

THE NAPOLEON OF CRIME

by

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FADE IN:

A GNARLED HAND

Cracked, callused fingers spider-crawl along crumbling stone... reach a point marked with crooked lines in groups of seven. A long, thick fingernail shakily scratches a fresh LINE in the wall -- one more day.

In shadows and beams of light, a FIGURE can be barely discerned. Enough to make out a man -- scraggly, unshaven. Crouched in a corner, nursing a black eye, a swollen lip.

Meet ADAM WORTH, the greatest criminal mastermind of his day. You'd never know it by looking at him now.

A TITLE SUPERIMPOSES --

FOLLSMOOR PRISON, SOUTH AFRICA. 1887.

CLANG, CLANG, CLANG! Worth STARTS at the SOUND of a WOOD CLUB knocking along the bars of --

INT. WORTH'S PRISON CELL - CONTINUOUS

A PRISON GUARD swings open the cell door. Worth squints up at the silhouetted figure.

PRISON GUARD

Some lawman from America's here to see you.

INT. CELLBLOCK WALKWAY - DAY

The Prison Guard shoves Worth along a row of cells. Some prisoners HOOT and HOLLER as he passes; others look on in AWE and CURIOSITY. Whispers hiss against the cold stone walls... "That's him, there he goes. The Napoleon of Crime."

INT. INTERROGATION ROOM - DAY

The door opens; Worth is pushed in. He spots the police investigator REINHARDT and a refined London attorney, STONE.

WORTH

You again.

STONE

I've brought someone else for you to lie to this time.

REINHARDT

We believe you know Mister Pinkerton.

Worth looks over to find WILLIAM PINKERTON -- scion of the detective agency that bears the family name. He's rugged and dignified, a man of both action and intellect. They've known each other a long time, but never like this --

WORTH

Can't say as I do.

Pinkerton nods the others to go; they do. He regards Worth.

PINKERTON

Care to sit?

Worth shakes his head 'no.' Pinkerton moves to a chair, with a slight limp.

PINKERTON (CONT'D)

The old war wound. Some days it flares up.

WORTH

Imagine the world without the invention of the rifle.

PINKERTON

Yes. Imagine it.

The once-easy patter between them is dimmed now, but not disappeared. The twinkle in Worth's eye is hard, evasive.

PINKERTON (CONT'D)

I've come to take you home.

WORTH

Why? I rather fancy it here. We've got a swell group of lads.

PINKERTON

You don't have to pretend with me. I know who you are. And that man would never choose to rot in prison...

WORTH

Why are you here?

PINKERTON

...simply to preserve his identity.

WORTH

What identity!

It comes out fiercely. Pinkerton is taken aback.

PINKERTON

You insist on denying then, even to me, that you are in fact Adam Worth?

WORTH

I've no idea who 'Adam Worth' is.

Pinkerton studies him. He's sure it's Worth and yet he's not the man he once knew -- diminished, beaten down.

PINKERTON

You got too big, Adam -- anonymity is a thing of the past.

(then, intent)

Let them have their damn painting. We'll be on a ship to the continent in three days. Kitty will be glad to see you.

Worth's look changes for a moment, before he covers it.

PINKERTON (CONT'D)

I've been to visit her. And the children. She gave me this for you.

He hands over a small BLUE ENVELOPE. Worth softens a little --

WORTH

If I were this brilliant fiend Worth -- why should I believe I'd get a deal?

PINKERTON

I think I've earned your trust.

WORTH

It's not you I'm worried about.

Pinkerton changes tactics, goes for the hard sell --

PINKERTON

If they don't get their painting back, they've asked me to offer up any evidence I have against you. If I do, your sentence here will be extended, not commuted -- after which they'll pack you off to London or New York for another trial and more jail time. You could spend the rest of your life behind bars.

Worth knows what he faces, but still he holds fast --

WORTH

Sorry, old man. The name's Edward Grey, feather trader.

PINKERTON

Come now, be reasonable...

WORTH

I accidentally misappropriated some diamonds that didn't belong to me.

PINKERTON

Don't play games.

WORTH

That's all they know, Detective.

PINKERTON

It's not so simple.

WORTH

They're not clever enough to dig up anything else on me.

PINKERTON

Unless I help them!

Pinkerton's anger chastens and sobers Worth.

WORTH

Yes. Unless you help them.

PINKERTON

I'm a lawman, what do you expect me to do?

WORTH

As your conscience dictates.

PINKERTON

Don't put me in this spot.

That's all there is to say. Worth calls out --

WORTH

Guard!

PINKERTON

You hold the cards, Adam.

Reinhardt, Stone and the Guard enter. Worth addresses them --

WORTH

I'm ready to descend again.

REINHARDT

Has he come to his senses, Mister Pinkerton?

STONE

Will he surrender the Duchess?

There's a tense moment -- Pinkerton caught between a lifelong duty and an odd sense of loyalty. The loyalty wins out --

PINKERTON

Gentlemen, forgive me -- this is not
the man I believed him to be.

Reinhardt squints disbelieving -- Stone is baffled.

PINKERTON (CONT'D)

I'm unable to help you.

Worth and Pinkerton hold an almost conspiratorial look.

INT. PRISON CORRIDOR - DAY

The Guard prods Worth along.

PRISON GUARD

That's him, eh? The great William
Pinkerton. Here for the likes of
you.

Two hands reach out and grab Worth, yank him into the bars.
The BLUE ENVELOPE falls to the floor. He's face to face
with a man he knows too well -- MAX 'BARON' SHINBURN.

SHINBURN

Napoleon of Crime! Pshttt!
(spits at him)
This is gonna be your Waterloo.

The Guard wraps Shinburn's hands to make him let go. Worth
scoops Kitty's letter off the ground. As the Guard drags
him off, CLOSE ON Worth, remembering. PRELAP drunken singing --

SOLDIERS' VOICES

*'...he's gone to be a soldier in the
Army of the Lord...'*

EXT. UNION ARMY ENCAMPMENT - NIGHT (1862)

The glow of lanterns and fires in the darkness. A stream
runs nearby. Clusters of soldiers hover around fire pits.

SOLDIERS' VOICES

'...his soul goes marching on...'

SECOND BULL RUN, MANASSAS, VA. 1862.

CORPORAL HARKINS (22) lays on his back across a small wooden
bench, flipping through a deck of playing cards.

CPL. HARKINS

Marie Antoinette Queen of Diamonds.

SERGEANT SUTHERLAND (20) slurps soup nearby.

SGT. SUTHERLAND

Let me see that.

(grabs the card)

Too much clothes on her, I'd say.

Don't you think, Bill?

Writing at a table, smoking a pipe, is Lieutenant Bill Pinkerton, 20's -- dressed in an open confederate uniform.

PINKERTON

What's that?

SGT. SUTHERLAND

He's got his mind on bigger things!

CPL. HARKINS

Where's that private with our bottle?

Private Adam Worth, 20's, sits cleaning the barrel of his rifle. Clean, scrubbed, he's a far cry from the weathered, wounded prisoner in Pollsmoor. He grabs a jug and goes to the table opposite Pinkerton to pour the whiskey. In BG --

CPL. HARKINS (CONT'D)

Cleopatra, Queen of Hearts.

Pinkerton addresses Worth without looking --

PINKERTON

You a private?

WORTH

Worth, sir.

PINKERTON

Bill Pinkerton.

WORTH/V.O.

*His father was the Union spymaster --
saved Lincoln from a gunman's bullet.
To me, it was like meeting royalty.*

WORTH

You go behind lines today?

PINKERTON

Met Beauregard, shook the bastard's hand. Rebels have a fresh brigade coming in tomorrow from Shenandoah.

WORTH

We'll be ready for 'em.

CPL. HARKINS

Worth's the most eager infantryman in the bunch. Ain't you, Adam?

SGT. SUTHERLAND
Tell him why you like the army.

CPL. HARKINS
Go ahead. Tell him.

WORTH
Well -- I got the best suit of clothes
I ever had...

As he goes on, the other two hoot and laugh at him, but Pinkerton's intent, intrigued by his earnestness.

WORTH (CONT'D)
They give us our own guns. And
everywhere we go, girls kiss me.

CPL. HARKINS
(re: his cards)
Whoa, the holy grail! Queen of spades --
the Duchess of Devonshire.

PINKERTON
Let me see that.

CPL. HARKINS
If I was a gimp, I'd crawl a mile
for her.

PINKERTON
Only you'd never have a shot.

Pinkerton flips the card down in front of Worth.

PINKERTON (CONT'D)
You'd need to be a king or an emperor
to win a girl like that.

Worth picks up the well-thumbed card -- a low-grade version of the world-famous painting of Georgiana, feather hat tilted seductively down over one eye; the other peeks out invitingly.

EXT. FIELD - NIGHT

Worth is on lookout. Dark, cold. He shivers, his musket pressed against him. He's looking straight ahead at something, intent. Tilts his head, studying it.

WORTH/V.O.
'...To win a girl like that...'

On a rock, he has propped up the Duchess card. Intrigued. Studying her visage as though she were a sphinx, withholding the answer to a fatal mystery. Maybe she'll reveal it.

WORTH/V.O. (CONT'D)

...Was it even possible?

Dreamlike, the image seems to WINK at him. Worth smiles.
PRELAP: The POW of MUSKET FIRE and a REBEL YELL - YAHHHHH!!!

EXT. BATTLEFIELD AT MANASSAS - DAY

SQUISH! -- a Union soldier harpooned on a bayonet. GUNFIRE and CANNON ring out everywhere; EXPLOSIONS and FIRES blossom across the vast chaotic field. On horseback, a CONFEDERATE BRIGADIER GENERAL waves a sword --

CONFEDERATE BRIG. GEN.

Keep pushing! Their flank is broken!

SHOTS WHIZ through the air as we FIND WORTH -- bravely holding ground as his division is in retreat -- Union soldiers splashing through mud, as they ford the stream at Bull Run. SUTHERLAND, fighting nearby, charges on -- is felled by SHOTS.

WORTH

Sergeant! Sergeant!

Worth tries to pick him up, but he's limp, lifeless. Torn up by shots to his chest, face. Worth looks around -- DEAD UNION SOLDIERS all about. He can't believe the devastation.

WORTH focuses his outrage on the Confederate General -- kneels and squints to line him up in his gunsight. THE GENERAL floats into center of frame barking orders.

WORTH'S TRIGGER FINGER hesitates. Then, decisively, he squeezes. A Union soldier appears over the crest. BLAM!

Worth's SHOT hits his comrade in the leg. Worth rushes over -- only to find Pinkerton in the mud, his leg a bloody mess.

WORTH (CONT'D)

Lieutenant!

PINKERTON

I can't move. Get going, or we'll both be dead!

But Worth refuses... hoists Pinkerton on his shoulder.

WORTH

Put your arm here.

As he drags Pinkerton across the stream, a SHOT catches Worth in the ass -- he goes briefly rigid, then winces, continuing.

EXT. REYNOLDS BARRACKS HOSPITAL - WASHINGTON, DC - DAY

A large makeshift military hospital building, ringed by a vast array of tents. PRELAP the anguished cry of --

A WOUNDED SOLDIER
Ahhhh!!!!!!!!!!

INT. RECOVERY UNIT - DAY

Teeming with wounded in beds, lining the halls. A doctor sews up a restrained soldier's gaping wound --

WOUNDED SOLDIER
Oh Jesusssssss!!!!!!!!

FIND WORTH, waking up. Across from him, Cpl. Harkins sits up in bed. A hard, far-away look on him. As Worth sits up, REVEAL the STUMP where Harkins' arm was. Harkins meets Worth's look, then looks away, disgusted.

WORTH
The lieutenant -- is he alive?

CPL. HARKINS
They moved him to officers' quarters. He's a Pinkerton. The cream of the crop. We're just poor boys. Where are your people from, Worth?

WORTH
We came from Frankfurt, when I was little.

CPL. HARKINS
Mine are from Belfast. Guess an arm's the price for being an American.
(then)
They'll want you back out there. For what? 13 bucks a month 'til you're maimed or dead?

Worth heads over to a sink to wash his face as A UNION OFFICER walks through with a NURSE reading off a list --

UNION OFFICER
'Holling, Marcus?'

NURSE
Perforated lung, doing better.

UNION OFFICER
'Stevens, Bringham?'

NURSE
Um, passed away, sir...

UNION OFFICER
'Kendrick, Daniel?'

NURSE
Also passed.

UNION OFFICER
'Harkins, Peter?'

CPL. HARKINS
Call me Stumpy.

The Officer blinks, then looks at the chart on Worth's bed.

UNION OFFICER
'Worth, Adam?'

NURSE
Gunshot wound to the lower right
buttock.

Worth steps up to present himself, but Harkins cuts in --

CPL. HARKINS
Deceased.

UNION OFFICER
The man died? From a shot in the
ass?

CPL. HARKINS
Got him right where he lived, sir.
(to Worth)
Ain't that right, O'Reilly?

WORTH
...Pardon?

UNION OFFICER
(re: the chart)
Is this man deceased, soldier?
...Well, is he?

Worth hesitates, considering the possibilities --

WORTH
Yes, sir. Adam Worth is dead.

As Worth absorbs the magnitude of the lie --

WORTH/V.O.
*I heard dying was a kind of
liberation.*

EXT. REYNOLDS BARRACKS HOSPITAL - WASHINGTON, DC - DAY

Worth sprints through the village of medical tents.

WORTH/V.O.

Never thought I'd live to prove it.

EXT. STREET - DURHAM, NORTH CAROLINA - DAY

Worth, the worse for wear, unkempt, grungy, sits on the wood steps on a street in the sleepy town. He resembles a drifter.

WORTH/V.O.

I was free...

From his pocket, he searches for money. None.

WORTH/V.O. (CONT'D)

*...But poor. The most shameful
bondage of all.*

He pulls from his pocket the Duchess card, thumbs it gently.

WORTH/V.O. (CONT'D)

*An immigrant's son, a wanderer in
the world. Nobody.*

Worth spots a CONFEDERATE ENLISTMENT FLYER posted on a wall:
"\$300! ENLIST NOW!"

WORTH/V.O. (CONT'D)

*How could I lose my anonymity? It
was the first trick I learned.*

EXT. TOWN SQUARE/CONFEDERATE ENLISTMENT AREA - DAY

Worth stands in a line of men before an ENLISTMENT OFFICER.

ENLISTMENT OFFICER

Keep moving forward. Name.

Worth spots a tree dropping leaves... and a man cutting back a row of hedges.

WORTH

Lief... Bushwacker.

ENLISTMENT OFFICER

Welcome to the Confederate Army,
Private Bushwacker.

He's handed a musket; the Officer counts out \$300 in cash.
Feels good in his hand. His eyes get big.

EXT. VALLEY - DAY

A rebel platoon marches as a GENERAL on horseback surveys.

GENERAL

Before the sun sets tonight, many of
you will have given up your lives.

BATTLE OF MILLIKEN'S BEND

PAN the proud, brave faces of the young Confederate soldiers,
listening earnestly to their leader's words --

GENERAL (CONT'D)

Make your mothers proud -- die like
men.

LAND ON Worth, with a look of utter incomprehension. GUNFIRE.

EXT. BATTLEFIELD - DAY

Worth, in battle, knocks a Union officer from his horse,
using his gun as a battering ram. He mounts the horse --

GENERAL (V.O.)

If we stick to our guns, we may get
through. But if we don't...

Worth SPEEDS AWAY from battle, dropping his gun as he does.

GENERAL (V.O.) (CONT'D)

...Do not run like cowards.

MONTAGE: Worth enlists for both North and South, alternately,
under a series of different aliases... Worth, fighting for
both sides at different times, flees a series of battles.

EXT. UNION CAMPSITE - NIGHT

A bunch of soldiers sit at a campsite, Worth among them.

SOLDIER # 1

I hear the rebs have had enough.

SOLDIER # 2

Another few weeks, we can all go
home.

Three mounted Officers ride in. Worth sees one is Pinkerton.

WORTH

What's this?

SOLDIER # 1

Army bounty hunters.

As the rat fight intensifies, the boy addresses the mark -- and Worth delicately picks his pockets clean.

WORTH/V.O. (CONT'D)
New York City.

