

INT: BELOW DECK ON A OCEAN GOING SHIP - NIGHT

Fifty immigrants are packed onto benches along the walls of the small dark room. Some eat or talk, but most stare vacantly into space. Others sleep curled up among their baggage on the floor. A lamp swinging from the ceiling provides the only light.

SALVATORE LUCIANO

Eleven years old, and bored as hell after thirty days in this pit, leans against his sleeping mother, ROSALIE, who clutches her seven year old son, BARTOLO, in her arms.

ANOTHER FAMILY

Huddles together, eating bread and sausage. The Father looks up and sees Salvatore staring. He cuts a piece of sausage and tosses it to the boy.

SAUSAGE MAN

(IN ITALIAN)

Your last taste of Sicily.

A MIDDLE-AGED MAN OF SEVERE BEARING

looms in the doorway. He shouts.

ANTONIO LUCIANO

NO!

Rosalie Luciano stirs out of her stupor, as Antonio grabs the piece of sausage from his son's hand.

ANTONIO LUCIANO

(IN ITALIAN)

We are not beggars.

With a half-bow, Antonio returns the small chunk of meat. The Sausage Man shrugs and takes it. Salvatore glares at his father. Craving revenge, but helpless to get it. Rosalie squeezes her son's hand to calm him.

A MAN STICKS HIS HEAD THROUGH THE DOOR AND SHOUTS

EXCITED MAN

(IN ITALIAN)

NEW YORK! You can see the lights  
from the deck!

Antonio's face lights up, as the passengers roar their approval and rush for the door.

CLOSE - ON THE KEROSENE LAMP

as it lists from side to side with the movement of the boat. WE PAN DOWN to the nearly empty compartment. Watching the door, Salvatore paws some baggage, finds the sausage, and cuts himself a healthy piece. He gobbles it down greedily, wiping his hands on his shirt as he runs for the door.

CUT TO:

INT: CLASSROOM AT P.S. #34 - DAY

A raucous band of second-graders settle in as the bell rings. Salvatore appears at the door, bewildered. He towers over kids five years his junior. The male teacher calls him over.

TEACHER

Come on. Come on.

As the classroom buzzes, Sal moves uncertainly toward the front. Something must be wrong. They can't be putting him in with these babies. The Teacher takes his papers.

TEACHER

Sit in the back.

Salvatore looks around, not understanding.

SALVATORE

(IN ITALIAN)

There is some mistake.

TEACHER

(mocking)

Back. You know "back"?

Sal's face reddens as the Teacher slaps him too heartily on the back. A little girl giggles. The Teacher thumps Sal's chest, then his back again.

TEACHER

Front. Back.

The students squeal their approval of the comic performance. Sal doesn't know what the hell is going on here, except that

he wants to slug this jerk. The Teacher shoves Sal down the aisle.

TEACHER  
Sit in the back.

Sal spins around and smacks the Teacher full across the face, then bolts for the door.

CUT TO:

EXT: MULBERRY STREET - DAY

Looking over his shoulder as he runs down the street, Sal slows as he realizes he's not been pursued. The vendors on the sidewalk bargain vigorously in Yiddish, Italian, and English. Sal stops as an ITALIAN LABORER, standing in front of a roulette wheel, shouts in triumph. The slick-haired OPERATOR bows to the winner, handing him a dime. With a flourish, the Laborer pulls a crumpled dollar from his pocket and unfolds it. The crowd gathered around buzzes. Sal notices the Operator suppress a smile as the man places his dollar on the black.

ITALIAN LABORER  
Nero.

Before the Operator can spin the wheel, Sal waves a nickel.

SALVATORE  
Rosso!

As Sal slaps his nickel onto the red marker, the Operator shoots him a dirty look and spins the wheel. As it comes to rest on red, the Operator scoops up the crest-fallen Laborer's dollar, and grudgingly flips a dime to Salvatore.

OPERATOR  
(IN ITALIAN)  
A lucky boy. You're playing again?

SALVATORE  
(IN ITALIAN)  
Only when there's another fool with  
a dollar to bet against.

CUT TO:

INT: BEDROOM OF LUCIANO FAMILY APARTMENT - EVENING

Sal lays across a pallet on the floor of the dark, tiny room. Bartolo lays next to him, asleep. In the next room, Rosalie Luciano cooks in a primitive kitchen. Sal pulls a set of post cards from his pocket, and flips through the photos of beauties posed provocatively in their scanties. At the sound of his father's voice raised in anger, he hides the cards.

JUST INSIDE THE FRONT DOOR STANDS A MAN IN UNIFORM

As Antonio drags Sal out from the bedroom.

SALVATORE  
(IN ITALIAN)

The Teacher hit me first!

Antonio hits Sal hard, upside the head.

ANTONIO LUCIANO  
(IN ITALIAN)

You have a smart teacher.

Rosalie runs over from the kitchen, waving a ladle.

ROSALIE LUCIANO  
(IN ITALIAN)

He's only a baby!

SALVATORE  
(IN ITALIAN)

Mama, I'm not a baby!

Antonio smacks Sal again, as his mother tries to pull him away.

ANTONIO LUCIANO  
(IN ITALIAN)

Don't talk back to your mother.

At the door, the Truant Officer rolls his eyes. Antonio shoves Salvatore toward him.

ANTONIO LUCIANO  
(IN ITALIAN)

Take him. I can do nothing.

CUT TO:

INT: TRUANT SCHOOL CLASSROOM - DAY

Bars on the windows. The uniformed students sit rigidly upright. They follow along in their books while the Teacher reads aloud as he walks between the rows of desks.

SALVATORE STARES BLANKLY AT A BOOK HE CAN'T READ

As the Teacher passes, he raps Sal across the knuckles with a ruler, then turns Sal's book to the correct page.

CUT TO:

INT: A MASSIVE DORMITORY - DAY

Deserted, except for Sal and another boy his age, who are on their hands and knees scrubbing the floor.

FRANKIE COSTELLO  
(IN ITALIAN)

Where were you before?

SALVATORE  
Scuola Trenta-Quarto.

FRANKIE COSTELLO  
(IN ENGLISH)

School Thirty-Four? Hey, me too.

(IN ITALIAN)

I live on Thirteenth Street.

He extends a soapy hand to Sal and they shake.

SALVATORE  
(IN ENGLISH)

Hey, me too.

Frank laughs at Sal's attempt at English

FRANKIE COSTELLO  
(IN ITALIAN)

I'm Frankie Costello.

SALVATORE  
Salvatore Luciano.

FRANKIE COSTELLO  
(IN ITALIAN)

Sal-va-tore. Back home that's a beautiful name. But here Sallie's a

girl's name. Some these bums might  
get the wrong idea. Capice?

Salvatore nods.

SALVATORE  
(IN ITALIAN)  
I want an American name.

Frank regards Sal critically for a moment.

FRANK  
Charlie.

SALVATORE  
Cha-lee?

FRANK  
Char-lie.

CHARLIE  
Char-lie.

FRANK  
Fuck you, Charlie.

Frank gestures with his middle finger. Charlie returns it.

CHARLIE  
Fucka you, Frankie!

Frank dips into his bucket, and flings water at Charlie.  
Charlie snaps his wet rag at Frank, catching him on the arm.

FRANK  
Son of a bitch!

CHARLIE  
Somma bitch!

Angry now, Frank grabs his crotch and hisses.

FRANK  
Suck my dick, motherfucker.

Charlie jumps up and dramatically grabs his crotch.

CHARLIE  
Muddafucka somma bitch. Sucka my

fucka you.

Beaming with pride, Charlie looks up into the stone face of their Teacher, who looms behind Frank. Charlie drops to his knees and resumes scrubbing the floor.

INT: HALLWAY - DAY

The Teacher hauls the boys down the hallway by their ears.

CUT TO:

EXT: LOWER EAST SIDE RESIDENTIAL STREET - DAY SUPER: 1916

Frank Costello, now sixteen, sits on a stoop across from P.S. 34, as the younger kids pass on their way to school. Occasionally one will break from the stream of traffic and place a penny in Frank's outstretched palm. A BOY IN A YARMULKE hands Frank a penny and whispers to him.

FRANK STARES ACROSS THE STREET

at a group of Irish boys gathered around MIKE SHANE, red-haired and a head taller than the others. Frank nods and gives the Boy a reassuring pat on the back. As the school bell rings, the Boy joins the others rushing into the building, leaving Frank and the Irish gang alone on opposite sides of the street.

TWO JEWISH BOYS - YOUNGER THAN FRANK

and small in stature, come casually along the sidewalk, unconcerned with getting to class on time. MEYER LANSKY has the bookish demeanor of a Yeshiva boy. BUGSY SIEGEL, an almost comically cocky strut. Costello calls to them as they pass.

FRANK

Hey, fellas. Ya know them Micks over there don't like no Heeb's.

Lansky glances over his shoulder at Shane and his gang. Turns back to Costello. Defiant.

LANSKY

Yeah. So who the fuck does?

SIEGEL

Come on. Tell us, Shitface.

Costello jumps up and seizes Siegel by the shirt.

FRANK

Yeah. Well we don't sell protection  
ta assholes anyhow.

Siegel moves right into Costello's face, swinging fiercely.  
Lansky shouts encouragement, as the startled Costello falls  
back onto the stoop.

LANSKY

Kick him in the balls!

A pair of arms grab Siegel and pull him off Costello.

CHARLIE LUCIANO SHAKES HIS HEAD

As he holds the kicking and punching Siegel in mid-air like  
a helpless snapping turtle.

LUCIANO

Frankie. Didn't I tell ya about makin'  
nice ta the customers?

Frank climbs up. Embarrassed.

LUCIANO

You fellas got names?

LANSKY

(still defiant)

Lansky. Meyer Lansky. And that's  
Bugsy Siegel ya got there.

Siegel continues to struggle in Luciano's grip.

SIEGEL

They call me Bugsy 'cause I'm fuckin'  
crazy, man.

Charlie lowers Siegel to the sidewalk.

FRANK

No shit.

Luciano glares at Costello.

LUCIANO

Tell ya what. In consideration of



this little misunderstanding, we're gonna give you fellas protection for free.

Lansky looks over to the Irish gang, then back to Charlie.

LANSKY

Keep your fuckin' Dago protection.

As Lansky and Siegel turn and head toward the school, Charlie grabs the seething Costello, then LAUGHS.

CUT TO:

INT: DARK STAIRWAY - DAY

Charlie and Frank lug a heavy wooden crate up the stairs to the Luciano family's fifth floor tenement.

INT: LUCIANO KITCHEN - DAY

Antonio pries the top off the wooden crate and extracts a huge prosciutto ham wrapped in burlap. Mrs. Luciano couldn't be more in awe if the Virgin Mary herself had just appeared.

ROSALIE LUCIANO

(IN ITALIAN)

Prosciutto... from Lercara Friddi.

Charlie eyes the ham, the taste already in his mouth. He leans to Frankie.

CHARLIE

Stayin' for dinner, Paisan?

ROSALIE LUCIANO

(IN ITALIAN)

No! Prosciutto must hang to dry before you eat it. He may come on Sunday.

CUT TO:

INT: LUCIANO KITCHEN - DAY

Antonio Luciano sits silently at the table, along with Frankie and Bartolo, all anxiously watching Rosalie prepare Sunday dinner. The ham still hangs over the sink. Sweating from the heat, Antonio flaps the coat of his ill-fitting peasant's suit. Irritated, Rosalie slaps a bottle of wine on the table.

ROSALIE

(IN ITALIAN)

Dinner will be ready when the dinner  
is ready.

Charlie enters from the bedroom wearing a blue seersucker  
suit. Antonio pours Frankie a niggardly portion of the wine.

CHARLIE

Careful, Pop. Frankie might get his  
throat wet.

ANTONIO

(IN ITALIAN)

I work from seven until seven. Every  
day. But on Sunday I can only afford  
one bottle of wine. How can my son,  
who does not work at all, afford a  
new suit?

Charlie grabs the wine bottle, filling Frankie's glass, then  
his father's. Antonio looks to Frankie, then back to Charlie.

ANTONIO LUCIANO

(IN ITALIAN)

I know of the things you do.

There's a knock on the door. Antonio looks up with  
trepidation.

AT THE DOOR

A well-dressed man forces his way inside past Antonio.

MOLIARI

(IN ITALIAN)

When you wanted money to buy a bed,  
you were under my feet.

Moliari marches into the apartment, looking for collateral.  
The pickings are mighty thin. Antonio trails helplessly  
behind.

ANTONIO LUCIANO

(IN ITALIAN)

Saturday I will pay double.

Moliari turns to face Antonio. His voice falling to a whisper.

MOLIARI

(IN ITALIAN)

So I should ask Don Maranzano?

An edge of panic creeps into Antonio's voice.

ANTONIO LUCIANO

No. No. No. Don Maranzano? No.

Moliari's eyes light upon the prosciutto hanging over the sink. Rosalie moves to block his path, but Moliari pushes her aside, and lifts the ham off the hook.

ROSALIE LUCIANO

Please, no... An-to-nio.

Rosalie grabs the ham from Moliari, as Charlie picks up a carving knife and jumps up from the table. Utterly impotent, Antonio calls to his wife.

ANTONIO LUCIANO

ROSALIE. NO!

Moliari wrestles the ham back from Rosalie, and back-hands her across the face. Antonio grabs Charlie, and twists the knife from his hand. Moliari retreats to the door with the ham.

MOLIARI

(IN ITALIAN)

And you must still pay double!

As Moliari exits, Charlie pulls away from his father, raises an arm threateningly, then drops it in disgust.

CUT TO:

INT: JEWISH BAKERY - DAY

Meyer Lansky fights his way to the front of a crowd of kids waving claim tickets for the cholents (a kind of meat pie) that they had dropped off earlier to be baked for their families' Sabbath dinners. Spotting Meyer, the clerk sets a crockery dish on the counter. Wrapping rags around his hands, Meyer picks it up, steam venting through cuts in the crust.

CUT TO:

EXT: MULBERRY STREET - DAY

Charlie and Frank lean against a wall, idly swapping a smoke. Frank elbows Charlie, and nods to the far side of the street.

ACROSS THE STREET

Moliari emerges from an apartment building with DON MARANZANO, an older man, resplendent in a white suit, hat, and cape. He waves a pair of white gloves as he gestures to Moliari.

CHARLIE

Who's Mr. Tutti-Frutti?

Frank shoots Charlie a withering look.

FRANK

That's Don Maranzano. He drops one a them fuckin' gloves at your feet, you're dead.

CHARLIE

Ya comin' in?

Frank lays a restraining hand on Charlie.

FRANK

Moliari knows ya got a beef. We gotta figure somethin'.

UP THE STREET

Meyer Lansky burrows through the sidewalk crowds, being careful not to bump into anyone with the hot cholent.

FROM THE OPPOSITE DIRECTION

Mike Shane and two of his Irish pals strut down the street like they own it. As they near Charlie and Frank walking in the opposite direction, Shane whispers to his cohorts. Staring at Shane as they pass, Charlie hawks and spits on the sidewalk.

KEEPING HIS EYE ON CHARLIE, SHANE RUNS HEAD ON INTO LANSKY

Lansky barely retains his grip on the cholent.

LANSKY

Look where ya goin', Turdbrain!

Amazed that this pipsqueak would challenge him, Shane looks with amused skepticism to his pals. Then suddenly, he grabs Meyer by the neck and squeezes.

MIKE SHANE

I go where I want.

Meyer struggles to breathe, the cholent shaking in his hands.

MIKE SHANE

Bringin' me dinner, Jew Boy?

Meyer shakes his head "yes".

UP THE STREET

Frank and Charlie turn around to check out the commotion.

SHANE LOOSENS HIS GRIP ON MEYER

who gasps for breath.

SHANE

So, give it to me.

As Shane reaches for the pot, LANSKY LIFTS IT OVER HIS HEAD AND SMASHES IT ACROSS SHANE'S FACE. The pot cracks in two and falls to the sidewalk. Shane stumbles backwards, screaming as the hot cholent burns into his skin.

UP THE STREET

Lansky darts through the crowd, nearly knocking over Charlie and Frank as he flies past. As Shane's buddies come by in pursuit, Charlie and Frank start swinging, and the crowd scatters as the brawl ensues.

CUT TO:

EXT: EAST RIVER DOCKS - DUSK

Frankie, clad only in a pair of shorts, races down a pier and leaps out over the water, howling as he sails through the air then crashes into the river amidst a pack his jeering pals.

CHARLIE LUCIANO CLIMBS ONTO THE PIER

and spies Meyer Lansky standing on the next pier. Bugsy Siegel and a few other Jewish kids frolic off the pier. Lansky waves.

CLOSE - ON THE FACE OF MIKE SHANE

as he watches Lansky dive into the water from behind the second pier. His once perfect nose now listing to the left. His skin scarred and discolored. He turns and nods to his gang.

FACING TOWARD THE DOCKSIDE WAREHOUSES - CHARLIE LIMBERS UP

As he turns to make his run down the pier, he spots Shane and his gang stripping behind the next pier. He shouts and waves to the Jewish kids. They look over, puzzled.

SHANE AND HIS GANG

race down the next pier, diving in after Lansky. Charlie dives into the water. The other Italians follow.

OFF THE OTHER PIER

Siegel struggles to escape from three Irish kids who restrain him, as Shane and two others surround Meyer. As they move in on him, Lansky dives underwater.

AS THE ITALIANS SWIM INTO THE WAR ZONE

Charlie scans the scene looking for Lansky.

CHARLIE SWIMS

under the wildly kicking legs of the surface combatants.

CLOSE ON MIKE SHANE'S ENRAGED FACE - UNDERWATER

As he uses a choke hold around Lansky's neck. Meyer's legs kick listlessly as life drains out of his body. Suddenly Shane's head JERKS BACK and his mouth widens in a silent scream.

CHARLIE PULLS A KNIFE FROM SHANE'S BACK

with a violent twist, drops it into the void, and grabs Lansky.

CHARLIE GASPS FOR BREATH

and Lansky throws up water as they surface in the middle of melee. Shane's body surfaces beside them. The fighting quickly dies out, and everyone falls silent. Then, as if a starter's gun had sounded, everyone swims like hell for the pier.

AS THE OTHERS DISAPPEAR INTO THE NIGHT

Siegel, Costello, and Luciano lift the comatose Lansky up onto the pier. Lansky regains consciousness, kicking his legs and flailing his arms. The guys struggle to hold on to Meyer, to little avail. Exasperated, they toss him back into the water.

LANSKY SURFACES IN THE RIVER

Cursing and sputtering as he comes to. As Meyer climbs up onto the pier, Bugsy breaks out laughing. Charlie and Frank join in. Mad as a wet cat, Meyer goes nose to nose with Charlie.

LANSKY  
I THOUGHT I TOLD YA TA KEEP YOUR  
FUCKIN' DAGO PROTECTION!

Bugsy, Charlie, and Frank exchange a look, then, as one, push Lansky backwards off the pier.

CUT TO:

INT: WAREHOUSE BASEMENT - DAY

Charlie, Frank, and Bugsy are draped over sacks of flour, in a tiny brick-walled hideout. Their bodies glisten with sweat as they stew in their boredom. Bugsy stirs from his stupor.

SIEGEL  
How much longer we gotta be shut up  
in this fuckin' sweatbox?

FRANK  
Long as Charlie says.

CHARLIE  
When the stiff's an Irish, the cops  
take it kinda personal.

SIEGEL  
Can't we get a couple whores over?

