

PUNISHER II

By

Nick Santora

Current Revisions by Kurt Sutter

2/27/07

The Good

FRANK CASTLE/THE PUNISHER - 30's. Ex-military, Ex-Fed. Not a superhero. Just a guy with a skill set and a bad attitude.

HALEY MOORE - 30's. Detective, NYPD. Sexy. Not a supercop. Just a girl with a skill set and a bad attitude.

MARTIN SOAP - 30's. Detective, NYPD. Clumsy. Likeable. Book-brilliant.

NICK DONATELLI/NICK CICCIO - 30's. Italian. In the life. On the job.

ANGELA DONATELLI - 20's. Nick's wife. Nurturing. Catholic guilt.

GRACE DONATELLI - 6. Nick's daughter. An angel.

DANTE SMITH - 30's. Black. Ex-banger. Grew up in the hood. Castle busted him years ago. Living straight.

GARY BRENT - 40's. Black. Detective, NYPD. Lifer.

GAD - 20's. Asian. Techno geek.

The Bad

CESARE GAITANO - 50's. Italian. The Don. Head of the Gaitano crime family.

JOEY JANELLI - 30's. Italian. Made man. Lieutenant.

POUNDS DIFUSCO - 40's. Italian. Soldier. Enforcer.

ALLISTER PARR - 40's. British. Ruthless businessman.

A-2 CREW - Teens, 20's. Black. Gangsters. Blood subset.

LATIN KRAZIES - Teens, 20's. Latino. Gangsters. Latin Kings subset.

The Ugly

BILLY RUSSO/JIGSAW - 30's. Italian. Capo in the Gaitano crime family. Driven. Narcissistic. Loves and adores Billy.

JAMES RUSSO/LOONEY BIN JIM - 30's. Italian. Billy's brother. Criminally insane. Loves and adores Billy.

It is not the punishment but the cause that makes the martyr.

-- St. Augustine

IN BLACKNESS:

WE HEAR what sounds like the RUMBLE OF THUNDER.

A LIGHT BULB FLICKERS and we realize that we are --

INT. SOMEPLACE DARK, DAMP, COLD

When the rumbling stops, the light stays on. On a stone wall in front of us there are -- DOZENS OF PHOTOS. On closer inspection we see that they are -- MUGSHOTS. They all have handwritten notes. The camera singles out a few:

CESARE GAITANO -- HEAD OF THE GAITANO CRIME FAMILY. RACKETEERING, GAMBLING, PROSTITUTION, EXTORTION. 12 ARRESTS, 1 CONVICTION, CASE THROWN OUT. FREE. UNPUNISHED.

WILLIAM "PRETTY BILLY" RUSSO -- MAIN CAPO GAITANO CRIME FAMILY. MURDER, GRAND THEFT, PROSTITUTION, RACKETEERING. 4 ARRESTS. SERVED 9 MONTHS. FREE. UNPUNISHED.

DARNELL "DJ" JONES -- LEADER A-2 CREW. MURDER, RAPE, PROSTITUTION, TRAFFICKING, MURDER-FOR-HIRE. 4 ARRESTS, NO CONVICTIONS. FREE. UNPUNISHED.

CARLOS ESPINA -- LEADER LATIN KRAZIES. MURDER, TRAFFICKING, SEXUAL ASSAULT, MAIL FRAUD. 3 ARRESTS. SERVED 4 MONTHS. FREE. UNPUNISHED.

We hear the RUMBLE again. This time it's clearer. The sound is actually a SUBWAY TRAIN. The bulb once again flickers.

In the STROBBING LIGHT, we see pieces of a MAN. A strong jaw. An unflinching eye. A SCAR on a forehead. A muscular HAND sliding a GUN into a holster. A broad shoulder pulling on a vest. Then, in a quick flash of light, we see -- the ominous SKULL SYMBOL.

The ROAR of the train mixes with the BOOM of a base beat --

SMASH UP ON:

INT. APARTMENT - LIVING ROOM - LOWER EAST SIDE, NYC - NIGHT

DARNELL JONES, black, 20's, one of the criminals from the wall of mugshots, sits on a well-worn sofa next to TONY ILANO, Italian, 20's. Tony has a gold ring with a diamond "T". Urban beats BLARE.

Standing by the door are two other ITALIAN men. Everywhere else, A-2 BANGERS, black 20's. DJ's crew is engaged in the cutting, weighing and bagging of HEROIN. The apartment is a factory. All the bangers, strapped with 9MMs.

We see a MACHETE and a .357 SIG on the coffee table next to four BRICKS of heroin. Tony cuts into one of the bricks with a pen knife and sprinkles a little H into a TUBE. Shakes it. Checks the PH levels. Pleased --

TONY
Billy's gonna be real happy with
this quality.

One of Tony's guys brings over a GYM BAG full of cash. DJ tosses the bag to one of his guys --

DJ
Let's hope I'm just as happy.
(to his guy)
Count it.

As the A-2 banger counts the stacks, a KNOCK. One of the bangers lets in LOSHA, 20's, mixed-race, thin, H-tracked arms. Losha hands DJ three brown PAPER BAGS. DJ checks the contents - cash. He flips the bag to his lieutenant, WALON.

DJ
Pay the junk pale.

Walon hands Losha a PACKET of heroin. It's stamped with a black SMILEY FACE. Losha's payment.

LOSHA
Thanks, man.

Then from the heavens above, actually from the dirty SKYLIGHT, FRANK CASTLE CRASHES into the room. Wearing the KEVLAR SKULL VEST and a BLACK TRENCH, an AK-47 in each hand. The element of surprise in his favor, he CUTS DOWN half of them with the first clips.

DJ grabs the SIG, Tony the machete. They dive behind the sofa. Walon and two other bangers, grab the bricks of heroin off the coffee table and run for the back door. The AK-47s now empty, Castle hurls an INCENDIARY GRENADE at Walon's exit. WHOOSH the men and drugs go up in a BLAZE of chemically-fueled fire. Their SCREAMS are hideous.

DJ FIRES from behind the couch. One catches Frank in the vest. Castle comes at him. DJ fires again. CLICK. Empty.

DJ
Shit.

Castle grabs DJ and DRIVES his head through a BIG SCREEN TV. Glass and electronic guts fly. DJ's body twitches as it hangs from the TV. Frank STEPS on his back, forcing his neck down on the sharp, broken TV glass. Severed jugular.

One of the MOBSTERS and one of the BANGERS use the distraction to make a united run for the front door. Castle draws a .45 GLOCK AUTOMATIC PISTOL (GAP) from his coat. BLOWS the backs of their heads off.

A SCREAM turns Frank around as Tony rushes him with the MACHETE, swinging it at him full force. A fraction of an inch away from his face, The Punisher stops it with one hand, grabbing the handle just below the blade. Then Castle rips it out of the Tony's hands. The man, now terrified, raises his hands above his head, surrendered --

TONY

Alright, man... I'm unarmed.

With that, Castle SWINGS the long blade and SLICES OFF Tony's forearms. As the man SCREAMS, Frank, with a pendular motion, launches the machete into the his groin. The devastating UPPERCUT splits his sack in two. Tony stops screaming. The pain, now unutterable. He drops to the floor. Dead.

Castle sees one of Tony's severed arms next to him. GOLD RING. Frank pulls it off his dead finger.

Castle scans the room, spots the GYM BAG of cash. Tosses the RING IN THE BAG, zips it up, throws it over his shoulder.

As he walks to the back door, Frank now sees Losha cowering under the desk. Pulls his GAP. Losha begins to cry --

LOSHA

Oh, shit. Just came to get a dose.
Little fix. Please, man. Please
don't kill me.

Castle sees Losha's needle tracks. After a moment, he holsters the gun. Pardons the junkie --

CASTLE

Consider yourself fixed. Get out.

Losha scrambles out the front door, The Punisher heads out the back. We hear SIRENS approaching.

A beat later. Losha sticks his head back inside the room. Waits, then scurries to the back door. Castle is gone. Losha almost dances back into the room. Heads into --

INT. APARTMENT - KITCHEN - CONTINUOUS

He opens the refrigerator, pulls out a large TUPPERWARE container.

LOSHA
 (giddy)
Love leftovers.

Inside are FOUR BRICKS of UNCUT HEROIN wrapped in cellophane. Losha grabs bricks, a CELL PHONE from the counter and climbs out a window --

EXT. APARTMENT - FIRE ESCAPE - CONTINUOUS

Twenty stories below, POLICE CARS screech up to the front of the building. Losha crams the bricks of H inside his jacket, zips it up and frantically climbs up the ladder to the roof.

EXT. APARTMENT - ROOFTOP - CONTINUOUS

Losha perches himself at the edge of the building, keeping an eye on the activity below. He sits and dials the cell phone.

 LOSHA
Manny. It's Losha. Yeah, I'm
cool. Listen, what would you say
if I told you I was sitting on four
keys of uncut H?

Losha has pulled out all the heroin. Admires his booty --

 LOSHA
Never mind how, amigo. You and me
are gonna do a little business --

Losha sees a SHADOW cast upon him. He looks up. Castle towering above. Knows he's doomed. Into the phone --

 LOSHA
I gotta go.

Frank spins Losha's head 180 degrees. Neck SNAP. He picks up the junkie-turned-dealer and THROWS HIM off the rooftop --

EXT. STREET - INTERCUT

Losha SMASHES through the roof of an NYPD CRUISER.

Hustling past the car, DETECTIVE MARTIN SOAP, 30's, slight. Looks like he should be working for H&R Block not NYPD. Soap stares at the mangled Losha, stunned. Then he follows the trajectory of the fall. Sees the KEYS OF HEROIN heading right for him.

 SOAP
Holy crap --

He dives out of the way as the heroin EXPLODES into a white clouds on the sidewalk.

Soap stands, his suit now COVERED IN MUD. He looks up. Sees Castle above, like a dark sentry, watching the city. Awed --

SOAP
It's him.

The Punisher turns, takes in the 360 degree view. NEW YORK CITY. Big, bright, ominous. He breathes deep. It smells like shit. Castle, as hard and cold as the city he loves --

CASTLE
Good to be home.

SMASH TO:

OPENING CREDITS

FADE UP ON:

INT. 7TH PRECINCT - BULLPEN - LOWER EAST SIDE - MORNING

Detective Soap follows CAPTAIN DWYER, 50's, up a back stairs. Mid-conversation --

SOAP
How could the case be closed already? We got a dozen DB's and I saw the guy who did it.

DWYER
You saw something, twenty stories up, in the dead of night. This was gang retaliation. It's done.

Soap follows Dwyer into --

INT. 7TH PRECINCT - CAPTAIN'S OFFICE - CONTINUOUS

SOAP
That was Frank Castle I saw on the roof. The Punisher's a one-man army. Tampa, Detroit, New Orleans. He's killed hundreds.

DWYER
Hundreds of bad guys.

Dwyer shuts the door. Off the record --

DWYER
You know why Castle's here?

Soap shrugs. Dwyer hands him a folder of STATISTICS.

DWYER
Check the stats. He goes to the city with the highest rise in violent crime. Right now, that's us.

(beat)
Look at the numbers in those places once he got there.

SOAP
(he does)
Detroit, violent crimes dropped eighty-nine percent. Seventy-two percent in New Orleans --

DWYER
All this guy has to do is crash one shitbag's party, sends a fear ripple through the city. Our jobs get a helluva lot easier.

(beat)
Castle won't be here forever. While he is, we look the other way.

SOAP
But... he's a vigilante, Cap. He's broken every law in the book --

DWYER
When you pass the fucking bar, then you can worry about "the book". Right now, you're still a cop. Act like one.

Soap, defeated, drops in a chair. As he does, his REVOLVER slips from its holster; he fumbles it as it crashes to the floor. It FIRES. The bullet WHIZZES past his head into the ceiling above. Plaster showers down.

SOAP
I'm okay.

DWYER
Christ!

A SERGEANT opens the door, other UNIFORMED OFFICERS (UNIS) gather. Dwyer puts them at ease --

DWYER
It's just Soap.

They smile, shake their heads, nothing new. The Sergeant hands Dwyer a memo.

SERGEANT
From the DC's office.

The Sergeant exits. Soap puts his gun away and regroups as Dwyer reads the memo.

SOAP
Sorry about the ceiling --

DWYER
Never mind. Got something for you.

Dwyer hands Soap the memo. He reads --

SOAP
Punisher Task Force?

DWYER
Like you said, he's a vigilante.
The Deputy Commissioner doesn't
want him turning New York into a
warzone.

SOAP
But you said --
(beat, realizes)
This is a totally bullshit gig.

DWYER
Oh, it's real. And you're on it.

SOAP
No way. Not gonna be some --

DWYER
You got a choice. I bump you down
to traffic enforcement or you get
to be a member of an elite special
team.

Soap knows he's been railroaded. Sarcasm --

SOAP
Thanks.

DWYER
Make me proud.

Soap takes the memo and leaves.

INT. NICK'S HOUSE - LIVING ROOM - SAME

NICK DONATELLI, 30's, lean, dark-hair, quietly enters the house. Just coming home from a late night. He wears a tailored suit, with an open silk shirt. There's a large CRUCIFIX around his neck and a GOLD RING with a DIAMOND "N" on his right hand. He looks and feels like a "made man".

INT. NICK'S HOUSE - BEDROOM - MOMENTS LATER

Nick removes several rolls of CASH from inside his jacket pocket. Thick wads wrapped in rubber bands. He deposits them into a small SAFE inside his CLOSET. The safe is filled with rolls of cash. As he locks it --

GRACE DONATELLI, 6, auburn hair, wearing pajamas, rushes into the room. She springs onto the bed and without missing a beat, jumps right into her father's arms --

NICK
Ohhh. Perfect landing. 10.0.

Grace LAUGHS.

GRACE
Where you been, Daddy?

NICK
Working, sweetie.

They hear someone coming --

GRACE
I think mommy's mad.

They hear a door SLAM --

NICK
Think you're right.

ANGELA DONATELLI, 20's, olive-skinned beauty, enters. She's drinking coffee --

ANGELA
Nice of you to stop by and visit.
(off his silence)
You promised --

NICK
We hit a few snags. I'm sorry.
Been crazy.

ANGELA
Try explaining that to her.

NICK

Hey --

Nick checks himself. Then kneels down to his daughter.

NICK

Sorry I've been so busy, Gracie.

GRACE

It's okay, Daddy.

NICK

I know one thing for sure, I'll be home on Saturday.

GRACE

For my party.

NICK

The biggest, best birthday party on the planet. Or at least Queens.

Grace BEAMS.

ANGELA

Go get ready for school, little one.

Grace kisses her father and skips out.

NICK

Why you dragging her into this?

ANGELA

Because while you're out doing god knows what, with your new scumbag friends, I'm the one who's gotta answer the "Where's Daddy?" question. Tired of lying to her.

NICK

Just tell her the truth, I'm working.

ANGELA

Christ, you don't even know what the truth is anymore, Nicky.

NICK

You knew what the life was when you married me. Don't have any problem spending my fucking money.

ANGELA

You piece of shit --

Angela WHIPS her coffee cup at Nick. SMASHES against the wall. As they decompress, there's a soft knock at the door --

GRACE
Mommy, is everything okay?

Angela exits --

ANGELA (O.S.)
Yes, sweetheart. Just dropped my coffee cup.

Nick checks his REFLECTION in the mirror. Get the sense that he doesn't quite recognize himself.

EXT. PARKING LOT - DOWNTOWN - NIGHT

A BEER DELIVERY TRUCK is parked in a narrow lot behind a corner building.

We see a LARGE KITCHEN through an open back door. An Italian THUG watches the entrance to the kitchen.

Castle, in COVERALLS, secures five CASES of beer to a dolly with a BUNGEE CORD. Before he closes the back of the truck, we see inside -- the real DRIVER tied up and gagged. Unhurt.

Frank wheels the cases to the door. The Thug opens the top box, sees SIX PACKS. FRISKS him. Clean, lets Castle inside.

EXT. LAFAYETTE SOCIAL CLUB - DOWNTOWN - MINUTES LATER

Expensive cars pull up to the front of the same building. We see a simple black door with the name: LAFAYETTE SOCIAL CLUB. No windows. Nick hops out of a new CADILLAC, VALET takes his car. VINNIE, 20's, muscular, opens the door, greets Nick --

VINNY
Mr. Cicero.

NICK
Hey, Vinny.

Nick enters --

INT. LAFAYETTE SOCIAL CLUB - CONTINUOUS

An Italian social club. Simple, tasteful. Photographs of noteworthy ITALIANS on the walls -- da Vinci to Gotti. We see a LONG BAR and LEATHER BOOTHS. A doorway leads to the KITCHEN. A stairwell leads down to the WINE CELLAR and the REST ROOMS. ENRICO CARUSO croons from the sound system.

The place is packed with Italians -- MADE MEN, FRIENDS, WANNABES. High-end HOOKERS mill about making everyone feel at home. It feels like a celebration. In fact it is. On the wall, decorative letters spell out: WELCOME HOME CESARE.

In a corner booth, the power booth, sits GAITANO CESARE, 50's. Overweight, thick. He looks tired, haggard. He's the head of the Gaitano crime family. Godfather. Gaitano is holding court. People come up to him, offer their respects.

Nick walks to a booth in the middle of the club.

INT. OCCB VAN - SAME

Inside a high-tech surveillance van, DETECTIVE HALEY MOORE, 30's, attractive, fit, listens with headphones. In the van with her, DETECTIVE GARY BRENT, 40's, unattractive, fat, and GAD, 20's, a wiry IT Administrator, techno geek. We see two CASE FILES: GAITANO CESARE, BILLY RUSSO. Both have an official seal: NYPD ORGANIZED CRIME CONTROL BUREAU.

Moore takes off the headphones and turns on the SPEAKER --

MOORE
Can you filter out some of that
background noise? Can't hear shit.

GAD
I'll try.

From the speaker we hear ENRICO CARUSO. The social club is bugged.

Brent ends a cell phone call --

BRENT
Spotter confirms that both Gaitano
Cesare and Billy Russo are inside.

Moore smiles --

MOORE
Hey Billy Russo, you just whacked a
jury foreman and intimidated the
other eleven into mistrial, what're
you gonna do now?

GAD
I'm going to Guidoland.

MOORE
(hates this guy)
Anal retentive piece of shit.

They LAUGH.

INT. LAFAYETTE SOCIAL CLUB - MINUTES LATER

From the kitchen doorway, steps BILLY RUSSO, 30's, handsome, chiseled. Beautiful, SHOULDER-LENGTH BROWN HAIR. Billy is perfect. Hair, suit, accessories, it all works. As he crosses the room, he catches his own reflection in anything that will throw it back. He defines narcissism.

Men nod respectfully, muttering pleasantries -- "Nice to see ya, Billy." "Look great, Billy." "Love the suit, Billy."

Billy walks to his booth. In it, sits Nick Donatelli, JOEY JANELLI, 30's, all edge and POUNDS DIFUSCO, 40's, all muscle. Joey and Pounds also have GOLD RINGS with their first initial in diamonds. The men stand and greet Billy. Pecks on the cheeks. Billy and Nick sit. As the other guys slide back in the booth --

BILLY

Joey, Pounds. Give us a minute.