EXT. MULBERRY BEND - BANDITS' ROOST - NIGHT

Thieves and gangsters skulk along the toughest, roughest street in old New York. They look on as a FIERCE MAN pulverizes a much smaller, older man. Smacking him with a wood pole, kicking him. POW! SMASH! CRACK!

THE BOWERY. 1866.

We see the abuser is Shinburn, the man who spat through the prison bars at Worth. He speaks broken, accented English --

SHINBURN
Scoundrel! Cheat! Prevaricator!

His victim unconscious, still Shinburn punctuates each epithet with a massive blow. Worth rushes up, pulls him off.

WORTH
My good Baron!

SHINBURN
No respect for royalty!

Shinburn spits on his limp victim as he moves off with Worth.

WORTH
This is no way to handle business,
Baron.

SHINBURN
You'll learn soon, kid -- you'll
learn. You got it?

Worth shows him some money.

SHINBURN (CONT'D)
Ah, my brilliant protege!

As Shinburn is distracted, greedily thumbing through his money, Worth steps aside, puts some coins in the hand of the injured man on the ground.

SHINBURN (CONT'D)
Leave him like that. What you doing?
(he leads Worth off)
Stay with me, boy -- there's a whole
dirty world in front of us.

EXT. 79 CLINTON STREET - NIGHT

A humble haberdasher's marked "MANDELBAUM'S." As Shinburn and Worth step up, they cross paths with an emerging couple -- a POLICEMAN stumbling out with a HOOKER, both drunk as hell.

WORTH

This a haberdasher's?

Shinburn laughs. PRELAP the strong, smooth voice of man singing a lively tune as a tinny piano tinkles underneath --

BULLARD (O.S.)

(singing)

'...There was the Bow'ry ablaze with lights...'

INT. STAIRWAY - MOMENTS LATER

It's a tenement, seedy. Shinburn leads Worth up.

BULLARD (O.S.)

'...I had one of the devil's own nights! I'll never go there anymore!'

INT. MARM'S SALON - NIGHT

A transformation, as Shinburn and Worth step into an opulently decorated room -- one of many. It's a salon for crooks, grifters and corrupt city officials.

BULLARD

'...The Bow'ry, the Bow'ry! They say such things, and they do strange things on the Bow'ry!...'

A group stands by the piano, laughing, dancing and joining in with a man at the keys -- PIANO CHARLEY BULLARD (31), the life of the party. He can charm the birds from the trees.

BULLARD (CONT'D)

'...The Bow'ry! I'll never go there any more!'

Shinburn pulls Worth deeper inside with him, past a banquet table where the highfalutin corrupt congregate -- judges and police, Tammany officials, etc.

SHINBURN

Marm Mandelbaum's salon. She's the biggest fence in town. Big like a goddamn pachyderm.

MARM (O.S.)

Shinburn, I heard that!

SHINBURN

Stinking Marm -- you know I love you!

Meet MARM MANDELBAUM (50's), a formidable black-clad woman of 250 pounds, a warm, fleshy face and intense, focused eyes -- half ruthless crime lord, half Jewish mother.

MARM

Who's your friend?

She leads them to a table in a corner. Meanwhile, Bullard begins a surprisingly skilled rendition of Chopin's "Etudes."

SHINBURN

The one what I told you about.

MARM

Ah, the golden dipper.

WORTH

Adam Worth.

As they approach a table and take seats with four others already there, Marm makes introductions.

MARM

Say hello to Scratch Becker.

CHARLES 'SCRATCH' BECKER (43) is an unassuming, quietly brilliant black man.

MARM (CONT'D)

Best damn artist in Gotham.

WORTH

What do you paint?

SCRATCH

Hundred dollar bills.

He smiles and winks.

MARM

Scratch built himself a boat and floated up here out of Mississippi soon as the war started.

SCRATCH

Picking pockets is better than picking cotton.

SHINBURN

And that one there is Junka.

JUNKA is a huge bald man with a vaguely sadistic grin. Worth tries not to show pain as Junka's paw swallows his hand.

WORTH

'Junka?'

SHINBURN

Show him.

Junka empties a pocket on the table -- sling shot, cast-iron toy, some coins, scraps of paper. He shrugs, simply.

JUNKA

Ain't junk to me.

Marm grabs one of Worth's hands to examine.

SHINBURN

See what I tell you, Marm?

WORTH

What was that?

MARM

Good hands. Long, subtle fingers that'd be the envy of any aspiring pickpocket.

WORTH

Not 'aspiring' -- I'm doing it. Got my own squad of shavers dipping on my say-so.

MARM

You a drinker?
(off his 'no')
Got a temper?

SHINBURN

Soft as your bosom, Marm.

MARM

How would you know?
(to Worth)
You don't ever get rough?

Worth shoots a look to Shinburn -- a difference between them.

WORTH

No. And I won't have guns. Saw enough of guns during the war.

SCRATCH

Were you a 'traitor' or a 'patriot'?

WORTH

Depended on the day.

SHINBURN

(thrilled)

Oh, the stinking American people! I love them!

MARM

Any weakness for the ladies?

WORTH

What do you mean by weakness?

Bullard steps up, a girl (Breezy) hanging all over him. He's looped, loose from the booze and eyes a spare bottle --

BULLARD

Mind if we take that?

MARM

Charley, don't drink so much, we've got work to do tomorrow.

BULLARD

Breezy here's awfully thirsty.

MARM

Mister Worth -- Piano Charley Bullard. A terrible yentzer but I love him.

The two men shake hands.

BULLARD

A lucky man to be in the good graces of the finest, most generous woman in the whole crooked town. If I could find me a girl like her...

(switches gears)

...well, that'd be one more lady for me to fail.

He kisses Marm's cheek as they all laugh.

MARM

This one's my special one.

BULLARD

Stop it now and pass me that bottle.

MARM

Charley's mainline Philly. Even went to college for a year.

BULLARD

What that means is I'm about the dumbest sonuvabitch that ever was. Cause even though I play Chopin and read Latin, I still can't make a better life for myself than thieving.

MARM

Mister Worth was just telling us the things he doesn't do.

BULLARD

Doesn't do?

SCRATCH

No drinking, no violence, no fornicating.

Bullard looks at him in utter disbelief.

WORTH

Makes men sloppy, cuts into the profit.

BULLARD

If boozing and whoring limit a man's profits, then I'm destined to a life of poverty.

(general laughter)

Good meeting you, Worth.

Worth nods. Bullard heads off with his bottle and girl. Marm assesses Worth sitting there, serious and earnest.

MARM

Let's see those fingers at work.

WORTH

Come round the rat pit.

MARM

The rat pit's small time.

(looks about)

See him? The Commissioner of Police.

No one dips on him -- why wouldja?

They're all watching Worth for any sign of fear -- he gives none. Rises, slowly makes his way over to where the Police Commissioner stands, surrounded by some girls.

Worth leans against a bar near the Commissioner -- eyes him. Positions himself behind the mark -- taps a girl on the shoulder, flirts with her, his hands out of sight.

After a moment, he takes leave of the girl, makes his way back to the table. He sits down, unloads -- billfold, some change, pocket watch, key-ring. A police badge. The others are impressed -- Shinburn nods, proud of his charge.

WORTH

Oh, and the girl's name is Betty. War orphan from Virginia, made her way up here at the tender age of 16.

MARM

All right, Mister Worth, that'll do.

SHINBURN

Look how I teach him, Marm.

Marm's seen enough to know he's good. Very good.

MARM

You see there?

He looks over to where she indicates -- a side table holds some objects including a large ornate vase of flowers.

MARM (CONT'D)

'Ming dynasty.' Know what that means?

(off Worth's look)

It means it's worth a lot of goddamn money. People have things they don't know what to do with -- things of value -- I help them. I also help keep the coppers happy and blind and, if that don't work, I get my children out of jail. So -- care to broaden your horizons, Mister Worth?

WORTH

Very much so, Madam Mandelbaum.

MARM

You call me Marm -- I'll be a second mother to you.

WORTH

My mother's gone. A long time now.

MARM

Well. Then I'm all you got.

She shoves the pilfered stuff back to him.

MARM (CONT'D)

Now the hard part -- put it all back before he starts rounding us up.

A few sad notes tinkle from the piano.

SCRATCH

Oh no, Charley's started in on the weepies.

The MUSIC RISES and all focus turns to Bullard singing...

BULLARD

'...I dreamt I dwelt in marble halls/
With vassels and serfs at my side,/

(MORE)

BULLARD (CONT'D)

And of all who assembled within those
walls/ That I was the hope and pride.'

Worth looks around at the table of reprobates he's seated
with. They're genuinely touched by the maudlin song.

BULLARD (CONT'D)

'...Had riches too great to count,
could boast/ Of a high ancestral
name.'

As the song goes on, Worth looks across the salon and spots
A LOVELY YOUNG WOMAN, accompanied by a fine old man. A low-
class girl gone to great efforts to put herself together.

BULLARD (CONT'D)

'...But I also dreamt, which pleas'd
me most/ That you loved me still the
same.'

Feeling a man's eyes upon her, the girl turns. Meet KITTY
FLYNN (22) who -- with her openly alluring stare -- has a
striking likeness to the Duchess, Georgiana. Kitty WINKS at
Worth -- as the playing card did -- then turns to Bullard.

BULLARD (CONT'D)

'...That you loved me, you loved me,
still the same,/ That you loved me
still the same.'

Worth steals another glance at Kitty. She's gone. PRELAP
CANNON FIRE -- BLAM! BLAM! BLAM!

EXT. CITY HALL SQUARE - DAY

A crowd of MOURNERS assembled before stately City Hall. A
banner: "THE NATION MOURNS ITS LEADER." A flag-covered
coffin is carried in by the Lincoln funeral cortege.

Worth stands off to a side with four cohorts -- two young
men in their 20's (IKE and FRANK), a grimy boy of 12 (CONNOR)
and a grimier little girl, KATHLEEN, 8. Kathleen pulls on a
gentleman's coat, begging for alms.

WORTH/V.O.

*A little one is always the 'anchor.'
A bigger lad gives the 'stall.'*

As the man considers the girl's sad little face and plight --
OOPH -- Ike, passing, bumps him hard.

WORTH/V.O. (CONT'D)

Making sure to get the mark good.

Ike 'accidentally' stomps on the man's foot as Frank sweeps in behind, rifling swiftly through the man's pockets.

WORTH/V.O. (CONT'D)

The hook fans the pockets. Passing the proceeds on to a stickman, who's best if small and fast.

Frank passes a watch and some money to Connor who then nonchalantly wanders off, never having been noted by the mark. Off to the side, Worth looks on and smiles. PRELAP --

WORTH (O.S.)

It's a simple game...

INT. MARM'S OFFICE - NIGHT

Marm and Baron observe as Worth is with a rough group of crooks, brawlers and toughs, giving them their mission.

WORTH

...Mark, stall, hook, stick.

A dark, brooding CROOK spits in a spittoon and speaks up --

CROOK

How much is the take?

Worth notices something on this guy -- heads over to him.

WORTH

Open your jacket.

The guy complies. Worth pulls a Derringer from his belt.

WORTH (CONT'D)

You ever discharge this?

CROOK

Lots of times.

WORTH

Mistakes ever happen?

CROOK

Never with me.

BANG! The GUN GOES OFF in Worth's hand -- the shot barely misses the crook's foot, who jumps out of the way.

WORTH

My mistake.

(making his point)

We're dippers for Marm not bludgeon men or baggage smashers. There'll be none of this --

He drops the gun into the spittoon -- CLANG!

WORTH (CONT'D)

-- nor showing up drunk, nor trawling for trimmers on the job. We're here for one thing alone -- the profit. Anyone who's not on board -- the door's right there.

Any attitude from the ruffians before him dissolves into respect and attentiveness. He's an impressive general.

WORTH (CONT'D)

Junka, give 'em their tasks.

As he joins Marm --

MARM

That's a good wood floor you just put a bullet in.

WORTH

It sure was.

INT. MARM'S SALON - NIGHT

Shinburn approaches Marm and Worth at a table.

MARM

I been thinking it's time to go for something more ambitious.

SHINBURN

Yes. I am thinking the same thought.

Oblivious to Shinburn, she slides over a blueprint to Worth. He's distracted by something across the room. FIND Kitty, laughing with Charley at the piano.

MARM

The Boylston Bank.

WORTH

(re-focuses)
Hm?

MARM

In Boston.

WORTH

Oh. Yeah, tough one to break.

MARM

You know it?

WORTH

I grew up in Cambridge. My father
made shoes for the Harvard boys.
Used to say someday he'd have an
account at the Boylston...
(eyes dart to Kitty)
...come back in the finest clothes
and make the biggest withdrawal anyone
ever did.

SHINBURN

What, a goddamn Jew cobbler?

MARM

(on Worth's track)
Since he couldn't, you will. Take
Charley with you.

SHINBURN

What, Marm! Worth's my boy.

WORTH

(grabs Shinburn)
I'm nobody's boy. You got that?

Worth shoves him and stalks off. Shinburn's irked --

SHINBURN

Crazy! Marm, I brung him to you.

MARM

This job requires a softer touch.

She goes. Left alone, he snarls in disagreement --

SHINBURN

My touch is not soft?

INT. GRAND CENTRAL STATION - DAY

Worth stands waiting, in fine clothes. He checks his watch --
hears LOUD LAUGHTER and turns to see Bullard approaching,
arm in arm with Kitty. Bullard's blasted.

BULLARD

Adam! This is Kitty. Kitty Flynn.

Worth locks gazes with Kitty. Surprised, not pleased.

WORTH

Thought it was the two of us.

BULLARD

She's a hard girl to say no to.

When Kitty speaks, it is with a spirited Irish lilt.

KITTY

I won't be in your way, Mister Worth.
You might even find me handy.

INT. TRAIN CAR - HALLWAY (MOVING)

Worth and Bullard huddle, at odds. Bullard drunkenly fiddles with Worth's fancy cravat.

WORTH

You told her my name.

BULLARD

(re: the cravat)
Is this silk?

WORTH

It's not smart, Charley.

BULLARD

I think it's silk.
(meets his look)
Can't spend your whole life hiding
who you are, Adam.

WORTH

I can sure as hell wait till I trust
somebody before I tell them anything.

BULLARD

I trust her.

WORTH

As of when? The minute you kissed
her?

BULLARD

(smiles, no...)
The minute she kissed me back.
(going)
I'll fetch drinks. Fix your tie.

INT. TRAIN CABIN - DAY (MOVING)

Worth enters to find Kitty looking out the window.

KITTY

I've never been north of Union Square.

Uneasy, nervous, Worth sits, opens a book. He straightens his cravat, clears his throat. She knows he's avoiding her.

KITTY (CONT'D)

I'm not much for books, but isn't it
upside down?

He looks at her -- then his book. Flips it around. She struggles to make out the letters.

KITTY (CONT'D)
 (reads slowly)
 'The Ore-i-gin of... Spee...?'

WORTH
 'Species.' You should learn to read.

KITTY
 I mean to. What is it?

WORTH
 It's new science. 'Survival of the fittest.' The strong eat the weak.

KITTY
 That's not science, it's common sense. And it's certainly not new.

He's awkward, uncomfortable. She persists.

KITTY (CONT'D)
 I saw you, that night at Marm's.
 (off Worth, stoical)
 Why did you look at me like that?

WORTH
 I mistook you for someone else.

KITTY
 Oh. Did you love her?

WORTH
 I've never made her acquaintance.

Worth turns the page. She wonders about him, a strange man. She looks out the window at the landscape flitting by.

KITTY
 Boston should be an adventure.

EXT. BOYLSTON STREET - BOSTON - DAY

A tony street; Worth, Bullard and Kitty stand looking at the well-heeled foot traffic in and out of an impressive brick and marble building -- The Boylston National Bank.

WORTH
 'Mister Judson.' Come see our shop.

Worth heads over to a shop immediately next to the Bank. Workmen are nailing up a sign -- 'JUDSON & BROTHER TONICS.'

INT. JUDSON & BROTHER TONICS - A BIT LATER

An empty shop. Worth taps some hung sketches with a cane.

WORTH

The bank's main safe -- here --
(re: the wall)
...adjoins the wall at this spot.
We'll set up a reasonable decoy,
selling... Kitty, what's in there?

She pulls a bottle from a crate.

KITTY

'Gray's Oriental Tonic.'