Contemptuous, Frank holds up his little finger and wiggles it.

FRANK  
You ain't even a man yet.

SIEGEL  
That ain't what your mama said.

Frank leaps up.

FRANK  
You slimy fuckin' kike!

Bugsy regards Frank coolly, fondling his own crotch.

SIEGEL  
Until I met her, I thought Catholics  
didn't eat meat on Friday.

Frank knocks Bugsy off his perch, and they roll to the floor, punching and kicking. Charlie doesn't stir from his spot.

CHARLIE  
(emphatic)  
ENOUGH!

Frank and Bugsy back off, continuing to stare each other down.

CHARLIE  
Just like the fuckin' slammer. Lock  
guys up in a room together an'  
everybody goes fruity.

Frank slumps back across his flour sack, still shooting Bugsy the evil eye. There are three quick KNOCKS at the window.

MEYER LANSKY

hands a pot through the window to Bugsy and climbs down into the room. Bugsy doles the contents out into bowls.

FRANK  
Where'd ya get this funny ravioli?

SIEGEL  
Ya ignorant Guinea, it's kreplach.



Charlie bites into a piece. Nods approvingly to Meyer.

CHARLIE

When we get outta here, I'm gonna  
steal somethin' nice for your mom.

MEYER

Why wait? Ain't ya still got it hard  
for that Moliari fella?

CHARLIE

Sure. But John Law's got it hard for  
us.

MEYER

There's a lotta other folks they  
ain't looking for.

Puzzled by the drift of the conversation, Bugsy objects.

SIEGEL

What the hell you talkin' about?

Ignoring Bugsy, Meyer smiles sweetly at Charlie.

MEYER

Guess I owe ya one, Charlie.

SIEGEL

Would somebody here please speak  
fuckin' English?

Frankie leans over to bait Bugsy.

FRANK

Why I gotta be hooked up with the  
only stupid Jew in New York.

Bugsy takes a swing at Frankie.

CUT TO:

EXT: MULBERRY STREET - DAY

Moliari exits his apartment building and heads down the  
crowded street. Four Orthodox Jewish boys in black suits and  
hats, cross the street and enter the vestibule.

CHARLIE, MEYER, FRANK, AND BUGSY

Incongruous, yet weirdly convincing in their sober attire, survey the building directory. Most of the names are Italian, but a few are Jewish.

MEYER  
Fourth floor.

INT: FOURTH FLOOR LANDING - DAY

Meyer kneels in front of Moliari's apartment door, picking the lock. It pops open.

INT: MOLIARI APARTMENT - DAY

Overawed by the middle class trappings, the boys wander silently, Bugsy feeling the fabric of the sofa, Frank opening the ice box, Meyer watching the caged parakeet. In contrast, Charlie looks around appraisingly, like a smart thief.

CHARLIE  
Let's get to work.

IN THE LIVING ROOM

Bugsy and Frank pull boxes out of a closet while Meyer combs through the drawers of a Victorian sideboard. Finding a small jewelry box, Meyer empties the contents into his pockets.

IN THE BEDROOM

Charlie searches fruitlessly through a bureau.

CUT TO:

INT: APARTMENT VESTIBULE - DAY

As Don Maranzano enters and heads up the stairs.

INT: MOLIARI BEDROOM - DAY

Charlie feels the underside of the dresser drawers, finding nothing. He calls to Meyer in the living room.

CHARLIE  
He lends money. Gotta be a bank.

Charlie kneels beside the bed, running his arm under mattress.

DON MARANZANO REACHES THE THIRD FLOOR LANDING

Pausing to clean a dirty finger nail before resuming his climb.

IN THE BEDROOM

Charlie stands back, trying to figure out what he's missed. He returns to the dresser and pulls a drawer all the way out of the cabinet. Taped to the back of the drawer is an envelope stuffed with twenty dollar bills. Stuffing the envelope into his jacket, Charlie unzips his fly, and pisses onto the bed.

PULLING UP HIS ZIPPER - CHARLIE CHARGES INTO THE LIVING ROOM

CHARLIE

Let's get outta here.

Meyer follows Charlie into the kitchen, where Charlie scoops up the prosciutto that hangs by the sink. Meyer wrestles the ham from him, and hangs it back up.

MEYER

This is a Jew job. Remember?

JUST OUTSIDE THE APARTMENT

As Don Maranzano pauses at the fourth floor landing. Winded by the climb, he daubs his forehead with a silk handkerchief.

INSIDE THE APARTMENT - THE BOYS GATHER BY THE DOOR

Looking around to make sure they have everything. As Charlie reaches for the doorknob, he's startled by a knock at the door.

DON MARANZANO

(IN ITALIAN)

Alfredo. It's Don Maranzano.

The telephone on the wall next to the door RINGS. Panicked, Frankie snatches up the receiver in mid-ring. Realizing his mistake, he re-hangs the receiver.

DON MARANZANO

(IN ITALIAN)

Please. I must use the toilet.

The boys look to each other. Not sure what to do now.

OUTSIDE THE DOOR - MARANZANO KNOCKS AGAIN

As he shifts uncomfortably from foot to foot. The door opens a crack. Meyer peers out from under brim of his black hat. Pious to a fault. Behind him, Maranzano glimpses the others gathered around the dining table, heads bowed in prayer.

MEYER  
(IN YIDDISH)  
Can I help you, sir?

Maranzano's puzzled. Unsure of himself.

DON MARANZANO  
(IN ENGLISH)  
Where is Mr. Moliari?

MEYER  
(IN ENGLISH)  
Moliari? Up the stairs.

ON THE TABLE

as Bugsy mumbles gibberish, prayin' it sounds like Hebrew.

AT THE DOOR

DON MARANZANO  
Excuse me. I am sorry.

Meyer peers out the door as Maranzano heads up the stairs. Halfway up he stops. No. He was on the right floor. As Maranzano turns back around, the Boys pile out of the apartment and race down the stairs. Their hat brims pulled down. Maranzano shakes his fist and shouts after them.

DON MARANZANO  
(IN ITALIAN)  
Dirty thieving Jews!

CUT TO:

INT: WAREHOUSE BASEMENT - DAY

Meyer, Bugsy, and Frankie watch anxiously as Charlie counts out the last bill from the envelope.

CHARLIE

Four-twenty-eight.

SIEGEL

What's that divided four ways?

LANSKY

A hundred-seven bucks too much. Any kid who drops an extra dime is gonna be talkin' to Moliari.

FRANK

Ya mean we're so rich we're broke?

CHARLIE

Think about it. Who runs things? The punks who go ta jail? Fuck no. It's the guys with the dough.

Charlie hands the envelope to Frankie.

CHARLIE

And dough is gonna put us into business with John Law.

CUT TO:

INT: DETECTIVE MULLAVEY'S OFFICE - DAY

The imposing Irishman pulls up a chair opposite a nervous Frankie. His manner concerned, almost fatherly.

DETECTIVE MULLAVEY

They told me you wanted to talk about this Shane business.

FRANK

You havin' any luck findin' out who did him?

DETECTIVE MULLAVEY

Shane was a friend of yours?

FRANK

He was around...

DETECTIVE MULLAVEY

Lad, I'm a busy man. July's always a big month for murder. Fella named Barone turned up just this mornin',

throat cut ear to ear.  
(lowering his voice)  
Black Hand.

FRANK  
When you're investigatin', how long  
ya keep at it?

DETECTIVE MULLAVEY  
It consoles the bereaved family ta  
see the perpetrator take his load of  
juice. We try to oblige.

FRANK  
But if ya can't catch the guys...

Raising an eyebrow, Mullavey gives him a hint of a smile and  
pulls open a file drawer.

DETECTIVE MULLAVEY  
Inactive. Dead cases, so to speak.

Frankie pulls five twenty-dollar bills from his jacket and  
fans them across his knee. Mullavey nods approvingly.

DETECTIVE MULLAVEY  
Might I?

Frankie nods as he picks the bills up off his knee and holds  
them out to Mullavey, feeling cocky that he's bribing a cop.  
Mullavey LEAPS UP, hauls Frankie out of his chair, and slams  
him against the wall.

DETECTIVE MULLAVEY  
What caused you to mistake me for a  
twenty-five cent prostitute?

Mullavey grabs Frankie's collar and twists it tight.

DETECTIVE MULLAVEY  
Was it you cut Shane? Or are you  
just the bagman.

Mullavey snatches the bills from Frankie's trembling hand  
then reaches into his jacket and grabs a second wad of bills.

DETECTIVE MULLAVEY  
I need a perpetrator. Who? WHO??

Not sure what the rules are, Frankie sweats an answer.

FRANK

Barone. It was Barone.

Mullavey relaxes his grip. A smile blossoms on his ruddy mug.

MULLAVEY

Knew it all the time.

CUT TO:

INT: LUCIANO FAMILY APARTMENT - NIGHT

Charlie comes quietly through the front door. Moving up behind his mother in the kitchen, he slips his arms around her waist and kisses her on the back of the neck.

CHARLIE

Missed ya, Mama.

Howling with delight, she spins around into her son's arms.

ROSALIE LUCIANO

Salvatore!

Antonio Luciano looks up from the kitchen table. Not pleased.

ANTONIO LUCIANO

(IN ITALIAN)

The police came looking for you.

Rosalie hands Charlie two plates of lasagna. He sits opposite his pop, handing him the second plate.

CHARLIE

(IN ENGLISH)

That's all straight now.

As Rosalie takes a seat, Antonio pushes his chair away from the table and disappears into the bedroom. He emerges holding a gold belt buckle in his palm.

ANTONIO LUCIANO

(IN ITALIAN)

I found this under your bed. It was stolen from the jewelry store on 12th Street last week.

CHARLIE  
(IN ENGLISH)  
Snoopin' ain't nice, Pop.

ANTONIO LUCIANO  
(IN ITALIAN)  
Is it so important to have a gold  
buckle and no honor?

Charlie looks up from his lasagna. Matter of fact.

LUCIANO  
(IN ENGLISH)  
I wanted it, so I took it.

Antonio flings the buckle at Charlie. It bounces off his face and skitters across the floor. He jumps up from the table, glaring at his father as he wipes the blood from his cheek.

ANTONIO LUCIANO  
(IN ITALIAN)  
You are not my son! You are only a  
thief and you cannot live in my house  
any longer!

Charlie turns to his Mother.

LUCIANO  
(IN ITALIAN)  
So long, Mama.

Rosalie runs over to Antonio and pounds on his chest as she screams.

ROSALIE LUCIANO  
(IN ITALIAN)  
No. NO! You cannot put my Sallie out  
on the street!

Charlie picks up the gold buckle as he walks to the door, then turns back toward his mother, who has collapsed in tears.

LUCIANO  
You ain't always gonna be poor.

As Charlie exits, a plate of lasagna CRASHES against the door.



DISSOLVE TO:

INT: RISTORANTE CASTELLAMARE - NIGHT SUPER: 1920

Charlie peruses a menu at a table with Frank Costello. He's a few years older and better groomed, in the manner of a successful ethnic. He gestures to a waiter.

CHARLIE

What would it take to get a couple fingers of Scotch?

WAITER

A miracle. We have nothing.

CHARLIE

I finally get the dough for good booze, and them frustrated old broads in the WTCU put the country on the wagon.

The waiter shrugs and moves on.

FRANK

I hear they're gettin' twenty a bottle for fuckin' moonshine.

MEYER LANSKY AND BUGSY SIEGEL

come through the front door. Lansky's still short and unprepossessing, but Siegel's grown into a ladykiller. They're accompanied by TOMMY REINA, stout, homely, in his late 20's. Reina waits by the door, hat in hand, as Meyer and Bugsy join Charlie and Frank.

MEYER

So what's the good news.

FRANK

Th kid in the Building Inspector's office couldn't wait ta roll over. Tell me the warehouse you wanna knock in, and ya got the blueprints.

MEYER

And the 15th Precinct?

FRANK

Captain Murray won't go under one-fifty for the lottery.

MEYER

It's not enough we pay his rent, we gotta buy him a house too?

CHARLIE

Fuck 'em.

The Boys mumble their assent. Bugsy nods toward Reina.

CHARLIE

Sure. Bring your friend over.

TOMMY REINA

shakes hands around the table. Takes a seat.

SIEGEL

Tommy Reina. Good pal. Better partner.

CHARLIE

From your mouth ta God's ear.

SIEGEL

He's got a line on the good stuff.

TOMMY REINA

A friend of Nucky Johnson has a boxcar of bottled-in-bond Scotch whisky sittin' on a spur in Philly. Wants 35 G's. I got ten.

SIEGEL

Nucky's a straight shooter. We ain't gonna get fucked.

CHARLIE

Who's Nucky's friend?

Reina pauses and looks around the table.

TOMMY REINA

Arnold Rothstein.

The guys look to each other. Disbelieving.

FRANK

No disrespect, Tommy, but why would Mr. Arnold Rothstein wanna do business with bums like us?

SIEGEL

Why ya always gotta go lookin' for a gift in the mouth of the horse?

Reina shrugs his shoulders. Charlie looks to Meyer.

CHARLIE

How ya figure?

Meyer ponders for a moment.

MEYER

It figures.

SIEGEL

Fuckin' right it figures.

CHARLIE

Twenty-five's pretty much our stake. Anybody got a problem?

No one raises an objection.

CHARLIE

What's the deadline?

TOMMY REINA

Monday. Cash. In Philly.

CHARLIE

Wednesday.

TOMMY REINA

I don't think they wanna wait.

CHARLIE

Wednesday. Or not at all.

SIEGEL

We could lose the deal!

CHARLIE

If we have to.

TOMMY REINA

Let me see what I can do.

A SHORT, ROUND YOUNG MAN IN A FLASHY TUXEDO

emerges from a private room in the back of the restaurant, an bevy of bodyguards in his wake. Diamond rings on his fingers, a big cigar in his mouth, he radiates money and power. Spotting Charlie and the others, he yells across the room.

AL CAPONE

Get them bums outta here!

Charlie looks up sharply. Bugsy jumps to his feet, ready to fight. Charlie's anger fades as quickly as it flashed.

CHARLIE

When did Capone get back in town?

As Capone approaches, Charlie stands, gives him a bearhug, then stands back to inspect him.

CHARLIE

So Chicago's been good to ya.

AL CAPONE

I do right by Johnny Torrio and he does right by me.

CHARLIE

Ya still owe me fifty bucks for the train ticket.

AL CAPONE

And a lot more. Can we talk?

Charlie looks around to the phalanx of bodyguards.

CHARLIE

Sure. What's with the brick wall?

AL CAPONE

Since Colosimo bit it, I gotta keep an eye out for his friends.

INT: LIMOUSINE - NIGHT

Luciano and Capone climb into the limo, as the bodyguards remain behind on the sidewalk in front of the restaurant.

Capone calls out to the Limo Driver.

AL CAPONE

Around the block.

(to Luciano)

Ya gotta get way from New York,  
Charlie. Maranzano. Masseria. Them  
old Dons are never gonna give ya any  
daylight. Colosimo was the same way.  
Couldn't see the future if it bit  
him in the ass. But in Chicago you  
can get away with axin' the Capo.  
Here, you're stuck with 'em.

Capone gestures at his finery, the limo.

AL CAPONE

One fuckin' year ago I had ta hit  
you up for train fare. Now I can buy  
the fuckin' train. And I ain't even  
a fuckin' Sicilian!

CHARLIE

But ya got a Boss.

AL CAPONE

Torrio ain't like them guys. He thinks  
like an American. You'd like him,  
Charlie. He'd like you.

CHARLIE

Maybe. But he'd still be the Boss.

Capone sticks a cigar in his mouth, and strikes a match to  
light it. The side window EXPLODES under a shower of bullets  
from a passing car.

CAPONE

dives to the floor. Charlie pulls a pistol from his jacket  
and returns the fire, as the Limo Driver JERKS the steering  
wheel to the left, ramming the limousine into the side of  
the other car. A second hail of bullets cuts the Limo Diver  
dead. The two cars careen together, crashing into a parked  
car.

OUTSIDE THE CRASHED CARS

as the Gunman escapes from the second car. He tosses his

empty machine gun aside, pulls out a pistol, and runs down an alley, leaving his wounded Driver behind.

CAPONE LOOKS UP FROM THE FLOOR

The stub of his cigar clenched in his teeth, the remainder shot off. Charlie strikes a match and lights Capone's cigar.

CHARLIE

You're a big target, Al. Finish your cigar.

LUCIANO

advances down the pitch dark alley, pistol drawn, silhouetted against the light from the street behind him. A flash of gunfire from the end of the alley, sends Charlie diving behind a line of trash cans.

CHARLIE CRAWLS DOWN THE ALLEY

using the trash cans as cover. Two more shots ring out, bouncing off the trash cans. Charlie shouts to the gunman.

CHARLIE

That's three.

Peering over the trash cans, Charlie can see that the alley is a dead end, but he still can't make out the Gunman. Luciano grabs a bottle and tosses it down the alley. As the gunman wastes a shot on the decoy, Charlie dashes across the alley, ducking behind a dumpster.

CHARLIE

Four!

Charlie pushes the dumpster down the alley, as he crouches behind it. As he nears the end of the alley, two more shots ping off the sides of the dumpster.

CHARLIE

Five! Six!

Charlie turns his back to the dumpster, gun drawn. Waiting for the rat to scurry from his hole.

THE GUNMAN

cowering at the end of the alley, drops his emptied gun to

the pavement. He looks to the right of the dumpster, then the left. Torn over which path to take. He makes a run to the left.

AS THE GUNMAN RACES PAST THE DUMPSTER

Charlie calmly takes aim, and fells him with a single shot.

AS CHARLIE APPROACHES THE LIMOUSINE

Capone rises from his crouch in the back seat.

CHARLIE

Nobody kills a guy who owes me money.

CUT TO:

INT: RAILROAD DINING CAR - DAY

As Charlie and Tommy are seated, Charlie looks around at the sober, well-dressed businessmen at breakfast. Suddenly aware of the vulgarity of his attire, Charlie adjusts his jacket.

THE WAITER LAYS A BOWL OF OATMEAL IN FRONT OF TOMMY

and a plate of corn beef hash topped with a poached egg before Charlie. Luciano watches how a banker in pinstripes eats the same dish, then mimics his technique.

CUT TO:

INT: HOTEL CORRIDOR - DAY

A set of double doors swing open and a butler leads Charlie and Tommy into a palatial hotel suite. Nucky Johnson greets them.

NUCKY JOHNSON

Come on in. I'll let Mr. Rothstein know you're here.

As Johnson disappears into a bedroom, Charlie and Tommy plant themselves on a sofa.

ARNOLD ROTHSTEIN EMERGES FROM THE BEDROOM

as impeccably turned out as any Park Avenue swell. As Tommy moves to greet Rothstein, Charlie gestures for him to keep his seat. Ignoring Tommy, Rothstein shakes Charlie's hand.

ROTHSTEIN

I'm glad you came down. I prefer to do business face to face.

Rothstein and Johnson settle into chairs opposite the sofa.

CHARLIE

When my money moves, I go with it.

ROTHSTEIN

I trust Mr. Johnson filled you in on the revisions.

Indignant, Tommy comes up in his seat.

TOMMY REINA

Revisions? He didn't say nothin'!

Charlie silences Tommy with a gesture.

NUCKY JOHNSON

There's been another offer at forty thousand.

CHARLIE

We have a deal.

NUCKY JOHNSON

You asked for an extension.

CHARLIE

And when you gave it too me, I knew you were hurtin'.