Joey and Pounds share a look. They hang, not liking being second to Nick.

BILLY

What part of that was complicated?

JOEY

Sorry.

The men split. Billy and Nick look over at Cesare.

BILLY

The emperor has returned to Rome.

NICK

Thanks to you.

BILLY

Yeah. Thanks to me.

A blond HOOKER, slides next to Billy.

HOOKER

Hey, beautiful --

She runs her hand through his hair. Billy snaps. Grabs her hand, almost twists it off her wrist. She MOANS.

BILLY

Did I say, "Hey, stupid bitch, mess up my fuckin' hair?"

The girl runs off. Billy repairs the damage. Looks at Nick. His mirror --

NICK
You're good.

INT. LAFAYETTE SOCIAL CLUB - SUPPLY ROOM - SAME

Castle waits for a BUSBOY to exit the large supply room. Alone, he takes off the Bungee cord and removes the top case of beer. As he begins to unzip the coveralls, he hears someone approach. It's the Italian Thug from the back door.

THUG
What the hell you doing in here?

CASTLE
Unloading.

Suspicious, the Thug leans over and opens one of the other cases. Sees WEAPONS. Before he can make a sound, Castle WRAPS the Bungee cord around his throat, quick and tight, the man PASSES OUT. Frank drags him over to the --

WALK IN FREEZER

Hangs him by neck with the Bungee hooks, behind racks of BEEF.

INT. LAFAYETTE SOCIAL CLUB - MOMENTS LATER

Someone steps away from Cesare's booth. He waves over Billy. Billy turns to Nick --

BILLY
Listen. I'm gonna get Cesare's blessing on this arms deal, then I'll bring you over, introduce you.

NICK
Yeah... okay.

He stands. Senses Nick's apprehension --

BILLY
Hey, relax. You're my guy on this.

NICK
I know, boss. Just been waiting a long time to --

BILLY
(sincere)
I know your loyal, Nicky. Trust you with my fucking money don't I?

NICK

Yeah.

BILLY

Gonna fill you in on everything.

Nick nods. Billy adjusts himself. Heads over to Cesare.

INT. OCCB VAN - SAME

Moore, frustrated whips off the headphones --

MOORE

We get any of that?

GAD

Some of it. Caruso's too loud.

MOORE

Shit.

INT. LAFAYETTE SOCIAL CLUB - MOMENTS LATER

Billy kisses Cesare's ring. They embrace. Sit. Alone.

BILLY

Welcome home, Uncle Gaitano. You look good.

CESARE

I look like shit.

BILLY

Get some of Gino's cooking in you. You'll be strong as an ox again.

CESARE

I'm strong enough.

BILLY

Of course.

INT. LAFAYETTE SOCIAL CLUB - INTERCUT

As this scene plays out, we see QUICK POPS of BUSBOYS, WAITERS, HOOKERS and BARTENDERS being pulled into the kitchen. A thick HAND grabs them and yanks them out of the room.

Cesare studies Billy.

CESARE
How is my nephew? Pretty as ever?

BILLY
Yeah.

CESARE
Your mother?

BILLY
She's good.

CESARE
What about your brother James? You visit him at all?

BILLY
When I can.

CESARE
(pointed)
You really should make an effort. It's awful being locked up. You miss so much.

BILLY
Glad I was able to help you with your situation. We missed you.

CESARE
We're all glad.

Billy senses the tension. Gets down to business.

BILLY
Something I wanna give you. A deal I worked out for us.

CESARE
What deal's that?

BILLY
You know Allister Parr.

CESARE
British scumbag. Import export.

BILLY
Yeah. He's got this arms shipment. Some kinda biological weapon. Top secret shit. From Russia. Needs a safe port to bring it in. I got three Customs Officers on payroll now. Parr'll pay us in cash. It's an easy quarter mil.

Cesare thinks. Lets Billy hang for a moment. Then --

CESARE
I don't like the Russians. I don't
like Parr. They travel in ugly
circles. Sounds like bad business.

Billy grows agitated.

BILLY
Since when do we give a shit about
circles? This is a gift, here.

CESARE
A gift? You wanna give me a gift?
How 'bout you start by giving me my
cut of all your business expansion
while I was inside.

(beat)
You think I wasn't gonna find out
about you moving horse? Cozying up
to the mooleys?

BILLY
What're you talking --

Cesare grabs his hand. Squeezes it --

CESARE
Don't fuckin' insult me by lying to
my face.

Beat.

BILLY
Look, it was about survival. Had
to throw some muscle, break a few
rules, so people knew the family
was still alive. That's all.

(beat)
You'll get everything you got
coming to you.

CESARE
I know I will.

Beat. Both men take a moment to calm down. Then --

CESARE
We're not doing the deal with Parr.
And tomorrow, we're gonna sit down
with the Jew and rework the books.
We're gonna make things right.

Cesare pats his hand. A condescending threat --

CESARE

Thank you, Billy. For getting me out. And for keeping us alive. Now you can relax a little. Get back in the passenger seat. Enjoy the ride for awhile.

Billy smiles back. Uses a napkin to wipe Cesare's sweat from his clean hands.

BILLY

Yeah. I'll do that.

Billy gets up and leaves.

Cesare looks around. His drink is empty. Pissed, he barks at Vinny --

CESARE

Vinny, where're all the fuckin' waiters?

Vinny looks around. No waiters, bartenders, busboys or hookers. Vinny, tweaked, swings open the door --

INT. LAFAYETTE SOCIAL CLUB - KITCHEN - CONTINUOUS

It's completely EMPTY. Pots boil over on the stove.

VINNY

What the hell?
(shouts)
Ain't nobody working?

Suddenly Vinny GASPS. A large CARVING KNIFE pushes through the front of his white shirt. Blood. He drops to the floor.

CASTLE

I am.

Castle steps out from behind the door. Coveralls off, he wears the kevlar SKULL VEST. We see the beer boxes filled with WEAPONS.

INT. LAFAYETTE SOCIAL CLUB - SECONDS LATER

Frank kicks open the door, wielding two FN FS2000 SUB MACHINE GUNS (SMG). NON-STOP BULLETS.

The barrage of lead takes out the first row of Italians. The gangsters pull out guns and attempt to FIRE BACK. Their 9MMs and Baretts are no match for the automatic weapons. Flesh and gold chains fly.

Mobsters run for the exits. They've all been CHAINED FROM THE OUTSIDE. No escape.

Billy, Nick, Joey and Pounds dive under the table.

The SMGs' out of bullets. Castle fires his GAP as he dives back into the Kitchen.

INT. OCCB VAN - SAME

Moore and Brent are stunned. Then panicked --

MOORE
Who the hell is that?

BRENT
I don't know, but he's got a lot of guns.

MOORE
Get tactical down here, now. Close off the block.

Brent gets on the phone. Moore punches the side of the van --

MOORE
Shit! Shit! Shit!

INT. LAFAYETTE SOCIAL CLUB - MOMENTS LATER

Sporting an M-16 equipped with an M203 GRENADE LAUNCHER, Frank fires SMOKE GRENADES across the club. As the room fills with smoke, he slips on a THERMAL-VISION GAS MASK.

WE SEE what Castle sees -- HEAT SIGNATURES. He can locate all the warm bodies. With the M-16, Frank systematically walks through the thick smoke. Making warm bodies COLD.

Billy crawls under the smoke toward the stairs.

BILLY
Nicky? Nick?

NICK
Here.

Nick joins him. They see Cesare fumbling in the smoke.

CESARE
Billy!

Billy takes Cesare by the arm.

BILLY

C'mon.

Castle watches the mobsters head DOWN THE STAIRS --

INT. LAFAYETTE SOCIAL CLUB - LOWER LEVEL - CONTINUOUS

Billy leads Nick and Cesare down a hallway toward an exit.

CESARE

Who is this psycho?

BILLY

Guy calls himself The Punisher.

NICK

Vigilante. Ex-military.

They hear the BLASTS of the M-16.

BILLY

We heard he was killed in New Orleans.

They reach the basement exit, CHAINED. They're trapped.

CESARE

You heard wrong.

Billy unconsciously adjusts his hair. Cesare has an idea --

CESARE

This way.

INT. LAFAYETTE SOCIAL CLUB - SAME

Some of the smoke has cleared. Now Castle walks along the top of the bar with a 12-gauge, 20-shot COMBAT SHOTGUN. Firing at the remaining gangsters.

EXT. LAFAYETTE SOCIAL CLUB - SAME

SWAT and NYPD cruisers flood the street. We see Moore and Brent rushing over.

INT. LAFAYETTE SOCIAL CLUB - WINE CELLAR - SAME

At the back of the large wine cellar, Cesare rips wallpaper off a wall, revealing a small PASSAGEWAY covered up with wooden planks.

CESARE
It's an old coal chute. Opens up
to the alley.

Billy and Nick help him PRY OFF the old wood.

INT. LAFAYETTE SOCIAL CLUB - SAME

Castle sees SWAT kicking in the doors. Jumps down, heads to the stairs.

The few remaining mobsters throw themselves at the mercy of the POLICE as they enter.

Joey and Pounds cower by the door. Alive.

INT. LAFAYETTE SOCIAL CLUB - WINE CELLAR - SAME

Billy and Nick have crawled up the CHUTE and are trying to push out the IRON PLATE that leads to the alley.

CESARE
Hurry!

Nick FIRES his gun at the rusted bolts. GIVES. Streetlight. The men force it open. The plate crashes into the ALLEY.

EXT. ALLEY - CONTINUOUS

Billy and Nick hop out of the chute. A narrow alley between two buildings. All clear. The chaos just around the corner. Through the alley, we see the rear exit of a PARKING GARAGE. Billy obsessively wipes the coal dust off his suit. Quietly, to Nick --

BILLY
See if Joey and Pounds made it out.
Regroup at the recycling plant.

Nick bolts through the alley toward the parking garage. Billy shouts down the chute --

BILLY
We're through!

INT. LAFAYETTE SOCIAL CLUB - WINE CELLAR - CONTINUOUS

The Punisher KICKS OPEN the door, two S&W 1911s in his hand. Cesare turns, his back to the coal chute, sees Castle --

CESARE
Oh, shit.

As Castle raises the guns --

CESARE
Wait! Got information you're gonna want.

Frank doesn't care --

CESARE
(panicked)
Russo's planning an arms deal.
Biological weapons.

Castle desperately wants to pull the trigger. Hates that he now has to listen --

CASTLE
When and where?

Cesare's smart. He plays his get out of punishment card --

CESARE
Have the cops bring me downtown,
tell them everything I know.

Then from the chute we hear, GUNFIRE. Cesare drops to the floor. Four bullets in his back.

EXT. ALLEY - SAME

Billy, smoking gun. Silences the Don. He runs.

INT. LAFAYETTE SOCIAL CLUB - SAME

Moore and Brent watch as SWAT secures the scene. Clearing every corner.

EXT. ALLEY - MOMENTS LATER

Castle crawls out the chute into the alley. Sees Billy heading into the parking garage.

INT. PARKING GARAGE - MOMENTS LATER

As Frank enters, Billy, in a WHITE MERCEDES, SCREECHES out the front entrance.

Castle runs to his 1969 EL CAMINO. Hard to tell what color it is. Calico. He hops in, SCREECHES out. Following Billy.

INT. LAFAYETTE SOCIAL CLUB - LATER

DEAD BODIES, shells, bullet-riddled furniture. The place is a warzone. UNIS yellow tape the club.

Moore moves through the club. Latex gloves. FRANTIC. Desperately looking through the wreckage for someone. Brent intercepts her --

BRENT
Checked 'em all. No sign of him.

MOORE
(relieved)
Goddamn it.
(second wind)
Get the van. Gotta find him.

Brent runs out the back. As Moore exits the front, she almost trips over Detective Soap. He's on his knees, putting shell casings in an EVIDENCE BAG.

MOORE
Who the hell're you?

Soap hands her a card --

SOAP
Detective Martin Soap. Special teams.

Moore reads the card --

MOORE
Punisher Task Force?

SOAP
Yeah.

Moore looks for the rest of his team --

SOAP
It's... just me.

MOORE
What're you doing here?

SOAP
(re: damage)
This was Frank Castle.

Moore scans the wreckage.

SOAP
 (re: card)
 Can I get that back? Only have a
 few --

As he reaches for it, the shells SPILL out of the bag onto the floor. Moore watches him scramble for the evidence --

MOORE
 Perfect.

Disgusted, she throws down the card and heads out.

EXT. INDUSTRIAL STREET - LOWER EAST SIDE - NIGHT

The El Camino slows to a stop on a quiet street near the East River. In the distance, a huge RECYCLING FACILITY.

Castle exits. In the back bed, under a blanket, are two DUFFLES. In the bags -- more WEAPONS. Straps himself with .45 GAPs, GRENADE BELT, MP5s, AMMO and a MILITARY CROSSBOW.

EXT. CITYWIDE RECYCLING CENTER - CONTINUOUS

The Punisher stealthily approaches the plant. The exterior yard is filled with FORKLIFTS and empty bins. Nick's Cadillac, Billy's Mercedes and a vintage MONTE CARLO are parked in the lot. Place is surrounded by high barbed-wire.

There are two SENTRIES watching the entrance.

Castle sees a LIGHT ON, top floor. Formulates his plan.

INT. OCCB VAN - SAME

Moore, parked outside the Lafayette Social Club, with her crew.

GAD
 Nothing. No signal. No contact.
 We lost him.

Moore, visibly upset --

MOORE
 Shit.

BRENT
 Russo wouldn't go to the other
 clubs, wouldn't go home, either.

MOORE
 Let's check the garbage shops.

Brent hops behind the wheel, SCREECHES out.

INT. CITYWIDE RECYCLING CENTER - SAME

It's a warehouse. The lower level is a maze of tall BINS filled with GLASS BOTTLES.

In the center, towering two-stories high, is an industrial BOTTLE BREAKER. It has a huge hopper the size of a small garage. The sides of it taper into a funnel that leads to a CRUSHING WHEEL. The steel teeth crush the glass bottles, then the broken glass slides down a long chute into a huge HOLDING BIN, twenty feet below at the floor level. From there the glass gets shoveled into a FURNACE and recycled.

On the far wall, a stairway climbs to a high CATWALK. The catwalk leads to an OFFICE that oversees the whole operation. We hear Billy RANTING --

INT. CITYWIDE RECYCLING CENTER - OFFICE - SAME

Billy paces as he vents. Nick, Pounds and Joey, bruised and bloody, but alive, give him a wide berth. Billy has showered and changed into an Athletic Suit. Again, perfect.

On the west wall, there's a LADDER leading up to a ROOF HATCH. For quick exits. On the east wall, a large aluminum CABINET, a CONTROL PANEL and a bay of SECURITY MONITORS.

BILLY

How does that happen? Someone wanna tell me? How this prick waltzes into our club, chains it down and turns us into fish in a fuckin' barrel.

Furious, Billy TURNS OVER a desk. Beat. Looks at the mess. To Pounds --

BILLY

Clean that up.

EXT. CITYWIDE RECYCLING CENTER - SAME

The two Sentries keep a nervous watch. One of them smokes. The other one takes out a fresh cigarette.

SENTRY 1

Gimme a light.

As Sentry 2 holds up the LIGHTER to the smoke -- THHWANNKKK!
A TITANIUM ARROW rips through both of their skulls and spikes them to the door. It looks like they're kissing.

INT. CITYWIDE RECYCLING CENTER - OFFICE - MINUTES LATER

Pounds is putting the desk in order.

JOEY
Maybe Castle's got someone on the
inside.

BILLY
Would explain things.

NICK
From what I hear, the guy works
alone.

JOEY
What're we gonna do, Billy?

Beat. Billy's not sure. He knows one thing --

BILLY
(to Nick)
We're gonna need all that cash.

Before Nick can respond, Pounds spots something on the
MONITORS --

POUNDS
What happened to Robbie and Big
Mike?

MONITOR

The entrance is unguarded. The Sentries are gone.

They hear a loud CRASH. The men rush out to --

INT. CITYWIDE RECYCLING CENTER - CATWALK - CONTINUOUS

Below, a FORKLIFT has smashed through a GARAGE DOOR. A
wooden PALLET with the two dead Sentries on it. The arrow is
now OUT of their heads.

INT. CITYWIDE RECYCLING CENTER - FIRST LEVEL - INTERCUT

Frank enters through the newly formed opening. The MP5s in
his hands. Billy calls out to Castle --

BILLY
I do something to piss you off,
Punisher? Owe you money? Fuck
your sister? What is it?

CASTLE
That jury foreman you killed had a
wife and two kids.

BILLY
You got no proof that was me.

CASTLE
I don't need any.

Frank heads to the stairs. Billy and his guys rush inside --

INT. CITYWIDE RECYCLING CENTER - OFFICE - CONTINUOUS

He opens the aluminum cabinet. It's an ARSENAL.

BILLY
That animal gets dead. Hear me?

His men nod as they suit up. SHOTGUNS, UZIS, 9MMs. Nick is
clearly tweaked. Billy puts a hand on his shoulder --

BILLY
You wanted in on the action. You
got it, mio camerata.
(re: Nick's crucifix)
Let's hope that covers all of us.

INT. CITYWIDE RECYCLING CENTER - CATWALK - MINUTES LATER

Castle approaches the office. Pulls out what looks like an
OREO COOKIE, slides it to the door. FIRES an MP5 and hits
the cookie. BOOM. SEMTEX. The door, blown off its hinges.
The dust clears. Frank enters --

INT. CITYWIDE RECYCLING CENTER - OFFICE - CONTINUOUS

It's EMPTY. Sees the roof hatch is OPEN. Then from above, a
HAIL of automatic weapon fire BLASTS through the tin roof.
Castle dives out the door, staying just ahead of the bullets.

INT. CITYWIDE RECYCLING CENTER - CATWALK - CONTINUOUS

Frank rolls off the catwalk, grabbing the edge. Hangs on,
dangling three stories, as bullets RIP past his fingers.

Through the office door, we see Pounds and Joey drop down
from the roof hatch and head to the catwalk.

Castle quickly pulls himself closer to the edge of the
catwalk, now HANGING BY HIS CHIN, he reaches for the two
GAPS.

Joey and Pounds point their Uzis at Frank's face. Then Castle FIRES through the wooden planks into the bottom of their feet. Pounds and Joey crumple to the floor, WAILING.

Castle holsters the guns and pulls himself up to the catwalk. As he goes to finish off the mobsters --

A BLAST. Billy, in the office doorway, shoots Frank in the back with a SHOTGUN. The Punisher flies off the catwalk --

INT. CITYWIDE RECYCLING CENTER - BOTTLE BREAKER - CONTINUOUS

Castle CRACKS hard inside the industrial recycling machine. Hopper is filled with BOTTLES. Frank's out cold.

INT. CITYWIDE RECYCLING CENTER - OFFICE - MOMENTS LATER

Billy goes to the CONTROL PANEL. Takes out his KEYS, uses one to turn on --

INT. CITYWIDE RECYCLING CENTER - BOTTLE BREAKER - SAME

The mechanism STARTS. We hear the slow CRUSHING of glass. Castle comes to. He took some buckshot in the back of the head and neck. Hurting, half-alert, he slowly crawls through the bottles to the edge of the hopper.