BULLARD

That should keep us unpopular.

WORTH

Exactly. Once we hit the vault wall,
we'll take our reward and hop a train
back to Marm.

BULLARD

It's a steel safe, we'd have to...

WORTH

...cut through it, yes. We'll be
very quiet and quick. No one'll
know anything until it's done.

KITTY

So -- we're to be bank robbers?

Worth looks at Bullard -- you didn't inform the girl?

KITTY (CONT'D)

Lovely.

WORTH

We'll need to maintain aliases. So,
we are now the brothers Judson, tonic
entrepreneurs.

KITTY

And I? Who am I?

WORTH

...I suppose you are Missus Judson.

KITTY

So which of you's my mister?

The unanswered question sits there between them all.

INT. REAR OF STORE - NIGHT

A blank wall with a dot in the middle. A hand draws an 'X' on the spot. Stay on the wall as we HEAR --

WORTH (O.S.)

What's that, Kitty?

KITTY (O.S.)

Why, that's an 'x,' Professor. As in 'X marks the spot.'

CRACK! The 'X' is smashed by a pickax.

INT. HOLE IN WALL - NIGHT

Bullard and Worth lay side by side, lantern between them, digging through the wall. After a moment in silence --

BULLARD

We're a good pair, she says.

Worth punches the rock with his hammer.

WORTH

She and you?

BULLARD

You and me -- 'complement' each other, she says. Cause you use your head...

WORTH

Is that so? And what do you use?

Bullard scrapes through some rock.

BULLARD

I didn't ask. She didn't say.

As they continue to dig --

BULLARD (CONT'D)

You say something about having family round here?

WORTH

Not anymore. My father died before the war.

BULLARD

What kind of man was he? Your father?

WORTH

We were poor. He never got past it. Now stop yapping and dig faster.

INT. BACK ROOM/HOLE IN WALL - DAY

Worth and Bullard sit outside the hole, dusty, tired. Worth dumps residue out of his pockets, turns them inside out. Some of his belongings pour out, including the Duchess card --

BULLARD

Didn't see you as a card sharp.

WORTH

It's a memento. From the war.

BULLARD

The Queen of Spades?

WORTH

The Duchess of Devonshire. By Gainsborough. You know it?

BULLARD

What do you take me for? It's one of the great portraits of its age.

WORTH

That's what our next job should be.

BULLARD

Painting's been missing for decades.

WORTH

It's at the National in London?

BULLARD

No more -- the good Duchess ran away, in the hands of some philistine most likely. Probably destroyed by now or hidden away on some lord's mantle.

(off Worth's letdown)

Forget it, the art game's a whole other racket. Let's stick to cash.

WORTH

(thumps the card)

Do you think it looks like her?

BULLARD

Who?

WORTH

Kitty.

BULLARD (O.S.)

(perplexed)

I don't see any likeness.

Worth regards the Duchess card -- to him, the resemblance is uncanny. The moment is broken by SOUNDS of activity --

KITTY (O.S.)

There's three, Mister Buford. And
yes, two for you, Mister Frederick.

INT. FRONT OF STORE - MOMENTS LATER

Worth and Bullard emerge to find a line of men out the door -- they're here less for the tonic than for a glimpse of Kitty.

KITTY

Thank you for the flower, sir. And
for shopping at Judson and Judson.

Bullard and Worth watch her. She crosses past them.

KITTY (CONT'D)

(sotto, to the boys)
Sold thirty dollars worth of the
swill this morning alone.

BULLARD

Maybe we should go into the tonic
business.

(off Worth's look)
At least they're spending money.

As she holds court, Kitty looks over to them and smiles.

MONTAGE: Bullard and Worth dig. Kitty tends the store. The men dig. Kitty flirts with a police officer. The men dig. Kitty counts the money in the till; a good businesswoman.

INT. HOLE IN WALL - NIGHT

Bullard and Worth dig. Worth works harder. Scrape! Worth hits the vault. He and Bullard exchange a thrilled look.

TIME CUT:

A DRILL BORES A HOLE in sheet metal. Using jimnies, hammers and other tools, Bullard and Worth make a series of small holes that open into each other. The two men sweat, working in opposite directions -- curving their dotted lines.

TIME CUT:

A new hole is drilled -- the TWO CURVED LINES MEET. They've completed a circumference. Worth throws his shoulder into the vault wall -- one, two, three -- the large circle of steel POPS IN.

INT. BANK VAULT - NIGHT

Darkness. Worth strikes a match -- the glow spreads, reveals he is surrounded by thirty tin trunks, STACKS OF GOLD BARS and boxes of paper MONEY. He stifles a joyful laugh.

TIME CUT:

Worth passes the loot to Kitty at the mouth of the tunnel -- she carries it deeper in to Bullard. Worth goes for more...

CLICK -- a hammer is cocked -- Worth looks, sees a NIGHTWATCHMAN, training a gun on him.

WORTH

'William Judson.' And you are...?

The Nightwatchman throws him a set of cuffs.

NIGHTWATCHMAN

Put those on. Get down.

WORTH

I know how this must look, sir...

NIGHTWATCHMAN

How it looks? How it is.

WORTH

I'm sure we can negotiate a mutually-beneficial...

NIGHTWATCHMAN

Robbing innocent people of their money ain't negotiable, scoundrel.

WORTH

Come come. Everything's negotiable.

POW! A shot rings out -- Bullard holds a gun, smoke plumes from the barrel. The Nightwatchman falls, shot in the leg, groaning. Worth kicks his pistol away and they make off.

EXT. JUDSON & BROTHER TONICS - NIGHT

A carriage sits loaded up, horses bucking. Worth and Bullard throw in two last trunks, hop in. The carriage bounds away.

INT. BUGGY - NIGHT

Worth whips the horses; Bullard and Kitty ride, exhilarated.

WORTH

We don't shoot people, Charley!

BULLARD

I didn't see another way.

WORTH

For a man with brains, there's always another way.

BULLARD

You know who talks like that? A man without a gun.

They race off into the night.

INT. BANK VAULT

A BANK MANAGER leads in some police, past the Nightwatchman, being wheeled out by medics on a gurney, alive. The vault is a mess, a hole in the wall testimony to what's happened.

BANK MANAGER

Two men and a woman. Looks like they got almost everything.

A POLICE CAPTAIN picks a card off a pile of rock: "William Judson, Tonic Proprietor. And Bank Robber Extraordinaire."

POLICE CAPTAIN

Get the Pinks in on this.

INT. TRAIN CABIN - DAY (MOVING)

Bullard's asleep, a bottle on his chest. Kitty sits, studying a newspaper. Worth enters, nervous, on guard.

WORTH

Has anyone been in?

KITTY

No.

(re: the paper)

Have you seen this?

The headline -- "BOYLSTON BANK ROBBED! BIGGEST BOUNTY EVER!"

KITTY (CONT'D)

(reads, showing off)

'...one of the most a...'

WORTH

'A-droit.'

KITTY

'...Adroit crimes it has ever been the for...tune or miss...fortune of the press to record...' Big words.

She hands it to him. He reads:

WORTH
 'Beware, responsible culprit, for all good people will remember the name by which this plot's devious mastermind is known... the infamous William P. Judson.'

She laughs loud. Bullard, barely conscious, grumbles happily.

KITTY
 Bottle of bourbon hit him on the lips.

WORTH
 You can't let him go on like this.

KITTY
 Can't stop him either.
 (then)
 He's a funny one. Heart the size of a melon. But something's missing, ain't it?

WORTH
 Missing?

KITTY
 Look at you -- a man just getting started. But Charley -- it's like he's already done.

A TRAINMAN enters.

TRAINMAN
 Lawmen got on at the last station, sir. You asked me to let you know.

WORTH
 Marshals?

TRAINMAN
 No, sir. Pinkertons.

Now Worth is alarmed. He slips the trainman some money.

WORTH
 Make sure our things arrive safely.

INT. TRAIN CAR - HALLWAY (MOVING)

Worth and Kitty tow alcohol-challenged Bullard. They start for the front but, looking ahead, Worth spots -- Pinkerton, with an agent, checking ID's at the door of first-class. U-turning, Worth hurries them back out to the next car.

INT. STEERAGE CLASS - CONTINUOUS (MOVING)

The threesome rushes through the crowded, smoky car, pushing people aside. When they get out the other end --

EXT. BETWEEN CARS - CONTINUOUS (MOVING)

They pause; Bullard's mumbling, incoherent.

BULLARD

Oh, no, slow. Too fast.

WORTH

Charley, stay awake!

Worth bends down to try to pull the pin connecting the cars.

KITTY

What are you doing?

WORTH

Can't get the damn pin out.

Bullard blearily spies Pinkerton and his men approaching.

BULLARD

Uh-oh...

WORTH

Come on!

EXT. TRAIN - DAY (MOVING)

The threesome climbs out alongside the steaming train. With Kitty holding Bullard, Worth SCALES UP to the roof.

He looks one way -- a Pinkerton agent is moving forward from the back, along the roofs of the cars.

Then other way -- another Pinkerton man moves back from the front -- Worth stuck between as the train chugs on and the men spot him and raise their weapons --

PINKERTON MEN

Wait there! Hold it!

As Worth scales back down, SHOTS ring out. ZINGGG!

WORTH

Let's go!

WHIZZZ! He leads Kitty and Bullard alongside the train, as shots send splinters flying and they struggle to reach an open gate. All three fall into --

INT. BOXCAR - CONTINUOUS (MOVING)

The car has some hobos in it; dark, hay strewn all about. A wrecked VAGABOND notes them, with dark cheer --

VAGABOND

Sirs! Welcome to hell!

Worth leans out, sees -- ANOTHER TRAIN on the parallel track, steaming towards them.

WORTH

There's another one coming.

KITTY

So?

WORTH

You're nimble enough.

KITTY

(no fucking way)

You're out of your mind.

Bullard is passed out on the floor, snoring. Worth drags him to a wall. Covers Bullard up with a blanket and swipes a hat off an unconscious hobo, places it over Bullard's face.

KITTY (CONT'D)

We can't leave Charley here.

WORTH

Then we'll all be nabbed.

They hear the Pinkertons -- "Over here! Check the boxcar!" As the train passes on the next track, the cars click by --

WORTH (CONT'D)

One... two...

KITTY

(tries to slip away)

No, no, no, no, no!

WORTH

Three... four...

He grabs her and they both LEAP OUT --

INT. SECOND TRAIN BOXCAR - DAY (MOVING)

Worth and Kitty land with a THUD, intertwined, on the squalid floor. A cow MOOS; chickens SQUAWK. They're free.

INT. BOXCAR - DAY (MOVING)

BANG! Pinkerton and his men, guns drawn, burst in a on serene scene -- the hobos, quiet.

VAGABOND

You missed 'em, they was like birds.
Tweet, tweet, tweet.

Pinkerton looks out, sees no sign of Worth and Kitty.

PINKERTON

Dammit.

The Pinks start to head out, but then hear Bullard mumble --

BULLARD

A million bucks. Gotta be a million.

Pinkerton moves to him, knocks off the hat and the blanket --

PINKERTON

Cuff him.

EXT. TRAIN TRACKS/COUNTRYSIDE - DAY

LONG SHOT -- the two trains steam off in opposite directions.

EXT. WOODS - NIGHT

Worth and Kitty sit at a fire, camping out.

KITTY

Should we get going soon?

WORTH

Tomorrow. They'll be everywhere
tonight.

Beat. He pokes the fire, aloof. Strange between them.

KITTY

I could go on my own if you like.

WORTH

You get caught or killed, it'd be on
me. You don't know anything about
this sort of business.

KITTY

I know how to keep moving.

WORTH

Do ya?

She looks at the fire. She likes Worth, why is he so cold?

KITTY
My da died when I was little. Ten
brothers and sisters. I ran off at
eleven, on the streets ever since.

WORTH
It's a good story.

KITTY
I never belonged anywhere.

WORTH
Is that so?

KITTY
Yes it is.

He's drawn in by her. She kneels in front of him, leans in,
face to face. Courtship? Challenge? A bit of both?

KITTY (CONT'D)
I see how you look at me. Like that
first night at Marm's. I like it.

WORTH
Charley... is my partner.

KITTY
We're not like everybody else. The
three of us. If we're gonna break
some of the rules, we may as well
break 'em all.

She kisses him. Eventually, he kisses back. They fall back
on the ground and start to tear at each other's clothes.

EXT. WOODS - DAWN

A cock crows. Kitty awakens to slanting morning sun, brushes
hair from her eyes, squints around -- where's Worth?

Then, through a clearing, she sees Worth leading TWO HORSES
on reins. He smiles, seeing her. Damn, she's beautiful.
She smiles back.

EXT. COUNTRY ROAD - DAY

Worth and Kitty GALLOP on horseback towards New York. The
road beneath them becomes --

EXT. ANOTHER ROAD - DAY

A wagon rolls in towards a fortress-like prison, built high on a bluff, overlooking a river. As it rolls past, FIND Bullard leaning his head against the bars, looking out. A resigned expression -- 'if this is how it ends, so be it.' PRELAP Marm's crying and sniffles --

INT. MARM'S SALON - NIGHT

Worth and Kitty with Marm, distraught.

MARM

He won't last there, Adam. He's an artist, not a convict.

Worth knows she's right.

EXT. PRISON YARD - DAY

CLOSE ON A PICKAX - CRACK! - breaking rock in a pile. WIDEN TO REVEAL prison work crews in striped uniforms breaking stone: PISHT! PISHT! PISHT! Among them, FIND BULLARD wiping his brow. Unfazed, he looks out over the river.

BULLARD

Beautiful sunset coming, boys.

The weary, beat crew all glare at him, then continue working.

EXT. RIVER/FISHING BOAT - SAME

Two fishermen in hats -- Worth and Shinburn -- ride their boat towards the shore, down below the prison fence.

As it hits land, Shinburn steadies it and Worth sheds his fishermen clothes -- a prisoner's uniform underneath.

WORTH

Take it to the canal. Wait there.

Worth's SHOES have small metal SPIKES at the tips; he dons GLOVES with RUBBER GRIPS, slings a sack over his shoulder. Silently, he starts to work his way up the ledge.

EXT. PRISON YARD - A BIT LATER

Bullard toils on, still stealing looks at the sunset.

BULLARD

A shot of bourbon and a beer wouldn't do any damage, would they?

His dispirited crew mates ignore him. In BG, unnoticed, Worth SPIDERS FAST DOWN the wall and PLOPS into --

A DRAINAGE DITCH. He peeks over the edge. All clear -- he ditches his gloves and sack, hops up and walks into the yard.

GUARD (O.S.)

You! Prisoner! Where's your detail?

As the GUARD approaches, Worth finds himself near a MASSIVE BALD PRISONER with a pickax.

WORTH

This windkicker stole my tool!

The innocent prisoner looks up as Worth storms him --

PRISONER

Huh?

WORTH

Gimme my damn pick, you bastard!

As Worth pulls the tool from the guy, they tussle. Heads turn. Bullard spots Worth. The enraged dupe is dragged off --

PRISONER

You're dead, little man! Dead!

Worth and Bullard exchange a smile and a nod across the yard.

TIME CUT:

A LINE-UP OF PRISONERS marching across the yard to go inside as it gets dark. Worth and Bullard are at the rear of the line. As the line marches along the drainage ditch, suddenly -- ONE-TWO -- Bullard and Worth lean like two bowling pins into --

THE TRENCH -- They fall to the bottom. Thud, thud. Bullard looks one way -- sees a closed iron drainage gate. Then the other way along the trench -- which ends in a steep dropoff.

BULLARD

You do got a plan, doncha?

Worth smiles and pulls something from the sack.

EXT. GUARD TOWER - SAME

An armed Guard stands watch. He looks around as the line of prisoners marches inside. Scans the perimeter. Finally looking down in the trench. His POV --

IN THE TRENCH - movement in a spot, the ground ripples.

BACK TO THE GUARD - baffled. Grabs some binoculars. POV --

IN THE TRENCH - still, normal. In the darkness, a patchy area can be made out, nothing too unusual.

BACK TO THE GUARD - shrugs, grabs a flask, takes a shot.

EXT. THE TRENCH - NIGHT

Worth and Bullard huddle together camouflaged under a brown canvas cover on which they've spread dirt and rocks.

