

SAFE HOUSE

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FADE IN:

INT. ANA'S BEDROOM - MORNING

Early sunlight glows around the corners of the curtains.

A hand feels about a woman's leg. MATT WESTON makes love to his girlfriend ANA RAMOS, their two bodies twisting underneath white sheets.

He is 28. Handsome. An all-American face. Bright, green and eager to prove his worth -- a horse itching for its gate to open.

She is out of his league. 25. Brazilian. Equal parts brains and beauty.

A shower runs.

INT. BATHROOM - MOMENTS LATER

Matt in the shower, water streaming off his body.

INT. ANA'S BEDROOM - MOMENTS LATER

Ana, still wrapped up in the covers, watches Matt dress.

ANA

Stay.

MATT

Can't. Got work and you got class.

ANA

We can call in sick.
(play coughs)

MATT

Tempting but I gotta get down to the site.

ANA

They really can't survive a day without you?

MATT

They can. Just not today. The New York office is sending another rep to make sure the hotel is coming together right and my boss needs me to play translator between him and the new foreman.

He ties his shoes, finishing up.

ANA

Wait. I wanna look at you.

He heads over. She stares at him with gorgeous green emeralds.

ANA (CONT'D)

(beat)

You look blurry.

MATT

That's cause you're not wearing your contacts.

ANA

Mmmm...good point.

Matt smiles. Kisses her forehead. From under the bed, he produces a second edition copy of *Mother Goose Children's Picture Book*.

MATT

Happy six months.

ANA

My God, Matt.

MATT

Thought I forgot, huh?

ANA

No, I just didn't know we were doing anything.

MATT

Well, I wanted to.

ANA

(examining her present)

It's amazing.

MATT

I know it's not a first edition, but --

ANA

(not caring)

Shut up. Where'd you find it?

MATT

This shop in Lapa.

ANA

I love it. Thank you.

They kiss.

ANA (CONT'D)

Are you absolutely sure you have to go?

MATT

Yes.

(kiss)

ANA

But I haven't given you your present yet.

She drags him back onto the bed and they disappear under the covers. Kissing. Giggling. In love.

CUT TO --

EXT. RIO DE JANEIRO - ESTABLISHING - MORNING

Fleeting shots of the city: Christ the Redeemer sitting atop the Corcovado Mountain. The Maracanã Stadium. The cable cars at Sugarloaf.

EXT. STREET MARKET - MORNING

Teeming with people, trading spices, hawking crafts. Matt negotiates with a VENDOR for some fruit. Caves. Hands over more Real than he wanted to.

EXT. RIO STREET - MORNING

A crowded commuter bus drives by, spewing black smoke.

INT. BUS - MORNING

Matt stands in the back, doing the crossword puzzle.

NEW ANGLE -- THE CROSSWORD PUZZLE

Make that finishing the crossword puzzle.

EXT. RIO STREET - ZONA NORTE (NORTH ZONE) - MORNING

Empty storefronts. Bodegas. Crowded corners packed with seedy locals. Matt hikes up a steep-sidewalk, talking on his phone:

MATT

Hey, it's me.

(listens)

Yeah, I know what time it is, but this is the only time I get to call.

(MORE)

MATT (CONT'D)

(listens)

Yes, I do think it's funny you have to get up early -- that's why I signed up for the "piss off your friends and family plan". I'm really happy with it.

(listens)

Okay, I'm sorry, do you want me to hang up?

(listens)

Alright then, tell me: how's mom?

He pauses, listening -- face falling a bit.

MATT (CONT'D)

Okay.

(listens)

Okay.

(listens)

I don't know. Hopefully. I'm getting pretty hammered with work lately, but maybe sometime next month. The checks are still coming to you, right?

(listens)

Yeah, I know that they're not but it's all I got right now.

(listens)

I know. And you? How you holding up?

(listens)

I hear ya. Stay strong baby brother.

(listens)

Okay. You too. Later.

He hangs up, arriving:

EXT. APARTMENT BUILDING - DAY

A former hotel since converted into affordable housing units. Nine stories high. Walking up, Matt finds his elderly NEIGHBOR struggling to wheel her laundry cart up the cracked marble steps. In Portuguese; not subtitled:

MATT

Let me help you.

NEIGHBOR

A Godsend. Thank you.

He takes the cart, brings it up to the door and swings it open, letting them both inside.

INT. APARTMENT BUILDING - NINTH FLOOR HALLWAY - MORNING

Concrete walls, water-stained and graffiti-laced. Wires hang from the ceiling like snakes.

LOUD too. Walls so paper thin we can hear the baby WAILING in 5-C; the couple SCREAMING in 3-B; and the alarm still BUZZING in 7-F.

Matt arrives at a paint-chipped door at the end of the corridor -- the only apartment on the floor -- and removes a laser-cut key from his pocket.

ECU -- THE KEY

slightly larger than a regular key -- with a series of encrypted diodes along its edge. Matt slips it into the lock, entering:

INT. APARTMENT - CONTINUOUS

An alarm BEEPS. Matt punches in a five-digit code -- shutting it off. As soon as he closes the door --

-- SILENCE. The whole world just seems to DISAPPEAR.

As he steps further inside, first thing we notice about the apartment --

-- how little there is to notice: bare walls; bare floors; no windows; no real furniture.

It looks like it was robbed but since Matt isn't worried, we can only assume this is how it always looks.

INT. KITCHEN - MOMENTS LATER

Matt opens the fridge and tosses in the fruit he bought. It lands beside fifteen unlabeled water bottles, six Red Bull cans --

-- and twelve packets of O+ BLOOD.

INT. UNIDENTIFIED ROOM - MOMENTS LATER

Pitch black until a light flickers on and a dozen monitors wink to life, presenting twelve views of the eight-room apartment.

Matt sits down in a steel chair and picks up a secure red phone. A flat voice answers:

OPERATOR (V.O.)
Satcom ten.

MATT
South America.

OPERATOR (V.O.)
Designator?

MATT
Echo Bravo two three.

OPERATOR (V.O.)
Transferring.

Matt pops open a Red Bull -- *CHK-THOCK!* -- and takes a sip.
We hear a SECOND VOICE. Female. Humorless. This is the:

LANDLORD (V.O.)
Landlord.

MATT
This is House 7-R. We're open for
business.

A series of electronic clicks then:

LANDLORD (V.O.)
Confirmed.

MATT
Any reservations?

LANDLORD (V.O.)
Nothing in the registry.

MATT
Walk-in's?

LANDLORD (V.O.)
Not expected.

MATT
Cancellations?

LANDLORD (V.O.)
None as of yet.

MATT
Any word about my report?

LANDLORD (V.O.)
What report?

MATT
I sent a report to Virginia in the
overnight pouch.

A beat.

LANDLORD (V.O.)
I have no record.

Matt registers disappointment. A loud WHOOSH as we CUT TO --

EXT. VIRGINIA BACKROAD - DAY

A black BMW X-3 whips past. A phone rings.

INT. BMW - DAY

DAVID BARLOW drives. 45. Horn-rimmed glasses. Always serious. Even his underwear is ironed.

BARLOW
(answering into his
Bluetooth)
David Barlow.

INTERCUT: INT. PHONE BOOTH - BRAZIL - SAME

Just around the corner from the apartment.

MATT
Hey, it's me.

BARLOW
This is an open line.

MATT
I know the protocols.

BARLOW
Then why aren't you following them?

MATT
Cause I didn't want this to be an
official call.

BARLOW
I'm not your handler, Matt.

MATT
As you've told me.

BARLOW
Several times.

MATT
I'll be quick. I just wanna know:
what did Harlan think of my report?

BARLOW
Which report is that?

MATT
Key Surveillance Threats. I put it
in an overnight pouch. He read it,
right?

BARLOW
Matt --

MATT
You gave it to him, right?

Barlow sighs.

BARLOW
No.

MATT
No? Why?

BARLOW
Because I didn't need him giving it
back to me, asking why I gave it to
him in the first place.

MATT
You're saying he wouldn't read it?

BARLOW
I'm saying no one would read it.
It's unsolicited.

Barlow arrives at a fortified gate. Stops at the security
arm.

MATT
What does that mean?

A MARINE GUARD approaches his window. Barlow hands over his
ID: David Barlow - South America - Central Intelligence
Agency.

BARLOW
It means you're not an agent, Matt.
You're just a housekeeper. Stick to
keeping houses. Operational intel
is about eight rungs above your
head.

Matt -- stung. He's ready for more responsibility, but isn't
getting the chance. The guard hands Barlow back his ID.

BARLOW (CONT'D)
Look, I gotta go. Don't call me
from this phone again.

Barlow disconnects the call and drives up to:

EXT. CIA HEADQUARTERS - LANGLEY - CONTINUOUS

The leaves on the American Basswood trees are just starting to turn and fall.

END INTERCUT.

INT. PHONE BOOTH - DAY

Matt -- pissed -- hangs up the phone.

CLUB MUSIC PULSATES.

CUT TO --

INT. RIO STRIP CLUB - DAY

Low-rent and seedy. MILAN MAXIM sits in a VIP booth. 33. Serbian. Two girls on either side, he drinks and smokes heavily.

EXT. STRIP CLUB - SAME

An Audi with tinted windows pulls up in front of the club.

TOBIN FROST

steps out. 55. Ex-CIA field officer. This guy wears his years. Salt and pepper hair tucked underneath a hat. Steel-grey eyes that burn with intensity -- deep and intelligent. He may not move as fast as he used to -- but there's still plenty of fight in him.

He shuts the car door. Heads into the club.

NEW ANGLE -- THE BUILDING ACROSS FROM HIM

INT. DIM ROOM - SAME

Where EMILE VARGAS watches Frost disappear from a top floor window. Ex-paramilitary. Gun for hire. Hard body. Not particularly large -- just lethal.

INT. STRIP CLUB - MOMENTS LATER

With Maxim and Frost in the club's roped-off area. The girls are gone. Replaced by BODYGUARDS. Big. Brooding.

A waitress carries over a tray of tequila shots.

MAXIM

Drink?

Frost shakes his head.

MAXIM (CONT'D)

I'll have yours then.

He takes off four glasses while Frost takes everything in: the gun bulges inside the bodyguard's jackets; the sleazy clientele; the public drug use; needles; coke.

FROST

Can we move this along? Before I need a tetanus shot.

Maxim tosses back two of the drinks, lights up a cigarette, reaches down and brings up:

HALLIBURTON ZERO STEEL BRIEFCASE

He sets it between them. Blows smoke up into the air.

MAXIM

The original eyes-only files. 100% unredacted intel. It's a bargain at triple the price.

FROST

How'd you get it?

MAXIM

Who cares. Only thing that matters is I came through, yes?

FROST

Not if it's tagged.

MAXIM

Impossible. It came from a clerk in their Haifa office. Look for yourself.

Frost unlocks the case. Pops it open.

INSIDE THE CASE: rubbing alcohol, cotton swabs, a tiny pod and something that resembles a STAPLE GUN.

MAXIM (CONT'D)

Some of your old bosses aren't gonna like these files out in the open.

FROST

I don't care. That's why they're my
old bosses.

Frost -- satisfied -- closes the case.

MAXIM

So we good?

FROST

You're still here, aren't you?

Frost does a shot, grabs the case and moves away.

We follow him out -- past drunk men, clawing at women.
Disgusting assholes.

Frost spies -- tucked into the corner -- a DRUNK. About his
size. SLAPPING a stripper across the face. Frost stops,
sizing the guy up. He turns to Frost. Locks eyes.

DRUNK

The fuck you looking at, puto?

Frost refuses to look away. Instead, he calmly reaches into
his pocket -- withdrawing a wad of cash.

CUT TO --

INT. DIM ROOM - MOMENTS LATER

Vargas -- at the window -- aiming through the lens of a Mark
12 Mod 0 SPR (Special Purpose Rifle).

EXT. STRIP CLUB - MOMENTS LATER

Frost steps outside the club, Halliburton in hand.

PHFT!

A bullet rips into his head. He drops to the ground -- blood
splattering the sidewalk.

Bystanders SCREAM -- race away -- freaked. Except one: a
LOCAL. He RUSHES up to the body -- grabbing the briefcase and
popping it open right there.

It's EMPTY.

Local quickly looks to the body. Shirt's a different color.
Continues up to the face -- wait -- NOT FROST -- it's THE
DRUNK ASSHOLE -- BILLS sticking out of his pants pocket.

Local peers up the window across the street but --

-- it's empty. No Vargas. Just a blowing curtain.

INT. STRIP CLUB - BATHROOM - SAME

Frost at the mirror. In front of him: the rubbing alcohol, cotton swabs, pea-sized pod and staple gun.

QUICK SHOTS:

He slips off his jacket -- rolls up his sleeve -- douses a swab with alcohol and swabs his left arm.

He takes the gun -- loads the pod -- and *THWACK!* -- INJECTS SOMETHING into himself.

EXT. STRIP CLUB - MOMENTS LATER

The back door of the strip club swings open. Frost moves briskly out -- sans jacket and hat. A cab drives up. Frost flags it. Steps inside. The car starts driving away.

INT. CAB - SAME

Frost stares ahead. Suddenly -- *PHFT!* -- a bullet rips through the driver's head. He slumps down -- spinning the wheel --

EXT. RIO STREET - SAME

-- CRASHING the car against a parked hydrant.

INT. CAB - SAME

Frost JERKS forward -- SLAMS his head against the partition.

Dazed, he shakes his eyes clear as -- *PHFT!* -- a bullet spider-webs the glass behind him -- just whizzing past his head.

He peers through the cracked glass. Looks up. Just catches a FLASH OF LIGHT -- quickly ducks back down as --

-- *PHFT!* -- a bullet SHATTERS the window -- lands in the cushion beside Frost, glass raining in.

Frost grabs the door handle. More GUNFIRE rains inside. He jerks it open -- climbs out --

EXT. RIO STREET - CONTINUOUS

-- and races into an alley just as -- *PHFT!* -- a bullet strikes the brick wall beside him.

NEW ANGLE -- VARGAS

on a ledge. He throws the gun over his shoulder. Climbs down.

EXT. RIO STREET - SAME

Frost BOMBS up to a tin fence. HOPS it in two steps. Lands on the other side as:

VARGAS

takes aim -- *PHFT!* -- thisclose to hitting him.

Frost continues on -- never breaking stride -- SLAMMING INTO PEOPLE -- knocking them aside like a pinball.

Vargas races after him. But when he rounds the same corner Frost just did --

-- Frost has VANISHED. Replaced by a STREET FAIR. Packed with people. Loud. Noisy.

NEW ANGLE -- FROST

hiding behind a vendor's booth, watching Vargas search for him. He pauses. Something's not right.

BLOOD

drips onto his shoes. HIS BLOOD. Coming from A BULLET WOUND on the side his stomach. Bad -- but he'll live.

Frost's face goes white. He puts his hand to his side. Applies pressure. Winces.

FROST

Shit.

POP! POP! POP! POP! Frost whirls --

-- just tiny firecrackers that kids are throwing nearby, watching explode. Fuck that sounded just --

-- *PHFT! PHFT!* -- BULLETS -- whizzing by his head again, missing by mere inches.

He doesn't know where they're coming from, but they're getting closer -- SHOOTING through everything in their path as they try to hit him.

Frost takes off. Books --

EXT. RIO STREET - CONTINUOUS

Cars ZIPPING every which way. Frost RACES into the middle of the street.

A delivery truck swerves around a corner. Frost LEAPS onto the back of it as --

-- Vargas emerges -- across the intersection -- taking shots at him and the vehicle -- *PHFT! PHFT!*

A bullet STRIKES the back tire -- causes it to SKID -- and Frost to lose his grip.

He LEAPS off -- knees bending into a roll -- POPPING up behind a tree -- directly across from:

THE AMERICAN EMBASSY

Surrounded by a gate -- and SEVERAL U.S. MARINES standing at a gate house. An American flag flaps above the entrance.

Frost considers the building -- then looks out into the street. Sees --

-- SUNLIGHT GLEAMING OFF A SCOPE -- a few yards away.

NEW ANGLE -- VARGAS

staring through the sniper rifle from behind some bushes.

RESUME FROST:

He looks back over to the embassy. A sanctuary. But how the fuck could he go there? He can't go there right? But he's not armed and --

-- oh shit -- he's bleeding bad now. He could pass out. Gotta make a move. Fuck it. Better an embassy with plenty of exits than an exposed area with a sniper gun aimed at your head.

He looks down the street. A VAN is driving up. He has to time this just right.

NEW ANGLE -- VARGAS

looking through the scope. He knows what Frost is gonna do. Knows he has one shot.

The van drives up. Perfect cover. Frost times it right. Races out from behind the tree.

