

PIRATES OF THE CARIBBEAN: DEAD MAN'S CHEST
screenplay by Ted Elliott & Terry Rossio
based on characters created by Jay Wolpert and Stuart Beattie
and Ted Elliott & Terry Rossio

Here we present to you one of the last (if not the last) production drafts of PIRATES OF THE CARIBBEAN, DEAD MAN'S CHEST. Written by Ted Elliott and Terry Rossio in the spring and summer of 2005 in Los Angeles, and on location on the islands of Saint Vincent, Dominica, and the Bahamas.

You'll notice some half-blank and mostly blank pages, that's an artifact of the production software, in this case Movie Magic Screenwriter. There are some differences compared to what appeared in the final cut of the film; most of the changes are due to improvisations, last second rewrites, or editing choices, for content as well as running time.

We post this special PDF file at no charge for educational purposes only, and to frustrate those folks on eBay who are charging actual dollars for fuzzy copies of earlier, unfinished versions. Thank you to pirate fans everywhere, we appreciate your patience as we continue work on PIRATES OF THE CARIBBEAN, AT WORLD'S END. "Complications arose, ensued, were overcome!"

Terry Rossio
December, 2006

Pirates of the Caribbean
DEAD MAN'S CHEST

Screenplay by
Ted Elliott & Terry Rossio

based on characters created by
Jay Wolpert
and
Stuart Beattie
and
Ted Elliott & Terry Rossio

REVISION
January 19, 2006

FADE UP:

1 EXT. OCEAN - NIGHT 1

-- on BLACK. A darkness with texture, swirling.

The SOUND of wind and water, and lines creaking. We hear a man singing, voice pitched low ...

MAN'S VOICE

*Fifteen men on a dead man's chest,
yo-ho-ho and a bottle of rum ...*

The BLACK is a DARK CANVAS SAIL of the Black Pearl; the wind pushes it aside to reveal --

2 EXT. BLACK PEARL - NIGHT 2

JOSHAMEE GIBBS on the wheel deck, lit by a single lantern. He continues singing --

GIBBS

*Drink and devil had done for the
rest ... yo-ho-ho and a bottle a
rum!*

As if to illustrate the song Gibbs takes a swig. He staggers a few feet, avoiding several drunken, sleeping CREW MEMBERS.

Gibbs takes another drink, tilting his head back -- bringing his eyes to the sky.

Above, several crows infest the topsail. They take off, joining a LINE OF CROWS in the moonlit sky --

3 EXT. TURKISH PRISON - NIGHT 3

CROWS circle against the clouds. PAN DOWN to --

GUARDS escort a struggling PRISONER into the stone tower. Rattle of chains, the moans of pain and torment. On the other side of the tower, we see how the prisoners exit: GUARDS with lanterns carry six wooden caskets along the parapet, high above the water.

Proper words are spoken in a language we don't understand, and one by one, the caskets are DROPPED over the wall --

4 EXT. OCEAN - NIGHT 4

-- and plummet down, SPLASHING into to the water.

The six wooden caskets float away from shore, a ghastly fleet. Two begin to ride low, sinking slowly.

A nasty BLACK CROW flutters down onto one of the coffins. Starts to peck at the wood. Peck-PECK-Peck.

Peck-peck-PECK-peck.

PECK-peck-peck. The rhythm of it is completely annoying.

Peck-peck-peck-PECK --

5 A SUDDEN BLAST!! from within the casket, a gunshot, and the crow 5
is GONE in a CLOUD OF FEATHERS.

An arm reaches through the blasted hole, finds and opens a latch. The lid swings open. CAPTAIN JACK SPARROW sits up.

Jack panics a bit, searching his casket -- finds his hat, puts it on. That makes him feel a little better. He looks down. Bows his head, crosses himself.

JACK
Sorry, Mate.

Jack reaches down and tugs hard, pulls, tugs -- SNAP! He holds a SKELETON LEG, pulled out at the hip.

JACK (CONT'D)
Mind if we take a little side trip?
Didn't think so. *

Using this makeshift oar, Jack turns the coffin, rows toward the Pearl ...

6 EXT. BLACK PEARL - DECK - NIGHT 6

MARTY and LEECH, wild-eyed and a bit frightening, help Jack over the rail. COTTON and COTTON'S PARROT look on.

GIBBS
Not quite according to plan.

JACK
Complications arose, ensued, were overcome.

GIBBS
You got what you went in after, then?

Jack waggles a folded strip of cloth victoriously, but moves away quickly. Gibbs peers at the cloth, hurries after Jack.

GIBBS (CONT'D)
Captain, I think the crew -- meaning me as well -- were expecting something a bit more ... shiny.

Jack almost walks into LEECH, who stands in his path, arms folded. The rest of the crew drift over, surrounding Jack, not threatening, but not friendly, either.

GIBBS (CONT'D)

What with Isla de Muerta going all pear-shaped, reclaimed by the sea, and the treasure with it --

LEECH

And the Royal Navy chasing us all around the Atlantic --

MARTY

And the hurricane!

GIBBS

All in all, it's been some time since we've done a spec of honest piratin'.

JACK

Shiny.

GIBBS

Aye. Shiny.

JACK

Is that how you're all feeling? That I'm not serving your interests as Captain?

An awkward silence. Finally ...

COTTON'S PARROT

Walk the plank!

Jack's pistol is out, aimed at the Parrot.

JACK

What did the bird say?

LEECH

Don't blame the bird. Just show us what's on that piece of cloth you got there.

Jack sneaks a peek at what's on the cloth, considers his response, starts in --

JACK THE MONKEY -- skeletal in the moonlight -- swings out of the rigging, SCREECHES at Jack. Jack screams back. It grabs the cloth, runs. Jack fires his pistol at it -- CLICK -- tosses it aside as he pulls a pistol from Leech's belt, FIRES --

The monkey is blown back, drops the cloth. It looks down, back up. No effect. It CHATTERS scoldingly.

GIBBS

You know that doesn't do any good.

JACK
Keeps my aim sharp.

Marty grabs the cloth before it blows away. The crew examines it. Marty turns it, revealing that it is a rough drawing of --

MARTY
It's a key.

JACK
Better.
(takes the cloth,
displays it)
It's a drawing of a key.

Jack waits. The crew is not as impressed as Jack seems to expect. Jack can't believe they aren't more excited.

JACK (CONT'D)
Gentlemen, what do keys do?

LEECH
They unlock things?

GIBBS
And whatever this unlocks, inside is something valuable! So we're setting out to find whatever this unlocks.

JACK
No. If we don't have the key, we can't open whatever it unlocks, so what purpose would be served in finding whatever needs be unlocked without first having found the key that unlocks it? Honestly. Ninny.

GIBBS
So we're going to find this key?

JACK
What good is a key if we have nothing for the key to unlock? Please, try and keep up!

The crew considers this ... considers ... then shrug, nod, sure, that makes sense. They go with it.

MARTY
So -- do we have a heading?

JACK
Aye! A heading!

Jack turns away, flips open his Compass. Studies it. Shakes it. Angles it. Then shoots an arm out the opposite way.

JACK (CONT'D)

Set sail in a general ... that way direction.

GIBBS

Captain?

JACK

I'll plot our course later.

(they hesitate)

Snap to and make sail! You know how it works!

He strides toward his cabin. The crew turns to their tasks, but not happily.

MARTY

Have you noticed lately, the Captain seems to be acting a bit -- strange?

(off Gibbs' look)

Er?

GIBBS

Aye. Something's got Jack vexed, setting a course without knowing his own heading. Trust me ... what bodes ill for Jack Sparrow bodes ill for us all.

7 EXT. PORT ROYAL - DAY 7

Sky black with clouds; rain sheets down,

8 EXT. PORT ROYAL - CHAPEL - DAY 8

Palm trees bend sideways. Chairs are scattered, disorderly, wind-blown. An altar has been set up, preparations for a wedding. A parasol blows past --

ELIZABETH SWANN, in a drenched wedding dress, slumps down onto the grass.

ON HER FACE, tears mixing with the rain --

9 IN THE HARBOR, Royal Navy ships are anchored in a line across the bay, including the H.M.S. ENDEAVOR. 9

10 AT THE SHORE, a white-suited man, LORD CUTLER BECKETT, sits astride 10
a horse, on a longboat coming to shore. At his side is his clerk,
MERCER.

11 IN THE CHAPEL, the rain hammers down, wind blows. Elizabeth is 11
seemingly oblivious to it --

12 IN THE TOWN, Longboats reach the docks. Soldiers disembark. Booted 12
feet march through the streets. Soldiers batter down the door of
the Blacksmith's shop, rush inside --

13 AT THE CHAPEL, Beckett strides out onto the grounds. Behind him, 13
the Company soldiers come in in a two-line formation ...

... WILL TURNER, in manacles and chains, half-walks, is half-
shoved forward.

Elizabeth sees him. She runs past Beckett, into the chapel.

14 INT. PORT ROYAL - CHAPEL ARCHES - DAY -- EVENING 14

Elizabeth runs to Will. A soldier tries to stop her, but
she pushes his arm away with a glare, embraces Will.

ELIZABETH

Will! What is happening?

Will shakes his head, shrugs as best he can.

WILL

I don't know. I'm sorry

He takes her in, and cannot help himself: it must be said.

WILL (CONT'D)

You look beautiful.

Elizabeth smiles at the incongruity of the statement to the
situation ... and her own first thought.

ELIZABETH

You know it's bad luck for the groom
to see the bride before the wedding.

That makes him smile as well; nothing like gallows humor.

WILL

That explains the unexpected guests.

Swann pushes his way through the crowd and soldiers. A quick,
shocked appraisal of the scene, addresses the soldier who
seems to be in charge ..

SWANN

You. Order your men stand down, and
remove these things at once.

(MORE)

SWANN (CONT'D)
(the soldier makes no
move)
Did you hear me?

BECKETT
Governor Wetherby Swann. My apologies
for arriving without an invitation.
That cannot be your daughter, little
Elizabeth?

SWANN
Cutler Beckett?

BECKETT
It's Lord, now, actually.

SWANN
Lord or not, you have no reason and
no authority to arrest this man.

BECKETT
In fact, I do. Mister Mercer?

*

Mercer steps up -- hardly anyone's image of a clerk -- opens
a large dispatch case. Beckett rifles through it, removes
several documents. Hands them to Swann as he lists them.

BECKETT (CONT'D)
My appointment to the Royal Commission
for Antilles Trade and Protection.
The Commission charter, granting it
extraordinary powers in matter both
governmental and military. And the
warrant for the arrest of one William
Turner.

This one, Swann has a chance to do more than glance at --

SWANN
This is for Elizabeth Swann!

BECKETT
(takes it back)
Is it? How odd ... my mistake.

He turns back to the case --

BECKETT (CONT'D)
(offhanded, to the
soldiers)
Arrest her.

Soldiers grab Elizabeth. What struggles she and Will can
put up is easily overwhelmed by sheer numbers.

ELIZABETH

On what charges?

BECKETT

(ignoring her)

Aha. Here's the warrant for William Turner. And I have another one for a James Norrington. Any idea where he is?

ELIZABETH

What are the charges?

SWANN

Commodore Norrington resigned his commission several months ago.

BECKETT

That does not seem an answer to the question I asked.

SWANN

And we haven't seen him since!

WILL

Lord Beckett!

(he's got his attention)

In the category of questions not answered.

Will tilts his head toward Elizabeth: pay attention. Beckett looks at her.

ELIZABETH

We are British subjects under jurisdiction of the King's Governor of Port Royal, and we demand to know the charges against us.

BECKETT

The charge is conspiring to secure the unlawful release of a convict, charged and tried for crimes against the Crown and Empire, and condemned to death. For which, regrettably, the punishment is also death. You do remember a pirate named, I believe it is, Jack Sparrow?

ELIZABETH/WILL

(automatically)
Captain.

They glance at each other.

ELIZABETH

(admits it)
Captain Jack Sparrow.

BECKETT

Yes. I thought you might.

A jerk of his head, and Will and Elizabeth are taken away. Elizabeth glances back at Swann. Swann hates it, but gives her a slight nod: go along with it for now.

14A EXT. BLACK PEARL - NIGHT - ESTABLISHING

14A

15 INT. BLACK PEARL - CAPTAIN'S CABIN - NIGHT

15

Jack, the 'P' brand visible on his wrist, holds the Compass. He doesn't like what he sees. He closes the lid, shakes it ... sneaks the lid open. Still not to his liking.

He's been trying to chart a course with divider and triangle protractor. Several attempts, all scratched out. He reaches for a bottle of rum -- it's empty.

JACK
Why is the rum always gone?

He stands up -- and staggers a bit (genuinely staggers).

JACK (CONT'D)
Right. That's why.

He makes his way carefully to the door --

16 EXT. BLACK PEARL - DECK - NIGHT 16

Miles of empty ocean all around, neither ship nor shore in sight. Jack makes his way toward a hatch.

LEECH
Heading, Captain?

JACK
(as he staggers)
Steady as she goes ...

17 INT. BLACK PEARL - HOLD - NIGHT 17

Hammocks are strung up, sailors sleeping. Cotton's foot is jammed into Marty's face. Chickens cluck loudly -- Jack pulls his pistol. The chickens go suddenly SILENT.

JACK
That's what I thought.

Jack continues on --

18 INT. BLACK PEARL - RUM LOCKER - NIGHT 18

Jack checks the racks -- nearly empty. He finds a bottle, tugs it out -- difficult, because it is (oddly) crusted with barnacles.

The bottle feels wrong. Jack uncorks it, peers inside, turns it over -- SAND spills out, onto the deck --

BOOTSTRAP (O.S.)
Time's run out, Jack.

Jack turns slowly. A figure in the shadows. The man is pale, with bleached out skin; starfish and barnacles seem to be part of his face and neck. This is Bootstrap Bill.

JACK
Bootstrap? Bill Turner?

BOOTSTRAP
Jack Sparrow. You look good.

Bootstrap steps out of the shadows. Jack wishes he could say the same. Tries a few times, but can't.

JACK
Is this a dream?

BOOTSTRAP
No.

JACK
I thought not. If it were, there'd be rum.

Bootstrap grins. Raises an arm, offering Jack -- a bottle of rum. Jack smiles. It costs a bit of effort to pull it loose, since Bootstrap's hand is also encrusted with barnacles. Jack sniff it. Rum. He wipes the mouth of the bottle.

BOOTSTRAP
You got the Pearl back, I see.

Jack is caught up staring at Bootstrap.

JACK
Bouillabaisse ...
(catches himself)
I had some help retrieving the Pearl.
Your son.

Bootstrap is taken aback.

BOOTSTRAP
William?
(Jack nods)
He ended up a pirate, after all.

JACK
Given a liberal definition of the word 'pirate.' He's got an unhealthy streak of honest to him.

BOOTSTRAP
That's something, then. Though no credit to me.

JACK
And to what do I owe the pleasure of your carbuncle?

BOOTSTRAP
Davy Jones. He sent me as an emissary.

Jack nods. He's been expecting this.

JACK

Ah, it's you, then. He shanghaied you into service, then.

BOOTSTRAP

I chose it.

(beat)

I'm sorry for the part I played in mutiny'ng against you, Jack.

Jack waves it off.

BOOTSTRAP (CONT'D)

Everything went wrong after that. I ended up cursed, doomed to the depths of the ocean, the weight of the water crushing down on me. Unable to move ... unable to die. All I could do was think. And mostly I thought, even the tiniest hope of escaping this fate ... I would take it. Trade anything for it.

JACK

That is the kind of thinking bound to catch his attention.

BOOTSTRAP

It did. Davy Jones came. Made the offer. I could spend one hundred years before the mast, with the hope that after, I would go on to a peaceful rest.

JACK

Funny what a man'll do to forestall his final judgment.

BOOTSTRAP

You made a deal with him, too, Jack. He raised the Pearl from the depths for you, and thirteen years you've been her Captain.

JACK

Technically --

BOOTSTRAP

You won't be able to talk your way out of this.

(a crab crawls out of Bootstrap; he crushes and eats it)

The terms what applied to me apply to you, as well. One soul, bound to crew a lifetime upon his ship.

JACK

The Flying Dutchman already has a captain, so there's no need for me.

Bootstrap sighs, nods. The answer he expected.

BOOTSTRAP

Then it's the Locker for you. Jones' leviathan will find you and drag the Pearl back to the depths, and you along with it.

JACK

Any idea on when Jones will release said terrible beastie?

BOOTSTRAP

I told you, Jack: your time is up.

He raises an arm, indicates Jack's hand. Jack backs away -- but on his hand, a BLACK SPOT appears. Jack stares at it.

BOOTSTRAP (O.S.) (CONT'D)

It's not a matter of how long 'til it comes after you -- it's a matter of how long 'til you're found.

Jack looks up from the spot -- Bootstrap is GONE, only the bottle of rum, lying on its side.

Jack yelps, and RUNS --

19 INT. BLACK PEARL - HOLD - NIGHT 19

As Jack races through --

JACK

On deck! All hands! Lift the skin up, make fast the bundt gasket! Keep your loof! Have care of the lee hatch! Scurry! Movement, I want movement!

The crew scrambles to obey --

20 EXT. BLACK PEARL - DECK - NIGHT 20

Jack appears on deck. He wraps a rag around his hand, covering the Black Spot --

JACK

Haul those sheets! Haul 'em! Run, mates, run, as if the devil himself and itself is on us!

Gibbs searches, finds Jack hiding behind the mast.

GIBBS
Do we have a heading?

JACK
Land!

GIBBS
What port?

JACK
I didn't say port, I said land! Any
land!

The SKELETAL MONKEY chooses that moment to drop onto Jack's shoulder and scream. The Monkey does a spinning leg kick aimed at Jack's hat -- and the hat flies off, tumbles overboard.

The Monkey leaps into the rigging, laughs. Revenge is sweet.

GIBBS
Jack's hat! Bring the ship about!

JACK
No! Leave it.

Slow head turn. Gibbs can't believe what he's heard. Neither can the Monkey. The rest of the Crew can't believe it, either.

GIBBS
(to the crew)
Mind your stations, the lot of you!

The Crew gets back to work. Gibbs sidles up to Jack, who has moved to look out over the water.

GIBBS (CONT'D)
Jack --

JACK
Sh!

GIBBS
For the love of mother and child,
Jack, what's coming after us?

Jack is clearly terrified; what's coming after them is the worst thing he can imagine. But what he says is:

JACK
Nothing.

He gives Gibbs a little "shoo, back to work" gesture. Gibbs stares at Jack as Jack stares out at the water --

ON THE WATER, Jack's hat floats, turning slowly. The water gradually BRIGHTENS as the daylight comes ...