Then, Billy RISES UP over The Punisher, an UZI in his hand. We realize that he's standing on an empty PALLET, being hoisted by a forklift Nick operates. Frank reaches for -- nothing. No more guns.

BILLY

What's a matter, vigilante boy?
Run out of manpower?

Castle dives under the bottles as Billy OPENS UP. Takes two BULLETS in his leg as the bottles EXPLODE. Glass SHATTERS everywhere. Spray hits Billy's face. As he wipes the glass dust from his eyes, Frank's arm rises out of the bottles, a COMBAT KNIFE in his hand. He reaches over the hopper and SLASHES the HYDRAULICS on the forklift. Oil spurts as the heavy forks and pallet drop hard, CRASHING on the edge of the bottle breaker. The pallet CLIPS Frank's head, knocking him into the center of the hopper. Billy's Uzi falls to the ground. He also tumbles into the center of the hopper.

Both men sink into the bottles as the breaker methodically CHEWS GLASS. We see dangerously sharp chunks sliding down the chute into the holding bin.

BILLY

Nick! Nicky! Turn this thing off.

INT. CITYWIDE RECYCLING CENTER - FIRST LEVEL - SAME

We see Nick, intensely holding his CRUCIFIX. Praying --

NICK
Need some help here.

Then Nick runs to the stairs --

INT. RECYCLING CENTER - BOTTLE BREAKER - MOMENTS LATER

Castle has worked his way to the side of the bin. As he tries to climb out, Billy smashes a bottle, uses it to SLICE the back of Frank's leg where the bullet wounds are. Castle jerks in pain, falls back into the hopper.

The bin gets lower and lower. The men sliding dangerously close to the slow churning crushing wheel. Billy, in control, is now STEPPING on Castle's head. Trying to force his face into the gears. But Russo's leg slips and the wheel catches his pant leg, pulling him down toward the steel teeth. The mobster struggles to break free, his pants ripping off his leg.

BILLY
Help. Nick! Nicky!

INT. CITYWIDE RECYCLING CENTER - OFFICE - SAME

Nick goes to turn off the bottle breaker. Key is MISSING.

NICK
Oh, god.

INT. RECYCLING CENTER - BOTTLE BREAKER - MOMENTS LATER

Frank scrambles up the side of the hopper. Then as Billy tries to free his clothing, his LONG HAIR gets caught in the wheel. His head, slowly being pulled closer to the deadly gear. He pleads --

BILLY
Castle. Help me. Jesus Christ.
Help me...

Castle, now at the top of the hopper, holds on with one arm.

CASTLE
Tell me about the arms deal.

BILLY
Sure, sure. I'll tell ya!

Frank pulls something off his chest, tosses a weighty object into the wheel. CLANK. Suddenly the drum GRINDS to a halt.

Billy relieved, rage renewed --

BILLY
I ain't telling you shit!

CASTLE
I know.

Castle tosses the GRENADE PIN into the hopper, swings over the side and holds on. The pin slides past Billy's face --

BILLY
Mother --

BOOM. A CONCUSSIVE BLAST. NO FRAGS, just force. Billy FLIES out of the hopper, drops the two stories, CRUNCHING FACE-FIRST into the holding bin of BROKEN GLASS.

Castle is losing his grip. He looks below. Sees Billy directly under him. Frank drops. Landing FEET FIRST, hard on Billy's back. SMASHING the mobster deeper into the broken pieces. Pools of BLOOD stream through the glass.

The HATCH that they use to empty the bin starts to GIVE.

INT. CITYWIDE RECYCLING CENTER - FIRST LEVEL - CONTINUOUS

Nick comes down the stairs, again holding the crucifix. We realize he's not praying, he's TALKING INTO IT.

NICK
No idea if you guys are in range.
Not gonna fuckin' believe this, but
Castle showed up at Citiwide
Recycling. Killed Russo. Must've
taken out the rest of his crew --

Castle hops off of Billy, out of the bin. Picks up the Uzi Billy dropped.

Suddenly, Nick sees Castle coming towards him. Startled, he pulls his gun --

Castle, Uzi in hand, sees Nick. Before Nick can say anything, Frank FIRES the Uzi. RIPS a path across Nick's torso. Nick drops.

Castle walks over to make sure he's dead. Notices that the bullets shattered Nick's CRUCIFIX. Gets close. Inside the cross, he sees a small MIC and TRANSMITTER.

CASTLE
Government issue --

Castle looks at Nick. Realizes --

CASTLE
You're a cop.

Frank stares at Nick. An innocent man. Suddenly lost, he drops the Uzi. The Punisher slowly walks out.

EXT. CITYWIDE REFUGE - SAME

Large office and garage. GARBAGE TRUCKS. Quiet. Moore and Brent walk back to the van. Disappointed. Gad calls out --

GAD
9-1-1 just got a report of gunfire
and explosions down at Citywide
Recycling.

Moore and Brent quickly hop in the van.

INT. CITYWIDE RECYCLING CENTER - FIRST LEVEL - LATER

With Castle gone, Pounds and Joey, limp out from the shadows. They see Nick is dead. Look over at the glass bin. See BLOOD OOZING out the sides of the hatch.

JOEY
Fucking Castle.

Pounds blesses himself --

POUNDS
Sorry, Boss.

SIRENS approach. They rush out.

A moment later, the pressure of Billy's fall causes the hatch to BREAK OPEN. Glass spills onto the floor, Billy with it. As he tumbles out, he lands face up. His face and torso are a bloody mess. Pieces of broken glass deeply EMBEDDED IN HIS FLESH. He looks like a huge, bloody, stained glass ornament.

EXT. EAST RIVER SERVICE ROAD - UPTOWN - NIGHT

A deserted service road along the river. The El Camino parks under a bridge abutment. Hidden. FDR Drive towers above.

The door opens and Castle slowly exits. He grabs some old tarps lying on the ground. Covers the car.

EXT. RIVER EMBANKMENT - MINUTES LATER

Frank slides down the embankment and comes to a rusty SEWER GRATE. Pries up the heavy iron and drops down into --

INT. SEWER - CONTINUOUS

Castle finds a previously-placed FLASHLIGHT. He makes his way down the narrow sewer, passing one MAN HOLE COVER, then stops at a second COVER. He pulls up the thick round plate. Turns off the flashlight, re-replaces it for the return trip. Then Frank climbs down a ROPE LADDER into --

INT. DISCONTINUED SUBWAY TUNNEL - CONTINUOUS

Castle ambles down the tracks. Behind him, the rails and tunnel abruptly end at sheer rock. Never connected to the other lines. Makeshift lights strung from overhead pipes light his way. We hear the ROAR of subway trains nearby.

INT. ABANDONED SUBWAY PLATFORM - MINUTES LATER

Frank enters his humble abode. The dark, damp place we saw earlier. It's an old 1920's IRT station, abandoned halfway through construction. It's ornate, but unfinished. Oddly nostalgic. It's actually more cozy than cold.

On the east platform, there's a cot, a table, a chair, an electric burner and a fridge. Next to the cot is a padlocked TRUNK. In the far corner, there's an old toilet over a sewer grate -- a makeshift latrine. Castle's also tapped a waterline for a shower and faucet. Home.

On the west platform, there are cases of guns, ammo, grenades -- ARSENAL. Next to the hardware, a work bench with tools, radios, scanners. The wall of MUGSHOTS. Work.

POWER CABLES have been pulled from the streets above to power The Punisher's Den.

Castle climbs up to the eastbound platform. Strips down to his boxers. On his chest, he's got a TATTOO OF THE SKULL. Same size as the one on the vest. His body, bloody, bruised and SCARRED. Years of taking a beating.

We see a hasty bandage wrapped around his leg where he took the slugs. Stands under the spigot, turns on the water. It pours down over him. Icy. Tries to wash away the day.

We hear the RUMBLE of the trains. As the lights flicker, we see FLASHES of Frank sliding down the wall.

Sitting on the cold, wet grate. His head hanging heavy.
Unable to shake the image of --

INT. CITYWIDE RECYCLING CENTER - FIRST LEVEL - SAME

Detective Nick Donatelli lies on the ground. Dead. Several
UNIS are on the scene. We see Detective Haley Moore run over
to Nick. She sees him and stops. Cold --

MOORE
Oh, god. No.

Moore goes to his side. Kneels.

MOORE
Jesus, Nicky. I'm sorry. Shit.
I'm so sorry.

Moore unconsciously touches the broken crucifix. Brent
gently reminds her it's a crime scene --

BRENT
Haley, you can't touch --

Moore overwhelmed, reins in her emotions in front of the
other cops. She runs outside --

EXT. CITYWIDE RECYCLING CENTER - MOMENTS LATER

Brent joins Moore outside. She sucks it up. Stays hard.
Her colleague offers consolatory logic --

BRENT
This isn't on you.

MOORE
I'm his handler, Brent. Who else
is it on?

BRENT
Castle turned this operation upside
down. Severed the tether. It
exposed Donatelli.

Brent looks at the CORONER loading the two dead Sentries --

BRENT
By the looks of it, Nick took out a
few of Russo's boys before they got
to him.
(beat)
There's nothing you could've done.

MOORE
I could've done my job. Kept my UC
alive.

Beat. She's right. Back to business --

BRENT
I'll put out an all points on Billy
Russo.

MOORE
Probably halfway to Sicily by now.

Behind Moore we see PARAMEDICS loading the mangled Billy into
an AMBULANCE. He's hooked up to an IV. Still ALIVE.

PARAMEDIC 1
He's a John Doe. No ID.

PARAMEDIC 2
Damn. No face.

The camera pushes on BILLY'S MANGLED FACE. No longer pretty.

SMASH TO:

MUGSHOT OF BILLY RUSSO

We realize that we're in --

INT. ABANDONED SUBWAY PLATFORM - LATER

We see the wall of MUGSHOTS. The one of DJ, Cesare and Billy
have BLACK Xs through them. Punished.

Castle leans on the work bench. Swigs cheap scotch to numb
the pain as he pulls out the lead SLUGS in his leg with a
needle-nose PLIERS. The WOUNDS are looking really nasty.
Completely infected.

INT. NICK'S HOUSE - LIVING ROOM - SAME

Angela and Grace hold each other as they SOB. We see a
POLICE CAPTAIN standing near the doorway. News delivered.

INT. ABANDONED SUBWAY PLATFORM - MINUTES LATER

Castle lies on the cot. The near-full bottle of scotch next
to him. He's not drunk. He's vacant. His EYES ARE DEAD.

FADE TO BLACK.

FADE UP ON:

EXT. STREETS - SPANISH HARLEM - MORNING

DANTE SMITH, black, 30's, unlocks his storefront. He carries a NEWSPAPER. We see faded GANG INK on his arms. Reminder of a past life. Dante rolls up the large aluminum gate. He looks like the last guy to be running --

INT. HARLEM FUNTIME ARCADE - CONTINUOUS

An old school PENNY ARCADE. Skee-ball, pinball, prize cranes, strength-testers and in the center, a CAROUSEL.

Dante enters, turns on the lights. The amusements come to life. He smiles. Then, as he walks to the back office --

CASTLE (O.S.)
How's it goin', Dante?

The voice startles Dante, he drops his newspaper, strikes a defensive pose. Sees a man in a black HOODIE. The man removes the hood --

DANTE
Castle. Jesus Christ.
(beat)
The hell're you doing here?

CASTLE
Need a favor.

After a moment, Dante looks around, picks up the newspaper --

DANTE
Guess I ain't got much of a choice.
You're not a guy I wanna piss off.

Dante shows him the FRONT PAGE. A PHOTO of Castle. The headline reads: PUNISHER VIGILANTE WIPES OUT MAFIA CLUB.

DANTE
You're a long way from the badge,
brother.

Frank goes to a dark place. Does the thing he hates most --

CASTLE
Can you help me?

INT. HARLEM FUNTIME ARCADE - BACK OFFICE - MINUTES LATER

Castle shows Dante the wounds in his leg --

DANTE
Jesus. That's bad.

CASTLE
Need some heavy duty antibiotics.
Figure you'd be able to get your
hands on some scrips.

DANTE
Not my game anymore.

CASTLE
But you still know the players.

DANTE
Been straight since I paroled
Attica. Staying away from the
underbelly, Frank.

CASTLE
I get it.

Frank starts to leave --

DANTE
You were the lucky one. Got out of
this place. Made yourself a life.
What the hell happened?

CASTLE
Too many answers to that question.

Something in the newspaper catches Castle's eye. He picks it
up and reads a STORY on the bottom half of the paper. Lost.
Dante breaks his distraction --

DANTE
Why me? You could score scrips
anywhere.

Frank tosses the newspaper back on the desk.

CASTLE
Guess I just felt like seeing an
old friend.

As Castle heads out --

DANTE
I'll make some calls.

Frank give him a grateful nod. Exits.

Dante sees the story that caught Frank's attention --
UNDERCOVER COP SHOT DEAD. There's a PHOTO of Nick Donatelli.

Dante ponders the clue. He sits at his desk. Pulls a worn copy of the NEW TESTAMENT out of a drawer. Holding a page, is a homemade book mark. It's a yellowed, laminated NEWS CLIPPING that reads: FATHER OF FOUR KILLED IN GANG DRIVE-BY.

Dante looks at Nick's photo again. He knows Castle's secret.

INT. SURGICAL RECOVERY UNIT - DAYS LATER

We see Billy Russo lying in a post-op bed. His head's been SHAVED. A SURGEON and a NURSE remove the medical GEL-MASK that covers his face. Slowly revealing the damage. His face is a maze of THICK, RED SCARS. Dozens of sewn-up, crisscrossing gashes. Nothing comical or campy about it. It's fucking hideous.

SURGEON

You need to prepare yourself. At this stage, there wasn't much more we could do.

He hands Billy a MIRROR. Billy looks at his reflection. Speechless --

SURGEON

When you begin to remember things. And we know who you are, we can --

BILLY

What happened to the glass that was in me?

SURGEON

I'm not sure.

BILLY

I'd like it.
(off their perplexed look)
Might help me remember stuff.

SURGEON

Okay. There's a lot we can do to improve your appearance. Grafting, reconstructive --

Billy looks at him like he's crazy --

BILLY

What're you talking about, Doc? I look great.

(MORE)

BILLY (cont'd)
 Little pasty from being cooped up
 in here.
 (big smile)
 But otherwise, pretty as ever.

The surgeon shares a look with the nurse, clearly he's had a psychotic break. He smiles calmly at Billy --

SURGEON
 I'm going to have a colleague of
 mine come by and talk to you.

BILLY
 Sure thing.

They leave Billy alone. Billy picks up his phone, dials --

BILLY
 Joey. Jesus it's good to hear your
 voice. It's me, Billy.

INT. MONTE CARLO - INTERCUT

Joey, on his cell, is stunned that Billy is alive. He SCREECHES to a stop. Traffic backs up. HONKS.

JOEY
 Boss? You're alive?

BILLY
 No, I'm calling from fucking
 heaven.

JOEY
 I... can't believe it.

BILLY
 Yeah. I'm a miracle, right? Find
 Pounds and Nick. I'm at Beekman.
 Room 237. Bring me something to
 eat. And some decent clothes.

Joey ends the call. Nervous.

EXT. CEMETERY - GRAVESIDE - DAYS LATER

A POLICE FUNERAL. BRASS, UNIFORMS, POLITICOS. Pageantry.

We see Angela, Grace and several FAMILY MEMBERS sitting in the front row, graveside. They are lowering the casket into the hole.

Haley Moore, in a black coat, a few rows back.

EXT. CEMETERY - HILLSIDE - SAME

The Punisher watches the ceremony from behind a mausoleum on the next hill. He sees Angela and Grace. BAGPIPES play AMAZING GRACE.

Castle slides down the side of the marble structure. Looks out over the sea of grave stones. Pulls out his tattered WAR JOURNAL. We hear his thoughts as he scribbles --

CASTLE (V.O.)
 War journal entry, number six
 hundred thirty eight.
 (beat)
 Since my declaration of war three
 years ago, my mission has been
 simple. Concrete. I am a soldier.

We INTERCUT Frank's remorse with scenes of Nick's funeral.

CASTLE (V.O.)
 I punish the ones who no one else
 punishes. Those protected by blood
 money and fear. Carrying out that
 order, I've killed hundreds, maybe
 thousands. And every day, I'm able
 to move past the carnage bleeding
 into my mind and the screams
 echoing in my ears, because I know
 as a result of my actions, an
 innocent life will be spared.
 (beat)
 But now, I'm a warrior who's lost
 faith in the crusade because I can
 no longer distinguish myself from
 the enemy.
 (beat)
 I killed a cop. An innocent man.
 I'm a murderer whose crime needs to
 be avenged. And now I must decide,
 for the first time -- how does The
 Punisher, punish himself?

On that, Castle hears the Honor Guard give a 21-GUN SALUTE. Frank shuts his eyes and strangles the journal.

EXT. NICK'S HOUSE - LATER

Angela and Grace exit a police car, the same Police Captain that delivered the bad news, escorts them to the door. We see a UNI waiting for them. The sight of a cop at the front door, spooks Grace.

ANGELA
It's okay, sweetie. Go 'head in,
I'll be right there.

Grace goes inside. Angela turns to the Captain --

ANGELA
Is all this protection really
necessary?

POLICE CAPTAIN
The way everything went down... You
saw the papers, we couldn't protect
Nick's identity.

ANGELA
Are we in danger here?

POLICE CAPTAIN
Nothing to worry about. Cesare's
crew was wiped out. Russo's long
gone. This is just a temporary
precaution.

Angela nods wearily, smiles at the uni, enters the house.

EXT. STREET - QUEENS - INTERCUT

We see Castle in his El Camino down the block. He watches
the Donatelli women with BINOCULARS. Sees the cops
protecting the house. Drives away.

INT. NICK'S HOUSE - BEDROOM - MINUTES LATER

Angela enters her bedroom. On the bed she sees a GYM BAG
filled with CASH and a gold ring. The one Castle took from
the A-2 Crew. Angela looks at the money. Stunned.

INT. HOSPITAL - HALLWAY - DAY

Billy strolls the halls in his hospital gown. He enters --

INT. HOSPITAL - PEDIATRIC PLAYROOM - CONTINUOUS

Billy sees CHILDREN putting together a huge JIGSAW PUZZLE of
SPIDERMAN. The kids see him and SCREAM. They all clear the
room except for one BOY. His face too, is disfigured. Billy
joins him. Stands over the puzzle --

BILLY
Whatcha doing?

The little boy stares at Billy, then hands him a piece of puzzle and points to Billy's face. Billy smiles.

Pounds and Joey enter the room, they have a bag of food and a clean suit. Billy's back is to them --

JOEY
Boss?

BILLY
Yeah.

JOEY
We've been looking all over for you.

Billy turns. They see his face. Joey GASPS. Pounds PUKES.

JOEY
Jesus, Billy? That you?

Beat. Billy glances at the puzzle piece in his hand. Pats the boy's head --

BILLY
(matter-of-factly)
Billy's dead. Call me Jigsaw.

He tosses the piece onto the puzzle, heads for the door --

INT. HOSPITAL - HALLWAY - CONTINUOUS

His men follow.

JIGSAW
Where's Nick?

Joey and Pounds share a look --

JIGSAW
What?