Vargas can't get a shot off -- view of Frost blocked by the van. And when the car clears --

Frost is GONE -- now deep on the other side of the embassy gates.

Vargas -- steaming -- as we CUT TO --

INT. U.S. EMBASSY - ENTRY GATE - MOMENTS LATER

A security checkpoint. Passport and visa office on the other side. THREE MARINE GUARDS stand post.

Frost joins a short line. Eyes scanning everything: the sidearms; the security cameras; the X-ray machine; metal detectors.

Finally it's his turn. He steps up to a SECURITY OFFICER.

SECURITY OFFICER
Passport please.

Frost draws a passport. The officer opens it up.

NEW ANGLE -- FROST'S PASSPORT

Except the picture, nothing about it is real. Phony name. Phony birthday. Phony address. A near mint forgery.

The Security Officer runs the code on the passport through a scanner. The light turns green and Frost is cleared to continue.

He steps to the metal detector. Empties out his keys, phone and puts them in a plastic tray. Steps through the detector.

The alarm GOES OFF. A MARINE takes a wand to him.

MARINE GUARD
Step over here, sir -- arms out,
please.

Frost -- no choice -- complies. Looks up. Sees a SECURITY CAMERA staring him down.

INT. U.S. EMBASSY - SECURITY OFFICE - SAME

TWO ARMED MARINES consult a dozen security videos. A nearby console runs recognition software on everyone's faces. Including Frost.

INT. U.S. EMBASSY - ENTRY GATE - SAME

The guard runs the wand over Frost's legs: nothing. His chest: nothing. Left arm: nothing. Right arm --

-- *BEEEEEEEEEP!* Guard pauses. Confused. He runs the wand again. Gets the same result. It's coming from his INJECTION.

INT. U.S. EMBASSY - SECURITY OFFICE - SAME

The facial recognition software gets a hit.

Frost's picture POPS UP on the monitor -- a CIA file photo from ten years ago -- along with a MESSAGE -- FLASHING -- in red:

DETAIN -- DETAIN -- DETAIN.

The CIVILIAN SECURITY CHIEF looks up from his paperback.

SECURITY CHIEF
What the hell -- ?

A second later, he's on the phone.

SECURITY CHIEF (CONT'D)
I need a team to the southwest entry gate -- now.

INT. U.S. EMBASSY - ENTRY GATE - MOMENTS LATER

SECURITY -- on the move -- rush up to Frost. MARINE GUARDS, guns out, safeties off.

GUARD
-- you -- hands up -- on the floor.
Do it now!

In a FLASH -- Frost gets KICKED to the linoleum. There's a KNEE in his back -- gun BARRELS at his head. His hands are PULLED HARD behind his back -- ZIP-TIED.

GUARD (CONT'D)
Move an inch and I'll blow your fucking head off.

He's HOISTED UP off the floor as we CUT TO --

EXT. CIA HEADQUARTERS - DAY

Dropping down from the sky -- clouds parting -- as we PRELAP:

WHITFORD (V.O.)
How certain are we about this?

INT. CIA SITUATION ROOM - SAME

SIX INTELLIGENCE ANALYSTS -- including Barlow -- sit around a conference table. DEPUTY VICE DIRECTOR HARLAND WHITFORD, 65, born for the job, holds court.

ANALYST #1
92% facial recognition match. Nose and chin are slightly different but it's definitely him.

FULL SCREEN -- FROST'S CIA FILE PHOTO

on a flat-screen monitor -- his agency bio logged underneath.

WHITFORD

Jesus. Tobin fucking Frost.

ANALYST #1

He's been off-grid, what, eight years?

BARLOW

Try ten.

ANALYST #2

Are we really this lucky?

BARLOW

Never been before.

ANALYST #3

Which just could mean we're due.

WHITFORD

Luck had nothing to do with it. A double decade operative like Frost doesn't walk back onto the reservation by chance.

INTERCUT: INT. U.S. EMBASSY - INFIRMARY - DAY

Where Frost gets his bullet wound tended to by a MARINE DOCTOR as EMBASSY SECURITY stands guard.

WHITFORD (V.O.)

Let's pull any footage in and around the embassy we can get our hands on. Scrub every frame for any reason Frost had to go into that building.

RESUME INTERCUT:

WHITFORD

In the meantime, we need to move him. We can't ask the questions in the way we need to ask them in an embassy on American soil.

INT. U.S. EMBASSY - NIGHT

A government sedan rolls up to a security checkpoint. The driver -- DANIEL KIEFER, a senior intelligence agent -- hands his ID to the MARINE GUARD.

RESUME INTERCUT:

LINKLATER, a young and dangerously ambitious analyst, offers his suggestion.

LINKLATER

We can take him to a safe house.
Bring in a Q&A team. Have them
debrief him there. Work the exfil
through Argentina.

Whitford nods -- agreeing.

INT. U.S. EMBASSY - HOLDING CELL - NIGHT

Frost -- alone -- sitting on a metal bed, hand running over his injection scar.

WHITFORD (V.O.)

Frost was one of the best
operations men we've ever had.

INT. U.S. EMBASSY - CORRIDOR - NIGHT

Kiefer is led down an access-only hallway by the Security Chief.

WHITFORD (V.O.)

So make sure whoever we send knows
who he's talking to. I won't
stomach stage fright.

INT. U.S. EMBASSY - SECURITY OFFICE - NIGHT

Guards turn away from Frost -- visible on a monitor -- to the door as Kiefer steps inside. Looks down at Frost -- then over to the Chief -- all business.

KIEFER

We'll take it from here.

RESUME INTERCUT:

WHITFORD

After ten years, this is one wrong
in our history we're finally gonna
right.

The sky RUMBLES and --

EXT. SAFE HOUSE - (FORMERLY APARTMENT BUILDING) - NIGHT

-- hard rain assaults the windows. Drips down the glass.

INT. SAFE HOUSE - LIVING ROOM - NIGHT

Sparse: just a table, sofa, two chairs. Matt occupies one of them. In front of him: six steel gun pieces and a stopwatch.

Matt clicks the stopwatch. Shuts his eyes and starts putting together the pieces -- forming a Sig-Sauer pistol. He clicks the stopwatch again, opens his eyes and checks his time: 13 seconds. A good time -- unless you're Matt.

MATT

Shit.

He frowns. Knows he can do better.

LATER

Matt does a series of push-ups, body tightly muscled.

MATT (CONT'D)

(grunting)

-- seventy-three, seventy-four --

LATER

Matt does a series of sit-ups, drenched with sweat.

MATT (CONT'D)

(grunting)

-- eighty-one, eighty-two --

INT. SAFE HOUSE - HALLWAY - LATER

Matt stands on a stool, reaches up and switches out a spent lightbulb.

INT. SAFE HOUSE - BEDROOM - LATER

Bare: bed, dresser, bedside table. Matt changes the sheets.

INT. SAFE HOUSE - KITCHEN - LATER

Matt sits at the island, reading three newspapers -- in three languages. His cell phone buzzes. He checks the display: ANA.

MATT

Hey.

INTERCUT: INT. ANA'S BEDROOM - SAME

Ana -- on the phone -- getting dressed for a night out.

ANA

Hey, what are you doing?

MATT
Just finishing up some work. You?

ANA
Going out. Gonna meet some friends
at Baronetti in about an hour. You
wanna join us?

MATT
I don't wanna crash your party.

ANA
What if I want you to?

MATT
Then I'll meet you in about an
hour.

Ana smiles.

ANA
Can't wait. See you then.

They exchange good-byes -- then click -- hang up.

END INTERCUT.

INT. SAFE HOUSE - HALLWAY - MOMENTS LATER

Matt crosses the hallway -- entering:

INT. SAFE HOUSE - SURVEILLANCE ROOM (FORMERLY UNIDENTIFIED
ROOM) - CONTINUOUS

Matt steps inside -- gives a quick once-over of all the
monitors. Sees nothing out of the ordinary. He steps back out
--

INT. SAFE HOUSE - HALLWAY - CONTINUOUS

-- and gets four steps away before -- the intercom BUZZES.
Loud. Ear-piercing. Matt turns around -- curious.

INT. SAFE HOUSE - SURVEILLANCE ROOM - MOMENTS LATER

Matt steps back inside. Sees -- on one of the screens:

KIEFER

standing outside, pelted by rain, ringing the apartment. Matt
hits a talk switch.

MATT
Yes?

KIEFER
I need a room.

MATT
Do you have an account?

KIEFER
Daniel Kiefer, Atwater Insurance.

Matt picks up the secure phone. We hear a familiar voice:

OPERATOR (V.O.)
Satcom ten.

MATT
South America.

OPERATOR (V.O.)
Designator?

MATT
Echo Bravo two three.

OPERATOR (V.O.)
Transferring.

Pause. Adrenaline now fully coursing through Matt's veins.

LANDLORD (V.O.)
Landlord.

MATT
I need an urgent check on a Daniel
Kiefer. K-I-E-F-E-R.

LANDLORD (V.O.)
Account?

MATT
Atwater Insurance.

EXT. SAFE HOUSE - NIGHT

Kiefer looks up the street, sizing up the threat level of the locals hanging outside a bar on the opposite block.

INT. SAFE HOUSE - SURVEILLANCE ROOM - SAME

LANDLORD (V.O.)
Account confirmed.

They hang up. Matt looks at a screen. Kiefer's CIA dossier appears. Matt registers his intelligence ranking. Flinches.

This guy's serious. He hits the talk button. Looks at Kiefer on the monitor.

MATT
How many beds?

KIEFER
Six.

Matt looks at another screen.

EXT. SAFE HOUSE - SAME

We PUSH IN on a street lamp. Inside: a concealed camera.

INT. SAFE HOUSE - SURVEILLANCE ROOM - SAME

A screen shows that camera's vantage point: a BLACK VAN is parked in front.

MATT
Luggage?

KIEFER
Just a bag.

Matt hits another switch -- BUZZ! -- and hurries out the room.

ON A MONITOR:

Kiefer swings open the door and holds it open for FIVE MORE FIGURES -- rushing up. They're part of a CIA EXTRACTION TEAM. Serious guys with serious gear. JARHEADS. They DRAG in with them --

-- A LIMP BODY WEARING A HOOD.

INT. SAFE HOUSE - BEDROOM - SECONDS LATER

Matt punches in a lock combination on the closet, slides the drawer open and withdraws a FIELD BOX. He slips in a key, opens up the box and withdraws A RED BACKPACK.

He zips it open, revealing CASH, a PASSPORT, a SECURE CELL PHONE and a Sig-Sauer .9mm. He takes the gun. Slides it back. Leaves the bag. Tucks the weapon behind his belt, pulling his shirttails over it.

Loud KNOCKING draws his ear to:

INT. SAFE HOUSE - FOYER - MOMENTS LATER

Matt opens the door to reveal Kiefer, wet with rainwater.

KIEFER
You the housekeeper?

Matt nods.

KIEFER (CONT'D)
I'm Kiefer. Where's the guest room?

INT. SAFE HOUSE - KITCHEN - MOMENTS LATER

A steel bucket is thrown into the sink. A hand flicks the faucet. Water fills up the bucket.

INT. SAFE HOUSE - GUEST ROOM - NIGHT

A padded room. Sound-proof. A single steel chair and table. A body gets thrown onto the chair. Hard. Makes a sound. Immediately gets cuffed and shackled. Hands and feet.

A bag is removed from his head:

FROST

He locks eyes with a one-way mirror. A steely resolve.

INT. SAFE HOUSE - OBSERVATION ROOM - NIGHT

Matt looks at Frost through the mirror -- taken aback.

MATT
That's Tobin Frost.

KIEFER
You know him?

MATT
Yes, sir. He was my case subject my first year at the Farm. Ex-intelligence officer. Veteran agent of a six year undercover tour in the Soviet Union. A spy's spy.

KIEFER
Until he went black in 2000. Since then, he's given up assets; sold military intel to anyone with money: China, North Korea, al-Qaeda splinter groups, terror cells. The damage he's done to our country is in the billions.

INT. SAFE HOUSE - GUEST ROOM - SAME

Frost stares directly ahead -- unfazed. Been here before.

MATT (V.O.)
How'd you find him?

KIEFER (V.O.)
The only way you a find an
operative like Frost. Luck. His
face got scanned at the embassy.

RESUME:

Matt reacts. Something about that doesn't track.

KIEFER
Langley wants him debriefed before
check out.

Matt finds that notion insane.

MATT
Excuse me sir, but an ex-field
officer like Frost is not just
gonna open up to you without some
incentive.

KIEFER
I couldn't agree more.

Just then, two Jarheads -- BECK and GREER -- cross up to the
room, toting the bucket filled with water and --

-- a CAR BATTERY.

MATT
What's that?

KIEFER
Incentive.

INT. SAFE HOUSE - GUEST ROOM - MOMENTS LATER

Frost's shoes are removed. Socks too. His tie is loosened and
his shirt torn open. Buttons fly. Electrodes are attached to
his chest and neck. His feet are placed in the bucket --
water spills out.

INT. SAFE HOUSE - OBSERVATION ROOM - SAME

Matt -- watching this unfold through the glass -- horrified.

MATT
You can't do this. There are rules.

But when he turns -- Kiefer is already heading inside.

MATT (CONT'D)

As long as he's in my house, he's
in my care -- Kiefer!

Kiefer ignores him, SHUTTING the door behind him.

INT. SAFE HOUSE - GUEST ROOM - CONTINUOUS

Frost looks up. Eyes Kiefer stepping inside. He slides the
chair out across from him. Takes a seat.

INT. SAFE HOUSE - OBSERVATION ROOM - SAME

Matt watches them through the glass -- two pros regarding
each other. Respect there. But not much.

KIEFER

I'm Daniel Kiefer, Mr. Frost. I'm
here to make you aware of your
rights.

INT. SAFE HOUSE - GUEST ROOM - SAME

KIEFER

You're being held under National
Security Directive 72-C which means
you have none. Per the Directive, I
could literally lock you in a room
and throw away the room.

Frost -- unintimidated.

KIEFER (CONT'D)

But before that happens, you're
gonna give us the names of all your
resources, contacts and assets --
everyone you've done business with,
traded intel with, sold secrets to,
in the fifteen years since you
turned traitor.

FROST

That's gonna be a long list.
Promise not to tell anyone?

Kiefer -- annoyed -- maintains his composure.

KIEFER

I know you've read the books on our
interrogation methods. Hell, you've
written some of them. There's no
need wasting time with coercion;
intimidation; bullying. You and I
both know they won't work on you.

(MORE)

KIEFER (CONT'D)

What will, I suspect, is tolerance.
How much I have for you -- and how
much you have for this.

Greer cranks a dial on the car battery -- a current SURGES through Frost -- body ARCHING back in agony.

INTERCUT MATT:

watching this, horrified. He knows Kiefer's got a job to do, but doesn't have the stomach for it.

RESUME:

With another twist of the dial -- the current abates. Frost sags.

KIEFER (CONT'D)

We think there are at least three separate operations in the works that you may have compromised. We need to know how badly our security's been breached. We're not gonna lose any more lives because of you.

Again, Greer wrenches the dial. Electricity STREAMS. Frost HOWLS as power COURSES through his body. He LASHES around in the chair, but gets SNAPPED back to it by the shackles.

KIEFER (CONT'D)

Your contacts, Frost. I want the names.

Another twist of the dial.

KIEFER (CONT'D)

The names!

The power shuts off. Frost, spent, but defiant.

FROST

You smell that?

He spits on the floor. Looks up.

FROST (CONT'D)

I think it's me.

He laughs. Kiefer -- pissed -- turns at Greer. Nods: again! He cranks the dial. Frost WAILS, FLAILING, SCREAMING, IN AGONY, until --

-- Kiefer SEES something.

NEW ANGLE -- HIS POV

on Frost's arm: the INJECTION SCAR.

He turns to Greer. Signals him to cut the power. He obeys. Frost is slumped over in the chair by now, exhausted. Kiefer grabs his arm. TWISTS it. He looks over the mark. Blinks. Realizes what it means.

KIEFER
Get me a knife.

But before anyone can do anything --

-- the lights SHUT OFF -- plunging the room into DARKNESS.

INT. SAFE HOUSE - OBSERVATION ROOM - SAME

Black here too. A beat and the emergency back-up lights hum to life, illuminating Matt, confused.

INT. SAFE HOUSE - GUEST ROOM - SAME

Kiefer turns to the Jarheads.

KIEFER
Come with me.

INT. SAFE HOUSE - OBSERVATION ROOM - SECONDS LATER

The door swings open and Kiefer rushes out with Beck and Greer, ordering Matt to:

KIEFER
Watch him.

They step out. Matt turns to Frost, head bowed, exhausted.

EXT. SAFE HOUSE - NIGHT

A van with tinted windows screeches to a stop out front.