ROTHSTEIN

Scotch is a very valuable commodity these days.

CHARLIE

Mr. Rothstein, Can I be frank? You're a gambler, and I know you've had losses. I also know you could sell to Maranzano or Masseria for fifty G's, but nobody sells to those guys once. So if ya really got another buyer, and ya wanna welch, I ain't gonna beef.



NUCKY JOHNSON

Ya wanna queer the deal? Be my guest.  
But show some goddamn respect! This  
ain't some Guinea pimp you're talkin'  
to here! This is Arnold Rothstein!  
THE MAN WHO FIXED THE FUCKIN' WORLD  
SERIES!!!

Rothstein gestures for Nucky to cool down.

CHARLIE

I ain't mad. I ain't even surprised.  
But I can't let ya fuck me. On the  
other hand, if ya got needs beyond  
the thirty-five, I'll advance it to  
you against our next deal on the  
same terms.

ROTHSTEIN

Could we step outside?

CUT TO:

INT: HOTEL CORRIDOR - DAY

Charlie follows Rothstein into the elevators.

CHARLIE

I got my partner in there!

ROTHSTEIN

I cannot bear to look at that hideous  
suit one minute more.

CUT TO:

INT: WANAMAKER'S DEPARTMENT STORE - DAY

Charlie stands before a mirror in a private room, as a tailor  
fits him. A salesman enters holding a grey pinstripe.  
Rothstein, sitting to one side, doesn't approve.

ROTHSTEIN

That's a suit for a man grubbing for  
money, not one who has it.

The salesman nods and exits. Rothstein turns to Charlie.

ROTHSTEIN

I have exclusive deals with four distillers in Scotland, and ships under contract to bring ten thousand cases a month onto the Jersey coast. I need distribution, but I won't do business with Maranzano or Masseria. All their talk of honor only indicates their misplaced interest in power rather than money.

Charlie inspects his new, elegant profile in the mirror.

CHARLIE

Their asses are here, but their fuckin' heads are still in Sicily.

ROTHSTEIN

Precisely. We are the true entrepreneurs, and Prohibition is the greatest opportunity we shall ever have. America is begging to be taken like an overripe virgin, but they're still fighting over the crumbs of Little Italy.

CHARLIE

We'll start small. When we got 'em lined up, we increase the supply a bit at a time. Only sell the best stuff. And keep the price high, 'cause ya know how folks hate the taste of cheap booze.

ROTHSTEIN

An intelligent plan, Mr. Luciano, but listen to me well. It can be ruined in a single careless moment. Keep your feet on the ground and your high opinion of yourself under your hat.

CHARLIE

Don't worry. I got friends to take care of that.

CUT TO:

INT: A MIDDLE CLASS APARTMENT - NIGHT SUPER: TWO YEARS LATER

In a candlelit dining room, Meyer Lansky sits opposite ANNA, a girl of curiously old-fashioned appearance. As her parents, exemplars of Jewish respectability, relax back into their chairs, doting on the couple as the maid clears the dishes.

ANNA'S FATHER

Produce. Produce is a livelihood. In thirty years it's never disappointed me. Good times and bad, people gotta eat.

Meyer nods dutifully, as Anna watches him admiringly from across the table.

ANNA'S FATHER

Produce sent my Anna to private school.

Anna's father knocks on the table.

ANNA'S FATHER

Mahogany. Produce.

ANNA'S MOTHER

Enough produce.

He can't resist a final shot.

ANNA'S FATHER

There's always room for a new man.

Outside the window, a car horn sounds. Meyer looks around.

ON THE STREET BELOW

Luciano, Siegel, and Costello wait in a car. Meyer runs across the street and climbs in.

CUT TO:

INT: CHARLIE'S APARTMENT - NIGHT

Costello, and Lansky wander through the living room. Awed by the restrained good taste of the furnishings. Noel Coward might live here.

LUCIANO

Rothstein put me on to this place.

SIEGEL STANDS BY THE BEDROOM DOOR

Its precise art deco lines softened by the moonlight glow of a scallop-shell lamp on the wall over the satin-covered bed.

SIEGEL

Jesus. How's a guy supposed ta fuck  
in a joint like this?

THE GUYS

Huddle around a coffee table in the living room, as Charlie fills three glasses with champagne and passes them around.

LUCIANO

Meyer just finished the books.

LANSKY

A million bucks. In the last six  
months.

Charlie walks to a large rosewood wardrobe, and pulls it open. A BURST of confetti explodes from within, followed by the rude honk of noisemakers. A gorgeous showgirl in the briefest of glittering costumes steps out to the wild cheers of the guys. Followed by another, and another. Meyer squirms as a leggy blonde slides onto his lap and runs her tongue along his neck.

CHARLIE STANDS TO ONE SIDE, ALONE AND CONTENT

while the others pour champagne down each other's throats.

CUT TO:

BUGSY AS HE STUMBLES DRUNKENLY OUT THE FRONT DOOR

a girl under each arm. Charlie closes the door behind them and surveys the living room. No serious damage done.

IN THE DIMLY LIT BLACK MARBLE BATH

Charlie lays back into the foamy bubbles. Lifting a cigar to his mouth, he inhales, then lets the smoke drift lazily out of his mouth. He picks up a champagne glass from the side of the tub and sips. For this moment, utterly content.

DISSOLVE TO:

INT: GAMBLING CLUB LOBBY - NIGHT

CLOSE - on a waterfall of silver dollars cascading from a marble maiden's bowl into the coin-choked pool below. A tony crowd in evening wear passes around the fountain and on into the club.

DON MARANZANO

moves through the lobby, a bit self-conscious in this crowd, yet still a man of noble bearing.

INSIDE THE CLUB

Charlie leans back against the bar, surveying the customers clustered around roulette wheels and cocktail tables. A fine-featured Young Man stands next to Charlie, trying to get the attention of the bartender. Charlie snaps his fingers, and points out the fellow to the bartender. The Young Man tries snapping his fingers, without much success.

BOBBY CLOWES

Guess I just wasn't born to it.

Charlie shrugs. Bobby extends a hand.

BOBBY CLOWES

I'm Bobby Clowes. Kansas City.

LUCIANO

Charlie Luciano.

BOBBY CLOWES

You ever been near a meat packing plant? My father makes a couple million per, but the smell in his office is enough to make you puke.

LUCIANO

Got the same problem with my pop -- garlic. Nothin' you can do.

BOBBY CLOWES

The goddamned bastards.

LUCIANO

Tell me about it.

CHARLIE AND BOBBY

sit at a table in a corner of the club.

BOBBY CLOWES

I remember reading a poem in college.  
"Sicily. Poor, noble isle..."

LUCIANO

Poor, yeah.

BOBBY CLOWES

But not you.

Charlie leans back and knocks on the wood paneled wall.

VOICE

Am I such bad luck?

Charlie looks up at Don Maranzano who hovers over the table.  
He extends his hand, but doesn't stand.

LUCIANO

Don Maranzano. Welcome.

MARANZANO

I've heard so much about this club  
of yours. I had to come and see.

LUCIANO

Good liquor draws a good crowd.

MARANZANO

I must know more of you, my son.

LUCIANO

Not a lot ta know.

Maranzano voice takes on a faint edge of menace.

MARANZANO

Then perhaps you need to know me.

LUCIANO

Don, I'd be honored.

Don Maranzano bows slightly from the waist, turns, and  
disappears into the crowd. Charlie's expression darkens.

BOBBY

Who was that?

LUCIANO  
My fuckin' meat packin' plant.

CUT TO:

EXT: MANHASSET ESTATE - DAY

An expanse of lawn sweeps toward a colossal mansion sprawled across the crest of a hill. A small wooden ball bounces into view, accompanied by the off-screen THUNDER of horses hooves.

HALF A DOZEN POLO PLAYERS ON HORSEBACK

descend on the ball, mallets held high. One player outmaneuvers the rest and sends the ball shooting across the lawn. The pack sets off in pursuit.

AN UNBROKEN LINE OF EXPENSIVE AUTOMOBILES

extends along one side of the grounds. Bobby and Charlie follow the match from the front seat of a Packard convertible. In the back, Bugsy and Frank make no attempt to hide their boredom.

SIEGEL  
Know somethin'? This stuff's just  
kick-the-can on ponies.

LUCIANO  
Shuddup.

SIEGEL  
Wanna know what I think?

LUCIANO  
Spare us.

SIEGEL  
I think these rich shits -- no offense  
Bobby -- are so dead below the waist  
that they gotta ride around all day  
swingin' at each other ta get their  
broads hot.

Charlie glares at Bugsy, but Bobby laughs.

BOBBY CLOWES

You got a point there, Bugsy.

Frank exchanges looks with a COOL BLONDE in the next car.

FRANK

Hey. Whatever the hell works.

CUT TO:

EXT: CENTRAL PARK RESERVOIR - DAY

A rowboat floats across the frame, Meyer at the oars. Anna faces him, posed in a white dress under a pink parasol.

ANOTHER BOAT FLOATS INTO FRAME

following the first. Anna's sweating Father rows, his wife faces him, holding a newspaper over her head.

CUT TO:

INT: MANSION BALLROOM - NIGHT

A Negro jazz band pumps out an African rhythm to incite the Anglo-Saxon libido. Bobby stands before the band, "conducting". On the floor, Frank hangs on to his Cool Blonde.

IN THE ENTRY HALL

A PORCELAIN-SKINNED BEAUTY shrieks in delighted terror as she races up a massive marble staircase. Halfway up she stops. At the bottom of the stairs, Bugsy stands with his arms across his chest, feigning indifference. The Beauty's panties bounce off his face. Bugsy charges up the stairs.

ON THE TERRACE

Charlie leans against a pillar looking out across the lawn toward the Long Island Sound. Behind him, white curtains billow out through the French doors to the Ballroom, as though blown by the force of the music. Charlie lights a cigarette.

WOMAN'S VOICE

You come to parties to be alone?

Charlie looks around, but sees only the billowing curtains. A breeze lifts them higher, and a woman in a long white dress materializes beneath. Somewhat older than the other women at the party, and far more elegant. She speaks in a cultivated



accent of indeterminate European origin.

GAY ORLOVA

Why are Americans always so desperate  
to have a good time?

UPSTAIRS

Bugsy moves down a long empty corridor, trying each door. One opens to reveal a shadowed, half-clothed sexual coupling in progress. Bugsy carefully pulls the door closed. Turning around, he sees his Beauty hiding in an alcove. Laughing, she races back down the hallway. Bugsy pursues.

ON THE TERRACE

Charlie and Gay Orlova sit a discreet but friendly distance from each other on the stone railing encircling the terrace.

GAY ORLOVA

Inside, they were talking of you.

LUCIANO

I can just imagine.

GAY ORLOVA

No. They envy you.

LUCIANO

For being a bootlegger?

GAY ORLOVA

For being a man.

Charlie, nonplussed, doesn't respond. Across the terrace, the Beauty runs out of the front door and down the curving driveway, followed closely by Bugsy.

TWO NEGRO CHAUFFEURS

Idle away their time under a tree next to the line of cars parked around the drive. Behind them, the rear door to a limousine stands open. Bugsy's feet, trousers around his ankles, can be seen braced on the ground below the door.

SHOOTING THROUGH THE WINDSHIELD OF THE LIMOUSINE

Bugsy's pants meld with the moans of the Beauty, behind the screen of the front seat.

AS CHARLIE WATCHES

Gay disappears through the billowing curtains into the house.

IN THE BALLROOM

Charlie looks around for Gay, but can't spot her.

CUT TO:

INT: RISTORANTE CASTELLAMARE - DAY

Conversation dies as Charlie moves through the restaurant, looking considerably more poised and commanding than last we saw him here with Capone. All eyes follow him as he moves toward the private dining room in back.

AS CHARLIE ENTERS THE BACK ROOM

Don Maranzano rises to greet him, hands held up beside his face, like the Pope bestowing a blessing. He embraces Charlie, whose face betrays his deep annoyance with this phony intimacy.

MARANZANO

(IN ITALIAN)

Salvatore. My young Caesar. First me, Sallie. Then you.

LUCIANO

The name's Charlie.

Maranzano laughs, steps back and holds Charlie at arm's length.

MARANZANO

Words of praise are meant only for the great, and you, my son, will do great things.

Charlie's ready to spit in the old man's face, but missing the hostility, Maranzano holds his right hand up to Charlie's face. A signet ring with the initials "S.M.", gleams on his finger.

MARANZANO

My bambino, please.

Choking back his pride, Charlie kisses the ring. The Don glows.

AT THE TABLE

Charlie eats with the elaborate care of the newly arrived.

MARANZANO

Mussolini is raping Sicily like every Roman before him. So our brothers are coming to America. Soldiers willing to fight and die. Men who know the meaning of honor.

LUCIANO

Don, you talk about honor, but you mean vendetta. Killin' an' more killin' until nobody can remember how it all started.

Maranzano leans back in his chair, appraising Charlie.

MARANZANO

And how many soldiers do you have?

LUCIANO

I've got friends.

MARANZANO

I have six hundred. Soldiers. And more every week off the boat.

LUCIANO

An' Masseria's got seven hundred.

Maranzano hisses at the mention of Masseria's name.

MARANZANO

He's an animal!

LUCIANO

(IN ITALIAN)

He's the Boss of all the Bosses, and I respect him.

Maranzano slaps his palm on the table.

MARANZANO

You are of the Sicilian blood. You

waste your time with these Jews!

Charlie lets that comment hang in the air for a moment, then pushes his chair away from the table.

LUCIANO

Thanks for lunch.

Calming down, Maranzano waves away the disagreement. Pours Charlie a glass of wine.

MARANZANO

The Internal Revenue came to my offices. I turned over all my ledgers. They found nothing. Charlie, I am a businessman.

LUCIANO

Sittin' around gives me the piles. You got a proposition?

Maranzano blesses Charlie with a sweet, fatherly smile.

MARANZANO

We combine everything. You are my second in command.

LUCIANO

What about the share.

MARANZANO

You get fifteen percent.

LUCIANO

I got partners.

MARANZANO

Your Calabrian friend, I will accept. At least Costello eats pasta like us.

LUCIANO

And the Jews?

MARANZANO

(IN ITALIAN)

Share with them as you wish. Do business with them on your own. But no filthy Jew will ever be a brother

to me.

CUT TO:

CHARLIE'S LIVING ROOM - NIGHT

Lansky, Siegel, Costello, and Luciano ponder their options.

LUCIANO

Those fucks can't leave each other alone. Maranzano and Masseria ain't gonna be satisfied until one of 'em starts a war.

SIEGEL

Let 'em kill each other off! Why should we care?

LUCIANO

There won't be any way to stay out of it.

FRANK

I think Maranzano's talkin' a hell of a deal.

SIEGEL

Sure, Frankie. Fuck me. Fuck Meyer. Fuck Arnold Rothstein who's made us all rich. All so you can be an fuckin' honorary Sicilian!

FRANK

Does Maranzano have to kiss you on the lips before you'll take his goddamn money?

SIEGEL

If he's gonna fuck me up the ass!

LANSKY

Hey. Calm down. They're crazy. We're not. Let's use that. Okay?

Siegel and Costello shrug a truce.

LANSKY

Bugsy, you and I don't need to be in business with Maranzano. We got more

jobs than we can handle. That's not the problem.

LUCIANO  
So what is the problem?

LANSKY  
The minute we sell out to Maranzano, that bastard is gonna have you knocked off.

A momentary silence falls over the group.

LANSKY  
He's afraid of you, 'cause you're a Sicilian. And maybe, someday, you're gonna want to be the Boss of Bosses. If he iced you now, there'd be a stink. But if you work for him, nobody's got a beef.

Costello mulls the logic.

SIEGEL  
The deal's too good, Frankie

FRANK  
What are ya thinkin', Charlie?

LUCIANO  
That I got a smart Jew partner.

CUT TO:

INT: TRAPANI SOCIAL CLUB - NIGHT

A raucous swirl of unrestrained celebration, as a hundred man and women dance, drink, and eat to the accompaniment of a Sicilian band. Charlie and Bugsy push through the crowd.

LUCIANO  
I'm gonna thank the Don for the invite, then we're gettin' the hell out of here!

Tommy Reina appears from out of the crowd. Embraces Bugsy.

TOMMY REINA  
Paisan! Merry Christmas!

SIEGEL

Good ta see ya. How's the Mrs.?

Tommy grabs his balls.

TOMMY REINA

Like always, Bugs. Pregnant!

Tommy leans over to Charlie to whisper.

TOMMY REINA

So ya told Maranzano ta fuck off.

Charlie shakes his head "no".

LUCIANO

I sent him a case of Scotoch.

TOMMY REINA

Sure. A polite "fuck you".

LUCIANO

Where's Masseria?

TOMMY REINA

In the corner. He's been askin' after ya.

AT THE CORNER TABLE

JOE MASSERIA holds court. Fat, crude, a man of unrestrained power and appetite, he has, none the less, a charmingly earthy directness of manner. At Masseria's right hand his toady, SONNY CATANIA, dances attendance. Across the table, VITO NOTO, still in his teens, enjoys the favor of two ladies. Masseria pounds his empty wine goblet on the table and howls.

MASSERIA

WHERE'S MY FUCKIN' WINE! Spend five grand for a party an' can't get a fuckin' glass of wine.

CHARLIE

Ya already look drunk ta me, Don.

Silence falls over the table.

MASSERIA

But not drunk enough!

Masseria LAUGHS. Rising, he envelops Charlie in a bear hug.

MASSERIA  
Buona fuckin' sera.

He busses Charlie on the cheek and whispers.

MASSERIA  
Maranzano's tryin' ta kill me.

IN THE MEN'S ROOM

A couple of guys pull up their flies as Catania herds them out of the men's room. Masseria pushes his way in, followed by Luciano. Masseria moves to one of the stalls and drops his pants without bothering to close the door.

MASSERIA  
He's nottin' but a fuckin' cunt.  
He's got no balls so he schemes and  
lies like an old woman.

Not especially anxious to watch Masseria take a dump, Charlie steps over to the urinals.

MASSERIA  
He wants you on ice, 'cause that way  
he thinks he can beat me! Fuck that!  
Come with me and we'll knock the  
crap out of him together!

Masseria punctuates his tirade with a blast of intestinal gas.

LUCIANO  
If ever I need a Boss, Joe.

MASSERIA  
Yeah. Yeah. I bet ya feed Maranzano  
that same line.

In the ensuing silence, the only sound in Charlie's piss ringing against the porcelain of the urinal.

MASSERIA  
I like that.



LUCIANO  
Whatta ya mean, Boss?

MASSERIA  
Ya piss like a man.

CUT TO:

INT: BOBBY CLOWES APARTMENT - NIGHT

Lansky and his girl friend, Anna, stand in a corner, watching the ebb and flow of a holiday cocktail party, as Bobby Clowes greets his guests. The crowd older, waspy, and subdued. Frank Costello approaches, a bit toasted.

FRANK  
Hey, Meyer. This the chickie that  
got your number?

Meyer makes a face indicating that Frankie should cool it.  
Frank looks apologetically to Anna.

LANSKY  
Anna, I want you to meet an associate  
of mine. Frank Costello.

ANNA  
You're an importer also?

His brain not at 100%, Frank puzzles a reply.

FRANK  
Well...

LANSKY  
Mr. Costello handles our business  
with the government agencies.

FRANK  
That's it.

AT THE FRONT DOOR

Charlie and Bugsy arrive from the Masseria party. Bugsy eyes the group skeptically as he slips out of his coat. No party girls here.

