

THE GRIFTERS

screenplay by Donald Westlake

Based on the novel by Jim Thompson

Paul Kohner, Inc.
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Rev. 9-30-89

FADE IN:

Sc. 1 EXT. PALOMAS DOWNS - DAY

AN ANGLE establishing the race track, Palomas Downs, set among the beautiful mountains of New Mexico's Lincoln National Forest, as a white Chrysler turns in with a stream of cars moving toward the parking area.

AN ANGLE through the open driver-side window of the Chrysler at LILLY DILLON, 39 but looking younger, beautiful but cold and watchful.

WIDE SHOT, track in bg as Lilly parks the Chrysler, gets out, locks the car. As she walks toward the track, WIPE RIGHT, as SCENE TWO WIPES IN from the left. SCENE ONE CAMERA FOLLOWS Lilly as she walks across the large parking area. SPLIT SCREEN.

SCENE TWO:

Sc. 2 EXT. SIDE STREET - DAY

Irvine, a southwestern suburb of Los Angeles; a junior Silicon Valley full of young engineers and computer salesmen. ROY DILLON, 25, gets out of his orange Honda, picks up a large ledger book from the back seat, goes around to open the trunk.

AN ANGLE on the trunk, establishing the tools of the salesman's trade: catalogs, samples, ledgers full of manuals and product sheets. Roy adds the ledger from the back seat, shuts the trunk, walks away.

Sc. 3 EXT. 6TH STREET - DAY

Roy walks around the corner near a Bennigan's-type bar/restaurant. As he approaches it, WIPE LEFT, the two half-width scenes contracting to one-third each as SCENE THREE WIPES IN from the right.

1A SCENE ONE: Lilly approaches the track's entrance doors.

2A SCENE TWO: Roy approaches the bar.

SCENE THREE:

Sc. 4 EXT. SANTA MONICA BOULEVARD - DAY

A baby blue Cadillac parks in front of a jeweler.

AN ANGLE on the driver's door as MYRA LANGTRY, 36, gets out, carrying a small jewelry case. She's a billowing but compact bundle of woman with glossily black hair and direct darkly-burning eyes. At first glance, she looks somewhat like Lilly. (Myra always wears large dangly earrings, and usually wears big-lensed dark sunglasses.)

SIMULTANEOUSLY:

1B SCENE ONE: Lilly enters the track.

2B SCENE TWO: Roy enters the bar.

4A SCENE THREE: Myra enters the jeweler's.

WIPE RIGHT AND LEFT, as SCENE TWO takes FULL SCREEN.

Sc. 5 INT. BAR - DAY

AN ANGLE on a hurried bartender serving a NOISY lunchtime crowd. Roy slithers his way to the bar, beside a GUY amusing himself by standing a nickel on end.

ROY

Bet you can't do that with a quarter.

GUY

You kidding? Sure I can.

ROY

I'll give you a dime for every quarter you can stand on end.

GUY

It's a bet.

While the guy makes change with other customers and stands quarters on end, Roy turns his attention elsewhere, waving a bill in the air to attract the bartender's attention.

AN ANGLE on Roy as the bartender comes to him. Roy puts the bill on the bar, holding it down with one finger, as he SHOUTS his order. The bartender looks down.

BARTENDER'S POV: Roy's finger holds down a twenty dollar bill.

AN ANGLE steep over Roy's shoulder, the twenty visible, as the bartender hurries away to get the drink. Roy's hand makes a fist, swallowing the twenty, opens, pushing a ten out onto the bar, holding it there with one finger.

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AN ANGLE on the bartender returning with a draft beer, nodding to other ORDERS shouted to him along the way, putting the beer down, grabbing the bill without looking at it, hurrying away.

AN ANGLE on Roy, content, smiling, sipping his beer.

AN ANGLE on the bartender, hurrying by, slapping Roy's change down, moving on, Roy nodding acknowledgement, reaching out.

CU, the change, a ten dollar bill on top. Roy's hand closes over it.

TWO SHOT, Roy and the guy with the quarters, who gestures at them, all standing up, as Roy puts his change away.

GUY

Okay? Ten of them..

ROY

You're right. A dime for each of them. That's a dollar I owe you.

Roy puts a dollar bill in front of the guy, and in the same movement scoops up the ten quarters.

GUY

(outraged)

Hey!

ROY

That was a deal. A dime for every quarter.

Sc. 6 EXT. TOTE BOARD - DAY

WIDE SHOT, the tote board at the track, showing the shifting odds on the horses for the next race, the amounts bet.

CLOSE SHOT, number 3. Not much bet, odds 70 - 1.

Sc. 7 EXT. PALOMAS DOWNS - DAY

AN ANGLE on Lilly, frowning at the tote board. She carries a large heavy shoulderbag, which she opens, looking in it as though it were a file drawer.

AN ANGLE on Lilly studying the contents of her bag, the track beyond her, the mountains visible out beyond the track wall. Lilly moves.

AN ANGLE on a high-dollar betting window, as Lilly approaches, taking bank-banded wads of bills from her bag.

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Sc. 8 EXT. TOTE BOARD - DAY

A change of numbers sweeps across the board.

Sc. 9 EXT. PALOMAS DOWNS - DAY

Lilly moves away from the betting window, tucking betting tickets into her bag.

ECU, Lilly's bag, compartmented, with stacks of money, small envelopes and notes on notepaper in each compartment. Lilly carefully files the betting slips.

AN ANGLE on Lilly looking out at the tote board.

Sc. 10 EXT. TOTE BOARD - DAY

CU, number 3. Odds 32 - 1.

Sc. 11 EXT. PALOMAS DOWNS - DAY

AN ANGLE on Lilly, not satisfied. She turns and goes back.

AN ANGLE at the betting window as Lilly arrives and makes more bets.

Sc. 12 EXT. TOTE BOARD - DAY

CU, number 3. Odds 32 - 1. CROWD NOISE INCREASES. The numbers shift: odds 26 - 1.

CALLER (OC)

And they're off!

Sc. 13 INT. JEWELER'S OFFICE - DAY

Very quiet, stately; abrupt contrast with the track. A slow-ticking clock. Myra sits in the client's chair, while at the desk sits the JEWELER, a pleasant but overweight man of 40, who studies a jeweled bracelet through a loupe. He sighs, drops the loupe, shakes his head regretfully.

JEWELER

Mrs. Langtry, I'm sorry.

MYRA

Why? What's wrong?

JEWELER

(personal emotion mixed in)
You are a valued customer, as you know.

MYRA

But what's wrong?

JEWELER

I can't understand a thing like this. It's something you almost never see.

MYRA

What is?

JEWELER

(holding up bracelet)
This is some of the finest filigreed platinum I've ever seen. But the stone, no. They're not diamonds, Mrs. Langtry.

MYRA

But they must be! They cut glass!

JEWELER

(wry)
Glass will cut glass, Mrs. Langtry. Almost anything will. Let me show you a positive test for diamonds.

He hands her the loupe, takes an eyedropper from his desk, crosses to a sink in the corner, puts water in the eyedropper, brings it back. As Myra looks at the stones through the loupe, he drips a tiny amount of water on them.

JEWELER

See how the water splashes over them, slides off in a sheet? With real diamonds it won't do that. It clings to the surface in tiny droplets.

Myra, hopeless, takes the loupe from her eye and nods..

MYRA

I see it.

The jeweler returns to his seat.

JEWELER

I hope you're not too badly disappointed with us, Mrs. Langtry.

MYRA

It's not your fault.

JEWELER

You'll give us an opportunity to serve you again, I hope. If there's anything you think we might be interested in...

MYRA

I have only one thing now. Are you interested?

JEWELER

Well, I'd have to see it, of course.

MYRA

You are seeing it. You're looking right at it.

The jeweler is puzzled, then startled. He looks at Myra.

JEWELER

You know something, Mrs. Langtry? A bracelet like that very rarely happens. A fine setting and workmanship usually mean precious stones. It always hurts me when I find they're not. I always hope --
(faint sad friendly smile)
--I'm mistaken.

Sc. 14 INT. SECOND BAR - DAY

Another crowded lunchtime bar. A big beefy BARTENDER moves quickly, carrying a draft beer.

AN ANGLE on Roy, in position, finger holding bill down, as the bartender arrives, puts down the beer, reaches for the bill, stops, stares at the bill.

TWO SHOT, the bartender and Roy, as the bartender gives Roy a very cold look. He knows, and Roy knows he knows. Roy tries an innocent smile, which doesn't work. Roy moves.

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CU, the ten dollar bill, as Roy grabs it, but the bartender simultaneously grabs Roy's wrist.

AN ANGLE on Roy and the bartender as Roy tries to pull away and the bartender holds him with his left hand while reaching under the bar with his right. He comes up with a sawed-off baseball bat. Roy, seeing it, throws his free arm up to protect his head, but the bartender pushes the blunt end of the bat straight across the bar at a downward angle and hard into Roy's solar plexus, driving the air out of him and propelling him back away from the bar, leaving the ten. The nearest CUSTOMERS on both sides become aware that something happened, but nothing follows and they're already involved in conversations. The bartender scoops up the ten as he puts the bat away under the bar.

AN ANGLE on Roy, arms folded across his torso, staring in shock toward the bar, where the space he filled has already been closed in by other bodies. Nearly retching, he stumbles toward the door.

Sc. 15 EXT. PALOMAS DOWNS - DAY

AN ANGLE on four PEOPLE at a table, CHEERING a race, switching to disgust and despair when they lose, moving away from the table, leaving their betting tickets behind. Lilly passes by, smoothly and casually scoops up the tickets, moves on along a row of tables, here and there finding more tickets.

Sc. 16 EXT. STREET - DAY

Roy has been throwing up but is finished now. He's sprawled like a shot deer across the hood of his Honda, still clutching his stomach. A police car stops, the passenger COP gets out. He's stern and disapproving.

COP

One too many, mister?

ROY

(startled, but still sick)

What?

The cop's sniffing, trying to smell liquor on Roy's breath, but failing. He's still suspicious, though.

COP

Never mind. Let's see your driver's license.

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Roy fumbles his wallet out, opening it wide. The cop registers the thick wad of bills, the variety of credit cards, and becomes less hostile. Roy hands over his license, which the cop barely looks at, as his manner switches to concern.

COP

You seem pretty sick, Mr. Dillon.

ROY

(shaky)

A bad shrimp, I think. It didn't quite taste right when I was eating it. I'm getting over it, though. *

COP

Want us to take you to a doctor?

ROY

No, I'm fine now. Thanks, anyway. Still got a lot of clients to see.

COP

Take it easy, now.

ROY

Oh, I will.

OMIT SC. 17

OMIT SC. 18

(OMIT SC. 18 CONT'D)

Sc. 19 EXT. PALOMAS DOWNS - DAY

Late afternoon. AN ANGLE on the parking area, where almost all the cars are gone and the few remaining are widely separated. The white Chrysler is one of these. Lilly walks to it from the track entrance.

AN ANGLE on the Chrysler as Lilly opens the trunk, puts her bag inside.

CLOSE UP, Lilly and the trunk. She takes betting tickets from her bag, sorts them, files them in envelopes in different compartments, puts some to one side, then sorts through these separated tickets, throwing some away, keeping some. She takes money from the bag, puts tickets in, closes the bag with the money on the trunk floor. Reaching farther in, she lifts the pad deep inside the trunk, lifts the metal floor panel, and reveals a cache mostly filled with money. She adds today's skim, puts everything away, puts the bag back on her shoulder, closes the trunk.

Sc. 20 EXT. OCEAN VIEW - DAY

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AN ANGLE on a sign indicating the direction to Los Angeles. CAMERA PANS to pick up Roy's Honda running up the ramp, joining the stream of Los Angeles-bound traffic.

Sc. 21 EXT. BRYSON APARTMENTS - DAY

A shabby apartment hotel on Wilshire. An exterior hall-balcony on each floor has the entrance doors to the front apartments. Roy's Honda makes the turn and enters the basement garage.

Sc. 22 INT. BRYSON LOBBY - DAY

Modest but clean. The owner, SIMMS, a sloppy garrulous old bore, talks with a potential RENTER.

SIMMS

Put it this way, now. Say I rent to a woman, well, she has to have a room with a bath, because otherwise she's got the hall bath tied up all the time, washing her goddamn hair and her clothes and everything she can think of.

In bg, Roy, still in pain, comes out of the elevator, waves to Simms, who waves back without pausing in his monologue, and crosses to the mailboxes.

SIMMS

I had my first hotel thirty-seven years ago in Wichita Falls, Texas, and that's where I began to learn about women. They just don't make the money, you see, for a place like this, not regular they don't, and there's only one way they can get it. By selling their stuff, you know; tapping them cute little piggy banks they all got.

Roy, carrying his junk mail and pretending not to be in pain, crosses to Simms.

ROY

Mr. Simms.

SIMMS

(fawning)

Why yes, Mr. Dillon. Here's a potential new neighbor, looking at--

ROY

(uninterested)

Uh huh. Mrs. Langtry may drop by.

Simms doesn't like Mrs. Langtry, but can't say so.

SIMMS

I'll send her right up.

Roy goes back to the elevator.

SIMMS

At first, they just do it now and then, just enough to make ends meet. But pretty soon they got the bank open twenty-four hours a day; why the hell not, is the way they see it. All they got to do is open up that cute little slot, and the money pours out; and it's no skin off their butts if they give a hotel a bad name. But that's the way the gravy stains, as the saying is, and I don't fight it.

In bg, Roy enters the elevator.

SIMMS

Now, that Mr. Dillon there, that's the fine type of person I have in mind for here. Like yourself, I have no doubt. He's a salesman, regular as clockwork, has a suite here. Fine man. You can keep your women.

Sc. 23 EXT. HIGHWAY PHONE BOOTH - DAY

Lilly's white Chrysler is parked next to an open-air phone. Traffic whizzes by. Lilly talks on the phone, with pen and notebook at the ready. The racetrack is visible in the bg.

LILLY

I'm done here. Do I come back to Baltimore?

Sc. 24 INT. BOOKIE OFFICE - NIGHT

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A bookie's boiler room. AN ANGLE on IRV, the accountant, sitting at a desk covered with ledgers, computer printouts, etc. Through the windowed wall behind him we see the boiler room: rows of desks, CLERKS on the phone and the VDTs. On high shelves TV monitors show horse races and baseball and basketball games.

IRV

Bobo wants you to go on to La Jolla.

INTERCUT PHONE BOOTH AND OFFICE

LILLY

La Jolla? I never go out to California. That's a thousand miles from here.

IRV

Nine hundred. Bobo needs somebody to handle playback this time. Come on, Lilly, you don't argue with Bobo.

LILLY

(fatalistic)

I know.

IRV

Take two, three days. Call when you get there.

LILLY

Maybe I'll swing around Los Ang-gleez on the way.

This is Lilly making the best of the situation. She listens a bit more, GRUNTS a farewell, hangs up, moves to her car.

Sc. 25 INT. LIVING ROOM - DAY

Hotel furniture, shabby and anonymous. On the walls, contrasting with everything else, are two crying-clown pictures on black velvet, mounted in big boxy frames. The phone is on an end table with a drawer in it. Roy, talking on the phone, is cute and playful, but covering aggression, a determination to have his own way.

ROY

You could be here in ten minutes. Well, don't you want to see me? No, honey, I can't go there.

Sc. 26 INT. CHRYSLER - DAY

Lilly's parked near a mailbox in a suburb. She finishes addressing an envelope, then carefully counts out a bunch of betting slips, puts them in the envelope, puts a stamp on the envelope, gets out and mails the letter.

Sc. 27 INT. BEDROOM - DAY

Roy's. Anonymous hotel furniture. Roy, in bed, tosses a quarter, speaks as it hits the back of his left hand.

ROY

Smack.

His right hand moves slightly atop the left hand, feeling the quarter against his palm. He concentrates, is doubtful.

ROY

Heads?

He looks, is pleased. He feels the quarter between thumb and forefinger, then rubs each side of the coin against his right palm, then flips it again.

ROY

Smack. Heads.

He's about to repeat when a wave of weakness comes over him. He sits back, gasping, but won't acknowledge the problem. He forces himself to flip the coin, misses catching it, finds it on the blanket, flips it again, slaps it onto the back of the other hand, looks away.

ROY

Tails.

Right again. He prepares to flip the coin, but then his hand sags onto the covers, his chin drops, his eyes glaze. MINTZ, * a conman in his fifties, partially appears, hovering beside the bed.

MINTZ

Whadya want, kid?

*
*

Sc. 28 EXT. BUS DEPARTURE AREA - DAY

Weary bored people sit around waiting. Roy, 17, sits beside Mintz, who's doing card tricks for his own pleasure.

ROY

Let me see how you did that one.

MINTZ

Scram. Go home.

ROY

I can't. I just left home.

MINTZ

You're too young. You should be in school.

ROY

I am in school.

Mintz peers at him, taking an interest. Then he holds up the five of spades, shows it to Roy, puts it back in the deck, shuffles, shows Roy the deck.

MINTZ

Where's the five?

ROY

In your other hand.

Mintz grins slowly, turns his hand over with the palmed card showing.

MINTZ

Good. You just learned something.
Goodbye.

ROY

Goodbye? I want to learn
everything.

MINTZ

You want to be a grifter?

Roy's never heard the word before, but he knows it's what he wants.

ROY

Grifter. Yes.

MINTZ

Not partners. That's the first lesson. It cuts your score in half, right down the middle. Worse than that, you take a partner, you put an apple on your head and hand the other guy a shotgun. Grifters -- and you're one, all right -- grifters got an irresistible urge to beat a guy who's wise. There's nothing to whipping a fool; hell, fools are made to be whipped. But to take another pro, even your partner, that knows you and has his eye on you, that's a score. No matter what happens. So, you want to learn a couple tricks? I'll teach you a couple tricks. But I don't let you in my pocket.

ROY

It's a deal.

MINTZ

Forget the long con. If the fool tips, you're caught, and you'll do time. And don't dress like that, showing off, a blind man could spot you. Give me twenty dollars.

Mintz rises as Roy gets out a twenty dollar bill and hands it to him. Mintz pockets the bill.

MINTZ

Come around tomorrow, I'll take you again.

Mintz walks away. Roy watches, astonished, then bursts out laughing.

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SC. 29 INT. BEDROOM - DAY

Roy, unconscious, half laughs and half coughs. Mintz
fades in and out, watching, reserved but sympathetic.
Then Mintz smiles and Roy frowns, very serious.