WORTH

We'll make our way along the trench,
then scale down to the canal.

BULLARD

It's gotta be a hundred feet.

WORTH

You have a better idea?

HEAR the clang of the metal gate sliding open. Worth wonders --

BULLARD

A mill upriver drains its tanks
through here.

WORTH

What time do you suppose that happens?

BULLARD

Round nine o'clock.

HEAR the rush of a raging river.

BULLARD (CONT'D)

Sometimes earlier.

Damn. A MASSIVE RUSH OF WATER littered with trash, branches, dead animal parts, scraps of metal, SWEEPS THEM UP AND AWAY.

As they flail in the current, the RIVER OF SHIT carries them along the trench. At some point near the dropoff, Worth grabs an overhanging branch -- then grabs Bullard, so that they're both braced against the flow.

WORTH

Hold here 'til it's done! We'll
never make it otherwise!

A COW CARCASS floats up to Bullard, gazes with its dead eyes.

BULLARD

Oh Christ!

Suddenly, THREE GUARDS appear looking down over the edge, RIFLES TRAINED on Bullard and Worth.

GUARDS
Hold it! Don't move!

BULLARD
(to Worth)
A pistol would be handy right about
now, wouldn't it?

Bullard and Worth both know what has to happen.

WORTH
Well?!

BULLARD
...After you!

Worth lets go and they are both taken, screaming, over the edge, as the GUARD'S SHOTS RING OUT behind them.

EXT. CANAL/DOCKS - RIVER - NIGHT

Shinburn sits smoking in the boat, waiting. Behind him, suddenly a RUSH OF WATER pounds down. He turns and looks. A beat, then -- Worth and Bullard come sailing down.

SHINBURN
Oh my shit! You crazy bastards!

CUT TO:

TWO VODKA GLASSES are slammed down on a linen-clothed table and hastily refilled. PRELAP --

MARM'S VOICE
Bruderschaft trinken!

INT. MARM'S SALON - NIGHT

Rain pelts the window, but inside all is festive. Bullard and Worth have their glasses raised and arms entwined. Marm, Shinburn, Kitty, Junka and Scratch are seated with them at a banquet table, a feast before them.

MARM
It means 'drinking brotherhood.'

SHINBURN
So now they're goddamn brothers?

Worth and Bullard are boisterous, rambunctious --

WORTH
Here's to me, and here's to you...

BULLARD

And here's to love and laughter...

WORTH

I'll be true as long as you...

BULLARD

And not one moment after!

They kiss on both cheeks, shoot their drinks. Shinburn raises his glass to also toast this way, but Worth and Bullard resume their seats laughing, oblivious to him. Marm clinks a glass --

MARM

Hear, hear! As the killers from Killarney say it -- May your glass be ever full. May the roof over your head be always strong. And may you be in heaven half an hour before the devil knows you're dead.

Again, an UPROAR of cheers, clinking glasses and heavy drinking... that dissipates as the crowd gradually notices A MAN in long coat and hat, pistol at his side. Dripping water.

William Pinkerton. Two of his agents step in behind him. A silence falls over the room. Bullard takes Kitty's hand and they duck out of sight.

PINKERTON

Haberdashery's been very good to you, Mother Mandelbaum.

MARM

The vanity of ladies is boundless. Can I get you a beer, detective?

Pinkerton lights a pipe -- peers at Worth, sussing him out.

PINKERTON

Do I know you?

WORTH

I don't believe so.

PINKERTON

Manassas? There was a corporal I fought beside there, saved my life.

WORTH

Is that so?

PINKERTON

But he's dead. Dead in battle.

WORTH

Sorry to hear it.

Pinkerton shakes it off -- re-focuses on Marm.

PINKERTON
I'm here for Charley Bullard.

MARM
Charley who?

PINKERTON
He blew the joint two days ago.

MARM
I'm a poor widowed haberdasher.
What do I know from prisoners?

PINKERTON
I won't stop until I apprehend him.
And his Boylston partners as well.

MARM
A little bank heist? Haven't you
more pressing matters? How many men
has Jesse James killed since then?

PINKERTON
It was a million dollars -- it won't
be overlooked. Do you know of a
William Judson, tonic proprietor?

MARM
No, sir, I do not.

PINKERTON
I don't expect there is such a man.
But whoever 'Judson' truly is, that's
the one I want. He's behind this.

Marm smiles, wants him gone.

MARM
Are you sure I can't get you anything,
Mister Pinkerton? Some kugel?

PINKERTON
You're too generous.

He starts to go, looks at Worth again --

PINKERTON (CONT'D)
Maybe it was Vicksburg?

WORTH
Of course! You were apprehending
bounty jumpers.

PINKERTON
And you preferred to see them dead.

WORTH

You taught me a lesson on justice.

Pinkerton nods, puffs his pipe.

PINKERTON

If you're in with this lot, you must not have learned it.

Pinkerton tips his hat and leaves.

INT. MARM'S OFFICE - A BIT LATER

Marm sits with Worth and Bullard. Also, a uniformed police captain, "CLUBBER" WILLIAMS, a ruffian with a nightstick.

MARM

These damn detectives will get on to you boys in a week.

CLUBBER

I can hold my booly dogs at bay for so long, but...

MARM

We have a donation to the orphans on the way, Clubber.

CLUBBER

Then I can hold them off a little longer. But if the Pinks want you, ~~the Pinks are gonna~~ get you.

MARM

You two need to leave.

CLUBBER

Try out west. Men of your ilk do well out west.

WORTH

Do we look like cowboys to you?

BULLARD

Can you see us robbing stagecoaches in some dusty prairie town?

WORTH

We're gentlemen, not gunslingers.

MARM

Clubber, go have a drink, would you?

He goes. She turns to her boys, intimate.

BULLARD
It'll blow over, Marm.

MARM
What you did in Boston was big.
These bankers and their lawmen ain't
gonna forget it.

BULLARD
But Marm...

MARM
You want to be playing piano in Ludlow
Street jail? That'd be enough to
break my heart.
(then, to Worth)
Take the cash. I'll make sure you
get your cut of the profits.

WORTH
Where are we supposed to go?

MARM
What you boys need is some hoity-
toity place with fancy food, beautiful
women and no damn Pinkertons.

PRELAP of a Crewman's call through a bullhorn --

CREWMAN (O.S.)
Europe! S.S. Indiana now boarding
for Euroope!!!!

EXT. SOUTH STREET SEAPORT - DAY

A transatlantic steamer is docked -- the S.S. INDIANA. A
CREWMAN with a bullhorn circulates through the bustling crowd:

CREWMAN (bullhorn)
Pulling out of port in twenty minutes!

A carriage clops to a halt -- Worth, Kitty and Bullard emerge,
all duded up in the finest clothes. They take in the
impressive sight of the ship at port.

CUT TO:

A PAINTED SHINGLE -- A LARGE OPEN EYE

Around it is stenciled the legendary logo: "PINKERTON
DETECTIVE AGENCY -- THE EYE NEVER SLEEPS."

EXT. PINKERTON DETECTIVE AGENCY - NEW YORK OFFICE - DAY

Shinburn loiters outside, puffing a chomped cheroot, weighing something in his mind. He looks down at a paper in his hand: "REWARD FOR LEADS ON BOYLSTON BANK HEIST!!! \$\$\$!!!" Resolved, he stomps out the cigar and heads in.

INT. PINKERTON DETECTIVE AGENCY - NEW YORK OFFICE - DAY

Pinkerton talks with Shinburn as some of his men look in. Pinkerton steps out and they make way for him to emerge --

PINKERTON

Get the horses ready, and every man we've got. We're going to the docks.

EXT. S.S. INDIANA - MAIN DECK - DAY

Bullard and Kitty hang on the rail, looking down at the hubbub of people boarding, families saying good-bye, crewmen untying lines, etc. Worth peruses a *New York World*, studies a page marked 'OBITUARIES.' He reads aloud --

WORTH

'...upright and moral, Henry Jarvis Raymond was a distinguished gentleman whose life well illustrated the virtues of a true and noble manhood. His wife and children will fondly miss him.'

BULLARD

Sounds like an upright fellow.

WORTH

'...died as the result of a sudden coronary attack suffered while paying a visit to a young actress.'

They look at each other, devilishly, and laugh.

WORTH (CONT'D)

Raymond's a good, decent name. I'll try to live up to it.

They all look down to see TWO CARRIAGES PULL UP in a hurry, horses whinnying and bucking. Pinkerton and his men emerge.

KITTY

That Pinkerton's one persistent sonuvabitch.

INT. SHIP'S HALLWAY - DAY

Worth, Kitty and Bullard hurry along, looking behind them, until they are stopped by -- the RAP-RAP-RAP of a door up in front of them. They look and see -- a STEWARD and Pinkerton addressing a lady passenger.

PINKERTON (O.S.)

Excuse me, ma'am, we'd like to look around a moment.

Worth, Kitty and Bullard hurry the opposite way, passing a FAMILY -- parents and three children. Worth swipes a doll from the little girl, who cries and goes running off. He follows Bullard and Kitty into a cabin.

INT. SHIP'S HALLWAY/CABIN - DAY

Pinkerton and Steward step up to the cabin door.

STEWARD

Pardon, ship's steward here. I've a detective with me.

The door opens. Kitty's there, innocent with bedroom eyes.

KITTY

Shhh. The baby is sleeping.

ON WORTH AND CHARLEY -- huddled in a corner behind the door.

PINKERTON

May we look inside for a moment?

KITTY

You'll wake her.

Kitty cracks the door a bit and we can see the back of the doll's little head on the pillow.

BULLARD -- makes a slight 'baby exhalation,' to lend credence -- lamely. WORTH looks at him with disapproval.

PINKERTON

Does she have a touch of asthma?

Kitty pulls the door back abruptly, smacking her cohorts.

KITTY

Ocean air, sir.

Pinkerton holds up a mug shot sheet. Bullard's picture is there as well as an artist's sketch of Worth (aka Judson).

PINKERTON

Have you seen these two men? There may be a woman with them.

KITTY

It's my job to be looking after this little angel here, not paying attention to strange men.

PINKERTON

Of course. Sorry to disturb you.

Kitty shuts the door. Pinkerton moves off with the Steward.

PINKERTON (CONT'D)

How long till you sail?

INT. SHIP'S CABIN - AS BEFORE

Kitty shakes her head in disbelief, tosses the doll away.

BULLARD

You've a nice way with the little ones.

WORTH

Someone must have barked to the cops.

THE SHIP'S HORN BLOWS to announce its departure.

BULLARD

These boys wouldn't sail with us, would they?

Worth looks out the porthole. HIS POV -- Pinkerton et al walk along the gangway back to the dock.

WORTH

Apparently not.

KITTY

The luck of the Irish is what we have.

BULLARD

Where's the damn tavern?

EXT. SS INDIANA (AT SEA) - NIGHT

The steamer cuts through Atlantic waves.

EXT. SHIP'S DECK - NIGHT

Worth at the rail, book in hand, as Bullard steps past him, collapses in a deck chair, half-drunk bottle in hand.

BULLARD
Another book?

WORTH
From the captain's library.

BULLARD
So now you're connoitering with captains in the absence of your good friend Charley?

WORTH
He was very pleased to meet a man of quality such as myself.

BULLARD
Such as Henry Raymond, you mean?

The banter gives way to Worth's genuine concern --

WORTH
You can't keep on like this, Charley.

BULLARD
Like what?

WORTH
The drink. Kitty and I... we didn't want to leave you on the train...

BULLARD
I know that.

WORTH
That night, we camped out near Hartford...

BULLARD
It's all right, Adam. I know.

What does he know? Bullard seems to know everything, and not to mind. MUSIC leaks up from a lower deck -- a quartet.

BULLARD (CONT'D)
Mozart... My mother's a violinist. Did you know that? Wanted to play symphony. They wouldn't have a woman.
(off Worth's look)
You didn't think I learned *Les Etudes* at McGurk's Suicide Hall, did you?

WORTH

Does she know what it is you do?

After a beat, Bullard just nods yes, sadly.

WORTH (CONT'D)

There's no avoiding it with mothers.
The only way for men like us not to
let a woman down is to never get to
know her.

KITTY (O.S.)

...Fire?

They both turn to see her standing there, holding an unlit
cigarette. Worth lights her cigarette. The quartet PLAYS a
more UPBEAT MELODY. Kitty moves to Bullard.

KITTY (CONT'D)

Dance with me, Charley.

BULLARD

That would require standing up.

But he does. They start to dance. Bullard hum/sings along
with the music. Worth watches them, intrigued, enamored.

KITTY

I used to watch the ladies at the
nickel dance. When this song played,
it was like they were all in love.

BULLARD

That's back when a nickel was worth
something.

Bullard laughs, then Kitty, then Worth. As they dance --

WORTH/V.O.

In some strange way, we fit together.

EXT. LONDON - DAY

A rainy afternoon in Trafalgar Square.

WORTH/V.O.

*We became partners in everything --
boulevardiers for visiting Americans.*

INT. AN EMPTY COMMERCIAL SPACE - DAY

Worth, Bullard and Kitty survey a large empty room. Worth
gestures along a wall to indicate where a bar could be
installed, another area for booths, etc. As the commercial
space transforms into 'The American Bar'...

WORTH/V.O.

*We imported Tennessee bourbon and
Texas tequila...*

-- Worth examines a crate of bottles. Bullard swigs one.

WORTH/V.O. (CONT'D)

*Hired Joe Thurmond, the chef from
Delmonico's in New York...*

-- Bullard feeds Kitty an hors-d'oeuvre from a plate.

WORTH/V.O. (CONT'D)

Lined the walls with the finest art...

-- A Monet, a Degas, a portrait of NAPOLEON BONAPARTE --
Worth holds the framed canvas in his hands, admires it.

EXT. THE AMERICAN BAR - DAY

Worth, Bullard and Kitty admire a sign being mounted in front
of the building -- "THE AMERICAN BAR."

INT. THE AMERICAN BAR - NIGHT

Various staff hustle around, preparing the bar for its
opening. BULLARD AND WORTH, dressed in EVENING CLOTHES,
look over paperwork. They are dashing, upscale, well-to-do.

KITTY enters, ravishing in silk and ringlets, STUNNING AND
REFINED. She smiles at the boys, who both nod, then abruptly
turn their attention back to the paperwork.

WORTH/V.O.

*We were giddy enough to believe
Pinkerton would be stopped by an
ocean.*

INT. PINKERTON DETECTIVE AGENCY - HOLDING CELL - DAY

Massive Junka is strapped and chained to a post. It would
look like overkill were it not for the sheer size of the
prisoner and his resistance to the bondage. He shakes the
chains. Pinkerton stands aside with his agent BANGS.

BANGS

He broke six chains already.

Junka growls and yanks at his chains.

JUNKA

Release me!

BANGS

Won't say anything about anybody.

JUNKA

I'll kill everybody!

Pinkerton steps up to Junka. A soothing tone --

PINKERTON

Mister Phillips -- you've been caught with stolen goods. Now we could hand you over to the authorities, but an upstanding citizen such as yourself is entitled to forgiveness over one simple mistake.

JUNKA

Ahhh!!!

Pinkerton leans in to him, pulls the chain tight around Junka's neck. Squeezes it as he speaks --

PINKERTON

However, I need you to help support my confidence in your sense of civic duty. The Boylston bank robbers -- where are they?

JUNKA

(choking)
Don't know!!!

PINKERTON

Mister Phillips.

He pulls the chain tighter; Junka can't take it. Begs off.

JUNKA

Can I... Can I go free then?

PINKERTON

Yes.

The pain brings tears to big Junka's eyes.

JUNKA

They run a joint in London.

Pinkerton smiles and touches Junka's shoulder.

PINKERTON

Good man.

JUNKA

Fuck you.

PINKERTON

(to Bangs)

Send a wire to the yard. Tell Shore we have a lead on some fugitives prospering in his jurisdiction.

INT. THE AMERICAN BAR - LOUNGE - NIGHT

Now the joint is jumping, buzzing. Kitty circulates among businessmen and barristers. She winks at a Bobbie, who, fazed by her charm, gulps down his drink and moves away.

WORTH/V.O.

With Kitty's popularity among London's finest, we were always prepared.

A group of Bobbies streams in, led by Scotland Yard's INSPECTOR SHORE (40's), a news Reporter and Photographer with him. PAN DOWN TO WORTH'S HAND -- pressing a button.