SIEGEL  
Where's the stiff?

LUCIANO

Come on. Be polite.

Bugsy slips his coat back over his shoulders.

SIEGEL

Sorry, Charlie. I gotta get my Johnson worked tonight.

LUCIANO

Jesus.

SIEGEL

Hell. It's been four days!

CHARLIE WALKS OUT ONTO A BALCONY OVERLOOKING CENTRAL PARK

Bracing himself against the cold. At the railing, Bobby huddles with Gay Orlova. Charlie hesitates, but Bobby calls him over.

BOBBY

Come join the Polar Bear Club.

Gay lights up as Charlie approaches.

BOBBY

Charlie, Gay Orlova.

LUCIANO

We already met.

Bobby quickly sizes up the situation.

BOBBY

My Aunt Dill is in from Kansas City.  
Maybe I'd better check on her.

As Bobby heads back inside, Gay rubs her arms against the cold. Charlie takes off his jacket and slips it over her shoulders.

LUCIANO

You here with Bobby?

GAY ORLOVA

No. I'm here with you.

This evokes a shy smile from Charlie.

LUCIANO

It's been a while. I didn't figure  
to see you again. In fact, I wasn't  
sure I ever saw you at all.

Gay snuggles against Charlie, shivering.

GAY ORLOVA

It's so cold out here.

Charlie embraces her, brushing her hair with his hand.

LUCIANO

There are warmer places.

CUT TO:

INT: LUCIANO'S BEDROOM - NIGHT

Gay lays back across the satin sheets, legs and arms akimbo,  
relaxed and aroused. Charlie covers her with hungry kisses,  
as though her every curve were an attribute of a goddess,  
and each caress of his lips, the praise of a poet.

ANOTHER ANGLE

as their voices meld rhythmically in ecstatic exclamation,  
and will falls prey to desire.

CURLED UP TOGETHER

in a tangle of satin, they bask in the afterglow of passion  
like lizards sunning themselves on a rock.

GAY ORLOVA

Are you frightened?

CHARLIE

Why should I be?

A smile edges across Gay's face.

GAY ORLOVA

You're so soft for a hard man.

Charlie pulls her closer.

GAY ORLOVA

I had everything. Once.

CHARLIE  
So what happened?

GAY ORLOVA  
Life knocked me back.

CHARLIE  
I came into this world flat on my  
ass.

GAY ORLOVA  
And now you have everything.

CHARLIE  
No. Not everything.

GAY ORLOVA  
Up down. Down up. It's the same. You  
see things through both eyes.

CHARLIE  
I guess I am. Just a little.

GAY ORLOVA  
What do you mean?

CHARLIE  
Scared.

DISSOLVE TO:

INT: LUCIANO'S BEDROOM - MORNING

Charlie's eyes flutter, then open, in response to the morning light spilling across his face. Rolling over, he finds himself facing an empty bed. The petty annoyance of morning sleepiness drains from his face, unmasking a blank stare of existential panic quite unlike any emotion Charlie has felt before.

GAY ORLOVA

Emerges from the bathroom, a man's silk robe wrapped tight across her breasts. She hesitates as she sees the look on Charlie's face, then slips out of the robe and begins dressing.

LUCIANO

What's the matter?

GAY ORLOVA  
I must be going.

IN THE LIVING ROOM

Gay walks to the door, Charlie trailing after, pulling on the robe that Gay discarded.

LUCIANO  
Come on. It's Christmas. At least stay for breakfast.

GAY ORLOVA  
I'm already late.

LUCIANO  
For what?

Gay shoots him a look that says, "not this shit already". Charlie pulls up short. She leans over and kisses him quickly. The telephone rings.

GAY ORLOVA  
Answer your phone.

Charlie moves to the phone.

CHARLIE  
Don't go.  
(picking up phone)  
Hello.

LANSKY  
(ON PHONE)  
We got problems, Charlie.

Gay waves, then pulls the front door closed behind her. Charlie covers the butt end of the receiver and yells.

CHARLIE  
I don't even know where you live!  
(back on phone)  
Meyer, do I have to remind you what day it is?

LANSKY  
(ON PHONE)

Three of our trucks were hijacked  
last night. We got New Year's comin'  
and no inventory.

Silently, Charlie curses his fate.

CHARLIE

Get hold of Frank and Bugsy. We gotta  
go to Atlantic City. Now.

CUT TO:

EXT: A SEASIDE HOUSE - DAY

Under grey winter skies, youngsters frolic on a frozen lawn.  
They look up as Charlie's sedan pulls into the driveway.

INT: NUCKY JOHNSON'S HOUSE - DAY

The chaos of a family Christmas Day plays in the background,  
as Johnson leads Luciano and the Boys to a quiet study. Arnold  
Rothstein stands at the window, staring out at the ocean.

ROTHSTEIN

Why didn't you tell me that Maranzano  
had made you an offer?

LUCIANO

I turned him down flat.

Rothstein turns around and fixes his gaze on Charlie.

ROTHSTEIN

And if I had known, I would have  
warned you to expect this. We could  
have prepared.

LUCIANO

Masseria's been after me too.

ROTHSTEIN

Thank you for keeping me informed.

LUCIANO

We were overdue to get hit.

ROTHSTEIN

You think this is a coincidence?  
Next week half your customers will

be buying their Scotch, our Scotch, from Maranzano. In a month, he'll be in Scotland talking to my distillers, because you can't move product. I'll be out of business, and you'll be working for Maranzano.

LUCIANO

We can operate around these guys.

ROTHSTEIN

Not by scurrying around like a puppies in a roomful of elephants.

LUCIANO

Okay. I'm listening.

ROTHSTEIN

A hundred years ago Austria was run by a prince named Metternich. Austria was weak, and it's neighbors were strong. But they were ruled by passionate men, while Metternich was ruthless and brilliant. If one country got too strong, he rallied an alliance against it. He would lead all of Europe to the brink of war, then bring the enemies together and forge the peace.

Rothstein cups his hands in front of him.

ROTHSTEIN

He barely had an Army, but he had Europe by the balls.

Rothstein's words hang in the air, the Boys a bit bewildered by the high-flown rhetoric.

LANSKY

Makes sense, Charlie. We gotta be making the moves from now on.

Charlie ponders for a moment.

LUCIANO

This is your territory, Nucky. How'd you like ta make a lotta dough for doin' nothin'?

NUCKY JOHNSON  
Spill it.

LUCIANO  
Rothstein gets an exclusive to land  
booze on the Jersey shore. We get  
protection for our trucks up to the  
Camden ferry. You get ten percent  
from each end.

NUCKY JOHNSON  
(to Rothstein)  
There's a shipment landin' at Cape  
May today. Might solve your problem  
with New Year's.

ROTHSTEIN  
Who's is it?

Nucky can't help but smile.

NUCKY JOHNSON  
Don Maranzano's.

EXT: THE JERSEY WOODS - DUSK

By the side of a two lane road, Luciano and Costello, axes  
in hand, chop awkwardly at the trunk of a tree. Dropping the  
axes, they push against the trunk, which finally cracks and  
falls away from the road with a great crash.

UP THE ROAD

Lansky walks along a railroad track. He steps on a lever  
mechanism built into the rail.

AT THE GRADE

where the rails cross the road, the warning signal clangs  
and flashes red. Siegel waves to Lansky down the track. He  
pours water from a ten gallon container down the face of the  
grade.

CUT TO:

EXT: ROAD - NIGHT

Headlights swing into view around a curve in the road.



INT: TRUCK - SAME

A brawny DRIVER squints at the road ahead. A hawk-faced GUNMAN rides shotgun. The railroad grading looms into view. The warning signal flashing and clanging.

OUTSIDE THE TRUCK

As the Gunman, shotgun in hand, moves cautiously up the grading, his breath blowing white in the cold. He slips on the ice that has formed. The BLAST of his gun echoes through the night. He waves sheepishly to the driver.

INSIDE THE TRUCK

The Driver shouts to the men in the back of the truck.

DRIVER  
(IN ITALIAN)  
It was only an accident!

IN THE WOODS

Costello and Luciano struggle to topple a tree. Unable to do so, they pick up their axes and slash desperately at the trunk.

SHOOTING THROUGH THE TRUCK WINDSHIELD

The Gunman limps toward the truck, rubbing his ass. Another BLAST shatters the night, and the Gunman's chest EXPLODES, splattering his guts across the windshield. As he falls, WE SEE Siegel, a wool scarf wrapped across his face, scramble up from the ditch at the side of the road, his shotgun smoking.

THE PANICKED DRIVER

Slams the truck into gear, running over the body of the Gunman.

SIEGEL FIRES AGAIN

shattering the windshield, then leaps back into the ditch.

THE TRUCK MOVES HALFWAY UP THE GRADE

where its rear wheels spin helplessly on the ice.

THE DRIVER SEES SIEGEL CLIMB BACK OUT OF THE DITCH

and calmly pull a pistol from his coat. He struggles to get the truck into reverse. As Siegel levels his gun, the truck lurches backward, bumping sickeningly over the body of the Gunman.

ON LUCIANO AND COSTELLO

As they push mightily against the tree trunk. It CRACKS, and CRASHES across the road, cutting off the path of the truck.

LANSKY AND LUCIANO

scarves pulled across their faces, race toward the truck from opposite sides of the road. They beat their pistols on its sides, and order the men to throw their guns out.

SIEGEL RIPS THE TOP OFF A BAG OF ROCK SALT

and pours the contents across the grade. He trots toward the front of the truck, his pistol leveled at the Driver.

COSTELLO -- ALSO MASKED

moves out of the woods toward the rear of the truck, as Siegel roughly drags the Driver around to the back of the truck. Costello shoves his pistol under the Driver's chin.

FRANK

(IN ITALIAN)

Tell them to throw their guns out!

DRIVER

(IN ITALIAN)

It's impossible. Do as they say!

Costello pulls the driver in front of him as a shield. Siegel climbs up onto the rear bumper and unlatches the door.

AMIDST THE STACKED CASES OF SCOTCH

stand two Guards in long coats.

FRANK

(IN ITALIAN)

Throw out your guns and coats!

The Guards comply, and step off the truck, hands raised over their heads. Luciano, Lansky, Costello, and Siegel surround them, all still masked, all with guns leveled. Siegel pats the First Guard down. He pulls an antique gold watch from the man's vest pocket. The Guard grabs for Siegel's hand.

FIRST GUARD

No!

Luciano and Lansky move in closer to Bugsy.

LUCIANO

Forget it.

SIEGEL

Fuck 'em.

Siegel jerks his hand away, gripping the watch in his fist beside his face. The Guard grabs at the watch, catching Bugsy's scarf, and pulling it from his face.

SIEGEL

Knocks the Guard to the ground, beating him viciously with his pistol. As the Guard begs for mercy, Siegel slams the barrel of his pistol into the Guard's mouth, and fires. Siegel stands up and looks to the Second Guard.

TRUCK HORN BLASTS

A pair of headlight beams swing across the scene, as a second truck, identical to the first, screeches to a halt just short of the fallen tree. The Second Guard makes a run, but Siegel cuts him down.

THE DRIVER BREAKS AWAY FROM COSTELLO

and dives into the foliage of the fallen tree.

GUNMEN

pour out of the second truck and open fire. Shots ring out from both sides, with the Driver caught in the middle.

LUCIANO

runs to the front of the truck and jumps behind the wheel. The engine whines, but won't turn over.

COSTELLO AND LANSKY

seek cover along the sides of the truck, but Siegel charges boldly out into the open, firing into the foliage of the tree.

ON THE ROOF OF THE SECOND TRUCK

a gunman draws a bead on Siegel as he advances on the tree. As if by instinct, Siegel looks up at the gunman on the roof and blasts him away. Tossing the pistol aside, he pulls another from his coat.

AS THE TRUCK ROARS TO LIFE - COSTELLO AND LANSKY

climb into the back, shouting for Siegel to join them.

SIEGEL CONTINUES TO BLAST AWAY

at the fallen tree, when another gunman jumps out from behind the truck, and wings Bugsy on the right hand.

BUGSY RETREATS TO THE DEPARTING TRUCK

Looking back as Meyer and Frank pull him aboard. The Driver crawls out of the branches of the fallen tree, and on toward the second truck.

OUTSIDE THE TRUCK

as it roars up the grade, rear tires catching on the salt. The truck bounces over the tracks, and speeds on down the road.

INSIDE THE TRUCK

Charlie slams a fist against the steering wheel.

LUCIANO  
SHIT!

Lansky leans through the window from the rear of the truck.

LANSKY  
We'll figure out something.

LUCIANO  
I'm supposed to be at my old man's  
for Christmas dinner at eight.

CUT TO:

INT: LUCIANO FAMILY DINING ROOM - NIGHT

In a respectable, middle class apartment, Antonio, Rosalie, Bartolo, Bartolo's wife, and his two small children, sit glumly around a table groaning with holiday delicacies. Bartolo picks up a knife and moves to carve the turkey. Antonio erupts.

ANTONIO LUCIANO  
LEAVE IT ALONE!

BARTOLO  
The food's already cold. We gotta  
wait for the rats to come out?

Antonio glares at him. Bartolo tosses the knife onto the table. The doorbell rings. Bartolo jumps up to answer it.

OUTSIDE THE DOOR

where Charlie waits with his arms full of gifts. As Bartolo opens the door, Charlie catches sight of his father's deathly stare. He sets the gifts on a chair and hands Bart a wad of twenties.

CHARLIE  
When the old man calms down give him  
this.

Charlie fishes around in his pocket, and comes with a stunning sapphire necklace.

CHARLIE  
Tell Ma I'm sorry. I didn't have  
time to get it wrapped.

CUT TO:

INT: CHARLIE'S BEDROOM - DAY

Charlie paces the room, his brow furrowed with concern, carrying the phone as he talks in low urgent tones.

IN THE LIVING ROOM - LANSKY, COSTELLO, AND SIEGEL

sit around the coffee table, still in the clothes they wore

for the hijack. The contents of the bar are scattered across the coffee table, indicating serious drinking in progress. Costello glowers at Siegel, as Bugsy uses his bandaged right hand to pour a fresh measure of Scotch.

SIEGEL

I got a booger hangin' out my nose, paisan? Cause if I don't, I suggest you step over to the fuckin' mirror and take a look.

Costello doesn't respond, but maintains his accusing gaze.

LANSKY

Come off it, Bugs.

SIEGEL

(mocking)

Come off it, Bugs.

LANSKY

Ben-jamin.

Bugsy grabs the whiskey bottle, shatters it across the edge of the table, and holds the jagged edge to his opposite wrist.

SIEGEL

Is it blood ya want?

Siegel jams his wrist against the jagged edge, sparking a trickle of blood. He holds his wrist over the table, letting the blood drip into an empty glass. He "milks" his arm to increase the flow of blood.

SIEGEL

Tell me when ya got enough.

Lansky shakes his head in disgust.

LANSKY

There's nothin' in this world crazier than a crazy fuckin' Jew.

A white shirt flies into Siegel's face. Charlie stands to one side, bare-chested.

LUCIANO

Wrap it.

Bugsy's bravado collapses in the face of Charlie's bloodless calm. He wraps his arm. Luciano lowers himself into a chair.

LUCIANO

Johnson's still on board. Even Maranzano won't screw with Nucky in Atlantic City. But everywhere else, we got nothing but problems.

SIEGEL

I'll knock 'em in, Charlie. I can do it. Blow his fuckin' head off. Get rid of the bastard for good.

LUCIANO

You wouldn't live out the week.

LANSKY

We got exactly two choices, Maranzano or Masseria.

SIEGEL

They don't give a shit about us!

LUCIANO

Masseria's scared. He might make our deal.

SIEGEL

We can't sell out to those guys. They ain't businessmen!

But nobody pays the slightest attention to Bugsy's protests.

FRANK

But Maranzano's got the men and the brains.

LUCIANO

Which is why he doesn't need us.

Frustrated at being ignored, Bugsy shouts.

SIEGEL

All they care about is killing the nephew of some guy who screwed their grandmother fifty years ago!

Charlie continues in a calm, contained voice. Bugsy crosses

his arms across his chest and sulks.

LUCIANO

At least Masseria plays by the rules. Maranzano thinks he's God, and the rules don't apply.

LANSKY

Without us, Masseria don't stand a chance, and he knows it.

FRANK

I'm sorry, but I sleep better when I know I'm with the winning side.

LANSKY

We're gonna be the winning side. It's like Rothstein said about that guy in Austria. We're gonna use Maranzano and Masseria. Let 'em knock each other bloody. And then, when everybody's screamin' for peace, we step in to make it. What they're fight in' over, everybody will beg us to take.

FRANK

I thought we just wanted to be left alone to run our business.

LUCIANO

It's past that. We take over the whole show, or we're all dead.

Bugsy perks up.

SIEGEL

So we're gonna knock 'em both off?

LUCIANO

If it comes to that. Yeah.

Bugsy breaks into a broad grin.

SIEGEL

Well, shit. Why the fuck ya didn't come right out and say so!

FADE TO:



INT: CHARLIE'S LIVING ROOM - EVENING

Charlie lays stretched out in his bathrobe. Unshaven. The mess from earlier still scattered across the coffee table. The telephone rings. Charlie hesitates before answering.

LUCIANO  
Luciano.

GAY ORLOVA  
(ON TELEPHONE)  
I was calling yesterday.

LUCIANO  
Something came up.

GAY ORLOVA  
(ON TELEPHONE)  
I needed to see you again.

LUCIANO  
Same here.

GAY ORLOVA  
(ON TELEPHONE)  
You're sure?

Under his robe, Charlie adjusts his suddenly swelling member.

LUCIANO  
Yeah.

CUT TO:

CLOSE - ON A DOOR

Charlie opens it from inside the apartment. Decker out in his tuxedo. He pulls Gay inside. Kicks the door shut in our faces.

DISSOLVE TO:

INT: CHARLIE'S BEDROOM - NIGHT

Charlie and Gay float on a cloud of post-coital bliss. She lays back, gently stroking the nape of his neck. He rubs his cheek on her belly, gazing longingly over the swell of her breasts. He inhales deeply, his face suffused with dreamy

pleasure.

LUCIANO

Why do you bother with perfume when you smell like this?

GAY ORLOVA

It's a mask.

LUCIANO

You got something to hide?

GAY ORLOVA

It's too late.

LUCIANO

Have you thought about this?

GAY ORLOVA

Why? You're the innocent one.

LUCIANO

Guess I'm too confused to think.

She lifts his face in her hands.

GAY ORLOVA

Don't worry, Charlie. I've never hurt a man.

CUT TO:

INT: HALLWAY OF PENNSYLVANIA HOTEL - DAY

the elevator doors slide open, and Luciano and Costello step out into the hallway, looking down the empty corridor to a broken-nosed LUG who stands guard by a door.

DOWN THE HALLWAY

as the Lug swings the door open for them.

LUG

Hope ya come hungry.

JOE MASSERIA

sits in the center of the room, at a table covered with hors d'oeuvres, meats and shellfish, antipasto, bowls of pastas,

cheeses, sauces, fruits, and pastries. Enough to feed a dozen men. He looks up from a pork loin he holds in both hands.

MASSERIA

Excuse me bein' rude. Lookin' at food always makes me hungry.

Laying the pork loin aside, Masseria rises to greet Charlie and Frank, wiping his hands on his napkin before shaking theirs.

MASSERIA

I'm glad ya come.

LUCIANO

What's with the banquet? This is supposed to be a private meet.

