

SNEAKERS

Draft by

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Based on 27 man-years of drafts by

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FADE IN:

1 EXT. COLLEGE CAMPUS - 1966 - NIGHT 1

SNOW covers the campus. From a third story window of the UNIVERSITY COMPUTER CENTER comes a faint blue-green GLOW.

2 INT. UNIVERSITY COMPUTER CENTER - THIRD FLOOR - NIGHT 2

The blue-green glow comes from the CRT of a MAINFRAME COMPUTER, and it barely illuminates two students. One, COSMO, has run some wires from the mainframe to a pulled-apart rotary telephone. He's wiry and intense, and really knows what he's doing.

The other student is MARTIN BISHOP, looking every bit the dashing young radical. Right now, he is flipping through an enormous COMPUTER PRINTOUT -- it must be three inches thick.

BISHOP

I'm hungry.

(then)

46-99402...transfer to 53-01138.

Cosmo types it in.

COSMO

What'd we just do?

BISHOP

The Republican Party just made a generous donation to the Black Panthers.

COSMO

Farm out.

BISHOP

Right arm.

COSMO

Who's next?

BISHOP

Well, there's a lot of defense contractors in here. And you know, not one of them gives nearly enough money to radical groups.

COSMO

Disgraceful.

BISHOP

Disgusting.

COSMO

Despicable.

BISHOP

Dis...dis is good.

They laugh at their shared manner.

COSMO
You're sure we will not get in
trouble for this?

BISHOP
Cosmo: trust me.

CUT TO:

3 EXT. CITY STREETS - NIGHT

UNMARKED CARS and POLICE VANS scream through the city
streets, SIRENS wailing, RED LIGHTS flashing.

CUT TO:

4 INT. UNIVERSITY COMPUTER CENTER - NIGHT

Cosmo types while Bishop flips through the printouts.

BISHOP
God, I'm hungry.

COSMO
Posit: the phone company has too
much money.

BISHOP
Ooh, good one. Consequence:
they're corrupt.

COSMO
Result: the system perpetuates
itself at the expense of the
people.

BISHOP
Conclusion: Ma Bell really needs
to give away some money.

COSMO
We're going to change the world,
Marty.

BISHOP
I just wish we could get course
credit for this. Hey, you want
some food?

Cosmo scoops up a coin from the table, puts it in one
hand, and holds out two fists. We can't tell which hand
the coin is in.

COSMO
Loser goes.

BISHOP

I never lose.

Bishop points to Cosmo's left hand. Cosmo opens it.
Empty.

COSMO
A pepperoni pizza, please. Shaken
...not stirred.

Bishop forces a smile and gives Cosmo the clenched fist salute.

BISHOP
Power to the people, Cos.

Cosmo raises his still-clenched right fist.

COSMO
Power to the people, Marty.

And Marty leaves. Cosmo slowly opens his right hand. It's also empty. He smiles to himself.

COSMO
One cannot trust anybody these
days.

And he gets back to work.

5 EXT. CAMPUS - NIGHT

Bishop exits the building. All is snowy-quiet when suddenly, on both sides of him, a half dozen POLICE VEHICLES screech by, just missing him by a few feet. One after another, they churn up clouds of snow as they careen by, RED LIGHTS flashing.

Bishop looks like an innocent student taking a late-night stroll, as he stands there frozen, helplessly watching ARMED MEN pour out of the cars and burst into the ground floor of the building.

6 INT. COMPUTER ROOM - NIGHT

Cosmo sits alone at the console, flipping through the printout, and typing. He stops when he hears a sound. He looks up.

COSMO
Marty?

From outside the window, he hears the CRACKLE of a two-way radio. A bit concerned, he stands, walks to the window, and looks out.

7 INT. COMPUTER ROOM - COSMO'S POV OF BISHOP - NIGHT

He sees Bishop, standing alone in the snow, looking up at him. The rotating GLOW OF RED LIGHTS plays across Marty's face.

8 EXT. CAMPUS/COMPUTER ROOM - NIGHT

From the outside, looking in. Cosmo looks puzzled.

COSMO

Marty?

Behind him, the door bursts open, and burly no-nonsense men with weapons grab him. Now, Cosmo looks betrayed.

9 INT. COMPUTER ROOM - COSMO'S POV OF BISHOP - NIGHT

Marty takes a few steps backward, then turns and runs.

COSMO'S VOICE

MARTY!!!

All that's left of Marty are desperate footprints in the virgin snow. We hear the SOUNDS OF STRUGGLE as Cosmo is overpowered, handcuffed and pulled from the room.

COP'S VOICE

All right, fan out. Let's find
"Marty."

DISSOLVE TO:

10 INT. SNEAKERS VAN - "SNOW" ON A MONITOR - NIGHT - 1991.

MAN'S VOICE

Martin...Martin...

We PAN OFF the monitor to reveal Bishop. Twenty years older, and still slightly rough around the edges, he is awakened by DONALD CREASE, a straight-arrow black man in his early 50's.

Bishop wakes up, blinks away the memories, and nods at Crease. They are inside a VAN crammed with HIGH-TECH GEAR. At the front of the van is WHISTLER. He is blind, and communicates with someone over a headset.

WHISTLER

Okay Mother, try the ones coming
off the blue trunk.

(he hears a TONE)

No...

(another TONE)

No...

On one side of the van is a small glass opening. Bishop picks up a pair of binoculars and peers out.

11 BINOCULARS POV - EXT. CENTURION BANK - NIGHT

11

A young GUARD sits at the security console in the building lobby between the elevators and the bank's entrance. His feet are up and he is watching MTV on a small portable set.

WHISTLER (O.S.)

Try the white trunk, Mother.
These don't sound right.

New TONES are heard. The binoculars tilt down the front of the bank building toward an open manhole in the street out front. A sign has been placed over it, warning "DANGER: HIGH VOLTAGE".

12 INT. MANHOLE - NIGHT

12

As we look down into the cable vault -- swarming with pipes, wires and cables -- we see MOTHER, a big, unkempt Teddy bear of an ex-hippie with a ponytail. He wears a headset and a miner's lighted hardhat (MOTHER is stencilled on the back), and is hooking a pair of alligator clips to wires in the panel box.

MOTHER

(into headset)

They've even got pictures of the
guy actually leaving the embassy.
Hey Crease, you on?

*

12A INT. VAN - NIGHT

12A

Crease is putting on his headset as Whistler keeps listening to the tones Mother's patches are generating.

*

CREASE

Yeah, I'm on.

*

MOTHER (O.S.)

Were you still in the CIA in '72?

*

CREASE

Yeah. Why?

12B INT. MANHOLE - NIGHT

12B

Mother is still intently working with his wires.

MOTHER

Did you know the Deputy Director
for Planning was in Managua,
Nicaragua the day before the
earthquake?

12C INT. VAN - NIGHT

12C

CREASE

*

(hot)

Now what are you saying? The CIA
caused the Managua earthquake?

12D INT. MANHOLE - NIGHT

12D

Mother hooks his clip onto a new wire.

*

MOTHER

*

Well, I can't prove it...

13 INT. VAN - NIGHT

13

Crease steams. Bishop places a calming hand on his
shoulder.

*

WHISTLER

*

Wait a second Mother, go back one.
(listen to the
TONE)

Bingo.

14 INT. MANHOLE - NIGHT

14
*

Mother attaches the other alligator clip onto that line and cuts the line with wire cutters between the two clips.

15 OMITTED

15

15A INT. BANK LOBBY - NIGHT

15A

Just behind the guard is a console on which a green light turns red for an instant. The guard turns, but by the time he does, it's back to green.

CLOSE ON CONSOLE

A row of meters shows the status of alarm lines. The one that blinked, Westguard Security HQ, shows an uninterrupted flow of current.

16 EXT. CENTURION BANK - NIGHT

16

Bishop and Crease exit the van -- we see a "Department of Public Works" logo on the side -- and trot to the side of the bank building.

16A EXT. FIRE ESCAPE - NIGHT

16A

There they join CARL, a hyperactive young fellow, who is attaching a handle with suction cups to the FIRE DOOR on the rear of the bank's second floor.

Carl is dressed in black, and has even smeared black grease on his white face. Crease just looks at him and shakes his head.

CREASE
(to Bishop)
Nice bank?

BISHOP
(shakes head no)
You wouldn't believe what I had to do just to get a safe deposit box.

Bishop looks at his watch.

17 INT. SAFE DEPOSIT BOX VAULT - NIGHT

A wall clock ticks off the seconds to 1 AM. We PAN TO a SAFE DEPOSIT BOX. From inside the box we hear a TICKING, then a POP. Then, SMOKE begins to pour out, gradually rising to the smoke detector on the ceiling. A FIRE ALARM wails. A red ALARM LIGHT bathes the room.

18 EXT. EMERGENCY EXIT - NIGHT

Electronic dead bolts automatically release the fire door. Carl pulls it open and Crease and Bishop dash into the darkened bank.

19 INT. BUILDING'S MAIN LOBBY - NIGHT

The NIGHT GUARD leaps up at the sound of the alarm, knocking the TV to the floor with his feet. He starts running, stops, returns to the console, opens a drawer and pulls out a manual.

20 INT. BANK - NIGHT

Carl runs to, and vaults over the tellers counter. Bishop follows, but halfway through his leap, he catches a foot on something and crashes to the floor. Crease helps him up.

BISHOP

We're getting too old for this.

21 INT. MAIN LOBBY - NIGHT

The Guard finds a phone number in the manual and nervously dials it.

WESTGUARD (O.S.)

Westguard Security.

GUARD

I got a fire at Centurion Bank.

WESTGUARD (O.S.)

Yeah, we got the alarm. Any secondary indications? Flames or smoke?

GUARD

Uh, no...

WESTGUARD (O.S.)

It's probably a false alarm. We've been getting them in your area all night. See if it resets.

GUARD

Oh man, I don't know...

The alarm continues to RING.

22 INT. BANK - NIGHT

22

Crease stops at a COMPUTER TERMINAL and turns it on. Carl races to a wall of junction boxes, pulling them open as fast as he can. One is locked. He pulls out a COBRA PICK -- it looks like a chrome-plated electric toothbrush -- inserts it into the lock, and pulls the trigger. It vibrates for a few seconds and the lock opens.

Carl opens the cabinet. Inside is a tangle of wires and circuit breakers. He pulls out the wire cutters and is about to cut a green wire.

BISHOP

Whoa whoa whoa!

CARL

The alarm's always the green one.

He cuts the wire. The bank is plunged into total darkness. But the alarm keeps ringing. In total darkness we hear:

BISHOP

Oh Carl...

CARL

Except sometimes it's the yellow one.

23 INT. MAIN LOBBY - NIGHT

23

Panicked, the Guard paces behind the console, still on the phone.

GUARD

Hey man, I'm not waiting any longer, I'm calling the Fire De--

Suddenly, the alarm stops. The Guard looks around.

GUARD

Oh. It, uh...it stopped. Sorry.

WESTGUARD (O.S.)

No problem. And son?

GUARD

Sir?

24 INT. SNEAKERS' VAN - NIGHT

Whistler sits at his console, speaking into his headset.

WHISTLER

Good work.

GUARD (O.S.)

Thank you, sir.

Whistler smiles as he switches his headset into another plug.

WHISTLER

All yours, Bish.

25 INT. CENTURION BANK - NIGHT

Bishop nods at Crease who sits at the computer terminal. He hits a few keys and the screen lights up with:
PRIVILEGED ACCESS.

CREASE

So...how much do you want?

Bishop thinks for a moment.

CUT TO:

26 INT. CENTURION BANK - THE NEXT DAY

Neatly wrapped bundles of CASH being placed in a BRIEFCASE.

BANK OFFICER

98...99...100 thousand.

Bishop, now wearing a jacket and tie, closes the briefcase.

BISHOP

I just had this awful feeling my
money wasn't safe here.

Bishop takes the suitcase and walks off through the bank with the self-satisfaction that only a successful bank robbery can give.

But he does not go out the front door. Instead, he turns down a hallway, and walks toward a door marked "Conference Room".

27 INT. CONFERENCE ROOM - DAY

The Bank's EXECUTIVES are sitting at a conference table, waiting for something. Then Bishop enters, opens the briefcase of cash, and dumps it onto their table.

BISHOP

Your communication lines are vulnerable, your fire exits ought to be monitored, and your rent-a-cops are just a tad under-trained. You'll be getting our full analysis and recommendations in a few days, but first...who's got my check?

28 INT. OUTER OFFICE - DAY

The Bank President's young SECRETARY is typing up a check.

SECRETARY

So people hire you to break into their places...to make sure no one can break into their places?

BISHOP

It's a living.

She pulls the check out of the typewriter and examines it before she hands it over apologetically to Bishop.

SECRETARY

Not a very good one.

She's right. Bishop forces a smile, takes the check and exits.

29 EXT. BANK - DAY

Bishop emerges from the bank, loosens his tie, and walks off.

Across the street, TWO CONSERVATIVELY DRESSED MEN watch him from a late-model Plymouth.

CUT TO:

30 EXT. SNEAKERS LAIR - DAY

It's an abandoned, but once-ornate MOVIE PALACE in an industrial neighborhood. On the top floor are windows.

The late-model Plymouth is parked out front.

31 INT. WAREHOUSE ENTRYWAY - DAY 31

Next to the elevator is a directory board. We see a finger move down and stop at M. BISHOP & ASSOC./Security Consultants - 2nd Fl. The two men enter the elevator and ride up.

32 INT. SNEAKERS' RECEPTION AREA - DAY 32

The elevator opens onto a Reception Area where Carl is arguing with a PHONE COMPANY GUY who is removing a Centrex-type telephone station.

CARL

But we just got paid, man. The check's in the mail. I swear it!

PHONE COMPANY GUY

And when it arrives, I'll bring this back. I swear it.

The phone guy yanks the cord out of the wall and totes the unit toward the elevators, just as the doors open, revealing two conservatively-dressed men.

One, GORDON, is young and preppy. The other, WALLACE, is older and surly. Carl sees them watching the phone guy re-posessing their phone. He sizes the situation up and thinks fast.

CARL

And don't bring it back till it works!

The Phone Company Guy shoots him a "What?" look as he disappears inside the elevator.

CARL

Huh! Junk. Can I help you boys?

Wallace is not amused. Gordon is.

GORDON

Is Mr. Bishop in? We have a job we'd like to discuss with him.

CARL

Really? I mean...yeah, he's here. I mean, he might be here. Let me call back and see.

Carl turns to the desk where the phone was.

CARL

Hey, you know what? Why don't I just go back and see? It'll be a lot quicker.

Carl goes into the back.

33 INT. SNEAKERS' LAIR - DAY

33

This LOFT covers the rest of the top floor of the building, its windows looking out at the Oakland skyline. It is where Bishop lives and the Sneakers work. It is strewn with HIGH-TECH EQUIPMENT in various stages of development or testing.

Off to one corner is Bishop's APARTMENT and kitchen.

Right now, Bishop is meeting with his team.

BISHOP

Who's got the report for the bank sneak?

MOTHER

I'm going to type it up later.

BISHOP

You are?

MOTHER

We haven't paid the typist since January. It's either me or Whistler.

CREASE

Better Whistler.

Mother shoots Crease a hurt look. Carl trots up.

CARL

Hey, Mr. Bishop: customers.

BISHOP

Shoes?

CARL

Expensive.

This gets everyone's attention. It obviously doesn't happen very often.

BISHOP

Look busy, guys.

Bishop instantly grabs a jacket and tie as he strides briskly with Carl across the loft toward the Reception Area.

BISHOP

How are you doing with that law firm on Powell?

CARL

I'm going to install some
scramblers, sweep for bugs.

BISHOP

Is this going to cost us more than
they're paying us?

CARL

Not by much.

BISHOP

Good. Do something with your
hair.

33A INT. RECEPTION AREA - DAY

33A

Bishop enters the Reception Area. Gordon rises.

GORDON

Mr. Bishop: Dick Gordon, Buddy
Wallace. We've heard a lot of
great things about you.

BISHOP

(shaking their
hands)

They're all true.

The men smile politely. Carl laughs a little too loudly.

BISHOP

Thank you, Carl. Gentlemen, why
don't we go to the conference
room, and you can tell us how we
can help you.

Bishop holds open the door to the hallway, and the men
walk through.

34 INT. SNEAKERS' CONFERENCE ROOM - DAY

3

Wallace and Gordon sit across from Bishop, several FILE
FOLDERS before them. One wall of the conference room is
all glass, and through it we can see the Sneakers looking
busy in the loft.

GORDON

Before we begin, there's something
we'd like to clear up. Most firms
of this kind are staffed by ex-law
enforcement types. But your team
is...

BISHOP

...kind of different.

WALLACE

Yes, you are.

Wallace opens one of the file folders and pulls out photographs and fact sheets on each of the Sneakers.

WALLACE

Irwin Emery, a/k/a "Whistler"...9
counts of fraudulently obtaining
telephone service.

*

BISHOP

He was 11 years old at the time.
He's an absolute genius at that
stuff.

WALLACE

Darryl Roskow, a/k/a "Mother"...
18 months at Dannemora for
breaking and entering.

*

BISHOP

He was framed. But he's got the
best hands in the business.

*

WALLACE

Uh-huh. Carl Arbogast, age
nineteen --

BISHOP

Yeah, yeah, yeah he broke into his
school's computer and changed his
grades.