ROY
(whispered)
How much can I bet?

Sc. 30 INT. PASSENGER TRAIN - DAY

The train runs through a forest, tree shadows making a light-and-dark pattern. Roy, four or five years younger, sits with a three-card-monte gang, consisting of a DEALER, a spectacled SHILL beside him, Roy facing the dealer, a ROPER next to Roy. On a briefcase on the dealer's lap are three cards, face up: An ace and two deuces. Across the aisle, alone in the seats, sits MINTZ, a conman in his fifties, pretending not to watch, but watching with amusement.

DEALER

That's between you two. I got nothing at stake here, I'm just dealing.

SHILL

What if we both guess wrong? You aren't gonna take...

The dealer turns aside, allowing himself to be distracted. He and the shill ARGUE nonsensically. The roper nudges Roy, then reaches out and crimps the ace. Roy's doing a wide-eyed bumpkin kid; he stares at the roper in delight and amazement.

AN ANGLE on the shill, arguing with the dealer but looking toward Roy and the roper, then increasing the force of his argument.

AN ANGLE across the amused Mintz at the roper whispering to Roy.

TWO SHOT, Roy and the roper.

ROPER

We got him now! Put down that big bill you got.

ROY

(whispered)

The fifty or the hundred?

ROPER

The hundred! Hurry!

ROY

(doubtful)

The ace is what I want?

The roper's having trouble keeping his patience.

ROPER

Sure it is!

TWO SHOT, the dealer and the shill, fake-squabbling, Roy and the roper seen in bg between their faces, Roy finally bringing out his wallet, withdrawing a bill. Relieved, the dealer and the shill cut the crap.

AN ANGLE on the group as Roy puts his hundred dollar bill on the briefcase.

ROY
Is that okay?

The shill pulls a messy wad of bills from his inner pocket, uses most of it to cover the bet.

SHILL
You're damn right that's okay.

DEALER.
(picks up the cards)
Whoever finds the ace, wins.

ECU, the dealer's hands, shuffling the cards at lightning speed. He deals the cards out face down.

Sc. 31 INT. BEDROOM - DAY

CU, Roy's sweat-covered face, eyelids fluttering. Mintz is gone.

ROY
(whispered)
Dark in here.

Sc. 32 INT. PASSENGER TRAIN - DAY

AN ANGLE on the group. Roy squints at the cards, light and dark playing on his face.

ROY
Too dark. I just can't see.

Casually, but too quickly to be stopped, he reaches across and plucks the shill's glasses off.

ROY
Let me borrow these, will you?

AN ANGLE across Mintz, surprised and amused, at the group in bg, in consternation as Roy puts on the glasses and looks down at the cards.

ROY
Now, that's better.

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ROY'S POV: The glasses are 'readers.' Through them, a large gray 'A' can be seen on the back of one of the non-crimped cards. Roy's hand reaches out and flips it over. It's the ace of spades.

PREVIOUS SHOT, as Roy carelessly hands the shill back his glasses and smiles at the dealer.

ROY

You do have a hundred dollars,
don't you?

The dealer is ashen, suddenly afraid.

DEALER

Yeah. Just.

OMIT SC. 33

OMIT SC. 34

OMIT SC. 35

Sc. 37 INT. BEDROOM - DUSK

Roy, unconscious, smiles faintly. SOUND of key in lock, door OC OPENS and SHUTS. Myra enters the bedroom, sees Roy, gives him a sardonic look.

MYRA

Well, that's fine. Two months we know each other, you're so bored you fall asleep before I get here.

Roy wakes up, startled, then switches to a lazy grin.

ROY

When you're not here, all I can do is dream about you.

She crosses to stand against the bed and frowns down at him.

MYRA

You stink. I hate you.

He reaches up lazily and strokes her breasts.

ROY

The twins seem to be restless. Maybe we should put them to bed.

MYRA

You know what I'm going to do? I'm going to smother you.

ROY

Death, where is thy sting?

She falls forward onto him, embracing him, his head imprisoned between pillow and breasts. She kisses the top of his head, then LAUGHS SOFTLY and rolls off to lie beside him on the bed. He rears up, grinning at her.

ROY

You smell good, Myra. Like a bitch in a hothouse.

MYRA

Darling! What a beautiful thing to say.

ROY

(thoughtful)
Maybe you don't smell good. . .

MYRA
I do, too. You just said so.

ROY
It could be your clothes.

MYRA
It's me! Do I have to prove it?

ROY
Naturally.

She starts disrobing.

Sc. 38 EXT. MOTEL - DUSK

*

The same mountains in bg as at the track. Lilly carries two small bags from her motel room, puts them on the back seat of the Chrysler, gets behind the wheel, drives away.

OMIT SC. 39

Sc. 40 INT. BEDROOM - DUSK

*

Roy lies supine on the bed, semi-conscious, half-covered by a sheet. Myra enters.

MYRA
Wore you out, did I? It's a good
woman you can't keep down, baby.

Roy starts to get up, but falls back wincing.

MYRA
What's up?

ROY
Nothing. Bumped into something.

MYRA
(just noticing)
You've got a bruise there.
(touches it)
there.

ROY
(pulls painfully away)
Ow!

*

MYRA
(sudden concern)
I'm sorry, Roy, I didn't know.

ROY
It's okay, it's getting better.

MYRA
What you want is a few days off.

ROY
(arch)
Oh, is that what we want? A few evenings on the town? A fling in Las Vegas?

MYRA
(maternal)
You couldn't afford that.

ROY
(curt)
Surprise. I wouldn't even make you pay your own way.

She rumples his hair affectionately.

MYRA
Now, Roy. That isn't what I have in mind anyway. If we go someplace, it ought to be at the other end of the street. You know. Relaxed and quiet, so we can talk for a change.

ROY
Well, LaJolla's nice this time of year.

MYRA
LaJolla's nice any time of year. But are you sure you can afford--

ROY
(mock outrage)
What? Again? Is there no way to shut this woman up?

MYRA
Not till you get your strength back. Give me a call, baby.

ROY
You know I will.

Myra waves and leaves. Roy keeps smiling till she's out of sight, then looks worried. He gingerly touches his wounded stomach, then lies back, weak. He wipes sweat from his forehead, then looks at his hand, surprised at how it's shaking. Nervous, worried, weary, he lies there and waits for strength. His eyes close.

Sc. 41 EXT. HIGHWAY - NIGHT

Mountainous wide interstate, empty except for a few big trucks. Lilly's Chrysler drives by.

Sc. 42 INT. CHRYSLER - NIGHT

Lilly drinks a styrofoam cup of coffee as she drives.

Sc. 43 EXT. HIGHWAY - DAY

AN ANGLE on a large sign indicating "Los Angeles" straight ahead. CAMERA PANS DOWN and around 180o to face the several lanes of heavy Los Angeles-bound traffic. LONG BEAT. Hundreds of cars rush by. CAMERA PANS with Lilly's white Chrysler as it comes along in the stream.

AN ANGLE through the Chrysler's left side window at Lilly, driving, concentrating, biting her left thumbnail. She becomes aware that's what she's doing, shakes her head in irritation: She's trying to break herself of this habit. Ostentatiously she tucks the thumb into her fist, rests the fist on top of the steering wheel, where she can keep an eye on it.

HIGH ANGLE on the westbound lanes. The Chrysler passes. Soon it's out of sight among all the other cars. LONG BEAT.

Sc. 44 INT. BEDROOM - DAY

Phone RINGS. Roy lies unmoving. Phone RINGS. Roy stirs, feeble. Phone RINGS. Roy sits up, bleary, switches on a light, grabs the phone.

ROY
What?

SIMMS (VO)
Simms, Mr. Dillon.

Roy's getting his orientation back, looking around, surprised to find himself still in bed.

ROY

Sure, Simms. What can I do for you?

Sc. 45 INT. BRYSON LOBBY - DAY

Simms on the phone, Lilly waiting.

SIMMS

A visitor, Mr. Dillon. A very
attractive young lady. She says--
(tactful laugh)
She says she's your mother.

Sc. 46 INT. BEDROOM - DAY

Roy's surprised but not very pleased.

ROY

Send her up.

He hangs up the phone, struggles shakily out of bed, reaches
for his clothes.

OMIT SC. 47

*

Sc. 48 EXT. ROY'S APARTMENT -DAY

Lilly comes out to the balcony and along it to Roy's door,
which stands ajar. Abruptly hesitant, she pauses, looking in.

ROY (OC)

Come on in, Lilly.

Sc. 49 INT. LIVING ROOM - DAY

Lilly enters. Roy is dressed and looking all right, but moving
slowly, weakly. He's very held-in, clenched; she's insecure.

LILLY

Hi, Roy. Long time no see.

ROY

Eight years. I'm making coffee, you
want some? It's just instant.

LILLY

That'd be nice.

Roy exits to the kitchen. Lilly wanders around the room, then pausing to frown at the clown pictures; she doesn't understand why he has them. *

Roy enters with two cups of coffee. He sees her looking at the clown picture, and tenses, speaks too quickly and too loudly.

ROY

Here we are. Come sit down, Lilly.
What are you up to these days?

Lilly sits, accepting a cup.

LILLY

Handling playback money at the tracks. I'll be going back to Baltimore as soon as the races down at La Jolla are over. *

ROY

An easy life.

LILLY

Usually. You got a great view, Roy.

ROY

(deadpan)

I guess you've been getting my Christmas cards. *

LILLY

You always did have a sense of humor. *

ROY

I'm glad to see you, Lilly, I'd have been hurt if you hadn't dropped by. *

LILLY

I'm glad to see you, too, Roy.

She makes an ironic gesture at the apartment.

LILLY

Though I'm not sure what you're up to.

The coffee's making Roy feel worse. He tries to hide it.

ROY

Up to? I'm not up to anything, Lilly.

LILLY

You can't kid me, Roy. You know,
you've got so much more on the ball
than I ever did, and... You know what
it does to a person. I--

Roy's increasing weakness makes it harder to slough off
Lilly's pressure. His response is both sharper and weaker
than he'd have wanted.

ROY

Lilly-- Lilly, mind your own damn business.
I'm...

The coffee cup falls from Roy's hand to the floor. He sits
glazed, trying to do something, failing. Lilly jumps up.

LILLY

Roy? What is it?

She crosses to him, touches his face, recoils.

LILLY

You're ice cold!

ROY

(feebly)

No sweat, Lilly.

He becomes agitated, arms and legs moving weakly, head tossing.

ROY

Don't laugh at me! I--

LILLY

Laugh! I'm not laughing, honey!

With one hand, she feels his forehead, while the other feels
his wrist for his pulse.

LILLY

It isn't a fever. Did somebody hurt
you, Roy?

ROY

(fading)

Hit . . . stomach . . . days ago.

Lilly turns, moves fast to the phone, punches out a number.

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SC. 49 (Cont'd)

25A

LILLY

Doctor Mitchell. Lilly Dillon, doctor, *
I work for Justus Amusement Company out
of Baltimore, and-- What? Don't you *
brush me off, buster! If I need to get *
Bobo Justus to call you...All right *
then. Let's see how fast you can get *
here.

AN ANGLE on Roy. His eyes close. He looks dead.
SLOW FADE.

Sc. 50 EXT. BRYSON APARTMENTS - DAY

Roy, unconscious, is wheeled on a gurney toward an ambulance, accompanied by Lilly and the DOCTOR, a nervous heavysset man in his fifties trying to maintain a false heartiness. Simms, worried, stands in bg.

DOCTOR

Sorry about the misunderstanding on the phone, *
Mrs. Dillon. And I'm very sorry about your *
son. Hard to believe such a strapping young *
man could be your son.

LILLY

Never mind that. Just take care of him.

DOCTOR

Mrs. Dillon, he has had an *
internal hemorrhage, he's bleeding
to death inside.

LILLY

Well, make it stop!

DOCTOR

His blood pressure is under a
hundred. I don't think he'll live
to get to the hospital.

LILLY

(icy, stern)

You know who I work for.

He's uncomfortable, wants to dismiss that part of his life.

DOCTOR

Yes, yes, but that's--

LILLY

My son will be all right. If he
isn't, I'll have you killed.

Lilly follows Roy into the ambulance. The door is closed. The ambulance drives off, leaving the doctor, in shock, staring after it.

Sc. 51 INT. AMBULANCE - DAY

Lilly sits looking at Roy.

OMIT SC. 52

Sc. 53 INT. HOSPITAL ROOM - DAY

Lilly, 14, awkward and appalled, with her new baby.

OMIT SC. 54

OMIT SC. 55

OMIT SC. 56

Sc. 57 INT. HOSPITAL ICU - DAY

*

Roy unconscious in bed. A NURSE fusses around him, then heads for the door, as Lilly enters.

NURSE

Mrs. Dillon. Hello.

LILLY

No change?

NURSE

The doctor's very hopeful, Mrs.
Dillon. It shouldn't be long now.

Lilly ignores the well-meaning words, and crosses to look at Roy. The nurse exits. Lilly stands watching Roy.

Sc. 58 EXT. BEACH - DAY

Lilly, 19, in a bathing suit, stands near an ice-cream vendor, 5-year-old Roy in a bathing suit beside her. She holds two ice cream cones, both up at shoulder level. One she eats. Roy hops around her, reaching upward.

ROY

Gimme mine! Gimme mine!

Lilly finishes her ice cream, considers the situation, gives Roy the empty cone, saunters away toward the beach eating the second ice cream cone. Roy, outraged, throws the empty cone away and chases after her.

ROY

You're mean! Just a dirty old pig,
that's all!

She won't take such crap. She turns and swings backhanded at him. Roy skips out of the way.

LILLY

Don't you call me names, you snot!
I'll learn you.

Roy dances out of range, sticking his tongue out at her.

ROY

Learn! Learn! Don't even know
enough to say teach!

LILLY

I do, too! I did say teach!

She becomes aware of PASSERSBY observing the scene. Archly, she gives him the half-eaten cone.

LILLY

Oh, go ahead. I'm finished anyway.

She struts off. He looks at his half-eaten cone, looks resentfully after Lilly. Slowly he moves forward, licking the cone, trailing after Lilly.

Sc. 59 INT. KITCHEN - TRAILER PARK- DAY

*

Small and messy. Lilly prepares to put two TV dinners in the oven. She's 22, dressed like a secretary, not dressed for the kitchen. Roy enters, crying. She gives him a not-you-again look.

LILLY

Now what?

ROY

Look what they did to my arm!

He shows her a bruised and swollen arm. She shrugs, disdainful.

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LILLY

Only one arm?

She turns her back on him.

ROY

They knocked out my tooth!

LILLY

(careless)

Only one tooth?

ROY

But they're mean! They gang up on me!

LILLY

What are you kicking about? They may kill you, but they can't eat you.

OMIT SC. 60

OMIT SC. 61

OMIT SC. 62

OMIT SC. 63

OMIT SC. 64

OMIT SC. 65

OMIT PAGE 30

Sc. 64 INT. LIVING ROOM - DAY

Roy, 15, handsome, self-assured, sprawls on the sofa, murmuring on the phone to a girl. He wears only a towel.

ROY
Sure they like you. If I like you,
they'll like you.

He becomes aware of Lilly in the doorway, and shifts to put his back to her. She immediately withdraws.

ROY
Listen, I better get off. I'll call
you.

Sc. 65 INT. FRONT HALL - DAY

Lilly's gone back to the mail. Roy comes to the doorway, and she turns to smile at him. The relationship has changed. Now that Roy is old enough to be independent, Lilly's the one who's become dependent. And Roy's getting even.

LILLY
Hello, Roy.

ROY
Something wrong, Lilly?

LILLY
What? No, it was just a long trip,
that's all.

ROY
I'm in the way here. I'll clear
out, leave you alone.

LILLY
(distressed)
No, Roy. Why? I like us being
together.

ROY
(mean grin)
You're just being polite, Lilly, I
know you. I'll get out of your way
right now.

Lilly doesn't want him to leave, but doesn't know how to plead.

Sc. 66 INT. HOSPITAL ICU - DAY

*

ECU, Roy in a hospital bed, with more color in his face, breathing more normally. He begins to react to the sound of people speaking.

MYRA (OC)

No, really, you're Roy's mother?
That's impossible!

LILLY (OC)

Not quite. But I'm not sure who you
are, Mrs. . . . Langtry, was it?

Roy's eyes open, he looks toward the voices.

MYRA (OC)

I'm Roy's friend.

WIDE SHOT, Lilly and Myra facing one another across the foot of the bed. Neither of them is yet aware that Roy's awake. Lilly looks Myra up and down, with obvious contempt.

LILLY

Yes. I imagine you're lots of
people's friend.

Myra moves one pace to the side, studying Lilly's face.

MYRA

Oh, of course, now that I see you
in the light, you're plenty old
enough to be Roy's mother.

LILLY

(sweet smile)
Aren't we all?

ROY

(very weak, but amused)
Play nice. Don't fight.

The women, startled, both move toward Roy, one on each side of the bed.

THREE SHOT, Myra and Lilly both leaning over to look down at Roy's sleepy face.

MYRA

Darling!

LILLY

Roy. You're going to be all right.

ROY

(cold)

Sure I am.

(turns to Myra)

What am I doing in here?

MYRA

You were bleeding inside, honey.
Remember that bruise you had?

ROY

You called the doctor, huh?

MYRA

(reluctant)

Well, no, Roy. Your mother did.

ROY

(tossing it away)

Oh, yeah?

(very casual, to Lilly)

Thanks.

(back to Myra)

How long do they say I'm in here?

Myra's willing to fight with Lilly, but Roy's attitude toward his mother makes her uncomfortable.

MYRA

Roy . . . Your mom saved your life.

Roy turns his head, gives Lilly an ironic smile. Lilly waits, holding herself in.

ROY

Yeah? Only one life?

She nods, accepting that, but then responds.

LILLY

Second time I gave it to you.

*

Roy gives her a cold smile, then turns to Myra for the ironic explanation.

ROY

I was kind of . . . inconvenient
. . . for Lilly. In fact, I used
to be her kid brother. Or so she'd
say.

Lilly has nothing but contempt for Myra. To be humiliated in front of Myra -- and by her son -- is the worst thing that could happen to her. She makes as dignified an exit as she can.

LILLY

Well . . . You're all right now, I
guess. It's a two hour drive and I'm
late. I have to get down to the
track.

*

ROY

(reluctant, but it's necessary)
Thanks, uh, Lilly.