INT. SAFE HOUSE - SURVEILLANCE ROOM - MOMENTS LATER

Jarheads CRAIG, VIRKLER and VELEZ are at the bank of surveillance monitors, struggling to switch them on, but they're all BLACK. Kiefer rushes in, under:

KIEFER
What the hell's going on?

CRAIG
I don't know -- we're dark. Whole building's gone black.

EXT. SAFE HOUSE - NIGHT

The back of the van EXPLODES OPEN.

TEN MERCENARIES bomb out. All heavily armed with machine guns. Locals. Faces covered with bandanas. Tats wherever there's skin. They storm up to the building.

RESUME:

KIEFER
Motion sensors?

Virkler checks a console. Turns to Kiefer. Look says it all: they're fucked.

KIEFER (CONT'D)
Shit.

INT. APARTMENT BUILDING - STAIRWELL - NIGHT

As the gunmen make their way up a staircase, inching toward the apartment -- we CUT TO --

INT. SAFE HOUSE - GUEST ROOM - SAME

Matt tries to make sense of what's happening, looking around, on edge.

FROST (O.C.)
You better have an exit strategy.

Matt turns to Frost. Shakes his head. Tries to convince himself:

MATT
This is a safe house.

Frost shakes his head.

FROST
Not for long.

Off Matt -- CUT TO --

INT. SAFE HOUSE - VARIOUS ROOMS - NIGHT

Kiefer and the five Jarheads take up defensive positions, around corners, in doorways, raising weapons, switching off safeties, tickling triggers.

Each of them getting loose -- trying not to freeze up.

INT. SAFE HOUSE - FOYER - SAME

Beck aims his gun at the front door -- listening with bated breath at the SOUND of approaching FOOTFALLS -- which END at the door. Someone's on the other side.

He tightens the grip on his Heckler and cracks his neck, ready.

Everything that happens now -- happens fast:

BOOOOOOOM!

The floor beneath his feet EXPLODES! Just GOES in a heartbeat. Beck VANISHES -- DROPPING through to the apartment below -- CRASHING!

A GAS GRENADE ROCKET

LAUNCHES through the front door -- travels the length of the front hallway.

We FOLLOW IT -- shooting through the air -- before it BLOWS UP in the living room.

Smoke EVERYWHERE -- filling up the entire room -- spreading to the other parts of the house.

INT. SAFE HOUSE - HALLWAY - SAME

Virkler rushes down the smoke-filled hall. Blind. Lost. Coughing.

Bullets TEAR through the wall. RIP him to bloody pieces.

INT. SAFE HOUSE - VARIOUS ROOMS - SAME

The mercs, looking even more ominous in GAS MASKS, charge through the house -- on the hunt.

We STAY with them -- moving quickly -- all handheld -- we're there -- as they shoot --

-- CRAIG -- rushing out a doorway -- unleashing a fury of fire. He crashes to the floor -- dead.

INT. SAFE HOUSE - KITCHEN - SAME

Gunmen KICK open the door -- charge in. Greer POPS up from behind the island -- FIRING blindly.

The mercs return fire, guns blazing. Bullets strike the stove. Gas IGNITES -- EXPLODES -- VOMITS FIRE -- which ENGULFS Greer who WAILS and THRASHES wildly.

INT. SAFE HOUSE - HALLWAY - SAME

Assassins cut through the haze -- searching -- find:

VELEZ

struggling to escape the smoke. He gets riddled as he tries to make it into one of the rooms.

INT. SAFE HOUSE - BEDROOM - SAME

Twin gunmen KICK DOWN the door. Announce their arrival with GUNFIRE --

-- but hit NOTHING. Room's clear.

INT. SAFE HOUSE - ANOTHER HALLWAY - SAME

Two mercs pass. Once they exit frame --

-- Kiefer emerges and slips into another room, out of view.

INT. SAFE HOUSE - BEDROOM - SAME

Assassins enter and look around. The room is empty, so they back out the room --

INT. SAFE HOUSE - ANOTHER HALLWAY - CONTINUOUS

-- and *PHFT! PHFT!* -- Kiefer takes them out with silenced rounds.

BANG! A bullet SPINS him around. *BANG!* Another takes out his kneecap -- DROPPING him to the floor -- HOWLING.

VARGAS

stands over him -- aiming his Rohrbaugh R9s Stealth. In charge -- chilling:

VARGAS
Where's Frost?

CUT TO --

INT. SAFE HOUSE - OBSERVATION ROOM - MOMENTS LATER

Vargas and another merc rush up to the guest room and KICK the door open but --

INT. SAFE HOUSE - GUEST ROOM - CONTINUOUS

-- it's EMPTY. NO MATT. NO FROST. Vargas -- confused. Another merc calls him into another room. He rushes out.

INT. SAFE HOUSE - BEDROOM - MOMENTS LATER

Vargas enters and finds an assassin sliding the bed across the floor to reveal --

-- a TRAP DOOR hidden underneath it.

CUT TO --

EXT. SAFE HOUSE - BACK ALLEY - NIGHT

Behind the apartment building, the back door EXPLODES open.

Matt rushes out of it -- field kit backpack over shoulder -- .9mm in hand -- with Frost -- hands cuffed behind his back.

The rain has STOPPED. Matt searches up and down the alley way. No clear options. But he isn't thinking. No time for that.

MATT

This way.

INT. TRAP DOOR STAIRWELL - SAME

Narrow and filled with cobwebs. Creaky steps. Vargas leads his hit team in pursuit.

EXT. SAFE HOUSE - SAME

Matt and Frost arrive in front. Matt needs wheels and looks to the black van. Remembers it has no battery.

MATT

Shit.

Frost looks at him.

FROST

Maybe you should've called a cab.

INT. TRAP DOOR STAIRWELL - SAME

Vargas -- moments away from the exit.

EXT. SAFE HOUSE - SAME

A Volkswagen comes roaring up. Matt stands in front of it, fires a round into the air and aims the gun down at the DRIVER, who SCREECHES to a stop. In Portugese -- subtitled:

MATT

Open the trunk and get out of the car!

The trunk pops open. Matt swings open the front door and orders the driver to run. Directs Frost toward the open trunk.

MATT (CONT'D)

Get in.

FROST

You're making the wrong play here.

MATT

I said get in.

FROST

You need to reconsider what you think your options are.

MATT

Shut up.

FROST

Those men aren't coming to free me. They're coming to kill me. You don't have the shoulders for this. As long as you're with me, you're dead.

Matt cocks the gun.

MATT

And as long as you're with me, you're not. Get in the fucking trunk.

Frost eyes the barrel -- sizing up Matt.

CUT TO --

EXT. SAFE HOUSE - BACK ALLEY - MOMENTS LATER

Vargas and his men bomb out the back -- race to the front.

INT. VOLKSWAGEN - SAME

Matt hops behind the wheel. Throws the backpack onto the passenger seat. Slams the door. Drops the hammer. HITS the gas and --

EXT. SAFE HOUSE - SAME

-- the Volkswagen PEELS AWAY as:

THE MERCS

arrive -- already FIRING -- *BANG! BANG! BANG! BANG!* Bullets RIDDLE the back of the Volkswagen --

INT. VOLKSWAGEN - SAME

-- and BLOW UP the back window. Glass RAINS inside. Matt switches gears. CRANKS the wheel. THUNDERS forward, RUNNING a red light -- nearly getting CLIPPED by traffic.

EXT. SAFE HOUSE - SAME

Vargas watches as the Volkswagen ROARS ahead, disappearing into the distance as we CUT TO --

EXT. RIO STREET - SAME

The Yugo hauling ass, weaving around cars, sliding into hard lefts and rights.

INT. VOLKSWAGEN - SAME

Matt white knuckles the wheel, threading traffic, on edge.

He takes a hand off the wheel. Reaches across to the backpack on the passenger seat. Pulls the zipper down. Draws a secure phone. Punches in a number.

OPERATOR (V.O.)

Operator.

MATT

South America.

OPERATOR (V.O.)

Designator?

MATT

Echo Bravo two three.

OPERATOR (V.O.)

Transferring.

INT. TRUNK - SAME

Frost -- on his back -- searching -- thinking. His hands locate a tire-changing tool set. Starts digging around the various tools.

INT. VOLKSWAGEN - SAME

The Landlord answers.

LANDLORD (V.O.)

Landlord.

Matt -- panicked -- freaked:

MATT

This is the housekeeper. 7-R's been hit. Everyone's dead!

LANDLORD (V.O.)

Say again.

MATT

Kiefer -- his team -- everyone! They're all dead!

LANDLORD (V.O.)

Is this a secure line?

MATT

Are you hearing me!? The house has been crashed! I got Frost. We've been evicted.

EXT. RIO STREET - SAME

The Volkswagen makes a tight turn -- tires *SCREEEEEEEECHING*.

INT. TRUNK - SAME

Frost finds a screwdriver and uses it to TEAR AWAY at the carpet on the floor of the trunk -- digging into the fabric -- CLAWING at it.

INT. VOLKSWAGEN - SAME

Weaving in and out of traffic:

LANDLORD (V.O.)

Are you damaged?

MATT

What?

LANDLORD (V.O.)

Are you intact?

MATT

Intact? Yes. But I think they're gonna come after me.

LANDLORD (V.O.)

Who?

MATT

Whoever's after Frost. Whoever just shot up the fucking house!

INT. TRUNK - SAME

RIIIIIIIIPPP! Frost lacerates the carpet and starts searching around for the trunk release cable -- on the driver's side.

INT. VOLKSWAGEN - SAME

MATT

I need to know right now: can I ditch the guest?

LANDLORD (V.O.)

Negative. He's too high a priority. Follow protocols. There's another house. 8-B. You'll be safe there. Can you make it?

MATT

I think so.

LANDLORD (V.O.)

Don't think. Be sure.

MATT

Yes.

LANDLORD

The house is still under contract, so you're gonna need a key. I'll have it ready for you. Location six. Twenty minutes.

CLICK. That's it. The Landlord has hung up. Matt is thrown. Lost. Alone.

INT. TRUNK - SAME

Frost finds the release cable -- pulls it -- *YANKING* back --

INT. VOLKSWAGEN - SAME

-- a lever near the drivers seat -- releasing --

EXT. VOLKSWAGEN - SAME

-- the trunk -- which *POPS OPEN!*

INT. VOLKSWAGEN - SAME

Matt reacts -- total shock -- loses control of the wheel.

MATT

Jesus!

EXT. RIO STREET - SAME

The Volkswagen goes SMASHING up against other cars, SHAVING metal. Tires SCREECH -- horns BLARE!

INT. TRUNK - SAME

Frost maneuvers his legs up so that his cuffed hands are now in front -- reading himself to jump.

INT. VOLKSWAGEN - SAME

Matt TWISTS the wheel --

EXT. RIO STREET - SAME

-- and slides the Volkswagen into a hard turn, rounding the corner.

INT. TRUNK - SAME

Frost ROLLS. SLAMS up against the trunk ceiling.

EXT. RIO STREET - SAME

The Volkswagen SCREAMS forward -- moving too fast for Frost to jump out.

INT. TRUNK - SAME

Plan B: Frost turns around -- facing the front -- and starts PRYING AWAY at the trunk wall.

INT. VOLKSWAGEN - SAME

The back seats start to FOLD DOWN as Frost CLAWS his way out of the trunk.

EXT. RIO STREET - SAME

A TRUCK bears down the Volkswagen -- shining blinding lights.

INT. VOLKSWAGEN - SAME

Matt reacting -- shit! -- SWERVES --

EXT. RIO STREET - SAME

-- and SWINGS us into another lane. FISHTAILS madly. CLIPS a third car. Takes its window off. SHOOTs ahead.

INT. VOLKSWAGEN - SAME

Matt gets a second to breathe before --

THE SEAT BELT

gets thrown around his neck. Starts CHOKING the life out of Matt.

FROST

behind him -- twists the belt like a garrotte.

Matt GASPS for breath -- trying to fend off Frost -- while keeping his eyes on the cars FLYING UP with the windshield.

About to lose consciousness -- Matt spots --

EXT. RIO STREET - SAME

-- an underground parking garage whipping by.

INT. VOLKSWAGEN - SAME

Matt flicks the wheel. Quickly drives into it, snapping the wooden arm.

INT. UNDERGROUND GARAGE - CONTINUOUS

The Volkswagen spins around the structure, tires SHRIEKING.

INT. VOLKSWAGEN - SAME

Frost loses his grip -- as Matt CRANKS the wheel and YANKS back the emergency break at the same time.

EXT. UNDERGROUND GARAGE - SAME

The Volkswagen SPINS at a breakneck pace and SLAMS the back of itself into a parked car -- CRASH!

INT. VOLKSWAGEN - SAME

The air bag DEPLOYS -- cushioning the impact for Matt while Frost -- not so lucky -- SMACKS his head against the side of the car -- hard. He WINCES. Out of it.

EXT. UNDERGROUND GARAGE - SAME

For a second: silence. Then -- the driver's side door swings open. Matt steps out -- opens the passenger door and PULLS Frost out of the car -- hurling him to the ground.

Matt takes out his gun and aims it at him.

Frost shakes the cobwebs from his head as Matt looks to the Volkswagen -- now totalled -- engine busted -- steam shooting out of it.

Matt looks back at Frost.

FROST
What? You thought I'd make this
easy for you?

Off Matt, we CUT TO --

EXT. CIA HEADQUARTERS - NIGHT

MATT (V.O.)
This is the housekeeper. 7-R's been
hit. Everyone's dead!

LANDLORD (V.O.)
Say again.

INT. CIA SITUATION ROOM - SAME

Same people as before, all listening to a recording of Matt's conversation with the Landlord.

MATT (V.O.)
Kiefer -- his team -- everyone!
They're all dead!

LANDLORD (V.O.)
Is this a secure line?

MATT (V.O.)
Are you hearing me!? The house has
been crashed! I got Frost. We've
been evicted.

The audio pauses.

WHITFORD
Has this been confirmed?

BARLOW
Local police just arrived.

INT. SAFE HOUSE - VARIOUS ROOMS - SAME

POLICE storm the house, searching rooms, finding bodies and bullet holes.

BARLOW (V.O.)
We're hearing eight dead. Six are
ours. But that's unconfirmed. Two
are unknown --

INT. CIA SITUATION ROOM - SAME

BARLOW

-- also unconfirmed, but we're thinking local talent.

WHITFORD

Anyone specific?

ANALYST #2

Not yet but we have some candidates.

LINKLATER

What about the housekeeper?

FULL SCREEN -- MATT'S CIA BIO AND FILE PHOTO

pops up on a monitor. GRAFF, Whitford's #2, provides commentary:

GRAFF

Matthew James Weston, born February 22 to Michael and Ronnie Weston. Port Washington, New York.

INTERCUT: INT. UNDERGROUND GARAGE - NIGHT

Matt finds an open car door -- a JEEP. He directs Frost inside -- CUFFS his right wrist to the door handle.

GRAFF (V.O.)

Father dead: car crash. Mother, dying: cancer of the lung. Recruited into the program out of Harvard Law.

RESUME INTERCUT:

GRAFF

Speaks three languages, no accent. Average training level. Weapon and vehicle ready. But he has zero field experience. The Rio house is his first assignment.

INT. JEEP - SAME

Matt pulls out ignition wires -- crosses them.

ANALYST #2 (V.O.)

Hell of a way to lose your cherry.

RESUME:

LINKLATER

Well, if he does have Frost, it won't be for long.

BARLOW

He'll be safe as long as he gets to the other house.

LINKLATER

What? You really think he's gonna make it?

BARLOW

He made it out of this one, didn't he?

WHITFORD

Only by sheer luck and luck runs out. We're hypothesizing a scenario in which a basement level housekeeper manages to get Tobin Frost from A to B.

INT. UNDERGROUND GARAGE - SAME

Matt successfully hot wires the Jeep. The engine ROARS and Matt peels out of the garage.

RESUME:

WHITFORD

Anyone here besides Barlow have trouble seeing that as anything short of improbable?

No hands go up.

EXT. RIO STREET - NIGHT

The Jeep cruises past, neon lights of the city blurring by.

INT. JEEP - NIGHT

Matt stares ahead, trying to ignore Frost, who has other plans.

FROST

What's your name?

Matt is silent, hesitant to share anything.

FROST (CONT'D)

You're not a NOC. What's it matter?

MATT
(beat)
Matt.

FROST
Matt what?

MATT
Matt Weston.

FROST
You know who I am?

MATT
Yeah. A traitor.

FROST
It's not so black and white.

MATT
What, right and wrong? Actually it
is.

FROST
So you're one of those.

MATT
What?

FROST
An idealist.

Matt says nothing.

FROST (CONT'D)
How long have you been an agent?

Matt doesn't want to engage him, but --

MATT
I'm not an agent.