INT. GAMBLING ROOM - NIGHT

A room set up for roulette, baccarat, faro, etc. It's lively and noisy, smoky and dark. BUZZZ!

Quickly, the tables are changed. False tabletops cover up chips, money, cards where they lay. Chess and backgammon boards replace them; some gamblers take out newspapers to read. It's a remarkably thorough transformation.

BAM! The door bursts open; the cops look in, Worth hovering behind. It looks so innocent. Shore turns to Worth --

SHORE

I know what you're doing, Raymond.

WORTH

Are things truly so slow at the yard, Inspector Shore, that you want to start bullying innocent foreign entrepreneurs?

SHORE

(to the newsmen)

Here, get this down, blokes.

POP! POP! POP! go the camera flashes as he pontificates --

SHORE (CONT'D)

I'm in touch with the great Detective William Pinkerton of Chicago, Illinois -- know the spelling? It's got an 's.'

NEWSMAN

Got it, Inspector.

SHORE

He says this lot is not who they claim to be. And if that's what Pinkerton thinks, then who am I to think at all? On behalf of Scotland Yard and god-fearing law-abiders the world over, I am prepared to work with Mister Pinkerton in putting a stop to these nefarious activities.

POP! POP! POP! As he goes off, trailed by his entourage.

BULLARD

(to Worth)
Trouble?

WORTH

We're an international sensation.

CUT TO:

A SERIES OF CUTS -- THE DOOR OF THE AMERICAN BAR. It opens repeatedly to reveal a series of foreign patrons --

A FRENCH DANDY

Ca va?!

AN ITALIAN RICH BOY

Ciao!

A PRISSY GERMAN

Ich komme herein.

WORTH/V.O.

*Everyone came to our place.
Businessmen, lords, the scions of
Europe... and crooks too.*

At the door, Worth greets SCRATCH BECKER, JUNKA PHILLIPS...

WORTH/V.O. (CONT'D)

Some old friends even.

...and, hovering behind them -- MAX SHINBURN.

INT. AMERICAN BAR - LOUNGE - NIGHT

Shinburn rubs his hand along the fine wood bar.

SHINBURN

That Boston job's done right for you, eh Worth?

Worth is there with Bullard, Junka and Scratch.

BULLARD

Marm's still working the bonds through. That job'll be paying for years to come.

WORTH

What brings you all to Europe?

It comes out a bit stiff, formal. Worth has adapted to his new status -- the look, the speech. He's a different man.

SHINBURN

What happened to you, forget where you come from?

WORTH

It's called evolution, Baron.

SHINBURN

When I met you, you were a grimy-faced boy who didn't know where his dick was.

WORTH

I subsequently found it.

SHINBURN

Not without a few pointers.

Beat. Scratch breaks in to disrupt the animosity.

SCRATCH

There's too much heat in New York.

WORTH

Pinkertons?

JUNKA

Cocksuckers are everywhere.

SHINBURN

They're even looking overseas now.

WORTH

So I've heard.

SHINBURN

Bastard Pinks think they're police of the whole damn world now.

WORTH

So -- what we can do for you?

SHINBURN

We need some help getting back up on our feet.

WORTH

We're operating in a different arena now, Baron.

Shinburn feels the chill -- takes in Worth, directly.

SHINBURN

You and me went off different ways. Don't know why. Maybe you don't like how I do my business. But we was friends once. I helped you.

Worth can't refute that.

SCRATCH

You're an upright person here, Adam. Be like Marm for us. Be our fence.

INT. WORTH'S OFFICE - DAY

Various thieves and crooks make offerings to Worth -- money and stolen objects.

WORTH/V.O.

I became the executive of a company whose business was theft.

Worth refers to the BLUEPRINT of a building for Junka and Shinburn, as if lecturing them in school.

WORTH/V.O. (CONT'D)

I planned the jobs and the Tenderloin boys put them into action.

EXT. BANK - DAY

A HORSE BUGGY; a man stands guard. A roguish fellow slinks up to pet the horse, slips A TAB into its mouth. Men from the bank exit, bearing SACKS OF CASH which they load.

After a moment, the horse PASSES OUT, drops to the ground. The men all go to see what happened as the 'poisoner' and two confederates swoop up the sacks and jump in a buggy of their own, high-tailing it out of there.

INT. JAIL - NIGHT

Three of Worth's men in a cell, blithely playing cards.

WORTH/V.O.

When things went wrong, I fixed them.

INT. LOUNGE - NIGHT

Worth slips some MONEY across the bar. PAN UP the receiving arm to find a London POLICEMAN.

WORTH/V.O.
Somewhere, I knew, Marm must be proud.

INT. DORCHESTER DINING ROOM - NIGHT

Worth sits at the head of an elegant banquet table, being honored and toasted by a large cadre of underlings.

WORTH/V.O.
I'd become an emperor of thieves...

INT. WAREHOUSE - NIGHT

PULL BACK SLOWLY TO REVEAL -- a huge storehouse of precious items -- jewels, antiquities, artwork, gold... and Worth, a tiny figure looking over his kingdom.

WORTH/V.O.
...The Napoleon of Crime.

INT. OPERA HOUSE - NIGHT

Worth and Kitty watch the Opera. She's bored.

WORTH/V.O.
And all the while, I was trying to make her the woman in my head...

INT. RESIDENTIAL LIBRARY - DAY

Worth tutors Kitty as she reads aloud from Homer.

INT. FANCY HABERDASHERY - DAY

Worth puts a feathered hat on Kitty's head.

WORTH/V.O.
The woman on the playing card.

INT. PHOTO GALLERY - DAY

POOF! A PHOTO is taken -- Kitty sits, unwittingly, as the Duchess -- rose in one hand, rosebud in the other.

EXT. HYDE PARK - DAY

Kitty and Worth walk. A child runs by and falls. Kitty goes to the crying child and helps him up, maternally.

Kitty looks over at Worth as she tends to the little boy. Smiles radiantly. Worth squeezes out an awkward smile back.

INT. GAMBLING ROOM - NIGHT

After hours. Abandoned, quiet. Worth counts money at the bar. Hears Kitty's laugh, turns -- Kitty sits beside Bullard at the piano, while he tinkles. She rests her head on his shoulder and giggles.

WORTH/V.O.

*But Charley knew how to make her
laugh, and feel like she was loved...*

Bullard holds a feather up to her face, brushes her cheek. As Worth counts his money, he sneaks another glance at Charley and Kitty -- knowing he's somehow lacking, deficient.

TIME CUT:

HOURS LATER

Bullard passed out over the keys of the piano. Worth finishes stacking bills on the bar as Kitty steps up. A moment, silent --

WORTH

Sixteen hundred today. Over seventy thousand this week alone.

KITTY

Good, that's very good.

She looks over at the 'Duchess' PHOTO of herself on the wall.

WORTH

It's lovely.

KITTY

Is it?

WORTH

I think so.

Beat. She's distracted, thoughtful...

KITTY

It's just picture.

WORTH

What's the matter?

KITTY

It feels like pretending.

WORTH

I want you to have all the things a lady should. We've made a good life. Why shouldn't we rise to meet it?

She ponders that, troubled by something. Hard to verbalize...

KITTY

Maybe it's not enough.

WORTH

This is the beginning. If we keep working hard, doing what we've been doing...

She's upset, teary.

KITTY

No. No. Don't you see? I can't. I may have to go easy for a time. ...On account of the child.

She's pregnant. This turns him right around.

WORTH

I see. That's... I see. Is it...?

KITTY

What, Adam?

WORTH

No, I didn't realize...

She leaves him hanging there a moment, in awkward uncertainty.

KITTY

It's not yours.

The comment comes out fast and sharp, as if meant to pain.

WORTH

Oh...

KITTY

What would you say if it were?

Nothing -- he's not ready for this. She knew that.

KITTY (CONT'D)

Charley asked me to marry him. I said yes. A baby needs a father, a proper family. And he loves me.

WORTH

After how many drinks?

He slams down a pile of money -- pissed.

WORTH (CONT'D)

This is why I didn't want you with us, Kit. Our kind of life has no place for any of this.

KITTY

How can you be so cold?

WORTH

I'm being honest.

(off her distress)

You're displeased with me, I understand. But marry Charley?

KITTY

He doesn't care about my Latin skills or whether I appreciate the opera. He only sees me. The way I am.

Yet it's clear she wants Worth, if only he could say the words. He's frozen, stuck -- the very notion makes his tongue go dull.

WORTH

Everything's going well, there's no need to change anything --

KITTY

It's changed now! We can't help it. It's changed.

She walks away, upset. Worth glances over at Bullard, sacked out on the piano, as ORGAN WEDDING MUSIC PLAYS....

INT. CHURCH - DAY

Bullard and Kitty on the altar being married. Worth stands up as their best man -- hands Bullard the wedding ring.

INT. A SEEDY ROOM - NIGHT

Worth sits on the edge of a bed, shirt undone. A HOOKER sleeps on the bed behind him. He swigs the last bit of booze from a bottle and chucks it across the room. SMASH!

INT. A LAVISH HOTEL ROOM - NIGHT (PARIS)

Kitty is in bed. Charley snores, fully-clothed, in a chair; a bottle on his belly. Kitty cries.

INT. THE AMERICAN BAR - LOUNGE - NIGHT

Worth oversees from a perch. A WAITER steps up, whispers --

WAITER

Mister Raymond?

Worth looks to the door where Bill Pinkerton, with Inspector Shore, have just stepped in. Behind them, a spread of FOUR BOBBIES arrayed along the wall. Worth approaches.

WORTH

Welcome to the American Bar.

SHORE

Raymond -- Bill Pinkerton, my counterpart in the States.

WORTH

Mister Pinkerton has no counterpart anywhere in the world.

Shore snorts. There's a knowing glance between Worth and Pinkerton. Worth gestures for drinks at the bar.

WORTH (CONT'D)

If we keep meeting like this, people will talk.

PINKERTON

You've come up a bit since Marm's salon.

WORTH

And you've come down. I hear you're in the business of breaking strikes.

PINKERTON

A man's got to work.

WORTH

What's to thank for this pleasure?

PINKERTON

I have an extradition order for Max Shinburn. I believe the Baron's a friend of yours?

SHORE

Don't say he's not, I've seen him here, you lying blackguard.

WORTH

I've heard of him.

SHORE

Heard of him? Everybody's heard of everybody, but nobody knows nobody, and everybody's got a different name.

(knocks back a brew)

You're a rotten lot, aren't you?

The contrast between the two lawmen's methods is clear. It isn't lost on Worth or Pinkerton: Shore's a nitwit.

PINKERTON

Would you give us a moment?

Shore spots a girl across the room, starts off --

SHORE

I'll make sure everything's on the up and up. Which we know it ain't.

PINKERTON

You said we'd met at Vicksburg.

WORTH

Did I?

PINKERTON

Yes, you did. But I was right the first time -- it was Manassas. Private Worth, yes?

Worth has no reaction. Enigmatic as always.

PINKERTON (CONT'D)

You left New York so suddenly.

WORTH

Terrible wanderlust.

PINKERTON

I tried to catch you at the pier. After Shinburn paid me a visit, and told me he was in Marm's gang with you. That you were the man who broke Bullard out of prison, that you were also behind the Boylston heist.

WORTH

Shinburn's quite the chat.

PINKERTON

In any case, I've provided additional information to my friends at Scotland Yard. I don't believe they'll allow you to continue making fools of them.

Worth looks over to Shore who seems to be on the verge of getting slapped by a girl he's harassing.

WORTH

Inspector Shore does a fine job of that on his own.

PINKERTON

(zeroes in)

I don't have anything to arrest you for -- not here, not now. But I can get it. I'm sure I can get it.

The game's been upped a notch -- Worth accepts the gauntlet.

WORTH

Then get it.

PINKERTON

You won't make me. I know what kind of man you are. You're capable of more. With your skills and interests, you could do many things -- why, if you ask me, you'd make a damn fine Pinkerton.

WORTH

And you, detective, would make one hell of a crook.

Pinkerton smiles. That's enough for now.

PINKERTON

I'd appreciate you informing me if you come across Shinburn. His offense sheet is impressive. Not the type of thing I imagine you'd get into.

Pinkerton hands him a rap sheet as he rises to go.

PINKERTON (CONT'D)

The Eye's on you, Adam. Next time, I won't leave empty-handed.

As he leaves, Junka joins Worth at the bar.

WORTH

Where is Shinburn?

JUNKA

Out on a job.

WORTH

Take me to him.

EXT. LONDON DOCKS - NIGHT

Shinburn, pistol in hand, and a cohort -- HARGROVE -- come running around a corner, escaping some unseen pursuer.

SHINBURN

Let's go, Scotty, fork it over.

Hargrove digs through his clothes to reveal a wad of cash.

HARGROVE

Let me count it out.

As he starts to, Shinburn looks impatient.

HARGROVE (CONT'D)

You gonna let me meet your employer
now? That was the deal.

(dividing the spoils)

Five to you, five to me...

SHINBURN

Keep track.

HARGROVE

I hear he's the man to know.

SHINBURN

You're beneath him, Scotty.

HARGROVE

Twenty. Twenty. -- Beneath him?

SHINBURN

That's how he sees things.

Hargrove's feelings are hurt. He's done counting the money.

HARGROVE

I guess that's all.

SHINBURN

You said there'd be more.

HARGROVE

Thought there would.

SHINBURN

Give me it. All of it.

HARGROVE

Fifty-fifty, that's what we --

SMASH -- Shinburn clocks him cross the jaw with the barrel
of the gun. Hargrove sprawls in pain.

SHINBURN

You talk too much, Scotty.

Shinburn aims to fire on Hargrove, who pleads --

HARGROVE

Don't! Ain't we partners?

As Shinburn prepares to fire -- SLAM! -- he's thrown against a wall. The gun flies from his hand. Huge Junka presses Shinburn up against the building. The click of heels takes all attention to Worth, walking up.

Worth looks at Hargrove, bloody mouth, money sprawled all around him.

WORTH

Sir. Take up your money and go.

HARGROVE

I... Are you him...?

WORTH

Go!

Hargrove scrambles for the bills and runs off.

SHINBURN

I was looking after your interests --

WORTH

You betray me to the Pinkertons, and then have the brass to show up here begging me to help you?

SHINBURN

I deserve it!

(off Worth's glare)

I brung you to Marm, didn't I? I taught you the ropes. If not for me, you'd still be pilfering old men's pockets at the rat pit!

WORTH

That was a long time ago.

SHINBURN

You left me in the Bowery with the shavers -- I shoulda been with you on the Boylston heist. Your fancy fucking life is half mine by rights.

WORTH

You broke the one cardinal rule.

Worth refers to the charge sheet Pinkerton left with him.

WORTH (CONT'D)

Two female bank tellers in Poughkeepsie, a seventy year old trainman in Ithaca, a young boy whose
(MORE)

WORTH (CONT'D)

horse you stole as a getaway in
Brooklyn... Murdered.

SHINBURN

You never understood business. Not
the way it's really done.

WORTH

Don't let me see you again.

Shinburn steps up to him.

SHINBURN

Think you're better now your suit's
from Savile Row? Who are you? Some
goddamn Jew. You're never gonna
belong nowhere.

Shinburn sneers and goes.

WORTH/V.O.

Even from the mouths of scoundrels...

INT. THE AMERICAN BAR - DAY

The place is empty again, all cleared out. The last items
are being lugged out by movers.

WORTH/V.O.

And still he haunts me...

Worth opens a hidden door in the floor -- pulls out a sack
filled with diamonds, another filled with money. He looks
around -- fun while it lasted.

FADE TO:

INT. SOLITARY CELLBLOCK - DAY (1887)

A line of prisoners marches in. Suddenly, all guards
disappear. Four inmates surround Worth; Shinburn looks on.

WORTH/V.O.

*I try to keep to myself, but the
Baron won't let me be.*

SMASH. CRACK. Worth takes a beating as Shinburn looks on,
gleeful. Then they all leave Worth, decrepit on the floor.

WORTH/V.O. (CONT'D)

Maybe it's what I deserve.

ON WORTH, eyes glazing with tears that won't quite fall.