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- 21 EXT. OCEAN - FISHING BOAT - DAY 21
- A boat hull passes, and a boat hook appears, snags Jack's hat out of the water --
- ON DECK, a SHORT TURKISH sailor wrings out the hat, pleased with himself. He tries it on --
- The Short Turk shows it off to a BIG TURKISH sailor. Big Turk decides he likes it too -- and grabs it. Little Turk protests, but Big Turk smacks him in the head.
- 22 ON THE WATER, away from the boat ... there is an odd, huge HUMP 22
in the seaweed. It HURRIES TOWARD THE BOAT --
- 23 ON DECK, a deep CRUNCH sound from below. The vessel SHUDDERS. Big 23
and Little Turks stagger. Scowl. Another CRUNCH --
- Big Turk looks contrite -- doesn't want the hat any more. Shoves it back -- but Little Turk who doesn't want it either. Another CRUNCH, and the SOUND of splintering wood --
- 24 EXT. OCEAN - FISHING BOAT - DAY 24
- A WIDE SHOT of the small boat, the water, the sailors shoving the hat back and forth --
- Suddenly, unexpectedly --
- SPLA-WHOOSH!!! --
- the entire boat is PULLED STRAIGHT DOWN, under the water, sending a huge GEYSER rising upward --
- Water rains down. Splinters rain down. Pieces of ropes and bits of canvas rain down, onto the churning surface ...
- ... and the fishing boat is GONE.
- 25 INT. EAST INDIA TRADING COMPANY - OFFICE - DAY 25
- Beckett uses a cane to stoke the fire. Will is escorted in by SOLDIERS.
- BECKETT
(indicating the chains)
Those won't be necessary.
- Soldiers remove Will's shackles, exit. A map of the world, unfinished, drawn onto the wall itself, dominates the office.
- WILL
Do you intend to release Elizabeth
as well?
- BECKETT
That is entirely up to you.

WILL

Really? Then I I'll just pop out and tell the guards to let her go.

BECKETT

Clarifying: that is entirely dependent on you. The East India Trading Company has need of your services.

WILL

What is the East India Trading Company doing in the Caribbean?

Beckett indicates the map on the wall.

BECKETT

It would not be in the best interests of the Empire to be bound by matters of geography, would it? After all, when goods do not cross borders, armies will.

Will is not keen on Beckett's economic lesson. To business:

BECKETT (CONT'D)

We wish for you to act as our agent in a business transaction with our mutual friend, Captain Sparrow.

WILL

More acquaintance than friend. How do you know him?

Beckett examines the now-glowing tip of the cane

BECKETT

We've had dealings in the past ... and we have each left our marks on the other.

He turns it so that Will can clearly see the cane's tip -- which has a raised, reversed capital 'P' on the end.

WILL

What mark did he leave on you?

Beckett looks at him levelly; it's nothing he cares to discuss.

BECKETT

By your efforts Jack Sparrow was set free. I ask you to go to him, and recover a certain property in his possession.

WILL

Recover. At the point of a sword?

BECKETT

Bargain. To mutual benefit and for fair value.

Beckett moves to a case. Removes a set of papers -- elaborate in design, signed by the King of England.

BECKETT (CONT'D)

Letters of Marque. You will offer what amounts to a full pardon. Jack will be free, a privateer in the employ of England.

He tosses them to Will as he moves to the doors leading out to the balcony.

WILL

For some reason, I doubt Jack will consider employment to be the same as freedom.

BECKETT

Freedom.

26 Ext. EAST INDIA TRADING COMPANY - BALCONY - CONTINUOUS

26

An oversized town-square clock face is lifted out of a cargo hold, onto the dock. Beckett watches from the balcony rail.

BECKETT

Jack Sparrow is a dying breed. The world is shrinking, the blank edges of the map filled in. Jack will have to find a place in the New World, or perish.

He turns and focuses on Will.

BECKETT (CONT'D)

Not unlike you. You and your fiancée face the hangman's noose. Certainly that's motivation enough for you to convince Captain Sparrow to accept our offer. And for you to accept, as well. Mr. Turner?

He extends his hand. Will reaches out, shakes it.

WILL

You'll get both Jack ... and the Black Pearl.

BECKETT

The Black Pearl?

WILL

The property you want that he
possesses.

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BECKETT

We have plenty of ships. The Black Pearl is of no interest to us. No, Mr. Turner, the item in question is considerably smaller and far more valuable, something Sparrow keeps on his person at all times. A Compass.

(off Will's reaction)

Ah, you know it. Bring back the compass ... or there is no deal.

27 INT. PORT ROYAL - JAIL - DAY

27

On Elizabeth, behind bars. Will enters, pushes past the Guard at the door.

GUARD

Here, now! You can't be here!

Swann has followed Will through the door.

SWANN

I believe he can.

GUARD

Mister Swann!

SWANN

Governor Swann, still. I'm not wearing this wig to keep my head warm, you know. Carruthers, isn't it? Enjoy your job, Mr. Carruthers?

GUARD

Yes, sir. Particularly when the folks come to visit the prisoners.

SWANN

Very good.

Swann smiles, then inclines his head toward the door. The Guard gets the hint, exits.

On Will, as he speaks to Elizabeth through the bars.

ELIZABETH

Jack's compass? Why would Beckett want that?

Will is outside the cell, a Guard in the background. Swann stands discretely back, but listening in.

WILL

Does it matter? I'm to find Jack and convince him to return to Port Royal. In exchange, the charges against us will be dropped.

SWANN

Well, that's it, then. We must find
our own avenue to secure your freedom.

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WILL

Is that a lack of faith in Jack, or
in me?

SWANN

That you would put your life at risk
to save Sparrow's does not mean he
would do the same for anyone else.
(grim humor)

Where is that silly dog with the
keys?

ELIZABETH

I have faith in you ... both of you.
(reminding Swann)
It's Cutler Beckett that can't be
trusted.

WILL

If I hadn't set Jack free --

ELIZABETH

Don't say that. You were right.

Will steps close to Elizabeth.

WILL

I never expected you would bear the
consequences.

ELIZABETH

I share the consequences ... gladly.
How are you going to find him?

Her certainty is infectious. He intertwines her fingers with
his, around the bars.

WILL

Tortuga. I'll start there, and not
stop searching until I do ... and
then I will come back here, and marry
you.

Elizabeth steps as close to Will as the bars allow.

ELIZABETH

Properly?

Her flirtatiousness is infectious, too.

WILL

Eagerly. If you'll still have me.

ELIZABETH

If it weren't for these bars ... I
would have you already.

Swann clears his throat. They're a bit self-conscious, but not all that embarrassed. Will kisses her on her fingers.

ELIZABETH (CONT'D)

I'll wait for you.

WILL

(smiles)

Not much choice, is there? Keep a weather eye on the horizon.

He exits. Elizabeth watches him go. Swann watches her, concerned.

28 EXT. ISLANDS - VARIOUS - DAY 28

ON A DOCK, a sunburned leather-skinned SAILOR says --

SAILOR

Jack Sparrow? Captain Jack Sparrow?
Owes me four doubloons. Heard he was
dead.

29 IN A CANTINA, a BARTENDER SAYS -- 29

BARTENDER

-- ran an off with a creole woman to
Madagascar ... half his age and twice
his height!

30 ON A SHIP, AN OFFICER STANDING WATCHES SAYS -- 30

OFFICER

-- tried, found guilty and ready to
hang ... but then he fought off a
hundred soldiers at Port Royal, and
escaped, God's honest truth, by
grabbing two parrots and flying off
a cliff. My cousin was there!

31 ON A BEACH, a half-blind FISHERMAN ties a lure -- 31

FISHERMAN

Singapore is what I heard. Drunk,
more'n likely. Drunk, with a smile
on his face. Sure as the tide, Jack
Sparrow will turn up in Singapore --

32 IN TORTUGA, SCARLETT says -- 32

SCARLETT

I haven't seen him in month. When
you find him, give him a message ...

-- and then comes the SLAP! Will's head is struck sideways --

- 33 IN THE SHALLOWS, a SHRIMPER talks as he casts out his nets: 33
- SHRIMPER
Can't say 'bout Jack Sparrow. But there's an island just south of the straits where I trade spice for mmmm, delicious long pork. Can't say for Jack, but you'll find a ship there ... a ship with black sails.
- 34 EXT. CARIBBEAN SEA - SHRIMP BOAT - DECK - DAY 34
- The Shrimper nods as they come around the point --
- The Black Pearl is careened onto the sand. Jack has been scared completely out of the water!
- SHRIMPER
My brother, he will row you to shore.
- 35 EXT. CARIBBEAN SEA - ROWBOAT - DAY 35
- The BROTHER is a bug-eyed man with a perpetual scared look on his face. He stops the boat, still in shallow water.
- WILL
What's wrong? The beach is right there.
- The Brother says very quickly in French: "*End of the trip. No, end of trip. Trip end. Goodbye!*" He pulls on one oar, turning the boat around. Will has no choice, he jumps out --
- 36 EXT. CANNIBAL ISLAND - BEACH - DAY 36
- Will, soaking wet, walks over the sand toward the ship. He reaches the remains of a CAMPFIRE. Calls out:
- WILL
Jack! Jack Sparrow! Mister Gibbs!
Anyone ...
- The ship is silent, deserted. Will studies it. Doesn't seem to be anything wrong. Will moves toward the dense jungle --
- A flutter of wings -- it's COTTON'S PARROT, landing on a tree limb. It tilts its head.

WILL (CONT'D)

Good to see a familiar face.

COTTON'S PARROT

Don't eat me!

WILL

I'm not going to eat you.

COTTON'S PARROT

Don't eat me!

Will studies the jungle, looking for a path.

WILL

I'm not even hungry --

COTTON'S PARROT

DON'T EAT ME!

WILL

Look, you're nothing but feathers
and bones and you probably taste
like pigeon.

The Parrot goes silent, hurt.

WILL (CONT'D)

Sorry. That was uncalled-for.

(steps close)

Listen -- if anyone should ask, tell
them Will Turner, against his better
judgment went into the jungle in
search of Jack Sparrow. Understand?
I'm talking to a parrot.

COTTON'S PARROT

Aye Aye, sir!

Will does a double-take. Grins, pulls his sword and steps
forward, hacking his way in --

37 INT. PORT ROYAL - JAIL - NIGHT

37

Elizabeth closes her eyes, moonlight through the bars lighting
her face. A SOUND of the key in the lock -- the door swings
open, revealing Carruthers. He steps aside, and Swann is
there.

SWANN

Come quickly!

Elizabeth hurries out. Swann gives Carruthers a nod, and
follows.

38 EXT. JAIL - CORRIDOR - NIGHT

38

Swann hurries Elizabeth along, furtive and protective, to a carriage.

ELIZABETH
What's happening?

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SWANN

Our name still holds some sway with the King. I've arranged passage for you back to England. The captain is an old friend --

She stops.

ELIZABETH

No. Will has gone --

SWANN

We cannot count on William Turner.

ELIZABETH

He is a better man than you give him credit.

SWANN

Please -- this is no time for innocence.

(draws a pistol)

Beckett has offered only one pardon. One. And it has been promised to Sparrow. Even if Will succeeds ... Do not ask me to endure the sight of losing my daughter walking to the gallows. Do not!

He pushes the pistol into her hands, then pushes her into the carriage.

ELIZABETH

Yet you ask me to leave without you.

SWANN

I must stay. There are still men loyal to me here, and Beckett is wary of my ties to the Crown. Perhaps ... I can ensure Will a fair trial, if he returns.

ELIZABETH

This is no time for innocence. A fair trial for Will ends in a hanging.

Swann cannot deny the truth of this.

SWANN

Then there is nothing for you here.

He closes the door on her. Turns away, unable to watch, as the carriage moves off --

39 EXT. PORT ROYAL - DOCKS - NIGHT

39

Swann slows the horses to a stop. In the shadows stand two figures, apparently in huddled discussion. One wears the hat of a ship's captain.

SWANN

(to Elizabeth)

Stay inside.

He leaps down, hurries toward figures.

SWANN (CONT'D)

Captain Hawkins!

It becomes apparent that the non-captain figure -- MERCER -- was holding the Captain upright when he releases his grip, and the Captain's body topples backwards. Swann stares in horror at the Captain's blood stained tunic. Mercer cleans his knife on his handkerchief.

MERCER

Evening, Governor.

(re: the body)

Shame, that.

He displays a letter, folded, sealed, and slightly bloody.

MERCER (CONT'D)

He had this on his person. A letter to the King ... addressed from you.

He shakes his head mock-sadly: Tsk, tsk.

Swann bolts for the carriage --

SWANN

Elizabeth!

Even as he goes after Swann, Mercer WHISTLES -- Company troops appear, swarming the scene, catching Swann just as he reaches for the carriage door. Mercer yanks the door open instead --

Empty. Elizabeth is gone.

MERCER

Where is she?

SWANN

Who?

Mercer puts a hand around Swann's throat and slams him hard back against the carriage -- but his voice remains calm.

MERCER

Elizabeth.

SWANN

She was always a willful child.

Manacles clang shut on Swann's wrists. One last glance inside the carriage as he's led away.

40 INT. EAST INDIA TRADING COMPANY - OFFICE - NIGHT

40

Beckett enters the office, reading a letter. Lights a lamp. Notices the case with the Letters of Marque is empty. Without looking around:

BECKETT

No doubt, you've discovered that loyalty is no longer the currency of the realm, as your father believes.

Elizabeth steps out of the shadows.

ELIZABETH

Then what is?

BECKETT

Currency is the currency of the realm.

ELIZABETH

I expect, then, we can reach an understanding. I am here to negotiate.

BECKETT

I am listening.

Elizabeth reveals the pistol -- aimed at Beckett.

BECKETT (CONT'D)

I am listening intently.

ELIZABETH

You haven't raised an alarm.

BECKETT

This does not seem to be a situation I cannot handle.

Elizabeth lays out the Letters of Marque on the desk.

ELIZABETH

These Letters of Marque. They are signed by the King -- but blank.

BECKETT

And not valid until they bear my signature and seal.

ELIZABETH

Or else I wouldn't still be here.

BECKETT

And what do you think you have to offer me, young lady?

ELIZABETH

Information. You sent Will to get you the Compass owned by Jack Sparrow. It will do you no good.

BECKETT

Do explain.

She lowers the pistol.

ELIZABETH

I have been to Isle de Muerta. I have seen the treasure myself. There is something you need to know.

BECKETT

Ah. I see. You think the Compass points only to Isle de Muerta. And so you hope to save me from an evil fate. I am afraid you are mistaken, Miss Swann. I care not for cursed Aztec Gold. My desires are not so provincial.

Beckett moves to the huge world map on the wall -- incomplete, parts of South America, Africa, Australia only sketched.

BECKETT (CONT'D)

There is more than one chest of value in these waters. So perhaps you wish to enhance your offer --

The pistol COCKS. Elizabeth ain't kidding around here.

ELIZABETH

Consider into your calculations that you robbed me of my wedding night.

She gestures to the letters. Beckett moves to the desk as he signs and affixes his seals.

BECKETT

So I did. A marriage interrupted -- or Fate intervenes? You are making great effort to ensure Sparrow's freedom.

He extends the letters; she reaches for them.

ELIZABETH

These are not going to Jack.

He does not release his hold of them.

BECKETT

Really? To ensure Mr. Turner's freedom, then. But what of you and Jack? And what of me? I'll still want the compass. Consider that in your calculations.

With that, he releases the letters. Elizabeth steps away from him, considering as he suggested -- then turns --

41 EXT. EAST INDIA TRADING COMPANY - OFFICE - NIGHT 41

Elizabeth moves along the balcony, past a SLEEPING GUARD. Disappears like a ghost among shadows.

Beckett emerges, lights a cigarette. Looks out at the Caribbean night, thoughtful -- the warm waters, gentle wind, stars burning in the clear dark sky.

He regards the cigarette, smiles ... then KICKS the Guard, who falls off his stool.

42 EXT. EDINBURGH TRADER - DECK - DAY 42

This merchant ship is underway, leaving Port Royal. A SAILOR swabs the deck ... comes upon Elizabeth's discarded wedding dress. He picks it up -- what the heck?

43 ON DECK, LATER -- 43

CAPTAIN BELLAMY pushes through a group of shouting SAILORS. At the center of the confrontation are the QUARTERMASTER and BURSER, involved in a tug of war over the dress.

BELLAMY

If both of you fancy the dress, you'll just have to share, and wear it one after the other.

BURSER

It's not like that, sir. The ship is haunted!

BELLAMY

Is it now?

QUARTERMASTER

Aye, there's a female presence here
with us, sir -- everyone feels it.

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SAILOR

Ghost of a lady widowed before her marriage, I figure it, searching for her husband lost at sea --

COOK

A virgin too, likely as not, and that bodes ill by all accounts --

BURSER

(tugs on the dress)

We need to throw it overboard, and hope the spirit follows -- or this ship will taste the icy waters in a fortnight, mark my words!

The Quartermaster tugs back on the dress. Unnoticed, a SAILOR brushes shellac onto a rail, painting closest to the argument, listening in.

QUARtermaster

Heave it overboard and anger the spirit? No!

BELLAMY

Enough!

(takes the dress)

Men -- this appears to me nothing more as we have a stowaway on board. A woman, young woman, by the looks of it ...

Bellamy strokes the dress, appreciating its worth.

BELLAMY (CONT'D)

To your duties, then; and if there is a stowaway, and 'tis a woman, I don't see as a naked one's likely to escape notice, aye?

Bellamy lets the crew consider that ...

BELLAMY (CONT'D)

Shake a leg!

The men SCATTER, searching with enthusiasm.

THE SAILOR painting the rail turns toward camera ... the sailor is ELIZABETH, dressed in men's clothes. She drops the paint brush into a bucket, and joins the search --

44 EXT. CANNIBAL ISLAND - JUNGLE - DAY

44

A giant palm leaf is slashed; Will pushes through, comes to a sudden stop. He has spotted something in his path --

Gibbs' flask.

WILL

Gibbs ...

Will crouches, picks it up. Sees: a hidden SNARE of twisted vines. He brushes away leaves, finds the TRIP WIRE string attached to the flask. Smiles. Pockets the flask, follows the string toward a tree.

-- up the tree --

SUDDENLY EYES APPEAR in the tree RIGHT IN FRONT OF HIM. The CANNIBAL, perfectly camouflaged, grins at Will. The Cannibal reaches out and YANKS the trip wire --

The snare explodes upwards --

-- yanking Will off his feet. He dangles upside down --

CANNIBALS attack, spears raised. Ruthless and savage: filed teeth, bodies painted and pierced, they wear remnants of their previous victims: hats, vests, necklaces, belts.

Will parries a spear thrust. Pushes off a tree trunk and attacks, parries another spear --

WILL (CONT'D)

Come on! Who's next? I can do this all day!

A Cannibal WARRIOR (ear chewed off, bite marks on his body) regards Will. He raises a blowgun, and puffs into it --

WILL (CONT'D)

I'm ready! Come on! I'm right here --

A dart SLAPS into Will's neck, and Will goes limp. He is cut down, lifted, carried off, into the jungle --

45 EXT. CANNIBAL VILLAGE - DAY

45

A lush green mountain. Will, bound and tied, is dragged through the VILLAGE of CANNIBALS. Huts made of sticks, everything else made of bones. A CANNIBAL BOY emerges from a hut to watch, as Will is carried to the Cannibal Chief --

A CROWD of CANNIBALS part. And -- surprise -- there on the skeleton throne sits Captain Jack Sparrow.

Will can't believe his eyes ... then grins.

WILL

Jack Sparrow. I can honestly say I am glad to see you.

He starts forward -- Cannibals stop him. Will looks to Jack.

A blank look in return -- as if Jack has never seen Will before in his life.

The Cannibals display Will proudly. Jack shakes his head. Speaks in a language we don't understand -- it's mostly grunts, clicks, and teeth chomping.

WILL (CONT'D)

Jack? Jack, it's me, Will Turner.
Tell them to let me go.