FROST
Housekeeper then.

A beat, then:

MATT
Twelve months.

FROST
Happy birthday.

Pause.

FROST (CONT'D)
So what did you do wrong?
(off his look)
That you're stuck in your post.
Housekeeper's a low-level detail.
Straight off the farm work. Six to
nine months tops. You should be
outta here by now.

Matt shifts -- uncomfortable.

MATT
Maybe I requested the assignment.

FROST
Or more likely Langley doesn't
trust you with anything else. Seems
the agency doesn't think too highly
of either of us, Matt. Perhaps
we're not so different after all.

Matt spins to him. Hates that idea.

EXT. RIO STREET - NIGHT

The Jeep turns a corner.

INT. JEEP - NIGHT

FROST
So, what exactly is your plan?

MATT
Follow protocols. If evicted, bring
the guests to another house and
wait for extraction.

FROST
You get that from the manual?

MATT
(ignoring him)
The second safe house is only four
hours away. It can't be opened
without the key. We're gonna wait
for the key and then we'll go.

FROST
And you think I'm just gonna let
you take me there?

MATT
Thought never crossed my mind.

FROST

You know what else hasn't? Just exactly how your house was crashed in the first place.

Matt pauses. Hadn't considered that yet. He thinks. A beat, then:

MATT

They followed Kiefer from the extraction site.

FROST

You don't really believe that do you?

No -- he doesn't.

FROST (CONT'D)

That house was a secure location. The people who crashed it didn't stop at the gas station to ask directions to the nearest CIA safe house. They were invited. Someone told them where the house was. Someone you know. So you have to ask yourself: how much do you trust your landlord?

Matt considers that. Then realizes the source.

MATT

This is just misdirection. You just don't want me reaching out to anyone.

FROST

You have another theory then?

Matt -- no.

FROST (CONT'D)

Your house went from a sanctuary to a mortuary in less than an hour. That doesn't happen without intervention. I'm not your only enemy tonight.

Matt considers that. Worries he's right.

EXT. COMMERCIAL BUILDING - NIGHT

In disrepair. Covered with scaffolding. Somehow standing. But isolated. Remote. Quiet.

INT. COMMERCIAL BUILDING - NIGHT

The mercs from the safe house assault are busy loading their gear in the backdrop while:

VARGAS

sits at a computer screen, face bathed in the blue glow of the monitor beside a SMALL FIELD SATELLITE LINK ANTENNA.

He turns on the SATELLITE LINK and the computer starts to Instant Message.

NEW ANGLE -- THE MONITOR

(Vargas' writing in green; his collaborator -- designated "AVNER" -- appears in red).

AVNER: *WHAT HAPPENED AT THE HOUSE?*

Vargas types: *A MISTAKE. WILL BE CORRECTED.*

AVNER: *NO FILES. NO PAYMENT.*

Vargas: *NEED MORE INTEL. WHO IS THE HOUSEKEEPER?*

A beat, then a document file downloads:

MATT'S DOSSIER

his bio; operations record; official assets.

AVNER: *RETIRE THEM BOTH.*

Vargas double clicks on "official assets" and:

A PICTURE OF ANA

pops up. Her student ID photo. Vargas looks at her address. Commits it to memory.

Somewhere -- water runs.

INT. DIVE HOTEL - BATHROOM - NIGHT

Matt -- at the sink -- cups some water in his hands. Splashes his face. Lets the water drip down. He's scared -- with good reason. He gathers himself. Leaves.

EXT. DIVE HOTEL - NIGHT

A real shithole. The type you pay for by the hour but they don't ask questions. Matt appears in a top-floor window, peeking through the shades.

INT. DIVE HOTEL - NIGHT

A dingy room. Rats. Stained sheets. Slow moving ceiling fan.

Matt looks up and down the street. Sees nothing but shifting shadows.

FROST (O.C.)

Don't they teach anyone anything anymore?

NEW ANGLE -- Frost handcuffed to a chair.

FROST (CONT'D)

You don't have to keep looking over your shoulder if you have eyes in the back of your head.

Matt shuts the curtains close and turns around, crossing up to Frost.

MATT

You said you weren't my only enemy tonight. The hit squad from the house. Who were they?

FROST

You're the field officer now. You figure it out.

MATT

If they are trying to kill you, there must be a reason.

FROST

With a mind like that, you'll make section chief before you're thirty-five.

MATT

Fuck you.

FROST

Curb that temper, son. You don't have the pedigree for it.

Matt's phone buzzes. He fishes it out of his pocket. Checks the display -- ANA (CELL). She sent him a text: WHERE ARE YOU? His face falls -- shit -- he forgot all about her. Can't deal with her now. He hits ignore and puts the phone away.

FROST (CONT'D)

She know what you do for a living?

Matt looks at Frost -- surprised.

MATT

Who?

FROST

Ana. You tell her about your work?

MATT

How'd you --

Then he realizes -- the cell phone display was REFLECTED in the window behind him.

MATT (CONT'D)

Don't say her name.

FROST

Why not? Afraid she'll like me?

Matt steams.

FROST (CONT'D)

Relax. It's good to have something on the side. Housekeeping can be dull, pedestrian work. I remember. I used to do it.

MATT

You were a housekeeper?

FROST

Berlin '79. My house catered eight defectors a month.

MATT

Really?

Frost nods.

MATT (CONT'D)

East or West?

Frost's turn to simmer. Matt turns his back on him, returning to the window -- looking out.

FROST

She's gonna leave you.

Matt looks back.

FROST (CONT'D)

They always do. Ask my wife.

MATT
Which one?

FROST
Exactly my point.

MATT
She's different.

FROST
Then you're gonna have to leave
her.

That gives him pause.

FROST (CONT'D)
You can't expect to have a real
relationship in our line of work.
It's not that business and pleasure
don't mix. It's that business is
our pleasure. There's no room for a
personal life. Take it from me.

MATT
I'm not you.

FROST
I know. You still have the Kool-Aid
on your lips. I died from it a long
time ago. But trust me. In the end -
- this job of ours -- there's no
loyalty.

MATT
Spoken like a true traitor.

Just then, his watch BEEPS. Matt checks the time -- the key
should be there by now.

MATT (CONT'D)
Let's go.

He helps Frost up from the chair by his arm, as we CUT TO --

EXT. CIA HEADQUARTERS - NIGHT

BARLOW (V.O.)
We have a lead on what Frost is
doing in Brazil.

INT. CIA SITUATION ROOM - NIGHT

FULL SCREEN -- MILAN MAXIM'S MUGSHOT

taken three years ago -- in Russia.

BARLOW

Milan Maxim. Serbian national.
Black market intelligence trader.
According to MI-6, he recently
found himself in a position to
broker the sale of stolen ten year-
old Mossad documents to an unknown
buyer.

WHITFORD

Frost.

BARLOW

(nodding)

Two hours ago, one of our listening
stations finally got around to
processing an Echelon hit off a
ghost phone we were tracking. The
deal between Frost and Maxim went
down this morning at a strip club
in Rio's North Zone.

ANALYST #1

Fourteen blocks from the embassy.

BARLOW

The working theory is that Frost
was wounded immediately following
the buy and sought refuge at the
consulate.

WHITFORD

Wounded by who?

FULL SCREEN -- A SURVEILLANCE IMAGE OF VARGAS

taken outside the American embassy in Rio.

ANALYST #2

Emile Vargas. We picked up his face
just outside the embassy -- five
minutes after Frost walked in with
a gunshot to his right abdomen.

The surveillance image is replaced by a SLIDESHOW of Vargas's
previous engagements: horrific images; dead bodies; blown out
buildings; charred cars.

ANALYST #2 (CONT'D)

Officially listed as a government
contractor in Iraq, Afghanistan,
Libya, Nigeria.

(MORE)

ANALYST #2 (CONT'D)
Ties to death squads and right-wing
paramilitary groups.

WHITFORD
But not intelligence. How the hell
did he find out about the safe
house?

No one has an answer for that.

WHITFORD (CONT'D)
Alright, let's try an easier one:
What in God's name is so important
about ten year-old Israeli
intelligence records in the first
place?
(off silence)
Find out.

Just then, the door BUZZES open. Linklater rushes inside,
holding a red file folder -- urgent.

LINKLATER
I need your eyes on this.

Linklater hands him the file. Whitford flips through it.
Looks up -- serious.

WHITFORD
Post this on the grid immediately.
I want the house put in foreclosure
now.

BARLOW
What is it?

He hands Barlow the file. He reads it over -- eyes growing
more alarmed with each word he reads.

CUT TO --

A SOCCER GAME IN PROGRESS

Brazil vs Uruguay -- brutal -- intense.

EXT. MARACANÃ STADIUM - NIGHT

An open air stadium -- one of the largest in the world. The
ROAR of the capacity crowd is palpable.

INT. MARACANÃ STADIUM - PARKING LOT - NIGHT

The Jeep pulls into a spot and parks.

INT. JEEP - SAME

Matt turns off the ignition.

FROST

Once again: you're making the wrong play here.

MATT

Yeah well, it's the only play I got.

Keeping the gun on Frost, Matt reaches across and unlocks one of his cuffs.

MATT (CONT'D)

Now cuff your hands together.

Frost eyes the gun -- then obeys -- cuffing his wrist.

FROST

You don't think this is gonna raise a red flag? Me handcuffed?

Matt agrees. Looks around. Sees a light jacket in the backseat -- grabs it -- and throws it over Frost's hands, concealing the cuffs.

MATT

Come on.

CUT TO --

INT. MARACANÃ STADIUM - UPPER DECK - NIGHT

-- die-hard fans SCREAMING -- CHEERING -- throwing up their hands -- not paying any mind to Matt -- backpack over shoulder -- leading Frost -- cuffed hands covered by the jacket -- down a corridor to a locker bank.

FROST

Sure you don't just wanna walk away from this?

MATT

Can't do that.

FROST

Of course you can.

MATT

(shaking his head)
Kiefer -- his men -- they were my responsibility.

(MORE)

MATT (CONT'D)

I was their housekeeper. I'm seeing this through.

FROST

You sound pretty confident.

MATT

I'm holding my own.

FROST

But for how much longer? You and I both know, you're as green as the fucking forest.

MATT

Hey, who's in handcuffs here?

FROST

You say that like you were the one who slapped them on me in the first place. You're nothing but a substitute teacher here, Matt. Yes, you're doing your job, but you're not gonna get my respect.

MATT

Wasn't looking for it.

FROST

Yeah, you are.

Matt reacts -- maybe he is a little.

FROST (CONT'D)

It's all over your face. But don't worry. I'm sure you'll impress someone someday.

MATT

You're right -- the second I walk you into that safe house.

Frost shakes his head.

FROST

You're not there yet.

Moving, Frost eyes something:

A COP

standing post not too far away -- stadium security -- making sure everything is copacetic.

Frost gets an idea -- continues forward with Matt -- and covertly BUMPS a passing SOCCER FAN, causing him to drop the jacket --

-- masking the cuffs. The Cop catches sight of the restraints, eyes narrowing.

Frost then makes a gun sign with his hand which, again, the cop picks up on.

RESUME:

Frost apologizes to the man he "hit" --

FROST (CONT'D)
Lamento.

-- and continues on with Matt -- who throws the jacket back onto Frost's hands.

THE COP

watching them disappear, keeps a closer eye on Matt. Spots a GUN BULGE in his jacket. He immediately breaks out his walkie-talkie -- calling this in -- as we CUT TO --

INT. MARACANÃ STADIUM - LOCKER BANK - CONTINUOUS

Matt and Frost arrive at a row of small metal lockers and stop at #46.

There's already a plastic key in the lock. Matt gives it a turn and the door pops open.

INSIDE:

NOTHING -- the locker's CLEAN.

SUDDENLY --

-- there's a GUN AIMED AT HIM -- and a COP SCREAMING to put his hands in the air -- IMMEDIATELY!

MATT
Alright, alright!

Matt has no choice -- raises his hands -- and peers out the corner of his eye at:

FROST

being led away down a tunnel by TWO SECURITY OFFICERS -- a free man. Matt protests --

MATT (CONT'D)

No -- wait -- !

-- but TWO COPS CHARGE him -- quickly TWISTING his arm behind his back -- and SLAMMING him hard against the lockers -- CLANG!

An officer searches his jacket -- finds the .9mm -- pulls it out.

Matt gets HURLED to the ground -- KNEE to his back -- and roughly HANDCUFFED. He watches as Frost DISAPPEARS -- before he's HOISTED UP.

CUT TO --

A BRAZILIAN PLAYER

kicking the soccer ball past Uruguay's GOALIE and into the net -- SCORE -- CROWD GOES WILD!

INT. SECURITY OFFICE - NIGHT

A bank of security monitors display cameras showing every vantage point of the stadium.

Two cops bring Matt inside -- hands cuffed behind him -- and throw him down hard into a chair. He protests in Portuguese --

MATT

(subtitled)

You don't understand -- you have to listen to me --

-- but his pleas fall on deaf ears. The cops take his backpack and empty it onto the table. Contents spill out: MONEY -- the secure cell phone -- a PASSPORT.

THE STADIUM SECURITY HEAD looks over the items -- surprised and turns to his subordinates -- in Portuguese; subtitled:

SECURITY HEAD

Where's the other one?

COP #1

Bringing him down in the elevator now.

MATT

No, he's not what you think -- you have to listen to me.

COP #2

Shut up!

The Security Head picks up Matt's passport, checks his name and types it into a CRIME DATABASE.

Matt looks on as he hits ENTER. His face POPS UP -- along with a MESSAGE -- FLASHING -- in red:

DETER -- DETER -- DETER.

Matt eyes this -- what the fuck? Another message appears. This one in English:

TERROR SUSPECT -- CONTACT U.S. EMBASSY -- IMMEDIATELY.

The Security Head -- just as surprised -- turns around.

MATT

Wait!

Matt rises -- and as soon as Cop #1 puts his hand on his shoulders, Matt --

-- POUNCES -- remembering all his training. He THROWS his head back into Cop #1's face, BUSTING his nose.

Cop #1 HOWLS, eyes filling up with tears and blood, BLINDED.

Cop #2 RUSHES. Matt THROWS UP his legs -- KICKS him back. He SLAMS up against the wall.

The Security Head grabs Matt's gun -- SPINS. But Matt CHARGES -- puts a KNEE to his ribs -- KNOCKING the wind out of the chief -- and when he KEELS OVER -- Matt BURIES the knee in his face.

The Security Head HITS the table -- out COLD.

Cop #2 goes for his gun. Matt RAMS his head in his stomach -- then HURLS it upwards into his CHIN -- CRACKING his jaw. He goes down.

Cop #1 regains his sight -- RACES OVER. Matt SIDESTEPS and the cop HITS the wall. Matt THROWS his body against him -- Cop #1 goes DARK as his head POUNDS concrete.

Matt -- breathing heavy -- adrenaline rushing -- quickly remembers Frost has escaped.

He bends down -- finds Cop #1's pants pocket -- fishes around and pulls out the HANDCUFF KEY -- unlocks himself.

He RUSHES over to the security monitors and looks them over, searching for Frost. Quickly accesses the elevator cameras.

AN IMAGE APPEARS:

a live feed of the inside of an elevator. Matt reacts -- sees TWO SECURITY OFFICERS on the ground -- unconscious.

MATT (CONT'D)

Shit.

INT. MARACANÃ STADIUM - LOWER DECK - SAME

Frost crosses a concrete tunnel -- moving with purpose.

INT. SECURITY OFFICE - SAME

Matt -- eyeing all the monitors -- dials his secure phone.

OPERATOR (V.O.)

Satcom ten.

MATT

South America.

OPERATOR (V.O.)

Designator?

MATT

Echo Bravo two three.

OPERATOR (V.O.)

Transferring.

Matt eyes the computer screen -- flashing the terror alert message. Can't make sense of it.

INT. MARACANÃ STADIUM - LOWER DECK - SAME

Frost rounds a corner, hurrying. Stops when he sees COPS rushing up. He cuts away from them -- keeping out of sight.

INT. SECURITY OFFICE - SAME

Matt continues scanning the security screens for Frost when:

OPERATOR (V.O.)

That extension is no longer viable.

MATT

(confused)

Wait -- what?

OPERATOR (V.O.)

This phone is now disabled.

Over the line: a HIGH-PITCHED SCREEEEECH! So loud, Matt has to pull the phone away -- WINCING.

When the sound STOPS -- the phone is dead. No signal -- no nothing.

MATT

Fuck.

He TOSSES the phone. Looks up. Spots:

FROST

on a monitor -- talking on a pay phone on the lower deck.