MASSERIA

It's only us and Sonny. Hey, Sonny. Come on out.

Sonny Catania enters by a side door and stands by a wall, regarding Charlie with barely concealed contempt.

MASSERIA

You boys carryin' pieces?

LUCIANO

You tryin' ta tell me something? I don't come to a meet with a weapon unless it's with an enemy.

MASSERIA

See if these two are my friends.

Catania frisks them. Masseria grabs the pork loin and bites in.

MASSERIA

So eat.

SOMETIME LATER

Frank and Charlie sit back in their chairs, the remnants of their lunches before them. Across the table, Masseria has managed to consume an incredibly large amount of food. He shoves an entire pastry in his mouth, washing it down with wine. He scratches his distended belly, and belches.

MASSERIA

You're a smart boy, Charlie, but there's somethin' you ain't learned yet. A man needs a family.

LUCIANO

I know. When the storm hits, it don't pay to be caught outside.

MASSERIA

I got a place for you. In my family... or in the cemetery.

LUCIANO

Never threaten me, Boss.

Masseria's only response is a cold stare.

LUCIANO

But yeah, I'll join up.

Beaming with pleasure, Masseria picks up another pastry.

LUCIANO

Under the right conditions.

Masseria's enthusiasm fades as he chews on the pastry.

LUCIANO

I'm number two. Above everybody but you, including Catania here.

Catania bristles. After a moment's hesitation, Masseria nods.

LUCIANO

We get a fair piece of all the action, and everything from me and my associates goes into the pot.

Masseria nods again.

LUCIANO

Everything, that is, except not one fuckin' drop of whiskey. That stays with me and my friends.

A moment's dead silence. Masseria's expression widens in fury, his eyes bulging from his head. The half-eaten dessert

EXPLODES from his mouth, followed by a ROAR of protest.

MASSERIA  
YOU FUCKIN' WEASEL! YOU STUPID SHIT  
EATIN' WEASEL!!

Masseria leaps up and smashes his wine goblet against the wall. Madly, he grabs dishes and tosses them left and right. Catania, frightened, backs away. Costello grips the arms of his chair.

LUCIANO

regards the tantrum with amused detachment.

MASSERIA

picks up his chair, raising it over his head and bringing it crashing down into the table, sending debris flying. He grabs the table and flips it over, clearing his path to Charlie.

COSTELLO

edges backward in his chair, but Charlie doesn't flinch.

MASSERIA GRABS THE ARMS OF CHARLIE'S CHAIR

and leans into his face, BELLOWING like wild beast. Then, as quickly as the storm began, it dies. He grips Charlie by the shoulders.

MASSERIA  
You skinny son of a bitch! You're  
the only paisan in this whole fuckin'  
town ain't afraid a Joe the Boss!

Masseria throws his arms around Charlie and busses his cheek. Charlie looks over to Frankie and shrugs.

LUCIANO  
I guess we got a deal.

CUT TO:

INT: A WOOD-PANELED CONFERENCE ROOM - NIGHT

A dozen of Masseria's operatives sit around the table. Joe Masseria at one end, Charlie at the other, with Tommy Reina and Frank Costello at his side.

LUCIANO

I'll be spending most of my time helpin' the Boss with the day to day. Frank Costello will be in charge of all the gambling, and my good friend Sonny Catania will oversee burglary and the other strong-arm operations.

Charlie lays a friendly hand on the shoulder of Tommy Reina.

LUCIANO

We will maintain a special relationship with Tommy Reina and his boys in the Bronx. Treat them as your brothers.

Charlie rises out of his seat and circles the table.

LUCIANO

We will maintain a respectful relationship with the Profaci family in Staten Island and with Maranzano's outfit in Brooklyn. They don't fuck with us, we don't fuck with them.

CATANIA

What about Lansky and Siegel?

LUCIANO

I got a liquor business with them, and they've also got the toughest enforcement operation in town, so I expect you will treat them very respectfully.

The guys all laugh.

MASSERIA

Charlie, Vito has an idea for a job. I wanna hear what you think.

Masseria nudges Vito Noto, who sits to his left. Vito, nineteen and unsure of himself, looks around to Charlie.

VITO NOTO

I know this girl works for Seventh Avenue Fashions as a bookkeeper.

LUCIANO

And you're pokin' this sister so sweet, she's gonna help you nab the payroll?

Everybody laughs but Vito.

VITO NOTO

They got some old man who picks up at the bank every Friday.

LUCIANO

I looked at the job last year. That geezer ain't workin' alone.

VITO NOTO

I figured we could hit 'em on Thirty-First Street.

LUCIANO

Traffic's crazy at that hour. How you gonna get out of there?

Vito has no ready reply. Joe the Boss leaps in.

MASSERIA

This business is about taking risks.

LUCIANO

Calculated risks. But Boss, this one don't calculate.

Charlie's contradiction of the Boss sends a wave of concern through the room.

LUCIANO

If there's a war, we're not gonna win it our troops in the slammer.

Masseria thinks a moment, then nods decisively in agreement.

MASSERIA

That's right. You bastards won't do me no good in jail.

CUT TO:

INT: LUCIANO'S APARTMENT - NIGHT

CLOSE on Lansky as he sits on the sofa, fiddling nervously with a glass of Scotch. Luciano regards him curiously.

LUCIANO  
Come on, what's the problem?

Lansky shakes his head "no". Shrugs noncommittally.

LUCIANO  
Meyer.

LANSKY  
It's nothin'. I'm gettin' married.

LUCIANO  
Married? To Anna?  
(kidding)  
You ain't got her in trouble?

LANSKY  
No. We ain't even...

LUCIANO  
Well, good. Woman like that you don't  
have to keep an eye on.

LANSKY  
Guess I'm not a single type guy.

LUCIANO  
Whatta ya mean? It's great!

Charlie lifts his glass for a toast. As the glasses click, Meyer's drink splashes over the rim and dribbles down the side of the glass. Meyer wipes the glass with his hand, then, finding nothing to wipe his hand on, dries it on his pant leg.

LANSKY  
We're going to Atlantic City for the  
honeymoon.

LUCIANO  
I'll talk to Nucky. Get you set up  
like the fuckin' Prince of Wales.

LANSKY  
I been thinkin'...



LUCIANO

Good. 'Cause every time you start thinkin', we end up makin' money.

LANSKY

We need to put together a meet for the whole country. We all got the same problems. We could talk. Meet the guys we don't know. Lift a few with the guys we do.

LUCIANO

Like a party for all our friends.

LANSKY

Italians, Jews, Irish. One big party. Course, some guys don't get along.

Charlie smiles.

LUCIANO

Like Don Maranzano.

LANSKY

And if we don't invite Maranzano, we can't invite Masseria. Guys don't wanna be choosin' sides.

LUCIANO

I'll handle the Boss.

LANSKY

So we end up with everybody but the two Bosses, at our meet. We ain't sayin' we're the leaders, but we're leadin'.

LUCIANO

How soon can we pull this off?

LANSKY

I'm gettin' married in six weeks. I'll already be in Atlantic City which is probably the best place to do it anyway.

Charlie shoots Meyer a judgmental look.

LUCIANO  
Your honeymoon, Meyer?

LANSKY  
Might as well put the time to use.

INT: A JEWISH TEMPLE - AFTERNOON

An utterly terrified Meyer Lansky stands under a chupa in front of an Orthodox rabbi, next to his bride, Anna. Lansky stamps his foot down on the glass, sealing the marriage.

CUT TO:

INT: ANNA'S FAMILY'S APARTMENT - EVENING

Gangsters mix uneasily with exemplars of middle-class Jewish respectability. At the door, Anna's parents greet Joe Masseria. As he moves on, Anna's Mother whispers to her husband.

ANNA'S MOTHER  
Who is Meyer to have such friends?

Anna's Mother nods to Masseria.

ANNA'S MOTHER  
Look at his hands. A common butcher,  
fat from too much meat.

Anna's Father shrugs.

ANNA'S FATHER  
Mama. Meyer's a man of liberal  
sensibilities.

FROM A CORNER OF THE LIVING ROOM

Gay stands with Charlie, eyeing Anna piteously.

GAY ORLOVA  
You could have stopped him.

LUCIANO  
Ya never tell a guy about a broad.

GAY ORLOVA  
So you all make the same mistakes?

LUCIANO

Gives us something in common.

Gay plucks Charlie's champagne glass from his hand.

GAY ORLOVA

I wish I could disagree.

As Gay leaves in search of a refill, Charlie spots Masseria chatting with Tommy Reina. Masseria breaks away from Reina and marches over to Charlie.

MASSERIA

Tommy tells me that Capone's coming in from Chicago.

LUCIANO

He's trying to make it.

MASSERIA

He'll think something's wrong I ain't there.

LUCIANO

He'll know you were smart enough to stay away, Boss.

MASSERIA

What the fuck does that mean?

LUCIANO

You know that if you come, we gotta invite Maranzano.

MASSERIA

So fuck him. I don't care anymore. Let him come.

LUCIANO

So he can talk to all the families behind your back? Maybe have his own meet at 3:00 AM under the goddamn boardwalk? No. You're too smart for a sucker play.

Charlie leans in to whisper a confidence.

LUCIANO

You're so big, you don't even have

to come to the meet. You have your  
number two run it for you.

Masseria nods in affirmation.

MASSERIA

And that shitloader Maranzano don't  
even get a fuckin' invite.

Charlie taps himself on the chest.

LUCIANO

Don't I make the Boss look good?

Masseria laughs and slaps Charlie across the back.

CUT TO:

EXT: THE BREAKERS HOTEL - ATLANTIC CITY - DAY

A long black limousine pulls up the circular drive.

IN THE LOBBY

WASP families, arrayed in Summer pastels, take tea under the  
potted palms. Charlie, Gay, Meyer, and Anna, dressed in  
darker, more conservative attire, approach the registration  
desk. Meyer steps forward, straining to mimic the Anglo-Saxon  
manner.

LANSKY

Mr. and Mrs. Michael Land. We're in  
the Presidential Suite.

The Clerk betrays himself with a slight, condescending smile.

REGISTRATION CLERK

Of course, Mr. Land. If you could  
sign in please. And you, sir?

Charlie catches the Clerk's attitude, but plays it cool.

LUCIANO

Mr. and Mrs. Charles Luther.

REGISTRATION CLERK

(slyly taunting)

You wouldn't be related to the Bryn  
Mawr Luthers, now would you?

Charlie fixes the Clerk with a murderous stare.

REGISTRATION CLERK

I suppose not. They're quite fair.

OUTSIDE THE HOTEL

As Siegel exits the lobby, an over-chromed white Dusenbergs pulls up. Al Capone sticks his head out the back window.

AL CAPONE

I ain't stayin' in a hotel with no fuckin' kike!

Capone steps out of the car, decked out in a flamboyant style. Bugsy gestures for Capone to cool it.

AL CAPONE

Wassa matter? Some Ziegfeld shiksa you're bangin' convert ya?

SIEGEL

Didn't Nucky tell you about the deal with the hotel?

AL CAPONE

Yeah. Yeah. Got me a new name, and I wore my funeral suit so they'll think I'm a fuckin' Senator.

INSIDE THE LOBBY

Capone struts up to the front desk, trailed by enough luggage to sink Cleopatra's barge. Impatient, Capone bangs on the bell. The Clerk turns around to face the counter, his eyes widening in disbelief at the vulgarity of Capone's attire. He leans over the counter to take in the whole view. Capone beams.

AL CAPONE

Had it custom made.

REGISTRATION CLERK

So comforting to know there's only one.

Capone extends a hand across the counter.

AL CAPONE  
Mista Albert Caper.

The Clerk reluctantly shakes his hand.

REGISTRATION CLERK  
Excuse me, Mr. Caper.

The Clerk disappears, then reappears trailing the Manager.

MANAGER  
There seems to be some confusion  
about your registration. I believe I  
can find you a place at the  
Ambassador. Many persons of the Jewish  
faith find it quite...

AL CAPONE  
I ain't no fuckin' kike!

MANAGER  
I'm sorry, sir. Our clientele is  
restricted to White Anglo-Saxons.

AL CAPONE  
And I ain't no nigger either!

MANAGER  
Sir, we do not use such names at our  
hotel.

Capone lifts the manager's tie onto the counter and fingers  
it menacingly.

AL CAPONE  
I call 'em niggers and kikes, but I  
let 'em into my fuckin' hotel.

The Desk Clerk signals for the House Detective, who hurries  
across the lobby.

MANAGER  
You own a hotel, sir?

AL CAPONE  
The Bismark in Chicago. You familiar?

Capone pulls a cute little pistol out of his jacket and uses  
the manager's tie to shine the barrel.

MANAGER

A fine establishment, Mr. Caper.

Capone YANKS the tie, pulling the manager closer.

AL CAPONE

And the name ain't Caper.

The House Detective lays a hand on Capone's shoulder.

HOUSE DETECTIVE

Look, buddy. What's the big idea?

Releasing the Manager's tie, Capone turns around.

HOUSE DETECTIVE

Mister Capone! Excuse me.

Behind them, the Manager falls in a dead faint.

CUT TO:

EXT: THE BOARDWALK - MORNING

A dozen canopied roller-chairs, each with two passengers pushed by a Negro attendant, move along the Boardwalk.

AT THE END OF THE BOARDWALK

the dark-suited gangsters alight from the roller-chairs, remove their shoes and socks, roll up their pants, and walk to the water's edge to discuss their business in complete privacy.

BUGSY SIEGEL AND MOE DALITZ

walk as the surf washes over their feet.

SIEGEL

We get together, we can tell those greedy Scotsmen what we're gonna pay for their whiskey.

MOE DALITZ

Makes sense. But who's the Boss?

SIEGEL

There ain't no Boss.

FRANK COSTELLO

and the gentle giant, ALBERT SCALISE, enter the frame as Siegel and Dalitz exit.

ALBERT SCALISE

But I don't understand. Is this a Sicilian operation? A Calabrian operation? A Jew operation?

FRANK

It's an American operation. Everybody gets a vote.

ALBERT SCALISE

But who's the Boss?

Costello shakes his head in frustration.

FRANK

There ain't no Boss.

Scalise looks skeptically to Costello.

ALBERT SCALISE

Come on, Frankie. You can tell me. Who's the Boss?

AS COSTELLO AND SCALISE EXIT THE FRAME

Meyer Lansky and BOO-BOO HOFF enter.

LANSKY

We have a commission. If there's a dispute over territory, the commission decides.

BOO-BOO HOFF

Tell me something, Meyer. How can you get up at dawn to walk on the beach if you're on your honeymoon?

LANSKY

The commission don't decide how I spend my honeymoon.

BOO-BOO HOFF

Hey, I ignore my wife too. But on



our honeymoon I paid attention.

LANSKY

Boo-Boo.

BOO-BOO HOFF

Not another word.

CHARLIE ENTERS THE FRAME

his arm around the shoulder of Al Capone.

AL CAPONE

What you're sayin' makes a lotta sense. Ya know, if I keep on killin' people like I have, I won't have no more friends left!

LUCIANO

You've got the public upset, Al.

AL CAPONE

But you know I never killed nobody that didn't deserve it.

LUCIANO

When the people get so upset, our politician friends gotta listen.

AL CAPONE

What are ya tellin' me, Charlie?

Charlie stops and grips Capone by both shoulders.

LUCIANO

We're asking you to go to prison.

AL CAPONE

But I've never served a day.

LUCIANO

If it wasn't important for everybody, we wouldn't ask. We got friends in Philly. They can send you up for a couple months on a weapons charge.

AL CAPONE

Awwh, Charlie.

LUCIANO  
Minimum security. You'll have  
everything but broads.

Not wanting to face up to this, Capone avoids Charlie's gaze.

LUCIANO  
Al, you owe me one.

Capone kicks the sand.

AL CAPONE  
Shit!

CUT TO:

INT: LUCIANO'S OFFICE - DAY

CLOSE - On the sinister face of "Mad Dog" Coll, free lance  
killer for hire, as he stares directly into the camera. A  
chilling smile plays tentatively on his mouth, as though he  
can't decide whether to charm or intimidate.

MAD DOG COLL  
You're forgetin'. I don't work for  
the Boss...' less he's got a couple  
grand and somebody ta be rid of.

From behind his desk, Charlie regards him with cold contempt.

LUCIANO  
Civilian gets blown away, cops come  
to me for answers.

MAD DOG COLL  
You own the motherfuckin' police!

LUCIANO  
There's rules. And number one is no  
contract jobs in my territory.

Coll leans toward Charlie, letting the full force of his  
psychotic personality cast it's pall.

MAD DOG COLL  
If I played by the rules, I'd be  
sellin' fuckin' hats.

IN THE HALLWAY

Coll enters the elevator, nodding to the Operator.

MAD DOG COLL  
First floor.

As the Operator pulls the door shut, a huge hand stops it. Two broken-nosed THUGS climb on board, crowding Coll back into a corner. The First Thug moves nose to nose with Coll.

FIRST THUG  
Basement.

IN CHARLIE'S OFFICE

Vito sticks his head through the door.

VITO NOTO  
Boss wants you right away.

CUT TO:

INT: MASSERIA'S LIMOUSINE - DAY

Charlie sits in the back with Masseria, who's clearly in a foul mood. Vito drives, anxiously watching the Boss in the mirror.

LUCIANO  
Where we headed?

MASSERIA  
Wassa matter, Mr. Big Shot. Don't have time for my business no more?

LUCIANO  
Boss, I got all the time you need.

MASSERIA  
I know about you.

Ignoring the taunt, Luciano turns and looks out the window.

MASSERIA  
And what went on your little party in Atlantic City. I got ears.

LUCIANO  
That little party's gonna make you a

lotta money.

MASSERIA  
MONEY DON'T MEAN SHIT!

LUCIANO  
Didn't know you felt that way.

Masseria hauls off and backhands Charlie across the face.

MASSERIA  
Don't you smart talk me!

Charlie stares at Masseria, stone-faced. Wanting to kill this bastard, but the time ain't right.

OUTSIDE THE LIMOUSINE

as it pulls up past a car parked halfway up the sidewalk. Next to it stands one of Masseria's Henchmen. It's a narrow street in the garment district, little more than a alleyway between two broad avenues. Runners push racks of clothes. Trucks making deliveries clog the passage of traffic.

BACK IN THE LIMO

Masseria slaps a pistol into Charlie's palm.

MASSERIA  
You and Vito are gonna pull that payroll job. Right now.

LUCIANO  
You gotta plan these things.

MASSERIA  
And I got it all planned.

In the front seat, Vito nods for Charlie to go along. The pistol lays in Charlie's lap, aimed at Masseria. Charlie's finger strokes the trigger. Masseria notices and baits him with the unnerving calm of the truly mad.

MASSERIA  
Go ahead, Charlie. We can always fight this out in Hell.

Charlie lifts the pistol off his lap and trains it on the Boss.

MASSERIA

You're wasting my time, Charlie.

Battling his every instinct, Charlie lowers the pistol and slips it into his jacket.

MASSERIA

You'll never be the Boss. You're too in love with livin'.

CHARLIE AND VITO CLIMB OUT OF THE LIMO

and the Henchman climbs behind the wheel.

HENCHMAN

The motor's runnin'.

They watch as the limo maneuvers through the obstacle course of traffic. They turn and look toward the bank building that sits at the end of the alleyway on Seventh Avenue. As they pass the getaway car, Charlie slows, fighting the urge to flee.