GORDON

He gave himself a scholarship.

BISHOP

Okay, okay, you want law
enforcement? Donald Crease,
22-year veteran of the CIA...

WALLACE

...terminated in 1987. Why was
that?

Now Bishop is getting on edge.

BISHOP

I think it was a personality
conflict. Who are you guys?

GORDON

Relax, Marty. We have to check on these things, and it's just that everyone on your team's had some sort of problems in their past.

WALLACE

And then there's Martin Bishop.

He opens a final folder, labelled "Martin Bishop". It's empty.

WALLACE

He doesn't seem to have a past.

The mood at the table turns decidedly chilly. Bishop is looking at the empty folder on the table, and figures it out. He stands.

BISHOP

I'm sorry to have wasted your time, gentlemen...but I don't work for the government.

GORDON

We know.

He holds out a leather identification holder.

GORDON

National Security Agency.

BISHOP

Ah, you're the guys I hear breathing on the other end of my phone.

GORDON

No, that's the FBI. We're not chartered for domestic surveillance.

BISHOP

Oh right, you just overthrow governments and set up friendly dictators.

GORDON

(smiles)

No, that's the CIA. We protect our government's communications, and try to break the other fellow's codes. We're the good guys, Marty.

BISHOP
Gee, I can't tell you what a
relief that is...Dick.

Wallace has heard enough. He shoves his chair back,
gathers his folders and stands.

WALLACE
All right, let's go.

Wallace exits. Gordon sighs, pulls an envelope out of his
pocket, and writes something on it.

GORDON
If you change your mind, please
call us at this number...
(hands him
envelope)
...Mr. Brice.

Bishop turns pale at the mention of the name "Brice".
Gordon exits.

Bishop looks at the envelope in his hands. He withdraws a
WANTED NOTICE from 1969 with his picture. Except Bishop's
name is listed here as "Martin Brice".

CUT TO:

35 OMITTED

36 EXT. FEDERAL BUILDING - DOWNTOWN OAKLAND - DAY

An old BUILDING as rundown as the rest of the
neighborhood. There is scaffolding and other construction
work out front.

Bishop walks by an abandoned NEWSSTAND and passes a
DERELICT in tattered clothes sitting on the building's
front steps.

DERELICT
Spare a quarter? The government's
taking away my home. Help me out?

Bishop hands him some coins, takes a deep breath and
enters the building.

37 INT. FEDERAL BUILDING - LOBBY - DAY

Beneath the official portrait of George Bush on the
tattered wall, Gordon greets Bishop and leads him toward
the stairs. All around them, WORKMEN push dollies stacked
with old office equipment through the lobby.

GORDON

Hi. Sorry for the mess. They're finally getting around to repairing what the '89 quake did to us. Probably just in time for the next one, huh? Anyway, thanks for coming.

BISHOP

It wasn't exactly voluntary.

38 INT. FEDERAL BUILDING - STAIRCASE - DAY

38

They start climbing the stairs.

GORDON

Marty, we don't want to bust you, we want to hire you. We routinely perform background checks on potential contractors. The fact that yours turned out to be...a little more colorful than we expected...is not a problem. In fact, it sort of helps.

38A OMITTED

38A

39 INT. WALLACE'S OFFICE - DAY

39

They enter to find Wallace at his desk. Wallace smugly smiles.

WALLACE

Well, if it isn't Robin Hood.

BISHOP

You know, I could've joined the NSA, but they found out my parents were married.

Wallace bristles, but Gordon steps between them.

GORDON

Okay, okay, peace. We're all friends now. You want some coffee?

Bishop shakes his head no.

GORDON

Okay...

Gordon pulls from a FILE FOLDER a PHOTOGRAPH of a man and places it on the desk in front of Bishop.

GORDON

This is a mathematician named Doctor Gunter Janek. He works at a think tank called the Coolidge Institute. Specializes in large number theory, prime numbers and factoring.

BISHOP

Cryptography.

WALLACE

Very good.

GORDON

Last month the good Doctor gets a grant. \$380,000. Way out of profile for a guy like that. It's our job to be curious, so we trace the money. Guess where it comes from?

BISHOP

I know you're not going to say Russia.

Gordon and Wallace nod. Bishop laughs.

BISHOP

Oh, give me a break, guys. They gave up. We won. It's been in all the papers.

GORDON

And we still spy on them...and they still spy on us.

Wallace pulls out another document from the file and puts it on the table. It's a badly reproduced SCHEMATIC DIAGRAM.

WALLACE

We intercepted a fax last week. He's making some kind of "box". A little black box.

Gordon points to a legend along the side: SETEC ASTRONOMY.

GORDON
The project is called Setec Astronomy. We don't know what "Setec" stands for.

BISHOP
Security technology...

GORDON
...sensor techniques, who knows. Now maybe it's nothing...or maybe it's something. We need to know.

WALLACE
Your job is to find that little black box...and let us take a look at it.

BISHOP
No way.

GORDON
I'm sorry, Marty, but we don't have a lot of choice here.

BISHOP
How about doing it yourselves?

WALLACE
By law, we're not allowed or equipped to perform this kind of operation.

BISHOP
So use the FBI.

WALLACE
(snorts)
Yeah, right.

GORDON
The FBI can't work for us without approval from a Congressional oversight committee. And we don't have the time.

BISHOP
So why me?

GORDON
Frankly, because it's kind of illegal. You've managed to stay underground for twenty years. That tells us you know how not to get caught.

WALLACE

And that you can keep your mouth shut.

GORDON

The job pays \$175,000. Payable on delivery.

WALLACE

You can distribute it among the poor, if you like.

Bishop thinks, then shakes his head.

BISHOP

Pass.

GORDON

We also clean up your record and quash the outstanding warrant for your arrest.

WALLACE

Your pal Cosmo got 12 years, and that was without flight to evade prosecution.

GORDON

And we all know what happened to him in there.

Bishop bristles at the mention of that.

BISHOP

And if I say no?

WALLACE

Don't say no.

GORDON

What good would you do anybody in prison?

CUT TO: '

40 EXT. SNEAKERS' BUILDING - DUSK

The lights are on in the top floor windows. A fog is rolling in.

CREASE (O.S.)

I don't believe this.

41 INT. SNEAKERS' LAIR - DUSK

The team is lounging on threadbare couches and chairs in the living area, facing Bishop.

CREASE

You've lied to us all these years?
You even lied to us about your
name?

BISHOP

Fellas, I'm sorry, okay? But when
you're wanted by the Feds you
don't go around telling everybody
about it.

CREASE

We're not "everybody," Martin.
We're your partners. You tell us!

BISHOP

Fine. And exactly why is it you
had to leave the agency?

No response.

BISHOP

We all have our little secrets
don't we?

(to the team)

Look, you guys have a decision to
make. This is not a test. The
penetration is live, the target
is unaware.

CREASE

Sneaking a foreign intelligence
service that might kill us to keep
us out is not what we do.

BISHOP

(ignoring him)

The probable level of security is
very low. But if anybody doesn't
want to take that chance just to
keep me out of jail...I
understand.

WHISTLER

I can't speak for the others,
Bish, but...I'm in it for the
money. I don't care if you go to
jail.

CARL

Me neither. I'm in.

Bishop tries not to smile.

MOTHER

Uh, Bish, can we go back to the
"They might kill us" part?

BISHOP

Mother, if I thought that was
going to happen, I wouldn't bring
this to you. But there is a risk.

Mother thinks about this.

WHISTLER

It pays \$175,000.

MOTHER

Okay, but just this once.

Now Bishop smiles. All eyes are on Crease.

CREASE

You guys'll be chalk outlines
without me. What do we need?

BISHOP

Let's start with real light
surveillance. Level three. First
sign of baby-sitters, we back off.
He's lecturing at U.C. tomorrow
afternoon. I'm going to check him
out. Any questions?
(there are none)
Let's do it.

They all start to work.

CREASE

For the lecture, you want to take
Whistler, or should I go with you?

BISHOP

Oh, that's okay. I thought...you
know...I'll probably...ask Liz.

Everyone freezes in their tracks and the Lair becomes
instantly silent. It's as if he said "My broker is E.F.
Hutton."

CUT TO:

42 EXT. ACADEMIC BUILDING - MORNING

The grounds are too park-like for it to be a public
school. Too far away for us to hear, Bishop stops someone
to ask directions. The person points into the building
and down the hall. Bishop disappears inside.

43 INT. HALLWAY - MORNING

40

Bishop walks down the hallway, from the end of which we hear the sounds of live classical PIANO PLAYING. Quite remarkable playing, at that. (And none of that easy Mozart stuff, either. This is Schubert, attacked with virtuosity.) As Bishop nears the last room in this hallway, the music gets louder.

He gets to the door, stops for a second, takes a breath, then looks through the window.

44 INT. REHEARSAL ROOM - BISHOP'S POV - MORNING

He sees LIZ -- a lovely woman in her late 30s -- sitting slightly off-center behind a grand piano, tall sheet music propped up before her. Her eyes are closed in concentration, her head swaying slightly. When she opens her eyes and sees Bishop watching her, there is a moment of surprise, followed by a wry smile and a "Well, look who's here" look.

45 INT. REHEARSAL ROOM - MORNING

Bishop smiles and enters the room. As he approaches her, our perspective on Liz changes, and we see that hidden behind the tall sheet music is the person actually playing: a 6-year-old child PRODIGY. When the prodigy sees Bishop, she stops, annoyed.

PRODIGY

Who's this?

LIZ

Sort of an old friend. You need to work on the D minor section. There's way too much rubato.

PRODIGY

I like the rubato.

LIZ

The victory of charm over content.

She smiles at Bishop. He puts on his most innocent look.

BISHOP

I'm against that.

Liz holds the look. If there isn't something between them now, there certainly once was. The prodigy realizes she has been usurped and looks sourly at Liz. Liz strokes an imaginary beard.

LIZ

"Practice, practice, practice."

The prodigy giggles and bounds out, like any other little kid.

BISHOP

You look...terrific.

LIZ

Thanks. You too. We're not getting back together.

BISHOP

I know. This is business.

LIZ

Oh Bishop, you don't have a business, you have a club. It's a boys' club. You have your little clubhouse, you probably have a secret handshake...

BISHOP

I need your help, Liz.

LIZ

I will not be dragged back into your world. I have a new group of gifted children now, and I like the fact that they're under 30.

BISHOP

There's a mathematician named Gunter Janek. Do you know him?

LIZ

I've read him. Now go away.

BISHOP

He's giving a master lecture at 3:30. I'll buy you dinner after.

LIZ

I am not going out with you!

BISHOP

It's not a date, dummy, I need someone to explain it to me!

LIZ

Read a book!

BISHOP

Liz, they found me.

That stops her.

BISHOP

The government found me.

LIZ

Oh my God...

BISHOP

They offered me a deal. I do this job, they clear my record. I can get my name back. I can stop running.

Liz is touched by the admission.

LIZ
Bishop, I will help you. You
will thank me. I will say you're
welcome, we'll exchange cards at
Christmas. But you and I are not
getting back together again.

BISHOP
Hey, don't flatter yourself.

LIZ
Pick me up at 3.

Bishop leaves the room and allows himself a tiny:

BISHOP
Yes.

CUT TO:

46 EXT. STANFORD UNIVERSITY - AFTERNOON 46

The NOTICE BOARD reads: STANFORD FORUM - 3:30 PM: DR.
GUNTER JANEK ON LARGE NUMBER THEORY

47 INT. STANFORD FORUM AUDITORIUM - AFTERNOON 47

DR. JANEK is lecturing, an overhead projector beside him,
and some very large numbers and impossible-looking
equations displayed behind him. He is in shadows, and he
drones.

DR. JANEK
With three linear equations in
three unknowns we proceed
analogously, multiplying the first
with a subset of the second, thus
reducing the algorithm to a system
of two equations in two unknowns.

Seated in the back of the room, Liz leans over to Bishop.

LIZ
This isn't about large number
theory. It's about cryptography.

Bishop acts as if this is news to him.

BISHOP
Really? You mean, like codes?

LIZ
I mean, like unbreakable codes.

This is news to Bishop. At the front of the room, Janek
continues to drone.

48 EXT. STANFORD FORUM AUDITORIUM - AFTERNOON

48

People are leaving the lecture. Some mill about. Janek is speaking to a small group. Bishop and Liz stand by near enough to hear.

DR. JANEK

...And the numbers are so unbelievably large that all the computers in the world could not break them down. But maybe -- perhaps! -- there is a shortcut.

LIZ

(whispers to
Bishop)

I'll bet you anything he's found it. And if he has, I really don't think you want to be getting involved in this. I'm going to get my coat.

*

Bishop nods. He wants to keep listening. Liz walks off.

DR. JANEK

...A hitherto unimagined shortcut hidden in the numbers that could unlock all their wonderful mysteries. Hidden right before our eyes.

MAN'S VOICE

Martin!

Bishop turns to see GREG, a tall and handsome man in an expensive suit, approaching. Greg speaks with a Russian accent.

GREG

Martin, how wonderful to see you.

BISHOP

Hello, Greg.

Greg links arms with Bishop and maneuvers him a few steps away.

GREG

Is it not fabulous? Today, I can in public come to learn your scientists' new secrets. Alas, I did not understand one bit what he talks about, but at least I don't skulk any --

(MORE)

GREG (Cont'd)
(dramatically)
Oh goodness! Can it be?
Elizabeth!

Liz rolls her eyes as he kisses her Slavically on both cheeks.

LIZ

Hello, Greg.

GREG

Elizabeth and Martin! My heart leaps like a gazelle to see you back together again.

LIZ

Tell it stop leaping. We're not back together.

GREG

What a pity. Wait! I have smashing idea.

He takes out a business card and writes on the back. (

GREG

Kiev String Quartet plays at Consulate Thursday night. You will be my guests.

BISHOP

Oh really, Greg, I wouldn't know how to repay you.

GREG

Martin, now that our countries are such good friends, perhaps you will finally be able to do occasional favor for me.

LIZ

Gregor, you are shameless.

He hands the card to Bishop.

GREG

I see you Thursday night.

Bishop turns the card over and reads it with interest.

GREG

Uh...new title: "Cultural Attache."

BISHOP

Unbelievable.

GREG

Last two years is been very confusing for people in my work.

He winks and walks off. Liz watches him go.

LIZ
I don't care what anybody says
about Glasnost, I wouldn't trust
that guy.

She turns back to see Bishop intently watching Janek.

BISHOP
Oh, Greg's okay. He's harmless.

LIZ
Bishop, listen to me. If I'm
right about what Janek is into,
it's no accident Greg is here, and
you're in over your head.

Bishop sees a straitlaced, middle-aged bun-haired WOMAN
whispering discreetly in Janek's ear from behind. Janek
appears uncomfortable and immediately starts leaving.

DR. JANEK
Uh, I must finish some work
tonight. It's due tomorrow...

Liz watches Bishop watch Janek go, leaving the Bun-Woman
behind.

LIZ
You're going to follow him, aren't
you?

Bishop turns to her. She knows him too well for him to
deny it.

BISHOP
I'm sorry. I --

LIZ
It's okay, I'll get a cab.

BISHOP
Can I call you?

LIZ
Just be careful.

Exit Liz.

CUT TO:

49 EXT. THE COOLIDGE INSTITUTE - NIGHT

Directly opposite the Coolidge Institute is a parking
garage. Bishop crosses the roof and enters the van which
is parked right on the edge, facing the Institute.

50 INT. SNEAKERS VAN - NIGHT

5

A video camera with a long lens is aimed out the one-way glass, manned by Crease and Carl. Whistler monitors audio.

BISHOP

He just got in the elevator, going up.

CARL

We'll be ready for him.

51 INT./EXT. JANEK'S OFFICE - THROUGH THE VIDEO LENS - NIGHT

5

We see Janek's office, dark.

BISHOP (V.O.)

How we doing with the audio?

WHISTLER (V.O.)

Good. Mother's pretty close.

The PICTURE PANS UP to a window washer's platform, suspended right above the window. There's Mother, hanging on for dear life.

CREASE (V.O.)

He's only got four safety belts on this time.

BISHOP (V.O.)

What, no parachute?

The PICTURE TILTS DOWN just in time to see the door open.

CARL (V.O.)

Okay. Entry! And lights on.

WHISTLER (V.O.)

Describe it.

CARL (V.O.)

It's like a workroom.

Due to a full-wall window, we can see everything. Janek has just entered, and closes the door behind him. Carl narrates for Whistler as he PANS.

CARL (V.O.)

A bench with a soldering gun, two spools of wire, a magnifying lamp...

WHISTLER (V.O.)

He's making something all right.

CARL (O.S.)

Then a desk...telephone, lamp,
answering machine, jar of pencils.
No little black box.

52 INT. VAN - NIGHT

BISHOP

It's got to be there somewhere.
What's he doing?

CARL

He's logging on to his computer.

Bishop takes Carl's place at the video camera's
viewfinder.

53 INT./EXT. JANEK'S OFFICE - POV THROUGH LENS - NIGHT

Janek sits at the keyboard. The screen greets him with a
request for his password.

BISHOP (V.O.)

Oh, this is nice. He's going to
type in his password and we've got
a clear shot.

