls the crew from the burning tank. Hands, Pope, Brad, and Cecil with his pant leg on fire. They find cover behind a building, putting out the flames on Cecil's leg.

INT. THE CHURCH

Von Syke with that flaming candelabra. He swings it at Mac. Swoosh! Swoosh! And Mac backing up, slashes with the knife. He cuts one candle. Two. Three and four before being trapped against a pillar. Von Syke jabs the lance, pinning Mac, who's clothes begin to smoke and flame. He drops the knife --

CLOSE ON MAC

He kicks away, knocking down the candelabra. He spins and kicks again, slamming another foot into Von Syke's chest and sending him reeling over the pews.

ON VON SYKE

Crashing to the floor. Then crawling. Under the pews toward his Luger.

Mac parallels.

MAC

COME ON! LET'S FINISH IT!

Von Syke reaches the gun. Hand around the grip. He stands, revealing himself and firing -- BAM BAM BAM BAM!

But Mac has disappeared once again. Von Syke turns around and around. The gun pointing to every dark corner. Then a VOICE ECHOS...

MAC (O.S.)
That's eight! You have only one left.

Von Syke can't see a thing.

EXT. THE SQUARE

Advancing German troops while...

EAST OF THE SQUARE

Woods, Rex, and Washington. The church only fifty yards beyond. But they're pinned down by gunfire.

TO THE WEST

Same problem. Sgt. Steven with Holden and Sewage. Pushed back behind a wall. Bullets tearing away overhead. The church, just out of reach.

AND AT THE REAR

Cecil injured. And the threat of advancing Germans. About forty soldiers moving into the square. Spreading out. Machine guns pointed in every which direction.

Brad sneaks a look.

BRAD
Too many of 'em! We gotta pull back!

CECIL
Gotta get Mac!

BRAD
That's forty out there against four!

CECIL
Yeah? And so what?

He stands with a decided limp. Reloads. Looks at the others. Hands turns to Brad.

HANDS
Come on, man. Let's blast 'em.

Done. All stand. Locked and ready.

THE GERMANS

Moving closer. Almost on top of them.

CECIL

Begins the charge. Turning the corner and letting rip with his machine gun. THE OTHERS FOLLOW. Four men blasting! The THUNDER of gunfire.

And the Germans start to fall. Spinning and crashing to the cobblestone. First three, then four. Then ten and fifteen.

THE BOYS

Blasting and blasting and blasting until there's no more ammo to blast with. They're clipped out!

BUT THE GUNFIRE CONTINUES

And the Germans are cut to continual ribbons -- WITHOUT aid from the boys. When the smoke clears --

CLOSE ON THOSE WINDOWS OVERLOOKING THE SQUARE

And the Italians themselves. Fathers. Grandfathers. Mothers. Anybody that can pull a trigger, they hold their chosen weapons. Some guns dating back to the last war. All magazines emptied on the nasty Germans.

POPE

(awed)

This is one tough neighborhood.

INT. THE CHURCH

Von Syke traversing. Gun ready. Checking the rear of the church. There he circles to the left. Wary of any and all...

KUH-CHUNK! A door shuts. Von Syke swings.

VON SYKE'S POV

The confessionals dead ahead. Slowly, Von Syke eases toward them. Wiping the sweat from his brow with his free arm. The other holding the Luger straight out. Finger gently touching the trigger.

VON SYKE

The shooting outside has stopped.
Your rescue attempt has failed.
So give yourself to me.

ON THE CONFESSIONALS

A classic piece of woodwork, hand carved to perfect detail. A booth for the priest and two curtained cubicles to either side.

Von Syke approaches carefully from the right. Easing the curtain back from one cubicle to check. It is empty. So as he steps behind the booth to the other side...

Von Syke slips the barrel of his pistol into the OTHER curtain and pulls it away. This booth, too, is empty. Only the priest's booth remains.

An idea springs upon Von Syke. He smiles, quietly pulling away the curtain and sitting inside. He knows Mac sits on the other side of the thin, paneled wall. Slowly, Von Syke raises the weapon, placing the barrel against the mesh.

VON SYKE

Forgive me Father, for I have sinned...

MAC (O.S.)

Go to hell.

BAM! The Luger speaks, ejecting its last shell casing. It clinks to the floor. Silence.

Then....

CRASH! A hand rips through the mesh and grabs Von Syke by the hair. He struggles.

IN THE PRIEST'S BOOTH

Mac pulls Von Syke's head through the mesh window and slams the sliding sash shut on the German's neck.

MAC (O.S.)

It's been too long since your last confession.

THE CHURCH

All the men burst in. Sgt. Steven, Lips, Cecil. All of them. Just as --

Mac exhumes himself from the confessional. He points.