LILLY

(awkward laugh)
Don't mention it.

ROY

I guess I owe you my life.

LILLY

(faint smile)
You always did.

Lilly exits. Myra looks after her, curious.

MYRA

"Down to the track?"

Roy will not talk about this, with anyone. His response is cold, closing the subject.

ROY

La Jolla. Her job.

*

MYRA

(bright smile)
I want to know everything about
you.

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ROY
(easy grin)
You do. And once I'm out of here,
I'll remind you of the best parts.

They smile flirtatiously at one another, both with their minds
on other things.

Sc. 67 EXT. TURF PARADISE - DAY

MONTAGE:

- 1) The track and crowd. CROWD NOISE.
- 2) The tote board, with the names we're about to hear, and
with Bluebell prominent at 75 - 1.
- 3) The horses breaking out of the gate.

ANNOUNCER (VO)
And they're off!

Sc. 68 EXT. APARTMENT HOUSE - DAY

Myra's; a little seedier than Roy's. JOE the manager, a slob,
stands brooding in the doorway, straightens up when Myra's
Cadillac parks out front. His manner is that of a weak man
who's determined to be strong.

AN ANGLE on Myra, walking toward the entrance, seeing Joe,
looking briefly harried, then putting on a blithe manner.

MYRA
Don't tell me. You're Addison Simms
of Seattle, and we had lunch
together in the fall of 1902.

JOE
Listen, Myra.

Myra's joking is a desperate defensive measure.

MYRA
(mock serious)
Joe, how's your wiry zone? Are
hidden germs lurking in your nooks
and crannies?

JOE
This is your last warning. You got
to settle your bill today.

MYRA

(arch)

Now, Joe. Don't I always pay my bills? One way or another?

JOE

Only one way this time. I mean it.

Myra sweeps past him, talks as she walks briskly away.

MYRA

Stop getting up nights, men. You too could learn to dance. All you need is the magic step. It's as simple as one-two-three.

She disappears up the interior stairs. Joe broods after her.

Sc. 69 EXT. HIGHWAY - DAY

Endless crowded traffic moves in slow clogged fashion southward. CROWD NOISE.

ANNOUNCER (VO)

Around the turn, Celedon Star on the rail, Blue's Bay on the outside, Call Me Hap holding third. *

Lilly's Chrysler passes.

Sc. 70 INT. CHRYSLER - DAY

Lilly, extremely worried, crouches over the wheel, chewing her thumbnail. CROWD NOISE CONTINUES.

ANNOUNCER (VO)

Troob-A-Dor breaks out of the pack! *

Lilly, frightened, raises the radio volume.

ANNOUNCER (VO)

Into the stretch, with Troob-A-Dor coming up strong on the outside. *

LILLY

(whispered prayer)

No, Troob-A-Dor. No. *

Sc. 71 EXT. HIGHWAY - DAY

Anonymous traffic, heavy, clogged. CROWD NOISE CONTINUES.

MYRA

(arch)

Now, Joe. Don't I always pay my bills? One way or another?

JOE

Only one way this time. I mean it.

Myra sweeps past him, talks as she walks briskly away.

MYRA

Stop getting up nights, men. You too could learn to dance. All you need is the magic step. It's as simple as one-two-three.

She disappears up the interior stairs. Joe broods after her.

Sc. 69 EXT. HIGHWAY - DAY

Endless crowded traffic moves in slow clogged fashion southward.
CROWD NOISE.

ANNOUNCER (VO)

Around the turn, Yellow Day on the rail, Here's Groucho on the outside, Six-Pack holding third.

Lilly's Chrysler passes.

Sc. 70 INT. CHRYSLER - DAY

Lilly, extremely worried, crouches over the wheel, chewing her thumbnail. CROWD NOISE CONTINUES.

ANNOUNCER (VO)

Bluebell breaks out of the pack!

Lilly, frightened, raises the radio volume.

ANNOUNCER (VO)

Into the stretch, with Bluebell coming up strong on the outside.

LILLY

(whispered prayer)

No, Bluebell. No.

Sc. 71 EXT. HIGHWAY - DAY

Anonymous traffic, heavy, clogged. CROWD NOISE CONTINUES.

ANNOUNCER (VO)

Coming to the far turn, it's Celedon
Star and Call Me Hap, with Troob-A-Dor a
strong third on the outside, Blue's Bay
back in the pack. Around the far turn, holding
steady, coming down the stretch it's Celedon
Star by one length, Call Me Hap and
Troob-A-Dor neck-and-neck, Troob-A-Dor
pressing hard, Troob-A-Dor, and the
winner by half a length, Troob-A-Dor!

The Chrysler pulls off the road, stops.

Sc. 72 INT. CHRYSLER - DAY

Lilly, terrified, sits and trembles.

Sc. 73 INT. LIVING ROOM - DAY

Myra's. KNOCK on the door. Myra enters from within the apartment. Her expression cynical, she crosses to the door, opens it, and Joe thrusts a four-page bill at her.

JOE

(determined)

Your bill.

She looks at it, flips the pages.

MYRA

A lot of money, Joe. You wouldn't have padded it.

JOE

You owe every doggone cent.

MYRA

(hard teasing)

Maybe I could get the dough from your wife, d'you suppose? Maybe your kids would crack their piggy banks?

Fright makes Joe bluster.

JOE

You go near my family and I'll
. . . I'll . . .

ANNOUNCER (VO)

Coming to the far turn, it's Yellow Day and Six-Pack, with Bluebell a strong third on the outside, Here's Groucho back in the pack. Around the far turn, holding steady, coming down the stretch it's Yellow Day by one length, Six-Pack and Bluebell neck-and-neck, Bluebell pressing hard, Bluebell, and the winner by half a length, Bluebell!

The Chrysler pulls off the road, stops.

Sc. 72 INT. CHRYSLER - DAY

Lilly, terrified, sits and trembles..

Sc. 73 INT. LIVING ROOM - DAY

Myra's. KNOCK on the door. Myra enters from within the apartment. Her expression cynical, she crosses to the door, opens it, and Joe thrusts a four-page bill at her.

JOE

(determined)

Your bill.

She looks at it, flips the pages.

MYRA

A lot of money, Joe. You wouldn't have padded it.

JOE

You owe every doggone cent.

MYRA

(hard teasing)

Maybe I could get the dough from your wife, d'you suppose? Maybe your kids would crack their piggy banks?

Fright makes Joe bluster.

JOE

You go near my family and I'll
. . . I'll . . .

MYRA
(tiring of it)
Oh, don't wet your pants, for
Christ's sake.

She turns away, carrying the bill, and crosses to the interior door. Joe enters, cautiously, closing the door behind himself. Not looking back, Myra exits.

Sc. 74 INT. BEDROOM - DAY

Very messy. Clothing, purses, paper bags and plates on the bed. Myra picks up one side of the blanket, flips it over the mess, rolls the whole mass off the bed on the far side, onto the floor between bed and wall. She turns to the dresser, takes a roll of money from her bag and places it prominently on the dresser, then starts to disrobe.

Sc. 75 INT. LIVING ROOM - DAY

Joe paces, practicing his I'm-serious expressions.

MYRA (OC)
Come in, Joe.

Joe scurries into the bedroom.

Sc. 76 INT. BEDROOM - DAY

Myra, naked, lies posed on the bed. Joe stares at her, refuses to be sidetracked.

JOE
The money.

MYRA
(points to dresser)
There it is.

Joe looks at the money, back at Myra. He's weakening.

MYRA
The automatic clutch, Joe. It comes with the deluxe upholstery and the high-speed wiry zone.

JOE
Please, Myra. Please. I've been good to you, I've let you stay month after . . . You will, won't you? Just . . .

MYRA

Can't be done, Joe. All passengers must pay as they enter. No free passes or rebates. That's a strict rule of the Intercourse Commerce Commission.

JOE

Please. You got to. You just got to. Oh, God, don't make me.

MYRA

Only one choice to a customer. The lady or the loot. What's it gonna be?

Joe struggles; loses; runs to jump on the bed, covering Myra with his body. She pats his back, then starts to LAUGH. He rears up, defensive, humiliated.

JOE

What are you laughing at?

Now that she's won, Myra's no longer hostile, is even conciliatory.

MYRA

Nothing. Never mind, Joe. It's just, I was remembering, at lunch, on the menu it said, 'Today's Special. Broiled hothouse tomato under generous slice of ripe cheese.'

She laughs again, with a break in her voice, and wraps her arms around him.

Sc. 77 INT. HOSPITAL ROOM - DAY

Roy, very comfortable in pajamas and robe, sits in a wheelchair beside the bed, with magazines lying handy on the bed. Myra paces, tense.

MYRA

Roy?

ROY

(barely listening)

Mm?

MYRA

What happens when you get out of here?

ROY

Oh, the usual, I guess. Ticker tape parade, key to the city. Sex with my baby.

MYRA

And that's it?

She has Roy's attention now, because he doesn't know what the hell she's talking about.

ROY

What else?

MYRA

That's what I want to know. Is this all we have, Roy? Sex with my baby? Not that I'm knocking it, but is that all?

ROY

What are you driving at, Myra? Marriage?

MYRA

I didn't say that.

ROY

But that's what I asked.

MYRA

(thoughtful)

I don't think so. I'm a very practical little girl, and I don't believe in giving any more than I get. That might be pretty awkward for a matchbook salesman, or whatever you are.

Roy's stung, but grins through it, answers mildly.

ROY

Everyone needs matches.

Myra wants to know what this prospect is worth. Her irritation shows through.

MYRA

What do you sell, anyway?

Roy's back in charge, grin lazier.

ROY

Self-confidence.

She knows she won't get a straight answer, and gives up, with bad temper.

MYRA

God knows you have it to spare.

(looks at watch)

I'll see you tomorrow.

(turns away)

ROY

No kiss?

She turns back, trying to rise above her annoyance. She bends to kiss him, and he strokes her body. At the end of the kiss, she holds his head with both hands, stares into his face.

MYRA

I know you're a bastard. I just want to know which bastard you are.

He laughs, squeezing her breasts. Nurse CAROL FOX enters, a pretty blonde, quiet and modest, and Myra jumps back from Roy, flustered, recapturing her dignity.

CAROL

(neutral)

Good afternoon, Mrs. Langtry.

MYRA

(to Roy)

Well, I'll leave you in Carol's good hands.

Myra hurriedly leaves.

CAROL

You're looking much better today.

ROY

But you're not. You're looking very bad today.

CAROL
(surprised)
I am?

Roy rises on his line, transfers to the bed, pulling the covers part way up.

ROY
You belong in bed, Miss Fox.

He holds the covers up, inviting her in.

ROY
Here, I'll give you part of mine.

CAROL
(flustered)
You will not!

ROY
(mock concern)
Oh, but you must. I've seen girls with that look before. Bed is the only thing that'll cure them.

CAROL
(try for authority)
Bed without dinner might cure you.

ROY
You'd better behave, or I won't kiss you good night. Then you'll be sorry.

Carol tries to deal with him by joking back.

CAROL
You'd better behave, or I'll tell your mother.

Roy instantly closes down, absolutely offended, tucking the covers in around himself, looking disgusted.

ROY
Yes, well, we wouldn't want that, would we?

Carol knows she's walked into a minefield, but now what?

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SC. 78 EXT. HOSPITAL - DAY

AN ANGLE on Lilly's Chrysler coming into the parking lot.

LILLY'S POV: Myra, ahead, walking toward her car.

AN ANGLE on Myra as Lilly drives up close behind her, then BLASTS with her horn. Myra SCREAMS and jumps to the side, then glares at Lilly, who stops beside her.

LILLY
(innocent)
Oh, hi, Myra. I didn't recognize
you.

Myra always feels at a disadvantage with Lilly, and always tries to hide it. Her manner is very sour.

MYRA
No, I'm sure you didn't.

Lilly pulls the Chrysler into the empty space beside Myra's Cadillac.

Sc. 79 INT. HOSPITAL ROOM - DAY

Roy, in the wheelchair, reads a magazine. Lilly enters.

LILLY
Up and about, eh? That's good.

Roy's still wary in Lilly's presence. He closes the magazine on his lap.

ROY
Hello, Lilly.

Lilly ostentatiously sniffs the air, finds something unpleasant.

LILLY
Myra's been in here.

ROY
What's your objection to Myra?

LILLY
(careless)
Same as anybody's.

Lilly puts her bag on the bed, takes mail from it.

LILLY
I went by your place, picked up
your mail. Just bills, I'll take
care of them.

ROY
I can take care of my own bills,
Lilly.

LILLY

(indifferent shrug)

Whatever you say. The manager says
your boss called.

(crooked grin)

Really pulled the wool over
everybody's eyes, huh?

ROY

What are you talking about? So I've
got a job. So what?

LILLY

Stop kidding me! Four years in a
town like Los Ang-gleez, and a
peanut selling job is the best you
can do? You expect me to believe
that?

ROY

(spreads hands; it's obvious)

It's there. The boss called, you
said so yourself.

LILLY

And that dump you live in! Those
clown pictures on the walls!

This reference alerts and worries Roy, which he tries to hide.

ROY

I like those.

LILLY

You do not! Roy Dillon? Cornball
clown pictures? Commission
salesman? It's all a front.
You're on the grift, I know you
are. You're working some angle, and
don't tell me you're not because I
wrote the book!

ROY

(defensive)

You're one to talk. Still running
playback money for the mob.

LILLY

That's me. That's who I am. You
were never cut out for the rackets,
Roy, and if you--

LILLY
(indifferent shrug)
Whatever you say.

ROY
Let's get out of here.

LILLY
Sure.

He stands from the wheelchair, takes a step toward the door,
pauses, changes his mind, sits down again.

ROY
Maybe I'll ride.

LILLY
That's right. Don't rush it.

She isn't sure if she should push him. He makes it clear
he'll wheel himself. Accepting that, she opens the door for
him and they exit.

Sc. 79A INT. CORRIDOR - DAY

Lilly and Roy move down the corridor side by side.

LILLY
The manager at your place says your boss
called.
(crooked grin)
Really pulled the wool over everybody's
eyes, huh?

ROY
What are you talking about? So I've got a
job. So what?

LILLY
Stop kidding me! Four years in a town like
Los Ang-gleez, and a peanut selling job is
the best you can do? You expect me to
believe that?

ROY
(spreads his hands; it's obvious)
It's there. The boss called, you said so
yourself.

LILLY
And that dump you live in! Those clown
pictures on the walls!

This reference alerts and worries Roy, which he tries *
to hide. *

ROY
I like those. *

To end that conversation, he shoves himself through the *
entrance into the solarium, Lilly right behind him. *

Sc. 79B INT. SOLARIUM - DAY *

A hospital dayroom, bright and sunny. Large. Empty. *
Pay phones on one wall. Roy and Lilly enter. *

LILLY
You do not! Roy Dillon? Cornball *
clown pictures? Commission salesman? *
It's all a front. You're on the grift, *
I know you are. You're working some *
angle, and don't tell me you're not
because I wrote the book!

ROY
(defensive)
You're one to talk. Still running *
playback money for the mob. *

LILLY
That's me. That's who I am. you were *
never cut out for the rackets, Roy, *
and if you--

ROY

How come?

She considers him. His expression is jaunty, daring her. She gives him a somber answer.

LILLY

You aren't tough enough.

He's afraid she's right. He covers the doubt with a display of self-assurance.

ROY

Not as tough as you, huh?

Lilly considers him, then considers her answer.

LILLY

How'd you get that punch in the stomach, Roy?

He closes down, sullen, not caring if she believes him or not.

ROY

I tripped over a chair.

LILLY

(calm maternal advice)
Get off the grift, Roy.

ROY

Why?

LILLY

(faint smile)
You don't have the stomach for it.

He stares at her, hurt and angry. She stares back unflinching. Carol enters, breaking the tension.

LILLY

Oh, good, Carol, come in.

ROY

(roguish)
Yes, do.

LILLY

Dr. Mitchell says you can get out of here Friday, but you should have someone to look in on you the first couple of weeks at home. I hired Carol--

Roy switches abruptly from good humor to anger.

ROY
You hired?

Lilly deliberately misunderstands what he's upset about.

LILLY
(throwaway)
You'll pay me back, I know that.

ROY
Lilly, I make my own decisions. For
a long time now.

Lilly still tries to treat it all lightly.

LILLY
Roy, you couldn't possibly object
to a pretty young lady visiting you
at--

ROY
(to Carol, falsely pleasant)
Carol, do you know what my mother
hired you for?

Carol's aware of the tension in the room, but she's just an
employee and doesn't have to become part of it.

CAROL
Why, yes. I'll come in every after--

ROY
She hired you for me to fuck.

Both women are shocked.

LILLY
Roy!

ROY
(bland)
To keep me away from bad
influences.
(to Lilly)
Isn't that right?

LILLY
(angry and weary)
It is not.

CAROL .
(backing toward door)
Mrs. Dillon, perhaps I'd better--

LILLY
(harried)
Wait for me in the hall. Don't go away. *

Carol leaves. Lilly glares at Roy.

LILLY
You didn't have to do that.

Sc. 80 INT. HOSPITAL CORRIDOR - DAY

Without pausing, Carol marches away down the corridor.

Sc. 81 INT. SOLARIUM - DAY *

LILLY
You won't take a thing from me, is
that it?

ROY
(scornful)
Sex?

LILLY
(raging contempt)
I'm not offering you sex, you
little punk!

Roy's flustered, confused; the conversation just took a turn he
wasn't ready for.

ROY
No, that's not what I-- Carol, that
girl-- For Christ's sake, Lilly,
you were throwing her at me because
you don't like Myra!

LILLY
Myra's nothing! She's less than
nothing!

ROY
Then why does she bug you? You
jealous?

LILLY
(scorn)
Of what? If you want to lie down
with dogs--

ROY
I'll pick the dog.

LILLY
(weary)
Oh, go ahead, then.

ROY
(ironic)
Thank you, mother.

Lilly's angry, but tired. She shrugs, speaks indifferently.

LILLY
That's right. I just give you your
life. What you do with it is up to
you.

ROY
(cold)
That's right.

She hesitates, then stalks out, shutting the door. Roy frowns
intensely at the door.

Sc. 82 INT. HOSPITAL CORRIDOR - DAY

Lilly look around for Carol, angrily shakes her head.

Sc. 83 INT. SOLARIUM - DAY

Roy starts to get up from the wheelchair, pauses midway.