WORTH/V.O. (CONT'D)
*For sending Charley away. For letting
 her go.*

FADE TO:

EXT. CLAPHAM COMMON - DAY (1882)

An elegant CARRIAGE takes Worth, Kitty and Bullard through the grounds of a MANSION, 'West Lodge.' A tennis court and bowling green are evident. She holds the BABY in her arms -- Timothy. Worth peeks over. BULLARD CHUGS from a flask.

INT. WEST LODGE - DAY

A spacious apartment, well-appointed. Kitty and Worth sit at the window with baby Timothy. Bullard stands at a mirror, having final adjustments on a suit done by a tailor.

KITTY

Here, Timmy, here.

She shakes a rattle. Worth makes a face -- Timothy laughs.

BULLARD

I look all right?

Kitty turns, smiles at him -- he looks good. He stumbles down and moseys over to the bar for a refill. He's brooding, dark -- the booze having extinguished some of the old charm.

BULLARD (CONT'D)

Can't make ourselves kings but we
 can live like them, can't we? Eh?

He raises a glass -- it shakes as his hand trembles. Worth sees. With no one offering to join him, Bullard drinks alone.

BULLARD (CONT'D)

I have to go out.

KITTY

Not tonight, Charley. Stay.
 (re: the piano)
 Play some.

He hovers over the piano, plunks some keys -- atonal. Bullard looks at Worth with the baby -- fatherly -- then starts out.

WORTH

Charley. We're done with Shinburn.
 I don't want you running with him.

Bullard nods, leaves. Kitty looks to Worth and the baby, who's fussy now. She squeezes out a smile to Worth.

WORTH (CONT'D)

He has your mouth. But the eyes...

KITTY

Yours.

He goes silent, changes topics.

WORTH

Let's go for a stroll.

EXT. LONDON STREET - EVENING

Worth pushes a pram with Kitty walking beside him. To a bystander, they'd look like any normal well-to-do family out for an afternoon walk.

KITTY

You don't go out with Charley now?

WORTH

He has other interests.

KITTY

Charley's always in search of a thrill. What interests do you have?

WORTH

I keep the business going.

KITTY

Do you ever think of moving on? To a different sort of life.

WORTH

Do you?

KITTY

Yes.

WORTH

Because of Timothy?

KITTY

Yes.

WORTH

The old chestnut -- wanting someone to make an honest woman of you?

Now there's an undercurrent, a touch of rancor --

KITTY

First I'd have to find myself an honest man.

WORTH

I wish you the best of luck.

KITTY

Are you really so convinced that all this will keep you content?

He looks at her, removes a gleaming penny from his pocket. He holds it up.

WORTH

When I was a boy, I traded two old rusty pennies for one brand new shiny one. This one. I was proud, I ran home to tell my father. He was a poor immigrant, could hardly speak English. He fixed people's shoes. He beat me so hard, they had to bring the doctor. I lay in bed for a week. But my father vowed he'd never have to see another man get the better of me in a business transaction.

(off her curious look)

It's a beautiful penny. But it made me foolish.

KITTY

People aren't pennies.

As they look at each other, stuck in a stalemate -- RAJIV, an Indian valet, comes running up, out of breath.

SERVANT (O.S.)

Mister Raymond sir! It's Mister Bullard. He's been arrested.

Worth looks at Kitty -- this is the life they've chosen.

INT. JAIL - NIGHT

Worth is escorted to a cell by a Jailor. He stands outside the bars, looking in -- Bullard and Shinburn. There's a long look before Bullard flashes his smile --

BULLARD

Who'd have guessed those sweet little bitties were coppers?

WORTH

(to the Jailor)

Release this one to me. The other can rot here.

EXT. JAIL/STREET - NIGHT

Worth exits trailed by Bullard.

BULLARD

We can't leave Max like that.

WORTH

How ridiculous can you be? To get nabbed on some small-fry job with him, after I expressly told you not to?

BULLARD

'Told me?'

WORTH

What if they lock you up?

BULLARD

You'd get me out.

WORTH

You won't last a week. Look at yourself.

Bullard's hands are trembling -- he's a mess.

BULLARD

A drink will fix this.

WORTH

You won't find a drink when you're thrown in the pen. Skip the bail.

BULLARD

Skip it? Where would we go?

WORTH

Not we. You.

BULLARD

...You're trying to get rid of me?

Worth lunges at him suddenly, shoves him against a wall.

WORTH

I'm trying to save you!

BULLARD

What the hell's the matter with you?

Worth backs off, collects himself. Bullard's stunned.

WORTH

You don't understand anything.

BULLARD

What about Kitty and the boy?

WORTH

I'll look after them. As best I can.

BULLARD

You'll look after them?

WORTH

Yes.

BULLARD

Is that the kind of man you think I am, to leave my wife and child like that?

Worth looks at him -- lets that arguably possessive speech go. And Bullard's resolve crumbles, just bravado --

BULLARD (CONT'D)

Do you have money?

Worth pulls some out, forks it over.

WORTH

I'll wire more when you get there.

BULLARD

Where?

WORTH

Wherever you're going.

Bullard is essentially weak and obedient to Worth, but it doesn't lessen his guilt. He's looking for reassurance --

BULLARD

Prob'ly better this way, right?

(off a stoic Worth)

Yes, I think so, too.

Worth watches his friend walk away.

INT. BEDROOM - NIGHT

The room is dimly lit. Worth enters, looks in on Timothy asleep in a cradle.

WORTH

Charley got himself in trouble.
He's leaving.

She sits at the window, looking out, pensive.

WORTH (CONT'D)

Kit?

KITTY

I've been thinking of doing the same.
Back there, at least I have my mum
and some relations.

WORTH

I don't understand.

KITTY

I can't stay here with you. There's
no purpose. I... I'm alone here.
(rises)
I'll tell Rajiv to arrange my travel.

She starts to go -- he grabs her. The thought of losing her
turns him intimate in a way he's never been.

WORTH

Kit.

KITTY

I changed for you -- not that I didn't
want to. But I thought the feeling
was... shared. Why did I think that?
When you look at me now, it's like
you're looking in a mirror.

WORTH

I can change.

KITTY

You'd have to choose, and I don't
believe you can do that.

WORTH

Choose?

KITTY

This life you've made for yourself --
'stolen' -- or us.

She looks to the baby sleeping.

WORTH

We don't have to choose. We can
have everything.

She smiles -- something touching in his blindness.

KITTY

You can't give it up, can you? It's
all you are.

EXT. DOCKS - DAY

A STEAMER in port, being loaded up. Worth KISSES THE BABY in Kitty's arms. They exchange a look; she turns and boards.

INT. WEST LODGE - LIVING ROOM - NIGHT

Worth enters the lavish surroundings. Finds a baby toy on the floor -- places it on a table. Looks around, alone now.

WORTH/V.O.

*I sent money to Marm and to anyone
who needed it.*

EXT. WEST LODGE - DAY

In a buggy, Worth, in the finest clothes, leaves the lavish grounds -- a full-fledged London gentleman.

WORTH/V.O.

*Kept up the show, but worked my way
back down to where I'd come from.*

INT. TRAIN STATION - MEN'S ROOM - NIGHT

Clandestinely, Worth changes from his fine clothes back into 'street clothes,' the kind he wore back in the Bowery.

EXT. WEST END LONDON - NIGHT

Worth hovers with some lowlifes. CLOSE ON HIS HAND with a wad of cash --

WORTH/V.O.

I chose the life over Kitty...

SMACK! HIS HAND slaps the cash into another hand.

WORTH/V.O. (CONT'D)

...and then frittered it all away.

The men all celebrate Worth's largesse.

INT. TRAIN STATION - MEN'S ROOM - NIGHT

Worth changes back into his fineries.

EXT. SCHOOLHOUSE - DAY

A dedication ceremony for a new school. At the center of attention is Worth (as 'Raymond,' fine wealthy upstanding

citizen.) He pulls a cord revealing a sign -- "HENRY RAYMOND SCHOOL FOR ORPHANS." A patter of applause from the crowd.

WORTH/V.O.

But still maintained the pose of being the kind of man worthy of a Duchess. The kind Pinkerton told me about all those years ago.

EXT. WEST LODGE - GARDEN - DAY

Worth sits with Scratch, looking at a telegram. In the BG, Junka sits at a bench, head in hands, distraught.

WORTH/V.O.

When really, I was one thing only -- the brightest pupil yet of the great Mother Mandelbaum.

SCRATCH

She left for Canada a few months back, when the heat got to be too much. There was a raid on the joint they were using in Ontario. She never made it out of the fire. They think Jumbo and Savetti took it too.

Worth is devastated as he listens.

WORTH

...She's gone?

SCRATCH

Yeah. Marm's gone.

INT. WEST LODGE - LIVING ROOM - NIGHT

Worth sits alone, in the glow of licking flames from a fireplace. Desolate. He stares at a wall.

ON THE WALL -- the large framed PHOTO of Kitty, sitting as the Duchess.

WORTH/V.O.

I'd done it all. Everything I'd set out to do. Or so it seemed.

Worth goes to it, tears it from the wall and throws it in the fire. The glass SHATTERS; the picture BURNS.

EXT. KING STREET - DAY

Worth rides in a carriage with Rajiv.

WORTH/V.O.

The news hit me like a second chance.

They clop past a storefront fronted by two armed guards and a small gathering of onlookers -- THE KING STREET GALLERY.

WORTH

Stop here.

Rajiv pulls to a halt. Worth quickly hurries out -- a man on a mission. He moves to the gallery, through the crowd, gaping and whispering. He breaks through to see on display --

THE GAINSBOROUGH PORTRAIT OF GEORGIANA, DUCHESS OF DEVONSHIRE. It's a seductive image -- the arched eyebrow, the winning half-smile, blooming rose in one hand, rosebud pinched between thumb and forefinger in the other.

A WOMAN

Amazing they found her.

A MAN

After what -- thirty years?

A WOMAN

Up above some farm woman's mantle.

INT. AUCTION ROOM - KING STREET GALLERY - DAY

The room is ABUZZ, filled with people on raised seats -- the social event of the season.

The auctioneer, WOODS, is running things as three distinguished men battle for the right to take the Duchess home -- the Earl of DUDLEY (70's, in a wheelchair), Baron Ferdinand de ROTHSCHILD, and WILLIAM AGNEW (40's).

WOODS

Opening at a thousand guineas, do I hear... --

AGNEW

Three thousand!

Shock all around at the rapid escalation and Agnew's aggressive manner. He licks his lips, lasciviously.

The bidding goes back and forth to the delight of the crowd.

DUDLEY

Six thousand, five.

AGNEW

Eight!

ROTHSCHILD

Eight, five.

AGNEW

Ten thousand!

Another gasp. It's hard to believe.

AGNEW (CONT'D)

Mister Woods?

Woods is wide-eyed as a doe, nervous. As the crowd whistles, claps, stamps and bravoos --

WOODS

Gentlemen, Mister Agnew has the bid.
Who will rise to meet him?

WORTH (O.S.)

Eleven.

Shock from the spectators. FIND WORTH, in back of the room.

WOODS

It's eleven to... the gentleman.

AGNEW

Fifteen.

WORTH

Seventeen.

AGNEW

Twenty.

WORTH

Twenty-five.

Now the crowd is STUNNED. Agnew spreads out ten fingers in the air, flashes them three times.

WOODS

Thirty to Mister Agnew!

Worth knows there's no way to outbid him.

WORTH/V.O.

*With enough money and power, Pinkerton
had me believe, a woman like that
could be won. But he was wrong...*

INT. PICADILLY APARTMENT - DAY

Worth is with Scratch and Junka, who holds a flyer from the Agnew gallery, with an image of the Gainsborough.

WORTH/V.O.

...She'd have to be stolen.

SCRATCH

Pardon?

WORTH

Agnew's an undeserving pig, the Duchess is worthy of better.

JUNKA

I don't think much of it. I like ones with fruits and flowers.

SCRATCH

It's the most famous painting in the world -- sold for the highest price ever. Stealing it's like putting a gun in your mouth.

WORTH

Scratch, where's the spirit of adventure you showed when you got in that rickety rowboat in Mississippi and sailed north out of bondage?

Worth's obsessiveness is apparent to his men.

SCRATCH

Be sensible -- business ain't so good. The money's thin.

WORTH

There's always more money.

SCRATCH

Not how you've been spreading it.

WORTH

We have many friends who need help. What else is money for?

SCRATCH

Look around, general. You ain't moving up.

Indeed, the surroundings are a few echelons below West Lodge.

WORTH

Are you running this operation now?

SCRATCH

No, sir. I only mean, until we get our nut back, let's go small for awhile.

To Worth, the word is distasteful and unfamiliar --

WORTH

'Small?' It's just as easy to steal a hundred thousand as it is to steal ten. That's why we'll always go after the big money.

SCRATCH

So let's do a bank or a money carriage. Not a damn painting.

WORTH

An opportunity has presented itself. Let's not be fools to overlook it.

EXT. PICADILLY STREET - NIGHT

A fashionable gaslit street. An odd trio of men in top hats and gentlemen's clothes emerge from an elegant building -- Worth, smoking a cheroot, the black 'society man' Scratch and Junka the giant. They walk down the street together, tipping their hats to the few passers-by.

EXT. OLD BOND STREET - NIGHT

Semi-deserted, a row of galleries and antique shops. The three stop at a corner. Hushed --

WORTH

Wait here. Keep your eyes open.

Scratch steps into a dark doorway; Worth and Junka continue.

EXT. 39 BOND STREET - NIGHT

Worth and Junka arrive outside a gallery -- "THOMAS AGNEW & SONS." Junka looks up and down the street cautiously.

Worth stamps out his cigar and checks his hair in the mirror. He notices a large placard: "*See the Duchess -- 100 Guineas.*"

WORTH

Now.

Lightning quick, Junka flattens himself against the wall and forms a stirrup with his two bear-paw hands. Worth swiftly places a foot in the "stirrup" as, with a grunt, massive Junka lifts him to a window ledge -- which Worth agilely scrambles onto. Fifteen feet above the pavement.

Balancing precariously, Worth takes from his jacket a small crowbar and begins to wrench the casement window open. On the street below, Junka crosses to a safer, darker spot.

INT. AGNEW GALLERY - UPPER FLOOR - NIGHT

Worth loses his footing, falls in the window -- THUD. The room is unfurnished, dark but for some moonlight and the dull glow of the gas lamps on the street.

He spots a wall across the stark room adorned with a single painting in a gilt frame. Faintly, he can make out that it is the Gainsborough. He removes his hat, walks over to it.

He unclips a velvet rope used to keep the public a safe distance from the painting and steps into the protected area.

Worth lights a match. The canvas glows from the flame -- the beckoning, mocking smile of the Duchess. The bequiling, wounded eyes.

He leans in, his face close to the canvas. His hand reaches up and touches the Duchess' painted cheek. She's a beauty.

Suddenly, Worth HEARS a GRUMBLE and a SNORE. He turns to see a watchman fast asleep across the room by the door. A bottle of booze half-empty on the floor beside him.

Delicately, Worth removes a small blade from his pocket and carefully cuts the perimeter of the canvas, removing it from the frame. HEAR Pinkerton reading from a newspaper article --

PINKERTON (V.O.)

'...it is very rarely that robbery of valuable paintings in this way has been attempted...'

Worth lays the canvas out on the floor.

PINKERTON (V.O.) (CONT'D)

'...And rarely if ever, we believe, without discovery in the end...'

He pulls a small pot of paste from his pocket. Using the tassels of the velvet rope, he daubs the back of the canvas to make it supple.

PINKERTON (V.O.) (CONT'D)

'In the case of a picture of such remarkable notoriety and interest...'

Worth rolls up the canvas, paint facing outward to prevent cracking. He slips it inside his frock coat.

PINKERTON (V.O.) (CONT'D)

'...it is hoped that it will be recovered uninjured...'

Finally, he pulls a small card from a pocket and places it within the now-empty frame.

PINEKRTON (V.O.)
'...And the audacious thief or
thieves...'

The card reads: "*The Duchess has eloped.*"

PINKERTON (V.O.)
'...brought to justice.'

INT. SHORE'S OFFICE - SCOTLAND YARD - DAY

Pinkerton looks at a newspaper. He is with Inspector Shore and a grim William Agnew.

AGNEW
I've already resold the damn thing!
Junius Morgan promised me a fortune!