JOEY
Nick Cicciro was really Nick Donatelli. Undercover with OCCB. He was a fuckin' rat.

Joey pulls out the NY POST. It's the one with Nick on the cover. Jigsaw reads it. Wounded by the news. Joey and Pounds share a conspiratorial look.

JOEY
What do you remember?

JIGSAW
Heard the explosion. Felt the
pain. After that -- nothing.
(realizes)
What happened to you guys?

POUNDS
We thought you were dead.

Joey spins a big lie to make up for the desertion --

JOEY
That's when we realized Nick was a
cop. Probably in bed with The
Punisher. We killed Donatelli,
boss. Did it for you.

Jigsaw is touched by their loyalty --

JIGSAW
That's good. You're good men.

JOEY
We should've never trusted Nick.
He wasn't family.

Beat. Jigsaw has a plan.

JIGSAW
You're so right, my friend.

On the move --

JIGSAW
Find out the visiting schedule at
Bellevue.

JOEY
Who's at Bellevue?

JIGSAW
My brother.

Joey and Pounds share a look --

POUNDS
Looney Bin Jim?

Jigsaw grabs Pounds by the throat, vicious --

JIGSAW
An unfortunate label given to him
by cruel children. His name is
James.

Pounds nods. Terrified.

INT. PUNISHER TASK FORCE OFFICE - MORNING - DAYS LATER

A cramped, basement office. Two desks, some filing cabinets, a MAP on the wall and Detective Soap. His desk is filled with official DOSSIERS. FBI, DEA, ATF. He studies them.

SOAP

(awed)

Jesus. You squelched a gang riot
three SWAT teams couldn't make a
dent in.

(beat)

You're nothing if not driven,
Castle.

Suddenly his door opens. Detective Haley Moore enters. Carrying a box. It's been awhile since Soap's had company. Especially company this attractive. He stands, files SPILL onto the floor. Moore offers a half-smile.

MOORE

At least your consistent.

Moore watches him pick up the files. He remembers --

SOAP

You were at Cesare's Social Club.

MOORE

Detective Moore. Organized Crime
Control Bureau. Formerly.

SOAP

Formerly?

MOORE

Been reassigned.

She hands him a MEMO. He reads it. Stunned.

SOAP

You're my new partner?

MOORE

Yeah.

SOAP

What'd you do?

(off her look)

Had to piss off somebody to get
this gig.

MOORE

I requested it. How'd you get it?

SOAP

One more black mark in my jacket, I would've been crossing school kids in Yonkers.

(beat)

I'm a little scattered. ADD.

MOORE

So I see. You also have one of the highest IQs in the department. One class away from your law degree.

SOAP

You read up on me?

MOORE

I enter every situation with my eyes open.

SOAP

Why this situation?

(off her delay)

OCCB is one of the most lucrative assignments in the department. No one walks away from that willingly.

MOORE

Frank Castle is a vigilante. His rage kill at the Social Club tanked a two-year undercover operation of mine. Got my UC killed.

SOAP

Sorry.

MOORE

I want The Punisher. Collared. Dead. Either one works for me.

Soap is impressed. Points to the other desk --

SOAP

Welcome to The Punisher Task Force.

Moore drops her box on the desk. Soap checks out her body.

MOORE

Eyes off the ass, Sparky.

Soap's eyes dart to the ceiling --

SOAP

Hear that.

INT. BELLEVUE PSYCHIATRIC CENTER - RECREATION ROOM - SAME

High-security psych ward. Bars on the windows. ARMED GUARDS at every exit. PATIENTS play ping-pong, do arts and crafts. In a far corner, gazing out the window is JAMES RUSSO (LBJ), 37, 6'2, buzz cut, all muscle. Even though he looks like a killer, LBJ has the temperament of a troubled child. Innocent and simple one minute, aggressively acting out the next. His juvenile approach to life (and inflicting death) is what makes him a unique nemesis.

Several GUARDS enter and round up the patients. One of them, HIGGINS, white 40's, barks at LBJ --

HIGGINS

Let's go Russo. Time to look sane
and happy for all the relatives.

LBJ doesn't move.

LBJ

Got nobody coming. Leave me alone.

HIGGINS

Not my problem. All patients in
the family room. Move.

LBJ continues to stare out the window. Higgins pulls out a TAZER, STUNS LBJ. Russo barely twitches, continues to ignore the guard. Higgins, now enjoying the defiance, TURNS UP the tazer to full juice. ZAPS LBJ. LBJ jumps out of his chair. Stares down Higgins. The guard puts his hand on his gun --

HIGGINS

Just give me a reason.

LBJ backs down. Higgins shoves him toward a door.

INT. BELLEVUE PSYCH CENTER - FAMILY CENTER - MOMENTS LATER

The room is filled with psych PATIENTS and their FAMILIES. NURSES and GUARDS keep watch. Music PLAYS. There's a PUNCH BOWL and snacks. Visiting day. Rehab meets Cuckoo's Nest.

INT. BELLEVUE PSYCHIATRIC CENTER - LOBBY - SAME

Jigsaw enters wearing a brimmed hat, high collar coat, scarf and sunglasses. Most of his face concealed. Joey and Pounds follow. Nervous. They walk past the SECURITY COUNTER -- an ARMED GUARD and SECURITY MONITORS.

The men pass through a METAL DETECTOR. No metal. They smile politely at the staff and enter.

INT. BELLEVUE PSYCH CENTER - FAMILY CENTER - MINUTES LATER

Jigsaw enters and scans the room. Sees a very large PATIENT rocking on a couch, all alone. Jigsaw hands Joey a small GLASS VIAL, points out the patient to Joey and Pounds.

JIGSAW
That one. Dust him.

Pounds keeps watch as Joey moves to the refreshments. Joey pours white crystalline POWDER from the vial, PCP, into a cup, fills it with punch. Then Joey sits next to the large Patient. Hands him the punch --

JOEY
Drink up, Buddy. You'll feel better.

The Patient smiles. Sips the punch.

LBJ has taken another seat in front of a window. Jigsaw approaches his brother. Removes the glasses and scarf --

JIGSAW
James.

LBJ turns, sees him, unsure, he moves closer.

JIGSAW
It's me.

LBJ recognizes him. Almost weeps with joy. Hugs him --

LBJ
Billy?

Jigsaw embraces his brother.

JIGSAW
S'okay now, James. I'm here.

James touches Jigsaw's face.

LBJ
Who did this to you?

JIGSAW
Let's just take care of you.
C'mon, we're going home.

LBJ
Really, Billy?

JIGSAW
Yeah. Really.

If it weren't such a freakshow it' would be touching. Their relationship is very much *Of Mice and Men*. Jigsaw is George, LBJ, Lenny.

Joey steps away as the large Patient starts MUMBLING loudly. Agitated. A NURSE goes to him. He snaps, SCREAMS, then BITES her in the face. The drugged man starts attacking other inmates. He's strong, super-manic. Guards and nurses try to subdue him. He's out of control. Dusted.

In the commotion, Jigsaw slides his hands into his coat pocket and walks up to an ARMED GUARD at the back fire exit. Before the man can say anything, Jigsaw JAMS both fists into the guard's belly. The man's face goes white. As he drops, we see on Billy's fists are GLASS KNUCKLES. He's taken the pieces of glass removed from his body and fashioned a set of RAZOR SHARP FIGHTING KNUCKLES. LBJ takes the guard's GUN.

Jigsaw opens the back exit. ALARMS. No one pays attention. Too much chaos. The Russos, Joey, Pounds exit.

INT. BELLEVUE PSYCHIATRIC CENTER - HALLWAY - MINUTES LATER

Jigsaw leads the others out of the stairwell into the first floor hallway. More ALARMS are ringing. They see several GUARDS mobilizing in front.

INT. BELLEVUE PSYCHIATRIC CENTER - LOBBY - INTERCUT

Higgins barks orders at the other guards --

HIGGINS

We got one AWOL. James Russo.
Lock it down.

The other GUARDS head into the facility. Higgins stays in front. Gun in hand, he watches the row of SECURITY MONITORS.

Jigsaw turns to his brother --

JIGSAW

James. We need to get past that
man up there.

LBJ nods, pulls out the gun and quietly moves to the lobby.

Higgins watches the monitors. Suddenly on one he sees -- LBJ with a gun. He turns. GUN in his face. Higgins freezes. LBJ smiles --

LBJ

Gimme a reason.

Higgins doesn't move. LBJ takes Higgins' gun and tazer.

Jigsaw and the others rush past LBJ to the front doors.

JIGSAW
Good boy, James.

LBJ CLOCKS Higgins with the gun, knocks him to the floor. We hear the ZAP of the tazer. Higgins' body twitches and jerks. As LBJ runs out the door.

See Higgins, the tazer shoved down his throat. Dead.

INT. HARLEM FUNTIME ARCADE - BACK OFFICE - LATER

Castle sits on the desk as Dante preps a syringe --

DANTE
Vancomycin. This shit'll kill anything.

CASTLE
Sounds good.

Dante shoots him with the antibiotic. As he does, he calls Frank on his truth --

DANTE
You killed that cop. That's why you came to me. You know I've been there.

Frank puts on his jacket.

CASTLE
Don't read between the lines, Dante. Deep doesn't serve us.

Castle heads for the door. Dante, feeling dissed --

DANTE
You're welcome.

Frank stops. Pulls himself out of his self pity --

CASTLE
Thanks.

Castle sees the clipping BOOKMARK sticking out of Dante's bible. Pulls it out and reads it. Dante was right about why Frank sought him out --

CASTLE
You consider yourself a good man?

DANTE
Made a lot of bad choices. Hurt
some people. But yeah, I do.

CASTLE
How do you do it? Live with
yourself? Knowing you got away
with killing an innocent man.

DANTE
Who said I got away with it?

CASTLE
(re: clipping)
They couldn't prove that guy died
by your bullet. We both know he
did. You never served time for
that crime.

DANTE
Confinement, no. Contrition, yes.
(off his look)
What do you think this place is,
Frank? Did a dime of a twenty-five
year sentence for shooting those
Crips. Got out, used the drug
money I stashed to buy this place.
Keep it going so families in this
hood got someplace decent to take
their kids.

CASTLE
Penance.

DANTE
That's how I wake up every morning
without downing a cyanide latte.
(beat)
God forgives those who want
forgiveness.

CASTLE
Guess I'm screwed.

The Punisher exits.

INT. PARR IMPORT-EXPORT OFFICE - SAME

Inside a comfortable office, Jigsaw sits across from ALLISTER
PARR. British, slight. LBJ, Joey and Pounds stand outside
the door. Jigsaw and Parr mid-conversation. Tense.

ALLISTER
It's a very important shipment.
Nothing can go wrong.

JIGSAW
Nothing will.

ALLISTER
You had a cop infiltrate your family. How do I know our deal hasn't been compromised?

JIGSAW
Never divulged anything to Ciccio... Donatelli, whatever the fuck his name was. Didn't know about you. Didn't know about our deal.

ALLISTER
Word is the other families are steering clear of the Gaitano clan. What happens if this Punisher shows up again? You gonna take him on with that half-broken crew out there?

Without missing a beat --

JIGSAW
Don't worry. I have a crew. They're a phone call away.

Parr is skeptical.

ALLISTER
You show me you have the manpower to protect my investment, then we have a deal.

JIGSAW
Before I do that, need to know what I'm bending over backwards for. What's this weapon?

ALLISTER
You don't need that information.

Jigsaw lays down the hard facts --

JIGSAW
Been to the ports lately? Thick with Homeland Security. You try bringing in cargo from anywhere east of the English Channel, see how many layers of red tape you gotta chew through. I'm giving you a safe port with customs paid off. You need me more than I need you.

(MORE)

JIGSAW (cont'd)
(hard)
What's the weapon?

Beat. Parr smiles. He knows Jigsaw's right --

ALLISTER
It's a Super Plague. Bubonic.

JIGSAW
Black Plague? Didn't we wipe that
out like a thousand years ago?

ALLISTER
This is exponentially more deadly.
Once released, the infection
spreads at an uncontrollable rate.
It would take months to immunize
any sizable urban area. Thousands
would die. The rest, quarantined.
City'd be crippled.

JIGSAW
You got buyers?

ALLISTER
Just one.

Jigsaw smiles.

JIGSAW
I'll call you when my crew's in
place.

ALLISTER
Do it fast. The ship should reach
New York harbor by tomorrow night.

Jigsaw exits. Allister picks up the phone. Buzzes --

ALLISTER
Claire, book me a flight to London
for the day after tomorrow.
(beat)
No. Just one way.

EXT. STREET - DOWNTOWN - MOMENTS LATER

Jigsaw and his guys head to his Mercedes.

JIGSAW
Get a hold of the A-2 Crew, gotta
hire some able bodies.

JOEY
Expensive muscle. Need a lot of
cash to bring on those brothers.

JIGSAW
I know. Let's go get it.

They hop in the car.

INT. ABANDONED SUBWAY PLATFORM - NIGHT

Castle sits on his cot, the locked trunk at his feet. He opens it. The contents -- his former life. PHOTOS of his wife and son, MEDALS, PURPLE HEARTS, FBI ID. Reminded that he was a hero and a father. Frank takes in the memories. Stone sober. It's not sentimental or sad. In fact, there's an ease about him. As if he's reached a tough decision.

He slips his WAR JOURNAL in his pocket and closes the trunk.

INT. SEWER - MINUTES LATER

Frank climbs up the rope ladder into the sewer. He replaces the manhole cover and now goes to the other man hole cover. He removes it, revealing -- an ACTIVE SUBWAY TUNNEL. A TRAIN whizzes by below. Castle stands above the hole. We hear the RUMBLE of an approaching train. The Punisher takes a deep breath and drops down into the hole --

INT. SUBWAY TUNNEL - CONTINUOUS

HEADLIGHTS. A TRAIN fills the screen. As it clears we see Castle lying face down on the tracks. Alive. The car passed over him. He stands. Brushes himself off and walks --

INT. 116TH STREET SUBWAY STATION - MOMENTS LATER

Frank climbs the stairs to the platform. Makes his way past a few people who barely notice he came out of the tunnel. Castle goes to a PAY PHONE. Dials --

INT. 34TH PRECINCT - INTERCUT

GRIER, an unflappable Desk Sergeant, answers the phone.

GRIER
Thirty-fourth.

CASTLE
This is Frank Castle.

GRIER
Okay. What do ya need, Frank?

CASTLE
I'm The Punisher. The vigilante.

GRIER
Right. Hold on.

Grier puts Castle on hold, dials another number.

INT. POLICE PLAZA - PUNISHER TASK FORCE OFFICE - INTERCUT

Moore answers --

MOORE
Moore.

GRIER
This is Grier from the thirty-fourth. Gotta guy on the line, says he's your Punisher.

MOORE
That's four so far this week.

GRIER
Want me to dump it?

MOORE
Put him through.
(to Soap)
It's for you.

Soap picks up the phone --

SOAP
Punisher Task Force. Detective Soap.

CASTLE
(didn't know it existed)
Punisher Task Force?

SOAP
Yeah.

CASTLE
This is Frank Castle. I wanna turn myself in. Meet me at the Graffiti Wall, 106th and Park.

Castle hangs up the phone.

Soap contemplates the call.

SOAP

Some guy says he's Castle, wants to turn himself in.

MOORE

Probably the guys down at the seventh pulling your chain again.

Soap grabs his coat and gun --

SOAP

C'mon, it gets us out of this dungeon.

MOORE

No argument there.

They exit.

EXT. STREET - SPANISH HARLEM - LATER

Castle, in civilian clothes, walks the streets of his old neighborhood. Rundown, boarded up buildings. Junkies, whores. It's ugly. Gentrification hasn't made it this far uptown. He takes it all in. Sees a HOMELESS WOMAN with two KIDS sitting in a doorway. He stops and watches them for a moment. Not with compassion, with guilt. He moves on.

Up ahead he hears SHOUTING. Then GUNSHOTS and SCREAMS. Three LATINO MEN, 20's, run out of a BODEGA. Small caliber weapons in their hands. GANG INK on their necks and arms: LATIN KRAZIES, LK. They flee the crime, run towards Castle.

One of the bangers has a shaved head and a CROWN OF THORNS tattooed on his head, it's CARLOS ESPINA, the Latino from the mugshot wall. Espina points the gun at Frank's face --

ESPINA

Whatcha gonna do, pendejo?

Castle does nothing. They LAUGH. Run away. Unpunished.

INT. CROWN VIC - SAME

Soap drives. Moore shotgun. The front seat is filled with FILES on Castle. Moore studies her partner as he speeds --

MOORE

For a guy who got railroaded into a bullshit gig, you sure are invested.

SOAP

The job's bullshit, not the subject. No vigilante has ever done what Castle's done. He's the last desperado, frontier justice personified.

MOORE

Don't turn him into Jesse James. Frank Castle's more dangerous than the scumbags he kills.

SOAP

If you took a street poll, John Q. Public might have a different opinion. He's already a folk hero.

MOORE

So if you had your choice, counselor. You rather prosecute or defend this "hero"?

Beat. Soap thinks about that. Then, sadly --

SOAP

He's in too deep to ever allow himself to be judged. The Punisher can only kill or be killed.

MOORE

You didn't answer the question.

SOAP

Good lawyer never does.

EXT. NICK'S HOUSE - SAME

Angela and Grace enter their house. The uniform cop is GONE.

GRACE

What happened to the policeman, Mommy?

ANGELA

I'm sure they had more important things to do honey.

Angela looks around as they enter. Uncertain if that's true.

The CAMERA CROSSES the lawn, finds, hidden behind a row of garbage cans, the uni that was guarding the front door. Throat SLASHED.

INT. NICK'S HOUSE - LIVING ROOM - LATER

Angela and Grace enter.

ANGELA
Go get ready for bed, sweetie.

Grace heads down the hall. Angela drops on the sofa.
Exhausted.

GRACE (O.S.)
Mommy.

ANGELA
Just do what I asked, please.

GRACE (O.S.)
Mommy --

ANGELA
Gracie, I said do --

Angela checks herself, finds the patience --

ANGELA
What is it, sweetheart?

She heads into --

INT. NICK'S HOUSE - GRACE'S ROOM - CONTINUOUS

Angela GASPS. Joey and Pounds come up behind her and cover her mouth, muffling her SCREAM. LBJ holds Grace's trembling hand. Jigsaw is sitting on the little girl's bed next to the GYM BAG of cash that Castle gave her. On his lap are Grace's BARBIE and KEN DOLLS. He fingers the GOLD RING with the diamond "T" that Frank threw in the bag. Slides the band onto Ken's arm --

JIGSAW
(re: ring)
I give these to all my guys when they come to work for me. Token of how much I care. But you know that, 'cause your guy was my guy.

He holds up empty police EVIDENCE BAGS.

JIGSAW
Came here to get the money Nicky was keeping for me. But the safe was empty. Donated to the NYPD.
(beat)
But while I was snooping around.
(MORE)

JIGSAW (cont'd)
Found something else that belongs
to me.

(re: gym bag)
How long was Castle and your old
man working together? They old war
buddies? Must've been pretty close
for him to lay all this cash on
you.

Jigsaw jumps up, grabs Angela by the throat. Throws her down
on the bed. Grace SCREAMS. LBJ covers the little girl's
face with his big hand.