Jack examines Will. Pinches his arm, inspecting him. Points to Will's groin, shakes his head. Makes a 'snip' gesture. The Cannibals look disappointed.

WILL (CONT'D)

Jack. Listen --
(notices the Compass)
The Compass. That's all I need.
Jack -- Elizabeth is in danger. We
were arrested -- for helping you.
She faces the gallows!

One of the Cannibals indicates Will's leg -- rubs his tummy, the meaning is clear: this is good eating. The Warrior Cannibal nods, makes a throat-slitting gesture.

Jack shrugs, nods. Says something and the Cannibals laugh. Makes a sweeping gesture to take him away --

Cannibals cheer, and grab Will --

WILL (CONT'D)

What did you tell them? No!

Jack doesn't answer. As they drag Will past, he whispers out of the corner of his mouth two words:

JACK

Save me.

Will frowns -- Jack is the Chief, what's going on? But there is real desperation in Jack's eyes. Will is pulled away --

46 EXT. CANNIBAL ISLAND - CHASM - DAY

46

Two cages, made of bones, filled with pirates, hang suspended from a rope across a deep gorge. Leech, in one cage, hollers across to the other:

LEECH

Gibbs! We've got a plan!

47 EXT. CANNIBAL ISLAND - CAGE - DAY

47

ON GIBBS, dehydrated and banged up, hollers back:

GIBBS

What is it?

There's a pause.

LEECH (O.S.)

Never mind!

Gibbs shakes his head.

GIBBS

Ah, Will, you shouldn't have come.

Will holds out Gibbs' flask. Well, maybe its good he came. Will is in the cage with Gibbs, Cotton, Marty, and other crew members. The other cage holds Leech and the rest of the crew.

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WILL

Why would he do this to you? If Jack
is the Chief --

Gibbs tries to drink, but his flask is empty.

GIBBS

Aye, the Pelegostos made Jack their
Chief, but he stays Chief for only
so long as he acts like a Chief ...
which means he cannot do anything
they think a Chief ought not to do.

WILL

He's a captive, then -- as much as
any of us.

GIBBS

Worse, as it turns out.

(grim)

The Pelegostos believe that Jack is
a God, trapped in human form ...
they intend to do Jack the honor of
releasing him from his fleshy prison.

Will frowns. Cotton helps by mimicking eating with a knife.

GIBBS (CONT'D)

They'll roast and eat him. It's a
deeply-held religious belief. Or, we
figure, maybe they just get awful
hungry.

WILL

Where's the rest of the crew?

GIBBS

These cages we're in? Wasn't built
'til after we got here.

Will looks -- the cage is made of bones; he pulls his hand
away. Gibbs glances into the sky ...

GIBBS (CONT'D)

The feast starts when the sun sets.
Jack's life will end ... when the
drums stop ...

THE SUN drops toward the horizon ...

48 EXT. CANNIBAL BAY - DAY

48

PINTEL and RAGETTI are silhouetted against the sun, dressed in colored pirate garb reminiscent of jail clothes, rowing a very small rowboat. Ragetti has a book open in front of him.

RAGETTI

... and I say it was Divine Providence what escaped us from jail.

PINTEL

And I say it was me being clever.

Suddenly the PRISON DOG pops up in the bow of the boat, ring of keys in his mouth, wagging its tail.

PINTEL (CONT'D)

Ain't that right, poochie?

RAGETTI

How do you know it wasn't Divine Providence what inspired you to be clever? Anyways I ain't stealing no ship.

PINTEL

It ain't stealing, it's salvaging, and since when did you care?

RAGETTI

Now that we're not immortal no more, we need to take care of our immortal souls.

Ragetti stares down at the book.

PINTEL

You know you can't read.

RAGETTI

It's the Bible, you get credit for trying.

PINTEL

Pretending to read the Bible is a lie, and that's a mark against --
(cuts himself off)
Look! There it is.

Ragetti twists to see: the Black Pearl, careened onto shore. Suddenly, the Prison dog leaps out of the boat, swims.

RAGETTI

What's got into him?

PINTEL

Must have spotted a catfish.

The two pirates grin at each other -- suddenly a WAVE HITS --

49 EXT. CANNIBAL ISLAND - BEACH - DAY

49

Their boat is completely trounced, tumbling to shore. Pintel and Ragetti crawl out of the water. The Prison Dog shakes to get dry. Pintel and Ragetti stare at the ship.

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PINTEL
It's ours for the taking.

RAGETTI
Tide's coming in, that'll help.

Pintel is surprised. Ragetti shrugs.

RAGETTI (CONT'D)
Salvaging's saving it, in a manner
of speaking ...

PINTEL
Aye, there's the truth of it ...

Suddenly, the sound of DRUMS can be heard.

RAGETTI
And I suppose we'd best save it as
soon as we can what with our souls
in such a vulnerable state and all!

PINTEL
Amen to that!

50 EXT. CANNIBAL ISLAND - VILLAGE - DAY

50

The BEAT of the DRUMS builds and quickens, as the feast ceremony approaches. Jack chats nervously to his GUARDS.

JACK
I notice women here, but very few
children -- why is that? Are the
little ones the most tasty?

No answer. Jack eyes an EMPTY SPIT with concern. Suddenly:

JACK (CONT'D)
(shouts)
Not big enough!

Heads turn. Jack strides toward the empty spit. Points at the wood pile beneath it.

JACK (CONT'D)
Not big enough!
(in Cannibalese)
*I am the Chief! More wood! I need
more wood! Big fire!*
(widens his arms.)
MORE WOOD!

The Guards drop their spears, hurry away to find more wood.
Jack watches -- then dashes off in the opposite direction.

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51 EXT. CANNIBAL ISLAND - LOWER VILLAGE - DAY

51

Jack crosses a bridge. Races past huts -- comes to a precipice. Turns, starts rummaging near the huts --

JACK

Rope. Rope. Long rope. Or a chain.
No. Preferably rope --

Jack pauses -- lifts up a small box of SPICES with the East India Trading Company insignia. A sound draws his attention --
Warrior is there. Spear raised, ready to kill him.

JACK (CONT'D)

Not running away, no ...

Jack shifts into Cannibal language, saying the same with clicks and grunts. He pours out spice, rubs it on his body.

JACK (CONT'D)

See?

52 EXT. CANNIBAL ISLAND - VILLAGE - DAY

52

Drums pound, Cannibals dance. RISING INTO FRAME, Jack is tied to a spit. He is placed over a really huge pile of kindling wood, not yet lit. The Guards stand next to the huge pile, proud.

JACK

Nice job.

53 EXT. CANNIBAL ISLAND - CHASM - DAY

53

Will rocks the bone cage, trying to get it to the far wall. The other pirates help. Will calls over to the second cage:

WILL

Swing your cage -- get to the wall!

The second cage group gets the idea, starts to imitate the first cage. Both reach the chasm wall, grab onto the vines.

WILL (CONT'D)

Put your feet through. Start to climb!

Each group pulls, climbs up the cliff wall.

WILL (CONT'D)

Come on, men, we'll need all of us
to crew the Black Pearl!

LEECH
 (calling back)
 Actually, we don't need everyone.
 About six would do.

A moment as this sinks in ... and Leech realizes he said too much. Each cage scrambles for the top. It has become a race, whichever gets away first will leave the other behind.

A CANNIBAL SENTRY strolls past. The men in both cages FREEZE. The Guard stares, suspicious. The second cage tries to cheat up a little ... the Guard notices, screams an alarm --

54 ON THE HORIZON - the SUN SETS, 54

-- as the DRUMS rise to a CRESCENDO, then suddenly STOP --

55 EXT. CANNIBAL ISLAND - VILLAGE - DAY 55

The crowd parts. A RUNNER with the SACRED TORCH appears --

Jack's eyes widen. Just then, the SENTRY burst through the jungle, screaming and pointing. The meaning is clear enough: the prisoners are trying to escape!

All eyes are on Jack -- what do they do? Ironically, though he's about to become dinner, Jack is still Chief. He gestures, clicks and grunts and chomps --

JACK
After them! Don't let them get away!

The Warrior nods - and everyone takes off --

The Runner with the torch hesitates, torn ... light the fire or run? He drops the torch, follows the others --

Jack's eyes go wide as the torch rolls toward the wood beneath him. He twists on the spit, tries to blow the flame out ... and the extra air causes the wood to ignite with a FWOOMP!

56 IN THE CHASM, Will's cage reaches the top first -- 56

In the other cage, Leach grabs onto a vine -- that turns out to be a SNAKE. The men lose their grip, the cage falls --

-- the vine holding it SNAPS, and the cage drops away, into the abyss. Will's cage rolls over the top and pirates scream. The vine holding it pulls out from the ground --

Cannibals appear --

The pirates STAND UP, their feet sticking out of the bottom of the cage -- and start to run.

57 AT THE VILLAGE, the wood BURNS. Jack starts to bounce up and down on the spit ... BOUNCES off, away from the fire. 57

He runs, crouched low, the spit still on his back, past --

The little CANNIBAL BOY, who watches him go past, ready for a feast ... why is the Chief running away?

58 EXT. CANNIBAL ISLAND - GROTTO - DAY 58

-- the first cage rolls, plummets down into a beautiful grotto, splits apart. The pirates emerge --

Above are ALL THE CANNIBALS. Arrows shoot down, and the pirates are forced back against the walls.

Above, the Cannibal boy appears, points back toward Jack. He does a quick miniature Jack Sparrow imitation. The Cannibals turn away, and give chase, leaving Will and the pirates free --

59 IN THE JUNGLE, Jack comes upon the chasm, uses the spit on his back to pole vault across -- he runs -- 59

60 EXT. CANNIBAL ISLAND - BAY - DAY 60

The crew burst from the jungle. Ahead of them: the Black Pearl. The tide is in, the Black Pearl rides in shallow water. Pintel sees the crew coming, hollers down to Ragetti:

PINTEL
Haul loose the mooring line! The
mooring line!

But Ragetti is hollering up at the monkey:

RAGETTI
Thief! Little thief! Give it here --
No -- don't bite it!
(to Pintel)
He's got my eye! He won't give it
back!

PINTEL
Well, how'd you get it back the last
time?

Behind them, the crew burst from the jungle, Gibbs in front, running toward the suddenly worried Pintel and Ragetti --

GIBBS
Excellent! Our work's half done.

PINTEL
We done it for you, knowing you'd be
coming back for it --

-- And past them.

GIBBS

Boys, make ready for sail!

Pirates swarm the ship. Pintel and Ragetti are a little upset at being ignored.

PINTEL

(calls down)

How do you like that? Without so much as a by-your-leave.

RAGETTI

And not a word of thanks. Shows a lot of cheek, it does, to just walk onto our nice ship like that!

Will works beside Gibbs --

WILL

What about Jack? I won't leave without him.

Gibbs points, Will turns --

61 FAR DOWN THE BEACH, screaming, is Captain Jack Sparrow, running his lizard-run -- followed by a HOARD of CANNIBALS. 61

Pintel and Ragetti see the cannibals, exchange a frightened look --

GIBBS
Jack! Hurry!

Jack is hurrying, doesn't it look like he's hurrying?

GIBBS (CONT'D)
(to the crew)
Cast off! Cast off!

Pintel and Ragetti run for the ship

PINTEL / RAGETTI
Cast off! Cast off!

62 IN THE WATER, the Prison Dog jumps forward. Plants its feet, growls at the oncoming hoard. Jack splashes into the water, passes by -- 62

JACK
Good doggy!

-- on his way to the Black Pearl. Catches a rope, scrambles on board.

63 ON THE BEACH, the Cannibals reach the shore, and stop ... they yell, but the tone is more confused than angry -- why are you going? Why are you leaving us? 63

64 ANGLE - THE BLACK PEARL, as it pulls away from the island. 64

65 ON THE BEACH, the Cannibals shout and the Prison Dog BARKS. The Cannibals gradually grow SILENT, and then it's only the dog BARKING. 65

CLOSE ON: the Prison Dog BARKING, until it realizes it's the only one making sound ... it looks over, sees a large group of hungry cannibals. Looks out to sea --

66 -- the Black Pearl is shrinking in the distance. 66

67 A soft dog-whimper. Oh shit. It's been left behind. The Prison Dog regards the Cannibals. Grins. Licks its lips. Swishes its tail back and forth a few times, friendly-like -- 67

-- and then RUNS.

68 EXT. BLACK PEARL - MAIN DECK - DUSK 68

Jack is still catching his breath, stares at the water with clear terror. He shoos the evil off his body, turns one time widdershins, spits. Gibbs attempts to interpret.

GIBBS

Put as much distance between us, and
this island, and make for open sea?

JACK

Yes to the first and yes to the
second, but only insofar as we keep
to the shallows as much as possible.

GIBBS

That seems a bit contradictory, sir.

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JACK

I have every faith in your
reconciliatory navigational skills,
Mr. Gibbs.

(pulls his pistol)

Where's that monkey? I want to shoot
something.

From ABOVE comes a frightened SCREECH, and then RAGETTI'S
EYE falls to the deck, rolls away.

Jack turns -- come face-to-face with Will.

WILL

Jack -- Elizabeth is in danger.

JACK

Have you considered keeping a more
watchful eye on her? Maybe just
lock her up somewhere?

WILL

She is locked up. In prison. Bound
to hang, for helping you.

JACK

There comes a time when one must
take responsibility for one's
mistakes.

He tried to move past -- Will pulls his sword.

WILL

I will have that Compass of yours.
I must trade it for her freedom.

JACK

So. You get the Compass, you rescue
your bonny lass -- again. Where's
my profit?

WILL

I will deliver to you the Letters of
Marque. You will be granted full
pardon, and commissioned as a
privateer in service to England.

JACK

Accepting those things is what you
want me to do for you. Agreed. But
what will you do for me?

Will works this through -- gives up.

WILL

Anything.

Jack smiles.

JACK

Gibbs!

(Gibbs turns)

We have a need to go up the river.

Gibbs, at the wheel, looks scared, reluctant.

GIBBS

By need, do you mean a trifling need,
fleeting, as in, say, a passing fancy?

JACK

No, a resolute and unyielding need.

Gibbs curses under his breath. Gibbs spins the wheel.

WILL

What we need to do is sail to Port
Royal -- with all haste!

JACK

William. I will trade to you the
Compass, if you will help me find --
this.

Jack pulls out the small cloth with the imprint of the key.

WILL

You want me to find this.

JACK

You want me to find this. To save
Elizabeth.

Will takes the cloth.

WILL

This is going to save Elizabeth?

JACK

How much do you know about Davy Jones?

WILL

Nothing.

JACK

(nods)

Yep -- it's going to save Elizabeth.

70 EXT. EDINBURGH TRADER - DECK - NIGHT

70

On Elizabeth, dressed as a sailor. She climbs a rat-line slowly, listening near the door of the Captain's Cabin. The sound of an argument from within --

71 INT. EDINBURGH TRADER - CAPTAIN'S CABIN - NIGHT

71

Captain Bellamy rants, waves papers.

BELLAMY

It's an outrage! Port tariffs and Berthing fees and cargo unloading fees per cargo tonnage and wharf handling and heaven help me, pilotage!

The Burser and Quartermaster look uncomfortable.

BELLAMY (CONT'D)

Are we all to work for the East India Trading Company then?

BURSER

The numbers don't lie, sir --

BELLAMY

Make them lie!

QUARTERMASTER

I'm afraid, sir --
(doesn't want to say
it)
Tortuga is only free port left in these waters.

BELLAMY

A pirate port is what you mean. Well I'm sorry but an honest sailor I am. I make my living square and sleep well each night, thank you --

There is a BLUR movement in the window behind him --

BURSER

Sir!

BELLAMY

What?

Burser, shaking, can only point. Bellamy turns, and looks -- and then in the WINDOW of the Captain's Cabin the Wedding Dress floats by --

71A EXT. EDINBURGH TRADER - DECK - NIGHT

71A

Bellamy, Burser and the Quartermaster exit the cabin --

AHEAD OF THEM, floating above the deck, dancing away, is Elizabeth's wedding dress. As if it has a will of its own, an eerie sight. It disappears past the capstan, dances close to the rail, then out over the black waters, and back.

Bellamy comes up to the wide-eyed COOK and SAILOR.

COOK
Tell me you do see that.

BELLAMY
Aye, I do see that.

IN THE RIGGING, Elizabeth plays puppeteer, fishing line wrapped around a mop handle; she darts across the topgallant yard, sweeping the dress along --

ON DECK, near the bowsprit, the dress suddenly STOPS MOVING, hanging in the air. Then the arm lifts, POINTS directly at Bellamy --

-- The crew shuffles away from him --

-- And then POINTS out to sea.

BURSER
She wants you to do something.

QUARTERMASTER
Jump overboard?

Bellamy tosses him a scowl.

BELLAMY
She's trying to give a sign.

On the wind, a soft voice can be heard ...

THE WIND
Tor ... tu ... ga.

COOK
Did you hear that?

BURSER
Burmuda?

QUARTERMASTER
Tobago?

SAILOR
Tortilla?

(MORE)

SAILOR (CONT'D)
(off their looks)
Sorry, I'm hungry.

The dress swoops down, knocks over a burning lantern, races toward the rail and drops.

BELLAMY
There! Look for a sign!

The crew rush to the rail and look out. Elizabeth drops down onto the deck behind them. Looks backwards to where fire burns on deck from the spilled lantern. Looks back to the crew, completely exasperated. Over this:

QUARTERMASTER
There! There it is! There's the sign!

SAILOR
That's seaweed.

QUARTERMASTER
Seaweed can be a sign.

COOK
Looks like entrails.

BELLAMY
That would be a bad sign.

Elizabeth grabs the shoulder of Burser, turns him around and points.

ELIZABETH
What's that over there?

Everyone looks. The deck burns ... with the word TORTUGA in large flaming letters.

QUARTERMASTER
Is it telling us to go there?

It is all Elizabeth can do not to scream. Bellamy looks at his crew members, -- who look back, scared, waiting for his order.

BELLAMY
Men, what say ye to a course change?
Prudence suggests we make way for
the island of Tortuga!

Finally! Relief, shouts of approval from the crew; Elizabeth smiles --

BELLAMY (CONT'D)

(re: the fire)

Put that out while you're at it,
there's a good lad.

72 EXT. PANTANO RIVER - LONG BOAT - DAY

72

The Black Pearl moored off shore. PAN DOWN past the beach
and river mouth to find --

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Two longboats move up river. Will, Gibbs and Ragetti in one. Jack, Cotton and Pintel following. Pintel has a covered cage.

WILL

What is it as has Jack spooked?

GIBBS

Jack has run afoul of none other than Davy Jones himself. Thinks he is only safe on land. If he goes out to open water, he'll be taken.

WILL

Taken.

GIBBS

Aye.

WILL

Taken.

GIBBS

Aye.

WILL

(disbelief)

By Davy Jones.

GIBBS

Well, I'll tell 'ee. If you believe such things, there's a beast does the bidding of Davy Jones. A fearsome creature from the depths, with giant tentacles that'll suction your face clean off, and drag an entire ship down to the crushing darkness. The Kraken. they say the stench of its breath ...

(he shudders)

Imagine, the last thing you know on God's green earth is the roar of the Kraken and the reeking odour of a thousand rotting corpses.

(beat)

If you believe such things.