SHORE
Thirty-five thousand quid?

AGNEW
More. Now, get me my painting.
I'll make it worth your while.

INT. A PRINTING ROOM - DAY

A printing press spits out page after page. Pinkerton walks through, picks one up. It bears a photograph of the painting and a message:

"1000 GUINEAS! FOR INFORMATION LEADING TO THE FINE LADY'S
SAFE RETURN!"

EXT. LONDON SHIPYARD - DAY

French, Italian and German versions of the flyers are packed and loaded onto ships.

EXT. STREETS - VARIOUS CITIES - DAY

In Paris, in Venice, in Berlin, and other cities -- STREET
LAMPS AND SIGNPOSTS are festooned with the posters.

INT. A THIEVES' LAIR - DAY

A bunch of rugged ne'er-do-wells sit about in a flop, smoking
hop. Police BUST down the door, immediately turning things
over and searching the place. Pinkerton enters behind --

PINKERTON

A thousand guineas to the first man
with a lead on the Duchess!

EXT. OLD BOND STREET - DAY

Bobbies work the street of galleries and fine shops performing interviews, looking for information. Pinkerton and his man Bangs move to examine the exterior of Agnew & Sons Gallery.

BANGS

Up the side, got in through that
ledge there. The rest was easy.

Pinkerton's distracted by some beautiful society ladies strolling by in feathered hats. The new fashion of the day.

PINKERTON

The feathered hat seems to be back
in mode.

BANGS

You know ladies. They all want to
be the Duchess of Devonshire now.

PINKERTON

(looks up)
So he jimmed the casement?

BANGS

We been through this before, sir.

PINKERTON

Bangs, my man -- repetition breeds
revelation.

BANGS

Yeah, he jimmed it.

PINKERTON

Why rob a train or a bank when you
can skip in a window and steal the
most famous painting in the world?

BANGS

Except they'll never find a buyer.
Have to unload the thing or stow it.

As Pinkerton thinks back to a certain playing card and a
certain corporal --

PINKERTON

...Or hold onto it.

BANGS

You'd have to be crazy to do that.

PINKERTON
Or you'd have to really love her.

CUT TO:

THE GAINSBOROUGH CANVAS -- laid out across a bedspread.

PULL BACK TO REVEAL an arm curved across the head of the bed over the top of the painting. PULLING BACK FURTHER --

WIDEN TO:

INT. PICADILLY APARTMENT - WORTH'S BEDROOM - DAY

FIND WORTH, laying on his side next to the Duchess, looking at it -- her -- with a strange intimacy. A man possessed. A man whose dreams have all come true. Or so he feels.

A KNOCK on the door breaks the bliss. It startles Worth.

 WORTH
Who is it?

 SCRATCH (O.S.)
Us.

 WORTH
Just a moment.

He carefully places the canvas on a flat wood pallet, cushioned with silk, and slides it under his bed.

EXT. LIVING ROOM - DAY

Worth emerges out to where Scratch and Junka await him.

 SCRATCH
We need some money.

Worth takes a beat, surveys the two men.

 WORTH
Haven't I given you enough?

 JUNKA
You gotta sell the picture.

 WORTH
That's not possible.

 SCRATCH
I found someone in Turkey who's willing to undertake the risk. He's offering twenty thousand guineas.

WORTH

Be patient, boys, you'll get what's coming to you.

SCRATCH

Shore's men are all over town, digging everywhere to find out who stole the Duchess. Even Pinkerton's in --

WORTH

Pinkerton?

Scratch nods -- that does up the ante. Rajiv puts down a tray of tea, then goes. Junka eyeballs him.

JUNKA

We're scratching for crumbs and you got a valet?

WORTH

I'm a creature of comfort, Junka.

SCRATCH

General -- your heart ain't in this business anymore. Give us our money and we'll go our separate ways.

WORTH

It may take me some time...

JUNKA

Now.

WORTH

Pardon me?

SCRATCH

What Junka means to say --

WORTH

(to Junka)

Speak for yourself, you clod of meat.

JUNKA

You owe us.

WORTH

I owe you?

JUNKA

You ain't the only master thief here.

(as Worth laughs)

We all did the job -- we all split the revenue.

WORTH

When you came running from the Pinkertons, who was it took you in?

JUNKA

That don't matter now.

WORTH

The two of you, as well as Shinburn and the others? Is this my thanks?

JUNKA

This ain't got nothing to do with --

WORTH

You'd be in a box on Blackwell's Island if it weren't for me. So don't tell me I owe you anything. I saved your worthless life.

JUNKA

I'll go to the coppers. I will.

Worth steps up -- looks huge Junka in the eye, and then SMACKS him, open-handed across the skull. Likes it, does it some more. Throws Junka to the floor. The scared giant cowers.

SCRATCH

General!

WORTH

I looked out for you. I looked out for all of you.

Junka tries to contain his fury and humiliation.

JUNKA

We just want what's coming to us.

WORTH

And who determines that? I do!

SCRATCH

Be reasonable -- we need some dough.

Worth nods, goes over to a drawer, opens it -- silverware inside. Then, he opens a cabinet -- china on the shelves.

WORTH

Take what you want. The Duchess stays with me.

Worth walks away in disgust, goes into --

INT. WORTH'S QUARTERS - CONTINUOUS

Rajiv has a bundle of posts; Worth prepares to go.

RAJIV

Where are you going, sir?

WORTH

The Criterion for a drink.

(re: the letters)

Anything of interest?

RAJIV

Something from America.

Worth sees a letter postmarked from Brooklyn -- 'Kitty Flynn.' Ponders it, looks up and catches glimpse of Junka and Scratch leaving with bundles of his stuff -- scavengers.

INT. CRITERION BAR - NIGHT

The bar is crowded and raucous, full of life. Worth pulls a candle closer -- it flickers across the letter in his hands.

KITTY (V.O.)

Dear Adam, I hope this letter finds you well. Timmy is big now and Emma starts to walk. She was born in July, not too long after I left you in London. Adam -- Charley is in a bad way, incarcerated in South Africa.

Worth's expression is sunken, filled with regret.

KITTY (V.O.) (CONT'D)

Remember a better time when we were all together. Can you find it in your heart to do something for him? I trust that however you act, it will be for the best. Yours, Kitty.

EXT. CRITERION BAR - NIGHT

Worth stumbles out, more than tipsy, less than blasted. As he starts down the street, he notices posters on certain walls and poles -- offering a reward for the Duchess' safe return. Amused, Worth rips them down as he stumbles along.

BANGS (O.S.)

Shall I round him up?

FIND PINKERTON, across the way, watching. Bangs with him.

PINKERTON

The old boy's been through enough.
Let me do it.

Pinkerton goes off in pursuit, follows Worth around a corner.

EXT. STREET - NIGHT

As Pinkerton turns onto the street, Worth is nowhere to be found. Pinkerton looks about -- WHACK! He gets hit upside the head and falls to the ground. Worth steps out from shadows, wielding a walking cane.

WORTH

Bill? Forgive me, I took you for a criminal.

PINKERTON

(touches his head)

Ah.

Worth stoops to help Pinkerton, puts a kerchief to his brow.

WORTH

These streets are dangerous.

PINKERTON

So it seems.

WORTH

What brings you back to London?

PINKERTON

I think you know. A missing painting.

WORTH

Ah, yes. It was an audacious crime.

PINKERTON

I'm bringing you in.

WORTH

What can you prove? Nothing.

PINKERTON

I know. You know I know.

WORTH

Keep the kerchief, I have to run.

As Worth starts to go, Pinkerton CHARGES at him. Grabs him and they wrestle -- Pinkerton gets him in a hold, SHOVES him to the ground. Worth is startled at the sudden physicality.

PINKERTON

I've given you every opportunity to go right. I've warned you. I can't keep overlooking you.

WORTH

I never asked you to.

It seems a rapprochement, until POW! -- Worth delivers a ROUNDHOUSE to Pinkerton's jaw. It sends the detective flying into some trash cans. Both men are raw, ferocious --

WORTH (CONT'D)

I wasn't born into privilege and authority! Everything I've got, I had to work for.

PINKERTON

You mean steal?

WORTH

There's work in that!

Worth starts to walk away. Pinkerton grabs the discarded cane and SWINGS it, knocking Worth in the shins and tripping him. He falls to the ground. OOPH!

PINKERTON

You could have been so much more.

He picks Worth up and SLAMS him against a row of barrels.

WORTH

I feel terrible to have let you down.

Worth BITES Pinkerton's forearm, then pushes him off. They face off across from each other, an odd pair of warriors.

PINKERTON

Don't you see? There's no glory in it. You've given up everything for a canvas smeared with oil.

This gets Worth's ire -- he TACKLES Pinkerton and they go at each other, hand to hand. Worth shoves him against a wall --

PINKERTON (CONT'D)

Explain to me --

He PUNCHES Worth, who recoils.

PINKERTON (CONT'D)

Why a man would steal a painting he can't display, can't sell --

Worth SWINGS AT Pinkerton with a trash can lid.

PINKERTON (CONT'D)
-- and for which he'll be perpetually
hunted?

Pinkerton catches Worth's arm and puts his knee into it,
making him release the lid.

WORTH
There's only one explanation --

Worth KICKS Pinkerton in the balls. He sprawls on the ground.

WORTH (CONT'D)
It was a crime of passion.

Pinkerton groans, Worth smiles. Both men panting, wounded.

PINKERTON
Can't you see... I want to help you?

WORTH
I'm beyond help, Bill.

Worth tips his hat and walks off -- CLICK. Worth looks back.
Pinkerton grasps a PISTOL.

PINKERTON
I will shoot you, if necessary.

Beat. They face off.

WORTH
So shoot me.

Just as he thought -- Pinkerton can't. Worth turns and walks
away. Pinkerton continues to point the gun at him.

PINKERTON
Worth! Stop! Worth!

Worth disappears in shadows... Pinkerton LOWERS the GUN.

INT. WORTH'S APARTMENT - DAY

Worth enters, battered, bloody. Rajiv is there.

RAJIV
Sir! Oh my!

WORTH
Pack up. We're sailing for Cape
Town come morning.

EXT. SEAPORT - CAPE TOWN, SOUTH AFRICA - DAY

Passengers disembark from a ship. As Rajiv and Worth move through a gate, an IMMIGRATION OFFICER stops them.

IMMIGRATION OFFICER
Open this trunk.

Rajiv steals a look at Worth -- is it okay? Worth nods. Rajiv opens the trunk. The Officer searches it. Finds nothing. Satisfied, he lets them pass.

EXT. DOCK - DAY

Rajiv helps a porter load a carriage. Worth kneels beside his trunk -- pulls open a secret compartment, a false bottom. Slides out a drawer slightly -- checking on the Gainsborough. It's there, intact. He's happy, smiles. Shuts the drawer.

WORTH
This one's ready.

Worth watches as his precious trunk is unloaded. He looks around, feeling a renewed sense of mission.

EXT. POLLSMOOR PRISON CAMP - DAY

The carriage pulls through the gates and bumps through the vast dusty prison yard, teeming with inmates. This is a rough, high security facility.

INT. WARDEN'S OFFICE - DAY

Worth sits waiting, utterly confident and charming. The warden, SCHOEFFLER (an officious Afrikaans, 50's), enters.

SCHOEFFLER
Mister Grey?

WORTH
Thank you for making the time, Warden.

SCHOEFFLER
How may I be of help?

WORTH
I'm sure you're familiar with my business...

SCHOEFFLER
No, sir, I am not.

WORTH

(hands a card)

Oh, well, my company is the number one dealer in Europe of feathers for hats... ostrich, peacock --

SCHOEFFLER

Feathers for hats?

WORTH

It's all the rage with the ladies, ever since the theft of the Gainsborough portrait...

SCHOEFFLER

I don't have a lot of time, I'm sorry.

Worth bristles slightly, humbled by the lack of interest.

WORTH

I believe there's been a misunderstanding concerning a colleague of mine, Charley Bullard.

SCHOEFFLER

Bullard? Is a colleague of yours? When did you last speak with him?

WORTH

It's been some time.

SCHOEFFLER

Is Max Shinburn a colleague as well?

WORTH

Shinburn...? Why?

SCHOEFFLER

They were part of a safe-cracking gang. Shinburn was the leader.

Worth's manner darkens.

WORTH

I'd like to speak to Mister Bullard.

SCHOEFFLER

You're aware of his condition?

Worth's look -- what condition?

INT. PRISON HALLWAY/PRISON CELL - DAY

A GUARD walks Worth along a dingy hall, dimly-lit, past cells filled with prisoners -- ranting, cursing, moaning, snoring. A haunting, hoarsely-sung melody rises, familiar to Worth --

BULLARD (O.S.)

(singing)

'...That you loved me, you loved me,
still the same,/ That you loved me
still the same...'

They arrive at a cell where the Guard deposits Worth --

GUARD

Ten minutes.

Worth looks in. Barely visible, Bullard sits huddled in a corner, a shaft of light shooting across the edge of his face. Worth takes in his depleted state -- he's a mess, trembling, sweaty... finger-tapping imaginary piano keys.

BULLARD

'...That you loved me, you loved me,
still the same,/ That you loved me
still the same...'

PRISONER (O.S.)

Ay, mate, learn a verse or shut the
fuck up!

Bullard smiles dreamily and hums on.

WORTH

Charley...? It's Adam. Can you
come closer?

BULLARD

Don't... Don't hit me.

WORTH

I wouldn't.

Bullard crawls, drags himself over, grunting with pain. His teeth chatter. He groan/laughs, nonsensical.

BULLARD

Need a drink. Oh god.

WORTH

Charley -- I've come to get you out.
...Just like old times.

BULLARD

Yeah. Old times.

He's only playing along -- doesn't know who Worth is.

BULLARD (CONT'D)

I hurt... all over.

Worth sees scars and bruises from beatings.

WORTH

Who hurt you, Charley? The guards?

Bullard shakes his head, looking around, skittish.

WORTH (CONT'D)

Who did this to you?

BULLARD

I can't, I can't...

WORTH

Tell me. You can trust me.

Bullard looks around, gestures for Worth to lean closer. He does. Bullard spits it out in a whisper...

BULLARD

...The Baron.

Worth bites down on his rage and sorrow.

WORTH

Charley... Kitty sends her love.
The children too.

BULLARD

(flat, meaningless)
Kitty. And the children.

WORTH

I'll fix everything. We'll go back
to the States together.

BULLARD

And work with Marm...?

A moment of lucidity flashes across Bullard's face.

WORTH

Yes, Charley. We'll go find Marm.

BULLARD

I miss her...

WORTH

Wait a few more days, I'll be back.

BULLARD

Don't. Don't leave me here.

WORTH

It's all right. I made a deal. I
only need money.

EXT. DEBEERS MINE - DAY

BINOS POV -- Miners carefully load bushels of rough diamonds onto a series of carriages, as Boer Guards stand watch, armed to the hilt with Winchesters and pistols.

ON WORTH, looking through binoculars, as he sits in a carriage, hidden behind a stand of trees. Rajiv's the driver.

WORTH

Beautiful country, eh, Rajiv?

RAJIV

Yes, sir.

Worth looks out, spots a lone BAOBAB TREE in the distance.

WORTH

Beautiful.

He looks again -- loaded up, the carefully-coordinated convoy pulls out. Worth checks his watch, scribbles on a small pad -- "July 7 depart De Beers 11:18."

WORTH (CONT'D)

Let's go. Cape Town port.

EXT. CAPE TOWN PORT - DAY

A swarming seaport, where many ships are docked, most prominently a steamer marked "The Britannia." Worth and Rajiv walk the pier, among other pedestrians.

After a moment, the De Beers convoy arrives and immediately proceeds to have its bounty transferred to the waiting ship, whose horn is already blowing in preparation of leaving. The Guards stand by, vigilant and stony.

Worth scribbles on his pad, which now has a number of entries: "July 7 -- depart De Beers 11:18/arrive Port 2:35... July 9 -- depart 11:23/arrive 2:39... July 11 -- 11:20/2:37."

VOICE (O.S.)

Like clockwork, those bastards.

Worth turns, sees two ne'er-do-wells loitering, watching. The speaker's an American, BURNETT (30's).

WORTH

What's that?

BURNETT

It's timed perfect so the jewels never sit. They get here right when the ship's about to leave.