He is just about to type when there is a KNOCK at the
door. Dr. Janek goes to the door and opens it. It is the
Bun-Woman. (We hear their muffled VOICES through Mother's
shotgun mic.)

DR. JANEK

Oh, Dr. Ryzhkov, good evening.

BUN-WOMAN

(Slavic accent)

Excuse me. Do you have a moment?

DR. JANEK

Yes, of course. Please come in.

54 INT. VAN - NIGHT

Bishop turns to Crease.

BISHOP

Let's get an ID on Ryzhkov. She
was at the lecture today. She
told him something, and then he
got all --

BUN-WOMAN (O.S)

Oh, Gunter!

We hear passionate SMOOCHING. The team stops short. They try to be cool as they move to the viewfinder.

BUN-WOMAN (O.S.)
Let's do what we did in Mexico City.

Bishop keeps watching.

BISHOP
Wow. I didn't know you could do that in Mexico City.

Crease chuckles.

CARL
Uh, Mr. Bishop, can I see?

BISHOP
Carl!

CREASE
Grow up.

Carl, chastened, backs off. Crease nudges Bishop who lets him have a look. He chuckles.

DR. JANEK (O.S.)
Elena, really, I must finish my work.

CREASE
Okay, back to business.

Crease moves away from the viewfinder so Bishop can see.

55 INT./EXT. JANEK'S OFFICE - VIDEO POV - NIGHT

Janek returns to the computer as Bun-Woman straightens her blouse.

BISHOP (V.O.)
Alright, here comes our password.

Janek is just about to type it in when Bun-Woman steps over to massage Janek's neck. He MOANS.

BISHOP (V.O.)
Oh, get out of the way...

55A INT VAN - NIGHT

Bishop backs away from the viewfinder.

BISHOP
I don't believe this.

He motions for Carl to take a look.

55B INT./EXT. JANEK'S OFFICE - VIDEO POV - NIGHT

55B

Janek is typing, but Bun-Woman is partially obscuring the monitor and keyboard.

BUN-WOMAN
I leave messages here on service,
but you do not call me.

DR. JANEK
I'm sorry, really...I've got this
work...

BUN-WOMAN
I give you something to work,
baby...

She starts to unbutton her blouse.

BISHOP (V.O.)
What's going on, Carl?

CARL (V.O.)
Uh, nothing.

But then, the Bun-Woman moves to the window and starts pulling the blinds closed.

CARL (V.O.)
No!

The blinds close.

56 INT. VAN - NIGHT

5

Carl is crestfallen.

CARL
I hate it when that happens.

Crease drapes a reassuring arm around Carl's shoulder as if to say "there, there."

CUT TO:

57 INT. SNEAKERS' LAIR - DAY

5

INSERT - VIDEO SCREEN

The SCENE from Janek's office. We hear the AUDIO only faintly.

BUN-WOMAN'S VOICE

"I leave messages here on service,
but you do not call me."

We see Bun-Woman partially obscure the monitor and Janek's fingers on the keyboard just as he starts to type in his password. The image FREEZES.

Bishop, Mother and Carl sit at the monitor, in a darkened section of the Lair, studying the image. Bishop replays the tape as Mother fiddles with some patch cords.

MOTHER

There might be a frame or two
where she doesn't block it.
Lemme blow it up.

Crease enters.

CREASE

Gentlemen.

BISHOP

Hey. So who's Ryzhkov?

CREASE

Visiting Professor from
Czechoslovakia, Senior Research
Fellow in...Astrophysics.

BISHOP

Bingo.

CREASE

Setec Astronomy. Whatever that
is.

They play the tape back.

BUN-WOMAN'S VOICE

"I leave messages here on service,
but you do not call me."

As Janek's fingers begin to type, Mother ENLARGES the image.

BISHOP

There!

He FREEZES the image. It is enlarged, but it is also less sharp, and we can barely make out Janek's fingers on the keyboard.

BISHOP
W - G -

CARL
I think it's the H.

BISHOP
Again.

Mother REWINDS it and REPLAYS it.

BUN-WOMAN'S VOICE
"I leave messages here on
service, but --"

Bishop FREEZES the tape.

MOTHER
Definitely W - G...is that a B or
a V?

Mother REWINDS it a bit and REPLAYS it.

BUN-WOMAN'S VOICE
"-- here on service, but you --"

The tape FREEZES. Crease, Bishop and Mother shake their heads in frustration, as they realize they'll never be able to figure out what keys Janek was typing.

BISHOP
She's in the way.

For a few moments, they sit there, dejected. Then:

WHISTLER
Uh, fellas? Janek's little black box is on his desk, between the pencil jar and the lamp.

They just stare at him.

MOTHER
Whistler, I don't know how to tell you this, but...you're blind.

WHISTLER
Play the tape back again.

MOTHER
You can't see anything.

WHISTLER
Don't look. Listen.

They PLAY it again.

BUN-WOMAN'S VOICE

"I leave messages here on service
-- "

BISHOP

He's got a service.

Mother ENLARGES the frame. We see that between the phone and the calculator is: an ANSWERING MACHINE.

WHISTLER

What's he need an answering machine for?

CUT TO:

58 INT. COOLIDGE INSTITUTE LOBBY - DAY

The Guard is arguing with a messenger about a delivery: it's Carl dressed in dark green uniform, jeans and satin jacket.

(During this exchange, a few exiting employees stop by the Guard's desk and open their briefcases for inspection.)

CARL

Well, just wait. I've got the invoice here somewhere...

Bishop strides up to the Guard.

BISHOP

My wife was supposed to drop a cake off here. Has she been by yet?

GUARD

What cake? There's no cake here.

BISHOP

Damn. We're having a surprise party for Marge on the second floor --

Outside, a car HONKS.

BISHOP

There she is. Late as usual.

He bounds out the door. Carl turns back to the Guard.

CARL

Okay. It says right here I'm supposed to deliver 36 boxes of Liquid Drano to this address.

GUARD

I don't care what that says.
You're not on the list, so you're
not getting in.

CARL

Please, sir, I could lose my job.

GUARD

Not my problem, kid. Now beat it.

Bishop approaches, carrying a large cake box festooned
with colored balloons.

BISHOP

Sorry. I can't reach my card.

CARL

(upping the
stakes)

How about I just dump the damn
Drano in your lobby?

BISHOP

Can you pop the buzzer for me?

The Guard hits the buzzer, and Bishop walks through the
door.

BISHOP

Thanks. I'll save you a piece of
cake.

Bishop is feeling very pleased as he passes into the
corridor.

59
thru
61

OMITTED

ti

62 INT. HOOVER INSTITUTE - 4TH FLOOR CORRIDOR - DAY

Bishop emerges from an elevator, drops the cake box and
balloons into a trash can, and walks confidently toward
Janek's office, pulling out his lock-picking burglar
tools.

But when he gets to Janek's door, he stops short. No
lock. No keyhole. Just a shiny, new ELECTRONIC KEYPAD.
He whispers into his lapel mic:

BISHOP

Anybody know how to beat an
electronic keypad?

63 INT. VAN - DAY

6

Crease leans into Whistler's headset.

CREASE

Don't even joke about that,
Martin. Those things are
impossible.

BISHOP (V.O.)

Does it sound like I'm joking?
It looks like they just put 'em
in.

CREASE

Oh, boy.

Crease starts opening manuals.

BISHOP (V.O.)

There's gotta be a way around
these things, Crease. Come on!

Crease is still looking, but he doesn't appear
optimistic. Then:

CREASE

Okay. This might work.

64
thru
67 OMITTED

6
thr
6

68 INT./EXT. JANEK'S DOOR - COOLIDGE INSTITUTE - DAY

Bishop listens intently to his earpiece, nodding at the
lengthy instructions.

BISHOP

Uh-huh...uh-huh...yeah...above
the?...uh-huh...yeah...right.

(sighs)

Okay, I'll give it a shot.

He looks up and down the hall, takes a deep breath, and
gives the door a mighty kick. It opens cleanly.

BISHOP

(into lapel mic)

That worked.

He enters the office, and closes the door behind him.

69 INT. JANEK'S OFFICE - DAY

Without turning the lights on, Bishop moves right for the desk. There's the answering machine. It's not even hooked up to the phone. Slowly, he lifts the facing off it. Inside is a BLACK BOX, with sinister-looking ridges. What is this thing?

He gently puts the top back in place, and places it in his briefcase.

BISHOP
(into lapel mic)
We got it.

Just then, the lights flare on. Bishop spins and finds himself face to face with -- Dr. Elena Ryzhkov, Janek's middle-aged Bun-Woman!

Each practically jumps in fright, but Bishop is the faster at regaining his cool. In one motion he clamps a hand across her mouth, hauls her inside the office, and closes the door.

Poor Elena is terrified.

BISHOP
Okay, I'm going to remove my hand now. Please do not scream. I promise nothing will happen to you. Okay?

She nods. He carefully removes his hand from her mouth.

ELENA
Who -- who are you?

Bishop is desperately trying to think of a cover story.

70 INT. VAN - DAY

Crease and Whistler are also trying to think of one.

CREASE
(to Whistler)
He's a P.I.!

WHISTLER
(into headset)
You're a private investigator!

71 INT. JANEK'S OFFICE - DAY

BISHOP
(real cool)
I'm a private investigator.

ELENA
But...why? Who hired you?

Again, Bishop has to think of something fast. He does.

BISHOP
Mrs. Janek!

Elena looks very suspicious.

ELENA
There is no Mrs. Janek.

72 INT. VAN - DAY

Crease grimaces at this bad news. Whistler shakes his head.

WHISTLER
You got us stumped.

73 INT. JANEK'S OFFICE - DAY

But Bishop isn't giving up. He snorts cockily.

BISHOP
Yeah? Who do you think paid for
your little love jaunt...to Mexico
City?

Elena blanches and sinks into the couch. That got to her.

74 INT. VAN - DAY

Crease and Whistler are impressed.

WHISTLER
(to Crease)
That was good.

BISHOP (V.O.)
Velma Janek lives in Montreal
where she manages her family's
real estate holdings. She
supports Gunter, but suspected he
was cheating on her. That's when
she hired me.

Whistler and Crease are nodding in appreciation. This is good.

ELENA (V.O.)
Dirty, two-timing bastard liar!
I'll kill him!

This is bad.

CREASE AND WHISTLER
(in unison)
Oh shit.

75 INT. JANEK'S OFFICE - DAY

She starts to go for the door. Bishop stops her.

BISHOP

No! Stop it! Get a hold of yourself, Dr. Ryzhkov!

He shakes her. She calms down.

BISHOP

You must never tell him you know. Never! You weren't here. We didn't talk. You know nothing about a wife.

ELENA

Ha! Give me one good reason why.

BISHOP

All right, I'll give you one.
(stalling)
I'll give you a really good reason.

76 INT. VAN - DAY

Whistler and Crease think furiously. Crease is first to think of one and blurts it into Whistler's mic.

CREASE

It's just what she would want!!!

77 INT. JANEK'S OFFICE - DAY

BISHOP

It's just what she'd want you to do.

ELENA

I don't understand.

BISHOP

Yeah, sometimes I don't either.

(then he gets it)

Look, I could lose my license for this, but...my client is a bitter, vindictive woman. She's withheld her marital favors from Gunter for many years. Now she's out to ruin him.

78 INT. VAN - DAY

WHISTLER

She's using you to get to her.

79 INT. JANEK'S OFFICE - DAY

BISHOP

She's using y--me to get to her--you! I know it's confusing, but don't you see, Elena...you and me, we're just pawns in this ugly little game.

80 INT. VAN - DAY

CREASE

If you love him...

81 INT. JANEK'S OFFICE - DAY

BISHOP

If you love him...if you really love him, just keep on loving him. Never let him know that you know what he thinks you don't know you know. You know?

She is teary-eyed, and completely under his spell.

82 INT. VAN - DAY

WHISTLER

(with an impish grin)

Give him head whenever he wants...

83 INT. JANEK'S OFFICE - DAY

Bishop's eyes register that he heard that.

BISHOP

Give -- uh, be a... beacon in his sad, sad life. Will you do that for Gunter?

ELENA

(very moved)

Yes. Yes, I will.

BISHOP

Good.

(mock tough guy)

Now get out of here.

She wipes away a tear, kisses Bishop on the cheek, and hurries from the room. Bishop allows himself a giant sigh of relief, then snarls into his lapel mic:

BISHOP

Give him head?

84 INT. VAN - DAY

Crease and Whistler are hysterical with laughter.

WHISTLER

Be a beacon?

CUT TO:

85 INT. COOLIDGE INSTITUTE LOBBY - DAY

Bishop exits the elevator, briefcase at his side, and walks past the Guard. He nods to the Guard as he passes.

GUARD

Excuse me! Your briefcase.

Bishop stops.

BISHOP

I'm sorry?

GUARD

Open the briefcase.

Bishop goes to the Guard, places the briefcase on the table and opens it. There is no black box inside.

As the guard looks it over, a MAILROOM PERSON pushes a large canvas mail cart into the lobby.

MAILROOM PERSON

Any outgoing, Dave?

GUARD

Not tonight.

(to Bishop)

Okay, thanks.

Bishop closes the briefcase, and as the mailroom cart is wheeled out of the building, we see that right on top of the other mail is a Federal Express mailer addressed to: Martin Bishop.

CUT TO:

86 INT. LAIR - RECEPTION AREA - DAY

The elevator door opens to reveal a Federal Express MESSENGER holding a clipboard and the wrapped parcel.

MESSENGER
Federal Express for Martin Bishop.

Bishop signs for it happily.

BISHOP
"When it absolutely, positively
has to be there overnight."

MESSENGER
Yeah.

CUT TO:

87 INT. SNEAKERS' LAIR - NIGHT

The lair is decorated for a party: streamers, balloons, a table laden with takeout Chinese and Champagne. In the background, the lights of San Francisco and the Bay Bridge twinkle merrily.

The Sneakers are all there, along with Crease, his WIFE and 5-year-old DAUGHTER.

Mother is hugging Liz.

MOTHER
Oh, Liz! We are so glad you two
are getting back together again.

LIZ & BISHOP
(ad-libbed
version of:)
We're not getting back together
again.

LATER

Whistler wears dark glasses as he plays weird, "Star Wars Cantina" MUSIC on his computer, while Mother dances goofily for the amusement of Crease's daughter. Carl and Bishop carry food to the buffet table.

Warm laughter.

CARL

And I want deep romantic love with
a beautiful woman who will melt
the first time our eyes meet.

BISHOP

We're not getting paid that much,
Carl.

CARL

Someone like Liz.

Liz is touched.

BISHOP

We're definitely not getting that
much.

Liz belts his shoulder. There is fun-filled, carefree
laughter.

BISHOP

Whistler, what do you want most?

WHISTLER

Peace on Earth. Goodwill toward
men.

BISHOP

Hear hear.

They raise their glasses for that. Mother notices
Crease's daughter picking up Janek's box. He rescues it
from her.

MOTHER

Whoa, sweetie, really bad idea.
Can you say "KGB"?

He carries her away.

LATER

Bishop and Liz are playing Scrabble against the Creases.
She writes down her score as he reaches around her to get
new tiles. The physical proximity stops them for a
second. At the workbench Whistler has taken the facing
off the box, exposing the insides, and is feeling an input
jack.

WHISTLER

What does it say where this is?

CARL

(turns on lamp)

"System out."

CREASE

Guys, I really think you ought to leave that thing alone.

WHISTLER

Yeah, I just want to see something.

CARL

Setec: Secret,
Extra-Terrestrial...

WHISTLER

-- Earthling Counter. Ooooooh.

MOTHER

Don't joke about that, fellas.
The NSA probably is in touch with
UFO's.

BISHOP AND LIZ

are still at the Scrabble table. But Bishop seems preoccupied with something. He distractedly mumbles something.

LIZ

What?

BISHOP

(distant)

Setec Astronomy.

LIZ

I love it when a man says that to me.

BISHOP

"Setec" doesn't mean anything.
Excuse me.

He starts pulling out tiles to spell SETEC ASTRONOMY. He stares at the letters. Liz and Crease exchange a puzzled look.

WHISTLER

suddenly looks serious. He motions for Carl.

WHISTLER

Get me some cable and the I-O
interface.

Carl starts gathering material.

BISHOP

is rearranging the letters and forms MONTEREYS COAST.

BISHOP
"Monterey's coast" mean anything
to you guys?

MOTHER
No.

CREASE
No.

Bishop keeps rearranging the letters.

WHISTLER

WHISTLER
Carl, get the Diagnostics.
Mother?

MOTHER
Yo!

Mother joins Whistler and Carl.

BISHOP AND LIZ

now both work on it. They spell out MY SOCRATES NOTES.

LIZ
How about "My Socrates notes"?
Everyone shakes their heads no.

TIGHT ON SCRABBLE LETTERS

They spell out COOTYS RAT SEMEN.

BISHOP AND LIZ

shake their heads no. The lair is quieter now; the stereo
has been turned off.

WHISTLER'S WORKBENCH

The box is hooked up to a small computer. As Mother
attaches a probe to parts of the opened box, different

pages of data appear on the screen. Whistler has inserted his left hand into a small electronic box which translates what's on the CRT into Braille.

The image of the computer screen is reflected in Whistler's dark glasses.

WHISTLER

Holy cow. Do that again.