JIGSAW
I trusted him. Treated him like a
brother. He hurt me. My family.
Now, I do the same.

He squeezes harder. Choking her. Angela GASPS. Then he
lets go. Motions to his guys to take her.

JOEY
Want us to finish it?

JIGSAW
We may need her. If she does have
a connection to Castle, bitch could
be our leverage. Rip this place
up. See what else is mine.

They haul mother and daughter into the other room. Jigsaw
starts to exit, sees that Ken's outfit was messed up in the
tussle. He smiles as he makes Ken perfect.

EXT. GRAFFITI WALL - 106TH/PARK - SAME

Soap and Moore look at the famous GRAFFITI MURALS. A few
KIDS mill about. An ELDERLY COUPLE. No Castle.

MOORE
Hope your buddies downtown are
sufficiently tickled. Let's go.

As they exit into the tree-lined walkway, Frank Castle steps
out of the shadows. Both Soap and Moore are stunned. Frank
looks at them. Surprised --

CASTLE
You're The Punisher Task Force?
(off their stare)
Guess I overestimated myself.

Moore pulls her 9MM. No longer stunned --

MOORE
On the ground.

Castle calmly assumes the position. Soap cuffs him, frisks. Finds no weapons, just the War Journal.

SOAP
What's this?

CASTLE
Your case.

Frank climbs to his feet. Then out of nowhere, Moore SLUGS him in the jaw. The shot spins The Punisher's head.

MOORE
Guess which one's "bad cop"?

Castle studies Moore. Looks familiar. Soap tries to logic --

SOAP
You're just... turning yourself in?

CASTLE
Due process of the law.

MOORE
Not gonna be much of a process, shithead. You're gonna hang.

CASTLE
Sine prole.

MOORE
What?

SOAP
Without issue.
(beat)
He knows it's a death sentence.

EXT. NICK'S HOUSE - LATER

Two more UNIS find the cop who had his throat slashed.

Pull their guns. As they approach the house, Pounds exits. Sees them. He FIRES at the cops. Heads back inside --

INT. NICK'S HOUSE - LIVING ROOM - CONTINUOUS

We see Angela and Grace on the couch. Terrified. Pounds throws a panicked look to Joey and Jigsaw --

POUNDS
We got trouble.

INT. CROWN VIC - MINUTES LATER

Castle sits in the back seat cuffed, hands behind his back. Soap drives. Moore leafs through the journal. Stunned --

MOORE
Holy shit. This is a blow by blow
of his assaults. Dates, locations,
victims. Goddamn murder diary.

As she reads, over the POLICE RADIO they hear --

DISPATCHER (V.O.)
This is a level three alert. All
available units in quadrant Q
North, we have an officer down and
a potential hostage situation at
345 Briarwood. Tactical and
negotiator have been dispatched.
Proceed code three. Over.

Moore realizes --

MOORE
That's Nick's house.

Castle registers the crisis.

SOAP
What do you wanna do?

MOORE
(re: Castle)
Let's dump him at the 34th.

Soap turns on the lights and sirens. Speeds.

Castle covertly works his arms under his legs, bringing the cuffs in front. Then he leans back and KICKS the metal SECURITY GRATE that separates the front and back seat. It smashes into Soap and Moore. Soap loses control of the vehicle. Hits the brakes. The Crown Vic FISHTAILS across two lanes. Jerks to a stop. Soap and Moore are stunned.

Castle reaches into the front seat, grabs the REVOLVER from Soap's holster. Points it at Moore.

CASTLE
Gun on the seat. Do it.

Moore slides out her 9MM, places it on the seat.

SOAP
What the hell you doing, Castle?

CASTLE

Get out.

They exit the Vic. Frank hops behind the wheel, PEELS away.

EXT. NICK'S HOUSE - LATER

Troops are mobilizing. POLICE CRUISERS, EMS. We see a SCENE COMMANDER calling the shots.

INT. CROWN VIC - SAME

Castle has the siren blasting. He UNLOCKS the cuffs with a key from Soap's keychain, as he speeds east over the QUEENSBORO BRIDGE. On the westbound side, into Manhattan, there's been an ACCIDENT. TRAFFIC is stacking up.

EXT. NICK'S HOUSE - LATER

Joey and Pounds exit with Angela. Gun to her head. Jigsaw and LBJ follow with Grace. The cops in tactical positions. Guns pointed at the bad guys.

JIGSAW

Back off or they both die.

Joey and Pounds load Angela into the Monte Carlo. LBJ puts Grace and the GYM BAG of cash in Jigsaw's Mercedes.

JIGSAW

I see flashing lights or unmarked cars behind us. Hear a helicopter above. I kill 'em like the cop.

Jigsaw gets into the car. The Commander barks out orders --

COMMANDER

Clear a path. Move it!

The emergency vehicles move away from the house. The Monte Carlo and the Mercedes speed away.

The Commander gets on his radio --

COMMANDER

We got a white Mercedes sedan and a green Monte Carlo --

EXT. STREETS - QUEENS - MOVING - SAME

As Castle approaches the scene he sees the Monte Carlo and the Mercedes pull out onto the main boulevard. He recognizes the cars. Frank changes channels on the police radio, picks up a closed band, hears the Scene Commander --

COMMANDER (V.O.)

...Do not pursue, repeat, do not pursue. Suspects already killed one cop. They have Angela and Grace Donatelli hostage. Keep the streets clear of all police vehicles. Tell air patrol to keep the birds out of the sky. Have to track 'em through Transit cams.

Castle breaks in --

CASTLE

What do we know about the suspects?

COMMANDER (V.O.)

Identify yourself.

Castle sees Soap's NAME on the files on the front seat --

CASTLE

Detective Soap. Special teams.

INT. POLICE SEDAN - INTERCUT

Soap and Moore in a new car drive to the scene. They are listening to the same band --

SOAP

What the hell?

COMMANDER (V.O.)

We got four white males. Positive ID on one of them. James Russo. Looks like the same crew that busted him out of Bellevue this morning. Guy calling the shots has severe facial scarring.

MOORE

That was Castle.

Moore grabs the radio --

MOORE

Castle? Castle?

Frank turns off the radio. The information sinks in.

SOAP
What the hell's he doing at
Donatelli's?

INT. CROWN VIC - MOMENTS LATER

Frank scans the traffic in front of him. Gets behind a VW BEETLE. BURPS the siren. The bug stops. Frank slides Moore's 9MM in his waist and grabs his WAR JOURNAL off the seat. Hops out of the sedan.

EXT. STREET - QUEENS - CONTINUOUS

Castle approaches the VW. We see a TEENAGE GIRL driving. All Queens attitude --

TEENAGE GIRL
What I do?

CASTLE
Step out of the car.

TEENAGE GIRL
Why I gotta do that?

CASTLE
Just get out of the car, Miss.

TEENAGE GIRL
I ain't done nothing --

Frank opens her door. Screams --

CASTLE
Get out!

She quickly hops out.

Castle hops in the Beetle and DRIVES AWAY.

EXT. STREET - QUEENS

HIGH SPEED CHASE

The Monte Carlo and the Mercedes cruise through Queens, weaving in and out of traffic. Castle, in his unassuming follow-vehicle, stays with them. Keeping them in sight.

The two cars pull over. Jigsaw runs Grace over to the Monte Carlo. Puts her in the front seat with Joey and Pounds.

JIGSAW
Take 'em to the trailer. I'm gonna
go buy our black army.

Frank watches from the VW. His fear confirmed --

CASTLE
Billy Russo.

Jigsaw hops back in the Mercedes, heads the other direction.
Castle has no choice. Stays with the Monte Carlo.

EXT. QUEENSBORO BRIDGE - UPPER LEVEL - MINUTES LATER

Up ahead, traffic CRAWLS TO A HALT. The accident. Castle,
ten car-lengths behind, slows to a stop.

Frank gets out of the car, runs to the side of the bridge.
Hops the guardrail and swings down, dropping ten feet to --

EXT. QUEENSBORO BRIDGE - LOWER LEVEL - CONTINUOUS

Frank LANDS HARD on the roof of a MINIVAN. He sees a FAT
BIKER WEAVING his HARLEY dangerously in and out of traffic.

Castle grabs the Biker by the jacket as he passes, yanks him
off the Dyna. Picks up the Harley, rides it onto the --

EXT. QUEENSBORO BRIDGE - PEDESTRIAN PATH - CONTINUOUS

Castle speeds down the narrow path. Passing BICYCLISTS,
JOGGERS and slow-moving traffic. As he nears the Manhattan
side, Frank sees a PAINTING VAN. He lays down the bike, rips
the LADDER off the side of the van and stands it against the
steel supports of the bridge. He climbs up and grabs the
bottom GIRDING of the upper deck.

The Punisher pulls himself back onto the Upper Deck.

INT. MONTE CARLO - LATER

Joey nears the row of TOLL BOOTHS. Nervously checks his
mirrors for police cars and the skies for helicopters.

Pounds shows his gun to Angela. Puts it inside his jacket,
pointing at Grace.

POUNDS
One word.

Angela nods.

Joey lowers his window halfway, hands the TOLLBOOTH WORKER the cash.

INT. TOLLBOOTH - INTERCUT

Castle is the tollbooth worker. He grabs Joey's arm and RIPS him through the window, SHATTERING the glass. Throws him over the hood of the car.

Grace SCREAMS and covers her eyes. Castle sees Pounds pull his gun. Frank FIRES the 9MM at Pounds. The man's head EXPLODES all over the passenger side window.

Castle jumps in the car.

CASTLE
(to Grace)
Keep your eyes shut.

Frank reaches over her and opens the passenger side door. Pushes out Pounds.

Angela SCREAMS, seeing Joey, now standing, pointing a .45 at the windshield. Joey FIRES. Castle instinctively throws out his arm to protect Grace. The .45 slug POPS through the windshield and hits Frank's PALM. The bullet rips through his flesh and stops. Now lodged in his hand, an inch away from Grace's head.

Frank steps on the gas and RAMS the Monte Carlo into Joey. The thug rolls over the hood, SPLATS across the spider-webbed windshield. Castle can't see. Grace's eyes still shut. The Punisher reaches out his window, grabs Joey by his open mouth and rips him off the windshield. The man gets pulled under the car. KAHBUMB. Joey's head is FLATTENED.

Then Castle rips the slug out of his hand with his teeth and SPITS it out the window.

The Monte Carlo speeds away.

INT. MONTE CARLO - MINUTES LATER

In the clear. Castle takes in the little girl.

CASTLE
You can open your eyes.

Angela reaches over and pulls Grace into the back seat.

ANGELA
It's okay, baby.

Frank and Angela share a look in the rearview.

ANGELA
Are you a cop?

CASTLE
No.

ANGELA
Who are you?

CASTLE
I'm here to help.

Angela leans over the seat, gets a better look at Frank.

ANGELA
Oh, my god, you're that vigilante.

Frank has no reply.

ANGELA
Where are you taking us?

CASTLE
Some place you'll be safe.
(beat)
I promise I won't let anything
happen to the two of you.

For the first time Grace looks up, catches Frank's eye in the rearview mirror. She believes him.

EXT. NICK'S HOUSE - LATER

Crime scene. Yellow tape. CSU. Moore finishes talking to the Commander. Joins Soap --

MOORE
Shooting on the Queensboro Bridge.
Two of Russo's old crew killed. No
sign of Angela or Grace.

SOAP
Think Castle got to them?

Soap and Moore share a look of doom.

MOORE
Never thought I'd say this, but I
hope so.

EXT. EAST RIVER SERVICE ROAD - UPTOWN - NIGHT

The Monte Carlo is parked on the quiet service road, behind the El Camino. Castle talks to Angela outside the car, away from the child.

ANGELA

He calls himself Jigsaw. But it's Billy Russo. Whatever happened to his face, messed up his head too.

(beat)

He found a bag of cash at the house, said it belonged to him. Thought you and Nick were working together. Made him crazy.

CASTLE

That's my fault.

ANGELA

(realizes)

You're the one who gave us that money.

CASTLE

Thought with your husband gone, you might be able to use it.

ANGELA

How did you know my husband?

CASTLE

I was there the night he was killed. At the recycling center.

ANGELA

I don't understand.

Beat.

CASTLE

You will.

Castle takes a cautious look around.

CASTLE

It's not safe out here.

INT. ABANDONED SUBWAY PLATFORM - LATER

Frank shows Angela and Grace his sparse accommodations.

CASTLE
It's temporary. I'll find you
someplace more comfortable.

The place shakes with the RUMBLE of the trains. Lights
FLICKER. Castle sees Grace is totally freaked out.

Frank unlocks the TRUNK and pulls out a worn stuffed BUNNY.
Gives it to Grace. She looks at her mom, Angela nods. Grace
hugs it --

GRACE
Thank you.

Angela sees the PHOTO of Castle and his family.

CASTLE
It was my kid's.

GRACE
What's its name?

Frank has no idea.

GRACE
How 'bout Floppy?

CASTLE
Sure.

Angela sees Frank's wound. Stigmata.

ANGELA
You should take care of that hand.

Castle nods. He takes the War Journal from his pocket, drops
it on the cot, in front of Angela. As if to say -- read it.

Frank walks to the spigot to tend to his hand. Angela sits
on the cot. The little girl distracts her fear with Floppy.
Angela picks up the War Journal. Reads it.

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - SAME

Soap and Moore burn the midnight oil. Pour through files,
crime scene data.

SOAP
Got something.
(re: document)
Both DBs at the Recycling Center
died of a head wound. Pierced all
the way through.

MOORE
An arrow?

SOAP
(re: document)
Traces of titanium. That's a
military-grade arrow.

MOORE
Castle. Went there to finish what
he started at the Social Club.

Soap is hit by the dark realization --

SOAP
Donatelli was undercover as a
Guido. Castle didn't know that.

MOORE
He killed Nick.

SOAP
Damn it. Why didn't I see it?
Castle's a soldier. One mission.
One set of orders. He disobeyed
them. Killed an innocent man.
That's why he turned himself in.

MOORE
Changed his mind when he heard
about Angela and Grace.

SOAP
Guilt. The Punisher has a
conscience.

INT. ABANDONED SUBWAY PLATFORM - LATER

Castle sits at his work table. His hand bandaged. He's
sewing a hole in a worn black T-shirt. We see the wall of
mugshots. The one of Billy has been RIPPED UP and roughly
taped back together. The notation:

JIGSAW -- MURDER. KIDNAPPING. ASSAULT. FREE. UNPUNISHED.

Grace is asleep on the cot. Angela crosses the tracks, the
War Journal in her grip. Joins Frank. Overwhelmed --

ANGELA
You were the one who killed Nick.

CASTLE
It was an accident. I didn't know
he was undercover.

Angela has too many emotions to process. She gets physically ill. Throws up. Frank goes to help her --

ANGELA
Don't touch me.
(freaking out)
We have to get out of here.

CASTLE
I created Jigsaw. He wants to hurt you because he thinks we're connected through Nick. He already found you once. Killed a cop. Next time he won't make a mistake.

ANGELA
Oh, my god...

CASTLE
I know you hate me. You should. But right now, I'm the only one who can keep you and your daughter safe.

Castle and Angela take each other in. Not much else to say, except --

CASTLE
I'm sorry.

Frank hands her some blankets.

CASTLE
Get some sleep.

Off Angela, out of options --

INT. HARLEM FUNTIME ARCADE - MORNING

Dante is repairing a Skee-ball machine. We see a couple LATIN KRAZIE BANGERS playing video games.

Castle, wearing a baseball cap and sunglasses drops a token in the slot and plays the machine next to Dante.

DANTE
All work, no play makes Frank a dull boy.

CASTLE
I need a safe place to store some things. A home. Out of the way.

DANTE
What for?

CASTLE
My penance.

Beat. Dante understands.

DANTE
Got a sister out in Jersey.

CASTLE
Set it up.

Castle bowls. Misses.

CASTLE
If someone needed to buy a crew,
where would they go?

DANTE
Thought you were a solo act?
(off his stare)
Coupla sets have guns for hire.
(re: Latin Krazies)
These lost Latinos here. A-2 Crew
downtown. Maybe the Korean Killer
Klan in Brooklyn.

CASTLE
Thanks.

Two Latin Krazies have witnessed the exchange between Castle and Dante. One of them has the word "LOCO" tattooed across his neck. He watches Frank walk away, registers his face --

LOCO BANGER
Shit. That was the vigilante dude.

EXT. PARKING LOT - SAME

We see four SUVs filled with A-2 BANGERS. Jigsaw approaches Allister Parr. LBJ one step behind him.

ALLISTER
(re: A-2 Crew)
What part of Sicily are they from?

JIGSAW
South side.

Parr smiles. Down to business.

ALLISTER
Has everything been arranged?

Jigsaw hands him a MANIFEST.

JIGSAW
The container will be unloaded by
my guys. Hits port at three am.

Allister opens a LEATHER CASE on his desk. Stacks of CASH.

ALLISTER
Half now. Half when I have the
container.

Jigsaw smiles. Picks up the case.

JIGSAW
Cheerio.

ALLISTER
Billy... Uh, Jigsaw rather.
(re: his face)
Does it hurt?

JIGSAW
(oblivious)
Does what hurt?

Allister realizes Jigsaw is missing a few biscuits --

ALLISTER
Never mind.

EXT. ALLEY - SPANISH HARLEM - LATER

Five GANGBANGERS behind a rundown tenement. Latin Krazies.
Barettas in their waists. One of them is grilling chicken on
an HIBACHI. Swig 40s. Latin PUNK blares from a BOOMBOX.

The grilling banger takes a hit from a joint. When he turns
back to the Hibachi. The chicken is GONE.

LK BANGER 1
Da fuck?

The banger hears a NOISE and walks to the side of a dumpster.
Castle, back in the skull vest and trench, sits on a milk
crate, .357 Magnum in one hand, chicken leg in the other --

CASTLE
(re: chicken)
Spicy.

The Latino reaches for his .22. Before he can grab it,
Castle BLASTS him in the groin. He SCREAMS and drops.

The other bangers run over. FIRE their Barettas. Castle
takes one shot in the vest, the rest of the bullets miss
completely. In seconds, they're out of ammo.

CASTLE

You guys really need bigger guns.

Frank tucks his weapon back into the holster. Evening the score. They rush him. Frank grabs the hot Hibachi griddle and SEERS the face of one of the bangers. SCREAMS. He then takes another and SMASHES his face in the hot COALS. SCREAM. The last two Krazies run. Castle grabs one of them. SHOOTs the other one in the head before he gets away.

We see FACES looking out the windows of the building.

The Punisher slams the banger up against the dumpster.

CASTLE

Where's Carlos Espina?

LK BANGER 2

Ain't telling you shit, man.

CASTLE

Well now I know you speak English.

Castle SLAMS the heavy DUMPSTER LID on his RIGHT HAND. The Latino SCREAMS.

CASTLE

Where's your boss?

LK BANGER 1

Don't know.

Frank SLAMS his LEFT HAND. More SCREAMS.

CASTLE

You don't want to know what I slam
the lid on next.

The banger, broken. Looks around. No witnesses --

LK BANGER 1

Baywick Apartments. 110th. Got a
bitch named Goya.