Will glances back at Jack, working at a hangnail.

WILL

Never thought Jack the type to be afraid of dying.

GIBBS

Aye but with Jones, it ain't about the dying -- it's about the punishment. Think of the worst fate you can conjure for yourself, stretching on forever ... and that's what awaits you in Davy Jones' locker.

They all take a moment, imagining it.

WILL

And the key will spare him that?

GIBBS

Now that's the very question Jack wants answered. Bad enough, even, to go visit ...
(lowers his voice)
... her.

WILL

Her.

GIBBS

Aye.

Gibbs nods knowingly, turns away. Will frowns -- what does that mean?

73 EXT. SWAMP - NIGHT

73

A FIREFLY dances in the Cypress forest, beneath a SPRAWLING WOODEN SHACK in the branches of the tallest tree.

At the base of the tree, a rope-and-branch ladder. Jack turns to the others.

JACK

No worries, mates. I'll handle this. Tia Dalma and I go way back. Thick as thieves. Nigh inseparable, we were...have been ... before.

GIBBS

(sotto to Jack)
I'll watch your back.

JACK

It's me front I'm worried about.

Jack starts to climb. Gibbs follows --

GIBBS

(to Will)
Mind the boat.

WILL
(to Pintel)
Mind the boat.

PINTEL
(to Ragetti)
Mind the boat.

RAGETTI
(to Marty)
Mind the boat.

MARTY
(to Cotton)
Mind the boat.

Cotton turns -- the only person left is the Parrot. Before Cotton can speak (which he can't) --

COTTON'S PARROT
Mind the boat.

74 INT. TIA DALMA'S SHACK - NIGHT

74

Jack pushes his way inside, followed by Pintel and Ragetti. Pintel carries an object covered by a cloth. They blink in the dim light --

Jars of weird creatures. Hanging bats, some of them alive. Overhead a large stuffed alligator.

TIA DALMA sits in shadows, behind a table. Crab claws are scattered across the table top; she is 'reading' them. She raises her head, sees Jack. Stands.

TIA DALMA
Jack Sparrow. I always knew the
wind was going to blow you back to
me one day.

Tia Dalma looks up with a start, stares past Jack at Will. A wide, lascivious grin spreads across her face. She stalks toward them.

Jack first thinks the smile is for him -- but realizes, unbelievably, she's focused on Will. She reaches a hand to Will's face. Stares into his eyes.

TIA DALMA (CONT'D)
You have a touch of destiny in you,
William Turner.

WILL
You know me?

TIA DALMA

You want to know me.

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JACK

There will be no knowing here. We came here for help.

He ushers Tia Dalma back toward the table.

JACK (CONT'D)

(sotto)

I thought I knew you.

TIA DALMA

Not so well as I had hoped.

Jack looks at her speculatively: was that a shot? She settles at the table, pulling Will to a sitting position close -- very close -- beside her.

TIA DALMA (CONT'D)

Asking for help does not sound like Jack Sparrow.

JACK

It's not so much for me, as for William, so he can earn a favor from me.

TIA DALMA

Now that sounds like Jack Sparrow.

(she turns to Will)

What service may I do you? You know I demand payment.

JACK

I brought payment!

Jack lifts the object from the Pintel, unveils it -- a cage, and trapped inside, the Screeching MONKEY. Jack shoots it. The Monkey takes the bullet, glares at Jack.

JACK (CONT'D)

See?

(a glance up)

Perhaps you can give it the crocodile treatment?

Tia Dalma opens the cage. The Monkey runs free.

GIBBS

You don't know how long it took us to catch that.

TIA DALMA

The payment is fair.

Tia Dalma looks back into Will's eyes. Jack snaps the drawing out to Will. Will takes it, shows it to Tia Dalma.

WILL

We're looking for this .. and what it goes to.

TIA DALMA

(to Jack)

That compass you bartered from me can't lead you to this?

JACK

No.

Tia Dalma laughs.

TIA DALMA

Jack Sparrow does not know what he wants? Or do you know, but are loathe to claim it as your own?

Jack avoids both her gaze, and Will's puzzled look. She turns her attention back to Will.

TIA DALMA (CONT'D)

Your key goes to a chest ... and it is what lays inside the chest you seek, isn't it?

GIBBS

What is inside?

PINTEL

Gold? Jewels? Unclaimed properties of a valuable nature?

Ragetti turns away from staring at a jar of EYEBALLS.

RAGETTI

Nothing bad, I hope.

TIA DALMA

You know of Davy Jones, yes? A man of the sea, a great sailor ... until he ran afoul of that which vexes all men.

WILL

What vexes all men?

Tia Dalma smiles at him.

TIA DALMA

What, indeed?

GIBBS

The sea.

PINTEL

Sums.

RAGETTI

The dichotomy of good and evil.

JACK

A woman.

TIA DALMA

A woman. He fell in love.

GIBBS

I heard it was the sea he fell in love with.

TIA DALMA

Same story, different versions, and all are true. It was a woman, as changing and harsh and un-tamable as the sea. He never stopped loving her, but the pain it caused him was too much to live with ... but not enough to cause him die.

ON THE FOUR MEN as they nod, in unison, all identifying with the problem.

WILL

Exactly what did he put into the chest?

TIA DALMA

His heart.

RAGETTI

Literally or figuratively?

PINTEL

Of course, figuratively. He couldn't literally put his heart in a chest.

(to Tia Dalma; dreading the answer)

Could he?

TIA DALMA

It was not worth feeling what small, fleeting joy life brings, he decided, to endure the inevitable, cruel torments ... and so he carved out his heart, locked it away in a chest, and hid the chest from the world.

The key ...
(re: the drawing)

... he keeps with him at all times.

JACK

That was a roundabout way to get to the answer.

TIA DALMA

Sauce for the gander, Jack.

Will fixes Jack with a look.

WILL

You knew this.

JACK

No, I didn't. I didn't know where the key was --

Jack stands up, resolved and ready to go.

JACK (CONT'D)

But now we do, so all that is left is to slip aboard the Flying Dutchman, take the key, and then you can go back to Port Royal and save your bonnie lass.

Will scowls, thinking of the task ahead. Jack starts off --

TIA DALMA

(to Jack)

Let me see your hand.

Jack stops. Looks at the others -- 'in front of them?'

Tia Dalma nods. She unwraps his hand -- revealing the Black spot.

JACK

My eyesight is as good as ever, just so you know.

Gibbs leans in, sees the Spot -- and starts brushing away evil, the way Jack did, turns three times widdershins. Pintel and Ragetti quickly mimic Gibbs, just in case.

Tia Dalma regards the Black Spot with respect. She crosses to a stairway, climbs. Opens a carved door at the top --

The SOUND OF THE OCEAN whispers down. Gibbs glances at Jack -- that's weird, right? Jack nods, yeah, it's weird.

Ragetti peeks up the stairs ... the room above is dark, he sees only a PAIR OF EMPTY BOOTS at the door, the Monkey staring at them.

Tia Dalma closes the door. The sound of the sea is gone.

TIA DALMA
 Davy Jones cannot make port, cannot
 step on land, but once every ten
 years ...

She descends, carrying a ROUND GLASS JAR. She scoops dirt
 into the jar. Hands it to Jack. He holds it.

TIA DALMA (CONT'D)
 Land is where you are safe, Jack
 Sparrow, and so you will carry land
 with you.

JACK
 Dirt. This is a jar of dirt

TIA DALMA
 Yes

JACK
 Is the jar of dirt going to help?

TIA DALMA
 If you don't want it, give it back.

JACK
 No!

TIA DALMA
 Then it helps.

Will comes to a decision. Faces Tia Dalma.

WILL
 It seems we have a need to find the
 Flying Dutchman.

He smiles at her -- can she help? Tia Dalma regards him,
 smiles knowingly back. She scoops up the crab claws and throws
 them again on the table.

TIA DALMA
 A touch of destiny ...

CLOSE ON: The crab claws on the table top --

75 EXT. CARIBBEAN SEA - NIGHT

75

-- an archipelago matches the negative space pattern of
 crab claws on the table top.

76 EXT. CARIBBEAN SEA - ARCHIPELAGO - NIGHT

76

Waves pound a SCUTTLED SHIP, main deck slanted, run aground
 on the rocks just off shore. PULL BACK TO --

77 EXT. BLACK PEARL - MAIN DECK - NIGHT

77

Sails furled. In the glow of an oil lantern, Jack and Gibbs stare at the ship, clearly scared. Will is surprised.

WILL
That's the Flying Dutchman? She
doesn't look like much.

JACK
Neither do you. Don't underestimate
her.

Gibbs is pointedly silent. Jack looks at him to say something.

GIBBS
Must have run afoul of the reef.

JACK
(to Will)
What's your plan?

WILL
I row over, and search the ship until
I find your bloody key.

JACK
If there are crewmen?

WILL
I cut down anyone in my path.

JACK
I like it. Simple and easy to
remember.

AT THE RAIL, Will glances at the cloth and the imprint of the key, stashes it in his pocket.

WILL
I bring you the key, you give me the
Compass.

JACK
Yes. If you do get captured, just
say, "Jack Sparrow sent me to settle
his debt." It might save your life.

PINTEL
Captain Jack Sparrow --

Jack silences Pintel with a look. Will shrugs, climbs over the side, a to a waiting longboat.

JACK
 (to Gibbs)
 Douse the lamps.

78 EXT. OCEAN - LONGBOAT - NIGHT

78

Will rows, his back to the scuttled ship.

The Black Pearl, falls back, lit by lanterns. One by one, the lamps are doused. The last lamp is held by Jack. He grins, his capped teeth shining, as he turns it down ... his smile lingers, like the Cheshire-cat, then is gone.

The Black Pearl, the black ship with black sails is invisible on this black night.

79 EXT. SCUTTLED SHIP - MAIN DECK - NIGHT

79

Will lights a LANTERN.

The ship is empty, deserted ... except for DEAD BODIES strewn about. Helter Skelter stuff, aftermath of a slaughter. The ship rocks as the surf pounds the hull.

Will staggers. He hears an odd sound -- squeak-squeak! -- a rope running through a squeaking pulley. Will turns --

A FRIGHTENED SAILOR pulls on a rope, trying to raise a sail. The sail drops back after each pull.

WILL
 Mister --

SAILOR
 Hoist the inner jib. Bring up with a round turn. Captain's orders.

The Sailor repeats his pointless actions. Squeak-squeak!

WILL
 Sailor, there's no use. You've run aground --

SAILOR
 No ... Beneath us ... Foul breath ... waves took Billy and Quentin ... Captain's orders!

He keeps pulling, determined. Squeak-squeak! A wave hits, and the hull shudders -- and a BODY falls down from the rigging, lands HARD on deck. Will jumps back --

Will frowns, looks closer ... there are LARGE ROUND suction marks along the man's back, and when he turns him over --

-- the sailor still pulls, squeak-squeak! --

-- the man's face is gone. Sucked completely off, just like Gibbs' story! Will backs away. Suddenly the WIND picks up. The sea CHURNS. He looks past the rail --

80 The Flying Dutchman appears, rising up out of the sea, formed it seems out of the waves and water. 80

It rises up, looming huge, blotting out the sky --

A ship from hell, made of pallid wood and white bones, covered of the very stuff of the sea: shells, coral, flotsam, seaweed. Sails that glow with the paleness of a bloated dead corpse. A SKULL rides the bowsprit as if lashed there in punishment.

The ship SLAMS DOWN onto the ocean --

81 ON DECK, Will stares at the vast ship. He crouches from sight, behind a cannon -- 81

Nearby, figures appear, chameleon-like, from the shadows. They are CREW MEMBERS of Davy Jones. Barnacled, encrusted, bloated, something living under their skin.

The First Mate, MACCUS, has coral for a face. The Boatswain, GREENBEARD, is mostly seaweed. JIMMY LEGS is covered with barnacles. They spread out onto the ship --

Will breaks cover, makes for his boat -- but MACCUS is suddenly in front of him.

MACCUS

Down on your marrow-bones and pray!

Will pulls his sword. He attacks, leaps up into the rigging -- but Jimmy Legs is already there. He jumps down, is quickly surrounded by more crewmen.

Will cannot evade this enemy, who can seemingly appear anywhere. He dips his sword into a vat of WHALE OIL, thrusts it into the lantern, fighting them off with FLAMES --

They cry out as the sword flames SEAR into their watery flesh.

Will spins, faces -- KOLENIKO, a sailor with scales and a square-shaped head. He slams a huge PULLY into Will's face --

82 EXT. SCUTTLED SHIP - MAIN DECK - NIGHT 82

A line of SAILORS, on their knees, waiting judgment. The HELMSMAN shivers in fear, the CHAPLAIN clutches a cross around his neck. Will is the final sailor in line. He looks over --

DAVY JONES has appeared on deck. Tall with dark eyes, a black hat shaped to effect devil horns; a claw for an arm and a beard made of octopus tentacles, light pink to deep purple, always curling and moving.

MACCUS

Six men still alive. The rest have
moved on.

Jones' black eyes register this. He moves down the line of
men. Looks into their eyes ... searching ... stops at the
most terrified man, the Helmsman.

He leans down, close. The Helmsman is even more terrified.
When Jones speaks, his voice has an echo of distant waves
crashing ...

DAVY JONES

Do you fear death?

The Helmsman is too terrified to speak.

DAVY JONES (CONT'D)

The last glimmer of moonlight that
dies in the dawning of your final
day. And then -- judgment. All your
deeds laid bare. Your sins punished.

(beat)

I can offer you -- an escape.

The Helmsman looks hopeful. The Chaplain calls out:

CHAPLAIN

Don't listen to him!

Davy Jones turns.

DAVY JONES

Do you not fear death?

CHAPLAIN

I'll take my chances, sir.

DAVY JONES

Good luck, 'Mate.

(to Greenbeard)

To the depths.

Greenbeard grabs the Chaplain -- and throws him overboard.
The Helmsman cries out. The SAILOR next to him hisses:

SAILOR

Cruel bastard.

DAVY JONES

(sudden anger)

Life is cruel. Why should the
afterlife be any different?

Davy Jones leans down close, his beard bristling.

DAVY JONES (CONT'D)

You cling to the pain of life, and
fear death. I offer you the Choice.
Join my crew ... and postpone
judgment. One hundred years before
the mast.

(beat)

Will you serve?

HELMSMAN

I will serve.

Davy Jones smiles. Moves down, comes to Will, and frowns.

DAVY JONES

You are neither dead, nor dying.
What is your purpose here?

Will regards him. What to say? What the hell.

WILL

Jack Sparrow sent me to settle his
debt.

Davy Jones is at first surprised -- then insulted. He asks
the question again.

DAVY JONES

What is your purpose here?

Will doesn't know what else to say.

WILL

Jack Sparrow sent me ... to settle
his debt.

Jones' skin actually darkens in anger, the way a squid might
change color when confronted with an enemy.

DAVY JONES

Did he now? I am sorely tempted to
accept that offer.

Behind him, Jimmy Legs and Palafico grin.

83 EXT. BLACK PEARL - DECK - NIGHT

83

Hidden in darkness, Jack Sparrow watches the scene through
his spyglass --

84 THROUGH THE SPYGLASS, a distant Jones speaks to Will on the deck
of the scuttled ship. Jones glances over his shoulder, back toward
Jack. It's as if he senses Jack is there --

84

85 Jack curses -- he's been spotted. Slowly lowers the spyglass --

85

-- and Davy Jones is RIGHT THERE, on deck with him. The speed of his arrival is weird and disconcerting -- like in a dream.

Jack's eyes go from side to side. CREWMEN from the Flying Dutchman appear on the deck of the Black Pearl: CRASH, PENROD, and QUITTANCE. Lines are drawn. Jack's men and Jones' men face off, poised for a fight.

DAVY JONES

You have a debt to pay.

Jack glances at his hand -- the BLACK SPOT is there on his palm. He is genuinely scared, dealing with a force of nature.

DAVY JONES (CONT'D)

You've been captain of the Black Pearl for thirteen years. That was our agreement.

JACK

Technically I was only captain for two years -- then I was viciously mutinied upon.

DAVY JONES

Then you were a poor captain. But a captain nonetheless. Have you not introduced yourself all this time as Captain Jack Sparrow?

JACK

Not that I recall, why do you ask?
(makes his gambit)
You have my payment. One soul, to serve on your ship. He is already over there.

Jones face twists -- a combination of anger and incredulity.

JONES

You can't trade. You can't substitute.

JACK

There is precedent regarding servitude, according to the code of the Brethen --

DAVY JONES

One soul is not the same as another.

JACK

Ah, so we've established the proposal is sound in principle. Now we're just haggling over price.

DAVY JONES

As has been the case before, I am
oddly compelled to listen to you.

JACK

Just how many souls do you think my
soul is worth?

Davy Jones rubs his octopus beard ... and smiles.

DAVY JONES

One hundred souls. Three days.

Jack hides his dismay.

JACK

You're a diamond, mate. Send me
back the boy, I'll get started, right
off.

Jones is not inclined to do Jack any favors.

JONES

I keep the boy. A good faith payment.
That leaves you only ninety-nine
more to go.

JACK

What? Have you met Will Turner?
He's noble and heroic, a terrific
soprano ... he's worth at least four.

Jones is unmoved.

JACK (CONT'D)

And ... did I mention he is in love?

DAVY JONES

Love. You think that matters to me?

JACK

Due to be married. To a lovely young
lady. You hate that malarky.

Jones shoots Jack a keen look.

DAVY JONES

Sparrow. Might this be a lady you
are interested in for yourself?

JACK

Not remotely ... but I could be if
it helps make the deal.

DAVY JONES

I keep the boy. You owe ninety-nine souls. In three days.

(beat)

But I wonder, Sparrow ... can you live with this?

Jack considers briefly.

JACK

Yep.

DAVY JONES

You can condemn an innocent man -- a friend -- to a lifetime of servitude, in your name, while you roam free.

JACK

I'm good with it. Shall we seal it in blood? I mean ink?

Jones' face darkens.

DAVY JONES

Let's not and say we did. Agreed?

JACK

Agreed.

They shake hands.

JACK (CONT'D)

I'd embrace you but I fear it might stick.

Jack lifts his hand to eye-level ... and the BLACK SPOT FADES. He looks past his hand -- Jones is gone. Jack looks around -- Jones' men are gone.

Jack moves to the railing. He stares out at the Flying Dutchman, as it is already sailing off, into a distant storm.

JACK (CONT'D)

Gibbs, what is the worth of a man's soul?

GIBBS

Can't say.

JACK

Three days.

CLOSE ON: a VERY OLD MAN, with shaky hands and cataracts, at the head of a short line of HOPEFUL SAILORS.

GIBBS

And what makes you think you're worthy to crew on the Black Pearl?

VERY OLD MAN

Truth be told, sir, I've never sailed a day in my life. I figure I should get out and see the world, while I'm still young.

GIBBS

You'll do.

Next in line --

SKINNY MAN

My wife ran off with my dog, and I'm drunk and I don't give a rat's ass if I live or die.

GIBBS

Perfect. Next!

CRIPPLED MAN

I've one arm, and a bum leg.

GIBBS

Crow's nest for you.

IRISHMAN

Ever since I was a lad, I've dreamed of sailing the seas forever ...

GIBBS

Sooner than you think. Sign the roster.