Mother touches the probe to a CHIP that looks different from the others; it's larger, black and shiny. Whistler reads the Braille printout, sits back, and thinks.

BISHOP

is all intensity. A MUSIC CUE tells us he's about to figure out the anagram. We hear the CLICK-CLICK of Scrabble tiles.

CLOSE ON SCRABBLE TILES

He makes some final moves and spells: TOO MANY SECRETS.

BISHOP

BISHOP

"Too many secrets"...

WHISTLER

His super-sensitive ears heard that. He raises his head sharply. That makes sense.

WHISTLER

I think you'd better come here,
Bish.

MASTER

Bishop and Liz go over to Whistler's workbench.

WHISTLER

Carl, you got your little book?

CARL

Yeah.

WHISTLER

Give me the number for something
impossible to access.

CARL

(excited)

Federal Reserve Transfer Node in
Culpepper, Virginia. \$900 billion
a day goes through there.

WHISTLER

That'll do.

Carl dials the number on the modem.

CARL

You won't get in. It's encrypted.

We hear the modem connect, and we see the screen come to life. It's full of garbled, encrypted letters, numbers and symbols.

CARL

See?

WHISTLER

Mother. That last contact.

Mother touches the probe to the shiny chip in Janek's box. The screen's garbled characters FLASH through thousands of permutations in seconds -- so fast that it's just a BLUR.

Soon, some of the characters have stopped changing and are forming recognizable combinations of letters. Now, some complete words. Now, more. Now, most of the screen is decrepited. Two final words keep changing...one finishes ...then the other.

The entire screen has been DECRYPTED. It asks for our request.

WHISTLER

Anybody want to shut down the Federal Reserve?

LIZ

Oh my God.

Carl dials another number.

CARL

National Power Grid.

BISHOP

Don't.

CREASE

What are you doing?

A GARBLED SCREEN appears.

WHISTLER

Mother.

Mother makes the connection. The garbled information DE-GARBLES.

WHISTLER

Anybody want to black out North America?

BISHOP

Don't screw around with this,
guys.

Crease gets up and starts to cross toward them.

CARL
(dialing)
Air Traffic Control System.

MOTHER
How is this possible?

LIZ
Cryptography systems are based on
mathematical problems so complex
they can't be solved without a
key.

The screen appears GARBLED.

BISHOP
Janek must have discovered a way
to solve those problems without
the key, and he hard-wired it into
that chip.

The screen is DE-GARBLED.

CREASE
All right, turn it off.

WHISTLER
Anybody want to crash a couple of
passenger jets?

CREASE
I said: turn it off!

Mother obeys. Everyone is awed at the power of this
device.

CARL
So it's a code-breaker.

BISHOP
No. It's the code-breaker. No
more secrets.

Crease turns to his wife and gives her some car keys.

CREASE
Honey, you and Melissa go home.

She eyes him questioningly. He nods. She takes the keys.

MRS. CREASE
Good night everybody.

They mumble their ad-libbed good nights and exit.

CREASE
What time's the hand-off?

BISHOP

Nine AM.

CREASE

Well, between now and then we're going to institute some security around here.

Crease opens his locker, withdraws a REVOLVER and loads it. Liz gets her purse and turns to Bishop.

LIZ

Oooh, this is where I get off.

CREASE

Don't take this personally, Liz. But you were the only one who knew Martin's secret. And somebody talked. So make yourself comfortable. We're all staying right here tonight.

LIZ

Come on, Crease, chill out.

CREASE

I'll chill when we get that damn thing out of here! Till then, you stay!

She turns to Bishop, who is looking at her slightly suspiciously.

LIZ

(to Bishop)

Thanks for the trust, fellas.

She walks off. Bishop turns to Crease questioningly.

BISHOP

What.

CREASE

There isn't a government on this planet that wouldn't kill us all for that thing.

DISSOLVE TO:

88
thru
89

OMITTED

8
thr
8

90 INT. SNEAKERS' LAIR - LATER THAT NIGHT

Everyone is asleep, on couches, on the floor, wherever. Only Crease is awake, sitting, sipping coffee with his revolver on the table beside him, his eyes alertly scanning the room.

DISSOLVE TO:

91 INT. SNEAKERS' LAIR - MORNING

Liz gets her coat.

LIZ

Well, I really enjoyed sleeping with all you guys. Don't call me, okay?

She walks off. Bishop calls after her.

BISHOP

Hey Liz, I'm sorry, I --

LIZ

I hope your little hand-off goes well. I'd hate for you to have something new to run from.

Lost cause. She keeps going. Crease puts Janek's box in a battered aluminum case and shuts it.

CUT TO:

92 EXT. PLAZA - MORNING

Bishop and Crease drive up and park, and quickly spot Gordon and Wallace sitting at a table nearest the small structure where the food is prepared. Bishop takes the aluminum case and walks over to Wallace and Gordon.

GORDON

Good morning.

BISHOP

Hi.

GORDON

Any problems?

BISHOP

Nope.

GORDON
Want a cappuccino?

BISHOP
No.

Bishop hands him the case. Gordon opens Bishop's aluminum case to inspect the box, and turns pleasantly to Wallace.

GORDON
You got his check?

93 INT. BISHOP'S CAR - DAY

Crease is skimming a newspaper, and freezes when he sees: a below-the-fold article headlined "MATHEMATICIAN KILLED; Murder, Arson Suspected." Below it is a picture of Dr. Gunter Janek.

Crease looks up toward Bishop and the two NSA agents with alarm.

94 EXT. PLAZA - DAY

Gordon is examining Janek's box, while Wallace opens a briefcase.

CREASE (O.S.)
Hey Martin! Phone.

Bishop turns to see Crease holding up the car phone.

BISHOP
Yeah, one minute!

CREASE
It's -- your -- Mother!

Crease looks serious. Something's wrong here, but Bishop doesn't know what. He turns back and notices that the people who had been in the plaza when he entered are no longer there. Wallace's hand is in his briefcase.

BISHOP
She's...very old. Excuse me.

Gordon nods. Bishop turns and walks toward the car. His back is to Gordon and Wallace, and the look on his face shows he is getting increasingly uneasy. As he gets to the car, he sees Crease standing by the passenger door, wearing a phony smile.

CREASE
Get in the car.

BISHOP
What?

CREASE
(not moving his
lips)
Get in the car.

Bishop looks over at Gordon and Wallace, who are starting to walk toward him.

CREASE

On my signal.

BISHOP

I didn't get the money.

CREASE

Now.

Crease jumps in the car. Bishop does too, and floors it.

95 INT. CAR - DAY

They careen at very high speed through the streets.

BISHOP

What the hell are we doing? I
didn't get the money!

Crease holds the newspaper up so Bishop can see it as he drives.

CREASE

Janek's dead.

BISHOP

(stunned)
They killed him.

CREASE

The NSA doesn't kill people,
Marty. Who were they?

BISHOP

You said it last night. There
isn't a government on earth that
wouldn't kill for that thing.

CREASE

Not ours! Who were those guys?

BISHOP

There's one way to find out.

He jams the car into a tight turn and they speed off.

96 EXT. DOWNTOWN OAKLAND - DAY

Bishop turns a corner and screeches to a stop in front of the abandoned newsstand. He and Crease get out of the car. Then Bishop stops. Shocked. The Federal Building is no longer there.

Bishop looks around, disoriented. There's the newsstand. The scaffolding and boards are still there, but where the building used to be is only rubble.

DERELICT (O.S.)

They took away my home.

Bishop sees the Derelict crouched against the newsstand.

DERELICT

Help me out? The government took
away my home.

BISHOP

My God...

CUT TO:

97 INT. SNEAKERS' LAIR - DAY

Rain beats on the windows. Bishop sits by a window,
pondering something he holds in his hand. Carl tears
through phone books. Crease is on a phone.

CREASE

(into phone)

Don't tell me you can't do it,
because I know you can, and don't
tell me you won't do it because
I've got to have it.

(pause)

Damnit, I need to know, and I need
to know now!

Mother bursts in, his raincoat dripping wet.

MOTHER

The building's been scheduled for
demolition since August. It's
been vacant for a month.

Carl slams the phone books shut.

CARL

The NSA never had an office in San
Francisco.

CREASE

(softly, into
phone)

Oh God. Yeah, thanks.

(hangs up)

Janek's grant was from the NSA.

MOTHER

Oh no...oh no...

Crease picks up the phone and hurls it onto the floor.

CREASE

How could you be so goddamn stupid? Two guys show up, say they're government, and you just buy it?

WHISTLER

They probably were government...
(pause)
...but not ours.

There is silence as everyone figures it out. We now see what Bishop has been so carefully eyeing: Greg's card from the Russian Consulate.

BISHOP

Everybody, pack up whatever you can. You're getting out of here.

Mother and Carl start to furiously unplug equipment. Bishop retrieves Crease's pistol from the locker.

CREASE

What do you think you're doing?

BISHOP

I'm going to hear some music.

CUT TO:

98 INT. RUSSIAN CONSULATE - BALLROOM - NIGHT

9

The KIEV STRING QUARTET plays passionate Russian chamber music for a tuxedo-ed AUDIENCE of San Francisco's elite, and assorted members of the DIPLOMATIC COMMUNITY. In the last row sits Greg with a stunning young blonde woman. (There are two empty seats on his other side.) Greg smiles with eyes closed in rapt attention to the music. Suddenly, his eyes pop open.

BISHOP (O.S.)

(whisper)

Keep smiling.

Bishop has sidled into the vacant seat next to Greg. Greg looks down and sees the end of a gun pressed into his ribs, protruding from Bishop's overcoat sleeve.

BISHOP

Excuse yourself.

GREG

Martin, have you lost your mind?

He HEARS the cock of the gun. Greg turns sweetly to the blonde.

GREG

Darling, would you excuse me for a moment?

Greg and Bishop rise and exit the ballroom.

99 INT. RUSSIAN CONSULATE - HALLWAY - NIGHT

They step into a deserted hallway, the MUSIC wafting behind them.

BISHOP

You will give me back Janek's box.

GREG

Give it back? Martin, we don't have it. You must believe me.

BISHOP

No. You used me, now you're setting me up to take the fall. So I do not believe you.

Greg leans in seriously.

GREG

My friend: We had nothing to do with this Janek business. Not for lack of trying, mind you. Your codes are entirely different from ours. We've never had any luck at breaking them. So Lord knows I wanted that box, but we did not take it.

BISHOP

Then who did?

GREG

(whispers)

What I will tell you now...I cannot tell you in this building. Do you understand? Come.

Bishop hesitates.

GREG

Martin...you must trust me.

Bishop thinks for a moment, then follows Greg out.

CUT TO:

- 100 OMITTED 10
- 101 EXT. SAN FRANCISCO - NIGHT 10
- Greg's black limo cruises through the rainy streets of San Francisco.
- 102 INT. LIMO - NIGHT 10
- Greg opens up one of two large leather photo albums which are full of men's photographs and bios.

GREG

Him?

BISHOP

No.

GREG

(to chauffeur)

Prayekhai neemnozhka.

(to Bishop)

Whoever set you up is very clever. Everyone will assume my government is behind it, and no one will believe our denials. We deny everything.

Greg shows a page to Bishop, his hands covering all but one photograph which shows a middle-aged man leaving a building.

GREG

Him?

Bishop shakes his head no. Greg keeps leafing through the book. He shakes his head sadly.

GREG

I'm afraid these books are not as current as they used to be.

BISHOP

You still keep tabs on all our agents?

He puts the book down and picks up the other.

GREG

These are just the ones we thought we could turn. You know, sexual problems, financial troubles. Then we had financial troubles.

He finds another photo and shows it to Bishop. It's Wallace.

BISHOP

That's the older guy.

Greg takes the book back and reads the legend.

GREG

A loathsome man named Buddy DeVries, a/k/a Buddy Weber, Buddy Wallace --

BISHOP

Wallace. That's him.

GREG

We tried to recruit him in '83.

(reads from the book)

Drinking problem, married three times, left NSA four years ago... oh my.

BISHOP

What.

Greg closes the book and sighs.

GREG

You disappeared once before, my friend. I suggest you do it again.

BISHOP

Why? Who's he working for?

Before Greg can answer, they hear a SIREN. An UNMARKED CAR is pulling behind them, portable red light FLASHING.

Greg takes the two volumes and shoves them into a small combination safe below the seat.

GREG

Your FBI is such a pain in the ass.

(to chauffeur)

Astanoveetyes neemledyena.

The driver obeys by pulling the limo over and stopping. They are inside a tunnel.

BISHOP

Who is Wallace working for?

GREG

Martin: I can offer you asylum inside this car. Technically, it's part of Consulate. Do you wish our protection?

BISHOP

What? Who is Wallace working for?

A MAN knocks on the window beside Greg.

FBI AGENT

Mr. Bishop, my name is Special Agent Strauchs, FBI. Please step out of the vehicle.

GREG

Do you wish our protection?

Bishop is trying to figure out the angles.

FBI AGENT

Mr. Bishop, get out of the vehicle now.

Bishop gets out of the car. Greg looks sad.

GREG

You won't know who to trust.

103
thru OMITTED
104

1
th
1

105 EXT. LIMO - NIGHT

1

Two FBI AGENTS spin Bishop around onto Greg's opened door, and frisk him. One finds the pistol and holds it out to Agent Strauchs.

AGENT STRAUCHS

Is it loaded?

Bishop nods yes. Suddenly, one agent grabs Bishop from behind and immobilizes him.

Strauchs calmly puts a glove on his right hand and takes the gun. He looks at Bishop, and then thrusts the gun inside the limo at Greg, who looks up with curiosity.

EXT. WIDE SHOT

We hear a gunshot. The driver dashes out of the car, Strauchs takes aim, and shoots him down. (

BACK TO BISHOP

Bishop's eyes are full of terror as Strauchs turns to face him. But instead of shooting him, Strauchs carefully places the gun on the sidewalk by the car, then straightens up and smiles. (

AGENT STRAUCHS

Too many secrets.

Strauchs looks over Bishop's shoulder. Bishop spins just in time to see Wallace -- a/k/a DeVries -- loom up from behind and SLUG him over the head with the butt of a gun.

CUT TO:

106 INT. TRUNK - NIGHT

It is pitch black in here. We heard SOUNDS that we cannot identify. It is only when Bishop lights a match that we can see he is in the trunk of a car, being buffeted about as the car makes a series of turns. He tenderly feels the back of his head. The sound of the road changes. One severe turn throws him so forcefully that his match goes out.

107 EXT. DESERTED HIGHWAY - NIGHT

The car makes a complete 360-degree TURN, then speeds off.

108 INT. TRUNK - NIGHT

Bishop manages to light another match and looks around the trunk for a clue -- anything -- but finds nothing. Outside, he hears a high-pitched CHATTERING noise. It sounds like a cocktail party.

The noise passes. The match goes out. Then, we hear a motorized door open, like a loading dock. The car goes over a bump and squeals to a stop. Car doors open and close. Footsteps echo; we are indoors. We hear muffled voices. The trunk is opened.

A fiercely bright LIGHT blinds Bishop. His hands cover his eyes.

WALLACE

What're you doing up?

Once again, Wallace slams the butt of his gun against Bishop's head, knocking him out.

CUT TO BLACK.

FADE IN:

109 INT. PLAYTRONICS COMPUTER ROOM - NIGHT

The room is dark and shadowed. Glowing brightly in the background is a glassed-in area enclosing a CRAY -- the world's most powerful super-computer. Four feet wide, six

feet tall, it is a hollow semi-circle of gold and green panels, surrounded by a curved bench of black vinyl.

In the foreground, propped up on a chair in the middle of the dark room is Bishop. Unconscious.

Suddenly, in extreme closeup, we see the face of a MAN standing in deep shadow looking intently at Bishop. He leans forward, and with surprising tenderness runs a damp handkerchief across Bishop's brow. Bishop blinks to, and tries to focus.

MAN

Pain?

Bishop nods. He tries to focus on the man's face, but his features are too shadowed to discern.

In the man's left hand is a bottle of aspirin. He taps out two tablets.

MAN

Try aspirin.

Then he holds out two closed fists for Bishop to choose from.

Bishop is stunned.

BISHOP

Cosmo.

The man leans into the light and smiles. He opens his fists: they both hold aspirin.

COSMO

I'm sorry if he hurt you. I'm afraid Wallace doesn't like you very much.

Cosmo offers him now the aspirin and a glass of water.

Bishop has no idea what's going on here.

BISHOP

You should check that guy for rabies.

COSMO

Rabies occurs only in warm-blooded animals.

He smiles. Bishop smiles, too. He cannot believe he is seeing his old friend again.

COSMO

Anyway, I couldn't have you talking to the Russians. Five years ago, yes, we could trust them not to go running to the FBI, and if they did, we could trust the FBI not to believe them. Today...we can't trust anybody.

BISHOP

Cosmo, what the hell is this? What happened?

COSMO

The world changed on us, Marty. And without our help.

BISHOP

What happened?

After a reflective beat for old times' sake, Cosmo picks up the conversation as if twenty years had not passed.

COSMO

There I was in prison, and one day I help a couple of nice older gentlemen make some free telephone calls. They turn out to be -- let us say -- good family men.

BISHOP

Organized crime?

COSMO

Don't kid yourself, it's not that organized. Anyway, they arrange for me to get an "early release" from my unfortunate incarceration. And I begin to perform a variety of services.