MAC

Shoot him!

Shoot who? Quizzed looks on all their faces.

POPE

Who... The Priest.

MAC

No. The Devil.

They open fire. All of them blasting the confessional. It splinters as bullets rip it apart.

Mac nods to them and limps past, coolly removing a .45 from Sewage's holster and EXITING. All follow but Pope. He simply stares at his handi-work. THE DEMOLISHED CONFESSIONAL.

Finally, Pope EXITS. Self-consciously dipping into the Holy Water and crossing himself.

EXT. THE CHURCH

Mac, impressed by the German body count laying in the square. Therese appears.

THERESE

Quickly. There are more coming.
We must go now.

MAC

You heard the lady. Move it out!

The double time march starts across the square. Only Therese remains.

MAC (CONT'D)

You're comin', too. Let's go.

THERESE

No. Two of the children are missing. I must stay and --

KUH-BOOM! A mortar round hits the church steeple. Rubble crashes to the street. Mac grabs the girl by the arm.

MAC

Listen. They could be anywhere.
They could be safe!

KUH-BOOM! KUH-BOOM! Two more rounds. Sgt. Steven calls from across the square.

STEVEN

MCCANN!

As if cued, both Mac and Therese start to move. Running across the square as the EARTH TREMBLES with mortars landing left and right.

EXT. THE BRIDGE

And O'Connor's approaching MEGA-TRAIN. Felix and Boner on the tracks. Waving the train to a stop. No sooner has the engine stalled when --

O'CONNOR

Followed by a phalanx of soldiers. He recognizes Felix and Boner.

O'CONNOR

Arrest those men!

The soldiers quickly surround and disarm Felix and Boner. Meanwhile O'Connor whisks past them to the trestle where the children are still perilously crossing. Without missing a beat, O'Connor seizes his moment -- suited for the typical dumb-assed authority figure...

O'CONNOR (CONT'D)
AND SAVE THOSE CHILDREN!

ON GROOMS

Taking his usual point next to the General. But here he raises a pair of field glasses.

GROOM'S POV -- THOUGH THE FIELD GLASSES

The bridge and beyond --

Mac's men. The whole gang racing from the town. Mortar rounds behind them. And even further in the distance. A wall of German soldiers.

GROOMS
Actually, sir. It's McCann. He's
saving the children.

O'CONNOR
Give me those.
(grabs the specs)

MEANWHILE

The O'Connor PRESS CORP rushes past the General. Seeing the opportunity. Their cameras quickly set, poised for the drama on the bridge.

AS SOLDIERS

Help the children from the trestle --

O'CONNOR'S POV -- THROUGH THE FIELD GLASSES

He sees everybody but Mac.

O'CONNOR
I can't see him. I can't see
McCann!

~~GET~~ TO THE PLATOON

Making for the bridge. The Germans on their ass. Falling back in classic military style. Cover and fall back. Cover and fall back.

AND MAC

With Therese. Way behind. Limping from his wound.

CUT TO THE BRIDGE

Sgt. Steven ushering the guys across.

SGT. STEVEN
MOVE IT MOVE IT MOVE IT MOVE IT!

He looks up and sees --

MAC

He's waving Sgt. Steven on.

MAC
GO...GO!

And as Sgt. Steven turns, he's nearly knocked over by the Spotted Dog. Rushing back across the bridge and by him. BARKING!

The dog runs by Mac. And Mac stops. What the hell? Mac turns, sensing the dog knows something.

ON THE DOG

Charging toward a stoop. There he barks and ferrets out two children. THE TWINS!

ON MAC AND THERESE

Both realizing...

THERESE
The children...

Mac sees the Germans coming. Appearing suddenly. A tank turns a corner.

But back to Therese, Mac makes eye contact. He's gonna go. And she knows it.

THERESE
I'll cover you.

Mac starts the other way. TOWARD THE GERMANS. Pistol raised and BLAZING.

~~THERESE~~

Drops to one knee. She unleashes with her machine gun. It spits fire and lead.

ON O'CONNOR

Watching the scene through the field glasses. Realizing. He drops the specs and SHOUTS HIS ORDERS.

O'CONNOR
I WANT COVER FIRE!
(starts walking)
WE GOT US A MAN IN TROUBLE. I
WANNA SEE SOME MORTAR FIRE!

DOWN THE FIRING LINE

American soldiers in place. They calculate and begin the attack. Mortar rounds flying.

ON THE ADVANCING GERMANS

Taking cover as incoming mortars start to explode all around.

BACK TO MAC

Clipped out of ammo. He drops the .45 and makes the stoop. Kneeling to the petrified twins.