Sc. 84 INT. HOSPITAL CORRIDOR - DAY

Angry, Lilly takes a step away from the closed door, then
stops, look uncertainly back.

Sc. 85 INT. SOLARIUM - DAY

Roy, on his feet now, stands still, indecisive.

Sc. 86 INT. HOSPITAL CORRIDOR - DAY

Lilly shakes her head, turns firmly away, marches down the
corridor.

Sc. 87 INT. SOLARIUM - DAY

*

Roy makes an angry gesture, drops back into the wheelchair, spins it around and wheels over to the phone. Quick and angry, he makes a call. SOUND of a ring; SOUND of a click.

MYRA (VO) (filtered)

Myra here. Sorry you missed me.
Tell me how to reach you and I
will, just as soon as I can.

SOUND of answering machine beep.

ROY

Babe, I'm gettin' out of here today, and that's it. I'm not waiting till Friday. Let's take some time out, go down to LaJolla this afternoon, hit the beach, have some fun, take a few days off. Forget all this other stuff, huh?

Sc. 88 INT. BRYSON LOBBY - DAY

Simms talks with a MAID.

SIMMS

Your difference between your folded towel and your clean towel is a trip to the laundry. When you're cleaning those bathrooms, what you do, you pick up the towel, you give it a good shake and a good look, and you say to yourself, 'Would I dry myself on this towel?' If the answer's yes, fold it.

Roy comes out of the elevator, crossing toward Simms.

MAID

What if it's wet?

SIMMS

Mr. Dillon! Welcome back! You look fine, just fine.

ROY

Thanks, Mr. Simms, I'm feeling fine.

MAID

(shy)

I'm glad you're better.

Simms hands Roy a stack of mail.

SIMMS

Sickness comes to us all, Mister
Dillon.

ROY

That's true, Mr. Simms.

SIMMS

We never know when. We never know
why. We never know how. The only
blessed thing we know is, it'll be
sat the most inconvenient and
unexpected time. Just when you've
got tickets to the World Series.
And that's the way the permanent
waves.

Roy crosses back to the elevator, enters it. Elevator door
closes. Simms looks after him, avuncular.

SIMMS

That fellow could be a congressman.

(turns to maid)

If it's wet, you don't fold it. You
shake it, and hang it neatly on the
rod provided.

MAID

Yes, sir.

Sc. 89 INT. LIVING ROOM - DAY

Roy's. He's on the phone, WHISTLING as he waits for his call to
be answered, then very charged-up.

ROY

Myra? You got my message? We can
catch the afternoon train.

(brought down)

What? Why not?

Sc. 90 INT. BEDROOM - DAY

Myra's. She sits up in bed, in a robe, an open magazine beside
her. She's coquettish, but firm.

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her. She's coquettish, but firm.

MYRA

Well, I have things to do. I have my own life, Roy, you know. I was just about to go out.

INTERCUT THE CONVERSATION

ROY

(frustrated)

I'm finally out of that damn hospital . . .

MYRA

(talks smoothly over him)

I'd love to go to LaJolla, you know that.

ROY

All right, when? Tomorrow?

MYRA

Let me think. Saturday.

Roy doesn't like it, but can't do anything about it.

ROY

Fine. Saturday. And next time, I'll send you an engraved invitation.

MYRA

(purring)

You don't have to go that far.

STAY WITH MYRA. She hangs up, gives the phone a look of satisfaction -- don't-take-me-for-granted -- picks up her magazine, and reads.

Sc. 91 EXT. TURF PARADISE - DAY

*

AN ANGLE on the exit doors toward the parking lot. Lilly comes out, self-absorbed, then sees something ahead of her, falters briefly, keeps walking, tries a very shaky smile.

REVERSE ANGLE as Lilly approaches her car. BOBO JUSTUS, fifty, a blunt hoodlum in a good suit and a civilized veneer, stands leaning against the car, arms folded, squinting behind sunglasses.

LILLY

Hi, Bobo.

BOBO

Did I buy you that dress, you piece of shit?

Lilly's scared, startled, but trying to figure out how to play this.

LILLY

Well, I guess so. You're the guy I work for.

BOBO

You work for me, huh? Then I just may flush you down the toilet. Drive me to the Durando.

Bobo gets into the passenger seat, while Lilly nods convulsive agreement and hurries around to get behind the wheel. The car jolts forward, then smoothes, and heads for the gate.

Sc. 92 INT. CHRYSLER - DAY

Driving along the highway. Lilly concentrates on traffic. Bobo heavily watches her profile, finally speaks.

BOBO

Troob-A-Dor.

Lilly's eyes briefly close, her shoulders sag. Then she goes back to the silent alert person she'd been. Bobo nods.

BOBO

How'd you figure you were gonna get away with that?

LILLY

I'm not getting away with anything, Bobo.

BOBO

You're fuckin' right you're not. How much did your pals cut you in for on that nag, huh? Or did they give you the same kind of screwing you gave me?

LILLY

I was down on that horse, Bobo. Not as much as I should have been, but there was a lot of action on those--

Bobo taps a fingertip against the side of her head to shut her up. She shuts up.

BOBO

One question. Do you want to stick to that story, or do you want to keep your teeth?

LILLY

I want to keep my teeth.

BOBO

Now I'll ask you another. You think I got no contacts out here? That nag paid off at just the opening price. There wasn't hardly a flutter on the tote board from the time the odds were posted. There ain't enough action to tickle the tote, but you claim a ten grand win! You send me ten thousand dollars, like I'm some mark you can blow off!

LILLY

(terrified, broken)

Bobo, no, I--

BOBO

You wanna talk to me straight up?

LILLY

My son--

BOBO

Your what?

LILLY

My son was in the hospital--

BOBO

What the fuck are you doin' with a son?

LILLY

He left home a long time ago. He was in the hospital, up in Los Angeles, real sick.

BOBO

(utter scorn)

Motherhood.

LILLY

I never fucked up before, Bobo.

BOBO

You expect me to buy this?

It's time for Lilly to show tough, and she knows it.

LILLY

You do buy it, Bobo. I cost you,
and I'm sorry.

Bobo thinks this over.

LILLY

Give me a cigarette, please.

He takes a cigarette from his pack, tosses it into her lap.
She picks it up, tosses it back onto the seat beside him.

LILLY

Light it please, Bo? I need both hands in
this traffic.

Bobo looks hard at her, still angry but admiring her nerve.
He picks up the cigarette, lights it, puts it between her lips.

LILLY

Thanks.

BOBO

I got a lot of people work for me,
Lilly. I can't have shit like this.

LILLY

(begging)

It'll never happen again. I swear.

BOBO

It happened once. With me, that's
making a habit of it.

Lilly drops back to her final position; fatalism.

LILLY

You're calling the shots.

BOBO

You got any kind of long coat in
the car? Anything you can wear home
over your clothes?

LILLY
(deadened with fear)
No.

BOBO
(doesn't matter)
I'll loan you a raincoat.

Lilly drives, holding herself together.

SC. 93 EXT. HOTEL DURANDO - DAY

A tall expensive hotel on the coast of north San Diego.
CAMERA PANS with the Chrysler pulling in and stopping at
the entrance, then PANS UP the balconied facade.

Sc. 94 INT. HOTEL SUITE - DAY

Living room of a high-floor suite. CAMERA FACES across the room to the balcony and the view of the ocean. Entrance door to one side. A supermarket shopping bag is on the coffee table. Two THUGS sit on the sofa, watching TV.

The door opens and Lilly enters, followed by Bobo. The thugs immediately rise and switch off the TV.

BOBO
(to the thugs)
Take a walk.

The thugs leave the room as Lilly crosses to stand between US and the view, followed by Bobo, neither looking out. Lilly turns to Bobo, who abruptly punches her hard in the stomach. She falls to the floor.

ANOTHER ANGLE as Bobo steps across her and goes over to close the drapes over the view. Lilly sits up, watching him, waiting obediently. Bobo looks at her.

BOBO
Get me a bath towel.

She gets up, hurting, and hurries to the bathroom. Bobo sits on the sofa, crosses his ankles on the coffee table next to the supermarket bag. He takes out and lights a cigar. Lilly comes back with a large white bath towel.

BOBO
You ever hear about the oranges?

LILLY
You mean, the insurance frammis?

BOBO
Tell me about the oranges, Lilly.

He kicks over the supermarket bag. Oranges roll on the floor.

BOBO
While you put those in the towel.

Lilly's very scared. She drops to her knees, spreads the towel, crawls around gathering oranges while she talks.

LILLY

You hit a person with the oranges in the towel, they get big, awful-looking bruises, but they don't really get hurt, not if you do it right. It's for working scams against insurance companies.

BOBO

And if you do it wrong?

LILLY

It can louse up your insides. You can get puh, puh, puh . . .

BOBO

(impatient)

What's that, Lilly?

Lilly pauses, bent over, tightly holding an orange.

LILLY

Permanent damage.

BOBO

You'll never shit right again.

He gets to his feet, leaving his cigar in an ashtray.

BOBO

(hard, impatient)

Bring me the towel.

Fumbling slightly, she folds the towel edges together to make a bag, then stands, brings the towel to Bobo. He makes a production out of getting his grip on the edges just right. She stands as limp as she can, just wanting to get through this. He looks at her without expression, rears back with the towel, swings it forward, lets it drop open. Oranges roll on the floor. Lilly stares, wide-eyed, recognizing reprieve. Bobo tosses the towel behind him onto the sofa, then gestures contemptuously for her to pick up the oranges again.

TWO SHOT, closer, as Lilly turns, bending toward the oranges, and Bobo picks up his cigar, then lifts a foot and kicks her flat-footed, hard, in the back. She sprawls on the floor. He follows and drops to his knees on her back.

AN ANGLE close on Lilly on the floor, Bobo's knees grinding back and forth into her back.

AN ANGLE on Bobo, grimacing as he bears down, pressing his weight onto her back. He leans forward, left hand bracing himself on the floor beside her head as he reaches down with the cigar held in his right hand and presses the ember against the back of her splayed-out right hand.

ECU, Lilly, clenching her teeth, tears squeezing from her eyes, simply bearing it.

AN ANGLE on Bobo, catching a bad smell, looking back down behind himself at Lilly's body. This is the result he wanted, but it disgusts him. He straightens up, still kneeling on her, puts the cigar in his mouth, doesn't like its taste, removes it, braces his left hand against her back while he lifts off her, getting back up onto his feet.

WIDE SHOT, Bobo stepping over her, expression repulsed.

BOBO

Go clean yourself up.

He puts the cigar back in the ashtray as she rises, cradling her burnt hand. Not looking toward Bobo, hobbling with knees together, she starts from the room.

BOBO

The raincoat's on the bed.

She leaves. He opens the drapes, then picks up an orange from the floor and steps out onto the balcony.

Sc. 95 EXT. BALCONY - DAY

Bobo stands looking out at the ocean. He enjoys breathing the sea air. He slowly peels the orange, dropping pieces of peel over the side.

Lilly appears in the doorway, wearing a too-large man's raincoat. Bobo doesn't seem to notice her at first, then nods to her.

BOBO

Almost forgot. That ten grand of yours. It's in the envelope by the door.

LILLY

(tries for animation)
Oh, thanks, Bobo.

BOBO

You want a drink?

LILLY

Gee, I better not, if it's okay. I still gotta drive back up to Los Ang-gleez.

BOBO

See your son, huh? Well, that's nice. A side of you I didn't know, Lilly.

Lilly chances taking a step out onto the balcony. It's vital that she encourage this forgive-and-forget dialogue.

LILLY

He's a good kid. A salesman.

BOBO

On the square, huh? And how are you making out these days? Stealing much?

Bobo's being jolly now. Lilly's scared, but has to be jolly, too.

LILLY

From you? My folks didn't raise any stupid kids.

Bobo's joshing now. He raises a humorous eyebrow.

BOBO

Not skimming a thing, Lilly?

LILLY

Oh well, you know. I just clip a buck here and a buck there. Not enough to notice.

BOBO

(honest approval)

That's right. Take a little, leave a little.

LILLY

A person that don't look out for himself is too dumb to look out for anybody else. He's a liability, right, Bobo?

BOBO

(this is his creed)

You're a thousand percent right!

LILLY
(bitter laugh)
That's what it is, isn't it? Keep
me down. Your turn to be in charge,
have the power.

ROY
(stonewalling)
Just trying to help, Lilly.

She sits on the sofa again, this time leaving the attache case
to stand on the coffee table. She studies Roy, calculating.

LILLY
Roy . . . What if I told you I
wasn't really your mother? That we
weren't related?

ROY
(bewildered)
What?

Lilly leans back again, but this time her manner is different;
languorous, sexy. She crosses her legs, the upper leg swinging
gently. She smiles gently, encouragingly, at Roy.

LILLY
You'd like that, wouldn't you? Sure
you would. You don't need to tell
me. Now, why would you like it,
Roy?

AN ANGLE on Roy, understanding and not wanting to understand.

ROY
(hoarse)
What's that all about? Of course
you're my mother. Of course you
are.

TWO SHOT. Lilly leans forward toward Roy, inviting him.

LILLY
(very soft)
Roy . . . Roy . . .

Roy will not let anything complicated come to the surface.

ROY
There's nothing more to talk about.

LILLY
(very soft)

I have to have that money, Roy.
What do I have to do to get it?

AN ANGLE on Roy, his face bruised-looking, eyes scared. He will not know what's going on. He shakes his head, not trusting himself to speak.

AN ANGLE on Lilly, leaning forward, tension showing through the seductive manner.

LILLY
No? Won't you give me the money,
Roy? Can't I change your mind? What
can I do to change your mind?

TWO SHOT, as Lilly gets to her feet and takes a step toward him. Roy's pressed back into his chair, trying to maintain a cold facade.

ROY
Lilly, Jesus, what are you doing?

LILLY
Is there nothing I can do, Roy,
nothing at--

ROY
NO!

They both turn away at the same instant. Roy turns to the side to pick up the glass of water, to break the spell and the tension. Lilly turns back toward the coffee table and picks up the attache case. Roy, lifting the glass to drink, turns forward again as Lilly spins forward, swinging the attache case at his head with all her might. The case crashes into the glass and into his face. Roy SCREAMS and topples off the chair, as the one remaining clasp on the case lets go and money goes flying, filling the air.

AN ANGLE DOWN at Roy, face up, expression horrified, hands to his throat. A large triangle of glass is in his throat. Blood pumps thickly, fountaining up.

CU, Lilly, staring down in horror. She lurches forward, but there's nothing to do. She stares around.

ECU, wads of bills on the floor, getting bloody.

CU, Lilly, in agony, but looking down, kicking.

ECU, Lilly's feet kicking the bills away from the blood.

TWO SHOT, as Lilly drops to her knees beside Roy, who's already dying. Blood spurts less forcefully. His hands fall to his sides, eyes stare upward, mouth still moves slightly. Lilly, shoving money away with her hands now, stares at him, willing it not to happen. He stops moving. His eyes dull. Lilly clasps her arms around herself. She knows she doesn't dare scream. Lips drawn back in a snarl, teeth clenched, she HISSES her agony through her teeth. She HISSES; she HISSES. Then, slowly, she regains control.

WIDE SHOT as Lilly gets to her feet. She seems dazed now, like someone who's just been in a traffic accident. She blunders around the room, kicks the attache case, bends to pick it up. She studies the clasp, sees it still works, goes back to her knees.

LOW ANGLE, Lilly in fg, Roy in bg, as Lilly repacks the money into the case, wiping the blood from some wads onto the carpet. Finishing, she closes the case, then remains on her knees, bending over the case. She WEEPS grindingly.

WIDE SHOT, entrance door in bg. Lilly's weeping subsides. She gets wearily to her feet, and leaves the room. CAMERA HOLDS. SOUND of water running in sink. SOUND STOPS. Lilly reappears. She does not again look toward Roy. She picks up the attache case, crosses to the door, opens it, steps across the threshold, reaches back to switch off the light. GO TO BLACK.

Sc. 196A EXT. MADERO APT BLDG - NIGHT

Lilly exits after murder.

BLACK OUT

LILLY

Or else he's working an angle. If he doesn't steal a little, he's stealing big.

BOBO

You know it, Lilly.

LILLY

You know, I like that suit, Bobo. I don't know what there is about it, but it somehow makes you look taller.

BOBO

(delighted)

Yeah? You really think so? A lot of people been telling me the same thing.

LILLY

Well, you can tell them I said they're right.

(looks at sky)

I better get going. Roy'll wonder where I am.

BOBO

Worries about his mother, eh? Give him a hug for me.

LILLY

I will. So long, Bobo.

Lilly leaves the balcony. Bobo eats more orange, looking out at the ocean. His expression is stern but calm.

Sc. 96 INT. CHRYSLER - DAY

Lilly drives along the highway, weeping, shaking, teeth chattering. Her hands are both high on the wheel, the back of the right hand developing a large red burn.

LILLY

Lucky! Lucky! Oh, am I lucky! Am I lucky! -

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Sc. 98 INT. SARBER & WEBB - DAY

A low rail separates the visitors from an area of desk with CLERKS typing or adding up figures or TALKING on the phone. Beyond them are floor-to-ceiling bins and shelves with narrow aisles between, in which more CLERKS move busily, filling orders or doing inventory. A great sense of activity and hubbub. Roy enters, looks around in surprise. A CLERK at a front desk sees him, stands happily.

CLERK

Roy! Welcome back.

ROY

(approaching him)

What's going on? This is coffee break.

CLERK

Not since Kaggs showed up.

Other clerks, aware of Roy, come over with AD LIB GREETINGS.

ROY

(happily basking)

Hey, yeah, I'm fine, everything's great. What's this Kaggs? Sounds like a disease.

2ND CLERK

It is.

CLERK

Troubleshooter from the main office. Came out here right after you went into the hospital, and he ain't had a kind word for anybody yet. He chopped off half a dozen salesmen; won't wholesale to them any more.

ECU, the ticket. "Method of Payment" is marked "AE."

PREVIOUS SHOT. The clerk hands Roy the ticket.

CLERK

Exchange to a roundtrip to Denver.
There you are.

ROY

(false smile)
Thanks a lot.

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2ND CLERK

What kind of sense does that make?
They're all on commission.

ROY

(unworried)
You think he'll chop me?

CLERK

If he does, he's crazy.

2ND CLERK

Here he comes!

The clerks all hurry back to their desk as KAGGS enters, a humorless hotshot of 28. He crosses to Roy, hand stuck out.

KAGGS

Kaggs. Home office.