He types a few instructions into the computer, and we see a brokerage-style DISPLAY BOARD above him light up.

COSMO

For starters, I reorganize their entire financial operation -- budgets, payroll, money laundering, you name it. And the whole network is protected by a very powerful encryption system, so the Government cannot read it.

BISHOP

But if the Feds get Janek's box...

COSMO

(nods)

Disaster. Therefore, we must have it.

BISHOP

To protect the organization.

COSMO

Yes.

BISHOP

No. I don't buy it. I know you.

Cosmo starts to smile. He whispers.

COSMO

God, it's good to see you.

He puts a silencing finger to his lips and points at the ceiling. Then he beckons Bishop to follow him into the glass-enclosed area where the Cray sits.

110 INT. GLASS CRAY ROOM - NIGHT

COSMO

We were going to change the world, Marty, remember? Did you ever get around to actually doing it? No? Well, I think I can.

BISHOP

Really.

COSMO

Yes. What's wrong with this country, hmm? Money. You taught me that. Evil defense contractors had it...noble causes did not. Politicians are bought and sold like so much chattel. Our problems multiply -- pollution, crime, drugs, poverty, disease, hunger, despair. We throw gobs of money at them, but the problems always get worse. Why is that? Because money's most powerful ability is to allow bad people to continue doing bad things at the expense of those who don't have it.

BISHOP

I agree. And who did you say you were working for?

COSMO

Oh, that's just my day job.
Listen: when I was in prison I
learned that everything in our
world -- including money --
operates not on reality, but on
the perception of reality.

COSMO

Posit: People think a bank might
be financially shaky.

BISHOP

Consequence: They start to
withdraw their money.

COSMO

Result: Pretty soon it is
financially shaky.

BISHOP

Conclusion: You can make banks
fail.

Cosmo hits an imaginary "wrong answer" buzzer.

COSMO

Bzzz. I've already done that.
Maybe you've read about a few.
Think bigger.

BISHOP

The stock market.

COSMO

Yes. And commodities markets, and
currency markets.

BISHOP

Small countries?

Cosmo smiles knowingly.

COSMO

Perhaps. I might even be able to
crash the whole damn system,
destroy all records of ownership.
Think of it, Marty: no more rich
people, no more poor people.
Everybody's the same.

BISHOP

You haven't gone crazy on me,
Cosmo, have you?

COSMO

Who else is going to change the
world, Marty...Greenpeace?

They share a good laugh. Then:

BISHOP

You are crazy.

Cosmo's eyes darken. Without a word, he gets up and exits the glass room, leaving Bishop inside. Cosmo goes to his keyboard and starts typing.

111 INT. COMPUTER ROOM - NIGHT

11

Stung, Cosmo opens the glass door, and steps back into the main room. He speaks loudly enough for any eavesdroppers to hear him.

COSMO

Tomorrow, they will retrieve your fingerprints from the gun that killed a Russian consular officer. The following day, those prints will be run through an FBI computer, and they will come up with a name: Martin Brice. My old and good friend who promised
(MORE)

COSMO (Cont'd)
me we would not get in
trouble...and who, I might add,
did not. Then, they will check
this database in Washington,
D.C...

On a computer screen we see names and criminal records. (

COSMO
...which I am now able to access
thanks to you.

We see Brice's name and record appear.

COSMO
Of course, no one knows where
Martin Brice is, do they? But
what if this indicated...an alias?

He types in "a/k/a MARTIN BISHOP". His finger is poised
over the "SEND" button.

BISHOP
Don't do it, Cosmo.

COSMO
Pain? (

Bishop nods yes.

COSMO
Try prison.

Cosmo hits "SEND" and looks up at him with dead, cold
eyes.

COSMO
No more secrets, Marty. Ciao.

Cosmo nods to someone behind Bishop. Bishop turns to see
Gordon step up and slip a forearm-against-throat chokehold
on him.

GORDON
Just relax.

Gordon applies a moment of pressure, and Bishop collapses
to the floor, out cold.

CUT TO:

112 EXT. TENDERLOIN - PRE-DAWN

Gordon's car pulls up to a deserted Skid Row corner, and a
blindfolded Bishop is tossed out the back by Wallace. 1

The car speeds off, leaving Bishop sprawled on the curb.

Hampered by aches and pains, Bishop pulls himself up, surveys his surroundings, and limps off.

113 OMITTED

11

114 INT. CONDO BUILDING - DAY

11

A door opens, revealing Liz. She is stunned at his appearance.

BISHOP

I'm sorry...

She helps him inside and over to the couch.

BISHOP

I'm sorry.

LIZ

The paper said Greg was killed.
I called your number, and someone
answered. I didn't recognize the
voice.

Bishop is unhappy to hear that.

BISHOP

That son of a bitch.

He picks up the phone and dials.

LIZ

What are you doing here, Bishop?

Bishop takes a breath, and starts telling a story.

BISHOP

This guy comes home from work
early. Unexpectedly. He goes
upstairs and finds his wife in
bed. He opens his closet and sees
his partner -- just standing
there, hiding, wearing his
bathrobe. The guy looks at his
wife...looks at his partner hiding
in there...and he says "Shmuel!
What are you doing here?" And
Shmuel says..."Everybody's got to
be somewhere."

Liz isn't sure if she should laugh or cry. She laughs.

BISHOP

I can't do it alone, Liz.

She nods. He picks up the phone and dials.

He speaks into the phone without taking his eyes off Liz.

BISHOP

We need to meet.

He looks at her. She holds his gaze.

CUT TO:

115 INT. LIZ'S APARTMENT - AFTERNOON

1:

A tasteful CONDO. An Alessi bowl on a polished marble coffee table, cut flowers, Wassily chairs, and a 19" Proton TV. Liz attends to Bishop's wounds while the team watches CNN.

A file photo of Greg is CHROMAKEYED beside the ANCHORPERSON.

ANCHORPERSON

...The FBI says fingerprints found in the Embassy car match those taken from the office of a government researcher found murdered earlier this week in Palo Alto. The connection was made after a Bay Area radio station received an anonymous tip linking the two killings.

Bishop shuts off the TV with the remote. He's steaming.

BISHOP

Yeah, I bet it was anonymous.
That son of a bitch...

LIZ

Try to relax.

CREASE

All right. It's time we call the authorities.

MOTHER

Oh, brilliant. We're accessories to espionage and murder.

CREASE

All the more reason to turn ourselves in now, while we can still cut a deal.

MOTHER

With what? We got bupkus! We turn ourselves in, we get twenty years in the electric chair.

CREASE

(thunders)

You think I like it?!? I've got a family, goddamnit! But -- we -- have -- no -- other -- choice!

BISHOP

Yes we do.

All eyes turn to him.

BISHOP

We make the call. But we make it our way. Unload the van.

CUT TO:

116 INT. LIZ'S APT. - DAY (LATER)

1:

What was once elegantly sparse is now crammed to the rafters with all the gear from the Lair and the van. Equipment is piled on bridge tables, electrical cords are running everywhere, and Carl is nailing something into the wall, causing great chunks of plaster to crumble onto the floor.

Whistler is fine-tuning an array of laptop computers, scopes, and tone generators, all hooked up to the telephone.

Mother is wiring up a VOICE STRESS ANALYZER, a graph-making device that looks like a lie-detector. He explains it to Liz.

MOTHER

It measures stress in the voice.
It's not as accurate as a
polygraph, but it'll do.

WHISTLER

I'm going to bounce the call
through six different relay
stations, and off four satellites.
It'll be the hardest trace they've
ever seen.

BISHOP

Let's do it.

Bishop dials a number from Carl's little book. It RINGS twice. We hear it answered over the SPEAKER PHONE.

WOMAN'S VOICE

Fort Meade, Maryland. Good
afternoon.

CREASE

Try Director Ops.

BISHOP

(into phone)

Uh, National Security Agency,
Director of Operations, please.

There is a pause.

WOMAN'S VOICE

What extension, please?

BISHOP

I'm sorry, I forget the number.
But I need the Director of
Operations. It's very important.

WOMAN'S VOICE

What extension, please?

Bishop looks to Crease for help.

CREASE

Try Research.

BISHOP

Give me Research. It's an emergency.

WOMAN'S VOICE

I need an extension, or a name.

Again, Bishop looks to Crease, who shrugs. In desperation:

BISHOP

Setec Astronomy.

WOMAN'S VOICE

(after a pause)

One moment, please.

The team hears her put Bishop on hold and RING an extension. But their relief is short-lived.

WHISTLER

They started the trace.

On one of Whistler's computer screens is a map of the U.S. In COLOR GRAPHICS, we see the circuitous route this phone call is taking from San Francisco to Fort Meade, Maryland. A different COLORED LINE is now beginning to extend from the final leg of the call.

MAN'S VOICE

Who is this, please?

BISHOP

It's my dime, I'll ask the questions. Who are you?

MAN'S VOICE

Let's say my name is Mr. Abbott.

Mother reads the graph, and nods to Bishop. It's the truth.

MOTHER

It's true.

WHISTLER

They made St. Louis.

Indeed, on Whistler's computer screen, the NSA trace has made its first connection and is now looking for the second.

BISHOP

Mr. Abbott, are you interested in Setec Astronomy?

MR. ABBOTT'S VOICE

I'm interested in all kinds of astronomy.

The graph is steady. Mother nods. More truth.

BISHOP

That's cute.

WHISTLER

They've got the satellite and Toronto. These guys are good.

BISHOP

I need to know if you're someone who can make a deal.

MR. ABBOTT'S VOICE

Go on.

BISHOP

Can -- you -- deal?

MR. ABBOTT'S VOICE

Yes.

Steady graph. Mother nods. Truth.

MOTHER

True.

WHISTLER

They're across Transcom, you've got about 20 seconds.

BISHOP

(a bit more
urgency)

If I come in with what I know, will you guarantee my safety?

MR. ABBOTT'S VOICE

Do you have the item?

BISHOP

No.

#02210

71A

Rev. 10/25/9

There is a pause. Whistler's screen shows the trace closing in.

WHISTLER
Fifteen seconds.

BISHOP
(with urgency)
Can you guarantee my safety?

MR. ABBOTT'S VOICE
Where is the item?

BISHOP
Can -- you -- guarantee -- my --
safety?

MR. ABBOTT'S VOICE
Yes. I guarantee your safety.

WHISTLER
Five seconds.

Mother's graph is spiking.

MOTHER
He's lying!

Whistler's screen shows the NSA trace on its last leg,
moving rapidly toward the Bay Area.

WHISTLER
Hang up -- they've almost got
us...

MOTHER
He's lying!

WHISTLER
Hang up!!!

Bishop hangs up. His heart is racing, and sweat is
pouring off his forehead. The team takes a few seconds to
calm down.

MOTHER
There's got to be a way to cut a
deal with those guys.

CREASE
If we had the box, yes. Without
it, no.

MOTHER
So let's get the freaking thing.

BISHOP
I don't know where it is,
remember?

WHISTLER
(softly)
What'd it sound like?

MOTHER

You have no idea where they took you?

BISHOP

They threw me in a trunk and drove around in circles. It could be next door, it could be 100 miles away. It could be underground, it could be in a high-rise. Forget it.

WHISTLER

Bish, what did it sound like?

BISHOP

(annoyed)

What?

WHISTLER

When you were in the trunk. What did the road sound like?

BISHOP

I don't know. A highway. Regular highway.

Whistler feels his way to a synthesizer, turns it on and starts to make WHITE NOISE.

WHISTLER

Did you go over gravel? Speed bumps? A bridge?

BISHOP

A bridge. Yeah.

MOTHER

(opening a map)

Four bridges in the Bay Area.

WHISTLER

Was the Golden Gate fogged in last night?

CREASE

Yes.

WHISTLER

Did you hear a foghorn?

BISHOP

No.

CREASE
Scratch the Golden Gate.

MOTHER
That leaves three.

*

WHISTLER

What did it sound like? Did you
go through a tunnel in the middle?

BISHOP

I'm not...no.

CREASE

Scratch the Bay.

(X)

MOTHER

That leaves two. San Mateo or
Dunbarton.

Whistler is synthesizing the sounds of tires on a road.

WHISTLER

What did it sound like?

BISHOP

Lower...

Whistler changes the sound. Bishop listens carefully.

BISHOP

Lower...

Whistler lowers the pitch.

BISHOP

There was a recurring sound...

WHISTLER

Like seams in the concrete?

He synthesizes the sound.

BISHOP

Further apart...Yeah...

CUT TO:

117 EXT. BRIDGE - DAY

11

We hear the same SOUND, as we see the tires of the
Sneakers' van going over the seamed concrete of a bridge.

118 INT. VAN - DAY

11

Mother drives. Crease, Whistler, Carl and Bishop are in
the back, by the maps. They are almost off the bridge.

MOTHER

Now where?

BISHOP

Bumps. Rough ones.

Carl scans the maps. *

CREASE

Railroad tracks. *

CARL *

Right on Antrim, left on 84.

Mother follows the instructions.

WHISTLER

Then what'd you hear?

BISHOP

A...cocktail party.

CREASE

What?

BISHOP

It sounded like we drove
through... a cocktail party.
Like chattering. It was right at
the end.

CREASE

Great. We'll look for a cocktail
party on the other side of the
railroad tracks.

WHISTLER

What's the exit where the tracks
are?

CARL *

Crescent.

WHISTLER

Mother, stay on Crescent. Get off
at the reservoir.

The Sneakers exchange puzzled looks.

CREASE

There's a cocktail party at the
reservoir?

WHISTLER

Yes.

CUT TO:

119 EXT. RESERVOIR - DUSK

119

The Sneakers stand by their van looking at something off-screen that definitely SOUNDS like a very noisy cocktail party.

WHISTLER

Very good, Bish. Remind me to make you an honorary blind person.

Now we see what they are looking at: thousands of cackling GEESE, sounding just like a country-club crowd chattering over their Brie and white wine.

BISHOP

Great. Where does this road go?

Carl has the maps out.

CARL

Nowhere. It ends right around that hill.

CREASE

What's around the hill?

CARL

Private property.

At first, no one finds that anything but discouraging. A few seconds later, it dawns on all of them that this may be the answer they were looking for. They exchange a look.

CUT TO

120 OMITTED

120

121 EXT. HILLSIDE - DUSK

121

The team climbs up a steep hillside, and as we reach the crest with them, we reveal PLAYTRONICS. A gold-faced glass building out in the middle of nowhere.

Carl looks again through the binoculars.

CARL

Forget it.

122 EXT. PLAYTRONICS - BINOCULAR POV - A SIGN - DUSK

122

Playtronics - Educational Software & Computer Games.

CARL (O.S.)

It's a toy company.

123 EXT. RESERVOIR - DUSK

123

Bishop takes the binocs and looks through them.

BISHOP

Toy company, my ass. That's laser fencing, there's high voltage on the perimeter, the whole building says "Go away". That's Cosmo. I know it.

He turns to face the group. Their tense faces show a full understanding of the danger they are about to face. He looks them in the eyes. (X

BISHOP

Mother, set up the directional. Carl, video. Let's go.

The team jumps into action.

124 EXT. PLAYTRONICS - CLOSEUP - WINDOW - DUSK

12

Looking through a TELEPHOTO LENS with calibrations on the side of the image, at a smoke-glass window on the 2nd floor of Playtronics. We hear vague SOUNDS.

MOTHER (O.S.)

2nd floor, northwest, 2.

WHISTLER (O.S.)

That's a bathroom...

The image pans to the next window. The SOUNDS change.

MOTHER

Second floor, northwest 3...

125 EXT. PLAYTRONICS - MASTER - DUSK

12!

Mother is looking through the telescopic eyepiece of a long-range shotgun microphone. Whistler, wearing a headset, listens intently, identifying rooms while Mother sights them through the eyepiece and Crease makes notes on a sketch of the building.

WHISTLER

An emergency exit.

MOTHER

(skeptical)

How do you know that?

WHISTLER

I can hear the emergency floodlights battery recharging.

Crease dutifully notes it on the diagram.

*

WHISTLER

Crease, what's this mean? "My
voice is my passport. Verify me."

CREASE

(writing it down)

Some sort of voiceprint ID. I'll
check it out.

WHISTLER

What am I listening to now?

Mother sights through the scope of the shotgun microphone.

MOTHER

3rd floor, southwest corner.

WHISTLER

It's bursting with ultrasonic.
I've never heard sensors that
powerful.

(takes off
earphones)

Someone's very serious about
keeping people out of that room.

Carl crosses, carrying foliage to Bishop who has set up
a tripod-mounted video camera. *

Bishop finishes sighting through the lens of the video
camera and switches on the VCR which Carl camouflages
with shrubbery. The camera starts to CLICK faintly every
few seconds. As the team walks away from it, we MOVE IN
on the camera. *

DISSOLVE TO:

126 INT. LIZ'S APARTMENT - INSERT OF VIDEO CONSOLE - DAY

126

A time-lapse VIDEO IMAGE of the target. A digital readout
at the bottom of the screen shows the time and date.
Gradually, it comes to life. Cars arrive, searching for
parking spaces. People enter the building.

BISHOP (O.S.)

Okay, jack 'er up.