MAC
It's okay. Just hold on tight.

They crawl up onto him. The dog starts first. Mac with a child in each arm -- he follows. Forgetting the pain in his leg. Forgetting the bullets ripping up to either side of him. He just Hauls Ass.

ON THERESE

Waiting for them. BUT MAC SCREAMS --

MAC
JUST GO!...GO!

OVERVIEW

Therese starting across the bridge. Mac and kids behind. The advancing Germans pelted with mortars.

ACROSS THE BRIDGE

Everybody watching. Mac's platoon YELLING ENCOURAGEMENT!

PLATOON
COME ON... YOU CAN DO IT... GO...
RUN... DON'T LOOK BACK...

THE TANK

Fires across the bridge. The shot lands on the gorge wall. Dirt and smoke everywhere.

MORTARS

Recalculate and fly.

THE TANK

Takes a direct hit and explodes.

THERESE

Crossing the bridge.

MAC

The dog first. He starts across. But slowly. He has to balance, holding those twins.

VON SYKE'S ARMY

Beaten back by mortars and bazooka rockets. Disappearing behind a wall of smoke and fire.

ON O'CONNOR

His arm raises.

O'CONNOR

Hold your fire!

Suddenly, a horrible, deathly SILENCE. The Germans pushed back. All gunfire erased from the air. And as Therese makes to the other side of the bridge...

ALL EYES ON MAC

Holding the twins. At the halfway mark. Balancing... balancing. With that perilous ten yards before him. That single rail his must walk like a circus tight rope.

ONE FOOT AT A TIME

Mac starts on that single rail.

MAC

(to the twins)

Don't look down. Don't look down.

(but Mac looks down)

Don't Look Down.

ACROSS THE BRIDGE

All breathlessly watch. Dead silent. Hoping against hell that Mac...

ON MAC

His foot slips. On one leg, now. Holding on. Trying to get his footing. The gaping gorge below. Finally regaining and making another step.

ON SEWAGE

He's the first to see. Beyond Mac. Beyond the bridge. Walking like a ghost through the smoke and fire...

VON SYKE HIMSELF

Bloodied and tattered and pissed as hell. His precious Luger reloaded. He stops. Methodically takes dead aim with the last ounce of strength he has left...

KA-POW

Not a pistol shot. But a rifle shot. The bullets zings across the bridge, striking Von Syke in the chest and jerking the German backward. He stands, trying to raise the Luger again. But his knees buckle for one last time. He drops the dirt, face down and dead.

CUT TO THE AMERICAN LINES

Who fired that shot? Heads turning and looking. Not Sgt. Steven, he looks to Hands... who looks to Felix... who looks to Rex... who looks to Boner... who looks to Cecil... who looks to Brad... who looks to Washington... who looks to Lips... who looks to Pope... who looks to...

HOLDEN

Laying in the grass -- prone. Just like they showed him in boot camp. Rifle raised and smoking.

CUT TO MAC

Crossing the bridge with the kids. Reaching the other side. The PRESS CORP hurling themselves around him. FLASHBULBS POPPING. Cameras rolling.

AND THE IMAGE FADES TO BLACK AND WHITE

Newsreel footage of Mac saving the twins. A hero.

AND OVER THE CREDITS, THE NEWSREEL CONTINUES

With pictures to match narration.

VOICE OVER

Dateline Italy. The liberation of Di Sotto and a daring rescue of fifty children from clutches of the evil Nazi Empire.

(more)

VOICE OVER (Cont'd)

General William O'Connor was on hand to congratulate the heroes and clean up the Nazi insurgence of this peaceful Italian town, and in the meantime, returning a train load of priceless treasure to the Italian people, thwarting Adolf Hitler's plan to refinance his war effort through thievery and thuggery. The bucks stop here, Mister.

Shots of O'Connor and his victory poses. Meanwhile.

VOICE OVER

Hey there. Isn't that RKO movie star, Rex Randall? Why, it is! And he's not on a publicity tour for his soon to be re-released film, "Hell Bent and Back." He was right here, friends, riding tall in the saddle in the middle of the action. Hey, Rex. Who's your buddy?

REX

(interviewed)

Uh, this is my good friend, Lips.

LIPS

Actually, it's Lipschitz? Jerome Lipschitz. That's for or all the guys back home in the neighborhood.

VOICE OVER

A job well done, private. A job well done for the Whole Platoon. Soon to be decorated with Army's silver star for heroism and bravery. Platoon leader, Corporal "Mac" McCann to receive an officer's commission and a special military commendation.

And over a final still shot of the HEROES --

VOICE OVER (CONT'D)

I guess we'll have to chalk up another one for the good guys.

FADE OUT:

THE END