FAST CUTS:

Matt dumps his passport and belongings back into the backpack -- zips it up -- throws the bag over his shoulder -- pockets his GUN -- steals a pair of HANDCUFFS -- reaches into the Security Head's POCKET -- takes his CELL PHONE -- grabs a WALKIE-TALKIE -- races out the door.

INT. MARACANÃ STADIUM - NIGHT

ON THE FIELD:

two PLAYERS go at it -- BATTLING for the ball.

NEW ANGLE -- Matt moving quickly down some stairs -- punching a number into the phone -- international. He throws it to his ear -- waits while it rings.

INT. CIA HEADQUARTERS - HALLWAY - NIGHT

Barlow is moving down a hallway -- when his phone buzzes.

BARLOW

David Barlow.

MATT (V.O.)

It's me.

BARLOW

Matt -- !?!

INTERCUT: INT. MARACANÃ STADIUM - LOWER DECK - SAME

Matt -- walking up fast -- cutting around people:

MATT

I don't have a lot of time -- do you know what's happening to me?

BARLOW

More than you know. Look, you need to come in.

MATT

Why is there a capture order out on me?

BARLOW

Because of your mother.

MATT

What?

BARLOW

We took a look at your bank accounts. Your mother doesn't have health insurance. You were paying out of pocket. Her treatment should've wiped you out.

MATT

Hold up -- what are you talking about?

BARLOW

I'm talking about a \$650,000 deposit in your name from an account we've linked to the gun for hire who hit your house.

Matt can't believe what he's hearing.

MATT

Wait -- they think I'm a double?

BARLOW

They think it looks like you're a double and the only way it's not gonna look that way is if you convince them otherwise.

MATT

How?

BARLOW

By getting Frost to that second safe house.

MATT

They didn't leave me a key.

BARLOW

Forget the key. I'll leave the front door open for you.

MATT

Thought you weren't my handler.

BARLOW

I'm not and the training wheels are off.

CLICK. Barlow hangs up.

INT. MARACANÃ STADIUM - LOWER DECK - SAME

Matt pockets the phone -- swings around the corner -- but finds --

-- an EMPTY PAY PHONE -- no sign of Frost.

Matt -- shit -- looks around -- scanning a sea of faces -- not seeing him -- panicking -- then -- there! -- Frost -- disappearing into a tunnel.

Matt -- in pursuit -- moving quickly to catch up -- when:

SECURITY OFFICERS

step in front of him -- blocking his path. Matt sees Frost getting smaller -- has to act fast -- reaches into his pocket -- pulls the gun and fires off TWO ROUNDS into the air -- BANG! BANG!

EVERYONE GOES WILD! -- racing -- SCREAMING -- SPRINTING for the exits -- chaos -- pandemonium. The rush of people BLOCK the cops from pursuing Matt, who -- seizing the moment -- cuts into a side ACCESS DOOR.

INT. ACCESS TUNNEL - CONTINUOUS

Matt sprinting -- flat-out -- while barking into the swiped walkie-talkie -- telling all the cops who are listening -- in Portuguese -- that:

MATT

(subtitled)

Suspect spotted on the upper deck.

Repeat: all units to the upper deck.

INT. MARACANÃ STADIUM - SAME

Hearing this -- the cops quickly dash for the stairs -- heading AWAY from Matt.

INT. MARACANÃ STADIUM - LOWER DECK - SAME

With Frost going with the flow of the crowd -- toward the exits -- while shedding himself of his jacket -- picking up a fallen hat -- fixing it to his head -- changing his appearance on the fly.

AN ACCESS DOOR FLIES OPEN!

Matt explodes out of it -- immediately SEARCHING -- up and down -- until he spots:

FROST'S JACKET

on the floor -- a few feet away. He runs over. Looks around. Just catches sight of:

FROST

about to turn a corner.

MATT

FROST!

Frost turns. They lock eyes. Matt RACES over. Frost whips out a stolen cop gun -- *BANG!* -- and FIRES a shot. HITS a wall mounted FIRE EXTINGUISHER beside Matt's head.

It RUPTURES. SHOOTS OUT RETARDANT. Matt gets SPRAYED. Has to DUCK BACK.

Frost continues -- heading away -- quietly slipping through a door: AUTHORIZED PERSONNEL ONLY.

EXT. MARACANÃ STADIUM - NIGHT

POLICE CARS

ROAR UP -- sirens WAILING -- lights SPINNING.

EXT. MARACANÃ STADIUM - BACK EXIT - SAME

Frost steps through a back door. Quiet back here. Just him.

INT. MARACANÃ STADIUM - NIGHT

Matt reaches the same door Frost went through -- follows suit.

INT. MARACANÃ STADIUM - BACK EXIT - MOMENTS LATER

Matt explodes out the door -- gun first -- looks around.

CLICK!

Fuck. There's a gun at his head. Frost -- behind him.

FROST

Toss the gun.

Matt shuts his eyes. Curses himself. Throws the gun away.

FROST (CONT'D)
Turn around.

Matt turns.

FROST (CONT'D)
You're like a dog with a bone. I'm actually half impressed. I was certain I wasn't gonna see you again. Maybe there's more to you than I first thought.

MATT
I can't let you leave.

FROST
You didn't.

MATT
The CIA thinks I was behind the attack on the house.

FROST
That's your problem. Not mine. On your knees.

Matt bends down to his knees.

MATT
Are you gonna kill me?

A beat then:

FROST
No.

BANG! He fires. Matt CRASHES BACKWARDS. HITS the ground.

FROST (CONT'D)
I only kill professionals.

With that, Frost moves away -- quickly disappearing down an incline -- to the parking lot.

Meanwhile, Matt blinks his eyes open. Wonders where he's been hit.

His finger touches his forehead -- WHERE THE BULLET GRAZED HIM.

FLASHLIGHTS APPEAR

blasting the side of his face. Matt turns. Sees the COPS are rushing up.

He quickly gets to his feet -- retrieving his fallen gun -- moving away -- tucking the weapon inside his belt -- throwing his backpack over his shoulder.

NEW ANGLE -- a walk turns into a jog. A jog to a run. A run to a sprint. And he's gone -- booking.

ANALYST #1 (V.O.)
This is spiraling out of control.

INT. CIA SITUATION ROOM - NIGHT

ON THE MONITORS -- VARIOUS IMAGES:

Local news footage of the police descending on the soccer stadium -- cell phone camera footage -- shot by a fan -- of Matt firing his gun into the air.

ANALYST #1
We have to contain this.

WHITFORD
No. We have to control this. You don't contain a spill. You clean it up.

He turns to Linklater.

WHITFORD (CONT'D)
Any freelancers we like for this?

LINKLATER
One or two.

WHITFORD
Make it two.

LINKLATER
What's the order?

WHITFORD
What do you think?

LOUD SCREAMING -- JEERS AND CHEERS

CUT TO --

A FIST

slamming hard into a man's eye socket -- a brutal punch.

INT. UNDERGROUND BOXING CLUB - NIGHT

A dingy basement somewhere. Stench of sweat and blood.

TWO MEN -- one AFRICAN -- other ALBANIAN -- are pummelling each other to near death -- as a crowd of drunk and rowdy onlookers CHEER them on.

The fighters swap punches -- kicks -- bones BREAK -- blood SPLATTERS -- teeth FLY.

The larger African BLOCKS a hard right -- catching the Albanian's arm -- SWINGING back his elbow -- CLOCKING his attacker in the jaw.

He KICKS him in the stomach. The Albanian reels back against the people circling "the ring".

They CATCH him before he falls -- THROW him back into the fray.

The African HURLS a hook -- but holy shit -- the Albanian still has the strength and state of mind to BLOCK the punch and --

-- in A LIGHTNING FAST MOVE -- THROWS a palm into his throat -- HURLS him to the floor -- SLAMS his head hard against the floor -- while raising his other hand -- now clenched -- about to hammer his face in when:

NEW ANGLE -- A PLASTIC BASKET

containing the fighters's wallets -- keys -- and cell phones. Simultaneously both phones starts BUZZING.

RESUME:

Hearing this -- the Albanian STOPS himself -- RELEASES his grip -- the African GASPS for breath.

Both men turn -- look to their ringing phones. They are the FREELANCERS -- and they have just been hired.

INT. CIA HEADQUARTERS - HALLWAY - NIGHT

The meeting has broken up. Analysts spill out of the sit room. Linklater exits with a colleague, heading down the corridor, when:

BARLOW (O.C.)

Jon.

Linklater stops. Turns back. Sees Barlow storming up. He looks to his colleague --

LINKLATER

Give me a minute.

-- then back to Barlow, ready for a confrontation.

LINKLATER (CONT'D)

David.

Barlow is about to get into it, but some colleagues walk by. He lets them pass. Resumes:

BARLOW

You know Weston didn't have anything to do with this.

LINKLATER

No, actually I don't know that and neither do you.

BARLOW

I --

LINKLATER

(cutting him off)

-- hope he doesn't. I'm sure. You recruited him. I can appreciate your loyalty. But I appreciate his bank statements more.

BARLOW

Records which could've easily been doctored.

LINKLATER

Regardless, when there are six people and five are killed, the last man standing makes for a pretty convincing suspect.

BARLOW

No less than the guy who suggested Frost be taken to the safe house in the first place.

LINKLATER

I'll keep that in mind.

BARLOW

I'm sure you will.

They lock eyes. We can feel the tension. Barlow breaks first. Walks away. As Linklater watches him go -- we CUT TO --

INT. PUBLIC RESTROOM - NIGHT

Not the cleanest in the world. Dirty tile floor. Stench of shit.

INT. RESTROOM STALL - SAME

Frost rolls up his shirt sleeve. Takes a scissor. Wields it like a scalpel. Digs into his arm. Pops out:

THE MICRODOT

he injected himself with at the strip club. He holds it up to the light: bloody but intact.

EXT. ANA'S APARTMENT BUILDING - NIGHT

An old, beat-up Yugo pulls up. Ana gets out. Locks the door. Heads up to her building.

NEW ANGLE -- ACROSS THE STREET

an OMINOUS POV -- someone watching her.

RESUME:

Ana, at the door, about to open it. She turns around, feeling eyes on her. She looks up and down the street. There's nothing so she steps inside.

INT. ANA'S APARTMENT BUILDING - HALLWAY - MOMENTS LATER

Ana approaches her front door and slips in the key.

INT. ANA'S APARTMENT - MOMENTS LATER

The door unlocks. Ana enters -- tossing down her keys.

She tries switching on the lights. Don't work. Confused, she tries again. Nothing. She steps further inside.

A HAND

gets thrown over her mouth. She SCREAMS. Muffled sounds.

MATT (O.C.)

It's me -- it's me.

Her eyes go wide.

MATT

releases his grip. She spins -- pissed.

ANA

What the hell are you --

MATT

I need you to be quiet. Please.

ANA
Why? What's going on? What is this?

He looks at her -- point blank:

MATT
I need your help, Ana. I need to
hide out here a moment.

She sees his forehead: bleeding.

ANA
Oh my God, Matt --

She moves to him. He stops her.

MATT
It's worse than you think.

She blinks. Everything she knew about her boyfriend for the
past six months is about to change.

CUT TO --

EXT. DONA MARTA - NIGHT

A shanty town located in the neighborhood of Botafogo -- with
more than 1,000 dwellings on a rocky hill top.

EXT. SLUM DWELLING - NIGHT

Frost navigates his way up to the door of one of these
shacks. Knocks. A beat before the door opens a crack -- just
enough for the barrel of a:

SMITH & WESSON .38 SPECIAL

to be leveled at Frost's face. He stares back at it. A beat.
The gun is retracted and the door opens. Frost disappears
inside.

INT. VILLAR'S APARTMENT - MOMENTS LATER

Stark difference from the tenement outside: clean and orderly
with a wall of sophisticated computer equipment.

A MAN IN A WHEELCHAIR

leads Frost through the house. His name is CARLOS VILLAR.
50's. Ratty beard. Cigarette dangling loose from his lips.

CARLOS
It's been a long time, my friend.

FROST

I don't get around as much as I
used to.

CARLOS

(hitting the chair)
Me neither.

He rolls over to the refrigerator. Swings it open.

Frost takes a moment. Looks around. Sees TWO WOMEN in the adjoining room, reading fortunes at a table. One is Villar's wife, DARIO. The other: SONIA, a local beauty.

RESUME:

Carlos pops open a beer bottle. Hands it to Frost.

CARLOS (CONT'D)

You look like shit.

Frost -- fuck you -- gives him the microdot.

CARLOS (CONT'D)

Is this it?

Frost nods. Carlos rolls over to a work desk. Hooks the microdot up to his computer.

CARLOS (CONT'D)

Well, let's see if this trip was
worth the effort.

Carlos quickly types in a series of commands. Frost throws back his drink.

NEW ANGLE -- THE MONITOR

Images moving so fast we only see FLASHES:

ISRAELI INTELLIGENCE FILES

dozens of documents. Reports. Photos. Bank statements -- all marked up with clearance sign-offs.

CARLOS (CONT'D)

Well, was it?

We can see by the look on Frost's face -- fuck yes.

FROST

And then some.

CUT TO --

MATT

cleaning his forehead in Ana's bathroom, washing away the blood off his skin.

MATT (V.O.)

I need to explain some things to you about who I am and what I do.

INT. ANA'S BEDROOM - NIGHT

Ana looks through Matt's back pack, going through his passport and ID's with a name she doesn't recognize and --

-- and the GUN -- which she can barely bring herself to hold.

MATT (V.O.)

I work for the CIA. In law school, a man named David Barlow recruited me. He asked me if I wanted to make a difference in the world. I said yes. It was exciting. I felt apart of something important.

INT. ANA'S APARTMENT - LATER

Ana sits on the couch. Stares back at Matt in the seat across from her -- air filled with tension. Who is this man? How can I trust him again?

MATT

Right now, I'm what they call a housekeeper. Basically, I sit around an apartment, waiting until a field officer needs a place to stay or an asset needs to get a secure message to Virginia.

(can see the pain in her eyes that he's causing her)

I'm not -- using you for anything. It's nothing like that. Everything between us is real.

ANA

Except you.

That stops him.

ANA (CONT'D)

You lied to me.

MATT

I know.

ANA

You said you were a translator.
That you worked for a hotel chain.

MATT

I know. And I'm sorry for
everything. I wasn't allowed to
tell you what I did. I'm not
allowed to tell you now but --

ANA

You're a killer.

He reaches for her.

MATT

No.

ANA

You had a gun in your bag.

As he lays his hands on her --

ANA (CONT'D)

(reeling away)

Don't touch me!

He throws up his hands. She retreats away. A beat. She tries
to wrap her head around this.

ANA (CONT'D)

You said people died tonight.

MATT

Not because of me.

She whirls.

ANA

How do I know that? You tell me you
work for the CIA. That a bunch of
people got killed in your
apartment. That everything I knew
about you was a lie. You haven't
been honest with me once. I mean,
what the fuck am I supposed to
think, Matt?

He looks at Ana -- pleading with her to believe him.

MATT

That I'm the same guy who gave you
a gift this morning -- and I have
no where else to go.

As she decides whether to trust him or not -- we CUT TO --

EXT. DONA MARTA - NIGHT

Establishing. Quiet.

INT. VILLAR'S APARTMENT - NIGHT

Carlos puts the microdot into a white letter envelope.

He hands it back to Frost -- who throws the envelope into his back pocket.

FROST

I'm gonna need a new legend too.
Arrangements out of the country.
Private passage back to the States.

CARLOS

For when?

FROST

Now.

CARLOS

Give me an hour.

Frost nods -- turns back to Sonia -- locking eyes.

MATT (V.O.)

Frost is back on the grid.

CUT TO --

INT. ANA'S APARTMENT - NIGHT

Matt paces -- trying to think.

MATT

That means he's on the run. There
are too many eyes on him right now.
As good as he is, he can't
disappear on his own. He's gonna
need help.

Matt stops.

MATT (CONT'D)

(realizing)

He's gonna need a legend.

ANA

A what?

MATT

A cover identity. A new name to travel under.

ANA

Where does he get that?

MATT

It's gotta be from someone he could trust. Someone he's worked with before.

(beat; realizing)

The person he called from the stadium -- an asset.

Matt goes to her computer -- typing in commands -- remotely logs into his server, pulling up a series of files.

NEW ANGLE -- THE SCREEN

Matt's case study on Frost appears. Matt's eyes scan over the copy -- searching for key words and names -- highlights one: CARLOS VILLAR.

MATT (CONT'D)

That's him. Carlos Villar. Go to guy for new identities. Frost used him when he was running agents in South America in '89.

Matt brings up the CIA's secure website -- types in his user name and a six-digit password -- logs on.

INT. CIA SUBSTATION - SAME

Matt accessing the database causes an ALERT to flash on a TECH's console.

TECH

Sir.

Linklater walks over.

TECH (CONT'D)

Weston just accessed a secure account.