The scene skips into FAST MOTION. In twenty seconds we
watch an entire day unfold. Clouds scud past overhead.
People race in and out of the building. Some gather on

the lawn for an instant, gobbling their lunches and then quickly disappear. Deliveries are made in seconds. It grows dark. Lights in the building turn on momentarily, then most go out as the work day ends and people stream out to their cars and race away into the night.

BISHOP (O.S.)

Slow it down.

127 INT. LIZ'S APARTMENT - DAY

127

Bishop and Mother are huddled in front of a VIDEO CONSOLE. Blown-up SURVEILLANCE STILLS are tacked sloppily to the walls.

MOTHER

This is the room with the motion detectors Whistler heard. They never turn the lights off, so we can't tell when whoever works in there leaves.

BISHOP

That's gotta be the computer room. Run it back. Let's figure out who works next door.

Mother puts the tape in reverse. Carl enters, carrying a sheath of BLUEPRINTS.

CARL

It's amazing what 50 bucks will buy you in the County Recorder's Office.

BISHOP

What do you got?

CARL

Playtronics Corporate Headquarters -- the complete blueprints.

Bishop looks at Carl proudly.

BISHOP

Good.

Carl is proud as hell. In the b.g. we HEAR:

SEXY WOMAN'S VOICE

"My voice is my passport. Verify me."

Bishop crosses to the kitchen, passing Liz on the phone.

LIZ
No, Mom, tonight's not a good
night to drop by.

She rolls her eyes at Bishop, who smiles, then enters:

128 INT. LIZ'S KITCHEN - DAY

128

Whistler stands at the counter, expertly dicing
vegetables.

Crease has unpacked several large cartons labelled
"Protek: Security for a Modern Age", and has assembled a
METAL ENCLOSURE the size of a telephone booth.

CREASE
It's called the Man-Trap. Imagine
there's a hallway leading down
there. To get to it, you have to
go through here first.

Bishop enters the booth.

Directly in front of him is another door to exit the
booth. To his left, attached to the wall, is a MICROPHONE
and a COMPUTER TERMINAL, on which is displayed:

1. INSERT IDENTIFICATION CARD
2. READ FOLLOWING MESSAGE

Crease hands Bishop a black plastic ID CARD. Bishop
inserts the card, and the steel door slams shut behind
him. The terminal now displays a new message:

"HI. MY NAME IS (your name here). MY VOICE IS MY
PASSPORT. VERIFY ME."

CREASE
You can't get out unless your
voice print matches the one
encoded on the card.

Bishop's muffled voice comes from inside the trap. He
reads the phrase and nothing happens.

BISHOP
Great. Now get me out of here.

Crease inserts a card into a slot by the sliding door. It
opens.

BISHOP
Can we beat it with tape?

CREASE
It's got to be up close and
personal.

BISHOP

(sourly)

Terrific. What'd you find out about the motion detectors?

CREASE

I'm picking one up later. Makes beating this look easy.

MOTHER (O.S.)

Bish, I think we found our man.

129 INT. LIZ'S APARTMENT - VIDEO SCREEN - PLAYTRONICS - DAY

129

MOTHER

Here's the room next to the target.

Mother's fingers point out the lit room. Suddenly, the lights go out. The monitor shows the time to be 7:22 PM.

MOTHER

Now watch who comes out.

At 7:23 PM, a young ORIENTAL WOMAN exits the building. At 7:25 PM, a tall, sandy-haired MAN in corduroy and Hush Puppies exits. No one else leaves until after 8 PM.

BISHOP

So it's one of those two.

MOTHER

Right. Now here's the next evening.

Mother FAST FORWARDS the tape. A day zips by. The office next to the corner room goes dark by 7:03 PM. At 7:06 PM, the sandy-haired fellow appears out front. Mother FREEZES the tape.

BISHOP

Good. We'll use his office to get to the computer room. Can we get plates?

Mother FAST FORWARDS until the man gets to his car. Then Mother ZOOMS the image closer. The car's license plates read "IQ 180".

BISHOP

Cute. All right, let's do this guy.

CUT TO:

130 INT. DARK ROOM - LIZ'S APARTMENT - DAY

130

An image begins to appear on a sheet of print paper floating in a photographic tray. It's a SURVEILLANCE PHOTO of Mr. IQ 180, getting into his car. Then, in rapid succession, a few of him driving in traffic, then parking at an apartment complex, walking up steps, opening his door, and entering his apartment.

CARL (O.S.)

He lives at 662 Midvale,
Apartment L. Alone. No pets.
No alarm system. Sleeps in his
pajamas.

*

BISHOP (O.S.)

How do you know that?

A SHOT of him getting the morning paper in baggy p.j.'s.

BISHOP (O.S.)

Oh, yeah, he lives alone.

CARL (O.S.)

He leaves for work at 8:30.

A SHOT of a parking sticker on the inside mirror of the car.

CARL (O.S.)

And this is what gets him in the
parking lot.

BISHOP (O.S.)

Great work, Carl. Let's print
that up and make one. Crease?

131 INSERT - COMPUTER SCREEN - DAY

131

We see a readout of DMV files.

CREASE (O.S.)

His name's Werner Brandes.
Single, 6'1", 174 pounds, must
wear glasses to drive, no
outstanding tickets or warrants.

ANOTHER SCREEN: TRW-type credit information.

CREASE (O.S.)

\$750 limit on his Visa, pays his
bills, no bad debts, no bum
checks.

132 INT. LIZ'S APARTMENT - DAY

Crease flips through other printouts piled up by the computer.

CREASE

No registered firearms. Member, International Microchip Designer Association, and chairman of their social committee.

BISHOP

Great. The world's most boring human. How the hell are we going to get close enough to record him?

The door opens and Mother enters, carrying two full GARBAGE BAGS.

LIZ

Oh, Mother...

Mother drops the bags on the floor.

MOTHER

Sorry, Liz. This is from the guy's house.

LIZ

And thank you for bringing it into mine.

Bishop starts examining the trash.

BISHOP

Let's see: phone bill, no long distance...Club Med brochure, ticket stub to a Barry Manilow concert...Here we go!

(reads)

"Dear Computater: Welcome to the world of automated compatibility." He's a computer dater!

CREASE

I love it. Let's get him a date.

BISHOP

What's the name of the girl we used for that cereal company sneak last year?

CREASE

Sandi Krieger? Forget it, she married a cop. How about Barbara? She's cute.

MOTHER

She'll never do it. She regards
this work as juvenile. That's why
she divorced me. What about Flo?

CARL

Yeah, she's buff. *

LIZ

Fellas, fellas, look at this guy's
trash. He's not looking for
buff. *

Liz holds up a box of Lean Cuisine meticulously opened.
An empty toothpaste tube perfectly rolled up.

MOTHER

It's the nicest garbage I've ever
seen.

LIZ

The man who folded this tube of
Crest is looking for someone
meticulous, refined...anal.

The Sneakers just stare at her. And smile. Liz blinks.

LIZ

What.

CUT TO:

133
thru
134

OMITTED

133
thru
134

135 INT. CHINESE RESTAURANT - NIGHT

135

WERNER BRANDES, wearing a turtleneck and hound's-tooth
jacket, sits alone in a horseshoe-shaped booth, nervously
waiting.

LIZ (O.S.)

Werner?

He looks up and sees Liz smiling weakly.

LIZ

Hi. I'm...Doris.

Werner half-stands and shakes her hand. He almost makes
eye contact.

WERNER

Hi. Ready for the dim-sum bar?

LIZ

You go ahead. I'm...trying to quit.

WERNER

All right, I'll be right back.

He takes his plate and leaves. She adjusts the right sleeve of her jacket. A small MICROPHONE is concealed there. She looks around, opens her purse, and finds a slip of paper. It reads: HI. MY NAME IS WERNER BRANDES. MY VOICE IS MY PASSPORT. VERIFY ME.

She crosses out the word "Hi" and closes the purse just as Werner returns, his plate overflowing with garbanzo beans and onions.

Liz moves next to him and puts her hand on his shoulder, the mic just inches from his mouth. He blushes, then digs into his salad.

LIZ

So...what an interesting name you have. How exactly do you pronounce it?

WERNER

(mouth full)

Mmmnnnerr Mmmmmdess.

Liz settles back, preparing herself for a long evening.

CUT TO:

136 INT. LIZ'S APARTMENT - NIGHT

136

Starting close on a GREEN LIGHT blinking insidiously. Then we see Crease and Bishop standing over an INFRA-RED SENSOR: a small, laminated box with a green eye. Across the room, Mother takes a step toward it. An alarm WAILS.

CREASE

Best motion sensor on the market.

Crease resets it. Then, he breathes on it. The alarm WAILS.

CREASE

It responds to thermal differentials.

BISHOP

Does this have a happy ending?

CREASE

Watch.

Mother moves his arm very slowly in front of the sensor.
Nothing.

MOTHER

If we bring the temperature in the
computer room up to 98.6, I figure
you've got a top speed of about
two inches a second.

Bishop looks at them like they're crazy. Mother hands him
an answering machine.

MOTHER

This is the same model answering
machine Janek used for the shell
of the box. I thought you'd like
to practice with it. Get used to
the weight of it.

Crease smiles.

CREASE

You get all the fun stuff.

Crease and Mother exit. Bishop looks at the answering
machine with little enthusiasm.

CUT TO:

137 INT. CHINESE RESTAURANT - NIGHT

137

Liz sits alone in the booth. The restaurant is empty,
chairs are upturned on nearby tables. She opens her purse
and looks at the slip of paper.

INSERT - SLIP OF PAPER

"HI MY NAME IS WERNER BRANDES. MY
VOICE IS MY PASSPORT. VERIFY ME."

All of the words have been crossed out except "PASSPORT".
Liz quickly stuffs the paper back into her purse and
closes it.

MASTER

Werner comes back, checks that his fly is zipped, and sits
down. (He notices that the restaurant is empty and the
busboys are just standing around waiting to clear his
table.)

LIZ

Now, what about travel? Where do
you like to go? Europe? Mexico?

WERNER

I don't know. I've never been out of the country. I think they want us to leave.

He stands. Liz pulls him back down.

LIZ

Sit down, Werner!

He sits, surprised at her assertiveness. She regains her composure and smiles sweetly.

LIZ

You know, I really love the sound of your voice. *

WERNER

Really? I always thought it was nasal and pinched. *

LIZ

No, it's lovely. And there's this one word...I'd...I've always loved this word...oh, you wouldn't. Never mind. *

WERNER

No, what?

LIZ

I'd really like to hear you say "passport." *

WERNER

Passport? *

Liz beams and kisses him on his cheek. He is thrilled.

WERNER

Would you like to have breakfast with me sometime?

LIZ

Sure. Fine.

WERNER

Shall I phone you...or nudge you?

LIZ
(to the waiter)
Check, please!

CUT TO:

138 INT. LIZ'S APARTMENT - NIGHT

138

It is deathly quiet. Sneakers sleep on couches and floors. Liz lets herself in, and tiptoes over sleepers. She almost makes it to her room when Bishop comes out of the bathroom, wearing a t-shirt and sweat pants.

For an instant, she flashes on all the times she saw him come out of the bathroom, wearing a t-shirt and sweats. Then she hands him the microcassette she recorded of Werner. Bishop takes it, and walks with her toward her bedroom door.

BISHOP
Good work. Thanks.

*

He seems pretty tense.

LIZ
You okay?

BISHOP
Yeah. You know...

LIZ
Bishop, what makes you think you
can pull this off?

BISHOP
What choice do I have?

LIZ

And afterwards...what are you
going to do then?

BISHOP

I'd really like...to have a life.
I've seen pictures. It looks like
fun.

(then)

I'd like to get my name back. And
I'd like to maybe do some of the
things I...didn't let myself do
right the first time.

She knows exactly what he's talking about. There is a
long pause during which each wonders if one or two people
will go through this door.

LIZ

Well...good night.

BISHOP

(nods)

Good night.

She kisses him on the cheek, innocently. He stops her
and kisses her on the lips. They hold a look. Then they
pull apart. She goes inside and slowly closes the door
behind her. *

CUT TO:

139 EXT. PLAYTRONICS - CLOSE-UP - A PINK AZALEA - AFTERNOON 139

A gloved hand clips it off the stem. It falls to the
lawn.

A GARDENER in a khaki outfit wipes his brow, pockets the
clippers, and walks up the front steps.

140 INT. PLAYTRONICS LOBBY - DAY 140

The Gardener passes through the LOBBY. He approaches a
GUARD, who looks up from his copy of The Star.

GARDENER

Can I use the bathroom, please?

The Guard points to a nearby bathroom. The Gardener
smiles. It's Carl.

141 INT. BATHROOM - DAY 141

Carl goes into a stall, stands on the john, removes some
ceiling tiles, and hoists himself up into the opening.

142 INT. PLAYTRONICS LOBBY - DAY

142

The Guard looks up from his Star and looks to the bathroom. Then he checks his watch. It's been awhile, and that Gardener still hasn't emerged from the bathroom. He gets up and walks toward it.

143 INT. BATHROOM - DAY

143

The Guard enters and looks around. No one's in there.

144 INT. LOBBY

144

The Guard starts back to his desk, concerned. Then he notices...The Gardener, back outside, trimming azaleas. The Guard shrugs, shakes his head and picks up The Star to read some more.

145 EXT. PLAYTRONICS - DAY

145

The Gardener is Mother dressed like Carl.

*

146 INT. PLAYTRONICS - ELEVATOR SHAFT - DAY

146

The elevator descends past a VERTICAL CHASE from which Carl lies in wait. It passes him and stops at the ground floor.

He jumps out into the elevator shaft, grabbing the cables which support the elevator. Hanging on, he rides down with the car into the basement.

*

CUT TO:

147 INT. SNEAKERS' VAN - CLOSE-UP - AN EXACTO BLADE - DAY

147

The blade cuts diagonally across a piece of digital audio tape.

Whistler splices two pieces of tape together. He listens intently as he runs the tape over a sound reader. We HEAR:

WERNER'S VOICE
...passport...verify...me.

CUT TO:

148 INT. PLAYTRONICS BOILER ROOM

Carl shines a mini-flashlight along a row of thermostats, stopping at the one marked "315 - Computers". Now he patches in a DIGITAL TEMPERATURE CONTROL BOX, overriding Playtronics' electro-mechanical thermostat. There are two LED readouts: the top one shows the Target Temperature: 98.6...the bottom one displays Current Temperature: 68.0 degrees.

Carl turns on the box. As the furnace fires up, the bottom readout begins to blink: 68.1...68.2...68.3...

CUT TO:

149 EXT. WERNER'S HOUSE - NIGHT

LIZ

It's getting hot in here.

Through the kitchen window we can see Werner -- wearing an apron -- cooking dinner for Liz, who opens the window.

While Werner slices carrots, Liz keeps her back to the window, and carefully hands a man's wallet outside. From below the window, a hand takes the wallet. It's Mother, in the flower bed.

He rifles through the wallet and pulls out what he's looking for: the PLAYTRONICS ENTRY CARD.

He makes an odd BIRD CALL as a signal to Liz that he is ready to hand the wallet back to her.

LIZ

Oh my God, is that a cockroach?

Very concerned, Werner starts looking intently around the cupboards -- where Liz had just pointed -- and so he does not see her reach her hand out the window behind her, grab the wallet, pull it back inside, and quickly slip it into the pocket of his jacket draped over the chair beside her.

LIZ

I guess you scared it away.
Thanks.

Werner goes back to dicing carrots. Through the window behind Liz, we can see Mother sprinting across the lawn to his car.

CUT TO:

- 150 INT. PLAYTRONICS - CLOSE ON CARD ACCESS CONTROL SYSTEM 150
- NIGHT
Werner's Entry Card is waved past the sensor.
- 151 INT. PLAYTRONICS SECURITY STATION - NIGHT 151
Two GUARDS watch a bank of CLOSED CIRCUIT SECURITY TV
SCREENS. A computer automatically TYPES out onto silver
paper:
06/23/91 -- 7:28 PM -- Werner Brandes -- Front Entrance.
- 152 INT. PLAYTRONICS - GUARD DESK - NIGHT 152
Bishop, wearing glasses and ID badge and carrying a
briefcase, is automatically admitted into the facility
past the Guard.
- 153 INT. PLAYTRONICS CORRIDOR AND STAIRWELL - NIGHT 153
Bishop trying not to appear too nervous, walks down the
corridor, turns into the stairwell, and begins to climb. *
- 154 INT. PLAYTRONICS FIRST FLOOR LANDING - NIGHT 154
He reaches the landing, where two closed circuit CAMERAS
are mounted side-by-side on the wall, one looking up, one
down.
Standing beneath them, out of range, Bishop produces a
small TRANSMITTER, reaches up and clamps it onto a CABLE.
- 155 EXT. SNEAKERS' VAN - NIGHT 155
Parked with a clear view of Playtronics a block away.
- 156 INT. VAN - NIGHT 156
Crease, Mother and Whistler sit at the console, both
wearing headsets. *
Suddenly, the console's EIGHT VIDEO MONITORS blink on,
giving Crease a "guard's-eye view" from within
Playtronics.
Three monitors display the entrance, the Mantrap, and a
service area at the rear of the building. The other five
display various corridors, stairwells, and doorways
throughout the building, changing each twenty seconds.