Across the cantina, Jack sits, feet up, Compass in hand, drinking and watching the door. Gibbs sits opposite.

JACK

How are we doing?

GIBBS

Counting those four? That gives us four.

(low)

I've written a letter to my brother-in-law. He's a lawyer in London. Good one. Nothing better happen to me.

JACK

I make no promises.

GIBBS

You'd best be coming up with a new plan, Jack, and it better not be relying on that Compass. The whole crew knows it ain't worked since you was saved from the gallows.

Gibbs moves off. Jack grimaces, glances at the Compass, focuses back on the doorway.

Back at the line of sailors, Gibbs sits down in front of the next candidate.

GIBBS (CONT'D)

What's your story?

The man is unshaven, drunk, unkempt, but when he raises his head, his eyes are clear. When he speaks, we recognize the voice -- surprise -- it is JAMES NORRINGTON.

NORRINGTON

My story. Same as your story, just one chapter behind.
(beat)

I became obsessed with capturing a notorious pirate ... chased him across the seven seas. I lost all perspective. I was consumed. The pursuit cost me my crew, my commission ... my life.

Norrington takes Gibbs bottle. Gibbs squints at him --

GIBBS

Commodore?

NORRINGTON

Not any more. Weren't you listening? Nearly had you all off Tripoli. Would have, if not for the hurricane ... My crew said to sail around. Should have listened.

GIBBS

Lord. You didn't try to sail through?

Norrington's eyes are far off. He snaps out of it.

NORRINGTON

So what is it? Do I make your crew, or not?

He takes a long drink of the bottle. Leans in toward Gibbs.

NORRINGTON (CONT'D)

You haven't said where you're going -- someplace nice?

Norrington flips over the table; the manifest and roster go flying.

NORRINGTON (CONT'D)

So am I worthy to serve under Captain
Jack Sparrow ...

(turns)

... or should I just kill you now?

Norrington has drawn a pistol from the holster, aims it across the room --

-- where Jack FREEZES, caught in the act of sneaking away. He puts a smile on his face, and turns.

JACK

You're hired.

NORRINGTON

(smiles)

Sorry -- old habits die and all that.

He starts to fire; the Skinny Man steps up and grabs Norrington by the arm.

SKINNY MAN

Easy, soldier --

IRISHMAN

Aye, that's our Captain you be
threatening --

Norrington turns and swings; a wild SHOT goes off -- the Irishman ducks backward, slips, falls into a table --

-- and the CLASSIC BRAWL begins. Angry pirates who want to be on the crew. Drunken pirates looking to have a good time. Norrington grabs a sword, and gives a good account of himself --

Jack and Gibbs glance at each other.

JACK

Time to go.

GIBBS

Aye.

They slip off, toward a back flight of stairs, Jack dancing through the melee unharmed. He stoops over a man who has been knocked out, tries on his hat -- too small.

They exit as a bottle smashes into the wall. A moment, and then Gibbs re-appears ...waits ...catches the next bottle of rum before it hits --

Norrington cuts and slashes, giving ground to the pillar. He rotates around the pillar, and pirates back away, scared.

He rotates around the pillar, fighting -- and REVEAL Elizabeth on the other side, with a sword. She's the real reason the pirates are afraid.

Back-to-back, Norrington attacked, trips, is pinned by two Sailors; a THIRD pulls a knife --

The knife is knocked away by Elizabeth. Norrington stands, sees her for the first time. They stand back to back -- see they are surrounded by assailants. Norrington is fey, ready to take on the world.

NORRINGTON

Come on then, you buggers, do you want some? British steel! You, you, you, you, you, you?

Elizabeth picks up a half-empty bottle ... turns and SMASHES it on Norrington's head. He drops.

ELIZABETH

I just wanted the pleasure of doing that myself. Now let's toss this scoundrel out of here, and have a drink!

The men roar their approval --

87 EXT. TORTUGA - CANTINA - NIGHT

87

Norrington is thrown, lands with the pigs. The Pirates at the exit laugh. He groans. Elizabeth kneels by his side.

ELIZABETH

James Norrington. What has the world done to you?

NORRINGTON

Nothing I didn't deserve.

He tries to get up -- collapses. She helps him stagger to his feet. They move off.

The pirates move back into the cantina. Finally only one is left -- MERCER, looking after Elizabeth and Norrington.

Mercer follows.

88 EXT. TORTUGA DOCKS - NIGHT

88

Jack and Gibbs hurry along the docks toward the Black Pearl, where crates are piled high. Gibbs yells orders --

GIBBS

Load the cargo! All of it, we sail with the tide!

Marty is on the dock with several recruited CREWMEN. They scramble to load cargo. Elizabeth steps into Jack's path.

ELIZABETH
Captain Sparrow.

JACK
Come to join my crew, lad? Well
enough, welcome aboard.

ELIZABETH
I've come to find the man I love.

Jack pulls up short, eyes her warily.

JACK
I'm deeply flattered, son, but my
first and only love is the sea.

ELIZABETH
Meaning William Turner, Captain
Sparrow.

Jack peers at her.

JACK
Elizabeth?
(to Gibbs)
Hide the rum.
(back to her)
You know, these clothes do not flatter
you at all. It should be a dress,
or nothing. Come aboard. I happen
to have no dress in my cabin.

ELIZABETH
Jack. I know Will set out to find
you. Where is he?

JACK
Darling, I am truly unhappy to have
to tell you this ...

Elizabeth braces herself.

JACK (CONT'D)
... But through an unfortunate and
entirely unforeseeable series of
circumstances that have nothing
whatsoever to do with me ... poor
Will was press-ganged into Davy
Jones' crew.

ELIZABETH

Davy Jones.

NORRINGTON

Oh, please. The Captain of the Flying Dutchman. A ship that ferries those who died at sea from this world to the next.

JACK

Bang on. You look bloody awful. What are you doing here?

NORRINGTON

You hired me. I can't help that your standards are lax.

JACK

You smell funny.

ELIZABETH

Sh. Jack, all I want is to find Will.

That's not news to Jack -- but the way she phrased it sparks an idea.

JACK

Are you certain? Is that what you really want ... most?

Elizabeth is not certain what he's getting at.

ELIZABETH

Of course.

JACK

I'd think you'd want to find a way to save Will ... most.

ELIZABETH

And you have a way to do that?

JACK

Well ... there is a chest.

NORRINGTON

Oh dear.

Elizabeth reacts to the echo of Beckett's words.

JACK

A chest of of unknown size and origin.

Pintel, hauling a large barrel with Ragetti, can't help from interjecting:

PINTEL
What contains the still-beating heart
of Davy Jones!

RAGETTI
thumpTHUMP!

Ragetti mimes a beating heart. Jack glares them away.

JACK
And whoever possesses that chest
possesses the leverage to command
Jones do whatever it is he ... or
she ... wants. Including saving our
brave William from his grim fate.

NORRINGTON
You don't actually believe him.

ELIZABETH
How can we find it?

JACK
With this.

He displays the Compass.

JACK (CONT'D)
This Compass is unique.

NORRINGTON
Unique here having the meaning of
'broken'?

Jack gives Norrington a reprimanding look, return to the matter at hand.

JACK
True enough, this Compass does not
point North.

ELIZABETH
Where does it point?

JACK
It points to the thing you want most
in this world.

ELIZABETH
Jack, are you telling the truth?

JACK
Every word, luv.

She decides that he is. He puts the compass in her hands.

JACK (CONT'D)
What you want most in the world is
to find the chest of Davy Jones, is
it not?

ELIZABETH
To save Will.

JACK
By finding the chest of Davy Jones.

He opens the Compass and steps back quickly, then leans back
in to look at, careful not to touch it or Elizabeth.

The needle swings, then holds steady. Jack grins.

JACK (CONT'D)
Mr. Gibbs! We have our heading!

GIBBS
Finally!
(beat)
Cast off those lines! Weigh anchor
and crowd the canvas!

IRISH CREWMAN
I found some more recruits, sir.

JACK
Welcome aboard! Miss Swann?

She steps up the ramp. Norrington is handed a goat, follows.

89 EXT. CARIBBEAN SEA - NIGHT 89

The Flying Dutchman at full sail, cuts through the water --

90 INT. FLYING DUTCHMAN - JONES' CABIN - NIGHT 90

A huge pipe organ seems to have grown, coral-like, from the deck.

Jones is the keyboard, playing a haunting, mournful tune. Above the keyboard is a bas relief of a woman surrounded by sea creatures, her features obscured by long flowing hair.

Jones is drawn to the bas relief; at the same time, he can hardly bear to look at it. His pain is expressed in the music --

91 EXT. FLYING DUTCHMAN - MAIN DECK - NIGHT 91

-- accompaniment for the crew as it labors. Will works on deck alongside the phantasmagoric crew. Crewmen attempt to hoist a cannon and move it toward the bow. The Bo'sun supervises the effort. He carries a cat o' nine tails lash, and uses it liberally. Barks out orders:

JIMMY LEGS
Secure the tail of the mainsail
tackle! Mister Turner!

On deck, both Will and Bootstrap turn their heads. Neither notices the other has reacted.

JIMMY LEGS (CONT'D)
Make fast the brace fall! Snap to
it!

Both men move toward the line, reach for it --

WILL
Step aside.

BOOTSTRAP
Mind yourself!

Bootstrap shoves Will aside; Will stares at him ... then grabs Bootstrap's shoulder, pulls him around to face him --

BOOTSTRAP (CONT'D)
Hey now!

Bootstrap is ready for a fight ... and then gets his first look at Will. His eyes widen in recognition ... then despair.

BOOTSTRAP (CONT'D)
No. Not you.

Crewmen start to move the hanging cannon -- the line is not fast, so it swings away, falls -- Will grabs to catch the

line, is dragged across the deck. Will fetches hard into the gunwale; the cannon falls.

JIMMY LEGS

Haul that weevil to his feet!

Crewmen yank Will up from the deck.

JIMMY LEGS (CONT'D)

Five from the lash'll remind you to stay on 'em!

He raises the cat. Bootstrap catches his wrist. The Bo'sun's fury expands to include him.

JIMMY LEGS (CONT'D)

Impeding me in my duties! You'll share the punishment!

BOOTSTRAP

I'll take it all.

DAVY JONES (O.S.)

Will you, now?

At some point during the ruckus, the organ music had ceased. Now Davy Jones stands on deck, apprising the situation.

DAVY JONES (CONT'D)

And what would prompt such act of charity?

Bootstrap does not want to answer, but can't not.

BOOTSTRAP

My son.
(stronger)
That's my son.

Will twists around to stare at Bootstrap. Davy Jones looks between the two.

DAVY JONES

What fortuitous circumstance be this.
You wish to spare your son the Bosun's
discipline?

BOOTSTRAP

Aye.

Davy Jones considers, nodding. He takes the lash.

DAVY JONES

Five lashes be owed, I believe it
is.

Jones hands the lash to Bootstrap. Indicates Will.

BOOTSTRAP

I won't --

DAVY JONES

The cat's out of the bag, Mr. Turner!
Your issue will taste its sting, be
it by the Bosun's hand ... or your
own!

Bootstrap considers, glowering.

DAVY JONES (CONT'D)

Bo'sun.

Bo'sun reaches for the lash. Bootstrap pushes him away. He nods to the crewmen holding Will to turn him back around. They pull his shirt off his shoulders, exposing his back.

Bootstrap raises the lash. A glance at Jones. The Captain's gaze is steady. Bootstrap snaps his arm forward --

On Jones, watching impassively. OFF SCREEN, the SNAP of the lash. And AGAIN --

92 INT. FLYING DUTCHMAN - HOLD - NIGHT

92

Will half-staggeres into the hold. Bootstrap follows him, tries to help him to a bench. Hands him his shirt and vest.

WILL
I don't need your help.

BOOTSTRAP
The Bo'sun prides himself on cleaving
flesh from bone with every swing.

WILL
So I'm to understand what you did
was an act of compassion?

Bootstrap stares at him -- yes, it was. Will accepts it.

WILL (CONT'D)
Then I guess I am my father's son.
(off Bootstrap's
questioning look)
For nearly a year, I've been telling
myself that I killed you -- to save
you.

BOOTSTRAP
You killed me?

WILL
I lifted the curse you were under
... knowing it would mean your death.
But, at least, you would no longer
suffer the fate handed to you by
Barbossa.

Bootstrap nods, understanding the reasoning -- but stops, puzzled by something.

BOOTSTRAP
Who is Barbossa?

WILL
Captain Barbossa. The man who led
the mutiny aboard the Black Pearl?
Who left you to live forever at the
bottom of the ocean.

BOOTSTRAP
Oh. Of course ...
(MORE)

BOOTSTRAP (CONT'D)

(shakes his head)

Those who've done things to you, you
tend to forget. It's the things you've
done to others ... those are the
things that hang on.

Will scowls at him, puzzled.

BOOTSTRAP (CONT'D)

It's the gift and the lie given by
Jones. You join the crew and think
you've cheated the powers ... but
it's not reprivation you've found.
It's oblivion. Losing what you were,
bit by bit, 'til you end up ... end
up like poor Wyvern here.

Will looks, sees what looks like a carving of a sailor, nearly
indistinguishable from the bleached material of the hull.
This is WYVERN, frozen, his body now a part of the ship.

BOOTSTRAP (CONT'D)

Once you've sworn an oath to the
Dutchman, there's no leaving it.
Not till your debt is paid. By then,
you're not just on the ship, but of
it.

(beat)

Why did you do it, Will?

Will pulls his gaze away from Wyvern.

WILL

I've sworn no oath.

BOOTSTRAP

Then ... you must get away.

WILL

Not until I find this.

He displays the drawing of the key.

BOOTSTRAP

You have it right there.

Will peers at him -- realizes what he means.

WILL

Not this.

(shakes the cloth)

This.

(MORE)

WILL (CONT'D)
(points at the drawing
of the key)
The key. It's supposed to be on the
ship. Jack wanted it ... maybe it
is a way out?

WYVERN
The Dead Man's Chest!

Will jumps again. And looks over -- Wyvern's pose has
changed. He is reaching out, pulling himself away from the
ship.

WILL
You know of it?

Wyvern's eyes blink.

WYVERN
Know of what?

WILL
This! The key!

Wyvern's not comprehending.

WILL (CONT'D)
To the chest!

WYVERN
Open the chest with the key, and
stab the heart. Don't stab the heart.
The Dutchman must have a living heart
or there is no captain! And if there
is no captain, there's no one to
have the key!

WILL
The captain has the key?

Wyvern looks suddenly scared. He's said too much.

WILL (CONT'D)
Where is the key?

WYVERN
Hidden.

WILL
Where is the chest?

WYVERN
Hidden.

Wyvern withdraws back into the ship, resumes his static state.
Bootstrap turns to Will.

BOOTSTRAP

I've never seen no key. You can't
find what haint here to be found.

WILL

Like I said -- I don't need your
help.

Will moves off. Bootstrap follows. Suddenly Wyvern OPENS
HIS EYES --

WYVERN

Don't stab the heart!

93 EXT. BLACK PEARL - SAILING - DAY

93

CLOSE ON: Norrington works on his hands and knees, head bare,
scrubbing the deck with his wig. Jack's boots appear before
him -- taps, then uses his toe to indicate a spot.

JACK

A bit of manual labor is good for
you, James --
(leans down)
It builds character.

Jack grins, and Norrington suppresses the urge to strangle
him.

Elizabeth furtively crouches under the stairs. She sets down
a stolen bottle of ink and a quill pen. Unfolds the Letters
of Marque, smooths them out. Glances around.

She dips the pen into the ink, ready to fill in a name --
Suddenly the Letters are snatched away.

Elizabeth goes after Jack, who idly examines the letters.

ELIZABETH

How dare you!

JACK

These Letters of Marque are supposed
to go to me, are they not?

Jack glances at the bottom -- and pauses, stunned.

JACK (CONT'D)

There's a signature.

ELIZABETH

Yes, they are signed. Sir Cutler
Beckett, of the East India Trading
Company.

This catches Gibbs' attention. He looks at Jack, fearful.
Jack nods.

JACK

Beckett.

GIBBS

Will was working for Beckett?

JACK

And never said a word of it.

GIBBS

Beckett wants the Compass. Only one
reason he would want the Compass --

JACK/GIBBS

He's after the chest.

Jack looks to Elizabeth for confirmation. She is aware of
having left that point out.

ELIZABETH

Beckett ... may have said something
about a chest.

Not what either man wanted to hear.

GIBBS

(to Jack)

If the Company controls the chest,
they'll control the sea!

JACK

(at Elizabeth, angry)
A discomfiting notion.

GIBBS

And bad! Bad for every mother's son
what calls himself "pirate!"
(heads off)

I think there's a bit more speed to
be coaxed out of these sails.

JACK

(to Elizabeth re: the
Letters)

May I inquire as to how you came by
these?

ELIZABETH

Persuasion.

JACK

Friendly?

ELIZABETH

Decidedly not.

JACK

Funny thing. Will strikes a deal for
these and upholds it with honor. But
you're the one standing here with
the prize.

Elizabeth is a bit taken aback by that.

JACK (CONT'D)

Full pardon ... commission as a
privateer on behalf of England and
the East India Trading Company ...

Norrington looks up at that ... continues scrubbing.

JACK (CONT'D)

(stuffs them into his
jacket)

As if I could be bought, not for
this low of a price. Fate worse
than death, living a life like that
...

ELIZABETH

Jack. The letters? Give them back.

JACK

Persuade me.

ELIZABETH

You do know Will taught me how to
handle a sword.

JACK

As I said -- persuade me.

Jack grins. Elizabeth stares, considering for moment slapping
him or ... something ... but finally turns and walks away,
flushed ... then a slight smile comes across her face.

NORRINGTON

It's curious thing. There was a
time when I'd have given anything
for you to look like that while
thinking of me; just once.

Elizabeth is shocked out of her reverie.

ELIZABETH

I don't know what you mean.

NORRINGTON

I think you do.

Elizabeth does know, under his gaze, gives up pretending.

ELIZABETH

Don't be absurd. I trust him, that's
all.

NORRINGTON

Ah.

Norrington stands up and turns away, turns back.

NORRINGTON (CONT'D)

Did you never wonder how your latest
fiancee ended up on the Flying
Dutchman in the first place?

He leaves her with that. Elizabeth moves to the railing. Opens the Compass. We see it is LOCKED IN STEADY in the direction they are headed.

Elizabeth glances at Jack, then down ... and the Compass needle starts to quiver and move ... toward Jack.

Elizabeth snaps closed the Compass quickly.

93A EXT. CARIBBEAN SEA - DAY

93A

The Black Pearl leans over, pushed by strong winds, a bone in her teeth, white foam at the prow --

DISSOLVE TO:

A matching PAINTING of a ship at sea. A paintbrush finishes the detail, held by a steady hand --

94 INT. EAST INDIA TRADING COMPANY - OFFICE - DAY

94

-- The hand of an artisan, working on the map. Beckett stands at the map, uses Norrington's ceremonial sword -- as a pointer.

BECKETT

There is something to knowing the exact shape of the world -- and your place in it. Do you agree?

Swann glares back. Raises his arms, shackled in chains.

SWANN

I assure you these are not necessary.

BECKETT

I pray not. I had you brought here because I thought you'd be interested in the whereabouts of your daughter.

SWANN

You have news of her?

Beckett flicks the sword point toward Mercer.