ROY

(taking his hand)
Roy Dillon.

KAGGS

(keeping Roy's hand)
I know that. The best salesman here, which isn't saying much. Want to talk to you, Dillon.

Kaggs moves toward the gate in the rail, still holding Roy's hand, to move him along. Roy stands still, which yanks Kaggs back. Kaggs frowns at him, releases his hand.

KAGGS

What's up?

ROY

That was a pretty backhanded compliment. If I let people get away with things like that, I wouldn't be a good salesman.

KAGGS

(brisk)
You're right. I apologize. But I still want to talk to you.

ROY

Lead on.

Kaggs leads the way through the rail.

Sc. 99 INT. KAGGS' OFFICE - DAY

Small, crowded, efficient, with interior windows showing the aisles of bins. Kaggs and Roy sit across a desk.

KAGGS

I know you're good, Dillon. Ever supervise salesmen?

ROY

Just myself.

KAGGS

That's right, you've had to supervise yourself. This place needs a sales manager. He'd have a lot of deadwood to clear out, new men to hire. What do you think?

Roy doesn't yet know he's being offered the job.

ROY

Sounds like a good idea.

KAGGS

I don't know offhand what your best year's been, we can look it up. The idea is, we'll top it by fifteen percent.

Now Roy gets it. He's startled, almost scared, thinks automatically of escape.

ROY

What? Me?

KAGGS

That's just the first year. If you aren't worth a lot more than that the second year, I'll kick you out. What do you say?

ROY

Well, uh . . . No.

KAGGS

(astonished)

No?

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ROY

I can't take that job! I mean, I mean, I can't take it right away. I'm still recuperating, I just dropped in to say hello, see everybody--

KAGGS

I didn't realize. Yeah, you do look a little pale. How soon will you be ready? A week?

ROY

But you need a man right now. It wouldn't be fair to you to--

KAGGS

Things've gone to hell this long, they can go a little longer.

ROY

(trapped)

Well, Mr. Kaggs . . .

Kaggs gets to his feet, terminating the meeting.

KAGGS

See you in a week, Roy. And I'm Perk. Short for Percy.

Sc. 100 INT. LIVING ROOM - DAY

Roy's place. Roy enters from the bedroom, carrying a suitcase, which he drops on the sofa. He goes to one of the box-framed clown pictures, takes it off the wall, puts it face down on the coffee table, removes two wing nuts holding the back, lifts off the back, and reveals stacks of money hidden inside. He takes two wads of money out, counting them, putting them on the coffee table, then fits the back in place, reattaches the wing nuts, and hangs the picture on the wall. Stuffing the wads of money into the suitcase, he leaves.

Sc. 101 INT. UNION STATION - DAY

Train pulls out.

*

*

*

*

Sc. 102 INT. TRAIN - DAY

Crowded. Myra looks around, offended by the hoi polloi.

MYRA

I don't see why we have to take the train.

ROY

Because it's comfortable.

MYRA

What if we want to drive somewhere while we're there?

ROY

We'll rent a car.

MYRA

Big spender.

ROY

You ain't seen nothin'.

MYRA

Why so many people?

ROY

(careless)

It's the race season down at La Jolla.

MYRA

(surprised)

Where your mother is?

You don't want to see her, do you?

ROY

No way. Hit the beach, eat well, that's good enough for me.

The train starts.

Sc. 103 EXT. COUNTRYSIDE - DAY

The train rushes by.

Sc. 104 INT. TRAIN - DAY

Roy gets to his feet. Myra looks questioningly at him.

ROY

Stretch my legs. Come along?

She's not ready to relent and enjoy herself.

MYRA

No.

ROY

(unruffled)

See you soon.

He walks down the aisle behind Myra, who sighs and looks out the window again.

Sc. 104A INT. TRAIN LAVATORY - DAY

Roy enters. He removes and hangs up his coat, stands bracing *
himself against the train movement, and rolls up his left *
sleeve. From his trouser pocket he takes a magnet attached to *
a strap, puts it on his forearm. Then he rolls the sleeve *
down and puts his jacket on. From the jacket pocket he takes *
a pair of dice, flips them once in the air, then holds them in *
his palm and slaps them against his left forearm. When he *
moves his right hand away, one die remains in his palm, the *
other sticks to his arm. He puts the unmagnetized die in his *
jacket pocket, checks his appearance in the mirror, and exits.*

Sc. 105 INT. BAR CAR - DAY

Four young SOLDIERS sit at a table in a rudimentary bar car. They're drinking bloody Marys out of plastic glasses and having a good time together. In bg, several customers are clustered at the small service bar, waiting for drinks.

AN ANGLE on Roy, at the service bar, looking back past other people at the soldiers. He gets his mixed drink, in a plastic glass, and turns away.

AN ANGLE on the soldiers as Roy starts by. The train lurches, and Roy falls heavily against their table, slopping their drinks and spilling some of his own on the table.

ROY

Oh! Ow, I'm sorry! Oh, look, I
spilled your drinks!

*

SOLDIER

Don't worry about it.

*

SOLDIER 2

You okay, pal?

*

ROY

Let me buy you a new round.

*

SOLDIER

Hey, no, no problem.

*

SOLDIER 3

You didn't like spill much at all.

*

Roy firmly places his own glass on their table.

*

ROY

What are those, Bloody Marys? Watch
this, I'll be back.

*

He leaves, while the soldiers are still PROTESTING.

*

Sc. 106 INT. TRAIN - DAY

Myra applies makeup, watching herself in her compact mirror. She becomes aware of eyes, and looks around.

TWO SHOT, Myra and a BUSINESSMAN, sitting across the way, grinning at her. Myra registers him.

CU, Myra, considering the possibilities. Then she shrugs, shakes her head at the businessman almost reluctantly, and goes back to applying makeup.

Sc. 107 INT. BAR CAR - DAY

Roy now sits with the soldiers, eagerly listening to them talk. There are plastic glasses enough on the table for three rounds of drinks.

SOLDIER 3

(to Soldier 2)

Yeah, but it was you like told the sergeant your grandmother was dead.

SOLDIER

(laughing)

Again!

SOLDIER 2

(to Soldier 3)

And you jumped right in.

(broad imitation)

I'll drive him, Sarge, he's too distraught.

SOLDIER 4

(astonished)

Distraught? You said distraught?

They all laugh, Roy laughing with them.

ROY

Boy! You guys could've got in a lot of trouble.

SOLDIER 3

Nah. Old Sarge, he's slowing down.

ROY
I don't know. I wouldn't take a
chance like that.
(looks at floor)
What's that?

They watch as he bends, picks up one die from the floor, holds it where they can all see it, his manner open, guileless.

ROY
One of you fellows drop this?

Sc. 108 INT. TRAIN - DAY

Myra walks down the aisle, demurely looking at no one.

Sc. 109 INT. BAR CAR - DAY

Roy's getting to his feet, the soldiers protesting.

SOLDIER 2
You can't buy every round!

SOLDIER 3
Like our turn!

ROY
Tell you what. We'll roll for it.
Low number buys.

He hands the die to Soldier 2.

ROY
Go ahead. You roll for the four of
you.

The soldiers are confused but agreeable, seeing this as some kind of fun.

SOLDIER 2
Here goes.

He tosses the die on the table.

SOLDIER 3
That's a four!

Roy picks up the die.

AN ANGLE close on Roy, his eyes glittering, his fist with the die shaking beside his head.

WIDE SHOT. Roy throws. They all look at the die. Roy spreads his hands; the good sport.

ROY
Told you I'd buy.

SOLDIER
It just doesn't seem fair, Tom.

ROY
Tell you what. Give me a chance to
get even when I come back.

Sc. 110 INT. TRAIN - DAY

Myra reaches the end of one car, starts through.

Sc. 111 INT. BAR CAR - DAY

AN ANGLE on Myra about to enter. She stops, looking through the glass in the door.

Myra's POV: Roy and the soldiers rolling the die for money.

ECU, Myra, absorbed, watching.

Myra's POV: MOS through the glass. ECU, Roy's hand with the die. ECU, Roy's profile, his smile, his innocent distress when he wins. ECU, Roy's hand scoops money.

ECU, Myra, smiling, pleased.

Sc. 112 EXT. LA JOLLA - NIGHT

A full moon sails high over town, coast and sea.

Sc. 113 INT. DINER - NIGHT

A brightly lit Hopperish place. Lilly sits alone in a booth eating a bowl of chili and reading a newspaper folded beside the bowl. A DRUNK with a great deal of faith in his own charm sits with a male FRIEND at the counter, drinking coffee. The drunk keeps looking toward Lilly, grinning, COMMENTING playfully to his friend, who's bored by it all. Lilly doesn't seem to be aware of him.

The drunk rises from his stool, turning toward Lilly, staggering slightly. His friend makes a small move to stop him, then shrugs and lets him go. The drunk makes his way to Lilly's table, leans on it.

DRUNK

Pretty woman like you shouldn't eat alone. Whadaya wanna eat alone for?

Lilly give him a flat look.

LILLY

Go away.

She looks past him toward the WAITRESS behind the counter.

LILLY

(calling)

Could I have some coffee, please?

WAITRESS

Right away.

DRUNK

We could have coffee together. My name's Kenny.

Lilly looks over at the drunk's friend, who pointedly ignores the situation.

LILLY

Your pal wants you.

The drunk could turn mean; his gesture brushing away the idea of his friend is stronger than necessary.

DRUNK

Let him find his own pretty woman.

The waitress arrives, with the coffee pot and a mug. She puts the mug on the table, pours coffee.

WAITRESS

This fellow bothering you, Ma'am?

LILLY

Yes.

WAITRESS

(to the drunk)

Why don't you go sit down?

DRUNK

I'll sit here. Move over.

The drunk wants to sit beside Lilly, who looks to the waitress to solve the problem, but the waitress stands there with the coffee pot, looking helpless. The drunk bends to slide onto the seat. Lilly, exasperated, rabbit punches him in the throat.

The drunk, astounded and in pain (and not breathing), staggers back, flailing, hitting the waitress's arm so that she slops coffee on him as his feet tangle and he falls heavily onto the floor.

Lilly, suddenly concerned, slides out of the booth.

LILLY

Oh! Are you all right?

She goes to one knee beside the drunk, who clutches his own throat with both hands, retching as he tries to inhale. Lilly looks up at the astonished waitress.

LILLY

I shouldn't have hit him that hard.
I guess I don't know my own
strength.

The drunk's friend arrives and helps Lilly get the drunk to his feet. The drunk is breathing now, but shaken. He looks at Lilly with reproachful eyes. His friend transfers his annoyance at the drunk to Lilly.

FRIEND

You didn't have to do that.

LILLY

(matter of fact)
I thought I did. You should take
better care of your friend.

DRUNK

(mumbled)
Outta here.

The drunk and his friend head for the exit, as Lilly turns to the waitress.

LILLY

I'm sorry a lady can't eat in here
without being bothered.

The waitress is apologetic, and also in awe of Lilly.

WAITRESS

It won't happen again, Ma'am, I promise. Dinner's on the house. More chili? Dessert? We have lovely pecan pie, my husband makes it himself.

LILLY

That sounds nice. Pecan pie. Thank you.

Lilly sits down as the waitress goes back behind the counter.

AN ANGLE on the waitress, as she puts down the coffee pot, brings out the pecan pie, prepares to slice it, pauses, looks with wonder toward Lilly.

Sc. 114 EXT. LA JOLLA - NIGHT

REPEAT of the shot of the full moon.

Sc. 115 INT. RESTAURANT - NIGHT

A WAITER finishes laying out a meal. He pours wine, lights a candle, puts a glass shield over it, and exits, accepting a tip from Roy on the way out. Roy and Myra come out, sit down, and start to eat.

ROY

You were right, I had to get out of that hospital. Nothing wrong with me any more.

MYRA

(purring)

I'll sign that affidavit.

ROY

Great to get away, take it easy. Next week, I'll get back to work.

MYRA

You already went back to work.

ROY

(confused)

What?

MYRA

(indulgent smile)

I watched you. Working the tat on those soldier boys.

*

ROY
(elaborate innocence)
Working the what?

MYRA
Oh, come on, Roy.

She mimes rolling the die, slowly, showing how it will roll out of her hand just so, then speaks to him as though to a bright child.

MYRA
The tat. What you do for a living. *

ROY
I'm a salesman.

MYRA
You're on the grift. Same as me.

ROY
(demonstrating patience)
Myra, I'm not following this.

MYRA
(demonstrating exasperation)
Roy, you're a short-con operator.
And a good one, I think. Don't talk
to me like I'm another square.

Roy leans back, studying her, thinking it over, makes up his mind.

ROY
You talk the lingo. What's your
pitch?

MYRA
The long end. Big con.

ROY
(shaking his head)
Nobody does that single-o.

MYRA
I was teamed ten years with the
best in the business. Cole Langley.

ROY
I've heard the name.

MYRA

It was beautiful. And getting better all the time.

ROY

(skeptical)

Is that right?

MYRA

(enthusiasm building)

It is, Roy! It's where you should be. What do you bring in? Three, four hundred a week? We used money like that for tips.

ROY

(ironic, low key)

Wow.

MYRA

And now, right now, it's the perfect time, the best time since I've been in the game.

Sc. 116 INT. LIMO - DAY

Myra and GLOUCESTER HEBBING, a stocky businessman, sixtyish, ride together. Hebbing gloomily shakes his head at the scene.

MYRA (VO)

All over the southwest, you've got these businessmen, they were making money when everybody was making money, they think that means they're smart.

Sc. 117 EXT. DESERTED DOWNTOWN - DAY

New skyscrapers are separated by blank fields or small older buildings. Almost no traffic. The limo drives down the street.

MYRA (VO)

And now they're hurting. Everything they had was because of oil. When the price of oil fell, so did they.

Sc. 118 EXT. NEW BUILDING - DAY

Glossy, but no people around. The limo stops, the mustached CHAUFFEUR hops out and holds the door as Myra and Hebbing emerge and cross to enter the building, Myra carrying an attache case.

MYRA (VO)

They still got money, but they need more money, and that's just the kind of guy Cole and me like.

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MYRA

It was beautiful. And getting better all the time.

ROY

(skeptical)

Is that right?

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(enthusiasm building)

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Sc. 119 INT. LIMO - DAY

The chauffeur gets back behind the wheel, adjusts the interior mirror so he can see himself, peels off his moustache, scratches his upper lip, refits the moustache more to his liking.

Sc. 120 INT. ATRIUM - DAY

This building has a central atrium with corridors circling it, waist-high walls on the atrium side, glass-walled elevators rising up through the atrium. Myra and Hebbing are visible in an elevator coming up to a high floor. It stops and they exit, moving down the corridor.

MYRA (VO)

When the oil money was good, they
put up all these office buildings,
and now they're half empty.

Sc. 121 INT. OFFICE - DAY

ECU, translucent glass in door with company name: COE, STARK, FELLOWES & ASSOCIATES, STOCK BROKERAGE - London - New York - Dallas - Los Angeles - Tokyo. CAMERA PANS to follow Myra and Hebbing as they enter the office.

AN ANGLE showing the well-furnished outer office, the attractive and competent RECEPTIONIST welcoming Myra as someone she knows, gesturing her through, Myra graciously accepting, moving on. Hebbing's impressed by everything, trying not to show it.

MYRA (VO)

They'll give you anything to move
in; first two months free,
re-decoration, whatever you want.

AN ANGLE in a clerical office, four CLERKS at well-equipped desks with computer terminals, hard at work. Maps and clocks on the walls indicate the world. Myra and Hebbing pass through.

MYRA (VO)

They help you set up the store!

AN ANGLE in the PRIVATE SECRETARY'S office, she on the phone, nodding and smiling at Myra and waving her through. Myra leads the way, opening a door marked HENRY FELLOWES, Partner.

MYRA (VO)

I'm the roper, I go out and find
them and bring them in. Cole ran
the store, and he was the best.

sc. 122 INT. COLE'S OFFICE - DAY

Myra and Hebbing enter an office decorated with sleekly understated opulence; the view through large windows is of apparently-prosperous skyscrapers. COLE LANGLEY, 50, a plausible rich businessman, happily greets Myra.

COLE

Mary Beth! As beautiful as ever.
(gentle disapproval)
I see you brought a friend.

As Mary Beth, Myra has a faint southern-belle accent and a clinging flirtatiousness.

MYRA

Mister Hebbing is my bodyguard, my strong right arm. Gloucester Hebbing, may I present my fine stockbroker, Henry Fellowes.

The men shake hands, Hebbing open and pleased and dignified, Cole clearly holding something back.

COLE

(to Myra; gentle warning)
Mary Beth, what we have here, uh . . .

MYRA

(gaily innocent)
Oh, I told Mister Hebbing all about it, how brilliant you are at making money for your special clients!

COLE

(alarmed)
Mary Beth, I hope you aren't spreading this good news too widely.

MYRA

Well, of course not! But I would trust Mister Hebbing with anything.
(to Hebbing; suggestive)
Wouldn't I, darling?

While Hebbing looks manly and flustered and pleased, Cole brings from under his desk a partially full gray canvas sack marked Federal Reserve Bank.

COLE

Well, I'll have to take your word for it, Mary Beth. Here's your money.

MYRA
(innocent avarice)
Goody!

Myra opens her attache case on the desk. Cole take banded stacks of bills from the sack, packs them neatly in the case. Hebbing tries not to look envious and impressed.

HEBBING'S POV: The top bill in each stack is a hundred.

PREVIOUS SHOT. Myra takes a stack, riffles it for Hebbing's benefit.

MYRA
Isn't that just beautiful?

HEBBING
Yes, it is.

Myra returns the stack to the case, talks to Cole.

MYRA
Henry, next time, couldn't Mister Hebbing--

COLE
(shocked)
Mary Beth! This has never been anything but--

MYRA
Oh, I know, I know, and you've been wonderful since I was widowed. But Mister Hebbing has--
(to Hebbing)
--you don't mind my telling him, darling--
(to Cole)
--suffered reverses. If he could . . .

She gestures vaguely, unable to describe the situation accurately. Hebbing fills in, bluff and hearty.

HEBBING
Top up the tanks, as it were. Until this little glitch in the oil economy comes to an end.

Cole broods, studying Hebbing, deciding at last to trust him.

COLE

Mister Hebbing, we are talking about breaking the law here, I want to be sure you understand that. No one gets hurt, but the law does get broken.

HEBBING

(a real sport; laughing)
Well, that's what the law's for, isn't it?