LINKLATER

What's he looking for?

INT. ANA'S APARTMENT - SAME

Matt types in Villar's name into the database. His file appears. Photo. Bio. Known addresses.

Matt focuses in on the Rio one.

INT. CIA SUBSTATION - SAME

The Tech sees Matt has accessed Villar's file.

TECH

Carlos Villar. Former lieutenant in the Brazilian Red Command. He's --

LINKLATER

(already on his cell)
-- the guy you to go if you wanna disappear.
(into the phone)
It's Linklater. Weston's making a run for it. Get the freelancers over to him now.

INT. ANA'S APARTMENT - SAME

Matt writes Villar's location onto a pad. Tears out the paper. Quickly gets to his feet.

MATT

I gotta go.

He swipes a pair of keys off the desk.

MATT (CONT'D)

I need to borrow your car.

He turns to Ana -- locking eyes.

MATT (CONT'D)

I'm sorry again about this. If you don't want to see me --

ANA

I don't.

Her bluntness stops him.

ANA (CONT'D)

Not ever.

MATT

Ana --

He steps to her. She puts up her hand.

ANA

Just go.

A beat. That kills him. But she won't budge. Fuck -- Frost was right.

Matt walks off, exiting. Ana watches him go, tears welling up as we CUT TO --

EXT. ANA'S APARTMENT BUILDING - MOMENTS LATER

Matt crosses up to Ana's Yugo, lets himself inside, revs the engines and peels away.

NEW ANGLE -- A SPOTTER

all of ten. Gaunt. Wife beater. A little solider being paid big cash to wait outside Ana's apartment for any sign of Matt. He dials his cell phone, calling Vargas as we CUT TO --

EXT. RIO STREET - NIGHT

Matt racing in the Yugo, waves CRASHING onto the beach running alongside the road.

INT. VILLAR'S APARTMENT - NIGHT

FULL SCREEN -- FROST'S FACE

on a new passport -- with a new name: TOBIN FOSTER.

FULL SCREEN -- FROST'S FACE

on a new driver's licence -- Tobin Foster.

FULL SCREEN -- A PLANE TICKET

direct flight to Miami -- in Tobin Foster's name.

OFF SCREEN -- loud, passionate MOANING.

INT. VILLAR'S APARTMENT - BEDROOM - NIGHT

Frost has sex with Sonia. No passion here. Just fleeting fun.

EXT. DONA MARTA - NIGHT

Matt parks Ana's car and steps out, looking around. Sees a group of people spilling out of a bar down from him.

Pays them no mind as he heads over to a wall, climbs up and hops over to the other side.

EXT. VILLAR'S APARTMENT - MOMENTS LATER

Matt quietly approaches the back of the house, gun in hand -- careful to avoid making any noise.

INT. VILLAR'S APARTMENT - BEDROOM - SAME

Sonia gets dressed while Frost throws back on his clothes.

EXT. VILLAR'S APARTMENT - SAME

Matt looks in on Frost -- gripping his gun. He steps forward and:

A ROTTWEILER

rabid and fly covered, SNARLS -- BARKS -- LUNGES at Matt --
-- but gets SNAPPED BACK by a chain around its neck.

INT. VILLAR'S APARTMENT - BEDROOM - SAME

The loud noise gets Frost's attention and he looks out the window.

EXT. VILLAR'S APARTMENT - SAME

Matt sucks up against the wall as Frost looks furtively out the window --

-- but he doesn't see Matt -- right below him.

INT. VILLAR'S APARTMENT - BEDROOM - SAME

Frost continues to look out -- when Carlos calls out for him from the other room.

A beat. Frost backs away from the window. Heads out the room.

EXT. VILLAR'S APARTMENT - SAME

We expect to see Matt under the window --

-- but he's now GONE.

INT. VILLAR'S APARTMENT - SAME

Carlos puts Frost's new papers into a redwell folder and hands them to Frost.

CARLOS

This is some of my best work.

Frost pulls out the passport -- takes a look.

IN THE BACK:

We see Matt opening up the back screen door, quietly slipping inside.

RESUME:

Frost drops the passport back into the folder. Prepares to leave.

FROST

I can have the rest of the money
wired to you once I'm out.

CARLOS

I know you're good for it.

They shake hands.

NEW ANGLE -- MATT

continuing toward the living room. Pauses when he sees:

DARIO -- VILLAR'S WIFE

walking by. But she doesn't see him, disappearing into the bathroom. As soon as she leaves --

-- Matt continues forward.

RESUME:

Frost slips on his coat and turns around -- finding Matt -- aiming his gun.

MATT

This professional enough, for you?

Indeed, Frost is surprised that Matt was able to get the drop on him.

MATT (CONT'D)

Put down the gun -- now.

Frost drops his weapon.

MATT (CONT'D)

Kick it aside.

Frost kicks his gun across the room. Matt turns to Carlos.

MATT (CONT'D)

Don't move.

CARLOS

Don't have a choice.

Frost -- genuinely curious.

FROST
How'd you find me?

MATT
You were my case study at the farm.
I remembered his name from your
files.

Frost -- struck.

FROST
Not bad.

Matt tosses him the handcuffs.

MATT
Hands in front -- do it now.

Frost cuffs himself.

MATT (CONT'D)
I told you: I was gonna see this
through.

FROST
I gotta admit, there is something
to say about you going balls-out
like this.

MATT
Thank you.

FROST
Didn't say it was a good thing.

THE HOUSE EXPLODES WITH GUNFIRE!!!! Windows and walls torn to
shit in seconds.

Frost and Matt DUCK to the ground, kissing carpet.

But Carlos can't. Bullets RIP through him. He TOPPLES over in
his chair -- a bloody pulp.

EXT. VILLAR'S APARTMENT - SAME

MERCENARIES unload on the house with Heckler and Koch machine
guns, ripping it to pieces.

INT. VILLAR'S APARTMENT - SAME

Matt looks up as rounds whiz overhead, demolishing everything
in their path. He sees Frost crawling across the floor,
grabbing his gun --

-- and exploding out the front door.

MATT

FROST!

Too late. He's gone. Matt pushes off the floor, rushes to the front as --

-- a MERC CHARGES INSIDE. They COLLIDE. Go CRASHING INTO EACH OTHER.

The merc's gun gets knocked out of his hands. Matt LANDS a punch.

The merc KICKS Matt off of him. He FLIES BACK. Lands hard onto a coffee table -- SHATTERING it.

The hitman retrieves his weapon -- aims to fire -- when --

-- BANG! BANG! BANG! -- he gets tagged three times in the chest. Goes down. Matt looks over. Sees:

DARIO

with a smoking Glock. Matt SCRAMBLES. She starts firing. Bullets just miss Matt --

-- LEAPING OUT THE WINDOW --

EXT. VILLAR'S APARTMENT - SAME

-- and LANDING outside in a shower of glass, GRUNTING upon impact. He shakes himself alert and scurries to his feet, charging away.

EXT. DONA MARTA - SAME

With Frost -- booking -- tearing between houses.

NEW ANGLE -- MERCS on roof-tops -- running after him -- firing like mad.

RESUME:

Frost -- racing -- PLOWING through trash cans like a linebacker -- as bullets pockmark around him. He takes cover underneath tin terraces -- as rounds RIP through them.

Sparks all around -- Frost makes three hard turns into the back alleys of the favela before making a quick left -- rounding the corner --

-- arriving at another street. Ducks behind a bar. Quiet here.

He catches his breath. Pauses. Harder to do than usual. He stares down at his shirt.

BLOOD

seeps out of his clothing. He tore open his bullet wound. Fuck.

The sound of a bottle getting KICKED. Rattling around. No time for pain. Frost draws his gun and spins around the corner, sticking the gun in the face of:

TWO PROSTITUTES

who WAIL their heads off. Frost pockets the pistol and turns around -- comes face to face with:

VARGAS

popping up behind him -- swinging the rifle. Frost grabs the barrel of the gun. YANKS it away from his face.

Vargas pulls the trigger. The gun starts unleashing bullets into the clouds.

Frost HOWLS as the gun goes off close to his face -- hands BURNING from the heat of the gun barrel unloading.

In a last-ditch move, Frost KICKS Vargas back and draws his gun.

Vargas SWINGS the rifle. KNOCKS the gun from Frost's hands. THROWS it back the other way.

Frost CATCHES the gun again. Uses the momentum to SPIN Vargas around -- HURLING his ass against a concrete wall. He tries to throw up his knee --

-- but Vargas BLOCKS the move. Unleashes FURY. He takes Frost and SLAMS his head against the wall. SWINGS down his hand -- KNOCKING Frost to the ground. He reaches into his pocket. Withdraws:

A GARROTTE

He slips over Frost's neck. Frost raises his hand up. CATCHES the wire before it catches his throat.

Vargas PULLS it taut. The wire CUTS into Frost's hand. Blood POURS out -- a deep, seething STING.

Frost kicks up his legs. PUSHES his body back. RAMS Vargas against the wall -- but he doesn't release his hold. Frost BUCKS him again. THROWS him over his shoulder.

Vargas rolls off. Frost INHALES air. Vargas lands next to his gun. Grabs it. SPINS -- about to fire.

THE YUGO ROARS UP BEHIND HIM

like a bull at Pamplona. Matt at the wheel, heading straight for Vargas.

Vargas has to move. Does a quick Parkour-move. LEAPS to his feet -- then the wall -- then to the roof of the car, SPEEDING UP.

INT. YUGO - SAME

Matt -- acting fast -- SLAMS on the breaks.

EXT. DONA MARTA - SAME

Vargas goes FLYING off. Hits the ground -- hard. Matt THROWS open the door. SCREAMS at Frost to:

MATT
Get in the car!

Frost is shocked to be seeing Matt again but he isn't about to get in the car with the CIA. But then --

-- the sound of approaching SIRENS. He looks over.

POLICE CRUISERS

tear up the alley.

MATT (CONT'D)
Now!

Frost has no choice. Hops inside. Matt doesn't even wait for the door to shut to race off.

INT. YUGO - SAME

Matt drops hammer -- TROMPS the pedal -- GUNS the engine.

FROST
Turn right here.

EXT. DONA MARTA - SAME

The Yugo WHIPS around a corner -- SCREAMING down another narrow street.

Cruisers roar up -- maintaining pursuit -- keeping on his ass.

Matt carves a path between two shacks. PLOWS through laundry hanging from wires. EXPLODES through people's backyards. SHOOTS AHEAD.

The pace couldn't be faster and more kinetic -- TEARING across muddy back roads -- past bars -- nearly CLIPPING people spilling out, drunk.

INT. YUGO - SAME

Matt maneuvers around bodies.

EXT. DONA MARTA - SAME

A cruiser roars alongside Matt. Cop leans out the window with a shotgun -- about to fire.

INT. YUGO - SAME

Matt tries to out race him. Frost -- fuck that -- reaches over and grabs the wheel. YANKS it.

EXT. DONA MARTA - SAME

The Yugo SLAMS into the side of the cruiser. Sends it CRASHING into a wall.

ROARS forward. A second cop car RAMS into the back of the Yugo.

INT. YUGO - SAME

Matt and Frost JERK FORWARD. Frost sees:

MATT'S GUN

resting in the space between them. He picks up the gun. Starts UNLOADING out the back of the car.

Bullets EXPLODE out the back window --

EXT. DONA MARTA - SAME

-- SHOOT into the advancing cruiser. Spiderweb the glass. Hit the engine. The car catches FIRE.

The driver opens the door. HOPS out. Hits the ground hard. Just as --

-- CRASH! The car hits a wall. EXPLODES upon impact! Fireball SHOOTS UP.

The Yugo doesn't stop. And neither do we. Moving too fast for that, SHEDDING the rest of the cops as Matt and Frost --

-- GO TEARING DOWN A HILL, running down bushes, before --

EXT. RIO STREET - CONTINUOUS

-- CRASHING down onto asphalt, ROARING onto a highway, almost getting CLIPPED by oncoming cars.

INT. YUGO - SAME

Matt quickly twists the wheel -- dodging cars SPEEDING UP.

EXT. RIO STREET - SAME

The Yugo SWERVES out of the way of all the cars -- except one -- BAM! -- They get CLIPPED!

INT. YUGO - SAME

The glass EXPLODES besides Frost's head. He gets ROCKED. Drops the gun.

EXT. RIO STREET - SAME

The Yugo SPINS. Stops. Out of commission.

INT. YUGO - SAME

Frost -- dazed -- drops the gun. Matt -- whiplash -- but quicker to react. He peers out the window.

NEW ANGLE -- THE CAR THAT HIT THEM

A Ford Bronco. TWO FIGURES step out:

THE FREELANCERS!

The Albanian and the African -- their faces bloodied and bruised from fight club.

Matt locks eyes with them. Might not know who they are, but knows they aren't friendly -- especially when they reach into their jackets -- drawing IMI UZI'S.

Matt reacts --

MATT

Shit --

-- as the Freelancers raise up their guns. Start SPRAYING. Matt grabs Frost's gun from the car floor. Takes Frost. YANKS him out the driver's side door.

MATT (CONT'D)

Come on!

EXT. RIO STREET - CONTINUOUS

Matt and Frost quickly duck up to a nearby abandoned building. Slip between two chained doors.

THE FREELANCERS

maintain pursuit, charging after them.

INT. ABANDONED BUILDING - NIGHT

Under construction. Scaffolding everywhere. Matt and Frost race across, throwing away tarps hanging down from beams -- in their way.

The two men reach an exit door. Matt tries to pull it open. Can't. CHAINED. Shit.

Frost pitches. Matt almost has to catch him. Sees why: his STOMACH -- bleeding in the moonlight -- torn open.

MATT

Jesus.

Frost -- clutches his stomach -- in pain -- but shrugs it off.

MACHINE GUNFIRE EXPLODES AT THEIR HEADS!

They dash away -- bullets just missing as:

THE FREELANCERS

run up -- take up position around some columns. Whip around. Fire their UZI's.

A bullet STRIKES a PROPANE TANK. It IGNITES -- VOMITS FIRE -- nearly catches Matt -- DIVING behind CONCRETE SLABS that instantly get RIDDLED by rounds. Cement dust SPRAYS.

FROST

books for a nearby wooden staircase, hustling up the steps as:

THE ALBANIAN

takes aim. Shoots in his direction. SPLINTERS the steps. They COLLAPSE.

DROP Frost with them -- landing him on the ground in an explosion of dust and debris.

NEW ANGLE -- THE AFRICAN

He focuses on Matt, now shooting back at him. The Freelancer ducks down -- behind a cement mixer -- looks up -- sees:

STEEL BEAMS

suspended above Matt's position, attached to a cable -- tied to a pulley -- connected to the wall. He turns his uzi, unleashing a storm of bullets.

The cables get SHREDDED. SNAP! RELEASE the beams. They come CRASHING DOWN above Matt's head. He SCURRIES out of the way. LEAPS just in time before --

-- A MASSIVE IMPACT. LOUD. BLARING. We can't see what happened to Matt -- but judging by the destruction, can't be good.

The Albanian heads over. Investigates. Doesn't see Matt at all. Assumes there's nothing to see. He spins, leaving.

NEW ANGLE -- MATT

trapped in between a tiny crawl space -- between two walls, just a few feet away from where the beams fell.

NEW ANGLE -- THE AFRICAN

rushing up to the broken staircase, searching for Frost. Doesn't find him. Instead, sees his FOOTPRINTS on the dust-covered floor. He follows them:

INT. CONSTRUCTION SITE - ANOTHER ROOM - CONTINUOUS

Occupied by WOOD CUTTING TOOLS -- saws -- staple guns -- cutting boards. The African looks around -- on the hunt -- catches sight of:

A SILHOUETTE

behind a tarp -- hanging from the ceiling. He starts SHOOTING -- bullets kicking up the sheet -- revealing:

A CONSTRUCTION WORKER'S COAT AND HAT

hanging off a hook behind it. The African -- feeling foolish -- turns -- finds:

FROST

EXPLODING AT HIM! They CRASH into each other -- go flying. The collision KNOCKS the gun from the African's hand -- as they both go BARRELLING INTO:

AN ELEVATOR

The African SPINS Frost at the final second -- using his momentum to SLAM him against the elevator wall.

NEW ANGLE -- THE ALBANIAN

charging into the room. It's about to be two against one but Frost --

-- KICKS the African back. He hits the elevator controls. The door CLOSES --

-- just as the Albanian reaches them -- left watching as the lift rises up to another floor. He then turns -- seeing:

AN ACCESS DOOR

He heads for it.

INT. ELEVATOR - SAME

A DEATH MATCH -- as the two men SLAM up against the walls of the confined space -- TRADING PUNCHES.