CUT TO:

EXT: THE FORT LEE HIGHLANDS - DAY

In a park, a car pulls to the side of the road. The two Thugs climb out, open the trunk, haul out the body of Mad Dog Coll, and dump it down a hillside.

THE BODY

beaten and bloody, rolls to a stop at the bottom of the hill. Coll's eyes flicker open, his mouth trembling in pain as tears streak down his face. You could almost feel sorry for the guy.

CUT TO:

EXT: THE ALLEYWAY - LATE AFTERNOON

As Charlie and Vito move down the alley, a clap of THUNDER unleashes a Summer downpour. Pedestrians run for cover.

THIN OLD MAN

carrying a brown leather satchel, scurries out of the bank.

He hoists the satchel over his head as protection from the rain.

VITO HEADS DOWN THE SIDEWALK

toward the PAYROLL MESSENGER. Charlie follows on the opposite sidewalk, scanning the alley for potential problems.

AS THE PAYROLL MESSENGER ENTERS THE ALLEY

a YOUNG MAN pushing a rack of garments through the rain, falls in behind him.

VITO SLOWS AS HE SPOTS A POLICEMAN ON HORSEBACK

on Seventh Avenue. The cop looks up the alley, then rides on.

AT THE SERVICE ENTRANCE TO SEVENTH AVENUE FASHIONS

A WORKMAN finishes loading a sidewalk elevator, and yells below for a co-worker to bring it down.

AS THE PAYROLL MESSENGER

nears Seventh Avenue Fashions, Vito hurries to catch him.

ACROSS THE STREET

Feeling for his gun, Charlie heads across the alley toward Vito. A HORN BLARES. He jumps back and a long truck rolls slowly past, cutting off his path.

VITO TACKLES THE PAYROLL MESSENGER

sending the satchel skidding across the wet sidewalk and down the shaft of the sidewalk elevator. The Young Man pushing the garment rack pulls a pistol from his coat.

VITO SCRAMBLES TO HIS FEET

and races to the elevator as the cover CLOSES. He heaves it back open. The Workman stands in the receding elevator, satchel at his feet, looking up into the barrel of Vito's gun. The Workman squats and grabs the satchel.

AS THE TRUCK FINALLY PASSES

Charlie spots the Young Man with his gun out, trying to

maneuver the rack out of his path. Desperate, he pushes the clothes aside, and steps halfway through the rack, gun drawn.

ABOVE THE ELEVATOR

as the terrified Workman tosses the satchel up. As Vito grabs it, a SHOT knocks him to the sidewalk.

ON THE YOUNG MAN LEANING THROUGH THE RACK

as he takes dead aim for a second shot at Vito.

CHARLIE GRABS THE RACK AND JERKS IT DOWN INTO THE STREET

pulling the gunman along with it. Charlie races to Vito and pulls him to his feet. Blood seeps through a hole in his chest. Charlie grabs the satchel from his arms.

THE MOUNTED POLICEMAN

Appears at Seventh Avenue and charges up the alley on horseback, as Charlie drags Vito up the sidewalk. Charlie pulls out his pistol and fires at the horse.

ON THE POLICEMAN

as he and his horse tumble to the pavement.

CHARLIE PUSHES VITO INTO THE BACK SEAT OF THE CAR

tosses the satchel into the front, and climbs behind the wheel. The car spins off the wet sidewalk, crashing to the street.

BEHIND THE CAR

the Dismounted Policeman fires, shattering the rear window.

INSIDE THE CAR

As it slows, its path blocked by the long truck that stopped Charlie as he tried to cross the street. Charlie JERKS the steering wheel, sending the car up onto the sidewalk and past the truck.

AN HASIDIC JEW CARRYING A PACKAGE

backs out of a doorway into the path of the oncoming car.

CHARLIE SLAMS ON THE BRAKES

but the car slides on the wet pavement, slamming into the man with a sickening thud, and sending him flying over the hood, up the windshield, and across the roof of the car.

CHARLIE BEATS ON THE STEERING WHEEL

in frustration, as the car pulls out onto Eighth Avenue. The rain cutting the smear of blood on the windshield. Charlie looks back at Vito, sprawled in the back seat, dead.

CONSUMED WITH RAGE

Charlie grabs the satchel and dumps the money out the window.

ON THE STREET

as a cloud of dollars dance on the urban canyon breeze.

CUT TO:

EXT: CEMETERY - DAY

Charlie stands in a small crowd by an open grave, as a Priest sprinkles holy water onto a coffin. Tommy Reina, and some of Masseria's men, are there, but there's no sign of the Boss.

LUCIANO

Whispers condolences to Vito's weeping mother, presses an envelope into her hands, then moves toward the line of limos.

LANSKY, SIEGEL, AND COSTELLO

wait in the limousine as Charlie climbs in.

LUCIANO

Bastard didn't even show.

FRANK

He's hidin'. Word's out Tommy Reina's goin' over ta Maranzano.

LUCIANO

Get word to Maranzano. I want a meet. Alone. On neutral turf.

Lansky shoots Charlie a skeptical look.



LUCIANO  
After all this time I'd think you'd  
know me better, Meyer.

LANSKY  
It's not myself I'm worried about.

LUCIANO  
I'll do fine.

SIEGEL  
Maranzano wants you dead.

LUCIANO  
Yeah. But he needs me alive.

CUT TO:

INT: ARNOLD ROTHSTEIN'S APARTMENT - DAY

A massive living room, elaborately furnished in expensive antiques. Charlie stands by a twelve foot high window, looking out over the trees along Fifth Avenue to Central Park beyond. Rothstein, enthroned in a wing chair, swirls wine in his glass and sips, savoring the taste of his wealth.

ROTHSTEIN  
If it's a blessing you need I'd  
suggest the ablutions of the Holy  
Mother Church.

Luciano turns away from the window. Impatient.

LUCIANO  
Who first? And when?

Rothstein explodes.

ROTHSTEIN  
TACTICS! Always tactics!

Recovering his composure, Rothstein continues.

ROTHSTEIN  
Strategy.

LUCIANO  
Talk English. Okay? I did lousy at

school.

ROTHSTEIN  
The Big Picture.

LUCIANO  
That's just what I'm sick of.  
Everybody lookin' ta knock somebody  
off! Greedy for what you got. A bunch  
of fuckin' hogs at the trough.

ROTHSTEIN  
So change it.

This strikes Charlie like a prophecy from Delphi.

ROTHSTEIN  
Bring order out of chaos. If you  
lead... they'll follow.

LUCIANO  
And what do you want out of this?

ROTHSTEIN  
A peaceful and prosperous retirement.

CUT TO:

EXT: STATEN ISLAND FERRY - NIGHT

Charlie leans over the railing, staring down at the garbage  
being pulled in the wake of the ferry.

CUT TO:

EXT: STATEN ISLAND SHIPPING PIER - NIGHT

Charlie climbs out of a cab at the foot of a steel pier. In  
the distance the Staten Island Ferry returns to Manhattan.  
As the cab pulls away, Maranzano appears from behind a  
shipping crate.

MARANZANO  
It's been too long, my bambino.

The Don embraces his Prodigal Son.

INSIDE A DARK, EMPTY WAREHOUSE

Charlie and the Don sit on a couple of packing crates. Maranzano reaches over and rubs Charlie's cheek affectionately.

MARANZANO

Tell me, my son. Why did you go with Giuseppe? He's not our kind.

LUCIANO

I found that out.

MARANZANO

We learn from life.

LUCIANO

That's why I'm here.

MARANZANO

Coming with me will be a delicate matter. We will work it out. But Charlie...

Maranzano grasps Charlie's hands.

MARANZANO

Conditions have changed. Some people have become too powerful.

LUCIANO

I'll take care of the Boss.

His hands tighten around Charlie's.

MARANZANO

Not Masseria. The Jews.

Charlie pulls back, but Maranzano holds firm to his hands.

MARANZANO

If you give him the chance, Lansky will betray you like Judas.

LUCIANO

I don't fuck my partners.

MARANZANO

No worry, Charlie. I will kill them for you. No one will know.

Charlie pulls himself free from Maranzano's grasp.

MARANZANO

At first, it will hurt you. But you will come to understand and we will be strong together.

LUCIANO

You're fuckin' crazy. You're all fuckin' crazy!

CLOSE - on Charlie's face as a blackjack cracks across the crown of his skull, and his eyes roll back in his head.

CUT TO BLACK:

Muffled voices over the sound of wood scrapping on concrete, the screeching of metal on metal, and a hard splash of water.

CUT TO:

CHARLIE'S BATTERED FACE

Dripping wet. His eyes flutter open. Charlie hangs by his wrists from a beam, his toes barely touching the ground. Half a dozen men, their faces covered with bandanas, surround him. Maranzano stands to one side as Charlie stirs from his stupor. Looking toward Maranzano, Charlie shakes his head "no".

MARANZANO NODS

and the men converge on Charlie. Working him over with belts, clubs, and fists. Not a sound escapes from between Charlie's clenched teeth.

MARANZANO

Enough!

One of the men lights up a cigarette, slipping it under his bandana to smoke.

MARANZANO

One word, and all this will end.

Charlie stares at Maranzano, then croaks his response.

LUCIANO

No.

Maranzano shakes his head and nods to the man smoking

MARANZANO

Always the wrong word, Charlie.

CLOSE ON CHARLIE

as the cigarette burns into his chest, his body shaking in pain as two of the men hold him. Another man lights up, his face glowing red in the light of the match. Then the men back away as Maranzano moves in closer to the barely conscious Luciano.

MARANZANO

They will still die, even if you die first. And all for nothing.

Charlie tries to form his mouth into words. His breath coming in desperate gasps. Maranzano caresses Charlie's bloated face.

MARANZANO

Why must you hurt me like this?

CHARLIE JERKS HIS KNEE UP INTO MARANZANO'S GROIN

Maranzano doubles over and falls to the ground, HOWLING. As the men move in on Charlie, Maranzano staggers back to his feet. He grabs a knife from one of the men and slashes Charlie's face. One of the men pulls out a gun, leveling it at Charlie's head. Maranzano knocks the man away.

MARANZANO

NO! Let him live to see what the Jews have cost him.

DISSOLVE TO:

EXT: A DESERTED ROAD - DAWN

Charlie crawls on all fours through the gravel at the side of the road. A police car whizzes by, but WE HEAR it slow down and pull over. As the car doors open, then slam shut, Charlie looks up, only now aware of the cops. He collapses into the gravel.

CUT TO:

INT: HOSPITAL ROOM - DAY

Charlie lays in bed, casts on both arms and one of his legs. The right side of his face sags where his facial muscles were cut, giving him a particularly sinister look. Gay tries to help him turn over on his side.

GAY ORLOVA

Pull yourself toward me.

Grimacing at the pain, Charlie grabs the edge of the bed and pulls himself over on his right side, leaving his bare backside facing the door. Gay uses a washcloth to wipe sweat from his forehead. Charlie grabs it away from her and uses it to hide the tears of pain welling in his eyes.

GAY ORLOVA

I booked passage to London.

LUCIANO

London?

GAY ORLOVA

My friends have a country house we can use for a while.

Angry, Charlie throws the damp washcloth in her face.

LUCIANO

What the hell is wrong with you!

Gay struggles to hold back her tears.

LUCIANO

If I look weak now, it's over.

GAY ORLOVA

I'm very sorry... I didn't...

LUCIANO

Oh, God. Don't start actin' like a fuckin' wife on me.

BUGSY SIEGEL STICKS HIS HEAD IN THE DOOR

only to be greeted by Charlie's bare ass.

SIEGEL

You're lookin' better already.

Charlie cuts off the laughter when he shouts over his shoulder.

LUCIANO  
Where's the morphine!

Costello and Lansky follow Siegel into the room.

LANSKY  
You're getting' 10 cc's

LUCIANO  
I told you twenty!

Paying him no mind, Lansky pulls a vial and a hypodermic out of his pocket. Filling the syringe, he leans over Charlie's ass.

FRANK  
Relax, Charlie.

Charlie grasps Gay's hand, then reacts to the needle.

LUCIANO  
You bastards, I said twenty!

LANSKY  
It'll just be a few minutes.

LUCIANO  
I NEED THE TWENTY!

But Charlie realizes that his protests are to no avail.

LUCIANO  
Fuck you all.

Losing her composure, Gay runs from the room. Charlie, calls after her.

LUCIANO  
Not you!

But she's gone. Costello pushes the door shut behind her.

SIEGEL  
Everybody's talkin' about ya, Charlie.

First time anybody ever got took for  
a ride and lived.

LUCIANO  
(bitter)  
Guess I'm just lucky.

SIEGEL  
That's just what they're calling ya  
pal. Lucky Luciano.

FRANK  
Masseria's confused. He can't figure  
whether you're workin' for Maranzano,  
or gettin' ready to kill the bastard.  
So he's spreadin' the word that you're  
goin' after Profaci because it  
happened on his turf. I figure  
Masseria's gonna try to rub out  
Profaci, and pin it on us. Then  
Maranzano will have to kill ya.

LUCIANO  
You got men on Profaci's place?

FRANK  
We got our boys paintin' the house  
next door. Around the clock. We're  
gonna keep old man Profaci alive if  
it takes twenty coats.

LANSKY  
Tommy Reina's gone over to Maranzano,  
but so far Masseria ain't lifted a  
finger,

LUCIANO  
The fat man's scared. Scared of us,  
and scared without us. Same with  
Maranzano. We gotta get their minds  
back on each other. This fuckin'  
peace is killin' us.

LANSKY  
We can get the war started tomorrow,  
but it won't be pretty.

LUCIANO  
Who?



LANSKY

Tommy Reina.

SIEGEL

What you mean? Tommy ain't done nothin'.

LANSKY

Maranzano will think Masseria ordered the hit, and won't have no choice but to start the war.

SIEGEL

Why's it gotta be Tommy!

LANSKY

Masseria won't have any choice but to trust you. And as long as we keep the Boss alive, Maranzano can't win without you.

LUCIANO

Don't touch Tommy until Masseria goes after Profaci.

Siegel explodes.

SIEGEL

JESUS CHRIST WILL YA LISTEN TO ME!

Now he has their attention.

SIEGEL

I'm a hard guy. I done more jobs than alla you combined. And I never said no. Not once. But dammit I don't understand why the hell we gotta kill our friends!

LUCIANO

Because the world ain't big enough for the Dons. So we gotta choose between our friends and ourselves. It ain't the way I'd make the world, but that's the way it is.

LANSKY

We're gonna change it, Bugs. Once we

get rid of the Dons, the Commission's gonna rule. No more wars. No more vendettas. No more Boss of All the Bosses.

SIEGEL

Yeah. And no more Tommy Reina.

CUT TO:

EXT: STATEN ISLAND STREET - DAY

A row of substantial homes overlook New York Harbor. A crew of painters work on one of the houses. A car pulls into the driveway of the house next door. A middle-aged woman and her teenage daughter climb out, with packages from a shopping trip.

ON THE BALCONY OF THE FIRST HOUSE

A YOUNG PAINTER closely watches the two women as they move toward their house.

INSIDE A BEDROOM OFF THE BALCONY

Frank Costello watches out a window, as he talks on the phone.

FRANK

I'm startin' ta think Profaci's losin' it. Been here three weeks and he ain't given us a look.

CUT TO:

INT: LUCIANO'S APARTMENT - DAY

Charlie lays in bed, propped up on pillows, out of his casts.

LUCIANO

Masseria's tryin' ta find a way around ya. But his patience won't hold out much longer.

FRANK

(ON PHONE)

How's Bugsy doin'?

LUCIANO

Tommy Reina's hauntin' his dreams.

But he'll do his job.

Gay enters the bedroom carrying a hot water bottle. As she slips it under Charlie's back, he pulls her down onto the bed.

LUCIANO  
Bye, Frank.

Gay tries to squirm away from Charlie, but he grabs her hand.

LUCIANO  
A lot of shit came out of me in the hospital. I'm sorry you got hit by it.

GAY ORLOVA  
(cool)  
You must be feeling better, if you're looking for sex again.

Charlie twists her arm, and Gay yelps in pain.

LUCIANO  
I meant just what I said.

Charlie tosses her arm away from him in disgust. Gay softens.

GAY ORLOVA  
You're not the only one who has to be hard for the world.

Charlie and Gay stare at each other from across the bed.

GAY ORLOVA  
That's why I understand you.

She moves close to Charlie, rubbing a hand across his chest.

GAY ORLOVA  
Would it be painful for you?

LUCIANO  
It always is.

CUT TO:

CLOSE - ON CHARLIE'S FACE

As he lays on top of Gay, clenching his teeth in pain as he thrusts himself inside her again and again. As they near their climax, Charlie desperately kisses Gay about the face. He stifles a cry, but tears pour down his cheeks. No longer able to hold back, Charlie buries his face in Gay's hair and sobs.

CUT TO:

INT: PROFACI HOUSE - DAY

JOE PROFACI'S DAUGHTER preens in front of a mirror in a new dress, the price tag still hanging from the front.

IN THE LIVING ROOM

JOE PROFACI sits with one leg thrown over the arm of his easy chair, reading the newspaper. His daughter pulls the paper aside and models her dress. Joe smiles his approval, but gestures for her to come closer. As he tries to read the price tag, she laughs and pulls away.

OUTSIDE THE HOUSE

A panel truck parks and a uniformed DELIVERYMAN jumps out with package in hand and heads up the walk.

THE PAINTER ON THE BALCONY NEXT DOOR

watches the Deliveryman. Moves to the window and taps on it. Inside the bedroom, Costello starts awake in the chair where he's dozed off. He hurries to the window as the Deliveryman disappears under the roof of the Profaci porch.

COSTELLO

hurtles out the front door and races toward the street.

AT PROFACI'S FRONT DOOR

His daughter opens the door for the Deliveryman. He hands her a clipboard to sign.

AT THE TRUCK

Costello flings open the rear doors. The back is empty.

ON THE PORCH

The Deliveryman takes the clipboard and hands the Daughter the package. He turns to see Costello, racing up the walk, his pistol drawn. Costello shouts to the girl.

FRANK

Drop the package!

The Deliveryman looks for an escape route. The Profaci's Daughter clutches the package like a life preserver.

COSTELLO DROPS TO ONE KNEE AND SHOOTS

The light fixture over the girl's head EXPLODES. She drops the package and races inside, slamming the door as she goes.

INSIDE THE HOUSE

Profaci herds his Daughter and Wife down into the basement.

ON THE PORCH

The Deliveryman crawls toward the package laying exposed in front of the door. As he grabs the package, another shot explodes into the door.

COSTELLO KNEELS ON THE LAWN

waiting for the Deliveryman to reappear.

INSIDE THE HOUSE

Joe Profaci, a pistol raised next to his head, peers down the hallway toward the front door.

ON THE FRONT PORCH

the Deliveryman leaps up, ready to heave the package at Costello. Three shots tear into his chest. He drops the package and falls across it.

THE FRONT PORCH EXPLODES IN A BALL OF FIRE

Costello ducks as a volley of flaming debris showers over him. He looks up at the huge hole torn in the front of the house. Joe Profaci emerges through the smoke, gun drawn. Costello raises his weapon in response. Profaci, puzzled to see him, lowers his gun.

JOE PROFACI

Frankie? Is that you? What the hell's goin' on?

Costello shrugs.

FRANK  
Deliveryman had the wrong address.

CUT TO:

INT: SIEGEL'S APARTMENT - NIGHT

Bugsy sits at a kitchen table littered with shotgun shells. He tips gunpowder from a tin onto a scales, then pours the measure into an empty shell with a jeweler's precision. He twists a cap onto the shell, and adds it to a pile. The wall phone rings.