Castle sticks the man's head under the lid, SLAMS it. Then Castle tosses all the downed bangers into the dumpster. Empties the can of charcoal LIGHTER FLUID onto the bodies. Picks up a HOT COAL with his bare hand, tosses it in. As he shuts the lid, the bin WHOOSHES up in flames. Whoever was alive is SCREAMING. The Punisher walks away. He's back.

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - LATER

Soap and Moore. Phone RINGS. Soap picks up --

SOAP
 Detective Soap.
 (listens)
 Thanks.

Soap grabs his gun --

SOAP
 Someone just spotted Castle in
 Spanish Harlem.

The detectives rush out the door.

INT. BAYWICK APARTMENTS - OUTER LOBBY - LATER

Castle checks the BUZZERS. Sees GOYA, 3-B. The security door to the Lobby is locked. Frank SMASHES the door knob with the butt of the .357 MAGNUM. As he enters, he grabs several UPS BOXES sitting by the door.

INT. BAYWICK APARTMENTS - HALLWAY - MINUTES LATER

Castle stands outside 3-B. He KNOCKS. Holds the UPS boxes between his face and the peep hole. He points the Magnum at heart level on the wooden door. Cocks the gun. Then from inside we hear a woman's voice --

LATINO WOMAN (O.S.)
 Who is it?

CASTLE
 Delivery.

Beat. The door opens --

LATINO WOMAN
 These for me?

The LATINO WOMAN, 20's, reaches for the boxes. Frank puts the gun to her head. Finger to his lips --

CASTLE
 (sotto)
 Carlos in the bedroom?

She nods. Castle pushes her down the hall --

CASTLE
 Run.

She does. Frank heads inside --

INT. GOYA'S APARTMENT - LIVING ROOM - CONTINUOUS

Castle walks toward the bedroom --

ESPINA (O.S.)
What the hell you doing out there?

Castle enters --

INT. GOYA'S APARTMENT - BEDROOM - CONTINUOUS

Espina, shirtless, sees him, reaches for his gun on the night table. Frank FIRES the .357. Hits his hand, the gun goes flying off the table. Espina SCREAMS, jumps back --

ESPINA
Fuck are you, man?

CASTLE
Billy Russo reach out to you?

LATINO BANGER
What?

CASTLE
Russo. Did he try to hire your crew?

ESPINA
I don't know no Russo.

Castle grabs him and SMASHES him against the wall.

ESPINA
Fuck you, man.

Castle slides a large BOWIE KNIFE from a sheath, jams it deep into the wall next to Espina's head. The he SNAPS off the handle, leaving the long JAGGED BLADE exposed. Frank picks up Espina and SLAMS him against the blade. The Latino MOANS as the steel cuts into his back. Castle lets go. Espina is SUSPENDED on the wall. In brutal agony.

CASTLE
Russo?

The banger begins to SOB. Frank shows no mercy. He pushes Espina deeper onto the knife. Broken, the bad guy gives in --

ESPINA
Heard the Ginny hooked up with A-2 crew.

Castle pushes harder --

CASTLE
Why's he need him?

ESPINA
Run muscle at the docks tomorrow
night. S'all I know, man...

Frank believes him. He SHOTS Espina three times in the chest. The tableau -- CRUCIFIXION.

EXT. ALLEY - SPANISH HARLEM - LATER

As Castle exits the alley, he hears --

MOORE
Don't move, Castle.

Moore and Soap have drawn down on Frank. Castle stares at Moore. She wears a black coat. Now he remembers --

CASTLE
You were at Donatelli's funeral.

MOORE
Where are Angela and Grace?

CASTLE
Safe. For now.

As Moore moves closer, she sees inside Castle's coat. He's strapped with .45 GLOCKS, a MICRO UZI and GRENADES.

MOORE
Jesus Christ. On your knees!

CASTLE
I can't do that.

Moore points her gun at his head --

MOORE
You killed my friend and the best
UC I ever had. I got no problem
blowing your fucking brains out.

CASTLE
I believe you.

Before she responds, from the alley -- AUTOMATIC WEAPON FIRE.

A dozen LATIN KRAZIES rush the cops. Bigger guns. Moore takes a bullet to the vest. Soap dives behind their SEDAN. Sees his partner in jeopardy. Wants to help. He freezes.

Castle jumps into the line of fire, pushes Moore to safety behind the sedan.

MICRO UZI in hand, Frank FIRES at the bangers. They dive for cover, FIRE back. Several bullets whiz by Castle's face.

The Punisher begins a methodical march forward. Throwing a GRENADE at the back of the building. A HOT WATER TANK blows, SCALDING the bangers. They SCREAM. Then Frank pulls the GAPS and continues. Systematically BLOWING the heads off the bangers. All dead. Castle grabs a CELL PHONE from one of the bodies. Disappears into the shadows.

Soap and Moore watch. Stunned.

SOAP

He's a goddamn killing machine.

MOORE

Not a machine. Just a guy who's not afraid to die.

INT. HARLEM FUNTIME ARCADE - NIGHT

Castle escorts Angela and Grace into the closed arcade. The little girl still clutches Floppy. Frank pulls down the aluminum door. Dante joins them --

CASTLE

This is Dante. He's gonna take you to his sister's, keep an eye on you.

DANTE

Hi.

Angela nods, still freaked out. Grace barely hears him, she walks into the arcade, mesmerized by all the games and rides.

Away from the child --

CASTLE

Did your husband ever talk about what he was doing for Cesare and Russo?

ANGELA

We didn't talk about his work.

(beat)

Didn't talk about much of anything.

Castle senses her sadness. Grace is now standing in front of the Skee-ball lanes.

GRACE

Mommy, can I play?

ANGELA

(re: Grace)

He talked about her all the time.
Adored her. Planned this huge
birthday party. Never made it --

Before she gets too emotional, Angela heads over to Grace.
Frank grabs a handful of TOKENS from Dante's apron and joins
them. He drops tokens in the slot, pulls the lever. Balls
roll down. Grace smiles. She skees one into a hole.

GRACE

You gonna play?

CASTLE

Not very good.

GRACE

That's okay. It's still fun.

For the first time we see Castle smile. Okay, half a smile.
Frank and Angela step back.

CASTLE

I'll let you know when it's safe to
go home.

ANGELA

You're gonna kill Billy Russo,
aren't you?

CASTLE

Yes.

Castle walks back to Dante.

DANTE

I'll make sure they get there safe.

Frank slides out a 9MM, hands it to Dante. He shakes it off.

CASTLE

Parole Violation?

DANTE

Soul violation.

Castle nods. Dante has changed. The Punisher heads out --

EXT. DOCKS - UPPER WEST SIDE - LATER

Castle hops a barbed wire fence and approaches a small
office. We see the seal on the door: PORT AUTHORITY OF NEW
YORK AND NEW JERSEY. Lights are on, the door is locked. He
BREAKS the window on the door and lets himself in.

INT. PORT AUTHORITY SHIPPING OFFICE - MINUTES LATER

The desk is filled with old NEWSPAPERS and SHIPPING MANIFESTS. For an Authority, it's pretty unorganized. We see a CALENDAR, the date is APRIL 11. Frank sifts through the pages and pages of documents. Frustrated, he realizes --

CASTLE

Don't even know what the hell I'm looking for.

Administration is not his strong suit, he's overwhelmed --

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - SAME

Soap and Moore eating cold Chinese food. Going through files. On the case. Moore sees her partner's distraction --

MOORE

You okay?

SOAP

Yeah. Just... thinking.

MOORE

That's trouble.

Soap comes clean --

SOAP

When Castle took you out of harm's way. Should've been me who saved you. I froze. Not much of a partner, I guess.

Moore, not buying into his self-pity --

MOORE

Oh, please. It was chaos. I was the one who froze.

(smiles)

Fuck that hero shit.

Soap appreciates her loyalty. Phone RINGS. Soap answers --

SOAP

Detective Soap.

INT. PORT AUTHORITY SHIPPING OFFICE - INTERCUT

Castle is on the office phone.

CASTLE

Let me talk to your partner.

Dumbfounded, Soap hands the phone to Moore.

SOAP

It's Castle.

MOORE

(into phone)

Yeah?

CASTLE

What can you tell me about the arms shipment Russo was planning? Donatelli turn up anything?

MOORE

Why?

CASTLE

Russo's alive. He's bringing biological weapons into the city.

MOORE

How do you know that?

CASTLE

Cesare told me, before Russo put four bullets in his back.

Beat.

MOORE

So I'm just supposed to share information with you now?

CASTLE

Billy Russo's had a psychotic break. Not only does he want Nick's family dead... he gets a hold of that weapon, no telling what he'll do.

(off her silence)

You wanna save lives or not?

He did save her life too.

MOORE

Billy was closed lip about it. We knew it was an arms deal with the Russians. That's it.

CASTLE

Thanks.

INT. PORT AUTHORITY SHIPPING OFFICE - MINUTES LATER

Castle is checking DATES and POINTS OF ORIGINS. Finds the one he's looking for --

HELENA. CLASS A BULK FREIGHTER. PORT OF DESTINATION: PIER 72, NY, NY. PORT OF ORIGIN: KALININGRAD, RUSSIA. (UPDATED) ETA: APRIL 12, 3AM.

CASTLE

Gotcha.

Frank hears a NOISE behind him, jumps up. Sees a white-haired SECURITY GUARD, 60's, coffee in one hand, REVOLVER in the other.

SECURITY GUARD

Don't you move!

The guard takes in Castle. Something about him is familiar. Looks at the old NEWSPAPER on the desk -- The Punisher.

Castle slowly inches for his gun. It would be an easy kill. Stops. Not gonna do it again.

CASTLE

I don't want any trouble.

SECURITY GUARD

Son, all you got is trouble.

Frank nods. He's right. After a tense moment, the guard puts away his gun.

SECURITY GUARD

Next time, wait for me to open the door. They'll take that broken window out of my check.

Castle hands the guy a TWENTY. They share a respectful nod. The Punisher exits.

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - SAME

The detectives dig in. Trying to put together the pieces. Soap shows her a file --

SOAP

Paramedics picked up a John Doe that night at the Recycling Center. Took a header into a bin of broken glass. Severe facial trauma.

MOORE
He was telling the truth. Russo's
alive.

SOAP
Must be following through on the
arms deal.

MOORE
Castle was in a hurry.
(into action)
Cargo hitting the city in the next
twenty-four hours. Anything
Russian. I'll do the airports, you
check the docks.

Soap hops on the phone. Moore dives on the computer.

INT. ABANDONED SUBWAY PLATFORM - NIGHT

Castle suits up. Black T-shirt, SKULL KEVLAR VEST (he's got
a bunch of them). Straps on a GRENADE BELT, 9MMs, UZIS,
COMBAT KNIVES. Slips a .22 BARETTA in his boot. Loads a
duffle bag with a M60 MACHINE GUN and a XM110 7.62MM SEMI-
AUTOMATIC SNIPER RIFLE, lots of AMMO.

The Punisher heads down the tunnel. To work.

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - LATER

Soap stands by the FAX MACHINE as it prints. Moore enters,
exhausted. Drops a thick stack of PRINTOUTS on the desk --

MOORE
Nine passenger flights from Moscow,
no commercial cargo.

Soap pulls a FAX from the machine. Reads it --

SOAP
Only one freighter. Coming from
Kaliningrad. Raw metals. Pier 72.

MOORE
Sounds like our best shot.

Moore reaches for the phone.

MOORE
We have no idea what those weapons
are. Gonna bring in the Feds.

Soap continues to read, realizes --

SOAP
Doubt we'll have time. That ship's
already docked.

They rush out the door --

EXT. HALLWAY - POLICE ONE - CONTINUOUS

As they ambulate down the long hall --

MOORE
You telling me, you'd have this
much fun workin' in some law firm?

SOAP
You saying you'd miss me?

Beat.

MOORE
You're a good cop, Soap.

He knows that wasn't easy for her --

SOAP
So are you.

Soap moves ahead of her --

SOAP
Eyes off the ass, Sister.

Moore smiles. Growing to like this guy.

EXT. PIER 72 - DOCKS - NIGHT

3:00 AM. Small industrial shipping center. Docked, is a medium-size CARGO SHIP. On its side, Russian symbols and its name: HELENA. Tied up near the ship is a SPEED BOAT.

We see a CONTAINER YARD with rows of BOX CONTAINERS, pallets of PETROLEUM PRODUCTS, huge industrial SPOOLS of steel cable.

It's connected to the WEST-SIDE HIGHWAY by an ACCESS ROAD.

Between the Docks and Container Yard is a large WAREHOUSE.

INT. PIER 72 - WAREHOUSE - SAME

Jigsaw, LBJ, a dozen, well armed, A-2 BANGERS stand around a large, WOODEN CRATE. Russian writing. One word we can read: PERISHABLE.

The warehouse is filled with rows of metal racks stacked high with industrial products. CLEANING SUPPLIES, BUILDING MATERIALS, PAINT, etc.

Through the large garage door we see a black LIMO pull up into the Container Yard. Allister Parr and a MIDDLE EASTERN MAN exit with four armed BODYGUARDS. Parr holds a WNET sports bag. Jigsaw walks to the doorway, calls out to him --

JIGSAW
What's with the Halliburton
rejects? You expecting trouble?

ALLISTER
Somewhat nefarious neighborhood.
(re: sports bag)
Me, with all these valuables.

JIGSAW
Right.

We now see Parr and the Buyer through --

A CROSS-HAIR POV

The red cross moves back and forth between the Brit and the Middle Easterner.

EXT. PIER 72 - CONTAINER YARD - INTERCUT

Castle lies inside an empty SHIPPING CONTAINER. SNIPER RIFLE in front of him. The container is stacked three high on top of other containers, a steel mountain with a bird's eye view.

Parr heads to the warehouse. Suddenly --

The Buyer's throat BLOWS APART. Instant death.

Before the Bodyguards can react, one of their chests EXPLODES. A second takes a SHOT between the shoulder blades. As the other two run for cover behind the limo. Frank picks off the third with a BULLET to the temple. The last one dives behind the limo as a slug WHIZZES by his head.

Parr runs into --

INT. PIER 72 - WAREHOUSE - CONTINUOUS

Jigsaw barks orders to his crew --

JIGSAW
It's Castle. Kill him.
(to LBJ)
James, get the crate, follow us.

LBJ picks up the Russian crate follows Jigsaw and Parr.

EXT. PIER 72 - CONTAINER YARD - SAME

The bangers rush out, fire at Castle up on his distant perch.

Frank stares into the SCOPE. Unflinching as bullets BOUNCE off the steel containers.

The last Bodyguard, UZI in hand, slowly PEEKS UP over the side of the limo. A bullet BLASTS through the driver and passenger side windows, nails the Bodyguard in the RIGHT EYE.

The bangers descend on the stacks of containers.

Castle, now sporting AK-47s, RIDDLES the pallets of OIL DRUMS. The crude BURSTS all over the lot. Drenching the bangers. They slip and slide. Sitting ducks. Frank BLASTS three of them. The others dive for cover.

INT. PIER 72 - WAREHOUSE - STORE ROOM - MOMENTS LATER

Jigsaw, LBJ and Parr take refuge in a supply room. They hear GUNFIRE, SHOUTS and SCREAMS of the bangers outside.

ALLISTER

This is how you protect my shipment?

Jigsaw pulls a 9MM, puts it to Parr's head --

JIGSAW

Shut up.
(to LBJ)
Open the crate, James.

ALLISTER

What're you doing?

LBJ begins to rip open the wooden crate.

EXT. PIER 72 - WAREHOUSE - ROOF - SAME

Castle jumps down to a container on the ground level. Opens it up and runs inside. The remaining bangers come after him.

INT. SHIPPING CONTAINER - MOMENTS LATER

At the back of the tractor trailer-size container, Castle takes cover behind two HUGE SPOOLS of copper wire. Set up on one of the spools is the M60 MACHINE GUN on its tripod.

Frank grabs a wad of C-4 CLAY from the duffle, sticks in a blasting wire, shoves it down the hole of one of the large copper spools.

Six bangers approach the opening. As they do, Castle FIRES the machine gun. Takes out one more gangster.

The five other bangers stand clear outside the shipping container. The bullets coming from the back are NON-STOP.

A-2 BANGER
Motherfucker's gotta run outta
ammo.

He's right. The bullets stop. The A-2 Crew moves in, FIRING blind at the back of the container. Now it's their turn for NON-STOP bullets. As they reach the back of the container they see the machine gun. A PAPER CLIP twisted around the trigger, keeping it pulled. No Castle. They try the handle on the back door, it's locked from the outside. They hear FOOTSTEPS on the roof of the container.

A-2 BANGER
Shit.

EXT. PIER 72 - CONTAINER YARD - SAME

Frank jumps off the roof and SLAMS the front door of the container. Locks it down. Bangers trapped inside.

The A-2 crew inside start POUNDING on the front door. SHOUTING to their remaining gang members.

INT. WAREHOUSE - STORE ROOM - MINUTES LATER

LBJ has opened the crate. In it, a high-tech ALUMINUM CASE, size of a steamer trunk. RUSSIAN WRITING. A KEYPAD.

JIGSAW
Your turn. Open it.

Gun to his head, Parr punches in a CODE. The case UNLOCKS. Inside, high-tech gel pads cushion an ACRYLIC SPHERE. Size of a basketball. Crawling around inside the sphere, a RAT.

LBJ lights up. Fascinated by the rodent.

JIGSAW
You paid two hundred fifty G's to
import a habitrail?

ALLISTER
Containment sphere. There's enough
food, air and water in that globe
to keep it alive for months.

JIGSAW
(gets it)
Rat carries the plague. Gets into
the sewer, spreads it to a billion
other rats. The perfect WMD.

ALLISTER
Yes. And now the buyer is dead.

Jigsaw slides his hands into his coat pocket.

JIGSAW
So's the seller.

Glass knuckles on his hands, Jigsaw attacks Parr. SCREAMS.

As his brother brutally SHREDS the Brit, LBJ holds the
sphere, tapping it --

LBJ
Hey, little guy.

EXT. PIER 72 - CONTAINER YARD - MOMENTS LATER

Frank heads to the side of the warehouse. The remaining
bangers come out of their hiding holes to retrieve their
trapped friends. As they approach the container.

Castle hits the button of a WIRELESS DETONATOR.

The ends of the container BLOW OUT, like a double-ended
shotgun. The A-2 Crew inside and outside the container,
PULVERIZED.

The flames from the blast shoot out, licking the spilled
petroleum. All the barrels catch fire and BLOW.

INT. WAREHOUSE - STORE ROOM - SAME

The Russos hear the explosion.

JIGSAW
Shit.

LBJ
What was that, Billy?

JIGSAW
The Punisher.

LBJ
I'll take care of him.

JIGSAW
Thank you, James. You're a good brother.

Jigsaw takes out the same GLASS VIAL that Joey used to dust the patient. Pours it on the desk.

JIGSAW
Here ya go. Little bump to give you an edge.

LBJ smiles --

LBJ
You're a good brother.

Jigsaw smiles. Thinking it's cocaine, LBJ unknowingly SNORTS the PCP. He sits on the desk. The rush spinning the room.

INT. SEDAN/EXT. WESTSIDE HIGHWAY - SAME

Soap and Moore speed down the highway, COP CARS behind them. They see the sky IGNITED and the smoke off in the distance.