The African THROWS his knees up into his ribs -- HURLS a fist. Frost BLOCKS -- returns a LEFT. Lands the punch behind the Freelancer's right ear -- DISORIENTS him -- then SWINGS down both down like a mace -- CATCHING the African across the nose.

Bones BREAK -- blood SPLATTERS! The African stumbles back. Frost CHARGES. The African HURLS a PUNCH --

-- but in a LIGHTNING FAST MOVE -- FROST DUCKS and GRABS the African by the larynx -- SLAMMING his head hard against the wall -- while TIGHTENING his grip and SQUEEZING the life out of him.

HIS FACE -- turns blue. HIS EYES -- roll back. HIS LEGS -- go limp.

The kill couldn't be more up close and personal. Frost drops him like dead weight -- catches his own breath -- hits the elevator stop button.

It JERKS to a halt.

INT. CONSTRUCTION SITE - ANOTHER FLOOR - SAME

The elevator door slides open. Frost steps over the African and heads out onto the floor.

A DOOR SWINGS OPEN WITH A CLANG! Frost whirls -- sees:

THE ALBANIAN

now behind him -- coming out of the access door -- sweating -- keeping his gun aimed. The Albanian advances -- then sees:

HIS PARTNER

dead -- sprawled on the ground -- elevator door trying to close -- but keeps getting caught on his leg -- sticking out.

He reacts -- seething. Frost -- capitalizes -- takes off. The Albanian OPENS FIRE -- shooting the shit out of the room.

FROST

rushes behind a beam -- taking fire -- but keeping out of the Freelancer's line of sight.

He considers his position -- there's no where to go. A door -- but he'd have to step out into the open. Stairs -- but in the other direction. He's trapped.

The Albanian swings around a work table -- about to get the drop on him -- when --

-- *WHAM!* --

MATT

-- SLUGS the freelancer with a pipe. The Albanian CRASHES to the ground -- gun spilling out of his hand.

Matt sweeps it aside with his foot -- directs his weapon at the freelancer.

MATT

Frost!

Frost walks out -- sizes up the situation.

MATT (CONT'D)

I don't think he's one of them.

FROST

He's not. He's a freelancer.

Matt reacts -- unnerved.

MATT

That true? You a freelancer?

The Albanian says nothing.

MATT (CONT'D)

Did the agency order you to come after us?

Matt COCKS his gun -- repeats the question. In Albanian; not subtitled:

MATT (CONT'D)
Po ju a freelancer?!?

A beat. The Albanian nods. Matt lowers his gun. Frost reacts to this -- curious.

EXT. CONSTRUCTION SITE - MOMENTS LATER

Matt throws open a back door -- exiting quickly out into an alley with Frost -- re-cuffed.

Matt KICKS a trash can aside -- boiling over in frustration. The trash goes flying.

MATT
Dammit!

He grits his teeth -- thinking -- head spinning.

FROST
If the CIA is sending freelancers
after you, how safe do you think
that house is?

That stops Matt. Frost just gave him something serious to think about. A beat -- he shakes his head.

MATT
Doesn't matter. It's my only shot.
Where else am I gonna go? At least
the safe house gives me a chance to
prove I'm not bent.

He signals with his gun for them to move.

MATT (CONT'D)
Come on. We can't stay here. We
gotta go.

Matt heads away -- but Frost doesn't move. Realizing this, he turns back -- Frost is propped up against the wall.

MATT (CONT'D)
What?

Frost holds up his hand -- which was on his stomach -- to the moonlight -- now stained with BLOOD.

FROST
I'm not going anywhere.

Off Matt -- we CUT TO --

EXT. CIA HEADQUARTERS - NIGHT

WHITFORD (V.O.)
We just heard from Brazil.

INT. CIA SITUATION ROOM - NIGHT

WHITFORD
The freelancers dropped the ball.
We're gonna switch it up. I want
someone senior in Rio tonight.

He turns to Barlow.

WHITFORD (CONT'D)
You placed Weston at that house.
You're elected. There's a jet
waiting. Get your ass on it and
bring this one home.

BARLOW
Yes, sir.

Linklater -- concerned -- speaks up --

LINKLATER
Sir, I'm the one running with the
theory that Weston's a double. If
anyone should bring him in, it's
me.

BARLOW
(protesting)
Harlan, I don't need --

WHITFORD
(cutting him off)
Fine. The two of you go.

Linklater shoots Barlow a look -- not so fast, pal.

EXT. PHARMACY - NIGHT

Tomblake silent. Matt and Frost arrive at the front door and jimmy the lock.

INT. PHARMACY - NIGHT

Rows of MEDICINE and SURGICAL supplies. Moonlight spills inside. Matt and Frost clear shelves of sutures, cotton gauze and other supplies.

LATER

Matt looks on as Frost opens up capsules of penicillin -- pours the powder onto his stomach. Begins treating himself.

MATT
Have you done this before?

FROST
First time.

Matt scoffs. Frost ties another suture.

FROST (CONT'D)
How's the head?

MATT
I'll live.

FROST
That was the point.

SIRENS WAIL in the distance. Matt looks out the window -- on high alert. Cruisers roar past. Matt breathes easier when they don't stop.

FROST (CONT'D)
Sorry about Ana.

Matt turns back around -- surprised.

MATT
How'd you --

FROST
After I shot you, you needed a place to mend. Some place quiet. You've never been shot before. You were confused. Scared. So you did what all people do when they are confused and scared. You retreated to some place familiar. It was late. She was probably home. You had to explain away the blood and there are only so many lies for why you didn't go to the hospital when a bullet kisses your skull. I never met Ana but I don't peg you as the type of guy who dates a girl who takes news like that well.

Jesus, he's good. He finishes up.

FROST (CONT'D)

It's for the best though. Like I said, there's no real loyalty anymore. Everyone betrays everyone.

He walks over to a sink -- runs the water -- cleaning the blood off his hands.

MATT

That why you went black? Burn them before they could burn you?

FROST

You don't know what you're talking about.

MATT

I know you weren't always like this.

FROST

Is that what you wrote in your case study?

MATT

Maybe. You didn't have money problems. Or drug problems -- sex problems. You weren't a deviant. So why'd you do it? Why'd you turn?

FROST

You think it was one thing? It's never one thing. Like you, I joined the agency bright-eyed and innocent. Wrapped myself up in the flag. Got weepy at the memorial wall. But over time, the game changed. I lost track of the lies. The politicians took over. No one believes in anything anymore. It was all bullshit. We weren't solving problems. We were creating them. And I wasn't gonna be a part of it.

MATT

So why not just walk away clean?

FROST

And let all that training go to waste? At least now I get to pick the assignments I want -- when I want -- and get paid a shit load more for it.

Matt's face registers disappointment.

FROST (CONT'D)

Please. Don't look at me like I just told you there was no Santa Claus. Believe me, no one's soul, no matter how decent at first, can stay intact after being chiseled away at for so long.

Matt considers that -- as we CUT TO --

INT. CIA HEADQUARTERS - PARKING LOT - NIGHT

Linklater crosses the lot, footfalls ECHOING. He has his phone to his ear, in mid-conversation:

LINKLATER

It's me. I'm on my way to the airport now.

(listens)

The problem isn't Weston. It's Barlow. I gotta find a way not to feel his breath on my neck so I can finish this on my own.

He pulls out his keys, shutting the alarm to his parked Mercedes S-Class.

LINKLATER (CONT'D)

Yeah, I know he's a hard-ass but so am I.

(listens; gets to his car)

Alright. Will do. Later.

He opens the car door, steps inside --

INT. MERCEDES - MOMENTS LATER

-- sits down -- shuts the door -- but before he can put the key in the ignition --

-- A HAND SNAPS BACK HIS HEAD --

-- WHILE ANOTHER JAMS A SYRINGE INTO HIS NECK VEIN --

-- PRESSES DOWN ON THE PLUNGER --

-- RELEASES THE LIQUID INSIDE.

NEW ANGLE -- LINKLATER'S FACE

eyes rolling away -- tongue thickening -- then still. He dies. Reveal --

BARLOW

in the backseat. Face of stone. Void of any emotion. He reaches into his pocket, drawing his phone.

INT. COMMERCIAL BUILDING - NIGHT

A cell phone VIBRATES across a table. Vargas, smoking, extinguishes a butt and picks up the buzzing phone. Checks the display.

NEW ANGLE -- THE DISPLAY

The sender's name is listed as "AVNER" and it includes --
-- THE ADDRESS TO THE SECOND SAFE HOUSE.

Vargas snaps the phone shut.

INT. CIA HEADQUARTERS - PARKING LOT - SAME

The trunk to the Mercedes pops open. Barlow slides Linklater's body to it. Throws him in. Shuts the trunk. Starts the engines. Drives away.

INT. COMMERCIAL BUILDING - SAME

As the mercs gear up for the assault, slipping on Kevlar, smacking home magazines.

CUT TO --

EXT. BRAZILIAN COUNTRYSIDE - MORNING

VARIOUS SCENERY whips by as we travel further away from Rio: acres of empty land; farms; gardens -- all bathed in golden light.

A BUS passes by, old and beat-up.

INT. BUS - SAME

A cattle car packed with travelers. Some sleeping. Some smoking. All sweating.

IN THE BACK:

Matt rides with Frost in silence. Frost watches the scenery whip by the window: a beautiful vista. Quiet, until:

MATT

That still doesn't look too good.

Frost turns to him, then looks down at his stomach wound.

FROST
I'll survive.

He stares back out.

MATT
You know something, Frost: I don't think you're half as cynical as you make yourself out to be.

FROST
Is that what you think?

MATT
Yeah. Remember, I've read your op reports. I think if someone gave you a clear directive -- something you knew to be the right thing -- you'd do it today.

FROST
But whose to say what the right thing is? The same people who think you're a terrorist?

Matt doesn't have an answer.

FROST (CONT'D)
Do you wanna make agent?

Matt nods.

FROST (CONT'D)
Then let me be your best friend in the world and tell you something you need to know: you never will.

MATT
Is that right?

FROST
You don't have the skill set for it.

MATT
(defensive)
I'm bringing you in, aren't I?

FROST
I didn't say you didn't have any skills. Just not the right one.

MATT
Which is?

FROST
Detachment. You're too invested.

MATT
And that's a bad thing?

FROST
For an idealist? No. For a field officer, there's nothing worse. And you know it too -- or else you would've killed him.

MATT
Who?

FROST
The freelancer. You could've killed him, you should've killed him, but you didn't kill him.

MATT
That's because I didn't have to.

FROST
And you think that makes you noble?

MATT
I think it makes me not you.

FROST
Exactly. Don't make the same mistakes I did, Matt. You're too good a man for this work of ours.

He turns forward -- looking ahead.

FROST (CONT'D)
Go back to Ana. Get out before you forget why you got in.

They drive on in silence. Matt thinks about what Frost says -- wondering if -- indeed -- this is the job for him.

DISSOLVE TO --

AN EARLY SUN

breaching mountains.

EXT. BRAZILIAN COUNTRYSIDE - DAY

The bus -- driving down the road -- slows to a stop -- coming up to --

-- a ROAD BLOCK. Cops with shotguns, searching cars. THREE UNIFORMS approach the bus.

INT. BUS - MOMENTS LATER

The police step on the bus, looking for Matt when they arrive at their seat --

-- they aren't on board anymore. CUT TO --

EXT. BRAZILIAN COUNTRYSIDE - DAY

Barren. Desolate. Matt and Frost are now walking down a dusty road: two lone silhouettes.

MOMENTS LATER:

Matt and Frost -- been through too much and still not home yet -- eventually arrive at:

THE SAFE HOUSE

A rustic, old farm house at the corner of no and where. A wind chime WHISTLES over the porch.

EXT. SAFE HOUSE - EARLY MORNING

Matt and Frost walk over gravel and up a long private road, past fields of crops, to an iron gate. Matt pushes it open and continues on toward the drive-way, passing --

-- horses grazing in the adjoining stable. Matt looks up at the house, taking it all in.

Frost too. But looking at other things: the layout; the openness. Seeing how vulnerable they are. Exposed.

FROST

Hope you trust whoever set this up.

MATT

It was my recruiter.

FROST

Yeah? You certain he hasn't recruited anyone since?

Matt looks at Frost. Shrugs him off. More misdirection.

MOMENTS LATER:

Matt leads Frost up onto the porch and up to the door. Frost peers back, spying -- the terrain -- wind -- everything. Matt takes the doorknob. Cranks it. The door POPS. Creeks open.

INT. SAFE HOUSE - CONTINUOUS

Stark contrast from the Rio apartment: there's furniture but it hasn't been used in years. Cobwebs. Ratty rugs. Dust-covered wood floors.

Mice scurry as Matt and Frost move inside, eyes scanning. Shadows everywhere.

Only light comes from whatever sun can breach the WOODEN PLANKS covering up the windows.

FOOTFALLS

echo: steps. Matt draws his gun. Alert. Guard up. MORE STEPS. Matt whirls. Throws the gun around. Aims it at:

A FIGURE

entering from another room, scaring the crap out of us.

MATT

Show me your fucking hands right now!

The figure throws up his hands.

MATT (CONT'D)

Step forward.

The body moves into a slit of light. His name is KELLER, late-20's. Thin but athletic. Looks like -- well, Matt.

KELLER

You Weston?

MATT

Who are you?

KELLER

I'm Keller. I'm a housekeeper.

Matt still doesn't budge -- keeping the gun trained on him. Keller sighs.

KELLER (CONT'D)

Authorization index: Echo Nine
Three Victor Echo Two. That's Tobin
Frost. You're bringing him in for
exfil. David Barlow told me to
leave the front door open.

A beat. Matt considers. Does he believe him or not? A pause, then he lowers his gun. Keller breathes a sigh of relief.

KELLER (CONT'D)

Let me show you to the guest room.

INT. SAFE HOUSE - GUEST ROOM - MOMENTS LATER

Frost is placed onto a chair, hands and feet quickly cuffed to it. Matt and Keller step out, closing the door.

EXT. SAFE HOUSE - DAY

An OMINOUS POV. Looking at the property. Could be God. Could be someone else.

INT. SAFE HOUSE - LIVING ROOM - DAY

Matt sits down in a chair -- finger nervously tapping the arm. He checks his watch. Keller crosses up -- holding a cold beer.

KELLER

Langley's sending an extraction team. They should be here soon.

Keller hands Matt the beer bottle.

KELLER (CONT'D)

Looks like you could use it.

A beat. Matt takes it.

MATT

Thanks.
(sips)

KELLER

Are you...?

He indicates his head.

MATT

It's alright.

Keller plops down in a chair across from him -- two strangers talking shop.

KELLER

I'm sorry about the Rio house.

Mat nods, appreciative.

MATT

How long have you been a housekeeper?

KELLER
Five months.

MATT
Where?

KELLER
Berlin for one. Rome for two. Here
for two.

Something about that causes Matt to flinch -- but he buries
it.

KELLER (CONT'D)
Wow. Tobin Frost. Guy's a fucking
legend. Hope you picked up what you
could. You're not gonna get a
better education.

MATT
No. Not likely.

He polishes off the drink. Sets it down.

MATT (CONT'D)
You got a bathroom here?

Keller nods in the direction of the hallway. Matt excuses
himself -- walks off.

INT. SAFE HOUSE - HALLWAY - MOMENTS LATER

Matt finds the bathroom and steps inside, shutting the door
behind him.

INT. SAFE HOUSE - BATHROOM - CONTINUOUS

QUICK SHOTS:

Matt locks the door. Runs the faucet. Uses the noise to mask
his movements. He takes out his gun. Checks the chamber. Sees
how many bullets are left: only two. Fuck. He loads it back
in. Tucks away the gun. Checks himself in the mirror, gearing
up.

PHFT!

A bullet snaps through the door. CRACKS the mirror -- just
kissing Matt's cheek. He turns -- surprised.

PHFT! PHFT!

Two more shots rip through the door -- spraying splinters.

BAM! The door BREAKS OPEN!

KELLER

rushes inside. Eyes of fury. Matt -- reacting -- quickly grabs his arm.

They WRESTLE for control of the gun. The fight is CHAOTIC. Visceral. Instinctual.

Matt ELBOWS Keller in the face. KNOCKS the gun from Keller's hand. Keller counters. FISTS Matt in the jaw. Throws him off. Keller takes his head. SLAMS it toward the sink.

Last second -- Matt THROWS up his hands. Catches the porcelain. PREVENTS impact.

Keller DRAWS back Matt's neck. As his body shoots up, Matt pulls back on the sink drain.

Water starts FILLING up the sink.

Keller TOSSES Matt hard against the wall. HURLS a punch. Matt sidesteps. SPINS. SLAMS Keller against the back of the head.

THROWS his arms over his neck -- PULLS BACK -- holds him TIGHT.