- 150 INT. PLAYTRONICS - CLOSE ON CARD ACCESS CONTROL SYSTEM - NIGHT 150
Werner's Entry Card is waved past the sensor.
- 151 INT. PLAYTRONICS SECURITY STATION - NIGHT 151
Two GUARDS watch a bank of CLOSED CIRCUIT SECURITY TV SCREENS. A computer automatically TYPES out onto silver paper:
06/23/91 -- 7:28 PM -- Werner Brandes -- Front Entrance.
- 152 INT. PLAYTRONICS - GUARD DESK - NIGHT 152
Bishop, wearing glasses and ID badge and carrying a briefcase, is automatically admitted into the facility past the Guard.
- 153 INT. PLAYTRONICS CORRIDOR AND STAIRWELL - NIGHT 153
Bishop trying not to appear too nervous, walks down the corridor, turns into the stairwell, and begins to climb. A tiny plastic tube curls from Bishop's glasses into his ear.
- 154 INT. PLAYTRONICS FIRST FLOOR LANDING - NIGHT 154
He reaches the landing, where two closed circuit CAMERAS are mounted side-by-side on the wall, one looking up, one down.
Standing beneath them, out of range, Bishop produces a small TRANSMITTER, reaches up and clamps it onto a CABLE.
- 155 EXT. SNEAKERS' VAN - NIGHT 155
Parked with a clear view of Playtronics a block away.
- 156 INT. VAN - NIGHT 156
Crease and Whistler sit at the console, both wearing headsets.
Suddenly, the console's EIGHT VIDEO MONITORS blink on, giving Crease a "guard's-eye view" from within Playtronics.
Three monitors display the entrance, the Mantrap, and a service area at the rear of the building. The other five display various corridors, stairwells, and doorways throughout the building, changing each twenty seconds.

CREASE
(into headset)
You're clear right up to the
Mantrap.

One monitor shows Bishop climbing the stairs to the third floor. Another picks him up as he turns up the corridor to the Mantrap.

157 INT. PLAYTRONICS - THIRD FLOOR - NIGHT

157

Bishop pauses in front of the Mantrap. A sign next to it reads: "SECURE AREA. AUTHORIZED ACCESS ONLY".

Bishop nervously glances back down the corridor, then steps into the metal booth. He pulls out Werner's access card and inserts it into the slot. The doors shut behind him.

158 INT. MANTRAP - NIGHT

158

From his briefcase, Bishop pulls a mini-tape recorder. He holds it a foot from the Mantrap's microphone and turns it on.

WERNER ON TAPE
Hi -- my name -- is -- Werner
Brandes -- my -- voice -- is my
-- passport -- verify -- me.

Bishop waits anxiously as the voice is analyzed. The screen lights up. It reads: THANK YOU. The door leading into the high security silently slides open. Bishop mouths "Thank you!"

159 INT. VAN - NIGHT

159

On one of the screens, Crease sees Bishop exit the Mantrap.

CREASE
Yes!

160 INT. PLAYTRONICS - THIRD FLOOR - SECURE CORRIDOR

160

Card access slots control entry to every door.

Bishop turns a corner and continues down another corridor, passing the Computer Room with its warning sign "RESTRICTED ENTRY". At Werner's office door, he inserts Werner's access card. The door clicks open.

161 INT. GUARD STATION - NIGHT

J

The computer printout TYPES out a message on the silver paper:

06/23/91 -- 7:35 PM -- Werner Brandes -- Entry -- Rm 317

162 INT. WERNER'S OFFICE - NIGHT

162

Bishop opens his briefcase and removes some tools.

163 INT. BOILER ROOM - NIGHT

163

Carl, sweating, checks the readout: 88.1 degrees and rising.

*

164 INT. WERNER'S OFFICE - NIGHT

164

A chair sits atop a desk. Above it, we see a HOLE in the ceiling where acoustical tiles have been removed.

165 INT. CRAWLSPACE - NIGHT

165

Bishop, lying on a catwalk above the third floor, is removing tiles from a corner of the Computer Room ceiling. He looks in.

166 INT. COMPUTER ROOM - BISHOP'S POV FROM CRAWLSPACE - NIGHT

166

He scans the room, and sees the giant CRAY COMPUTER. Halfway across is Janek's box. He scans the walls and locates the ultrasonic sensor, green eye blinking with silent vigilance.

He takes out an ULTRASONIC SNIFFER (like a TV remote control) and very slowly lowers it through the opening. There is no sound. As he lowers the sniffer farther out into the room -- away from the corner -- it starts to TICK. He whispers into his mic:

BISHOP

There's a three-foot area in the corner out of the sensor's range.

167 INT. VAN - NIGHT

167

CREASE

(into mic)

Good, hang on. Whistler?

WHISTLER
(into mic)
Carl, what's our reading?

*

168 INT. BOILER ROOM - NIGHT

168

It's sweltering down here. Carl checks the digital display.

*

CARL
98.6 and holding.

*

169 INT. COMPUTER ROOM - NIGHT

169

Bishop gets the okay over his earphone. He starts to lower himself into the "free zone".

CUT TO:

170 INT. WERNER'S HOUSE - NIGHT

170

Liz looks out the window, lost in thought. Werner walks over.

*

WERNER
Again, I'm so sorry about dinner.

LIZ
No really, it was...delicious.

WERNER
I overcooked the carrots.

LIZ
No, I like them...really squishy like that.

Werner is too close to her. Now Liz notices something on the coffee table and moves to it: a TOY COCKER SPANIEL.

*

LIZ
What's this?

WERNER
Watch. "Play dead!"

And the dog flops over onto its side. Liz thinks this is morbid, but fakes a smile.

LIZ
Great.

WERNER
I designed the voice recognition chip.

LIZ

What a thing to do. Could I just
make a quick phone call?

Werner nods and points to the bedroom. Liz leaves the
room. The toy dog takes some erratic steps along the edge
of the coffee table and accidentally knocks Liz's
pocketbook onto the floor, spilling its contents. *

WERNER

Oh, pooch, look what you've done.

Werner scoops up Liz's wallet and starts to put it back
in the purse when he notices her Driver's License. His
face falls. Her name isn't Doris.

INT. WERNER'S BEDROOM - NIGHT *

Liz sits on the edge of the bed, listening to Bishop's
phone ringing and ringing. Werner appears in the doorway. *

WERNER

What do you say we go for a
drive...Doris?

CUT TO:

171 INT. COMPUTER ROOM - NIGHT 1

Bishop has lowered himself into the "free zone" in the
corner of the room, and begins to inch his way toward
Janek's box in the middle of the room. At this rate, it's
a long way off.

172 INT. WERNER'S CAR - NIGHT 172

Werner and Liz drive along. They've run out of
conversation.

LIZ

Boy, this was fun. Wanna head
back?

WERNER

We're almost there.

LIZ

Almost where?

173 EXT. PLAYTRONICS - POV FROM WERNER'S CAR - NIGHT 173

The Playtronics building looms up before them.

174 INT. CAR - NIGHT

17

Liz tries not to look alarmed.

*

WERNER
It's where I work. Elizabeth.

LIZ
(nervous laugh)
Oh God, nobody calls me that
anymore. How did you know that
was my -- other name, you -- you
funny man.

She playfully strokes Werner's shoulder.

WERNER
Just do me one little favor, all
right?

Liz nods. Sure, anything.

WERNER
I really want to hear you say
"passport."

*

Liz looks sick. And very scared.

CUT TO:

175 INT. COMPUTER ROOM - NIGHT

175

Almost frozen in time, Bishop performs his slow-motion
ballet as he inches toward Janek's box, arms outstretched
for balance. He's a third of the way across the room, and
sweating.

176 INT. SNEAKERS' VAN - NIGHT

176

Mother is in the driver's seat. He casually looks out
and sees something that startles him. He throws open the
sliding panel that separates the cab from the van's work
area.

MOTHER
Crease. It's Werner!

Crease emerges and looks. He speaks into his mic:

CREASE
Martin! We've got trouble.

177 OMITTED

177

178 INT. COMPUTER ROOM - NIGHT

Bishop is just about to pick up Janek's box when he listens to the news over his headset. Between clenched teeth:

BISHOP

The one thing I can't do is hurry.

179 INT. PLAYTRONICS LOBBY - NIGHT

179

Werner pushes Liz up to the Guard Desk.

LIZ

Werner, you're hurting me.

WERNER

(to Guard)

I'm Dr. Brandes, I work on 3, and I believe this phony is in some kind of plot to break into my office.

GUARD

Lemme see your entry card.

Werner pulls out his wallet. Sorts through it. No card.

WERNER

You took my card!

He lunges for her and the Guard grabs him, pulling him off her.

GUARD

You both stand right there!

The Guard picks up the phone.

GUARD

Sir, we have a problem...

180 INT. COMPUTER ROOM - NIGHT

180

Sweat drips from Bishop's face as he inches for the corner, Janek's box cradled in his arms.

181 INT. PLAYTRONICS LOBBY - NIGHT

181

The Guard is holding Werner and Liz as Wallace and Gordon approach. Werner is embarrassed and anxious.

WERNER

I'm terribly sorry to bother you gentlemen, but I'm afraid someone is trying to get into my office.

Determinedly playing innocent, Liz rolls her eyes.

VOICE

Let's take a look at his office.

Liz turns to see Cosmo has joined their little group. Wallace roughly grabs her arm and fairly drags her down the hall.

- 182 INT. WERNER'S OFFICE - NIGHT 18:
Bishop drops from the crawlspace into Werner's office.
- 183 INT. STAIRWELL - NIGHT 18:
Cosmo and his entourage -- now joined by some ARMED GUARDS -- hustle up the stairwell.
- 184 INT. WERNER'S OFFICE - NIGHT 18:
Bishop is furiously straightening up, grabbing his tools, - and throwing them up into the crawlspace.
- 185 INT. THIRD FLOOR HALLWAY - NIGHT 18:
The bad guys are closing in on Werner's door.
- 186 INT. CRAWLSPACE - NIGHT 18:
Bishop hauls himself up into it. Just as he replaces the ceiling tiles we see the door open below him and the armed guards enter.
- 187 INT. WERNER'S OFFICE - NIGHT 18:
The bad guys look around. Ceiling tiles are intact, everything is apparently untouched. Cosmo looks at Werner questioningly. Werner turns sheepish.

COSMO

Well?

188 INT. CATWALK - NIGHT

188

Bishop balances precariously on the ledge above, his arms full of tools, his backpack, and Janek's box. He listens intently.

189 INT. THIRD FLOOR HALLWAY - NIGHT

189

The group exits Werner's office and heads back down the corridor.

GORDON
We're very sorry to have troubled
you, Miss.

LIZ
Not as sorry as I am...
(to Werner)
...Werner!

190 INT. CRAWLSPACE - NIGHT

190

Bishop is listening to the muffled conversation below. He whispers into his mic.

BISHOP
They're letting her go.

191 INT. PLAYTRONICS GROUND FLOOR LOBBY - NIGHT

191

Wallace lets go of Liz's arm, and Liz starts to head for the front door. She's almost there when she stops and faces Werner.

LIZ
This is my last computer date!

Werner looks crestfallen, and Liz spins on her heels to leave. Wallace and Gordon turn to go, but Cosmo stops. He stares at Liz. Then he calls to the GUARD by the front door.

COSMO
Wait!

The guard holds the door. All eyes turn to Cosmo. Cosmo looks at Liz, and then Werner.

COSMO
A computer matched her with him?
I don't think so.

Liz realizes her big mouth has just gotten her in big trouble. She mouths "Shit!".

COSMO

Martin.

Cosmo races down the hall. The rest follow.

192 INT. COMPUTER ROOM - NIGHT 192

The door flings open, triggering the ALARM. Cosmo instantly notices that something is very wrong.

COSMO

Why is it so hot in --

He races to the Cray and sees Janek's box is gone.

193 EXT. PLAYTRONICS 193

An ALARM screeches. FLOODLIGHTS illuminate the entire building. Within seconds, STATION WAGONS appear, each full of ARMED GUARDS.

194 INT. SNEAKERS' VAN - NIGHT 194

Through his binoculars, Crease watches them spread out around the building. He turns to the monitors. Each screen shows a different part of the building. Guards with shotguns are racing up stairs, through the corridors, in and out of rooms.

CREASE

Martin, we've got six in the front lobby. Four in the south corridor, second floor. Five in upstairs north.

MOTHER

Guards in the boiler room! *

CREASE

Jesus.
(into headset)
Carl, you got trouble. *

195 INT. BASEMENT - NIGHT 195

Through a maze of pipes, Carl can see a GUARD approaching, his revolver drawn. *

CARL

(into headset)
I can handle it.
(beat)
What do I do? *

196 INT. VAN - NIGHT

17

Mother hurriedly consults the blueprints of the basement.

*

MOTHER

*

Heating ducts! Over the furnace.

CREASE

(into headset)

You'll be okay. Just find the heating ducts above the furnace. They'll get you to the elevator chase.

197 INT. PLAYTRONICS BASEMENT - NIGHT

197

Carl inches toward the HEATING DUCTS. The guard is now a few feet away through the maze of pipes. Carl quietly hauls himself up into a blistering hot duct.

*

He disappears just as the Guard walks past.

198 INT. VAN - NIGHT

198

Crease pores furiously over building plans.

CREASE

(into headset)

Martin, there's a fire escape at the end of the north corridor. You've got to break through a couple of firewalls. Go directly north about 30 yards. Once you're there, let me know.

199 INT. COMPUTER ROOM - NIGHT

199

Cosmo stands before HIS video screens, monitoring his security forces just as Crease is doing. And, just like Crease, Cosmo reads floor plans, except his are on illuminated ELECTRONIC DISPLAYS. He barks orders into a microphone.

COSMO

He'd be in a crawlspace. Break through.

200 INT. WERNER'S OFFICE - NIGHT

200

A Guard uses the butt of his shotgun to break through the ceiling to the crawlspace.

201 INT. CRAWLSPACE - NIGHT

201

Bishop crawls through wires and cables with Janek's box. He is at a firewall, and will have to break through it to proceed. Bundles of cables run on either side. Bishop examines one.

BISHOP
(into headset)
Closed circuit TV. I'm over the
corridor.

CREASE
(in headset)
Don't move.

202 INT. SNEAKERS' VAN - CREASE'S MONITORS

202

Crease sees Wallace and several shotgun-wielding Guards making their way down the hall, opening offices and looking inside. On one monitor, they see a guard in a stairwell notice the tiny transmitter that Bishop placed beside the camera. The guard's face gets large and distorted as he gets up to the wide-angle lens and rips out the transmitter.

(X)

All the monitors go dead.

CREASE
Oh no...

203 INT. CRAWLSPACE - NIGHT

203

Bishop heard that, but is frozen in silence, his backpack pressed up against the firewall, listening to the hallway beneath him.

204 INT. PLAYTRONICS HALLWAY - NIGHT

204

Wallace is still there, looking around and listening.

205 INT. SNEAKERS' VAN - NIGHT

205

Crease is starting to sweat.

CREASE
(to headset)
Martin...

206 INT. CRAWLSPACE - NIGHT

206

Bishop is trying to remain deathly quiet, when his earphone comes to life.

CREASE'S VOICE
...we lost picture. And we're not
getting it back.

Bishop, startled, drops the earphone. He tries to muffle it with his hand, but the tiny voice rings out against the silence.

207 INT. PLAYTRONICS HALLWAY - NIGHT

207

Wallace has heard something. He looks up at the ceiling of the hallway and realizes his prey is in the crawlspace. He raises his pump shotgun and BLASTS it into the ceiling.

208 INT. CRAWLSPACE - NIGHT

208

The blast tears through the tile about twenty feet from Bishop. Another BLAST, a bit closer. Another, even closer. And he's stymied by a firewall from moving away any further.

209 INT. PLAYTRONICS HALLWAY - NIGHT

209

Wallace is methodically walking up the corridor, blasting the ceiling.

210 INT. CRAWLSPACE - NIGHT

210

The explosions get closer. Ductwork is blown apart. Dust clouds the air. Another blast even closer...two more will do it.

Then, a voice over the P.A. system:

COSMO'S VOICE
Stop shooting.

211 INT. PLAYTRONICS HALLWAY - NIGHT

211

Whitened by plaster dust, Wallace fires one more blast into the ceiling.

212 INT. COMPUTER ROOM - NIGHT

212

We see Cosmo speaking into a telephone.

COSMO
Marty, I know you are in the
building, and I know you can hear
me.

(X)

213 INT. PLAYTRONICS - NIGHT

2

SHOTS of empty hallways, empty labs, empty offices, as Cosmo's sad and strange confessional echoes through the building.

COSMO (O.S.)

Oh God, you should not have come back, Marty. I won, and you lost, and if our friendship had meant anything to you at all, that's how you should have left it. But you always had to be the one on top, didn't you? You were the one who got away with things, while I never did. You always got the girl, and I never did.

214 INT. COMPUTER ROOM - NIGHT

214

COSMO

At least until now.

And we see guards are holding a terrified Liz at gunpoint.

COSMO

She's lovely, Marty.

215 INT. CRAWLSPACE - NIGHT

215

Bishop listens. The nearest shotgun holes are right by him.

COSMO

For God's sake, bring me the box. You must know they will never let either of you live if you try to get out.

*

216 INT. COMPUTER ROOM - NIGHT

216

COSMO

I am your way out. And I am your only way out. Please. Bring me the box. If I wanted you dead...you would be dead. I cannot kill you.