SIEGEL  
Yeah... ya sure Profaci's okay?...  
Tommy's havin' dinner with his Aunt  
in Brooklyn like he does every Monday.

Siegel looks at his watch.

SIEGEL  
Yeah. I got time.

CUT TO:

EXT: A BROOKLYN STREET - NIGHT

Siegel sits in a car on a street of neatly kept brownstones.

THE FRONT DOOR TO ONE OF THE BROWNSTONES

swings open. Tommy Reina gives his Aunt a kiss on the cheek.

AS REINA MOVES DOWN THE SIDEWALK

Bugsy steps from behind a tree. Reina pulls up short.

REINA  
Jeez, Bugsy. Ya like ta scared the  
crap outta me.

SIEGEL  
Just wanted ta say hello.

As they shake hands, Siegel seems reluctant to let go.

SIEGEL

Know something Tommy? You're a mensch.

REINA

That a Jew compliment?

SIEGEL

Best we got.

REINA

Awww... deep down I'm a bastard, but when ya got eight kids ya can't make enemies.

SIEGEL

Guess so. Ya got a minute? I got somethin' for ya.

CLOSE - ON THE TRUNK OF SIEGEL'S CAR

As it pops open, revealing a cache of weapons. Bugsy gestures to the pile.

SIEGEL

Take any one ya like.

REINA

Kinda early for Christmas, Bugs.

SIEGEL

A Jew's gotta let his heart tell him when ta give his presents.

A little uncertain, but not wanting to offend, Reina pulls out a sawed-off shotgun with a gleaming silver barrel and a perfectly waxed rosewood stock. He inspects it admiringly.

SIEGEL

Ya got a eye for a tool.

Siegel tilts the barrel toward his own temple.

SIEGEL

Blow a fella's brains clean out.

Reina laughs uneasily as Siegel pulls the gun from his head.

REINA  
You're fuckin' crazy.

SIEGEL  
But only on purpose, Tommy.

REINA  
This is nice. I mean it.

Siegel taps his chest over his heart.

SIEGEL  
From here, Paisan.

A shy smile flickers across Tommy's face.

REINA  
See ya around.

Reina slips the shotgun under his coat, and turns to go.

SIEGEL  
Oh, Tommy.

Reina turns around and stares up the barrel of a pistol Siegel has leveled at him.

SIEGEL  
It's a bad world.

The gun EXPLODES in Reina's face.

CUT TO BLACK:

AND WE HEAR

the BLAT! BLAT! BLAT! of machine gun fire shattering glass. Tires squeal. Bystanders scream and stampede. A basso voice howls, then gurgles as life drains out. A man struggles against an onslaught of long knives, furniture crashing, steel tearing flesh. A room explodes. Sirens wail. A dozen police radios crackle with urgent calls. A hundred keening widows screech their lamentations as a hundred shovels break the earth. A Sicilian brass band bleats a funeral march.

CUT TO:

TWO WATCHFUL BODYGUARDS - DAY



posed like bookends on either side of the entrance to Charlie's apartment building. Luciano emerges from the lobby with Lansky, the guards falling in behind them as they move down the street.

AT A CORNER NEWSSTAND

Charlie scoops up the New York Mirror. The tabloid headline screams. "BLOOD FLOWS IN GANG WAR", over a photo of the bullet-ridden remains of Albert Scalise slumped in a gutter.

LUCIANO

Ain't nuttin' looks worse than a stiff laid up in the street.

A CADILLAC LIMOUSINE PULLS TO THE CURB

next to the newsstand. Four men climb out and keep a watchful eye in all directions. A second limo pulls up behind it. It's armour plated doors and bullet proof windows remain closed. A third limo pulls up after the second. Sonny Catania climbs out.

OUTSIDE THE THIRD LIMO

Charlie's Bodyguards lead a reluctant Catania back toward the apartment building as Luciano and Lansky climb into the limo.

LUCIANO

Sonny, you better hope you Boss needs you more than he wants me dead.

CUT TO:

INT: STAKE-OUT APARTMENT - DAY

In the bedroom, bare save a mattress on the floor and a chair by the window, a Young Tough fights to stay awake as he watches the courtyard and the street beyond. A dog roams the room.

IN THE BATHROOM - AN OLDER TOUGH

sits on the toilet, reading an Italian newspaper.

IN THE BEDROOM

the dog pauses by the mattress and lifts its leg. The Young Tough leaps from his chair at the sound.

YOUNG TOUGH  
(IN ITALIAN)  
NO! Get away you dirty bastard!

The dog jumps away from the mattress, moving right, then left, determined to avoid the blows.

CUT TO:

EXT: STREET IN FRONT OF APARTMENT - SAME

The three limousines pull up to the curb. The men from the first car run to the second limo, forming a phalanx around Masseria as he climbs out and heads into the courtyard. Catania, Luciano, and Lansky follow behind.

CUT TO:

INT: STAKE-OUT APARTMENT - SAME

Hearing cars on the street, the Young Tough runs to the window.

YOUNG TOUGH  
(IN ITALIAN)  
Giovanni! It's Masseria!

The Older Tough scrambles out of the bathroom, struggling with his pants as he grabs for his gun. He reaches the window just as Masseria disappears into the foyer across the courtyard.

CUT TO:

INT: MASSERIA SAFE HOUSE APARTMENT - SAME

A dark, musty space. Barely furnished. Dirty brown roller blinds pulled down over the windows, shutting out light and prying eyes. Masseria spills over a stout leather armchair, his men posed in the corners of the room like Nubian guards. Luciano and Lansky sit opposite.

MASSERIA  
Ya can do business with a guy a long  
time and still have no idea what  
gets his dick hard. Then, somethin'

happens, and he shows himself like one of Minsky's broads. Then ya know that fella.

LANSKY

The worms'll be feastin' on that fat gut of yours before Charlie Luciano shows his ass.

MASSERIA

That's just my problem.

LUCIANO

If I wanted ta kill ya, I woulda done it long ago. It's not like you ain't given me reason.

MASSERIA

I'm still the Boss of All the Bosses! And you'll do what I say!

LUCIANO

So tell me when I ain't done it.

MASSERIA

How can I trust you when you look at me like that?

LUCIANO

You got no fuckin' choice. You might be able to stay alive, but you're never gonna win the war from these fuckin' rat holes.

MASSERIA

(pleading)

Tell me, Charlie. Please.

LUCIANO

Why should I go against you, Boss? Nobody can handle this business like you. Maranzano'll never know the crap that you forget. He's got no business bein' Boss. The idea makes me wanna puke. You're the Boss, an it's gonna stay that way.

Masseria relaxes in the bosom of flattery. A broad smile lights up his ugly mug.

MASSERIA

So today, maybe I don't kill you Mr.  
Lucky Luciano.

CUT TO:

INT: APARTMENT FOYER - DAY

Luciano, Lansky, and Masseria stand aside in the elevator,  
allowing the Guards to move ahead into the foyer.

MASSERIA

Ain't had a decent meal in weeks.  
This fuckin' war's gonna have me  
skin and bones like you boys.

INT: STAKE-OUT APARTMENT - SAME

The windows overlooking the courtyard stand open, the winter  
air gusting into the room. The two Toughs stand to either  
side of the windows, hidden from view, shotguns at the ready.

IN THE COURTYARD - THE GUARDS

cluster by the entrance to the foyer. As the limousines appear  
at the curb, one of them taps on the foyer door. Lansky steps  
into the courtyard, and follows the guards to the street.  
Charlie steps into the doorway, blinking against the harsh  
midday light. He looks carefully up and down the courtyard,  
then signals for Masseria.

AS CHARLIE STEPS ASIDE TO LET MASSERIA PASS

He spots the open windows on the third floor opposite, the  
only ones open on a cold day. As Masseria steps through the  
door, Charlie throws himself at the Boss, sending them both  
tumbling backwards into the foyer. Shotgun BLASTS tear the  
door apart, as Masseria shimmies backwards across the floor  
of the foyer.

CHARLIE

edges up to the wall, breaks out a tiny window onto the court,  
and shoots up at the third floor.

ONE OF THE GUARDS

Charges up the courtyard from the street, only to be knocked

over by a shotgun blast. The other Guards stop in their tracks.

DISGUSTED - LANSKY

grabs a shotgun from one of the Guards. Runs down the street to the corner and around toward the alley.

THE TWO TOUGHS

throw their weapons to the floor, sprint to the kitchen, and on down the rear service staircase, followed closely by the dog.

THEY DASH ALONG A NARROW PASSAGEWAY

that runs alongside the building, darting between garbage cans, man's best friend still in hot pursuit.

AT THE END OF THE PASSAGEWAY

The Older Tough scales a tall chain link fence. As he throws his leg over the top, Lansky jumps out from behind a wall and blows the man's face clean off his skull. His body topples backwards, landing at the feet of the Young Tough.

AS THE YOUNG TOUGH BACKS UP

Lansky shoves the barrel of the shotgun through the fence, and blasts him in the chest. The dog yaps threateningly at Meyer.

IN THE FOYER - MASSERIA

moves cautiously toward the door, where Charlie stands, as the Guards outside shout confused instructions to one another.

MASSERIA

These fools would have me dead.  
Anything, Charlie. Tell me what you want.

Charlie grabs Masseria playfully by the back of his fat neck, then kisses him Sicilian style, full on the lips.

LUCIANO

Trust me.

CUT TO:

EXT: THE BRONX ZOO - DAY

A cold, overcast day. The place nearly deserted. Luciano, Lansky, Siegel, and Costello wait in front of the lions' cages.

MARANZANO AND JOE PROFACI GIVE A FRIENDLY WAVE

as they approach down a walkway, to all appearances a pair of harmless retirees at their leisure. The great cats climb to their feet and roar, as though hailing the King.

MARANZANO

Even the beasts of the earth know  
who rightfully reigns.

LUCIANO

They do what I tell 'em.

MARANZANO

Salvatore. Always holding himself  
above.

LUCIANO

You and me both. Sal-va-to-re.

Maranzano stiffens as Charlie spits out his name like a curse.

MARANZANO

We must be friends, Charlie.

LUCIANO

Keep my terms and I won't be your  
enemy.

MARANZANO

The terms will be mine.

LUCIANO

The guy doin' the job names the price.  
If you don't like it, you can kill  
Masseria yourself.

MARANZANO

I will be the Boss of All Bosses.

LUCIANO

What makes you think I give a damn

about that Sicilian crap?

He looks around to his partners,

LUCIANO

Tell it to the Calabrian. Tell it to the Jews.

MARANZANO

You disrespect our tradition.

LUCIANO

Boss, we got our own tradition. We call it treatin' your friends right, and not bein' a pig for every scrap of glory.

JOE PROFACI

Charlie!

LUCIANO

I do this for you, and you'll leave me and my guys alone. Be the fuckin' Boss of all the other Bosses, but we are gonna be our own Bosses.

Maranzano thinks for a moment, then extends his hand to shake.

MARANZANO

I will not interfere with you.

As Charlie takes his hand, Maranzano pulls him into a bear hug. Bringing his face next to Charlie's disfigured cheek.

MARANZANO

I am sorry for what I had to do.

Luciano pulls out of the embrace, struggling to be civil.

LUCIANO

Forget it. That's past.

MARANZANO

No matter what you say to me Salvatore, you are my bambino.

CUT TO:

INT: MASSERIA'S OFFICE - DAY

Dark and forbidding. Blood red velvet drapes over the windows. Masseria sits behind a huge oak desk. Luciano leans across the desk, speaking in a low, urgent whisper.

LUCIANO

Our enemies have infiltrated our family. Do you think it was an accident you almost died? We have to take action. Now.

Masseria looks uneasily to the two Guards standing by the door. He whispers to Charlie.

MASSERIA

What are ya thinkin'?

LUCIANO

Joe Profaci. Carlo Gambino. Vinnie Mangano. Joe Bananas. They all gotta die.

MASSERIA

You can't fuck with them. They're heads of families!

LUCIANO

They're friends of our enemy.

MASSERIA

Take one of 'em out, and they'll all line up against us.

LUCIANO

Not if they all die at once.

This sets Masseria back in his chair.

LUCIANO

I call a meet. Everybody in town but you and Maranzano. A peace conference to find an end to the war. They know me. They trust me.

Masseria shakes his head in awe at the audacity of the plan.

LUCIANO

Every successor will owe his loyalty to us. Together we take out Maranzano,



and each family gets a piece of his operation.

MASSERIA  
A mother-fuckin' peace conference.

Masseria HOWLS with laughter. Charlie nods toward the Guards.

LUCIANO  
We gotta talk in private. I got a friend in Coney Island who's gonna open his restaurant just for us.

MASSERIA  
But that's an hour's drive.

LUCIANO  
Lobster Fra Diavolo. Spaghetti with red clam sauce. Antipasto. And pastry that'll make you wanna go home and slap your sweet mama.

The Boss fairly drools at the prospect.

CUT TO:

EXT: NUOVA VILLA TAMARO - DAY

A small clapboard structure backing onto the deserted Coney Island beach. Charlie's is the only car parked in front.

INT: NUOVA VILLA TAMARO - SAME

A comfortable, family place. Empty except for Masseria and Luciano at a corner table. The owner, GERARDO, brings coffee, while Masseria ponders which of two desserts to attack first.

LUCIANO  
Ya did good. I ain't seen the Boss so happy in weeks.

MASSERIA  
Look at this boy. He hardly eats. Like that fella killed Caesar.

GERARDO  
Cassius?

MASSERIA

Yeah. Mean and hungry lookin'.

LUCIANO

When ya got all that blood workin'  
in your belly, it ain't upstairs  
where it needs to be.

MASSERIA

The kid just called me stupid.

LUCIANO

Not stupid. Fat.

MASSERIA

Shit. When I was comin' up, bein'  
fat meant ya had somethin' ta eat.  
Guy looked like you, people felt  
sorry for 'em. Right, Gerardo?

Gerardo nods in agreement.

GERARDO

Okay I leave you alone?. I want to  
take a walk on the beach.

Charlie looks at his watch.

LUCIANO

Sure. But ya got a deck a cards? I  
wanna play some Klob.

MASSERIA

Come on, Charlie. We got business.

LUCIANO

Couple hands. No harm in it.

A WHILE LATER

The table is cleared, except for the coffee and Masseria's  
remaining desert. Joe beams as he lays down his hand.

MASSERIA

So, smarty-pants, ya can't even beat  
an ignorant old man.

Charlie tosses in his hand. Checks his watch again.

LUCIANO

An ignorant, old, fat man. But I'll  
get ya next hand, after I take a  
leak.

As Charlie gets up, Masseria pushes his chair back.

MASSERIA  
Enough cards.

Charlie pulls out a pistol and trains it on the Boss.

LUCIANO  
One move pardner, and you're a dead  
man.

MASSERIA  
You can't kill me. You gave your  
word, Charlie.

LUCIANO  
So? I'll get Bugs ta do it.

Masseria laughs as Charlie disappears into the men's room.

IN THE MEN'S ROOM

Charlie moves to a window, and pulls it open.

DOWN THE STREET FROM THE RESTAURANT

Siegel, Costello, and Lansky wait in a car. As the men's  
room window slides open, Lansky picks up his pistol.

LANSKY  
Let's go.

IN THE MEN'S ROOM

Charlie stands at a urinal, smoking as he relieves himself.

IN THE DINING ROOM

Masseria lifts a pastry to his lips. BANG! The doors fly  
open. Siegel, Costello, and Lansky march toward Masseria,  
guns drawn.

MASSERIA LAUGHS HYSTERICALLY

his belly jiggling under his shirt. He shouts to Charlie.

MASSERIA

Hurry up, Charlie. You're missin'  
the show.

Siegel, Costello, and Lansky open fire.

MASSERIA JUMPS UP

struggling to escape from the chair he's wedged himself into. He stumbles backwards, the chair still stuck to his fat ass, as a dozen bullets rip into his belly. He falls back, still seated in the chair, his open mouth filled with unchewed pastry. Dead.

IN THE MEN'S ROOM

Charlie hoists his zipper, then washes his hands.

IN THE DINING ROOM

Charlie walks to the table, barely glancing at Masseria's bloody remains. Tossing down the last of his coffee, he walks to the pay phone and drops a dime.

LUCIANO

Operator. I need the police.

CUT TO:

EXT: NUOVA VILLA TAMARO - NIGHT

A NYPD Captain runs interference for Charlie as he emerges into a crush of reporters and the pop of a hundred flashbulbs.

CAPTAIN

Mr. Luciano saw nothing. He was in the men's room at the time of the shooting, washing his hands.

LUCIANO

That's a lie!

The Captain tries to hurry Charlie through the crowd.

LUCIANO

You fellas want the true facts?

The reporters yell, "Yeah!", "Let him talk!".

LUCIANO  
I wasn't washin' my hands. I was  
takin' a piss!

The reporters roar with laughter.

CUT TO:

INT: LUCIANO'S BEDROOM - NIGHT

In the shadows, legs fly, chests heave, hips grind, and voice  
pant as Charlie and Gay celebrate his triumph over Masseria  
with nearly comic abandon.

FADE TO:

INT: GRAND CONCOURSE HALL - NIGHT

A riot of religious images. Crosses. Statues of the Virgin.  
Pictures of obscure Italian saints. And amidst this orgy of  
piety, three hundred formally dressed mobsters, gathered  
together from across America, seated in regimented rows.

ON THE DAIS

In a huge, thronelike chair, sits Don Maranzano. A solid  
gold cross befitting a Cardinal, hangs from his neck. On  
either side are the heads of the five families. Charlie sits  
at Maranzano's right hand, the designated crown prince.

MARANZANO RISES FROM HIS THRONE

and stretches out his arms in benediction.

MARANZANO  
Honorable men. I welcome you today  
as your Supreme Ruler. The Boss of  
All Bosses. Capo di Tutti Capi!

Maranzano basks in the waves of applause as the mobsters  
stand and cheer. The rest of the dais rises, until only  
Charlie remains seated. After a moment, he too rises and  
applauds.

MARANZANO  
In order to give you my complete and  
objective leadership, I have turned  
over all my personal business

interests to the other members of my family.

The audience responds with enthusiastic applause.

MARANZANO

In return for my sacrifice, I will receive a fair and proportionate share of the proceeds of all the families across the country.

Maranzano pauses, and is rewarded with a grudging response.

MARANZANO

Each of you will be part of one of the five families, and the Capo for each family will report personally to me.

The men on the dais stand as he introduces them.

MARANZANO

Please pay your respects to our noble leaders. Mr. Thomas Gagliano. Mr. Joseph Bonnano. Mr. Joseph Profaci. Mr. Vincent Mangano.

Maranzano turns toward Charlie.

MARANZANO

And Mr. Salvatore Luciano, who will supervise the entire operation under my direction.

The audience SHOUTS it's approval. Maranzano smiles uneasily as Charlie acknowledges the reception.

MARANZANO

I ask you now to come forward, to show our unalterable unity as brothers, dedicated only to the highest of human values.

THE MOBSTERS LINE UP DOWN THE CENTER AISLE

Al Capone climbs the steps to the dais, hands a cash-stuffed envelope to the factotum at Maranzano's side, falls to his knees, and kisses the Don's jewel-encrusted ring.

IN THE BACK OF THE HALL

Frank Costello huddles with Boo Boo Hoff.

AS THE LAST MOBSTER RISES

from in front of Maranzano, The Don turns to the men behind him on the dais. Each moves in turn to Maranzano, hands over his envelope to the factotum, and kneels to kiss the ring.