MOORE
I think we found Castle.

EXT. PIER 72 - WAREHOUSE - MOMENTS LATER

Jigsaw exits the store room with the sphere. Sees Castle entering, GAP in hand. As Frank goes to shoot, Jigsaw shields himself with the acrylic globe. Frank, unsure of what it is, holds his fire. Jigsaw plays his card --

JIGSAW
My little friend here, is brimming with good old-fashioned Bubonic plague. He gets loose, it'll make 9-11 look like a traffic accident.

CASTLE
Put it down.

Jigsaw slowly back peddles towards the exit of the warehouse and the docks.

JIGSAW
You shoot me, I fall, this smashes.

Jigsaw points to all the open DRAINS in the warehouse --

JIGSAW
He's gone. So's the city.

Castle carefully pursues, gun still trained on Jigsaw. He calls his bluff --

CASTLE
Both vermin'll be dead before they
hit the ground.

As Frank reaches the store room entrance, LBJ, dusted out of his mind, RUSHES him. Castle FIRES, clips LBJ's neck. He doesn't even flinch. The psycho tackles him onto a pile of SAND BAGS. The gun goes flying.

Jigsaw and the rat run to the speedboat.

THE PUNISHER VS LBJ

LBJ drives a knee into Frank's groin and grabs him by the throat. BITES OFF a chunk of Frank's ear. Castle MOANS. Then LBJ begins to SQUEEZE the life out of him. Castle cannot break the grip around his neck. Losing air, he rips a hole in one of the sand bags, WHIPS SAND in LBJ's eyes.

LBJ freaks, lets go to wipe the sand out of his eyes. Castle PUNCHES LBJ in the neck wound. He WHELPS and stumbles back.

The two men square off, their only weapons -- FISTS.

We've seen The Punisher inflict damage with every conceivable piece of hardware, but now we witness the power of his hands.

Castle is a highly-trained solidier with combat and martial arts technique. Unlike the Russian, LBJ is not bigger-than-life or indestructible. He's a drugged up badass, with crazy street brawler skills.

The fight plays out like a UFC style match. Brutal PUNCHES, KICKS, GRAPPLING.

It feels like a 15th round heavyweight battle. Both men hurting and pummeled bloody. Both refusing to surrender.

Then they hear the bell - POLICE SIRENS.

LBJ, beaten and exhausted, stumbles out to the docks. The Punisher, equally as broken, goes after him.

EXT. PIER 72 - DOCKS - CONTINUOUS

LBJ sees that his brother is long gone.

INT. PIER 72 - CONTAINER YARD - SAME

Soap and Moore, in the sedan, approach the yard. Six POLICE CRUISERS follow.

EXT. PIER 72 - DOCKS - SAME

LBJ climbs over the railing and jumps into the HUDSON RIVER. Low tide. He heads toward the shore.

Castle watches LBJ. Sees the cops through the warehouse. Knows that they'll get LBJ.

Frank hops the railing. Lands in the river. He heads out to deeper water.

INT. PIER 72 - CONTAINER YARD - MOMENTS LATER

Soap sees LBJ climbing up the PYLONS to the shore.

SOAP
Russo's brother. I got 'em.

MOORE
I'll find Castle and Billy.
(to several UNIS)
With me.

Soap signals four UNIS to come with him. Moore directs the other eight UNIS --

MOORE
Check the docks. We'll get the warehouse.

INT. PIER 72 - WAREHOUSE - MOMENTS LATER

Moore and four unis clear the space. No Jigsaw. No Castle.

EXT. PIER 72 - DOCKS - SAME

The other unis run to the end of the dock, see Castle swimming in the water. Getting away. None of them fire. A ROOKIE, raises his gun, confused --

ROOKIE
Do we drop this guy?

A SEASONED UNI lowers the Rookie's gun.

SEASONED UNI
What guy?

The cops turn around and walk away. Moore passes them as she crosses to the edge of the dock.

SEASONED UNI
He's gone.

Moore sees Frank disappear down the river.

EXT. HUDSON RIVER BANK - UPPER WEST SIDE - MINUTES LATER

Soap and four UNIS see LBJ head into a PEDESTRIAN TUNNEL that runs under the WEST SIDE HIGHWAY. Soap directs the cops --

SOAP
Stiller, Caine you guys cross over the highway, case he tries to double back. Me and Doan'll follow through the tunnel.

Soap and OFFICER DOAN head toward the tunnel.

EXT. PEDESTRIAN TUNNEL - MOMENTS LATER

Soap and Doan enter the tunnel. Almost trip on all the BROKEN BRICKS. Pitch black, creepy. Soap leads the way with a FLASHLIGHT. An uncomfortable grasp on his REVOLVER.

A JUNKIE, freaked by the light, scrambles away. Both cops JUMP, nearly blow his head off.

SOAP
Christ.

Then Soap hears a THUD.

SOAP
Doan?

Soap turns sees LBJ coming at him with a bloody BRICK. Soap FIRES. He's a bad shot. It nicks LBJ's already injured neck. LBJ, pissed off, SMASHES the revolver out of Soap's hand and lets out a CRY.

EXT. HUDSON RIVER BANK - UPPER WEST SIDE - INTERCUT

Moore and several UNIS hear the bizarre HOWL as they head toward the tunnel. Sounds like Chewbacca.

As LBJ comes in for the kill --

STILLER

Freeze. Don't fucking move!

The other units have crossed over the highway and entered from the other side of the tunnel. LBJ sees the cops. Turns to run out the other end, where he's met by Moore and her units.

MOORE

On the ground. Do it. Now!

The four units SLAM the angel-dusted LBJ face down onto the concrete. He struggles and MOANS as they try to subdue him.

We see Officer Doan, side of his head CAVED IN. Dead. Moore runs to Soap --

MOORE

Jesus, you okay?

Soap, shaken, climbs to his feet --

SOAP

Think so. Maniac crushed Doan's skull.

MOORE

Castle got away.

(at LBJ)

So did his asshole brother.

LBJ hears the DISRESPECT, snaps. He HEADBUTTS Stiller, rolls away and GRABS one of their guns. Pointing it at Moore --

Soap sees his partner in harms way. This time, he doesn't freeze, he STEPS FORWARD as LBJ FIRES. Soap takes the BULLET in the chest, saving Moore. The cops FIRE at LBJ. Shoot him in the belly. He drops the gun. Passes out. Subdued.

Moore overwhelmed, falls to Soap's side.

MOORE

Oh, my god. Oh, god. Soap. Soap.

Soap, seeing the end, cracks a half smile --

SOAP

Fuck that hero shit.

He GASPS in air. Never exhales. Dead.

Off Moore, broken. The light in her eyes go out. She turns dark. Detached. Seen that look before. On The Punisher.

FADE TO BLACK.

FADE UP ON:

EXT. CUL-DE-SAC - NJ SUBURBS - DAYS LATER

Castle and Dante at the top of a hill, lean on the Monte Carlo. Dante with a NEWSPAPER under his arm. In the distance, they watch Grace in a FENCED-IN YARD, play with two BLACK CHILDREN. We see Angela and Dante's SISTER, 20's black, sitting at a picnic table.

DANTE
Been quiet. Nobody knows they're here.

Frank nods. Takes in the block, sees KIDS playing in the street. DADS mowing lawns. A LATINO TEEN, wearing a white hoodie, exits a car, delivering a PIZZA. It all looks peaceful. Suburban. Americana.

Dante sees the memories in Castle's eyes --

DANTE
Ever miss it?

CASTLE
The part of me that does, died a long time ago.

Dante takes in his tortured friend.

DANTE
You believe in God, Frank?

Castle looks out at the suburban peace --

CASTLE
Not their God.

End of philosophical discussion. Frank climbs in the car. PEELS away. Dante tosses the NEWSPAPER in a GARBAGE CAN, walks back down the hill.

The Latino Teen with the pizza box reaches the top of the hill. He pushes back his hood and we see it's the Loco Banger, the one who saw Dante talking to Castle at the arcade. He watches Dante enter the yard with Angela and Grace. The Latino zips open his hoodie and reaches for a cell phone. A 9MM tucked in his waist. He makes a call --

LOCO BANGER
Found the mom and kid.

He ends the call and throws the pizza box into the same --

GARBAGE CAN

The pizza box is full of half-eaten crusts. We also see the newspaper Dante dropped in. Folded to a story. Headline reads: JAMES RUSSO DECLARED INSANE.

SMASH TO:

SAME NEWSPAPER PAGE. Realize that we are inside --

INT. PUNISHER TASK FORCE OFFICE - POLICE PLAZA - SAME

Haley Moore is reading the story. See the full headline. JAMES RUSSO DECLARED INSANE. REMANDED BACK TO BELLEVUE.

Moore stares ahead. Still detached. She looks over at Soap's empty desk. Sees the illuminated MESSAGE LIGHT on his phone. She walks over and sits on the edge of his desk. Looks at Soap's simple life. Files. Law books. Comic books. Photo of his cat. She forces a sad smile --

MOORE

What a geek.

Moore plays the message on his phone --

CASTLE (V.O.)

This is Castle. The weapon is a rat, loaded with bubonic plague. Jigsaw'll try to sell it. Or worse, let it loose. Contact Homeland Security and the CDC. They'll wanna activate the quarantine centers, formulate an evacuation strategy. Doomsday scenario.

Moore, barely affected by the news, hits a key, rewinds to --

CASTLE (V.O.)

-- evacuation strategy. Doomsday scenario.

(hits a key)

-- Doomsday scenario.

EXT. CEMETERY - DAY

Rain falls. Moore, wearing a long black rain coat, stands above a RECENT GRAVE. New grass fills the rectangle. A temporary GRAVE MARKER reads: DONATELLI.

MOORE

I'm sorry.

EXT. CEMETERY - HILLSIDE - LATER

Moore stands above FRESH GRAVE. Muddy. We see wet, half-dead flowers. A CARNATION WREATH reads: SOAP.

MOORE
I'm sorry.

As Moore turns, the wind blows open her coat. She's STRAPPED. Two 9MMs, an SMG, AMMO BELTS. Doomsday scenario.

EXT. METROPOLITAN CORRECTIONAL CENTER - DOWNTOWN - LATER

Two NYC SHERIFFS escort LBJ to a PRISON TRANSPORT VAN. LBJ, fully recouped, shuffles along, shackles on his wrists and ankles. As they shut the door on him, Moore appears out of the shadows. Flashes her BADGE.

MOORE
See he's made a full recovery.

SHERIFF 1
Shot to the gut barely made a dent.
Asshole was out of health services
in three days.

SHERIFF 2
Something we can help you with?

Moore, looks around, covertly to the cops --

MOORE
This guy killed my partner. Just
wanna have a few words with him
before he goes back to club meds.

The sheriffs share a look. They understand.

SHERIFF 1
Ten minutes.
(smiles)
The belly wound is healed, but I
bet it's still real sore.

MOORE
Thanks.

Moore hands them a FIFTY --

MOORE
Coffee's on me.

Sheriffs take the cash, take a walk. Alone with the van,
Moore climbs inside --

INT. PRISON TRANSPORT VAN - CONTINUOUS

LBJ, shackled to a bench. Moore TOSSES her badge on the floor and opens up her coat. Revealing the GUNS.

LBJ
Who are you?

Moore answers his question with a vicious left HOOK. It snaps his head back. LBJ panics --

LBJ
Hey! Hey!

MOORE
Just you and me, Jimmy.

Moore takes one of the 9MMs. Breathes deep. Summoning the courage. Puts the gun to LBJ's forehead. LBJ, the child --

LBJ
(whispers)
Now I lay me down to sleep, I pray
the Lord my soul to keep. If I
should die before I wake --

Hand TREMBLING. Moore slowly squeezes the trigger. Struggling with the choice. Then --

CASTLE (O.S.)
You don't want to do this.

The Punisher in the back doorway. Ear bandaged. Moore draws the other 9MM, points it at Castle. She's losing her shit --

MOORE
The great equalizer's gonna lecture
me on justice?

CASTLE
No lecture. You know what I am.
Judge, jury, executioner. That
sound like something you want on
your resume?

MOORE
He killed Soap.

Frank closes the door, moves closer --

CASTLE
And I killed Donatelli. Kill him.
Kill me too.

That's okay with Moore. She thrusts the gun to Castle's forehead. Now, both hands TREMBLING --

CASTLE

Don't worry, it gets easier with every kill. Pretty soon, it's like doing laundry.

(beat)

That what you want? That who you are?

Moore stares at the guns pointing at the two men. Who is she? The grief finally catches up to her. She drops her arms and slides down on the other bench. SOBBING.

Frank watches her pain. Something in him has shifted since killing Nick. Compassion. He pulls Moore to her feet. Instinctively, Moore embraces Castle. Frank holds her as she cries. The instant intimacy that overwhelming emotions can bring. Then as quickly as they connected, they separate.

MOORE

Sorry.

Castle, uncomfortable with the emotion, back to business --

CASTLE

You got my message?

MOORE

Passed it on.

Castle sees her badge on the floor. Hands it to her.

MOORE

Thanks.

(beat)

You're going after Jigsaw.

CASTLE

I'm going after the rat. Came here to get the cheese.

MOORE

Need some help setting the trap?

Castle smirks, leads her out of the van.

EXT. STREET - SAME

In the passenger seat of a DENALI, we see Jigsaw. Driving and four deep in the back seat, his new crew -- LATIN KRAZIES. Jigsaw watches Castle and Moore continue to talk. The conversation looks intense. Personal.

LK DRIVER
You said we were just gonna take
down coupla sheriffs. Ain't got
the manpower to do Castle.

Jigsaw's pissed --

JIGSAW
Not paying you for your insight,
shithead.

EXT. METROPOLITAN CORRECTIONAL CENTER - INTERCUT

Moore opens her coat and clips her badge back on her belt.

MOORE
At some point, you do know I'm
gonna have to arrest you.

CASTLE
At some point.
(beat)
You gonna be okay?

MOORE
Yeah.

Beat. Then Moore leans in and KISSES Frank. Castle doesn't
participate, nor does he retreat. A conscientious observer
of her impulse.

MOORE
Bye, Castle.

Jigsaw takes notice of the intimacy.

Moore walks away --

CASTLE
Apologize to the Sheriffs for me.

Castle hops into the driver seat of the Prison Transport Van.
DRIVES LBJ AWAY.

Inside the Denali, the LK bangers await instructions --

LK DRIVER
Want me to follow Castle?

JIGSAW
No. Follow the girl.

INT. PRISON TRANSPORT VAN - NIGHT

LBJ, still manacled, dials the CELL PHONE Castle took from the banger. Frank watches. A 9MM pointed at LBJ.

EXT. GARBAGE DUMP - NIGHT

Mountains of trash. In the moonlight they look oddly majestic. At the center, hidden from the perimeter, a DOUBLE-WIDE TRAILER. The white Mercedes parked nearby. We see several LATINO KRAZIES keeping watch.

INT. TRAILER - NIGHT

Jigsaw and two LATINA WOMEN, 20's. One SHAVES his head, the other gives him a pedicure. Jigsaw answers his CELL PHONE --

JIGSAW

Yeah?

INT. PRISON TRANSPORT VAN - INTERCUT

LBJ lights up --

LBJ

Billy?

Jigsaw jumps up, the girl shaving, CUTS his head.

JIGSAW

James?

Castle takes the phone.

CASTLE

I'll trade you. Sick brother for sick rat.

Jigsaw listens --

CASTLE

Feds know about the weapon. Word's already out. No buyer'll touch it.

JIGSAW

Who says I wanna sell?

CASTLE

Take your brother, the cash from your arms deal and go buy a goat farm in Tuscany.

(MORE)

CASTLE (cont'd)
Get out of my city.
(beat)
This is a one time offer.

Jigsaw weighs the deal. Then --

JIGSAW
St. Andrews Hospital, Harlem. Ten
o'clock.

Castle ends the call.

Then he SHOOTs off a piece of LBJ's ear. He SCREAMS.

CASTLE
That's for the ear, psycho.

Jigsaw touches his freshly shaved head, blood. Looks in a mirror, sees the SCRATCH. SHOOTs the shaving girl in the head. The other girl is speechless. Jigsaw smiles at the remaining Latina --

JIGSAW
Get me a band-aid, will ya darling.

EXT. ST. ANDREWS MEDICAL CENTER (SAMC) - NIGHT

An old hospital in the process of being DEMOLISHED. It's RAINING. Hard.

INT. SAMC - LOBBY - SAME

Castle, in full Punisher gear, .357 MAGNUM in his hand, leads a handcuffed LBJ into the main lobby. One wall is completely TORN DOWN. It's filled with broken furniture and debris. Several SQUATTERS scurry out at the sight of The Punisher. Street light pours in. So does the rain.

Frank sees WET FOOTPRINTS leading into a STAIRWELL.

INT. SAMC - MATERNITY WARD - HALLWAY - MINUTES LATER

The Punisher marches LBJ. From the broken windows we can tell that we're SIX STORIES UP. Castle sees a bright WHITE LIGHT at the end of the hallway.

INT. SAMC - MATERNITY WARD - VIEWING ROOM - MOMENTS LATER

Castle leads LBJ into the large postnatal viewing room. We see dozens of small steel tables, bolted to the floor. Once occupied by newborns, they're rusted, empty, creepy. The far left wall is totally caved in. Wrecking ball has begun its work. The room is dangerously exposed to the outside.

We realize the white light is from a huge NEON BILLBOARD on the roof of the adjacent building. We see the NIKE swoosh and the ad: THE SECOND COMING.

In the center of the room, on one of the tables, is the RAT in its acrylic sphere. Jigsaw, behind it, the proud papa.

Castle puts the .357 To LBJ's head --

JIGSAW
You okay James?

LBJ
(smiles)
Yeah.

CASTLE
Back away from the table.

JIGSAW
No. You back away from my brother,
Asshole.

Jigsaw WHISTLES. From a side entrance, two LK BANGERS roll in Haley Moore. She's bound and gagged in a WHEEL CHAIR.

JIGSAW
Or I kill her.

Frank looks at Moore. She makes eye contact. NODS.

CASTLE
Untie her first.

Jigsaw ignores him. Castle jams the gun into LBJ's head.

CASTLE
Get her out of that chair. Then
I'll let him go.

Jigsaw nods to the bangers. They untie Moore. She stands. The Punisher uncuffs LBJ. Jigsaw picks up the sphere.

JIGSAW
C'mere, James.

But Castle does NOT release LBJ, now focused on the sphere.

CASTLE
What happens to the rat?

JIGSAW
Meets the girl of his dreams, falls
in love, lives happily ever after.

Frank wrestles with the choice. Jigsaw takes a 9MM from one of the bangers. Points it at Moore.

JIGSAW
C'mon Castle. I saw the way she
kissed you.

MOORE
That rat'll kill thousands. Don't
let him leave with it.

The Punisher makes a difficult decision. Sadly --

CASTLE
I'm sorry.

Castle SHOOTS Moore. Her chest explodes into a bloody mess. She drops. Jigsaw and the LK bangers are stunned. Frank turns the .357 on the bangers.

CASTLE
Lose the guns.

They hesitate. The Punisher SHOOTS both of them in the head. Jigsaw ducks behind the sphere. Castle turns the gun on LBJ.