MERCER

She was most recently in Tortuga. Left in the company of the known pirate, Jack Sparrow --

Swann closes his eyes -- a name he didn't want to hear.

MERCER (CONT'D)

-- and other fugitives from justice.

BECKETT

Including the former owner of this sword, I believe.

SWANN

Justice? Hardly.

Beckett shoves the sword back into its sheathe, an oddly threatening gesture.

BECKETT

Our ships have been dispatched to the hunt, sir, and justice will be dealt by cannonade and cutlass. To all. Unless ... it is made known that the pirates have taken a captive, one whose safety eclipses all other concerns.

SWANN

What do you want from me?

BECKETT

Why, no more than has always been required. Lend your authority as governor, and the respect you command in London ... in service to the crown.

SWANN

To you.

BECKETT

To England.
(smiles)
Shall I remove the shackles? I suspect they are in fact in not necessary.

Swann considers. No choice.

SWANN

Do what you can for my daughter.

Mercer approaches with the key. Unshackles Swann's wrists with a loud SNAP! Beckett immediately grips Swann's hand and wrist in a handshake.

BECKETT

Do you see, Mercer? Each man has a price he will gladly accept ... even for goods he hoped never to sell.

95 EXT. FLYING DUTCHMAN - MAIN DECK - DAY

95

With a SLAM! three cups covering dice are set down on a barrel. Maccus squares off against KOLENIKO, a sailor with one eye, and CLACKER.

MACCUS

I wager ten years.

KOLENIKO

I'll match ten years.

CLACKER

Agreed.

Will watches as the three men lift their cups, check the dice. We see there are a total of three fives between them.

KOLENIKO

I bid three sixes.

CLACKER

Four threes.

MACCUS

Four fives.

KOLENIKO

Liar.

(they reveal the dice)

Hah! Only three!

Maccus curses -- he bid too high. They shake their dice again, play another round. Bootstrap comes alongside Will.

BOOTSTRAP

Wondering how it's played?

WILL

I get it. You can raise number of dice or number of pips.

(to Bootstrap)

What are they wagering?

BOOSTRAP

The only thing any of us have -- years of service.

Will nods, thinking.

WILL

Any member of the crew can be challenged?

BOOSTRAP

Aye, anyone.

WILL
I challenge Davy Jones.

All crew members within earshot are shocked. The sound of
BOOTS on the deck above. Crewmen part ... and JONES is there.

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DAVY JONES

Accepted.

96 EXT. FLYING DUTCHMAN - MAIN DECK - DAY

96

A space is cleared on deck. A barrel is rolled up and crates set down. Will and Davy Jones sit opposite, each with a cup of dice.

WILL

I wager everything I own.

DAVY JONES

I only bet for what's dearest to a man's heart. Else there's no way to tell if he's bluffing. What a man is willing to risk, or not risk -- that's a measure of his soul.

WILL

I wager a hundred years of service.

Bootstrap Bill is shocked.

BOOSTRAP

No --

DAVY JONES

Against your freedom?

WILL

My father's freedom.

DAVY JONES

Agreed.

He rolls. A look from Will to Bootstrap and Will rolls. Will's hand includes 3, 6. Jones' hand is 6, 3, 3, 3, 4.

WILL

Two threes.

DAVY JONES

You are a desperate man. What is the cause? It can only be a woman. Three threes.

WILL

A woman need not cause you to be desperate ... if you choose the right woman. Four threes.

Jones is stung by that one.

JONES

I remember now. You are the one who
hopes to get married. But your Fate
is to be married to this ship.

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WILL
I choose my own Fate.

JONES
Then it wouldn't be Fate, would it?
Five threes.

WILL
Five sixes.

What? That's a crazy bid. Jones stares at Will, trying to see if he's bluffing. Decides he is not.

DAVY JONES
Liar.

Will shows his dice ... he has 3,6,6,6,6. Making exactly 5 total between the two hands. The crew is amazed.

DAVY JONES (CONT'D)
Well done, Master Turner.

BOOTSTRAP
I'm free Jones.

Davy Jones starts to get up --

WILL
Another game.

Bootstrap -- and Jones -- are amazed.

DAVY JONES
You can't best the devil twice, son.

WILL
Then why are you walking away?

Davy Jones eyes him, sits.

DAVY JONES
The stakes?

WILL
I wager my soul. An eternity of servitude.

DAVY JONES
Against?

Will unrolls the small piece of cloth with the drawing of the key, but does not yet reveal it to Jones.

WILL
What was it you said about that which is dearest to a man's heart?

He slaps the cloth on the table.

WILL (CONT'D)

I want this.

DAVY JONES

How do you know of the key?

WILL

That's not part of the game, is it?

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Jones hesitates.

WILL (CONT'D)
You can still walk away.

Jones scowls; his octopus beard bristles. One of the tentacles reaches into his shirt, pulls the key out -- he keeps it on a chain around his neck.

Will registers the key -- smiles.

They slam down their cups -- then SLAM! a third cup hits the barrel. They look -- it is Bootstrap Bill.

DAVY JONES
What are you doing?

BOOTSTRAP
I'm in. Matching his wager, an eternity ... in service to you.

WILL
No.

Bootstrap checks his dice. Bootstrap has 5,5,2,2,3. Jones has 5,5,5,3,3. Will has 5,5,3,3,4.

BOOTSTRAP
I bid three twos.

WILL
Don't do this.

BOOTSTRAP
The die's been cast, Will. Your bid, Captain.

DAVY JONES
Four threes.

Will is reluctant, but checks his dice.

WILL
Five threes.

BOOTSTRAP
Six threes.

DAVY JONES
Seven fives.

Everyone checks their dice again -- there are a total of seven sixes. Will is stuck, he can't go higher. Bluffs:

WILL
Eight fives.

Jones smiles. He knows that Will is lying.

JONES

Welcome to the crew, lad.

Will glowers at Jones --

BOOTSTRAP

Twelve fives.

Jones stares at him, livid.

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BOOTSTRAP (CONT'D)

Call me liar, or up the bid.

DAVY JONES

And be called liar myself for my troubles.

He slips the key back inside his shirt as speaks:

DAVY JONES (CONT'D)

Bootstrap Bill, you are a liar, and you will spend eternity of service to me on this ship. William Turner ... feel free to go ashore --
(stands)
-- the very next time we make port.

Jones laughs, moves off. Will turns on his father, livid.

WILL

You fool! Why did you do that?

BOOTSTRAP

I couldn't let you lose.

WILL

It was never about winning or losing.

Will stares at him. Bootstrap figures it out.

BOOTSTRAP

The key ...

96A EXT. FLYING DUTCHMAN - DECK - NIGHT

96A

Empty decks. A few sleeping sailors sprawled. The moon is not yet risen, creating a white glow above the horizon.

Greenbeard stands watch. Bootstrap Bill appears.

BOOTSTRAP

Captain says I'm to relieve you.

Greenbeard looks at him, skeptical.

BOOTSTRAP (CONT'D)

Captain. Says.

Greenbeard takes the word of warning, leaves. Bootstrap nods to Will as he breaks cover and heads for --

97 OMITTED
THRU
99

97
THRU
99

100 INT. FLYING DUTCHMAN - CAPTAIN'S CABIN - NIGHT

100

The cabin door creaks open. Will slips in, closes the door.
Only then does he look around -- and recoils from the smell --

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The Captain's bunk is empty. Davy Jones is sprawled onto the organ, fallen asleep in the middle of playing.

Jones' hand presses down on a single key. As the ship rocks with the ocean swell, his foot presses on a pedal below, and the key plays a single long TONE ...

Will creeps close. The arm is in his way. He gently lifts it. Jones stirs. Will quickly presses down on the same key with a finger, so the TONE continues to play. Will reaches in, scoops away the octopus beard ... fishes the chain out.

At the end of the chain is the Key.

With his free hand, Will pulls out the cloth. Unrolls it -- the two keys MATCH. Will works the Key off the chain --

One of Jones' tentacles reaches out and SNAGS the Key. Won't let it go. Will engages in a little tug-of-war, gets an idea.

Will rolls up the cloth with one hand. He sneaks the cloth into the grip of the tentacle, as he pulls away the Key.

The tentacle retreats with the cloth, satisfied.

101 EXT. FLYING DUTCHMAN - ON DECK - NIGHT

101

A longboat hangs at ready. Bootstrap hands Will his vest and scabbard as a bundle; Will puts them in the boat.

Bootstrap pulls a black knife from his belt, extends it.

BOOTSTRAP

Take this, too. Always meant for you to have it. Get yourself to land, and stay there.

Will does not take the knife.

WILL

You have to come with me.

BOOTSTRAP

I'm bound to the ship, but by the Captain's leave --

WILL

You can't stay here.

BOOTSTRAP

It was always in my blood I'd die at sea. That's not a fate I ever wanted for you.

Will looks away from him.

WILL

(quietly)

You didn't have to choose it for yourself, either.

BOOTSTRAP

I can say I did what I had to when I left to go pirating ... but it would taste a lie to say it wasn't what I wanted. You owe me nothing, Will. Go.

WILL

They'll know you helped me.

BOOTSTRAP

What more can they do to me?

Will regards the knife.

WILL

I will take this. With a promise. I will find a way to sever Jones' hold on you. I will not rest until this blade pierces his heart.

(takes the knife)

I promise. I will not abandon you.

They lock eyes. Bootstrap nods. He goes to the rope pulley,
drops the boat into the water.

Bootstrap glances down. Sees Will on the water. A wave
passes, and there is nothing but black sea and rolling
whitecaps.

DISSOLVE TO:

102 OMITTED

102

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103 EXT. EDINBURGH TRADER - CAPTAIN'S CABIN - DAY

103

Will recovers from the cold, covered in a blanket. He cups a warm drink in his hands. Bellamy, Burser and Quartermaster eye him with suspicion.

BELLAMY

Strange thing, to come upon a longboat so far out in open waters.

WILL

Just put as many leagues behind us as you can, as fast as you can.

BELLAMY

What are we running from?

Will doesn't answer. His eyes drift over -- to Elizabeth's wedding dress, draped over the Captain's desk chair.

WILL

That dress. Where did you get it?

BELLAMY

Funny, that dress. Found aboard the ship. Put quite a stir into the crew, thought it was a spirit, bringing an omen of ill-fate.

WILL

That's foolish.

BELLAMY

Oh, aye, exceedingly foolish! It brought good fortune! The spirit told us, put in at Tortuga, and we made a nice bit of profit there ... off the books.

Will fingers the fabric of the dress, smiles to himself.

WILL

I imagine ... some of your crew might have jumped ship there?

BELLAMY

(shrugs)

Bound to happen, figured into the
overhead.

Will snaps a look at him. Put that way, it's a bit troubling.

The SAILOR enters --

SAILOR

Captain! A ship's been spotted!

BELLAMY

Colors?

SAILOR

She's not flying any, sir.

BELLAMY

(to Will; speak of
the devil)

Pirates.

WILL

(the devil, indeed)

Or worse.

103A EXT. FLYING DUTCHMAN DECK- DAY

103A

CLOSE ON: The drawing of the key, in Jones' hand.

DAVY JONES

Sparrow's reprieve has ended.

He crumples the drawing in his fist. Bootstrap, in manacles,
is shoved to the rail besides Jones.

DAVY JONES (CONT'D)

Your son was fortunate enough to
find a ship. Yet not so fortunate
as to find land.

Bootstrap see that the Dutchman is bearing down on the
Edinburgh.

BOOTSTRAP

Please ... Will should not be punished
on account of Jack Sparrow. It's
him you want --

DAVY JONES

What makes you believe it is your
son who is being punished here?

BOOTSTRAP

No --

Jones grabs Bootstrap by the neck, forces him around.

DAVY JONES
You will watch this!

He nods to an off-screen crewman -- a WHIP CRACK --

On deck, CREWMEN turn the capstan, a central WOODEN PILLAR rising slowly UPWARDS ... click-click-click-click --

DAVY JONES (CONT'D)
(quoting)
'Let no joyful voice be heard. Let
no man look up at the sky in hope.
Let this day be cursed, by we who
ready to wake the Leviathan.

The crewmen let go -- the pillar DROPS with a DEEP resounding BOOM as it strikes the hull, sound ECHOING out into the water.

104 EXT. FLYING DUTCHMAN - DAY 104

Will climbs to the highest yardarm, looks out. Sees a ship on the horizon. Below, Bellamy lifts his scope --

THROUGH THE SCOPE, the Flying Dutchman bears down on them.

WILL
It's the Dutchman!
(to himself)
I've doomed us all ..

104A OMITTED 104A

105 EXT. EDINBURGH TRADER - RAILING - DAY 105

SUDDENLY the ship LURCHES to a stop. Will fights to hang on.

BURSER
Mother Cary's chickens! What happened?

QUARTERMASTER
Must have hit a reef.

Captain Bellamy looks over the rail, down at the surface.

BELLAMY
Free the rudder! Hard to port, then
starboard, and back again!

SAILORS repeat the order. A WHIP-SWISH of movement. A scared sailor points. The Sailors look back ... Bellamy is gone!

106 The look out over the water, as a Kraken tentacle rises up -- 106
Bellamy is caught, a tiny figure screaming, then slapped down --

SAILORS

KRAKEN!

107 Arms of the huge creature swoop up the starboard side of the ship, 107
clearing men from the deck, smashing the longboats.

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108 The Burser appears, waving Elizabeth's wedding dress. 108

BURSER
Here it 'tis! Take it! Take it!

He slips and falls, sliding and tumbling over the rail --

108A Sailors grab axes, spears, swords. They hack at the tentacles, to 108A
little effect. A sailor is lifted into the sky ... and then smashed
into a mast. The mast breaks, and falls; Will has to jump --

109 -- across to another sail; he uses his knife, slashing into the 109
sail to ride down. Beneath him, a tentacle curls around the mast.
He slashes at it. Then TWO HUGE TENTACLES RISE UP, and CRASH DOWN --

110 The ship splits in two. A sailor plummets down into the water 110
between the halves of the ship. Will is thrown into the sea --

111 EXT. CARIBBEAN SEA - UNDERWATER - DAY 111

Will opens his eyes, sees --

112 Below him, in the water, is a vast beast from hell -- the Kraken. 112
We see the body, tentacles wrapped around the ship's rudder --

113 IN THE WATER, Will breaks the surface, grabs a piece of wood -- 113

114 OMITTED 114

115 Will looks over. One lifeboat has made it into the water, men 115
rowing. He calls to them -- but one of the Kraken tentacles rises
into the air --

116 -- and SLAPS down on the boat, SMASHING it. 116

117 Will slumps ... with a roar, a shadow comes over him -- 117

118 EXT. FLYING DUTCHMAN - COMMAND DECK - later 118

Davy Jones surveys the scene. Curiously notes Elizabeth's
wedding dress, floating in the water. Turns toward the deck --

A HALF DOZEN MEN from the Edinburgh Trader are lined up, on
their knees, including the COOK and SAILOR.

MACCUS
The boy's not here. He must have
been claimed by the sea.

DAVY JONES
I am the sea.

Bootstrap reacts to the news of Will's fate, devastated.
Jones catches him by the neck again.

DAVY JONES (CONT'D)

You need some time alone with your
thoughts.

He shoves Bootstrap away toward some crewmen, done with him.

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DAVY JONES (CONT'D)

Brig.

MACCUS

What of the survivors?

DAVY JONES

There are no survivors.

The survivors exchange glances -- of course there are -- crewmen raise their swords, bring them down --

ON WILL -- peering through a space in the rail -- he looks away from the sudden, brutal act --

ON DAVY JONES -- he pauses ... something has distracted him (does he sense Will?) He moves toward the spot on the rail Will was peering through -- then turns back to his crew --

DAVY JONES (CONT'D)

The chest is no longer safe. Chart a course to Isla Cruces. Get me there first, or there be the devil to pay.

KOLENIKO

First?

DAVY JONES

Who sent that thieving charlatan onto my ship? Who told him of the key?

(beat)

Jack Sparrow.

He looks down, over the rail -- Will is not there. He turns away from the rail as the ship comes about -- REVEAL --

Will clings to the hull. He heard every word.

119 EXT. BLACK PEARL - DECK - DAY

119

Jack, carrying a bottle, approaches Elizabeth, who stares out to sea.

JACK

Elizabeth, are you well? Everything shipshape and Bristol fashion?

She backs away from his breath. Jack is undaunted.

JACK (CONT'D)

My tremendous intuitive sense of the female creature informs me you are troubled.

Elizabeth sighs. She takes the bottle and drinks. Jack is surprised.

ELIZABETH

I just thought I'd be married by now. I am so ready to be married.

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JACK

I like marriage! It's like a wager
on who will fall out of love first.

Elizabeth moves away from him. He pursues.

JACK (CONT'D)

You know, I am Captain of a ship. I
could perform a marriage right here,
right on this deck, right now.

ELIZABETH

No thank you.

JACK

Why not? Admit it ... we are so much
alike, you and I. I and you.

ELIZABETH

Except for a, oh, a sense of decency
and honor, and a moral center. And
personal hygiene

JACK

Trifles. You will come over to my
side, in time. I know.

ELIZABETH

You seem quite certain.

JACK

One word, luv. Curiosity.
(moves close)
You long for freedom. To do what you
want because you want it. To act on
selfish impulse. You want to see
what it's like. Someday ... you won't
be able to resist.

ELIZABETH

Why doesn't your Compass work?

Jack is caught off-guard.

JACK

My Compass works just fine.

ELIZABETH

Because you and I are alike. And
there will come a moment where you
have the chance to show it -- to do
the right thing.

JACK

I love those moments! I like to wave
as they pass by!

ELIZABETH

(ignores him)

You will have a chance to do something brave, and in that moment you will discover something.

He spreads his arms -- 'what?'

ELIZABETH (CONT'D)

That you are a good man.

JACK

All evidence to the contrary.

ELIZABETH

I have faith in you. Do you know why?

JACK

Do tell, dear.

Elizabeth looks at him knowingly. Savors every word, knowing he wants her, and playing into it.

ELIZABETH

Curiosity.

(moves close)

You're going to want it. A chance to be admired ... and gain the rewards that follow. You won't be able to resist. You'll going to want to know ... what it tastes like.

JACK

I want to know what it tastes like.

ELIZABETH

And since you are a good man, I know you would never put me in a position to compromise my honor.

They are very close to each other. Jack fights his desire. Raises his hand to stroke her hair --

-- and sees THE BLACK SPOT RETURN. Jack spins away from her, hiding his hand. Elizabeth nods.

ELIZABETH (CONT'D)

I'm proud of you, Jack.

He smiles weakly. Suddenly, a call down from above:

GIBBS

Land, ho!

Jack races to the rail. A fearful look down at the water. In the distance -- Isla Cruces. Too far away for his taste.

JACK
I want my jar.

120 EXT. ISLA CRUCES - LAGOON - DAY

120

A tiny green island amidst a sapphire blue sea. Dominating the bluff an abandoned Spanish church.

The Black Pearl is anchored past the outer reef --

Jack Sparrow rides in a longboat, utterly terrified, clutching his jar of dirt. Opposite are Elizabeth and Norrington. Pintel and Ragetti pull the oars, trying to stay in sync.

PINTEL
You're pulling too fast.

RAGETTI
You're pulling too slow. We don't want the Kraken to catch us.