COLE

Loose talk is the one thing I worry about.

HEBBING

I can keep my mouth shut, Mister Fellowes.

Describing the scheme, Cole becomes increasingly enthusiastic.

COLE

Okay, then. Sit down, sit down.

Hebbing sits on the sofa, Myra beside him, holding his arm in both of hers. Cole paces, describing.

COLE

The Tokyo Exchange is nine hours ahead of us, New York one hour behind. There isn't one hour of the day when both are open. Information moves, but it has to wait. Now, we have a young fellow working here-- Do you know what a hacker is, Mister Hebbing?

HEBBING

One of those computer geniuses, isn't it?

COLE

You're right! And this boy tapped into that main link between Tokyo and the New York Stock Exchange. He can give us, when it's really useful, a seven second delay in that movement of information. Do you know what that means?

Hebbing doesn't want to admit ignorance.

HEBBING

Well, you've got your information ahead of New York, I see that.

COLE

Every once in a while, a major change comes through. We have seven seconds to take advantage, put our buy order, our sell order, into the computer in New York before the Tokyo data comes in.

HEBBING

Not much time.

COLE

We have to be ready. We have to have the money, and we have to know what the information means, and we have to move immediately.

HEBBING

(impressed)

Seven seconds. I don't see how you do it.

COLE

These machines-- They're in here.

Cole crosses to an inner door, pushes it partway open, looks back grinning with his hand on the knob.

COLE

Want a look?

MYRA

Oh, Henry, no, that's just boring.

Sc. 123 INT. BARE ROOM - DAY

A bare dusty room. A ladder leans against a wall, a paint can on the floor beside it. Only Cole is visible in the open doorway. He speaks back into the main office.

COLE

Come take a look. An entire suite of main-frame computer.

MYRA (OC)

We're not really interested, Henry.

Sc. 124 INT. COLE'S OFFICE - DAY

Cole remains in the doorway, luring Hebbing with a smile.

COLE

It's quite a sight. You sure?

Cole's pushing this too far. Hebbing's thinking politeness requires him to look. Myra's nervous, her smile with an edge to it.

MYRA

Henry, don't try Mister Hebbing's patience. He knows what machines look like.

Sc. 125 INT. BARE ROOM - DAY

Cole smiles at the empty room again, looks back.

COLE

Well, if you're sure.

He shuts the door.

ROY (VO)

Cole liked to take risks, huh?

Sc. 126 INT. RESTAURANT - NIGHT

Roy and Myra at the table.

MYRA

He didn't think they were risks. He was so good, Roy, he could just play with the mark. He was so crooked, he could eat soup with a corkscrew.

ROY

And when he got serious?

Sc. 127 INT. COLE'S OFFICE - DAY

Hebbing takes packs of bills from an attache case on Cole's desk, while Cole and Myra watch.

- MYRA (VO)

He'd explain he had to have cash, so there wouldn't be any paper trail for the SEC. And a lot of cash, or it wasn't worthwhile. The least we ever took was forty thousand, and the most was one hundred eighty-five thousand dollars! From one sucker!

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Sc. 128 INT. RESTAURANT - NIGHT

ROY

I thought these people were broke.

MYRA

No, no, Roy, just cash poor. They had savings accounts, stocks to sell, houses to mortgage. Sell their wife's jewelry. Oh, they had a lot of money, when they put their minds to it. Or when I put their minds to it. I stayed with them, that's the roper's job, made them get up every penny they could raise, turn it all over to Cole.

ROY

And a month later, the sucker calls the cops and you're on the run.

MYRA

No no! He never calls the cops, not after we give him the blow-off.

Sc. 129 INT. HOTEL ROOM - DAY

Myra, almost religiously absorbed in what she's doing, puts a blood-filled four-inch-square plastic package into her bra on the left side, then puts on a white blouse.

Sc. 130 EXT. NEW BUILDING - DAY

Myra and Hebbing hurry across the sidewalk from the limo, each carrying an attache case.

Sc. 131 INT. COLE'S OFFICE - DAY

Cole stands behind the desk, smiling. The canvas sack is on the desk, Cole holding it open with one hand. Myra and Hebbing stand facing him, opening their cases on the desk as Cole reaches into the sack and brings out a stack of bills.

Two MEN in suits and topcoats and hats rush in, flashing badges. MOS CONVERSATION, Cole outraged, men tough, Hebbing and Myra scared. Cole abruptly SCREAMS at Myra, blaming her. Myra recoils, frightened, defending herself. Cole pulls a pistol from his desk drawer, waves it around.

AN ANGLE on the two men, becoming very cautious, trying to placate Cole.

AN ANGLE on Cole and Myra, as he deliberately aims at her and fires, the SOUND sudden and very loud in an otherwise MOS scene.

TWO SHOT, Myra and Hebbing, Hebbing paralyzed with fear. Myra slaps her hand to her breast; blood spurts between her fingers. In terror, she turns toward Hebbing, reaches out, and her bloody hand slides down Hebbing's front as she topples forward onto the floor.

CU, Hebbing, touching the blood on his shirt, staring at the "dead" woman at his feet. He looks up.

AN ANGLE on Cole, still RANTING, running from the office.

AN ANGLE on the two men, Hebbing behind them, as they cautiously follow Cole, leaving Hebbing alone. Hebbing backs away from Myra, comes around to the door, still trying to remove the blood from his shirt. He looks through the doorway, hesitates, then suddenly dashes through.

Sc. 131A INT. ATRIUM - DAY
Hebbing runs through the building. *

Sc. 132 EXT. NEW BUILDING - DAY *

LONG SHOT, distorted angle, Hebbing in a crouched run for the limo.

MYRA (VO)
(laughing)
They never came back!

Sc. 133 INT. COLE'S OFFICE - DAY

General hilarity. The whole mob is present, opening champagne. Myra, stripped to the waist (unconcerned about the others present), cleans blood from her breasts with damp towels. Cole crosses to her, laughing, giving her a glass of champagne.

MYRA (VO)
It was great! Great!

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Sc. 134 INT. RESTAURANT - NIGHT

Myra's very up, from reliving this story.

MYRA

We were rolling in dough, lived
wherever we wanted, only pulled two
or three scams a year.

ROY
What happened to Cole?

MYRA
(suddenly evasive)
He retired.

ROY
Where?

MYRA
Upstate.

ROY
Upstate where?

MYRA
Atascadero.

ROY
That's where they keep the
criminally insane, isn't it?

Myra turns her face away.

Sc. 135 INT. HOTEL ROOM - DAY

Expensive room. Cole, naked, expression haunted and crazed, sits cross-legged on the bed. Myra enters, happy, carrying dress shop boxes. She stops, shocked, when she sees Cole.

MYRA
No, baby. Not again.

He stares at the floor over the edge of the bed, like a shipwreck victim in a raft looking at the sea.

COLE
It's hollow. You'll fall through.

Myra drops the packages on a chair.

MYRA
Cole, it'll be all right. Honey?

COLE
(frightened but determined)
Can't move.

MYRA
It's just the strain again, the stress. We'll take a vacation.

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COLE

It's all hollow. Nothing behind it.

She approaches him, scared but needing him.

MYRA

Cole, you scare me when this happens. One of these times. . .

She touches him. He suddenly lashes out, knocking her backward, glaring at her.

COLE

Demon! Demon! That's why you can walk on it! Demon!

MYRA

(heartbroken)

Oh, Cole, please. Please come out of it. What would I do without you?

Distracted, gone, unaware of her existence, he gazes around, hugs himself, sits staring at demons. She watches him, mournful, knowing he's gone.

Sc. 136 INT. RESTAURANT - NIGHT

Myra looks back at Roy. Her expression makes it clear she isn't going to tell him any more than she already has.

MYRA

He retired, and that's it. But I didn't. I'm still the best long-con roper you'll ever see.

Roy laughs, genuinely pleased by her and also tacitly letting his questions drop.

ROY

I just bet you are, too. And now you're trying to rope me.

MYRA

(pushing enthusiasm)

Join up with you! I watched you, Roy, I've been watching you, wondering if I should talk about this at all, or maybe just . . .
(shrug)

ROY

Take a hike, you mean?

MYRA

I need a partner, Roy. I need an inside man, and you're it. You could be as wonderful as Cole.

ROY

(dubious)

I don't know, Myra. I never had partners. I never needed them.

MYRA

Not to take soldiers for a hundred bucks. But how about taking a bank president for a hundred grand?

ROY

I don't know...

MYRA

We'd make a hell of a team, Roy. We think alike; we get along well together. Why darling, we could work two months a year and live high the rest of the time! I--

ROY

Wait. Slow down. This isn't something to rush into, Myra. Besides, I was just offered a promotion. I mean, a real job. On the straight side, you know. *

MYRA

(scornful)

And you're just rushing to take it. *

ROY

I'm thinking about it, anyway. *

MYRA

And what about us? What about my promotion? *

ROY

We'll have to talk about that. *

MYRA

So, let's talk.

ROY

Not here. We didn't come down here on business.

MYRA

(studying him)

Uh huh. You mean it'd be easier to turn me down on home grounds.

ROY

I didn't say I was turning anything down.

MYRA

Well...If that's the way you want it.

ROY

That's the way I want it.

Sc. 137 INT. HOTEL CORRIDOR - NIGHT

A little drunk and happy, Roy and Myra come down the corridor together, then make it obvious they're going into separate rooms, across the corridor from one another.

MYRA

(coy, sexy)

See you later.

Roy complains, but half heartedly, half humorously; this argument has already taken place.

ROY

I still don't see why we have to have separate rooms. You expect your father to come through?

MYRA

Separate bathrooms, darling. I will not lay out all my cosmetics for you to knock.

ROY

(nevertheless grumpy)

Things a man isn't supposed to know.

MYRA

(soothing)

You don't mind, really, do you, Roy?
It's been such a wonderful evening,
I guess I just wore myself out.

ROY

Sure. I'm pretty tired myself.

They unlock the opposing doors, look back at one another. Myra's smile and good-night wave are consciously cute. Roy's response is a little forced. They go into their rooms.

Sc. 138 INT. HOTEL ROOM - NIGHT

Once he's alone, Roy stops trying to look like a good sport. Disgusted, he tosses the room key onto the dresser, then crosses to sliding glass doors closed in front of a balcony. He's about to close the drapes when he looks out, changes his mind, unlocks and opens the door. He steps outside.

Sc. 139 EXT. PATIO - NIGHT

A high floor, with a wide view of ocean and starry sky. Roy leans on the rail, looking out, thinking. He mutters to himself.

ROY

Long con. I'm the one's been
conned. Who needs this?

He continues to stand there, taking some solace from the night. BEAT. Phone RINGS. Confused, irritated, he turns to look into the room. Phone RINGS. At last, he goes back into the room.

Sc. 140 INT. HOTEL ROOM - NIGHT

Roy crosses to pick up the phone, grumpy and suspicious.

ROY

Yeah?

MYRA (VO) (filtered)

Open your door.

ROY

What?

(grins; gets it)

What for?

MYRA (VO) (filtered)

Open it and find out.

Roy hangs up and crosses to the door.

AN ANGLE directly at the door as Roy opens it, showing Myra's door open across the way, Myra standing in her doorway naked. She waves at him to move over.

MYRA

Gangway!

Roy steps back, holding his door open.

Sc. 141 INT. HOTEL CORRIDOR - NIGHT

AN ANGLE down the hall as Myra skips across from her room to Roy's, her door slamming behind her.

Sc. 142 INT. HOTEL ROOM - NIGHT

Myra runs in, giggling. Roy shuts the door, laughing at her.

MYRA

(coquettish)

I hope you don't mind, sir. I just washed my clothes, and I couldn't do a thing with them.

Roy's pleased, but at a loss.

ROY

You-- I don't know.

MYRA

(sudden burst of laughter)

If you could have seen your face when I told you good night! You looked so, so . . . Ah!

ROY

Oh, come here.

They embrace.

Sc. 143 INT. HOLIDAY INN - DAY

A clean anonymous Holiday Inn. Lilly, dressed for the track, sits at the round table under the swag light, sorting through her business purse. There's a folded newspaper on the table. KNOCK on the door. She's startled. For just a second, she's like a trapped animal. Then she's calm again. She turns the purse around, opens another zipper section, removes a pistol and a silencer, quickly screws the silencer onto the pistol, lays the pistol on the table and covers it with the newspaper. Then she crosses to open the door.

AN ANGLE to include Roy in the doorway, grinning, easy. Lilly's surprised, pleased, but wary.

LILLY

Roy! What are you doing in La Jolla?

ROY

(entering)

Myra and me came down last night.
Leaving this afternoon.

Lilly makes a face, but no comment, at Myra's name, as she closes the door.

LILLY

If you come out to the track, don't know me.

ROY

We won't hit the track.

He takes from his pockets the wads of money he'd removed from the clown pictures, extends them toward her.

LILLY

What's that?

ROY

Four grand. For the hospital. Is that enough?

LILLY

(distressed)

Roy, I don't want money from you.

ROY

I pay my debts.

LILLY

(level skeptical look)

You do?

Since she won't take the money, he turns to put it on the table beside her purse, pushing the newspaper out of the way, revealing the gun. He gives it a surprised smile.

ROY

Expecting visitors?

LILLY

No. That was the point.

She crosses to unscrew the silencer and put both pieces back in her purse. Roy, watching, points at the still angry burn on her hand.

ROY

Where'd you get that?

LILLY

(shrugs it away)

Just an accident. Roy, I don't want that money. Take it back.

His own hostility shows through.

ROY

No.

She's not used to being vulnerable, can neither hide it nor really express it; can't use it as a tactic.

LILLY

I thought . . . I was hoping we could play it straight with one another.

ROY

I guess not.

LILLY

And I guess you won't be getting a square job, either.

ROY

Well, they're around and about. You never know. But not this week.

LILLY

Not ever.

ROY

I'm strictly short-con, Lilly. Nothing but smalltime stuff. I can walk away from it any time I want.

LILLY

Where've I heard that?

ROY

Yeah, but I'm in control..

LILLY

No. That was the point.

She crosses to unscrew the silencer and put both pieces back in her purse. Roy, watching, points at the still angry burn on her hand.

ROY

Where'd you get that?

LILLY

(shrugs it away)

Just an accident. Roy, I don't want that money. Take it back.

His own hostility shows through.

ROY

No.

She's not used to being vulnerable, can neither hide it nor really express it; can't use it as a tactic.

LILLY

I thought . . . I was hoping we could play it straight with one another.

ROY

I guess not.

LILLY

And I guess you won't be getting a square job, either.

ROY

That's up to me. You'll be heading east from here, huh?

LILLY

(dull)

After the meet. Back to Baltimore.

ROY

Well . . . nice to see you again, Lilly.

LILLY

You, too, Roy.

Roy finds this parting unsatisfactory, but has nothing to add. With a shrug, he leaves. Lilly looks after him, her expression becoming resentful, dully angry.

LILLY

Sure. You're only 25, and already you *
can lay out four grand without turning *
a hair. The grift's like everything *
else. You don't stand still. You *
either go up, or down. Usually down. *
Sooner or later. *

ROY

(dismissing her)

I'll let it be a surprise. You'll be *
heading out east from here, huh? *

LILLY

(dull)

After the meet. Back to Baltimore.

ROY

Well...nice to see you again, Lilly.

LILLY

You too, Roy.

Roy finds this parting unsatisfactory, but has nothing to add. With a shrug, he leaves. Lilly looks after him, her expression becoming resentful, dully angry.

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LILLY

Prick.

Sc. 144 EXT. HOLIDAY INN - DAY

Myra sits in the back seat of a taxi parked across the street from the motel. The door to Lilly's room is visible in bg. Roy walks toward the street from Lilly's room.

DRIVER

Here he comes.

MYRA

I see him.

Reaching the sidewalk, Roy turns to an empty cab parked on that side of the street, in front of the motel. Myra's driver shifts into gear.

MYRA

Wait. Hold it.

DRIVER

That's the guy we're following.

MYRA

Just wait.

Roy enters the other cab, which drives away, as Lilly comes out of her room in bg.

MYRA

Ah.

Lilly gets into her Chrysler, backs away from the slot, drives to the street.

MYRA

Now we follow her.

DRIVER

You're the boss.

AN ANGLE on the two vehicles, as they leave the motel.

Sc. 145 EXT. TURF PARADISE - DAY

Where the surf meets the turf. Over the punters' heads, out beyond the track, spreads the Pacific Ocean, unnoticed, ignored.

AN ANGLE on Myra, on a different level, watching Lilly.

AN ANGLE on Lilly at the betting windows.

AN ANGLE on Myra, on a high vantage point in the stands. A MAN near her watches the field through binoculars. Myra ASKS if she can borrow them for a minute. Men are always happy to do Myra favors; the man gives her the binoculars. She looks at the field briefly; then turns and looks through the binoculars the other way, outside the track. The man, surprised, looks the same way.

MAN'S POV: The parking area.

PREVIOUS SHOT. The man looks in curiosity at Myra, who concentrates, adjusting the focus.

MYRA'S POV: Foreshortened through the binoculars, Lilly opens the Chrysler's trunk, stashes money.

PREVIOUS SHOT. Myra smiles, turns it into a sweet thank-you smile as she returns the binoculars to their owner.

Sc. 146 EXT. TRAIN - EVENING

ESTABLISHING SHOT, the train leaving LaJolla for Los Angeles.

Sc. 147 INT. TRAIN - EVENING

Roy and Myra settling their luggage and themselves, sitting down together, Myra looking out the window.

ROY
(casual)
So what'd you do with yourself all
afternoon?

She turns to look at him.

MYRA
I went out to the track.

ROY
(suddenly wary)
The track? Did you run into Lilly?

MYRA
No. How could I? I was in the clubhouse.

*

*

ROY

And Lilly wouldn't be in the clubhouse, *
huh? Now how did you know that? *

Myra, acknowledging her mistake, comes clean for *
tactical reasons.

MYRA

Okay. I saw her. *

ROY

She didn't see you, in other words.

MYRA

I saw her out there, and I was curious.
You know, she's always so nasty to me!
And I knew she was knocking me to you
every chance she got. So I called a
friend of mine in Baltimore, so now
I know who she is.

ROY

(dry)

You have knowledgeable friends.

MYRA

I'm well connected, Roy, Cole
introduced me to a lot of people.
Very valuable. Valuable for us.

ROY

Running your broker scam, you mean.