CASTLE
The gun and the rat on the table.
Or your brother's next.

Jigsaw out of options, sees the Loco Banger step into the doorway. The Latino gives him a thumbs up. Jigsaw smiles --

JIGSAW
Guess we're all full of surprises.

Loco Banger and three more heavily armed, LK BANGERS push out Angela and Grace on a GURNEY. Soaking wet, laying side by side, strapped down to the rolling table. Loco Banger has a GUN to Angela's head. Castle trains the gun on the bangers.

JIGSAW
Gonna kill them too, Uncle Franky?

Castle stares at Angela, she's terrified. TEARS run down Grace's face. No choice. The Punisher drops his gun.

LBJ scurries over to his brother. Sphere in hand, Jigsaw comes up behind the gurney. The four bangers and LBJ now flank their boss. The LKs point their weapons at Frank. Jigsaw savors the victory --

JIGSAW
Made you a promise. Gonna kill you
and everything you care about.
(Angela and Grace)
(MORE)

JIGSAW (cont'd)

Them.

(nods over his shoulder)

The cop.

(the rat)

This city.

(beat)

They're all dead. Because of you.

Then from behind Jigsaw, we hear --

MOORE

Drop it.

Moore, her chest soaked in blood, now holds the two dead banger's 9MMs. Both barrels pointed at Jigsaw's head. She's alive. One of the bangers twitches, Moore BLOWS him away. Jigsaw and the others drop their guns. Moore KICKS their weapons across the room, out the opening.

CASTLE

You already bailed on your brother once. Knew you'd never trade the rat for his life. Unless you had leverage.

(re: the Donatellis)

Didn't know how much.

Castle picks up his .357.

MOORE

Glad you liked our little show outside the jail.

CASTLE

(re: .357)

The one I used on her was a blank.

The others are very real.

(beat)

Put the rat on the table.

Jigsaw carefully places the sphere on one of the small metal tables. Castle nods. As Moore moves toward the rat. Jigsaw THRUSTS the gurney with Angela and Grace towards the opening in the wall.

Angela and Grace SCREAM. Castle dives after them, grabbing the back wheels.

Moore FIRES at Jigsaw. LBJ seeing his brother in danger, DIVES in the line of fire. Takes two in the shoulder as he tackles his brother to safety behind the counters. Bangers, weaponless, dive for cover.

The rain creates a dangerous water slide. The gurney, the women and Castle glide toward the opening. Frank manages to catch an exposed piece of rebar with his foot, bringing them to a halt inches from the plummet. Moore rushes to help.

Jigsaw, seeing Castle and Moore occupied, grabs the rat. As he heads to the emergency exit. LBJ stumbles to his feet. Sees the sphere, reaches for the rat. Jigsaw pulls it away --

JIGSAW

No, James.

Jigsaw runs out the FIRE EXIT. LBJ and the bangers follow.

Moore moves to the opening to pull in the gurney. Her added weight begins to CRACK the floor below them. She jumps back.

CASTLE

(to Moore)

Hold me down!

Moore grabs Frank's legs. Castle, holding onto the gurney with one hand, reaches into his boot and pulls out a .22 Baretta. He then rolls on his side and takes aim.

CASTLE

(to Angela and Grace)

Don't move.

The Punisher SHOOTS the sides of the straps that bind them to the gurney. Free. Angela and Grace sit up.

CASTLE

Climb down. Slowly.

Grace carefully lowers herself off the gurney. But the movement is too much. The floor CRACKS beneath them and the gurney ROLLS OUT the hole. Angela and Grace SCREAM as they tumble out with the crumbling floor.

Castle lets go of the gurney and snaps out his hands grasping one of Grace's arms and one of Angela's. The gurney SMASHES to the ground below. Angela and Grace dangle off the side of the building. The weight of the women pulls Frank down with them. Moore desperately tries to hold onto Castle's legs. The rain makes it almost impossible.

Frank stares down at Angela and Grace. Angela makes a desperate plea --

ANGELA

Let me go. Save her. Please.

GRACE

No. Mommy. No!

Moore reaches behind her back, removes her handcuffs. She quickly CUFFS her ankle to one of Castle's ankles, then she LUNGES for the row of bolted baby tables. Grabbing hold, she stops Frank's slide. In pain, she holds on.

The four rusted bolts securing the table to the floor start to GIVE. One POPS out.

MOORE
This ain't gonna hold!

Grace looks up at The Punisher, a FLASH of lightning illuminates her own desperate plea --

GRACE
Please don't drop us.

Castle shuts his eyes, digs deep. Lets out a primal YELL, and PULLS with all his strength.

Two more bolts POP out. The table is almost loose.

Frank slowly lifts mother and daughter. As the last bolt POPS, Angela grabs hold of solid concrete with her other hand. Castle pulls her to safety. Then helps Grace to solid flooring.

Angela and Grace quickly scramble into the room. Safe. Mother comforts distraught daughter. Moore unlocks the cuffs. She and Castle take each other in -- holy shit. Then Frank gets back to business. Stands. Rips off the trench --

CASTLE
(to Angela)
You know how to get a hold of Dante?
(off her nod)
Call him.
(to Moore)
Get them outside. I'm going after Jigsaw.

MOORE
Went out the fire exit.

Castle checks his Magnum. Empty. Moore checks her 9MMs. One's empty, one has 1/2 clip. She hands one to Frank --

CASTLE
No. Protect them.

As Castle heads out, Moore grabs him, kisses him --

MOORE
That one wasn't for show. Be careful.

Before Frank can respond, Moore leads Angela and Grace out. Frank runs to the fire exit --

INT. SAMC - STAIRWELL - CONTINUOUS

The stairs leading down are all CAVED IN. He heads up.

EXT. SAMC - ROOF - SAME

Rain. Lightning. It's a MULTI-LEVELED roof. We see the section of the building that has been hit by the wrecking ball. On the opposite side, we see an ELECTRICAL SHED --

INT. SAMC - ROOF ELECTRICAL SHED - SAME

Propped up against a rusty electrical panel, is LBJ, bleeding from his shoulder, the acrylic sphere in his lap. He taps on the globe. Bonding with the animal.

Loco Banger and Jigsaw hover above.

LOCO BANGER

This is fucked up, man. Ain't paying us enough for this shit.

JIGSAW

You'll get your money.

LOCO BANGER

Want it now, ese.

JIGSAW

I don't have it on me, you idiot.

(re: rat)

That's worth millions. Help get me out of here. You'll collect.

Beat. He nods.

JIGSAW

Call your crew. We need more bodies.

(off his hesitation)

You wanna get outta here, alive?!

Loco gets on his cell.

EXT. SAMC - ROOF - SAME

We see the other two LK bangers keeping watch near a WATER TOWER. They hold PIPES and pieces of REBAR. One of them notices that he's not getting wet.

LK BANGER 2

Least it stopped raining.

The bangers look up. Castle leans over one of them, braced on the ledge of the water tower. Stopping the rain. He's got a combat knife in each hand. THWUG. The Punisher drives a blade into each banger's EAR. Instant death.

INT. SAMC - ROOF ELECTRICAL SHED - MINUTES LATER

Loco finishes the call --

 LOCO BANGER
They'll meet us in the parking
deck.

 JIGSAW
Let's go.

Jigsaw takes the rat from his brother. Starts to exit --

 LBJ
Billy?

Greed is thicker than blood. Jigsaw smiles at his brother.

 JIGSAW
You're a good boy, James.

As they exit to the roof --

EXT. SAMC - ROOF - CONTINUOUS

They see The Punisher. A FLASH of lighting backlights his ominous presence. Loco Banger grabs the rat, dives back in the shed. The Punisher and Jigsaw, sans guns. Face off.

THE PUNISHER VS. JIGSAW

Jigsaw slides his hands into his pockets. Pulls out the GLASS KNUCKLES. Rushes Castle. Frank tries to fend off the attack. Jigsaw SLICES his hands and arms. Frank stumbles back, trips over a GAS VENT. His head hits the tarred ground hard. Jigsaw lands on top of him. SLASHES his face. Castle reaches for a piece of rebar, next to one of the downed banger. As Jigsaw comes in for another slash, Castle WHACKS Jigsaw in the face with the rebar. The blow splits his face along the scar lines. Frank HITS Jigsaw again. Another area of his face SPLITS open. Frank pushes him off.

As Castle climbs to his feet, Jigsaw lets out a MOAN and runs full speed at The Punisher. He tackles Frank off the roof. The thrust sends the two men TUMBLING DOWNWARDS toward the neon billboard on the rooftop of the adjacent building. They CRASH LAND into --

EXT. ADJACENT ROOFTOP - BILLBOARD PLATFORM - CONTINUOUS

THE NEON NIKE BILLBOARD. Neon shatters, sparks fly. Both men are crunched and broken on the narrow wooden runner. Under the platform, on the roof below, are two huge AIR CONDITIONING UNITS. Large FANS SPIN inside a metal cage.

EXT. SAMC - ROOF - SAME

Loco Banger, seeing the coast clear, starts to head out with the rat --

LBJ
That's my mouse.

The banger runs out. LBJ struggles to climb to his feet. Pissed.

EXT. STREET - SAME

Dante screeches up in the El Camino. Moore turns over Angela and Grace.

MOORE
You'll be alright.

ANGELA
Thank you.

Moore heads back inside.

EXT. ADJACENT ROOFTOP - BILLBOARD PLATFORM - MINUTES LATER

Jigsaw slowly stands. Shakes off the fall. Sees Castle lying on the platform. Helpless. Jigsaw still has one glass knuckle. Frank slowly comes to. Sees Jigsaw approach, tries to move. His vest is CAUGHT on the splintered wood. Trapped. Jigsaw pounces on Castle. Drives the knuckle at his throat. Castle throws out his hands in the nick of time, intercepting the deadly fist. Holding it back, Castle MOANS as the glass DIGS into his hands. Then Frank diverts Jigsaw's thrust to side of his head. The knuckle IMPALES the wet planks. Jigsaw, his fist now stuck, hangs defenseless over The Punisher. Castle drives a brutal HEADBUTT into Jigsaw's forehead, dislodging him from the wood.

Frank unzips the vest and rolls away. As he tries to crawl to safety, Jigsaw drives the glass knuckle into the back of Castle's leg. Reopens the old wound. Frank SCREAMS in pain. Jigsaw pulls him back by the gash. As Castle slides to certain death, he sees an exposed ELECTRICAL CABLE, ripped out from the neon fixture. It dances and sparks.

CASTLE
This is gonna hurt.

The Punisher GRABS the hot cable. ZAP-POP. Castle and Jigsaw twitch and jerk. The jolt sends them flying to opposite ends of the platform. Their lifeless bodies SMOKE.

INT. SAMC - UNDERGROUND PARKING GARAGE - SAME

Loco Banger, sphere in hand, runs into a lower parking deck. In the distance we see a LOWRIDER. Two LK BANGERS join him. Getaway crew. The bangers see that he's alone.

LK BANGER 4
Where the hell is everyone?

LOCO BANGER
Dead.

Loco Banger grabs a 9MM from his gang member's waist.

LK BANGER 4
(re: rat)
The hell is that?

LOCO BANGER
Million fuckin' dollars. Let's go.

As the bangers run back to the lowrider, Moore steps out of the shadows. 9MM in her hand. Badge clipped to her waist.

MOORE
See you guys found my rat.

Loco Banger raises the 9MM, Moore instinctively, BLOWS him away. As the sphere DROPS, she DIVES for it, cushioning it with her free palm just before it hits the hard concrete. Safe. She rolls and draws on the other bangers.

They drop their guns. Moore stands with the rat, relieved --

MOORE
Pop the trunk.

The bangers obeys.

MOORE
Get in.

The two bangers climb in the trunk. Moore SLAMS it.

Moore and the rat walk to the stairs.

EXT. ADJACENT ROOFTOP - BILLBOARD PLATFORM - SAME

Jigsaw staggers to his feet. Dazed, he dangerously hovers on the edge of the platform.

Castle snaps awake. Sees Jigsaw teetering on the edge. Frank feels the GLASS KNUCKLE still stuck in his leg. He winces as he RIPS it out. Then using it like a Ninja throwing star, WHIPS it at his adversary. The glass blade hits Jigsaw dead center of the forehead. The thrust of the impact, sends him -- OVER THE EDGE.

Jigsaw drops the twenty feet below into the air conditioning fans. His weight CAVES IN the mesh cage protecting the blades. Shit hits the FAN. Not unlike the work of his glass knuckles, the large blades SHRED the villain. Blood, chunks of flesh, body parts, spew everywhere. The roof top looks like a bloody, human JIGSAW PUZZLE.

Castle crawls to the end of the platform. As he climbs to his feet, we see his shirt was burned off by the voltage, exposing the ominous SKULL TATTOO across his chest.

The camera RISES UP, revealing --

The neon letters have taken a beating. A broken piece of the last "N" falls across the letter to create an A. The billboard spells out: D O A.

Frank Castle stands on the platform. The city in the background. Rain pours down. Lightning FLASHES. Thunder ROARS. He's undeniable. The Punisher, urban warrior.

INT. SAMC - UNDERGROUND PARKING GARAGE - SAME

LBJ, still bleeding, hears the bangers inside the trunk of the lowrider. Sees the dead Loco Banger. Looks around.

LBJ
Little mouse...

No rat. He picks up one of the banger's 9MMs.

INT. SAMC - ER - LATER

Moore, sphere in hand, walks through the old emergency room. At the far end of the floor, she sees The Punisher. Wet, broken, but alive.

MOORE
Castle.

They walk toward each other. Relief on both their faces.

Then a SHOT rings out. The acrylic sphere in Moore's hands SHATTERS. The rat's blood splatters in her face.

Castle and Moore see -- LBJ, standing in a doorway, smoking gun. Smiling --

LBJ
Little mouse. Come out and play.

Frank and Moore freeze. Still fifty yards apart.

Moore sees a QUARANTINE CUBICLE in the ER. She runs for it. SLAMS the door. Seals herself inside with the rat.

Now, strong with rage, Castle runs at LBJ. LBJ fires. Frank raises his arm as if it were made of steel, it's not, the bullet RIPS through it. Castle doesn't flinch. He levels LBJ with brutal right and left HOOKS. Then drags him by the feet over to an OPEN ELEVATOR SHAFT. We see the elevator is stuck between floors. Castle drops LBJ in the doorway of the elevator. His head and shoulders in the path of the lift. Then Frank grabs LBJ's gun and climbs up into the elevator.

INT. SAMC - ELEVATOR - INTERCUT

Through the OPEN PANEL in the ceiling, Castle SHOOTs the rusted cable suspending the unit. It CREAKS and DROPS. We hear LBJ's SCREAMS abruptly stop as his head disappears under the lift. The elevator reaches the floor level.

Castle steps over the headless torso. Runs to the Quarantine Unit.

Moore stands in front of the glass window inside the unit. The effects of the disease QUICKLY taking hold. She's DYING. She's put the dead rat in a HAZMAT pouch.

MOORE
Call the CDC, they'll know what to do.

She presses her hand to the window. Frank presses his as well. A sheet of glass between their touch.

CASTLE
I'm sorry.

Moore flashes a sad smile. Grants him absolution --

MOORE
I know.

Moore's eyes begin to shut. She slides down the glass. Her head leaning against the window. Castle does the same on the outside, leaning his head against the dirty glass.

After a long, painful moment, her eyes SHUT. Her breath stops. No Moore. Frank's lost another.

As The Punisher shuts his eyes, we --

FADE TO BLACK.

FADE UP ON:

EXT. STREETS - SPANISH HARLEM - MORNING - WEEKS LATER

Castle, partially healed, partially bandaged, walks with Angela and Grace. Grace holds Floppy. They head towards Dante's arcade.

GRACE
Why we going to the arcade, Frank?

CASTLE
Dante told me I should bring you
by. Not sure why.

They reach --

EXT. HARLEM FUNTIME ARCADE - CONTINUOUS

Castle rolls up the large aluminum gate to reveal -- HUNDREDS OF NEIGHBORHOOD KIDS. They all join in with a collective --

KIDS
Surprise!

Grace stunned, looks at Frank --

GRACE
It's not my birthday.

CASTLE
I won't tell them if you don't.

Grace breaks a huge GRIN. Hugs Castle, runs into the party.

We see Dante's sister and her daughters greet Grace and Angela.

Dante joins Frank, who stands just beyond the fun.

DANTE
Gonna join us?

CASTLE
Looks like you got it handled.

The men watch the children play.

DANTE
You did good, Castle. Bought
yourself some karmic coin.

Castle has no response.

DANTE
What're you gonna do?

CASTLE
I don't know.

Angela now watches Castle and Dante. Sees Frank on the
outside. Removed.

Castle holds out his hand in friendship. Dante and he shake.

CASTLE
Take care.

Frank walks away --

EXT. STREETS - SPANISH HARLEM - MOMENTS LATER

Angela exits the arcade, calls to Castle --

ANGELA
Frank.

Castle stops. Angela joins him. A confession --

ANGELA
I always complained to Nick about
being away so much. On the job.
But the truth is, I liked it that
way. Was easier when it was just
me and Grace. I think he knew
that. That's why he took so many
undercover gigs.

Frank looks at her, not sure why she's telling him this.

ANGELA
We're all guilty. You, me, Moore,
Russo. It's never one person, one
act, that determines the fate of
someone else.
(beat)
I don't hate you. You shouldn't
either. Let it go, Frank. Let it
go.

Castle backs away. Unable to accept the forgiveness.

Grace joins her mother. They share a look, then watch The Punisher head into the heart of the city. Alone. Grace clutches the stuffed rabbit. Their TABLEAU --

MORPHS INTO

A PHOTO of Castle's WIFE AND SON. In the photo the boy is clutching Floppy. We realize that we are in --

INT. ABANDONED SUBWAY PLATFORM - NIGHT

Castle sits on his cot, looking at the photo inside the trunk. He's clutching his War Journal.

Then from across the tracks he hears his POLICE RADIO --

DISPATCHER

All available units in quadrant 9A,
we have a 246, possible 261 at 654
Hudson. Victim's a twelve-year-old
Latina. Proceed code two, over.

Frank stares at his historical document. Then he slowly opens up his hand and LETS GO. The tattered journal slides into the trunk with the rest of the memories. He shuts it and with finality, clips on the padlock. LOCKS the trunk.

Castle reaches into a milk crate pulls out .45 GLOCKS in dual holsters and a wet SOILED T-shirt. Pulls on the dirty black shirt, straps on the GAPS.

Frank jumps down to the tracks, hops up to the other platform. As as he reaches for an ammo belt and fresh SKULL VEST, we see the MUGSHOT BOARD. DJ, Espina, Cesare and JIGSAW -- all have a BLACK X across their face. Punished.

There are still four MUGSHOTS without Xs.

Frank throws the ammo and the vest over his shoulder. As he walks toward the tunnel, he SMELLS the dirty shirt, winces --

CASTLE

May not need the guns.

Much to the dismay of bad guys everywhere, The Punisher has "Let it go".

A train RUMBLES, the lights flicker. In the STROBBING LIGHT we see -- Frank Castle head into the darkness.

In a FLASH, he's gone. To work.

SMASH TO BLACK.

THE END