Keller FLAILS. Matt TOSSES his head into the sink -- FACE FIRST into the water. Holds him there -- DROWNING him.

Keller FIGHTS. Matt fights HARDER -- keeping his head in the water -- until his body stops writhing and kicking.

A beat. Matt lets go -- breathing heavy. He's never killed anyone before. Hates how it makes him feel.

Keller's lifeless body hits the ground -- water spilling over him.

Matt -- breathing heavy -- considers him. Jesus. It's never been so real for him.

But no time for that. He sees -- beside Keller -- the fallen gun. He picks it up. Backtracks out of the bathroom.

INT. SAFE HOUSE - LIVING ROOM - MOMENTS LATER

Matt makes his way toward the guest room when:

KELLER

SLAMS into him from behind -- still alive. The two CRASH to the ground.

Keller's gun goes FLYING. Slides across the wooden floor.
Keller CRAWLS for it -- GRABS it.

Matt LEAPS -- THROWS Keller in a head lock. Keller fires over his shoulder -- bullets just missing Matt who uses everything he has left to force the gun up to Keller's head -- pull the trigger.

PHFT!

Blood SPRAYS Matt's face. Keller slumps. Matt kicks his body aside -- panting for air. He gets to his feet as we CUT TO --

INT. SAFE HOUSE - GUEST ROOM - SAME

The door swings open. Frost snaps his head up. Matt bombs inside -- rushed and panicked.

MATT
We're not safe.

FROST
What happened?

MATT
Barlow set us up. The Landlord said this house was still under contract -- which means it wouldn't have a housekeeper yet -- let alone one who has been here for two months.

Frost is impressed. Matt levels the gun at him.

MATT (CONT'D)
You tell me everything you know right now.

FROST
Put the gun down, Matt --

MATT
Why'd you come to Rio?

FROST
Slow down --

MATT
You're hiding something from me.
WHAT THE FUCK IS GOING ON!?!

That's when he sees Frost's injection scar on his arm. He immediately starts patting him down, locating:

THE ENVELOPE

concealed inside his back pocket -- the one Carlos gave him.

MATT (CONT'D)

What is this?

FROST

It's confidential.

He rips it open. Looks inside. Finds the microdot.

MATT

What are they -- files? Is this what tonight's about?

FROST

It's over your head.

MATT

Stop with that crap. You tell me now. What do these files have to do with David Barlow?

FROST

I don't know. I didn't get to read all of them but clearly there's something on it he doesn't want anyone knowing.

MATT

What the hell are these?

FROST

It's a dirt laundry list.

MATT

A what?

FROST

A blackmail index compiled by Israeli intelligence ten years ago -
- a collection of incriminating intel on various corporate heads, government officials --

MATT

-- CIA agents.

Frost nods.

MATT (CONT'D)

What were you gonna do with them?

FROST

Same thing Mossad was gonna do:
trade the secrets for favors when I
needed them.

MATT

Jesus.

As it all comes together for Matt --

-- THE HORSES OUTSIDE GO WILD. Matt pauses. Not good. He quickly stuffs the envelope into his pocket and rushes out the room.

FROST

Matt!

INT. SAFE HOUSE - LIVING ROOM - MOMENTS LATER

Matt sprints over to the window, peering out. THE SOUND OF TIRES ROLLING OVER GRAVEL as:

A VAN

pulls up. The same one that was outside the Rio safe house. Matt goes ghost white.

MATT

Shit.

As he whirls around -- he STUMBLES -- DISORIENTATED. He BLINKS. Things are losing FOCUS. He tries to shake it off, face sweating. Then he notices:

THE BEER BOTTLE

on the floor. The one Keller gave him. Matt fights the urge to pass out, moving on with unsteady legs.

INT. SAFE HOUSE - GUEST ROOM - MOMENTS LATER

Matt stumbles inside -- bleary-eyed -- heart pounding.

MATT

We gotta move.

He manages to get out the handcuff keys. Gets one of Frost's hands free before --

-- his eyes ROLL BACK and he BLACKS OUT. Crashes to the floor.

Frost uncuffs himself. Rises. Stares down at Matt. Considers what to do with him.

CUT TO --

EXT. SAFE HOUSE - FOYER - SAME

BAM! THE DOOR EXPLODES OPEN! Mercenaries rush in -- searching the house with Heckler & Koch machine guns.

INT. SAFE HOUSE - GUEST ROOM - MOMENTS LATER

The mercenaries bomb inside. Frost IS GONE. Guns land on:

MATT

sprawled across the dirty wood floor.

VARGAS

steps inside. Peers down at him.

CUT TO --

DARKNESS.

A BEAT.

SILENCE.

FADE IN --

ECU -- MATT'S EYES

blinking themselves open, looking around.

INT. SAFE HOUSE - GUEST ROOM - MORNING

Matt is tied to the chair. He looks up. Vargas is standing over him.

One question:

VARGAS
Where's Frost?

Matt's eyes move. See TWO MORE MERCS standing guard. He looks back at Vargas.

MATT
Matthew James Weston. Authorization
index: Victor Whiskey Nine Three --

Vargas CRACKS his jaw with a fist.

DARKNESS.

LATER

Matt -- face battered -- mouth cracked -- hands and feet, dark purple and swollen.

VARGAS
Where are the files?

Matt -- exhausted -- dehydrated -- spits out some blood.

MATT
Matthew James Weston. Authorization
index: Victor Whiskey --

Vargas -- BANG! -- shoots a bullet into his leg. Matt WAILS.

DARKNESS.

LATER

Matt -- near death -- passing out. He looks up.

BARLOW

is now standing over him.

BARLOW
Hello, Matthew.

Matt struggles to keep his eyes open and focus on Barlow, who grabs him by the hair and yanks back his head.

BARLOW (CONT'D)
Where are the files?

Matt says nothing. Barlow SLAPS him across the face.

BARLOW (CONT'D)
Where are the files?

Matt is delirious at this point. He smirks.

MATT
Everyone betrays everyone.

Barlow -- WHACK! -- BELTS him.

DARKNESS.

A BEAT.

FADE IN --

EXT. SAFE HOUSE - DAY

Dead silence.

INT. SAFE HOUSE - GUEST ROOM - DAY

Matt is unconscious with blood, sweat and tears oozing from his face and body.

EXT. SAFE HOUSE - VARIOUS - DAY

Every room is quiet. Dead still. Dust dances.

INT. SAFE HOUSE - UPPER FLOOR - DAY

A mercenary heads upstairs. Stops when he finds:

A SMALL PILE OF WOOD DUST

at his feet. Peers up. Sees a SMALL HOLE in the ceiling. Then a FLASH OF LIGHT coming from it.

PHFT!

HIS BODY HITS THE FLOOR, HAND DROPPING OVER THE BALCONY.

DIRECTLY BELOW:

Vargas crosses under, oblivious. Heads into:

INT. SAFE HOUSE - KITCHEN - CONTINUOUS

Where Barlow is fixing himself a tall drink. Quickly knocks it back. He turns, feeling Vargas in the doorway.

BARLOW

What?

VARGAS

He's not talking.

BARLOW

I know that.

VARGAS

You're the analyst. What do you want to do?

A beat -- then -- with just the *slightest* touch of remorse:

BARLOW

Kill him. Group his body with the one I brought. Make it look like they killed each other.

Vargas is about to carry about his orders when --
 -- the lights SHUT OFF. Barlow and Vargas share a look.

BARLOW (CONT'D)

Frost.

OUTSIDE -- THE HORSES GO WILD!

Barlow and Vargas grab guns and rush out to investigate.

INT. SAFE HOUSE - GUEST ROOM - SAME

The door swings open. Frost steps inside, gun outstretched. Seeing no one but Matt, he rushes over -- unlocks his cuffs. SLAPS him awake.

FROST

Hey!

(slap)

Hey!

Matt blinks awake.

FROST (CONT'D)

Can you move?

Matt nods. Frost hands him a gun and walks out. Matt watches him go -- shocked that he would do this for him -- then stumbles to his feet.

INT. SAFE HOUSE - MAIN FLOOR - SAME

A merc rounds a corner. Frost there to meet him -- TWISTING his arm as he FIRES off a round, bullet -- BANG! -- TAGGING a MERCENARY rushing up -- then SPINNING the barrel around, SHOOTING another round into the merc's stomach.

A THIRD HITMAN

takes aim, about to fire -- when -- BANG! -- he drops, revealing:

MATT

behind him -- smoking gun in hand. Matt and Frost lock eyes -- a look of respect between them.

FROST

Thanks.

MATT

Thank you.

But that's all they get to say -- MACHINE GUN FIRE EXPLODES AROUND THEM!

Matt and Frost take cover -- opposite sides of the house as:

TWO MORE MERCS

charge inside -- guns blazing. Frost fires back -- TAGGING one. The other goes after Matt -- limping his way into:

INT. SAFE HOUSE - LIVING ROOM - CONTINUOUS

Where he ducks around the corner -- waiting -- clutching the gun tight.

VARGAS

appears at the window -- outside -- staring in. Matt sees him. They both raise guns -- BANG! BANG! BANG! -- the window SHATTERS. Vargas FLEES.

BULLETS RIP INTO THE WALLS ABOVE MATT'S HEAD

Matt ducks down -- bullets flying overhead.

THE MERC

steps inside. Matt RUSHES him. KNOCKS away his gun. They GO CRASHING to the floor -- TRADING PUNCHES.

The merc KICKS Matt off him. Draws a blade. Matt stumbles to his feet.

The merc SWINGS the knife. Matt DUCKS. The merc THRUSTS again. Matt DODGES the blade -- KNOCKS the hitman's arm away and THROWS up his knee into his chest.

The blade drops to the ground. Matt moves to pick it up. The Merc KICKS him as he bends.

Matt CRASHES to the floor. The merc rushes. Matt KICKS his legs. The merc STUMBLES -- DROPS. Matt grabs the knife -- SWINGS it back -- STABS HIM in the chest.

He collapses like dead weight. Matt -- straining -- gets to his feet -- limps out.

INT. SAFE HOUSE - HALLWAY - SAME

Frost journeys down a corridor -- heading to a back door when he STOPS -- hears something -- FOOTFALLS. He spins around. Sees nothing. Turns back.

PHFT!

A bullet shoots through the back door window. Hits Frost. He drops -- bleeding. The door opens up.

BARLOW

steps inside. Levels his gun. Before he can shoot -- *PHFT!*
PHFT! PHFT!

MATT

limps up -- firing shots. Barlow ducks back behind a door for cover. Matt grabs Frost -- helping him to his feet.

MATT

Come on.

They DART into:

INT. SAFE HOUSE - BEDROOM - SAME

Matt locks the door. Turns to the window -- bordered up:

MATT

The window.

He limps over and starts tearing down the planks. Turns to Frost for help.

MATT (CONT'D)

Hey --

But stops short when he sees Frost --

-- COUGHING UP BLOOD. The bullet struck his heart.

MATT (CONT'D)

Shit.

Matt rushes over -- applying pressure -- desperate to stop the bleeding.

MATT (CONT'D)

Come on, come on.

Frost shakes his head -- knows this is the end -- forces Matt's hand away -- mouth dry -- doomed. With his last breaths, he reaches into his pocket -- hands something to Matt:

THE ENVELOPE

Matt takes it. Frost -- eyes go blank -- dies.

WE HEAR BARLOW AT THE DOOR -- struggling to get inside.

BULLETS

shoot through the walls. Matt heads back over to the window. Pries the last planks loose -- RAISES up his good leg -- KICKS out the glass.

EXT. SAFE HOUSE - CONTINUOUS

Matt CLIMBS back out. As soon as he hits the ground --

-- *BAM!* Vargas hits him with a fist, KNOCKING him to the dirt. He gets behind him, drawing:

A GARROTTE

Matt struggles to stand. Vargas THROWS the wire over his neck -- SNAPPING back his head.

Matt GASPS for air -- as the wire TEARS into his flesh. He uses everything he has to SPIN around and RAM Vargas against the side of the house.

Vargas KICKS out the back of Matt's knee -- DROPPING HIM while TIGHTENING the wire.

Matt is fading fast. He looks around -- spots a ROCK. He grabs it and SWINGS it -- SMASHING Vargas in the head.

He releases his grip. Matt crashes back to the ground.

VARGAS

stands over him. Draws his gun -- levels it. About to pull the trigger when --

BANG!

His head explodes. Matt looks over, seeing:

BARLOW

walking up -- gun raised -- kicking gravel.

BARLOW

Where are the files, Matt?

Matt says nothing. *BANG!* Barlow fires a shot -- that just misses him.

BARLOW (CONT'D)

Where are the fucking files?

Matt looks around -- trying to find options. Spots:

VARGAS' FALLEN GUN

just within reach.

Barlow KICKS Matt onto his back. Barlow reaches to his chest -
- pats around -- pulls out the envelope.

Matt -- on his back -- grabs Vargas's gun and -- *PHFT!* --
shoots Barlow -- bullet hitting his arm -- causing him to
drop his pistol.

He SLUMPS -- grabbing his bleeding arm. Matt stands. Barlow
reaches for his gun. Matt kicks it away -- levels his own.

BARLOW (CONT'D)
So this is it, huh?

He spits at his shoes.

BARLOW (CONT'D)
Do it. Come on. Shoot.

Matt hesitates.

BARLOW (CONT'D)
You can't. You're no killer. You're
just a housekeeper.

Matt COCKS the gun.

MATT
Like you said: training wheels are
off.

Barlow sees he's serious this time.

BARLOW
Don't you want to hear my last
words?

Matt shakes his head.

MATT
I just did.

He pulls the trigger.

EXT. BRAZILIAN COUNTRYSIDE - SAME

The gunshot ECHOES -- then gets swallowed up by the air.

RESUME:

Smoke coils up from Matt's gun barrel. He stares down at Barlow -- looking up at him with lifeless eyes.

DISSOLVE TO --

INT. SAFE HOUSE - BEDROOM - LATER

Matt stands over Frost's body. Pauses -- reflecting.

DISSOLVE TO --

EXT. WASHINGTON DC - ESTABLISHING - DAY

Fleeting shots of the various monuments as we PRELAP:

WHITFORD (V.O.)

We read the files you recovered.

INT. CIA HEADQUARTERS - WHITFORD'S OFFICE - SAME

Matt -- arm in a sling -- bruises healing -- stands before Whitford and Graff.

WHITFORD

Turned up quite a few surprises,
not the least of which involved
Barlow. According to the documents,
he sold military secrets to Israeli
intelligence under the handle
"Avner."

This is news to Matt.

MATT

He was a double?

WHITFORD

(nodding)

Bastard had us all fooled. Once the
laundry list was stolen, Mossad
tasked him with its retrieval.
After Barlow found out the deal was
going down in Brazil, he enlisted
Vargas for local support. At least
Frost paid us the courtesy of
stabbing us in the chest.

Matt says nothing.

WHITFORD (CONT'D)

I have to say -- in light of
everything -- I was distressed to
hear you're leaving us.

MATT

I think it's for the best.

WHITFORD

We've already picked up the bill on your mother's medical expenses, but in addition, we can offer you practically any assignment you want. You can write your own ticket here. You sure we can't change your my mind?

Matt shakes his head.

MATT

This isn't for me.

WHITFORD

I think you're fooling yourself.

MATT

No. I was fooling myself.

He heads for the door.

WHITFORD

One last question.

Matt stops. Looks back.

WHITFORD (CONT'D)

Why did Frost came back for you?

Matt has thought long and hard about this.

MATT

It was the right thing to do.

He heads out. Whitford turns to Graff -- scoffs in disbelief.

WHITFORD

What the hell does that mean?

CUT TO --

INT. CIA HEADQUARTERS - HALLWAY - MOMENTS LATER

Matt heads away from us -- dropping something into the garbage on his way through an exit door:

HIS CIA ID.

DISSOLVE TO --

EXT. RIO DE JANEIRO - ESTABLISHING - DAY

TITLE CARD -- ONE MONTH LATER

EXT. RIO UNIVERSITY - DAY

Class lets out. A group of students pour out of a building.
We only care about one:

ANA

As she crosses the campus --

NEW ANGLE -- MATT

watching her -- wounds healed -- fully at peace with his
decision to leave CIA.

RESUME:

Ana sits down at a table. Flips open a book. An ORIGAMI
FLOWER drops down onto it. She picks it up. Smells it.

ANA
It's beautiful.

She looks up.

MATT
Beautiful enough for a seat?

ANA
Maybe.

He smiles. Sits.

ANA (CONT'D)
How's the job hunt?

He holds up a local newspaper.

MATT
Think I found one.

NEW ANGLE -- THE CLASSIFIED'S

A listing is circled in red: *WANTED -- HOUSEKEEPER.*

Ana smiles. The music starts PUMPING as we CUT TO --

BLACK.