MYRA

(enthusiastic)

What a team we'll make. You won't
regret this, Roy.

ROY

Regret what? I didn't say I was coming aboard.

MYRA

But why not?

ROY

I've still got that job offer, you know.

MYRA

(disbelieving outrage)

Job offer? That isn't serious, Roy!

ROY

(mulish)

I get to think about it.

MYRA

(toughening)

I thought we had this settled.

ROY

Nothing was ever settled.

MYRA

(bitter)

It's your mother talking against me,
isn't it?

ROY

(irritated)

Lilly has nothing to do with this.
I make my own decisions.

MYRA

That's not what Lilly thinks.

Roy can't help over-reacting, being defensive about his
independence from Lilly.

ROY

Who cares what Lilly thinks? I don't care what Lilly thinks. I left home when I was 17, * with nothing but stuff I bought and paid for myself. Nothing from Lilly. I've been taking * care of myself a long time. I'll make my own decision, I'll make it at my own time. Okay?

MYRA

Sure, Roy.

ROY

With no help from Lilly.

Sc. 148 INT. KAGGS' OFFICE - DAY

Kaggs and Roy stand in front of the desk.

ROY

Mr. Kaggs, I'm sorry.

KAGGS

(keen)

You're turning me down? Makes no sense, Roy.

ROY

I guess I'm just not a leader of men.

KAGGS

Oh, come on, Roy.

ROY

The truth is, Mr. Kaggs, I like things the way they are now. Pick my own hours, have time for, uh, other activities . . .

KAGGS

A well-rounded life. I respect that. But it has to have a center, Roy, something you care about, something you can think about.

ROY

Maybe I'm just not ready for that. *

KAGGS

I tell you what, Roy. If you ever feel you are ready, just let me know. Okay? *

Roy

(friendly grin)

Sure. *

They shake hands.

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Sc. 151 INT. LIVING ROOM - DAY

Roy's room. He has one of the clown pictures face down on the coffee table. He takes money from his jacket pockets, crams it into the space, which is now just about full. As he's tightening the wing nuts closing the back, doorbell RINGS. He hurries, finishing the job, hanging the picture on the wall, then crossing to open the door. Myra enters, ebullient.

MYRA

Darling, guess what? I had to tell
you right away.

She gives him an enthusiastic kiss, then marches into the living room.

ROY

(grinning)
And hello to you, too.

MYRA

I called a fellow I know in Tulsa,
the one who plays my chauffeur.
There's a sucker there he says is
made for us. And a broker that just
shut down, we can use their office,
not change a thing! Now, I can
scrape up ten grand if I try. I've
got a couple aces in the hole, markers I
could call for something real. That leaves
fifteen or twenty for your end. We could start
this weekend, get the sucker into position--

ROY

Wait a minute! When did this
happen, that we're partners?

MYRA

(bewildered)

What?

ROY

The last I looked, we were just talking
things over. And you're throwing around
some pretty tall figures. What makes you
think I've got that kind of money?

MYRA

Why, you must have!
(maternal chiding, joking)
Now you know you do, Roy.

The maternal turns Roy off.

ROY

Maybe I like where I am.

MYRA

Well, maybe I don't! I had ten good
years with Cole, and I want them
back! I gotta have a partner! I
looked and I looked and believe me,
brother, I kissed a lot of fucking
frogs, and you're my prince!

Roy tries to treat this lightly.

ROY

Don't I get any say in this?

MYRA

No! Because I--

ROY

(pointing at her)

That's what I say.

MYRA
(thrown off course)
What?

ROY
What I say is, no. We don't do
partners.

She stares at him, trying to find a chink in the armor, trying
to find a reason, trying to find something.

MYRA
What is it? What's going on? Why don't
you want to team up? *

ROY
The best reason I can think of is, you scare *
the hell out of me. I've seen people like you *
before, baby. Double tough and sharp as a *
razor, and they get what they want or else. *
But they can't make it work forever. Sooner *
later the lightning hits. I don't want to be *
around when it hits you.

MYRA
Where'd you get that line from? It sounds like *
your mother.

ROY
I got it from me. *

MYRA
(thinking it through)
By God, it is your mother. It's Lilly. *

ROY
(doesn't get it)
What?

MYRA
Sure it is. That's why you act so
funny around each other.

He frowns at her, not believing he understands her right.

ROY
What's that?

MYRA

Don't act so goddamned innocent!
You and your own mother, gah! You
like to go back where you been, huh?

He takes a step towards her, rising toward fury.

ROY

You watch that mouth.

MYRA

I'm wise to you, I should have seen it
before, you rotten son of a bitch. How
is it, huh? How do you like--

He slaps her openhanded but hard, and she staggers back. He pursues her.

ROY

How do you like this?

He slaps her as hard with the other hand. Astonished, frightened, befuddled, she backpedals, bringing her forearms up to protect her face. He grabs her two wrists in one hand, holds them out of the way, slaps her a third time.

MYRA

STOP!!

He suddenly gets control of himself, releases her, steps back into the middle of the room. He's angry, but also remorseful, sorry he lost control but still enraged at the enormity of her suggestion.

ROY

That's not like me. I don't do violence.

She cowers against the wall, peering in terror at him through her raised arms. He settles down, becomes heavily calm.

ROY

That's why we wouldn't work together. You're disgusting. Your mind's so filthy, it's hard even to look at you.

He crosses to the apartment door, pulls it open. Sunlight pours in.

ROY

Goodbye, Myra.

She lowers her arms slowly, as though her whole body aches. She's still scared, but angry now, too. She'd like to tell him off, but discretion tells her not to. She moves across the room toward the open door, but stops, not wanting to be that close to him. Understanding, he backs away from the doorway, gestures with cold irony for her to proceed. She moves to the threshold, looks back at him.

MYRA

And you don't even know it.

Angry again, Roy steps forward. She hastily steps outside, and he slams the door.

Sc. 152 EXT. ROY'S APARTMENT - DAY

Myra moves slowly along the balcony, muttering to herself.

MYRA

Mama. It's Mama. She's the one.

She stops, holding the balcony rail, looking out at the city.

MYRA

You'll get yours, Mama. Oh, yes.

Sc. 153 INT. MOTEL ROOM - DAY

Lilly's room; empty. Phone RINGS. Lilly enters, tired, with her shoulderbag; the end of her work day. Phone RINGS. She frowns at it, expecting nothing good, then drops the shoulderbag on the bed, crosses, answers.

LILLY

Yes?

A sudden smile doesn't entirely hide the wariness.

LILLY

Roy! An unexpected pleasure.

Sc. 154 INT. LIVING ROOM - DAY

Roy, troubled, paces while talking on the phone.

ROY

Lilly, I wonder if we could talk.
You know, have a conversation,
like. Maybe we've both grown up
now, maybe we could just . . .
talk.

Sc. 155 INT. MOTEL ROOM - DAY

Lilly's delighted, but can't trust this moment more than any other.

LILLY

Well, sure, Roy. You want me to
drive up--? Okay, fine, come on down.
(kidding)

It won't be a home-cooked meal, you
know.

Sc. 156 INT. LIVING ROOM - DAY

ROY
(kidding)
Well, that's good news.

He hangs up, but he's nervous, still uncertain, pacing.

ROY
Well? Who's a boy gonna talk to, if
not his mother?

The sound of the question makes him laugh.

Sc. 156A EXT. FREEWAY - NIGHT

Roy drives to San Diego.

Sc. 157 EXT. MOTEL - NIGHT

Myra's Cadillac eases to a stop across the street, where she
earlier waited in the cab.

AN ANGLE through the windshield at Myra, settling down to wait,
looking at the motel.

Sc. 158 INT. MOTEL ROOM - NIGHT

Lilly comes out of the bathroom, putting her lipstick away in a
small purse. She's dressed carefully for tonight; upscale and
respectable, without being stodgy. She crosses to the window -
night view outside --and as she pulls the drapes shut the phone
RINGS. She looks at it in disappointment, crosses to answer.

LILLY
(expecting rejection)
Roy?

Sc. 159 INT. OFFICE - NIGHT

Irv in the accountant's office in Baltimore. He looks secretive
and scared, talks in a hush.

IRV
Lilly, listen, it's Irv. You were
always decent with me, I'm taking a
hell of a chance here. Somebody
blew you out with Bobo. The car
full of money. He's-- Lilly?

Sc. 160 INT. MOTEL ROOM - NIGHT

Empty. The phone receiver dangles off the table on its cord.
The door finishes closing.

Sc. 161 EXT. MOTEL - NIGHT

Lilly's Chrysler jounces out to the street, moving too fast, making the turn, racing away. CAMERA PANS to Myra's Cadillac, pulling away from the curb, following. CAMERA HOLDS with the two cars receding in bg.

Sc. 162 INT. HONDA - NIGHT

Roy drives down a San Diego street, is stopped by a red light, looks at his watch. He's late.

ROY

Damn.

Sc. 163 INT. MOTEL ROOM -- NIGHT

Empty; as before. The door opens and the two thugs we saw earlier with Bobo enter, one putting a thick ring of keys away in his jacket pocket. They close the door, look around the room. One goes to the closet, opens it, looks at the clothing inside, while the other goes into the bathroom. The first crosses to the dresser, pulls open a drawer full of clothing. The second comes out of the bathroom. They look at one another. The guy from the bathroom shakes his head. The other one points at the dangling phone.

They leave the room.

Sc. 164 EXT. MOTEL - NIGHT

Roy walks toward Lilly's room as the two thugs pass him, on their way out. Roy knocks on Lilly's door, waits, knocks again. He tries to look through a crack in the drapes into the room, then turns to look at the empty place where Lilly's Chrysler had been. He shakes his head, knocks once more, looks at his watch, turns away.

ROY

(disgusted)

Thanks a lot, Lilly.

He walks off.

Sc. 165 EXT. ARIZONA MOTEL -- NIGHT

Lilly's white Chrysler pulls off the road into the front parking area of a new small motel. The car brakes to a stop.

AN ANGLE from the road as Myra's blue Cadillac drives slowly by, while, in bg, Lilly gets out of the Chrysler, moving as though she's stiff and tired. Lilly enters the motel office.

Sc. 166 INT. MOTEL OFFICE - NIGHT

The CLERK, an elderly woman, turns away from a small TV set when Lilly enters.

CLERK

Evening. Welcome to Phoenix.

LILLY

Good evening. I'd like a single for tonight.

CLERK

Oh, everything's the same size,
same price.

The clerk extends a registration card and pen to Lilly, who takes them but doesn't yet start to write.

LILLY

I'm a very light sleeper, traffic
noise keeps me wide awake all
night.

CLERK

(sympathetic)

Those trucks. I know exactly what
you mean.

LILLY

Do you have something around back,
facing away from the road?

The clerk turns to consider the key rack.

CLERK

I'll put you in one thirty-one.
Very quiet. Faces the desert.

LILLY

Sounds perfect. I can park my car
back there?

CLERK
Right in front of the room.

LILLY
Fine.

She starts to fill in the registration card.

LILLY
And I'll want to leave an early
wakeup call.

CLERK
No problem. My husband gets up the
crack of dawn.
(confidential)
It's his kidneys.

Sc. 167 EXT. ROAD - NIGHT

Motel in bg. The blue Cadillac, having turned around and come back, pulls off onto the shoulder of the road about fifty yards short of the motel.

c. 168 INT. CADILLAC - NIGHT

Over Myra's shoulder as she watches, through the windshield, the Chrysler parked in front of the motel. Lilly comes out of the office over there, gets into the Chrysler, backs it up, drives it out of sight past the motel. Myra puts the Cadillac in gear.

Sc. 169 INT. ROOM 131 - NIGHT

A clean anonymous motel room, with two beds. Lilly enters, very weary, puts her shoulderbag on one of the beds, goes back outside and leaves the door open. She has backed the Chrysler into its spot just outside her room, so its trunk is visible through the open doorway.

Sc. 170 EXT. ARIZONA MOTEL - NIGHT

AN ANGLE on Lilly as she opens the rear door of the Chrysler and leans in.

Sc. 171 INT. CHRYSLER - NIGHT

Lilly wrestles the rear seat out of position, reaches down into the space under and behind it, and brings out a soft cloth overnight bag. It seems not too full but fairly heavy. She puts the bag on the ground outside the car and then pushes and prods the seat back into position.

Sc. 172 EXT. ARIZONA MOTEL - NIGHT

Lilly shuts the car door, picks up the bag, and enters her room, shutting the door behind her.

Sc. 173 INT. MOTEL OFFICE - NIGHT

Myra enters. The clerk looks at her in surprise.

CLERK
Something wrong?
(embarrassed)
I'm sorry. I thought you were the
other lady.

MYRA
No. I'm me.

Sc. 174 INT. ROOM 131 - NIGHT

Lilly puts the bag on the bed with her shoulderbag. She opens the overnight bag, takes from it a blond wig, a pair of hornrim glasses and a passport. From her shoulderbag she takes the pistol and silencer. She attaches the silencer to the pistol and puts the pistol under the pillow of the other bed.

Sc. 175 INT. MOTEL OFFICE - NIGHT

Myra's checking in. She fills in the registration card while the clerk considers her key rack.

CLERK
I'll give you one oh seven. That's
a very nice room, very handy, in
the front, right by the pool.

MYRA
Oh, don't you have something around
back, where it's quieter?

The clerk sighs, looks at the key she'd taken from the rack, reluctantly goes back to consider the situation again.

CLERK
Everybody wants the back tonight.

MYRA
I guess everybody wants privacy.

Sc. 176 INT. ROOM 131 - NIGHT

Lilly, in nightgown, yawning, comes out of the bathroom, switching off its light. The shoulderbag and overnight bag and overnight bag's contents are still on one bed. Lilly gets into the other switches off the light.

Sc. 177 INT. ROOM 119 - NIGHT

Virtually identical to Room 131. Myra enters, lugging a suitcase and shuts the door behind herself. She puts the suitcase on one of the beds, opens it, paws through it, and brings out a large ring of keys.

Sitting on the other bed, she compares her room key with keys on the ring, takes three keys from the ring and puts them on the bedside table along with the room key. Then, patiently, she looks at her watch.

Sc. 177A EXT. MOTEL - NIGHT

WIDE SHOT, PANNING. Late night. No traffic on the highway, no lights in the motel rooms, no movement in the desert. CAMERA PANS toward room 119 as Myra comes out of the room, ghostlike in nightgown, slippers and robe, carrying the ice bucket. She looks around, then heads toward room 131.

Sc. 178 EXT. ROOM 131 - NIGHT

CU, the door, with its number. CAMERA PANS to pick up Myra, approaching. She stops at room 131, looks at the Chrysler, smiles at it in proprietary fashion, and pats the Chrysler on the trunk.

Then she turns to the room. She takes the keys from her pocket, looks around to be sure she's alone, and bends over the lock.

Sc. 179 INT. ROOM 131 - NIGHT

In very dim light, Myra enters the room, closes the door, moves toward the beds. CAMERA PANS with her. Keeping her eyes on the sleeping form of Lilly, she puts the empty ice bucket on the empty bed, then moves closer to Lilly. CAMERA PANS in, moving forward as Myra's arms move forward, moving to CU on Lilly as Myra's hands (remaining IN FRAME) move forward and down. Her hands abruptly clamp on Lilly's throat. QUICK CUT.

Sc. 180 EXT. PHOENIX AIRPORT - DAY

ESTABLISHING SHOT. A plane lands.

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Sc. 181 EXT. PHOENIX AIRPORT - DAY

Roy, looking stunned, is among the deplaning passengers spreading out across the tarmac. He's met by PIERSON, a plainclothes detective and uniformed cop.

PIERSON
Roy Dillon?

ROY
Yes?

PIERSON
Lieutenant Pierson, Phoenix police.
I have a car here.

ROY
Thank you.

Sc. 182 INT. POLICE CAR - DAY

The uniformed cop drives. Pierson and Roy sit in back.

PIERSON
There was a bunch of money hidden in
your mother's car. A lot of money. Would
you know anything about that? *

ROY
(flat)
No. *

PIERSON
(professional sympathy)
I realize this is a shock. *

ROY
Well, mostly, I don't believe it.

PIERSON
That's natural.

ROY
No. I mean, I don't believe it.
Lilly is not a suicide. I know my
mother, nothing would make her check out.

PIERSON
I'm sorry, it was her all right.
Her gun, even.

ROY
Gun?

The car stops

PIERSON
This is the morgue. You up to it
now?

ROY
Sure. Let's get it over.

PIERSON

One thing I have to caution you.
Normally, we don't do next-of-
kin ID, unless there's no
other choice. In this case, there's
no finger prints on file, and dental
records won't help much because of
the location of the wound.

ROY

(wary)

Location?

PIERSON

(reluctant)

She ate the gun. I'm sorry,
it's going to be a shock.

ROY

(opening the door)

Then let's get the shock over with.

Sc. 183 INT. MORGUE VIEWING ROOM - DAY

A bare bright room with tiled walls, a few plastic chairs, an
ordinary office door on one side and wide hospital swinging
doors on the other. Pierson and Roy stand watching.

ROY

Not many laughs in this room, eh?

PIERSON

Not many.

The swinging doors open and an ATTENDANT wheels in a gurney
containing a body covered by a sheet. Roy braces himself. The
attendant pulls the sheet away from the face.

PIERSON

(to the attendant)

Remove that. We'll want a full, uh,
identification.

The attendant removes the sheet. The body wears a nightgown.

AN ANGLE on Roy, swallowing bile, as he forces himself to move
forward and look down at the face. He immediately looks away
again.

ROY

Oh, Jesus.

PIERSON

No question, huh?

ROY

No, its-- Why did she--?

He forces himself to look at the body again, his own face full of the unanswerable question. He looks her up and down, then his eyes stop. He focuses on something, a look of surprise coming into his eyes.

Roy's POV: CU, the body's hands, crossed over the stomach, the wrists crossed, the palms down, the clear backs of both hands visible.

CU, Roy. He knows. Sharpness comes back into his expression.

PIERSON (OC)

That's that, then.

ROY

(starting to grin)

Oh, yeah. That's that.

TWO SHOT, Roy and Pierson. Pierson wants to leave, but Roy stands over the gurney. He chuckles. Pierson looks at him, surprised and appalled. Roy ignores him.

ROY

(laughing quietly)

Mom.

QUICK CUT.

Sc. 184 EXT. DESERT HIGHWAY - DAY

MONTAGE. Myra's baby blue Cadillac drives, at extreme high speed, alone on the highway.