Jack winces with each mention of the creature.

PINTEL
I'm saving me strength for when it comes. And I don't think it's "krack-en," anyways. I always heard it said "kray-ken"

RAGETTI
What, with a long "A"? "Krock-en"'s how it is in the original Scandinavian, and "Krack-en's" closer to that.

PINTEL
Well, we ain't original Scandanavians, are we? Kray-ken.

RAGETTI
It's a mythical creature and I can calls it what I wants.

PINTEL
If it's so mythical, then why are you pulling so fast?

There is a SPLASH off screen; both men turn to look ... start rowing much more quickly -- in sync.

121 EXT. ISLA CRUCES - BEACH - DAY

121

Jack sets his jar into the boat. Strips off his jacket, grabs a shovel, puts it over his shoulder. To Pintel and Ragetti:

JACK

Guard the boat. Mind the tide.

He moves off --

RAGETTI

(to Pintel)

And you were wrong about to-mah-to,
if I recall.

PINTEL

(wistful)

I like tomatoes.

Jack hands Elizabeth the Compass. She opens it. He peeks at the heading, and sets off. Elizabeth and Norrington follow. He spots the abandoned Church.

NORRINGTON

I didn't expect anyone to be here.

ELIZABETH

There's not.

NORRINGTON

You know this place?

ELIZABETH

Stories. Isla Cruces. The Church
came to the island, and brought
salvation ... and disease, and death.
They say the priest had to bury every
body, one after the other.
(beat)
It drove him mad, and he hung himself.

NORRINGTON

Better mad with the rest of the world
than sane alone.

Elizabeth regards Norrington, a little worried.

JACK

No fraternizing with the help love.

Elizabeth starts walking.

NORRINGTON

(to Jack)

Oh, after you sir.

Jack hands Norrington his shovel. Then follows Elizabeth.
Norrington brings up the rear.

122 EXT. ISLA CRUCES - BEACH - DAY

122

Jack waits impatiently. Elizabeth passes him, following the Compass. Suddenly, the needle swings around the opposite direction. She turns, and is facing Jack. The needle swings away. She turns to follow -- and it swings back, again toward Jack. Frustrated, she sits down in the sand, and tosses the compass away.

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ELIZABETH

It doesn't work! It doesn't show you
what you want most.

Jack looks at the Compass without touching it. Realizes:

JACK

Yes it does. You're sitting on it.

ELIZABETH

Beg pardon?

JACK

Move.

Jack unceremoniously shoves Elizabeth aside, makes an "X" in
the sand with his toe. Looks at Norrington expectantly.
Norrington gets the hint, starts digging.

122A EXT. ISLA CRUCES - OUTER REEF -- DAY

122A

The Flying Dutchman comes around the point --

122B EXT. FLYING DUTCHMAN - COMMAND DECK -- DAY

122B

Davy Jones peers through his spyglass --

THROUGH THE GLASS: Pintel and Ragetti, by the longboat. For unknown reasons, Ragetti tries to balance an oar on his nose.

DAVY JONES

They're here.

(chagrined)

And I cannot step foot on land again
for near of a decade.

MACCUS

Ye'll trust us to act in yer stead.

DAVY JONES

I trust you to know what awaits should
you fail. Down, then.

Crewmembers repeat the call "Down! Down!"

ANGLE - OVER JONES' SHOULDER, looking ahead as the bow
submerges ... the water SLAMS PAST, bubbles and foam --

122C -- And suddenly we're UNDERWATER with the Flying Dutchman, same 122C
angle, but instead of open horizon there is crystal clear seawater.
Fish dart away as the ship angles toward the slope of the island.

122D EXT. ISLA CRUCES - BEACH -- CONTINUOUS 122D

A boiling sea, all that's left of the Flying Dutchman --

WHIP PAN OVER TO -- the astonished faces of Pintel and
Ragetti, staring out at the water. They turn to each other,
fear and disbelief writ large on their faces. They look back
out to sea. They back up, turn, race up the beach, to warn
the others, leaving the longboat behind --

123 EXT. ISLA CRUCES - BEACH - LATER 123

The classic tableau, a Howard Pyle painting: Pirates gathered
around a hole on a deserted island ...

There is a KONK! as a shovel hits something. Jack and
Norrington lift out the chest. Jack uses his shovel to break
the lock. He sinks to his knees. Lifts up the lid ...

ANGLE - IN THE CHEST, a long white dress. A lovely conch
shell. Dried flowers. A strand of white pearls. Lace. Love
letters ... all mementos of a love gone bad. Jack digs
through, pushing stuff aside --

And then he comes to it. Lifts out --

THE DEAD MAN'S CHEST

Less than two feet long, a little more than a foot high. Bound solidly in iron, it looks impregnable. The lock on the front is disproportionately large. Decorated with inlaid pearl, in the design of a heart (but opens up into a crab).

Jack and Elizabeth and Norrington listen ... Silence ... then a single, deep, BEAT.

ELIZABETH

It's real.

NORRINGTON

You actually were telling the truth.

JACK

I do that a lot, and yet people are still surprised.

WILL

With good reason.

Elizabeth looks over. Will is there. Dripping wet, still breathing hard. She races toward him.

ELIZABETH

Will -- you're all right! Thank God. I came looking for you --

WILL

I'm fine, I'm fine, I know. I like your hair.

Jack scans the seas, worried.

JACK

How did you get here?

WILL

Sea turtles, mate. A pair of them, strapped to my feet.

JACK

Not so easy, is it?

WILL

But I do owe you thanks, Jack.

JACK

You do?

WILL

After you tricked me onto that ship -- to square your debt to Jones --

ELIZABETH

What?

JACK

What?

WILL

-- I was reunited with my father.

JACK

You're welcome.

Elizabeth is dismayed. To Jack:

ELIZABETH

Everything you said to me ... every word was a lie.

JACK

Yes. Time and tide, love -- what are you doing?

Will has kneeled at the chest, key in hand, his father's knife in the other.

WILL

I'm going to kill Jones.

There is the RING of a sword being drawn, and then a blade is at Will's throat -- Jack's.

JACK

I can't let you do that, William. If Jones is dead, then who's to call his beastie off the hunt? Now, if you please -- the key.

Will slaps Jack's sword away, jumps back -- another RING as he draws Elizabeth's sword. Faces off against Jack.

WILL

I keep the promises I make. I intend to free my father. I hope you're here to see it.

There is RING -- Norrington has drawn his sword, facing Will.

NORRINGTON

I can't let you do that, either. Sorry.

JACK

I knew you'd warm up to me eventually.

The point of Norrington's sword moves to Jack.

NORRINGTON

Lord Beckett desires the contents of that chest. I deliver it. I get my life back.

JACK

Ah. The dark side of ambition.

NORRINGTON

I prefer to think of it as the promise of redemption.

The three men square off against each other. They leap forward at exactly the same time, swords clashing. Their three swords lock together --

JACK

Will, we can't let him get the chest. You can trust me on this ...
(off Will's look)
You can mistrust me less than you can mistrust him.

Will really takes a look at Norrington for the first time.

WILL

You look awful.

NORRINGTON

Granted. But you're still naive. He just wants Elizabeth for himself.

JACK

Pot. Kettle. Black.

They leap back and the fight is on. Will is pushed aside for a moment, long enough to say to Elizabeth:

WILL

Guard the chest.

He moves back to the fight. Elizabeth glares at him --

ELIZABETH

No. This is barbaric. This is not how grown men settle their -- oh, fine! Let's just all haul out our swords and start banging away at each other! Have at it! That will solve everything. Well I've had it with the lot of you! I've had enough of ... rum soaked ... wobbly-legged ... pirates!

Elizabeth moves past. Behind her, Ragetti has been looking on. Pintel arrives next to him.

PINTEL

Now how'd this a-go all screwy?

RAGETTI

Each wants the chest for hisself. Mister Norrington I think is hopin' to regain a bit of honor, ol' Jack's looking to trade it to save his own skin, and Turner there ... he's tryin' to settle some unresolved business 'twixt him and his twice-cursed pirate father.

PINTEL

Sad. That chest must be worth more'n a shiny penny.

RAGETTI

(agreeing)
Terrible temptation.

PINTEL

If we was any kind of decent, we'd remove temptation from their path.

A beat. They look sideways at each other.

The fight rages. Elizabeth tries to intercede, to no avail.

ELIZABETH

I swear! This is madness! This is --

She swoons, faints. Lies still. Opens one eye. None of them even noticed. Then she sees:

Pintel and Ragetti leg it for the jungle, chest between them.

Elizabeth is briefly torn, but then gives chase.

Norrington shoves Will back; Jack times his slash to cut away the key. It flashes up in the air and Jack catches it.

JACK

Hah-hah!

Jack races away. Norrington trips Will, kicks his sword away.

NORRINGTON

By your leave, Mister Turner.

Norrington runs past Will, in pursuit of Jack --

124 THRU 130	OMITTED	124 THRU 130
131	EXT. ISLA CRUCES - BEACH - DAY	131
	Movement in the water. HEADS appear, rising up from the sea. CREWMEN from the Flying Dutchman, eerily walking onto shore --	
131A	EXT. CHURCH - DAY	131A
	Key in hand, Jack climbs, Norrington follows -- PAN to REVEAL the run-down church.	
132	INT. CHURCH - BELL TOWER - STAIRS - DAY	132
	Jack enters the tower, climbs. Norrington catches up to him on the stairs. They cross swords.	
	Dangling at the end of a rope in the center of the tower is the SKELETON of the HANGING PRIEST.	
	Will arrives, looks up along the ropes of the tower --	
	Norrington slams Jack with the hilt of his sword, takes the Key from Jack, flings Jack off the stairs. Jack grabs the rope holding the Hanging Priest, and they drop. Will grabs a second rope and shoots up past Jack on his way down. Norrington holds the Key. Will plucks it away as he passes.	

WILL

By your leave, Mister Norrington

Will reaches the top as the tower BELLS RING --

133 EXT. ISLA CRUCES - BEACH - DAY

133

Jones' CREWMEN are gathered at the dug hole in the ground.
The RING of the bell draws their attention to the church --

134 EXT. CHURCH - TOWER - WALL - DAY

134

Will steps onto the rooftop. Norrington appears behind Will.
Will jumps across. Norrington follows; the two men fight
across the void created by a broken wall.

Jack exits the tower below the two. Slips along a lower roof --

Norrington uses the tip of his sword to take the key away
from Will ... but then Jack manages to grab it out of take
Norrington's hand.

Quickly, Norrington engages Jack with his blade knocking the
sword out of Jack's hand. Over his shoulder to Will:

NORRINGTON

Excuse me while I kill the man who
ruined my life.

WILL

Be my guest.

Will's fine with that, relaxes to watch. Norrington turns
to Jack --

JACK

Let's examine that claim for a moment,
shall we, former Commodore.

(beat)

Who was the man who, at the moment
you had a notorious pirate safely
behind bars and a beautiful dolly
belle bound for the bridal, saw fit
to free said pirate and take your
dearly beloved for himself?

(Jack shoots his eyes
toward Will)

I was nothing more than an almost
innocent bystander to the
aforementioned events...so whose
fault is it really that you ended up
as a rum-pot deck hand who takes
orders from pirates.

NORRINGTON

Enough!

Norrington snarls and slashes at Jack, at the key -- Jack slides, screaming, down the rooftop. The key tumbles down.

WILL

Good show!

Even as Will starts toward Norrington, expecting them both to get down to the ground and go after the key:

NORRINGTON

Unfortunately, Mr. Turner ... he's right.

Norrington attacks -- Will retreats. Below them, Jack gets up, runs -- back over his shoulder:

JACK

Still rooting for you, mate!

On the roof the fight continues.

WILL

You're very handy with a blade, but we both know how this is going to end.

Norrington knocks Will back onto the huge MILL WHEEL.

Jack slows to a walk, puts the key over his next and falls into an open grave. He pushes himself, reacts.

JACK

Ohh...

135 EXT. ISLA CRUCES - JUNGLE - DAY

135

Pintel and Ragetti carry the chest. They stop at the sounds of being followed -- they turn -- Elizabeth stands there.

PINTEL

'ello, Poppet.

They drop the chest. Elizabeth reaches to her side -- no sword. Pintel and Ragetti grin, draw swords, advance on her --

136 EXT. ISLA CRUCES - CHURCH - DAY

136

The MILL WHEEL BREAKS FREE. Will and Norrington dance atop it, fighting to keep their balance.

Jack Sparrow pulls himself out of the grave. The WHEEL goes over him, catching him around the head and shoulders, and bears him away.

IN THE WHEEL, now, Jack is upside down, and the KEY FALLS LOOSE, gets caught on a nail. Jack comes around -- past Will and Norrington on the top -- hits the ground and is pushed inside the wheel, briefly. A support bar comes around and CLONKS Jack in the face; he falls sideways out of the rolling wheel.

137 EXT. ISLA CRUCES - JUNGLE - DAY

137

Elizabeth retreats. Pintel and Ragetti come closer. Something crashes through the jungle, all three look -- A bizarre sight, the mill wheel rolls past ... followed by Jack, running as fast as he can, chasing it.

The three shake that off -- renew their own confrontation. But suddenly -- THWANG! -- A barnacle-encrusted AXE quivers in a palm tree next to them. WHIP PAN OVER -- Jones' Crewmen advance through the jungle.

Elizabeth backs away from the Crewmen. In between the swords of Pintel and Ragetti. Suddenly she finds herself holding their two swords -- Pintel and Ragetti have left her with their swords, grab up the chest, and flee. Elizabeth retreats with them, guarding the rear --

Crewman attack, racing through the trees.

Pintel and Ragetti try to pass on either side of a tree. SLAM! The chest is ripped from their hands. TILT UP from the chest -- the Crewmen are upon them --

- 138 EXT. ISLA CRUCES - JUNGLE - DAY 138
- CLANG! Swords crash. Will and Norrington fight on the rolling wheel, as below them, Jack runs alongside, focused on the key as it loops around. Jack makes his move --
- Jack jumps into the spinning wheel, and runs inside like a hamster in a hamster wheel. Will sees Jack and the key; leans over the wheel, grabs the key. Continues on, swinging down into the wheel as Norrington, in pursuit of Will, enters the wheel. The fight is rejoined, inside the spinning wheel.
- 138A EXT. ISLA CRUCES - JUNGLE - DAY 138A
- Elizabeth, Pintel and Ragetti fight on the run, tossing two swords back and forth between the three of them. HADRAS, a crewman with starfish-shaped hands (formerly HEADLESS) pauses over the chest, picks it up --
- 138B EXT. ISLA CRUCES - DAY 138B
- INSIDE THE SPINNING WHEEL, Jack slashes at Will, and grabs the key. He climbs out onto the top of the wheel, and grabs a passing palm tree just as the wheel DROPS AWAY and rolls even faster downhill --
- Jack dangles in the air, lets go, lands on the ground, along with several coconuts. Coming his way is: Hadras, carrying the chest. Jack weighs a coconut, considers, then --
- SLAM! Hadras' head is knocked completely off. It tumbles away, as the chest lands on the ground.
- Jack regards the chest. And the key. Behind him, Hadras' body lurches about, searching for the head.
- HADRAS (V.O.)
(mixed Japanese/English)
Right here! To the left! No, you
idiot, other way!
- Jack puts the key in the lock, turns it --
- Opens the chest, looks inside -- his eyes widen at the sight. (And perhaps we can now hear the SOUND of a HEARTBEAT?) Jack takes off his shirt. Reaches into the chest --
- The battle between Elizabeth, Pintel and Ragetti sweeps back towards the chest -- Jack is gone. They grab the chest --
- 139 EXT. ISLA CRUCES - BEACH - DAY 139
- Jack carries something wrapped in his shirt. Comes upon the rowboat, which has drifted along the sand. Reaches in, finds the jar ... empties some dirt. Puts the covered heart inside, fills it with sand --

A noise behind him -- Jones' CREWMEN. Jack defends, driven away from the longboat --

Pintel and Ragetti appear on the beach, carrying the chest --

Elizabeth appears, in full retreat, surrounded by attacking crewman, in trouble --

Suddenly the Mill Wheel rumbles down onto the beach, taking out several Crewmen. Other crewmen scatter to get out of the way -- and Elizabeth is saved.

The wheel lumbers down into the water and tilts out.

Will and Norrington climb out. Still trying to fight each other, both completely dizzy, they wander away from each other despite their efforts.

Norrington collapses near the boat. Looks inside, sees the jar. He reaches for it ... but reaches past the jar to the Letters of Marque in Jack's coat.

He takes them. Looks at Jack. Looks back at the jar --

140 OMITTED
AND
140A

140
AND
140A

141 EXT. ISLA CRUCES - BEACH -- DAY

141

Pintel and Ragetti carry the chest to the boat. Jack fights off a Crewman with an oar, shoots a worried look at the chest. Pintel and Ragetti use oars and shovels to fight off Crewmen. The pirates form a defensive circle.

Will notices the key, still in the chest. Goes to open it -- suddenly Will is WHACKED in the back of the head by an oar as Jack spins around. Jack looks back in mock surprise -- did he do that? Elizabeth turns, sees Will go down. Rushes to his side.

JACK

Leave him lie, unless you're going to use him to hit things!

All of Jones men are gathered, ready to attack. Too many to fight. Elizabeth and Norrington stand side by side.

ELIZABETH

We're not getting out of this.

NORRINGTON

Not with the chest.

A moment of decision. Norrington suddenly grabs the chest.

NORRINGTON (CONT'D)

Into the boat.

ELIZABETH

You're mad.

NORRINGTON

Don't wait for me.

With the chest, Norrington races through the surrounding
Crewmen, into the jungle -- the Crewman give chase.

JACK

I say we respect his final wish.

PINTEL

Aye!

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Jack hops into the boat, grabs his jar. Pintel and Ragetti start to get in --

ELIZABETH
We have to take Will.

Pintel and Ragetti -- intimidated by Elizabeth -- jump to carry out her command, lift Will into the longboat.

142 OMITTED 142

143 EXT. ISLA CRUCES - JUNGLE - DAY 143

Norrington runs, stumbles, falls. Reaches for the chest -- is face-to-face with the cutlass of Hadrás, holding his head in his other arm, backed by several Crewmen.

HADRÁS
You'd die for that?

Norrington looks at the chest. Back to the crew. They draw swords. Norrington considers all that led him to this moment:

NORRINGTON
I would have, once.
(but now? Forget it!)
Catch!

Hadrás must drop his head to catch the chest. Norrington is gone. The crew laugh, and they and Hadrás (body) leave. Hadrás (head) laughs until he realizes he's left himself behind.

144 EXT. BLACK PEARL - MAIN DECK - DAY 144

CLOSE ON: Will, as he opens his eyes. Like when he was a young boy, Elizabeth looks down on him, concerned.

WILL
What happened to the chest?

ELIZABETH
Norrington took it -- to draw them off.

Gibbs makes a line fast; the Black Pearl is already underway.

GIBBS
Where's the Commodore?

JACK
Fell behind.

GIBBS
And my prayers to him.
(lowers his head a
brief second, raises
it)
Best not wallow in our grief. The
bright side is, you're back, and we
made it off free and clear --

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SUDDENLY

145 THE FLYING DUTCHMAN 145

SHOOTS UP FROM THE SEA

-- like a huge whale breaking the surface and then SPLASHING DOWN, right next to the Black Pearl.