COSTELLO APPROACHES CHARLIE ON THE DAIS

handing him a fat envelope for the Don. Luciano looks inside at the fistful of thousand dollar bills.

FRANK

Mad Dog Coll's in town on a job.

LUCIANO

Who hired the bastard?

FRANK

Maranzano. Ta ice you.

CHARLIE HOLDS HIS GROUND FOR A MOMENT

then claps Costello solidly across the back. He moves to Maranzano, handing his envelope directly to the Boss.

CLOSE - ON LUCIANO AS HE KNEELS

struggling against his urge to kill Maranzano here and now. He presses his lips against the ring.

MARANZANO

I am your Papa now.

CUT TO:

INT: LUCIANO APARTMENT - NIGHT

Luciano, Costello, Siegel and Lansky huddle in the living room, still in their evening wear.

FRANK

I ain't sure there is a way ta get at Maranzano. Masseria tried for six months and never got a shot.

Charlie glowers at the others.

LUCIANO

There's a way. We just ain't thinkin'  
hard enough.

A deadly silence falls over the room.

IN THE DARKENED BEDROOM - SAME

Gay stands by the window gazing out into the night, the remnants of a drink in her hand. She spots a man looking up at the window from the street several floors below, and draws the curtains over the window.

ON THE STREET - SAME

A BURST OF FLAME illuminates the sinister face of Mad Dog Coll as he lights a cigarette.

IN THE BEDROOM

Gay peeks through the curtains at Coll.

IN THE LIVING ROOM - SAME

The boys sit in pained silence, desperate for an idea that will save their lives. Gay walks in from the bedroom, drink in hand.

GAY ORLOVA

Charlie?

LUCIANO

(snapping)

I'm doin' business here!

GAY ORLOVA

But there's...

Grabbing a bottle of Scotch, Charlie thrusts it at Gay.

LUCIANO

Here. That hold a while?

Hurt, Gay retreats to the bedroom. Charlie winces, knowing he's fucked up.

IN THE BEDROOM



Gay lays across the bed, her face buried in a pillow. Charlie enters, closing the door behind himself.

LUCIANO  
I'm gettin' more like my old man  
every year.

Gay rolls over, teary eyed, as Charlie sits down next to her.

GAY ORLOVA  
I'm gonna lose you, Charlie.

LUCIANO  
It'll all be over tomorrow. No more  
wars. No more killin'. Just livin'  
normal like everybody else.  
(a beat)  
You'll be stuck with me for good.

Gay pulls herself into his embrace, wanting to believe it.

LUCIANO  
Your friends in London still have  
that house in the country?

Gay shakes her head "yes".

LUCIANO  
If you wanted to get married, maybe  
we could honeymoon there.

Choking back her tears, Gay shakes her head "yes" again. Charlie turns Gay's face to his own, and kisses her.

LUCIANO  
Is it okay if I go back to work?

Smiling through tears, Gay nods "yes" once again. The camera pans up from the bed to the window. Below, WE SEE Mad Dog Coll still waiting on the street.

BACK IN THE LIVING ROOM

Charlie, suppressing a smile, plops down into a chair amidst his disheartened pals. He baits Meyer.

LUCIANO

Meyer, ain't anybody ever told you  
ya look more like a bookkeeper than  
a fuckin' mobster?

LANSKY  
What's your problem?

LUCIANO  
It's just that Maranzano's the only  
bastard I ever heard brag about  
gettin' audited by the IRS. He came  
out clean, so he thinks his shit  
don't stink.

LANSKY  
Is there a fuckin' point comin' up  
anytime soon?

LUCIANO  
Seein' he loved the experience so  
much, I think we outta give him the  
pleasure again.

CUT TO:

INT: LUCIANO BEDROOM - LATER THAT NIGHT

Charlie slips into the bed, being careful not to wake the  
sleeping Gay. He snuggles close to her, and inhales deeply  
the aroma of her body.

CUT TO:

INT: HALLWAY OUTSIDE LUCIANO APARTMENT - SAME

A pair of burly BODYGUARDS in tuxedos stand watch outside  
Charlie's door. The First Bodyguard sits on a folding chair  
by the door. The Second Bodyguard leans against the wall  
opposite.

DOWN THE HALLWAY

The door to the stairway cracks open. Mad Dog Coll peers  
out.

BACK WITH THE BODYGUARDS

They chat amiably.

ON THE STAIRCASE

Coll sits on the landing, smoking a cigarette.

BY LUCIANO'S FRONT DOOR

The First Bodyguard sleeps soundly in the folding chair. The Second Bodyguard moves from one wall to the other, looking for a comfortable stance, crazy with boredom.

ON THE STAIRCASE

Coll puts out his cigarette in a pile of butts by his side.

INSIDE CHARLIE'S BATHROOM

As Charlie splashes water on his face at the sink.

IN THE BEDROOM

The light of dawn seeps through the curtains. Charlie enters from the bath and crosses to the bed, where Gay lay sleeping. Charlie leans across the bed and busses her cheek. She wakes up, mildly irritated, and pulls the covers up over her head to shut out the light.

IN THE KITCHEN

Charlie measures spoonfuls of ground coffee into the pot, and turns on the burner. Pulling a tray out of a cabinet, he sets two cups, two saucers, and a covered sugar bowl on it.

IN THE HALLWAY

The Second Bodyguard stands with his shoulder against the wall, facing toward the apartment door, filing his nails. The First Bodyguard still sleeps by the door.

CLOSE - ON THE SECOND BODYGUARD

As he digs under one of his nails with the file, intent on the job. A shadow looms. A hand clasps over his mouth from behind. His body goes rigid. The tip of a knife BURSTS from under his larynx. As he struggles, the knife ROTATES 180 degrees in his neck. Blood gurgles out of his mouth as his eyes roll back in his head. He slides along the wall to the floor.

MAD DOG COLL

stoops to wipe his bloody hands on the dead man's tuxedo.

CLOSE - ON THE FACE OF THE FIRST BODYGUARD

who seems to stir awake, then doze off again, then finally rouse himself to consciousness. As his eyes blink open, a knife comes crashing into the top of his skull, freezing his bemused expression for eternity. He slumps over in his chair, the knife still planted in his head. Coll fishes the keys to the apartment from the man's pocket.

IN THE KITCHEN

Charlie lifts the coffee pot off of the stove AT THE FRONT DOOR - COLL ENTERS THE APARTMENT

Closing the door behind himself, and moving toward the bedroom.

IN THE KITCHEN

Charlie pours the coffee into the cups, and lifts the tray.

IN THE BEDROOM - COLL PULLS A PISTOL FROM HIS JACKET

and he moves toward the covered figure on the bed.

CHARLIE

moves through the living room with the tray. As he reaches the hallway that leads to the bedroom, he lifts the cover of the sugar bowl. It's empty. Muttering to himself, Charlie turns back toward the kitchen.

IN THE BEDROOM

Coll wraps a pillow around his pistol. Lowers it to Gay's head.

IN THE KITCHEN

Charlie holds the sugar bowl as he searches for the sugar. At the sound of the muffled shot, he drops the sugar bowl and it shatters on the floor.

IN THE BEDROOM

Coll reacts to the crash of the sugar bowl. Runs from the

room.

CHARLIE RUNS TO THE LIVING ROOM

As Coll disappears through the front door.

AT THE DOOR - CHARLIE

Stands over the dead bodyguards. He can hear the sound of footsteps racing down the stairway. He turns back and looks down the hall toward the bedroom. His face filled with dread.

CUT TO:

ENTRANCE TO LUCIANO'S BUILDING - DAY

Onlookers and reporters crowd around the entrance as three covered stretchers are loaded into the back of a hearse at the curb. The NYPD Captain who ran interference after Masseria's murder emerges with a consoling arm around Costello's shoulder.

CAPTAIN

Whatever the department can do, Frank.  
Let me know.

FRANK

Just let the press boys think  
Charlie's ridin' the hearse.

CUT TO:

INT: CHARLIE'S STUDY - DAY

Charlie sits at a desk, with the telephone book open before him. He dials a number. His voice as lifeless as a recording.

FIRST OPERATOR

(ON PHONE)

Park Terrace Hotel.

LUCIANO

Herman Coll, please.

FIRST OPERATOR

(ON PHONE)

I'm sorry, but we have no Mr. Coll  
registered, sir.

Charlie hangs up. Dials the next number out of the book.

SECOND OPERATOR  
(ON PHONE)  
Pennsylvania Hotel.

LUCIANO  
Herman Coll, please.

SECOND OPERATOR  
(ON PHONE)  
I don't find a Mr. Coll in our  
registry, are you sure...

Charlie hangs up. Dials the next number listed.

THIRD OPERATOR  
(ON PHONE)  
Post Hotel.

LUCIANO  
Herman Coll, please.

THIRD OPERATOR  
(ON PHONE)  
One moment please... That number is  
busy. Would you care to hold?

Charlie hangs up without replying. Opens a drawer in the  
desk and pulls out a pistol.

CUT TO:

INT: ROOM AT POST HOTEL - DAY

Coll paces with the phone in his hand, his luggage packed  
and ready for a quick departure.

MAD DOG COLL  
I don't care if he's in the crapper  
with the trots, I got information  
he's gonna wanna hear.

After a moment, Maranzano comes on the line.

MARANZANO  
(ON PHONE)  
Yes?

MAD DOG COLL  
I'm comin' for my twenty thousand.

MARANZANO  
(ON PHONE)  
Luciano is dead?

MAD DOG COLL  
Open a window. Every newsboy in town's  
screamin' about it.

CUT TO:

INT: MARANZANO'S INNER OFFICE - DAY

Maranzano hangs up the phone, and turns to the bar behind his desk. Fishing a bottle of fifty year old brandy from the back, he pours himself a measure. Holding the snifter up to his nose, he savors the smell of victory, then downs the brandy.

CUT TO:

INT: ANOTHER HOTEL ROOM - DAY

Three men with pronounced Semitic features change into conservative business attire. One opens a leather briefcase filled with gleaming knives.

IN THE BATHROOM - MEYER LANSKY

applies a false moustache to his upper lip. Slips wire-rimmed glasses over his ears. Looking as menacing as an undertaker.

CUT TO:

INT: POST HOTEL LOBBY - DAY

Coll steps off an elevator and crosses the lobby, smiling to himself as he passes a man hidden behind a newspaper headlined "LUCIANO'S LUCK RUNS OUT" over a photo of Charlie. As Coll exits, the newspaper lowers to reveal a grim-faced Luciano.

CUT TO:

EXT: ON THE STREET - DAY

Coll heads into a department store.

INT: STORE MEN'S DEPARTMENT - DAY

A salesman carrying two suits accompanies Coll to a changing booth. Coll disappears behind the curtain. Inside the booth Coll frowns as he tries on a jacket. The sleeves are two short. He calls out for the salesman.

MAD DOG COLL  
Bring me a 42.

The curtain snaps open. Luciano jams a gun under Coll's chin and squeezes inside the booth with him.

LUCIANO  
What about a .45?

Coll blinks, not believing his eyes.

LUCIANO  
Just goes ta show, Mad Dog. Don't believe everything ya read in the newspapers.

"Mad Dog" suddenly looks like a rabbit caught in the headlights on an oncoming car.

LUCIANO  
Even scum like you ain't supposed ta hit a guy at home. Where the people he cares about find refuge from this fucked up world. But then you always said the rules didn't apply ta Mad Dog Coll.

LUCIANO PUSHES COLL THROUGH THE LADIES' DEPARTMENT

His gun jammed into Coll's back. They pass a pair of older matrons at the lingerie counter. Coll grabs one of the matrons by her strand of pearls and spins her around, shoving her screaming into Charlie's path. Coming up flush on Charlie's gun, she dissolves into hysterics.

COLL RUNS THROUGH THE LADIES' DEPARTMENT

Knocking merchandise and mannequins into Charlie's path. Screaming women scatter, as Charlie tackles Coll, catching him around the ankles. Charlie loses his gun, and it slides across the slick floor. Coll crashes into a jewelry display counter, shattering the glass. An alarm RINGS.



HIS LEG HURT IN THE FALL - CHARLIE CRAWLS TOWARD THE GUN

as the Department store Manager and two Security Guards come charging down the aisle. As Charlie reaches for the gun, Coll snatches it up, and levels it at Charlie. The Store manager calls out from behind.

STORE MANAGER  
MY GOOD SIR! WHAT DO YOU THINK...

Coll turns on his heel and plants a bullet deep into the Manager's forehead, knocking him flat on his back. The Security Guards dive for cover. Charlie crawls behind a display case. Coll charges for the door.

OUTSIDE

Coll shoves an older man away from the door of a cab and climbs inside. He jams his gun into the back of the driver's head.

MAD DOG COLL  
425 Park Avenue.

CUT TO:

EXT: 425 PARK AVENUE - DAY

A car pulls to the curb in front of the office building. Lansky and his "accountants" get out, briefcases in hand.

CUT TO:

INT: MARANZANO'S INNER OFFICE - DAY

Maranzano sits at his desk. Two Bodyguards hover by the door. His intercom buzzes.

MARANZANO  
What is it, Grace?

GRACE  
(ON INTERCOM)  
There are some men here from the Internal Revenue. They say they need to speak to you personally.

MARANZANO

I'll be out.

IN THE OUTER OFFICE

Lansky stays to the back of the group as the "accountants" open their briefcases. The Bodyguards emerge from the inner office, followed by a jovial Maranzano.

MARANZANO

You government people are never satisfied to do something once.

The accountants pull their weapons from their briefcases and aim them at the Boss and his Bodyguards. Lansky steps forward.

LANSKY

Take him inside.

Lansky and the First Accountant shove Maranzano into his office. The other Accountants push the Bodyguards against the wall and pat them down.

IN THE INNER OFFICE

Lansky pulls out two knives and tosses one to the First Accountant.

LANSKY

We don't want to disturb your neighbors.

As Lansky advances, Maranzano backs up, begging, "No. Please. No." Lansky plunges his knife deep into Maranzano's chest.

IN THE OUTER OFFICE

The other two Accountants stand with their backs to the door, their guns trained on the Bodyguards. Grace sits trembling at her desk. She gasps as the door swings open.

MAD DOG COLL STEPS INSIDE

One of the Bodyguards turns toward the door, and Coll opens fire. BLAM! BLAM! BLAM! BLAM! He blasts away both Accountants and the Bodyguards. As an afterthought, he turns toward Grace, whimpering behind her desk. Can't have a witness running around. BLAM!

IN THE INNER OFFICE

Maranzano bellows like a dying elephant, swinging his arms wildly, trying to ward off the knives as he crawls backwards on the floor. Blood bubbles from his chest.

THE DOOR FLIES OPEN

The glass shattering as it slams against the wall. Mad Dog Coll stands in the doorway. His gun trained on Lansky. Maranzano gasps for air.

MAD DOG COLL  
What a cozy little scene.

MARANZANO  
Kill them! Kill them!

MAD DOG COLL  
What's it worth to ya, Boss?

MARANZANO  
Anything!

MAD DOG COLL  
Anything ain't a very hard number.

MARANZANO  
One hundred thousand. No... three  
hundred thousand.

MAD DOG COLL  
Now that's a hard number.

Coll aims carefully at Lansky. Squeezes the trigger. BLAM!  
COLL'S FOREHEAD EXPLODES.

CHARLIE STEPS INTO THE ROOM

A sawed-off shotgun smoking in his hands. He advances on Maranzano, whose whole body shakes. He lowers the barrel to Maranzano's head.

LANSKY  
No way, Charlie.

Charlie trembles, fighting his lust for revenge, as Lansky moves to his side.

CLOSE - ON CHARLIE'S FACE

As Lansky takes the weapon from Charlie, and aims it at Maranzano. BLAM!

CUT TO:

INT: CONFERENCE ROOM - NIGHT

Thirty top mobsters are arrayed around a conference table. Mangano. Profaci. Bonnano. Anastasia. Gagliano. Dalitz. Hoff. Costello. Siegel. Lansky. A single chair, at the head of the table, remains empty. Al Capone sits to the right of it.

LUCIANO ENTERS THE ROOM

Looks around the table for a place to sit. Capone calls him to the head of the table.

CAPONE

Up here, Boss.

LUCIANO

That ain't exactly been the lucky spot lately.

CAPONE

But from now on it's Lucky's spot.

The men applaud and call out in agreement as Charlie makes his way to the head of the table and settles in.

LUCIANO

Maybe you better hear what I got to say first.

CAPONE

Whatever you say, Boss.

LUCIANO

No, Al. Whatever we say. We're all Bosses here. We don' need another.

JOE PROFACI

Come on, Charlie. We gotta have a top guy. Otherwise these wars ain't never gonna stop.

LUCIANO

As long as ya got one top Boss,

somebody else's always gonna be  
looking to knock him off. And that's  
war on top of war.

JOE PROFACI  
Who'll make the rules?

LUCIANO  
We'll make 'em, and we'll enforce  
'em. All of us. Together. We all get  
one vote. Includin' me.

JOE PROFACI  
Charlie, I'm from the old country,  
and these American ways get me  
sometimes confused. You tellin' us  
you refuse the title of Boss of All  
the Bosses?

LUCIANO  
I don't care what anybody calls me,  
Joe. Long as it ain't to dirty. And  
if you fellas get together every  
year and say, "Charlie, we still  
want you to run things for us", I  
ain't gonna insult ya by sayin' no.

Costello stands up at his chair.

FRANK  
I propose we make Charlie Luciano  
head of our National Commission for  
the next year. All in favor?

Several hands shot up quickly, others respond more slowly,  
uncomfortable with this new-fangled democracy. Finally, only  
Profaci's hand remains down.

LUCIANO  
You wanna be Boss, Joe?

Profaci lifts his hand up.

JOE PROFACI  
Julius Caesar never took no vote.

LUCIANO  
And maybe that's why he ended up  
dead in the streets of Rome.

The men LAUGH and Profaci joins in.

CUT TO:

INT: GRAND CONCOURSE HALL - NIGHT

With the same set of three hundred mobsters gathered together to hail a new leader for the second time in two weeks.

IN THE LOBBY OUTSIDE THE HALL

Charlie makes his way through a throng of well-wishers. Al Capone catches Charlie in a bear hug and slips a fat envelope into his hand. Charlie shakes his head and gives it back.

LUCIANO

Why should you be payin' me when we're all equals?

CAPONE

You scare me, Charlie.

LUCIANO

Maybe that's why I'm the Boss.

INSIDE THE HALL

As Charlie makes his way up the center aisle with Lansky, Siegel, and Costello, accepting the cheers and handshakes of the crowd.

CUT TO:

INT: CHARLIE'S APARTMENT - NIGHT

Still dressed from the banquet, Charlie comes through the front door. He removes his coat, and tosses it across the sofa.

CHARLIE WALKS DOWN THE HALLWAY

rubbing the exhaustion from his face. At the bedroom door, he flips the light switch.

THE SCALLOP-SHELL LAMP

casts it's mournful glow across the empty bed. Charlie stares wistfully for a moment, then flips the light back off.

IN THE DIMLY LIT MARBLE BATH

Charlie lays back in the foamy bubbles in the tub. Lifting a cigar to his mouth, he strikes a match and lights it. He inhales deeply, holds the smoke for a moment, then expels it suddenly. He tosses the cigar into the toilet, where it sizzles and dies. He reaches over and flushes the toilet, then lays back into the bubbles, deep in thought.

THE END