OMIT SC. 184A

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Sc. 185 EXT. BRYSON APARTMENTS - NIGHT

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Myra's Cadillac drives slowly past, comes to a stop at the curb half a block away.

Sc. 186 INT. CADILLAC - NIGHT

AN ANGLE through the windshield at the driver, a woman, deeply weary. Her forearms are crossed on top of the steering wheel, her brow resting on the forearms. The burn on the back of her right hand is visible in illumination from nearby streelight. Traffic goes by. BEAT. Lilly lifts her head, looking out at the night. She's very tired, but determined.

AN ANGLE beside Lilly, inside the car. From the seat beside her she picks up Myra's large dangly earrings and fixes them in place. Then she puts on Myra's big-lensed dark sunglasses. (She's wearing the clothes Myra wore when checking into the motel.) Lilly checks her appearance in the rearview mirror, then gets out of the car.

Sc. 187 INT. BRYSON LOBBY - NIGHT

AN ANGLE on Simms at the desk, talking to a TELEPHONE REPAIRMAN steadily at work fixing the switchboard.

SIMMS

The last modern thing I liked was the miniskirt. Your technology, now, nobody understands it, and that's the simple fact of the situation.

Lilly enters in bg, crosses to the elevator, presses the button. Simms waves to her.

SIMMS

(calling)

Evening, Mizz Langley!

The elevator door opens, Lilly boards and presses the button. The elevator door closes.

SIMMS

New things come in here all the time, how do they work? You can ask your PhDs, your highly educated, intelligent, professional people, you can say to them, how does that work, and you know what they'll tell you? You plug it in. And that's the way the donut dunks.

Sc. 188 EXT. BRYSON APARTMENT - HALLWAY - NIGHT

*

The balcony leading to Roy's apartment. It's illuminated by a light next to the public door from the interior hall. AN ANGLE on that door as Lilly cautiously opens it, looks out and around while remaining mostly behind the door, then focuses on the light. She reaches out and unscrews the bulb. GO TO BLACK.

Sc. 189 INT. LIVING ROOM - NIGHT

Roy's place. Dark. SOUNDS of lock being picked. The door opens, showing only blackness outside. Lilly enters and shuts the door, then switches on the main light.

AN ANGLE on Lilly, in the middle of the room, distractedly biting her thumbnail as she looks around, calculating. She looks directly at something.

Lilly's POV: One of the box-framed pictures hanging on the wall.

PREVIOUS SHOT. Lilly, making up her mind, crosses to the picture and takes it off the wall. She finds it surprisingly heavy. She carries it to the coffee table, puts it down there on its back, sits on the sofa.

AN ANGLE on Lilly studying the picture. She raps her knuckle against the sides, looks to see if the front or sides open some way, and finally turns the picture over, laying it face down on the coffee table. She sees how to remove the back, lifts it off, and looks at the stack of money lying in there.

CU, Lilly, almost fainting with relief.

WIDE SHOT. Lilly looks at the other picture, looks again at the money, comes to a conclusion. She rises and leaves the room, deeper into the apartment.

c. 190 INT. BEDROOM - NIGHT

Lilly switches on the light as she enters the room. She looks around, crosses to the closet, goes through the stuff in there, finds an old attache case on the shelf. She brings it out, puts it on the bed, opens it. Inside are a few decks of cards and a paperback book. She tosses them onto the bed, checks the case, finds that one of the clasps works but the other doesn't. One is good enough. She carries the attache case out of the room, leaving the light on.

Sc. 191 INT. LIVING ROOM - NIGHT

Lilly enters, puts the case on the coffee table beside the picture, scoops the money out of the picture and puts it in the case. Then she unceremoniously dumps the picture on the floor.

Lilly takes the second picture from the wall, puts it face down on the coffee table, opens the back, transfers the money to the case. She closes the case, attaches the one clasp that works, picks up the case.

ROY (OC)
Hello, Lilly.

TWO SHOT, as Lilly whirls around, terrified and then relieved. Roy stands in the open apartment doorway, blackness behind him.

LILLY

Oh! Roy! You scared me.

Roy enters the room and shuts the door.

ROY

Going somewhere?

LILLY

Somewhere else, that's for sure.

ROY

I just came back from Phoenix.

LILLY

(anxious)

Oh, yeah? Is the frame holding?

ROY

Looks very solid, Lilly. Sit down.
Take a minute, tell me about it.

LILLY

I've really got to--

ROY

You're dead, Lilly, it worked.

LILLY

Not for long. The cops may buy it, but
Bobo will spend money to make sure.

ROY

Even so. You still got time. Relax
a minute, tell me what happened.
Sit down.

He gestures at the sofa. Lilly's holding the attache case.
The gutted pictures are lying around, one on the coffee table
and one on the floor. She looks around at everything, awkward
and embarrassed. But Roy hasn't said anything. And he's
between her and the door.

LILLY
Just for a minute.

She backs up, sits on the sofa, puts the case on her lap. Roy pulls a chair over so it's directly between Lilly and the door. He sits, looking at her with polite interest.

ROY
Myra followed you, huh?

LILLY
She must have been the one that blew me off with Bobo. I guess to get me running. Did you tell her about my stash?

ROY
(isn't worth discussing)
No.

MYRA
No, you wouldn't. That's what she was after, though. But why hit on me?

ROY
I wouldn't go in on a deal with her. She blamed you for it.

LILLY
(a shaky laugh)
As though you do what I say.

ROY
(cold grin)
That's pretty funny, all right.
What happened in Phoenix?

Remembered emotion makes Lilly talk in little fast clusters of words.

LILLY
Roy, it was terrible. You read about people killing people and all that, but when it happens, my God.

Sc. 192 EXT. ARIZONA MOTEL - NIGHT

Myra, in nightgown, carrying the ice bucket, approaches Room 131.

LILLY

She was in her nightgown, you know,
the old grifter's dodge, nightgown
and the ice bucket and she just got
into the wrong room by mistake.

Sc. 193 INT. ROOM 131 - NIGHT

CU, Lilly asleep. Very dim light. The shadows shift on her face as Myra OUT OF FRAME approaches. Myra's hands ENTER FRAME, abruptly clamp on Lilly's throat. Lilly's eyes pop open wide, staring, her mouth stretches open. Myra's arms are locked straight, pressing her weight down onto her hands squeezing Lilly's throat. Lilly clutches at Myra's fingers, tries to reach Myra's face, twists and squirms, then suddenly lifts her arm up and behind her head, hand dipping under the pillow, coming out with the silenced gun, pushing the gun upward, straightarm, the gun moving up OUT OF FRAME. SOUND of shot. Blood sprays Lilly's face. Myra's body drops down onto her, at an angle, so we can still see Lilly's horrified face over Myra's shoulder as Lilly gasps for breath.

Sc. 194 INT. LIVING ROOM - NIGHT

Lilly stares across the room, breathing hard, reliving the experience.

LILLY

I sat in there with her, I thought,
what do I do now? Run and I've got
Bobo and the law after me. Stay,
and how do I explain?

ROY

This way's perfect.

Lilly sits back, showing that relief again.

LILLY

It is, isn't it? And maybe it's a
break for me after all. I've been
wanting out of the racket for
years, and now I'm out. I can make
a clean start, and--

ROY

You've already made a start.
Doesn't look that clean, though.

Here's the awkwardness. Lilly looks guilty and embarrassed.

LILLY

I'm sorry. I hated to take your money, but--

ROY

Don't be sorry. You're not taking it.

Lilly reacts as though he's slapped her. But then she gets her determination back. She splays out both hands, palm down, on the attache case on her lap.

LILLY

I need this, Roy. I can't run without money, and if I can't run I'm dead.

ROY

You must have some money.

LILLY

Just a few bucks.

ROY

And Myra's stuff?

LILLY

(scornful)

Her credit cards. How far am I gonna get with that?

ROY

Far enough. Maybe up to San Francisco. Or St. Louis, someplace new. Start over.

LILLY

At what?

ROY

You're smart, Lilly, and you're good-looking. You won't have any trouble finding a job.

LILLY

(appalled)

A job? I've never had a legit job in my life!

ROY

Well, you're gonna start, if you hope to live through this. A square job and a quiet life. You start showing up at the track or the hot spots and Bobo's boys will be all over you.

LILLY

(exasperated)

Roy, I know what to do with myself! It's a big world out there.

ROY

Not any more. Lilly, listen, I'm giving you good advice. I'm following it myself.

LILLY

(doesn't get it)

What?

ROY

I thought it over, and you were right. You wanted me out of the rackets, and now--

LILLY

(bedeviled, aggravated)

Roy, that's fine, but I don't have time for this. Bobo--

ROY

I thought you'd be happy for me. After all, you--

LILLY

Bobo isn't after you! Bobo's after me, and he's goddamn good! But so am I. I'm a survivor, Roy. I survive.

ROY

I know you do, so that's why--

LILLY

And to survive, my way, I need money. Bobo knows about the stash in the car, so I didn't dare touch it, not if Lilly Dillon's dead. So that leaves this.

ROY
(isn't worth discussing)
No.

Lilly sits back again, broodiNg at Roy, trying to think how to get to him, how to get through him or around him. She sighs, licks her lips.

LILLY
You want a drink?

ROY
I don't think so. You probably shouldn't either.

LILLY
No, but I'm goddamn thirsty. Ice water?

ROY
Yeah, sure, that sounds nice.

LILLY
I'll get it.

She stands, putting the attache case on the sofa next to where she was sitting. Roy, with a faint smile, watches her leave the room.

Sc. 195 INT. KITCHEN - NIGHT

Very small, little used. Dark. Lilly switches on the light when she enters, then leans against the counter, fists clenched and trembling on the counter in front of her. She grits her teeth, hyperventilates, stares around the room in search of escape, an answer, something.

CU, Lilly's face, desperate, grim, but not giving up.

WIDE SHOT. Lilly opens cabinets, finds two glasses, opens the nearly-empty refrigerator, gets ice cubes from a tray, puts them in the glasses, puts the partial tray back in the freezer compartment, fills the glasses from the cold water tap, puts the glasses on the counter, stares at them briefly. She then shakes her head, searches the kitchen some more, and finds a cookie sheet she can use as a tray. She puts the glasses on the tray, carries the tray from the room, leaving the light on.

Sc. 196 INT. LIVING ROOM - NIGHT

Lilly enters with the tray, crosses to Roy, presents the glasses, speaks as he reaches for one.

LILLY

Take whichever one you want.

He hesitates. It hadn't occurred to him Lilly might try to poison him or knock him out. He grins at her and takes a glass.

ROY

You wouldn't do that.

Lilly takes the other glass, puts the cookie sheet on a table, looks down at Roy.

LILLY

You don't know what I'd do, Roy.
You have no idea. To live.

ROY

(easy)

Oh, you'll live, Lilly.

Lilly crosses back to the sofa, sits beside the attache case, pats it absently as though it's a pet and she's glad it didn't move, waited for her. She sips water, puts the glass on the end table.

LILLY

I know what's bugging you, of course.

ROY

Oh? I didn't know anything was.

LILLY

(twisted grin)

Oh, really? You've got a legitimate complaint, Roy, I don't deny that. I wasn't a very good mother when you were a kid.

ROY

(full laugh)

Not very good!

She nods, accepting the correction.

LILLY

A bad mother. By any standards. I've thought about it, you know, from your side, since then. I know just how bad I was.

ROY
(closed against her)
Uh huh.

LILLY
I wonder did you ever think about
it from my side.

ROY
(not worth discussing)
Never.

LILLY
No, I guess not. It was pretty
lousy of me, I guess, to be a child
at the same time you were. Not to
stop being a child just because I
had a child. I guess I was a real
stinker not to be a grown-up when
you needed a grown-up.

Roy didn't expect to be made uncomfortable and defensive, and he
resents it.

ROY
What do you want me to do? Pin a
halo on you? You're doing a pretty
good job of that yourself.

LILLY
And making you feel bad at the same
time, huh? But that's the way I am,
you know, the way I've always been.
Always picking on poor little Roy.

ROY
For God's sake, Lilly!

LILLY
(intense)
I gave you your life twice. I'm
asking you to give me mine once. I
need the money.

ROY
(not worth discussing)
No.

Lilly subsides back onto the sofa. One hand rests on the
attache case. With the other, she sips water, puts the glass
back down. Roy watches her, unmoving, expressionless. Lilly
frowns, not quite looking at him.

LILLY
You're getting off the grift?

ROY
That's right.

LILLY
That's good. You don't really
belong on this side of the fence,
you know.

ROY
(amused)
I don't?

LILLY
If you stayed a crook, do you think
you'd live to be my ripe age?

ROY
I don't see why not.

LILLY
Well, I guess I got it wrong, then.
Seems to me I heard about a guy
just your age that got hit so hard
in the guts it almost killed him.

Roy's again unexpectedly uncomfortable. He shifts uneasily in
his chair, trying to think of a response.

ROY
Well, uh . . .

LILLY
Sure, sure, that doesn't count.
That's different.

ROY
Well, it doesn't matter, does it?
I'm getting out.

LILLY
(intense)
And that's why you've got to get
rid of this money. If you keep it
around, it'll just make you think
how clever you are. It'll be a
temptation to get back into the
game.

ROY

(full laugh)

Oh, that's it! You're stealing my money for my own good! How very motherly of you, Lilly.

Once again, Lilly drops back against the sofa back. Another round in the fight is over. Roy watches her, patient, waiting for her to give up, seeing no other outcome.

AN ANGLE on Lilly, frustrated, feeling the need to move, the pressure of pursuit. Her heat turns back and forth, her body starts false gestures. Finally, abruptly, she gets to her feet, looks at Roy, looks away, picks up the attache case.

CU, Roy, alert. He won't let her reach the door.

AN ANGLE PANNING with Lilly as she prowls the room, pacing back and forth, the attache case swinging at her side. Finally, she stops, standing the attache case on the coffee table, her hand still on its handle.

ROY

Lilly.

She looks at him, attentive without hope.

ROY

If I should get out of the racket, that goes double for you. That's why you've got to change your life completely, go to some town, get a square job, live like a john yourself. If you try to do it your way, what future is in it?

LILLY

A future. The only future I've got.

ROY

That money wouldn't last forever. And then what? You'd be back in some other part of the rackets. Another Bobo Justus to slap you around and burn holes in your hands. If you can't change now, while you're still relatively young, how could you do it when you were crowding fifty?

*

LILLY

(appalled, revolted)

Roy!

ROY

(inexorable)

This way, you've got to go the square route. You could send me a card when you're settled, I could maybe help out sometimes...

*

LILLY
(bitter laugh)
That's what it is, isn't it? Keep
me down. Your turn to be in charge,
have the power.

ROY
(stonewalling)
Just trying to help, Lilly.

She sits on the sofa again, this time leaving the attache case
to stand on the coffee table. She studies Roy, calculating.

LILLY
Roy . . . What if I told you I
wasn't really your mother? That we
weren't related?

ROY
(bewildered)
What?

Lilly leans back again, but this time her manner is different;
languorous, sexy. She crosses her legs, the upper leg swinging
gently. She smiles gently, encouragingly, at Roy.

LILLY
You'd like that, wouldn't you? Sure
you would. You don't need to tell
me. Now, why would you like it,
Roy?

AN ANGLE on Roy, understanding and not wanting to understand.

ROY
(hoarse)
What's that all about? Of course
you're my mother. Of course you
are.

TWO SHOT. Lilly leans forward toward Roy, inviting him.

LILLY
(very soft)
Roy . . . Roy . . .

Roy will not let anything complicated come to the surface.

ROY
There's nothing more to talk about.

LILLY

(very soft)

I have to have that money, Roy.
What do I have to do to get it?

AN ANGLE on Roy, his face bruised-looking, eyes scared. He will not know what's going on. He shakes his head, not trusting himself to speak.

AN ANGLE on Lilly, leaning forward, tension showing through the seductive manner.

LILLY

No? Won't you give me the money,
Roy? Can't I change your mind? What
can I do to change your mind?

TWO SHOT, as Lilly gets to her feet and takes a step toward him. Roy's pressed back into his chair, trying to maintain a cold facade.

ROY

Lilly, Jesus, what are you doing?

LILLY

Is there nothing I can do, Roy,
nothing at--

ROY

NO!

They both turn away at the same instant. Roy turns to the side to pick up the glass of water, to break the spell and the tension. Lilly turns back toward the coffee table and picks up the attache case. Roy, lifting the glass to drink, turns forward again as Lilly spins forward, swinging the attache case at his head with all her might. The case crashes into the glass and into his face. Roy SCREAMS and topples off the chair, as the one remaining clasp on the case lets go and money goes flying, filling the air.

AN ANGLE DOWN at Roy, face up, expression horrified, hands to his throat. A large triangle of glass is in his throat. Blood pumps thickly, fountaining up.

CU, Lilly, staring down in horror. She lurches forward, but there's nothing to do. She stares around.

ECU, wads of bills on the floor, getting bloody.

CU, Lilly, in agony, but looking down, kicking.

ECU, Lilly's feet kicking the bills away from the blood.

TWO SHOT, as Lilly drops to her knees beside Roy, who's already dying. Blood spurts less forcefully. His hands fall to his sides, eyes stare upward, mouth still moves slightly. Lilly, shoving money away with her hands now, stares at him, willing it not to happen. He stops moving. His eyes dull. Lilly clasps her arms around herself. She knows she doesn't dare scream. Lips drawn back in a snarl, teeth clenched, she HISSES her agony through her teeth. She HISSES; she HISSES. Then, slowly, she regains control.

WIDE SHOT as Lilly gets to her feet. She seems dazed now, like someone who's just been in a traffic accident. She blunders around the room, kicks the attache case, bends to pick it up. She studies the clasp, sees it still works, goes back to her knees.

LOW ANGLE, Lilly in fg, Roy in bg, as Lilly repacks the money into the case, wiping the blood from some wads onto the carpet. Finishing, she closes the case, then remains on her knees, bending over the case. She WEEPS grindingly.

WIDE SHOT, entrance door in bg. Lilly's weeping subsides. She gets wearily to her feet, and leaves the room. CAMERA HOLDS. SOUND of water running in sink. SOUND STOPS. Lilly reappears. She does not again look toward Roy. She picks up the attache case, crosses to the door, opens it, steps across the threshold, reaches back to switch off the light. GO TO BLACK.

Sc. 196A EXT. MADERO APT BLDG - NIGHT

Lilly exits after murder.

BLACK OUT