146 ON DECK, the crew reacts in horror. 146

GIBBS

Lord on high -- deliver us.

But Jack is oddly unafraid. He lifts the jar over his head. Points at the jar, nods. Smiles and waves --

JACK

Hallo! Fish-head! Lose something?
Hah-hah! Yoo-hoo, over here! Have a
look-see!

147 EXT. FLYING DUTCHMAN - HELM - DAY 147

Davy Jones stares at Jack in utter disbelief. The longer he stares, the more he disbelieves. Finally:

DAVY JONES

Enough.

MACCUS

Shall we board her?

DAVY JONES

No. Sink his beloved Pearl.

148 EXT. BLACK PEARL - DAY 148

Jack continues his capering on deck. Even Jack's crew stares at him as if he's gone mad.

JACK

Ahoy ink breath! Squid face! Looking
for this? Did you come to negotiate?
Hah!

Suddenly Jack freezes when he sees -- cannon ports on the Flying Dutchman are opening. Jack fumbles at the jar lid --

JACK (CONT'D)

Hold on, now, um, wait, just a second
now ...

Elizabeth reacts --

ELIZABETH

Hard a starboard! Hurry, men! Move!

The crew scrambles and the Black Pearl tacks hard.

148A EXT. FLYING DUTCHMAN -- DAY

148A

Jones reacts:

JONES

Fire cannons! Hard to starboard!

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149 Cannonballs SMASH into the Captain's Cabin, breaking the windows -- 149
Pintel and Ragetti glance in, see the Flying Dutchman as it lays
in behind them --

149A EXT. FLYING DUTMAN -- DAY 149A

Davy Jones sneers:

JONES

Let 'em taste the triple guns.

ON THE BOW, the dual triple Gatling cannons appear, and BLAST
CANNON FIRE at the Black Pearl.

150 AT THE RAIL, Elizabeth glances back -- as a CANNON BALL flies 150
past, taking out a lantern, and knocking a Pirate off the bow.

Jack races to the wheel and the Black Pearl, adjusts course.

GIBBS

Aye, Captain! Into the swells! Go
square to the wind! All hands, run
her full!

Elizabeth and Will pitch in, pulling and securing lines.
Pintel kisses the deck of the ship.

PINTEL

Go my darling. Show them what you've
got.

FROM ABOVE, the Dutchman shoots, and the cannon shot splashes
short of the Black Pearl. Remarkably, the Black Pearl pulls
away. With each swell, the Flying Dutchman drops back.

ELIZABETH

She's falling behind!

GIBBS

Aye! We've got her!

WILL

We're the faster?

GIBBS

Against the wind the Dutchman beats
us. That's how she takes her prey.
But with the wind --

WILL

We rob her advantage.

Gibbs nods. Hope returns to Will's eyes as he looks back --

151 EXT. FLYING DUTCHMAN - HELM - DAY

151

Jones lowers his spyglass.

JONES

Break off the pursuit. Drop sails.
Run her light, and wrap canvas.

MACCUS

We're giving up, sir?

In answer, Jones offers a small smile. Maccus smiles back, understanding. There is the CRACK of a snapping WHIP --

ON DECK, the capstan TURNS, click-click-click-click, raising the signal post --

152 EXT. BLACK PEARL - MAIN DECK - DAY

152

Elizabeth watches the Dutchman break off pursuit.

ELIZABETH

(calls out)
She's turning away!

The Pirates CHEER! Will races across the deck to Jack --

WILL

My father is on that ship! If we can outrun her, we can take her! We should turn and fight!

JACK

Why fight, when you can negotiate?
(taps the jar)
All one needs is the proper leverage --

Suddenly the Black Pearl LURCHES. Sailors fall forward. The jar is knocked free, tumbles to the deck --

-- the jar SHATTERS. Jack looks -- sand all over the deck.

ELIZABETH

What was that?

Jack races down to the deck, drops to his knees, paws through the sand. Just sand.

JACK

Hello? Where's the heart?

The ship groans, shudders ... is PULLED TO A STOP.

ELIZABETH

We must have hit a reef!

Will frowns. He has heard that exact phrase before.

WILL

No. It's not a reef. Get away from the rail.

ELIZABETH

What is it?

WILL

The Kraken

RAGETTI

(to Pintel)

Told you.

Jack stops sifting through the sand. Sits up, terrified. Jack looks at his hand -- the Black Spot is still there.

Pirates race to defend the ship.

WILL

To arms! Load guns -- defend the masts! Boathooks to the prow, don't let it get a grip! It will attack to starboard. I've seen it before! Set cannons and hold for my signal!

Jack winces in fear. No heart, the Black Spot on his hand ... and the Kraken is upon them ...

153 Bubbles, swirling, churning in the water. ARMS OF THE KRAKEN
RISE OUT OF THE SEA. The monster attacks -- a giant squid,
immensely strong --

153

153A BELOW DECKS

153A

Cannons are loaded. The Kraken feigns an attack to port, as other tentacles sneak up the starboard side.

Tentacles creep over the rail. Pintel and Ragetti, terrified, hold their ground. Will, down below --

WILL
Hold Fire! Hold!

PINTEL
Aye! Give the word! Ready! Very ready!
Oh so very ready!

ELIZABETH
Will

WILL
Fire!

Fuses lit, CANNONS FIRE --

Tentacles are BLOWN AWAY. The Kraken twists in pain, causing the ship to roll.

Tentacles flail, WHIP DOWN and SMASH THE LONGBOATS TO SPLINTERS. A tentacle whips into an empty space -- the boat is not there.

154 ON THE WATER, alongside the ship, Jack Sparrow, alone in a longboat, grabs the oars and rows, for the moment unnoticed. 154

155 ON DECK, the tentacles withdraw, and the Pirates let out a victory cry -- 155

WILL
It will be back!

He turns, yells to Elizabeth --

WILL (CONT'D)
Get off the ship --

ELIZABETH
No boats!

Will looks over -- the boats are smashed. He knocks over a barrel, kicks it rolling toward the hold --

WILL
Pull the grids! All the gunpowder,
onto the net in the cargo hold!

Pirates scramble to comply. Will grabs a rifle, tosses it to Elizabeth, who catches it.

WILL (CONT'D)
Whatever you do, don't miss.

She registers the gun, the gunpowder dropped into the cargo hold.

ELIZABETH
As soon as you're clear!

SKINNY PIRATE
(calling)
We're short stocked on gunpowder!
Six barrels!

GIBBS
(to Will)
We've only half a dozen barrels of
powder!

Will goes below deck.

WILL
Then use the rum.

Pirates hesitate, look at Gibbs. Gibbs ROARS:

GIBBS
AYE, THE RUM TOO!

155A ALONGSIDE THE SHIP, the Kraken regroups, a hump in the water. It races toward the Black Pearl -- we go past the ship to -- 155A

155B EXT. CARIBBEAN SEA - DAY 155B

-- where Jack rows quickly away, unhappy as he looks back at his ship. Jack glances over his shoulder at his destination. Isla Cruces is not too far away. He can make it.

A swell tosses him sideways and the Compass rolls free. Jack picks it up. Opens it, looks at it ...

He stares down at the reading, curses. We don't see the Compass face, but Jack looks back --

-- just as, in the distance, Elizabeth dashes across the deck of the ship, rifle in hand --

Jack looks back toward the island. He wants to leave. Jack looks down. Snaps the Compass shut --

155C EXT. BLACK PEARL - DAY 155C

Elizabeth loads the rifle, glances out to sea -- notices Jack in the rowboat. She has nothing but disdain for him --

ELIZABETH

Coward.

The boat lurches. Elizabeth fights to keep her balance. All eyes look down, scared at what might be beneath them. Even Cotton's Parrot seems to look down.

COTTON'S PARROT

Dead in the water. Dead in the water.

Cotton's Parrot flutters up towards safety in the rigging --

156 AT THE CARGO HOLD, gunpowder barrels and rum barrels are dropped 156
onto the rope netting. Will secures the line.

WILL
Haul away!

156A ON DECK, Gibbs turns and yells: 156A

GIBBS
Heave! Heave! Heave like you're
being paid for it!

Pirates at the capstan put their backs into it. The rope
net rises, filled with gunpowder barrels and rum --

157 OMITTED 157
THRU THRU
158A 158A

159 INT. BLACK PEARL - DAY 159

-- as tentacles slam into the ship through the cannon ports,
race over the deck of the ship to the far side --

160 EXT. BLACK PEARL - MAIN DECK - DAY 160

Will rides on the barrels, up out of the hold. Grabs a rope, pulls the barrels to one side, over the ship's rail.

WILL
(yells out to sea)
Come on, come and get me!

160A Tentacles reach for the masts, slither around, looking to snap it -- 160A
-- But a VOLLEY OF SHOTS are fired, and the tentacles retreat.

At the bowspirit, a pair of tentacles form a knot, gain leverage to pull down -- but Marty attacks it with a boat hook, stabbing it away.

Suddenly the Kraken SHOOTs UP through the cargo hold. The netting tangles onto several tentacles ..

Elizabeth aims a rifle at the barrels, ready to shoot. She hesitates, Will is tangled in the netting --

161 -- suddenly tentacles appear behind her. They've sneaked through the blown out windows of the Captain's cabin -- 161

Elizabeth falls, the rifle tumbling away. Marty rides the tentacle, chops at it. Elizabeth gets away, climbs stairs toward the rifle, looks up --

162 Jack's back. 162

Standing there, silhouetted by the sun. He jumps down. Picks up the rifle. Aims. *

Will sees him, leaps off the barrels -- Jack FIRES -- *

The gunpowder barrels EXPLODE -- *

Several tentacle arms are BLOWN COMPLETELY AWAY. Real pain from the Kraken. Other tentacles CATCH FIRE and withdraw through the ship ... SIZZLE as they hit the water. *

JACK *

Abandon ship! Into the longboat! *

GIBBS *

Jack -- the Pearl. *

JACK *

It's just a ship. *

It's a small moment -- they both know they're saying good-bye to the Pearl. *

ELIZABETH

He's right. We can make for the island.

PINTEL

That's a lot of open water.

RAGETTI

A lot.

A beat as they all consider the merits of the plan.

WILL

We can get away as it takes down the Pearl.

GIBBS

Abandon ship! Abandon ship or abandon hope!

Gibbs, Pintel, Ragetti, Cotton, Marty, the crew, Will, head for the boat, as the Kraken circles --

Jack re-loads the rifle and defends the retreat. Elizabeth hangs behind. She and Jack are the last two left on deck.

ELIZABETH

Thank you, Jack.

JACK

We're not free yet.

She moves toward him.

ELIZABETH

You came back. I always knew you were a good man.

163 IN THE BOAT, Will looks up toward the railing, sees -- 163*

164 ON THE DECK, ELIZABETH KISSES JACK ... Jack staggers, the kiss 164
driving him back.

165 Will is shocked as they move out of his sight -- 165

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166 THE KISS CONTINUES, all the way to the mast of the ship.

166

An incredible kiss. A kiss for the ages. A kiss that has been building since the day Jack and Elizabeth met.

They break the kiss. Jack looks at Elizabeth, knowledge of his fate already in his eyes --

-- There is a 'click.' --

Jack glances down --

-- Elizabeth has manacled his wrists, chaining him to the mast.

Jack looks into her eyes, desiring her all the more, knowing her true heart is the same as his. Elizabeth can't hold his gaze.

ELIZABETH

It's after you, not the ship ... not us. It's the only way.
(she looks up)
I'm not sorry.

Jack nods accepting the fate, the logic of what she has done. He says -- with some admiration --

JACK

Pirate.

The word stings Elizabeth.

At the SHOUTS from the others, she backs away, races across the deck, down onto the long boat --

167 EXT. CARIBBEAN SEA - LONGBOAT - DAY

167

Elizabeth climbs down. Will stares at her --

WILL

Where's Jack?

ELIZABETH

He elected to stay behind. To give us a chance. Go!

Will nods, thinking he understands the kiss now --

168 EXT. BLACK PEARL - MAIN DECK - DAY

168

Jack struggles with his chains, tentacles of the Kraken crawling all around him. He breaks a lamp, uses the oil to work his arm free -- turns --

The Kraken is there, pulled half up onto the ship.

Jack stands alone as the GAPING MAW of the beast opens and a BLAST OF DEADLY AIR hits Jack, the STENCH of a THOUSAND CORPSES. The hideous roar of a creature of another era.

Jack sniffs.

JACK

Huh. Not bad, really.

And then Jack notices something -- his hat! Caught on some of the pinkish cilia surrounding the mouth. Jack leaps for it, snags it, puts it on. Straightens the hat ... he feels a little better now. Looks up, and faces his doom --

JACK (CONT'D)

Hello, beastie.

He pulls his sword, and charges forward --

169 EXT. CARIBBEAN SEA - LONG BOAT - DAY 169

Elizabeth and Will turn, and watch --

170 IN THE DISTANCE, the classic image, drawn on the edges of all the maps -- 170

The Black Pearl is WRAPPED UP by a SEA MONSTER and PULLED DOWN INTO THE SEA, Jack Sparrow going down with his ship.

171 EXT. FLYING DUTCHMAN - DECK - DAY 171

Davy Jones lowers his spyglass. His beard curls as he smiles with great satisfaction. Bootstrap Bill is behind him.

DAVY JONES

Jack Sparrow ... our debt is settled.

Behind him, Palafico and Quittance have just arrived with the chest. They set it down.

PALIFICO

The Captain goes down with his ship.

Maccus stares out at the boiling sea.

MACCUS

Turns out, not even Jack Sparrow could best the devil.

Jones' smile fades. Worry touches his eyes. He spins.

DAVY JONES

Open the chest.

(MORE)

DAVY JONES (CONT'D)
(Palafico hesitates)
Open the chest. I need to see it.

Palafico leans down. Turns the Key, and lifts the lid of the chest. Jones looks --

ANGLE - THE CHEST IS EMPTY.

Jones snaps away from the chest, his face livid with rage. A scream starts from deep down, primal rage, he bellows --

DAVY JONES (CONT'D)
Sparrow!

172 INT. EAST INDIA TRADING COMPANY - DAY

172

Beckett at his desk, signing papers.

MERCER (O.S.)
The last of our ships has returned.

BECKETT
Word on the chest?

MERCER
None. But the ships picked up a man,
set adrift by the look of it. He had
these.

He hands the Letters of Marque over to Beckett. Beckett glances through them, spots something, looks up for the first time --

BECKETT
James Norrington?

Norrington is to one side, under armed escort.

NORRINGTON
I took the liberty of filling in my
name.

BECKETT
If you intend to claim these, then
you must have something to trade.
You have the compass?

NORRINGTON
Better.

He tosses the burlap bag on his desk with a THUMP. And then the bag goes THUMP-thump ... THUMP-thump ...

NORRINGTON (CONT'D)
The heart of Davy Jones.

Beckett approaches the bag. He peers inside. Closes it up.

BECKETT

Remarkable.

NORRINGTON

Then I've won commission as a privateer?

BECKETT

Better.

Beckett takes the presentation case from the shelf behind him, sets it on his desk. Flips it open as he walks toward the balcony doors. There is a COMMOTION from outside, but Beckett seems to have expected it.

Norrington gazes into the case. It holds HIS SWORD. He lifts it out reverently, examines it -- it is symbol of his old life, back in his hands again. UNDER THIS:

BECKETT (CONT'D)

Reinstatement to your former rank and status, all rights and privileges attendant. And I believe a promotion is due, as well. Do you agree, Admiral Norrington?

Norrington is overwhelmed -- and then, with military precision, draws the sword, rests it over his left arm, point aimed at the heart.

NORRINGTON

Give the order, sir.

BECKETT

Oh, no, no, no. No. That would be terribly imprudent. Where is the profit in killing Jones when we can instead add another ship to your fleet?

Norrington looks at him quizzically.

BECKETT (CONT'D)

The Flying Dutchman.

He opens the doors. Beyond, people on the dock stare at --

THE FLYING DUTCHMAN, moored in port. Jones' crew line the rail. Jones, at the wheel, looks up toward Beckett, inclines his head in salute.

BECKETT (CONT'D)

Whoever controls the heart of Davy Jones, controls the sea.

The oblivious Artisian looks up from his work.

ARTISIAN

The map is finished, sir.

Beckett gazes at the map.

BECKETT

Just the way I imagined it.

CUT TO:

BLACK ...

Gradually revealed to be DARK WATER. Are we in the crushing depths with Jack Sparrow? No. In the water, a FLAME appears ... joined by a SECOND FLAME, wavering, then ANOTHER, and then a DOZEN MORE, reflected in the water. We are --

173 EXT. SWAMP - RIVER - LATE EVENING

173

The longboat moves toward the shack. Elizabeth, Will, Gibbs, Pintel and Ragetti are safe. As are Marty and Cotton. The last rays of light filter through the Spanish moss.

FLAMES light the dark shore, A HUNDRED CANDLES held by MEN and WOMEN and CHILDREN, some standing waist deep in the water. EYES stares out. An eerie, silent vigil. The boat moves past, surrounded by the SILENT FIGURES --

174 INT. TIA DALMA'S SHACK - NIGHT

174

Gathered around the fire. Tia Dalma pours a liquid into glasses. Elizabeth shakes her head, she doesn't want any.

TIA DALMA
Against the cold. And the sorrow.

Elizabeth accepts a glass, takes a sip, lost in her thoughts. Will watches her. Tia Dalma moves to him.

TIA DALMA (CONT'D)
It's a shame. I know you be thinking,
with the Pearl, you could have caught
the Devil and wrestled free your
father's soul ...

WILL
It doesn't matter. The Pearl's gone
... along with its captain.

GIBBS
Aye. And, already, the world seems
bit less bright without him. Tricked
us all, right to the end, but that
streak of honest finally won out.

The words hit Elizabeth hard.

GIBBS (CONT'D)
To Jack Sparrow!

Gibbs raises his glass; the others follow suit.

RAGETTI
Never another like Captain Sparrow.

PINTEL
He was a gentleman of fortune, he
was.

ELIZABETH
He was a good man.

Elizabeth lowers her glass as the others drink; only Will notices it.

WILL

If there was anything could be done
to bring him back, Elizabeth ...

TIA DALMA

Would you do it?

(to all of them)

What would you, would any of you, be
willing to do? Would you sail to
the ends of the earth and beyond, to
fetch back Witty Jack and his precious
Pearl?

The group look at her, half-thinking she's crazy, half-hoping she's not. Gibbs THUMPS his hand hard upon a table.

GIBBS

Aye!

PINTEL

Aye!

RAGETTI

Aye!

Elizabeth looks at Will.

ELIZABETH

... yes.

WILL

Aye.

Tia Dalma is pleased.

TIA DALMA

Very well. But if you are to brave
the weird and haunted shoals at
world's end ... then you be needin'
a captain what knows those waters.

There is the SOUND of the OCEAN from above. AT THE TOP OF THE STAIRS, the CARVED DOOR opens.

The MONKEY chatters.

Dusty BOOTS appear as a MAN steps out. The boots descend the stairs. A barrell of APPLES near the stairs; a hand reaches in, takes one out, raises it --

It is BARBOSSA.

BARBOSSA

Now tell me ... what's become of my
ship?

The Monkey leaps onto his shoulder. Barbossa smiles and
bites into the apple --

BLACK.

THE END

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