*

217 INT. CRAWLSPACE - NIGHT

217

Bishop is exhausted and out of ideas.

COSMO

You have to trust me.

Bishop whispers something in his lapel mic.

*

218 INT. PLAYTRONICS HALLWAY - NIGHT

Wallace raises his shotgun just as a ceiling tile is kicked out, and Bishop lowers himself into the corridor.

CUT TO:

219 INT. COMPUTER ROOM - NIGHT

The door opens. Wallace uses his shotgun to push Bishop -- carrying Janek's box -- into the office.

LIZ

You picked a hell of a time to finally be there for me.

Bishop turns to Cosmo. They stare at each other. Cosmo blinks.

COSMO

I cannot kill my friend.

Bishop breathes easier. Cosmo turns to Wallace.

COSMO

Kill my friend.

Cosmo leaves the room without looking back. Wallace grins and levels the shotgun at Bishop.

WALLACE

You didn't really think we were going to let you go, did you?

BISHOP

You didn't really think I was going to let you have the box, did you?

Wallace is confused.

WALLACE

What?

BISHOP

Now.

WALLACE

Damn right, now.

He raises the shotgun and takes aim.

BISHOP

(into lapel mic)

Carl, now!

Wallace and Gordon spin and aim their guns at the doorway.

-- and Carl plummets through the ceiling on top of Gordon. Wallace spins. The shotgun goes off, barely missing Bishop.

Carl pummels the stunned Gordon while Bishop and Wallace wrestle for the gun. It clatters away from them. Liz dives, grabs it, and FIRES it into the ceiling as a warning shot.

LIZ
Next sonofabitch who moves, I
plug!

Carl rises, leaving Gordon dazed on the floor. Bishop rises, helps Wallace up, and coldcocks him. Then he turns to Carl.

BISHOP
What the hell were you waiting
for?

CARL
I had to comb my hair.

LIZ
Can we go now?

They grab Janek's box and run out the door.

220 INT. PLAYTRONICS CORRIDOR - NIGHT

They round the corner and see FIVE GUARDS at the far end of the corridor. As Liz, Carl and Bishop spin back, one guard spots them, levels his shotgun and BLASTS.

Bishop, et al, race down the other corridor. Someone has hit the alarm. They enter a stairwell.

221 INT. CORRIDOR - NIGHT

The guards kick open office doors one by one. They are nearing the stairwell.

222 INT. STAIRWELL - NIGHT

2

They start to go down but Bishop stops them and thinks.

223 INT. SECURITY STATION - NIGHT

223

Comso hangs up the phone. He is barely able to control his anger.

COSMO

God damn him.

He looks over the security map of the building.

COSMO

He knows we'll go up to him. So
he'll come down. Take the
stairwells on one. Go.

224 INT. STAIRWELL - NIGHT

224

Bishop makes a decision.

BISHOP

Up.

CARL

What?

Bishop races up the stairs. Carl and Liz follow. They
climb out onto the roof and close the door just as the
guards from the 2nd floor burst through the stairwell door
and aim their shotguns up. Seeing nothing, they head
downstairs.

*

225 EXT. ROOF - NIGHT

225

They race across the rooftop.

BISHOP

(into mic)

Crease, we're on the roof.
There's a fire escape on the north
end. Is it clear?

226 INT. VAN - NIGHT

226

Crease trains his binoculars on the side of the building.

CREASE

Yes. Clear.

227 EXT. ROOFTOP - NIGHT

227

The team races to the north end of the building and peers out over the edge.

BISHOP

Where are you?

Off in the distance they see headlights flash on and off once.

BISHOP

Beautiful. Come and get us.

Liz and Carl start hustling down the fire escape.

*

228 OMITTED

228

229 EXT./INT. VAN - NIGHT

229

Crease and Mother are in the driver's compartment up front. The panel to the back is closed.

*

CREASE

(into headset)

Coming to get you.

230 OMITTED

230

231 EXT. PARKING LOT/VAN - NIGHT

231

Crease removes his headset, turns on the engine, and is just about to put it in gear, when two PLAYTRONICS GUARDS appear out of nowhere and thrust their shotguns through the side windows.

GUARD #1

Keep your hands where I can see them and step out of the van.

Crease and Mother exchange looks of frustration. Mother gets out as ordered. Crease delays, trying quickly to figure out the angles.

*

GUARD #1

You too, Midnight.

Crease's eyes narrow dangerously, but he complies.

232 INT. VAN - REAR COMPARTMENT - NIGHT 232

Whistler sits as quietly as possible for a few seconds, then turns on his headset and whispers.

WHISTLER
Bish. They got Crease and
Mother.

233 EXT. ROOF - NIGHT 233

Bishop is one quarter way down the ladder when he hears the bad news.

BISHOP
Shit.
(into mic)
Whistler, you've got to do it.
Bishop races up the ladder.

234 INT. VAN - NIGHT 234

WHISTLER
Do what?

BISHOP (O.S.)
You gotta drive. I'll talk you
through it. Hurry.

Whistler feels for the panel to the front, slides it open, and quietly climbs through.

235 EXT. VAN - NIGHT 235

One guard holds the shotgun on Crease as the other frisks Mother. Crease's eyes widen as he sees Whistler noiselessly climbing into the front of the van. *

236 INT. VAN - NIGHT 236

Whistler slides into the driver's seat.

WHISTLER
(whispers into
mic)
Okay. Now what?

237 EXT. ROOF - NIGHT 237

Bishop pulls himself back up to the rooftop and peers through the binoculars.

BISHOP

The gate is about thirty yards behind you. Put it in reverse and floor it.

238 INT. VAN - NIGHT

238

Whistler feels around for the controls. He finds the automatic gearshift. Then he freezes.

WHISTLER

What's reverse?

239 EXT. ROOF - NIGHT

239

Bishop is about to have a heart attack.

BISHOP

One down.

240 EXT. VAN - NIGHT

240

Crease sees Whistler reaching for the gearshift. He snarls through gritted teeth to Mother:

CREASE

Did I ever tell you why I had to leave the CIA?

Mother looks at Crease like he's crazy.

CREASE

My temper.

Just then, the van POPS into gear and jerks backwards. The two Playtronics Guards spin at the sound. Crease practically growls as he leaps for one, grabs the shotgun from his hand, slams the butt into the other guard's stomach, doubling him over, and then sideswipes it across the first one's head, knocking him out. The other guard starts to rise, and Crease gives him a chop to the back of the neck and he crumbles. Both guards are unconscious. Crease takes the Guard's .45 automatic.

MOTHER

Wow!

For the first time, Crease allows himself some black vernacular.

CREASE

Mother-fuck-ers mess with me, I bust your damn head!

MOTHER

*

All right!

He is thrilled to hear Crease finally talk like that. He puts out two hands for Crease to slap, but Crease freezes him with a glare as he gets very straight again.

*

241 EXT./INT. VAN - NIGHT

241

Whistler is going very fast in reverse, and is quite scared.

WHISTLER

Bish? Bish?? I'm going backwards.

242 EXT. ROOF - NIGHT

242

Bishop watches.

BISHOP

Doing fine, doing fine, hit the brakes...NOW!

243 EXT. VAN - NIGHT

243

The van brakes to a stop by the gate, its rear end fishtailing.

244 EXT. ROOF - NIGHT

244

BISHOP

Push the gearshift forward, turn right and floor it!

245 EXT./INT. VAN - NIGHT

245

Whistler grinds the gears, turns the wheel to the right and floors it.

246 EXT. VAN - NIGHT

246

makes it way through the gate, keeps going right.

247 EXT. ROOF - NIGHT

247

BISHOP

Straighten out! Straighten out!

248 EXT. THE VAN - NIGHT 248
straightens out and heads right for some parked cars.

249 EXT. ROOF - NIGHT 249

BISHOP
Whoa! Go left!

250 INT. VAN - NIGHT 250

We see over Whistler's shoulders the view through the van window as he veers left. He is heading straight for more parked cars.

BISHOP (O.S.)
I mean my left! Go right!!!

WHISTLER
What?

He is just about to crash into the cars.

BISHOP (O.S.)
Go right!!! Right!!

He veers sharply to the right, and manages to clip only three or four of the cars.

251 EXT. ROOF - NIGHT 251

BISHOP
Beautiful! Keep coming. Five
more seconds, then stop. *

Bishop starts down the ladder.

252 EXT. THE VAN - NIGHT 252

heads straight for the loading dock. Whistler drives the van right into the truck tires that serve as bumpers against the loading dock.

WHISTLER
I'll just stop here.

253 EXT. LOADING DOCK - NIGHT 253

Carl and Liz dash to the van. *
*

They pile in, but Whistler stays in the driver's seat.

WHISTLER

Where to?

CARL

Gimme that!!!

Carl climbs over him and takes the wheel.

253A EXT. ROOFTOP - NIGHT

253A

Bishop is about to go to the ladder, when:

COSMO

You will give me the box right now
or I will kill you...right now.

He sees Cosmo step out of the shadows, gun in hand,
looking deadly serious. Bishop looks him over and thinks.
Then:

BISHOP

No.

Bishop turns and walks toward the ladder. Cosmo aims the
gun and fires. We see he has aimed deliberately, just
past Bishop's head. Bishop freezes, precariously on the
very edge of the roof.

Bishop and Cosmo lock eyes. It is clear now to Bishop
that Cosmo is capable of killing him.

Slowly, he takes Janek's box out of his backpack, and
slowly extends it to Cosmo. Cosmo keeps the gun trained
on Bishop's heart as he slowly reaches out for the box.
When he grabs it, Bishop doesn't let go.

COSMO

You could have shared this with
me.

BISHOP

I know.

COSMO

You could have had the power.

BISHOP

I guess I just don't want it.

COSMO

I don't believe you.

Bishop lets it go.

BISHOP

I've lived in shadows for twenty years, Cosmo. I'm tired of it. It's boxes inside of boxes, doors within doors. It's too complicated. And I don't want it.

He turns again to go.

COSMO

The world isn't run by weapons anymore, or energy, or money. It's run by little ones and zeroes. Little bits of data. It's all just electrons.

BISHOP

I don't care.

Bishop starts to leave. Cosmo becomes a bit more desperate to make his point.

COSMO

There's a war out there, old friend, a World War. And it's not about who's got the most bullets, it's about who controls the information! What we see and hear, how we work, what we think! It's all about the information.

BISHOP

If you're smart...you'll destroy that thing.

He turns again to go.

COSMO

Don't go.

Bishop turns to see Cosmo looking ineffably sad.

BISHOP

Good luck, Cosmo.

Bishop gets to the ladder and climbs down from the roof.

Cosmo stands stock-still, completely alone. He looks down at the box. Something doesn't seem right. It doesn't seem to weigh enough. He pries off the top of the box and looks inside.

IT IS EMPTY. The white light of a panning SEARCHLIGHT flares onto him and sears him in its beam.

254 INT. SNEAKERS' VAN - NIGHT

254

Carl drives. Bishop takes ANOTHER BOX out of his backpack. He pries off the top. It's got all the electronics in it. And at the heart of it is Janek's large, black, shiny chip.

255 EXT. PLAYTRONICS GATES - NIGHT

255

The van crashes through the front gate and slows down just long enough for Crease and Mother to jump in and off it goes again.

256 INT. SNEAKERS' VAN - NIGHT

256

Bishop stares out the van's rear window at Playtronics as it recedes into the night.

DISSOLVE TO:

257 OMITTED

257

A258 EXT. SNEAKERS' LAIR - NIGHT

A258

A light is turned on near the entrance to the loft.

CREASE

I cannot believe we actually made it back.

258 INT. SNEAKERS' LAIR - NIGHT

258

As more lights get turned on.

CARL

You know what I can't believe?
We just pulled off the greatest
sneak in history...and we can't
tell anyone.

MOTHER

You know what I can't believe?
I can't believe tomorrow's
Thursday.

Just then, Mother turns on a light, revealing a MAN with
a gun.

*

MALE AGENT
National Security Agency.

Five other agents appear very quickly. They wear badges,
weilding shotguns and automatic pistols.

*

FEMALE AGENT

All of you -- step over here.
Hands over your head. Move.

From across the loft, the most SENIOR AGENT rises and starts walking toward Bishop.

SENIOR AGENT

Mr. Bishop? I'm Bernard Abbott.
We spoke on the phone. I believe
you have something that belongs
to me.

Bishop thinks for a beat, then smiles. But he doesn't hand it over.

BISHOP

(to his team)

It's interesting seeing the NSA
here, don't you think? I mean,
isn't the FBI supposed to do this
sort of thing?

CREASE

Absolutely. This is outside the
NSA's jurisdiction.

WHISTLER

Unless the NSA didn't want anyone
to know about Janek's little box.

CREASE

Hmm, I wonder why that would be.

From the look on Abbott's face, the Sneakers realize they are hitting pay dirt.

BISHOP

I keep thinking of something Greg
told me. He said our codes were
based on an entirely different
system than the Russian codes.
So this box wouldn't even work on
them. The only thing it's good
for...is spying on Americans.

MOTHER

So you mean with a box like this,
they could read the FBI's mail.

WHISTLER

Or the CIA's, or the White House...

CREASE

No wonder they don't want to share with the other children.

Abbott and the other agents exchange worried glances.

ABBOTT

What do you want, Mr. Bishop?

BISHOP

Clean up my record. And get out of my life.

ABBOTT

I don't have much choice, do I?

BISHOP

Not if you don't want to read about this in Newsweek.

Abbott thinks, then nods.

ABBOTT

Deal.

He reaches for the box. Mother interrupts.

MOTHER

Not so fast. I want a Winnebago.

ABBOTT

What?!?

MOTHER

Fully equipped.

ABBOTT

(bristling)

This isn't a car dealership, pal.

BISHOP

He wants a Winnebago.

Abbott looks at the box, sighs, and gives up.

ABBOTT

All right. A Winnebago.

Abbott reaches for the box. Crease blocks the way.

CREASE

I've never taken my wife to Europe.

(X)

ABBOTT
I'm sorry to hear it. Now -- give
-- me -- the -- box.

CREASE
You will buy me two round-trip,
first-class tickets to Lisbon,
Madrid, Athens and Scotland.

BISHOP
Don't forget Tahiti.

CREASE
And Tahiti.

ABBOTT
Tahiti's not in Europe.

CARL
Hey! When you get the box, then
you give us geography lessons.
Until then, the man goes to
Tahiti.

ABBOTT
Fine.

BISHOP
Carl?

Carl leans in toward Abbott, and speaks sotto voce.

CARL
This girl with the shotgun? Is
she single?

The team is as horrified as Abbott.

BISHOP
Think lovelier thoughts, Carl.

CARL
I just want her phone number.
Please.

BISHOP
Carl, we've got this bozo over the
biggest barrel in history. You
can have anything you want.

CARL
One date with the blonde. Please!

He's serious. Bishop turns to Abbott and shrugs.

BISHOP
Maybe a lunch. You can chaperone.

ABBOTT
No. I will not do this.

BISHOP
Abbie, Abbie, the FBI'd get him
twins!

ABBOTT
No!

FEMALE AGENT
Wait.

They all turn to her. She looks at Carl and speaks
carefully.

FEMALE AGENT
You could have anything you want,
and yet...you ask for me?

Carl nods. Their eyes are locked. They are smitten.

FEMALE AGENT
273-9164.

Abbott raises his eyes to heaven. The Sneakers melt.

CARL
I'm Carl.

FEMALE AGENT
I'm Mary.

ABBOTT
I'm going to be sick. Are we done
here?

BISHOP
Not yet. What about you,
Whistler? What do you want?

WHISTLER
Peace on earth, goodwill toward
men.

Abbott looks at the group, and realizes this is no joke.

ABBOTT
Oh, this is ridiculous.

BISHOP
No, he's serious.

WHISTLER
I want peace on earth, and
goodwill toward men.

ABBOTT

(angry)

We're the United States
Government! We don't do that sort
of thing.

WHISTLER

(insistently)

I want peace on earth, and
goodwill toward men.

BISHOP

You'll just have to try.

ABBOTT

(through gritted
teeth)

All right! I'll see what I can
do.

WHISTLER

That's all I ask.

They have pushed this man to the limit.

ABBOTT

Now, may I have the box?

Bishop hands the box to Abbott.

BISHOP

By the way -- it doesn't work.
It never did.

ABBOTT

That's not really important, is
it? The important thing is: none
of this ever happened. And this
box...did not exist.

BISHOP

Never saw it before.

ABBOTT

Remember that.

BISHOP

Don't ever give us reason to
forget it.

Abbott nods. The NSA agents exit, leaving the Sneakers
and Liz in the Lair. The sky is beginning to lighten a
bit -- it's just pre-dawn.

*

LIZ

Marty, I don't mean to be naive,
or anything, but...can't they just
hook it up and do awful things
with it?

Bishop pulls from his pocket a chip -- the same shiny chip
that powered Janek's box.

BISHOP

Nope.

259 EXT. PIER - DAWN

Bishop flips the chip into the water and they watch it
sink.

They all amble back toward the van. Bishop puts his arm
around Liz's shoulder.

LIZ

We're not getting back together
you know.

She looks serious. Bishop looks at her for a beat, then
laughs it off.

BISHOP

Yeah, right.

She smiles, puts her arm around him and they walk off.

FADE OUT

THE END