WORTH

What happens if the convoy's delayed?

BURNETT

The diamonds get stored in the post office safe until the next steamer.

(then conspiratorial)

Name's Burnett.

WORTH

Pleased to meet you.

EXT. CAPE TOWN POST OFFICE - NIGHT

The postmaster, GARVIN (50's, gentle), closes up the office, locking the door and a gate over it. He starts down the street. Worth follows him.

EXT. PUB - NIGHT

A dingy little place. Garvin, a sad, lonely figure, walks up to the door, enters. Followed by Worth.

INT. PUB - NIGHT

Garvin sits at the bar, sipping a mug of beer. He plays a game of solitaire. Worth studies him from down the bar.

WORTH

Solitaire?

The sweet, bespectacled Garvin takes him in, nods.

WORTH (CONT'D)

You've got a tough opponent.

Garvin cracks a shy smile. Worth moves over.

WORTH (CONT'D)

There's a man in St. Petersburg taught me everything there is to know about a deck of cards. May I?

Garvin hesitantly hands over the deck. Worth shuffles, and does an impressive fan display. Garvin is impressed.

WORTH (CONT'D)

Name's Grey. Edward Grey.

INT. HOTEL ROOM - DAY

Worth is with Rajiv and Burnett. They are looking at a faded MAP of the South African terrain, on which the route from

the karoo into Cape Town has been marked, with a circle drawn around a STREAM near the midpoint.

A SERIES OF CUTS: At an outdoor market, Worth purchases a large WEDGE OF WAX from a merchant. -- In a back alleyway, Burnett buys PISTOLS and A RIFLE off a shady man. -- In a store, Rajiv buys TWO LARGE LEATHER SACHELS.

INT. POST OFFICE - DAY

Garvin sits at his booth, working alone. Worth enters.

WORTH
Mister Garvin.

GARVIN
Mister Grey.

Worth hands him some letters.

WORTH
For America.
(then, re: some others)
For England.

GARVIN
Very good.

WORTH
Have you been practicing the Petersburg shuffle?

GARVIN
I'll never beat you at cards, I suspect, but for gentlemen like us...

With a sly smile, he pulls out a wooden chess board.

GARVIN (CONT'D)
...here's a more fitting endeavor.

Worth smiles, looks at his watch -- 12:38.

WORTH
I have an hour or so to spare.

EXT. KAROO STREAM/RIDGE - DAY

The De Beers convoy makes its way through the desert. It pulls up at the edge of a deep stream, where a cabled ferry is used to cross.

Nearby, on a ridge, Burnett sits watching, rifle poised.

Once the ferry is loaded, it starts off. The cable, stretched across the stream five feet off the water, circulates as it guides the boat across the strong current.

ON THE RIDGE -- Burnett gets a bead and fires. POW!

ON THE CABLE -- quivering as the bullet just misses and lands in the water. SPLASH.

ON THE BOAT -- The Boer guards look around, searching for the shooter. The horses BUCK and NEIGH.

BOER GUARD

Pull faster! Get us across!

As the ferrymen rolling the cable exert themselves, the Guards start shooting at Burnett. A RAIN OF GUNFIRE.

ON THE RIDGE -- Burnett grabs the rifle, being careful to keep covered from the assault of gunfire. He aims... POW!

ON THE CABLE -- the bullet catches it. It unravels... unravels... SNAPS.

And now the ferry is loose in the current, drifting free, as a buggy goes overboard into the water, horses and all -- the Guards on the ferry shouting and the animals going wild.

INT. POST OFFICE - DAY

Worth and Garvin lean over a chess board, across from each other. Garvin is all concentration; Worth eyes the ring of keys Garvin has placed beside him on the counter. Garvin lifts his rook to make a move.

WORTH

Careful...

The telegram bell RINGS -- and the telegraph starts to CLICK. Garvin puts his piece back down where it was.

GARVIN

Pardon me.

Garvin goes to receive the incoming telegram. Quickly, Worth goes to work, swipes the RING OF KEYS. Flips through them, finds a large one engraved with a logo -- "CHATWOOD INVINCIBLE." He removes it from the ring, then pulls a wrapped brick from his pocket, removes THE WEDGE OF WAX.

Delicately, he presses the key into the wax, leaving a deep, clear imprint. Glancing to Garvin, still receiving the message, Worth re-wraps the wax, puts it in his pocket.

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

Oh my!

Now, Garvin is coming back, and Worth fumbles to get the key back on the ring. Finally abandoning it on the counter, the copied key only partially re-attached. He looks up at Garvin --

GARVIN (CONT'D)

The De Beers convoy has been delayed.
You'll have to excuse me.

INT. BOARDING HOUSE ROOM - NIGHT

ON THE WAX WEDGE -- molten metal drips into it from a glowing vat, seeping to the edges, forming the dark shape of a KEY.

RAJIV puts aside the vat as Worth slides a piece of wood across the top of the wax, eviscerating the excess metal.

A SINK FILLED WITH ICE -- a small cradle-space carved out in the middle. Worth places the wedge in, puts the piece of wood over the top as a lid. Rajiv piles more ice onto it.

EXT. POST OFFICE - NIGHT

Worth stands on the street, looking around like a man out on a Sunday walk. He's got the two leather satchels with him. He looks up at the sky, the stars. Endless, blissful. It's as if doing the heist brings him some peace, reassurance, despite everything.

Behind him, Burnett works on jimmying the door of the post office. CRACK --

BURNETT

Got it, sir!

INT. POST OFFICE - NIGHT

The two men rush across the darkened main room to the postmaster's booth. Worth lights a lantern.

WORTH

Wait here.

Worth swoops up and over the desk, inadvertently knocking over the chess board which has been left as it was, mid-game. The pieces cascade to the floor.

Worth works his way to the back, puts his shoulder into a door and busts into --

THE SAFE ROOM

The safe is large, the door six feet tall. From his pocket, he procures the key, new and glistening. He works it into the "Chatwood" lock, turns it -- pop, it opens.

He enters, sees stacks and stacks of wrapped packages. He unwraps one -- a mound of diamonds. He grabs a handful, lets them sift through his fingers, click-clacking.

AT THE BOOTH

Burnett stands guard. Worth returns, satchels overstuffed with diamonds.

WORTH (CONT'D)

Go ahead. Make it quick.

With his own bag in hand, Burnett rushes into the safe.

Worth stoops to pick up the chess pieces, thinks he hears something -- turns. Nothing. He puts the board back up on the counter. CLICK.

VOICE (O.S.)

Hold it!

Worth turns -- it's THREE DE BEERS BOER GUARDS, armed.

WORTH

Hello.

BOER GUARD

Step over here. Do as I say!

WORTH

I have no intention of doing as you say, so if today is my day to die...

BOER GUARD

Now!

As the Guard cocks his weapon, BLAM! A shot rings out. The Boer falls. Worth hits the floor for safety.

A GUNFIGHT ensues. Burnett hunkers down against the two remaining Boer Guards. Worth scurries for his life, sliding across the floor, in search of cover.

He ends up hiding under a bench as the exchange of gunfire goes on -- SPLINTERING furniture, CHIPPING walls. DEBRIS FLIES all around him.

Eventually, the gunfire dissipates. Silence. Worth carefully emerges. Moves over to the Boer Guards... all dead, bloody on the floor.

WORTH

Burnett!

He moves over to where Burnett was -- he's hurting, multiple gunshot wounds.

BURNETT

Shit, sir. They got me.

He's in deep pain, bleeding from the neck and the gut. Worth tries to help Burnett up -- Burnett cries in pain.

BURNETT (CONT'D)

No, I can't. I can't.

WORTH

You have to.

Burnett looks stonily at Worth -- hands him a pistol.

WORTH (CONT'D)

Listen...

BURNETT

I can't take the clink again.

Worth looks at the gun. Odd that it should come to this.

EXT. POST OFFICE - NIGHT

HEAR a GUNSHOT - BLAM! After a moment, Worth emerges and whistles. Rajiv pulls up in a buggy. Without it stopping, Worth hops aboard and the horses clop away into the night.

EXT. POLLSMOOR PRISON CAMP - DAY

Rajiv drives the-buggy through the gates, Worth in back.

INT. WARDEN'S OFFICE - DAY

Warden Schoeffler sits with Worth.

WORTH

I've come back with that donation for the widows' Christmas fund.

SCHOEFFLER

I'm sorry, Mister Grey...

INT. BUGGY - DAY (MOVING)

Worth rides off the grounds, a hard expression on his face.

SCHOEFFLER (V.O.)

...There was an argument in the yard. He got into it with Shinburn. Shinburn had a blade on him. Mister Bullard is dead.

101.

GARVIN
I won't accept that.

WORTH
Please. I want you to.

Garvin tries to shove the money back in Worth's pocket. As they jostle, the Chatwood key duplicate falls out and CLANGS to the floor. Garvin sees it, realizes...

GARVIN
You?

Garvin stands. Worth too, only now he's tipsy, wasted from the day and the booze.

WORTH
Let me help you now.

GARVIN
I took you for a decent fellow.

As he grabs a submissive Worth, everyone turns to look.

WORTH
Let me fix it. Let me be a friend.

GARVIN
Damn blackguard! Crook!

Garvin, disgusted, shoves Worth to the ground. Some diamonds spill from his pockets.

GARVIN (CONT'D)
Call the police!

EXT. STREET - NIGHT

A police carriage ZOOMS BY, as fast as horses can run.

INT. COURTROOM - DAY

The JUDGE at the bench, jury box filled. The gallery crowded with gawkers. The Chatwood key and some diamonds in evidence.

JUDGE
Edward Grey, you have been found guilty of the crime of armed robbery, and are hereby sentenced to nine years' solitary confinement and hard labor in Pollsmoor Prison!

The gavel BANGS. Guards start to lead Worth out, shackled. He stops at the gallery, where a sad Rajiv is waiting.

RAJIV

Sir...

WORTH

Keep what's left, Rajiv. All but her. Hide her somewhere no one will find her.

INT. INTERROGATION ROOM - DAY

Worth, exhausted, a wreck, is with Reinhardt and Stone, the London lawyer of William Agnew.

STONE

My name is Michael Stone, I'm an attorney in London.

WORTH

I no longer need an attorney.

STONE

I can get your time shortened. If you answer some questions.

(then)

Have you on occasion lived under the name Henry Raymond?

WORTH

I may have used that name at times.

STONE

Are you also known as Adam Worth?

WORTH

I'm not familiar with that name.

REINHARDT

There's a prisoner in Pollsmoor named Max Shinburn. Do you know him?

WORTH

The dear old Baron.

REINHARDT

He insists that you are Worth. He gave us a great many details about your exploits.

(peruses a paper)

A Union army deserter, the mastermind behind the Boylston Bank robbery, the prison break of Charley Bullard, the American Bar in London...

STONE

And most pertinent, the theft of the Duchess, which my employer believes you to still be in possession of.

WORTH

'Him,' you mean. Believes this 'Worth' fellow to be in possession of.

STONE

Mister Agnew would like his painting back.

Worth shrugs.

REINHARDT

I've shared your Bertillion measurements and photograph with a number of other law enforcement agencies. They confirm our suspicion as to your identity. The New York Police, Scotland Yard, the Sureté...

WORTH

Not the Pinkerton Agency?

REINHARDT

The Pinkertons have been less certain.

WORTH

They are the best, aren't they?

STONE

That's why William Pinkerton himself plans to sail here to interview you. He claims to be intimately acquainted with the case and capable of putting an end to this charade.

WORTH

Let him come. He's a great man.

'...Though no match for me' remains unsaid.

CUT TO:

EXT. BROOKLYN BROWNSTONE - DAY

It's a modest home on a modest street. Immigrant families striving to get ahead. A cart wheels by with chickens squawking in the back. Eventually we find a woman, arranging clothes on a laundry line as a little boy and girl play not far off. A voice asks:

VOICE (O.S.)
Are you Kitty Bullard?

The woman turns to the voice -- Kitty, unadorned.

KITTY
I go by Flynn. Mister Pinkerton, I believe?

REVEAL PINKERTON standing by a fine carriage, in fine clothes.

PINKERTON
I'm sorry to see you reduced to such circumstances.

KITTY
I don't think I'm reduced at all.

PINKERTON
No, of course not. Forgive me.

KITTY
I don't know where he is.

PINKERTON
Pardon?

KITTY
Adam. I haven't heard from him.
And if I had, I wouldn't help you.

PINKERTON
Ah, well, in fact, I'm on my way to see him. I'm sorry to say that he's in Pollsmoor Prison, in South Africa. He refuses to acknowledge who he is or what he's done.

KITTY
Pollsmoor? That's where Charley is.

PINKERTON
Where he was. Charley didn't make it.

Kitty sits on the stoop, as it sinks in. Fighting tears...

KITTY
It's enough. Isn't it enough now?

PINKERTON
I'm going to persuade Adam that the game is up. And bring him home. I'd like you to help me.

As Kitty looks at him, her face a map of regret --

CUT TO:

PINKERTON'S HANDS

He's holding the blue envelope, as the carriage bounces and the horse hooves clop.

WORTH/V.O.
So armed, Pinkerton came.

INT. WORTH'S CELL - DAY

Worth lies on his litter, holding the blue envelope. And a picture of Kitty with the two children -- Timothy and Emma.

WORTH/V.O.
*And went again, unsatisfied. Even
after forsaking his own code to show
me mercy.*

He looks out through a small window -- sees a buggy driving away. Pinkerton is in it.

WORTH/V.O. (CONT'D)
*Left me to wonder if I will die in
prison.*

He looks over at the marks on the wall -- time moving slow. And the blue envelope on the cold stone.

INT. PRISON DINING HALL

Worth eats alone. A huge inmate provokes a fight, starts to PUMMEL Worth, ruthlessly.

WORTH/V.O.
Shinburn has it in for me.

The guards don't intervene; Shinburn looks on.

WORTH/V.O. (CONT'D)
*The counterfeit Baron whose only
dream is to destroy the emperor of
nothing.*

Worth on the floor in pain, nose smashed, bleeding, reaches over and grabs a fork.

WORTH/V.O. (CONT'D)
*And I would let him, if not for one
persistent dream of my own...*

INT. WORTH'S PRISON CELL - DAY

Sitting on the open blue envelope, a PHOTO OF KITTY AND THE CHILDREN. Smiling. A family.

WORTH/V.O.

...Which compels me to survive.

ON WORTH, scraping the fork on stone, sharpening it.

INT. SOLITARY CELLBLOCK

The line of prisoners stops as before outside their cells. The guards disperse, the prisoners all back off -- except for Worth who rushes towards a baffled Shinburn.

WORTH

This is for Piano Charley.

He STABS HIM with the metal shank. Shinburn CRIES OUT. Worth stabs him over and over, furiously.

INT. PRISON HALLWAY/THE 'PIT' (1888)

Worth is dragged down the hall and thrown into the 'Pit' -- a cell with no light. Nothing. Darkness.

WORTH/V.O.

I don't know how long I stay in the darkness of that cell. But however long -- it is worth it.

EXT. PRISON YARD - DAY (1889)

Worth labors. He and a guard exchange a friendly nod.

WORTH/V.O.

I have no more trouble after that.

INT. WORTH'S PRISON CELL - DAY (1892)

Worth's finger scratches a new line in the wall -- which is much more heavily-marked than before.

WORTH/V.O.

Years go by. I count the days.

TIME CUT:

A GUARD hisses for Worth's attention. Then slides a letter under the door. Worth opens it. Inside is a child's colorful, messy FINGER PAINTING. It is of a little boy and girl, with their mother, on a street.

WORTH/V.O. (CONT'D)

*And long for those moments when hope
is revived.*

Worth reads the letter. HEAR a young boy's squeaky voice --

TIMOTHY (V.O.)

Dear Sir. My name is Timmy Flynn.
My mother's Kitty. She tells me you
are a friend what live far away and
may not come visit. I want for you
to have this picture which I drew.
It is of my mama and me and Emma --
that's my sister. She's not so bad
for a girl. We do not have a dog
now, but maybe we will get one. I
think it is a good picture.

Worth places his forehead against the wall.

EXT. POLLSMOOR PRISON CAMP - DAY (1895)

Worth, older, greyer, is driven out in a carriage.

WORTH/V.O.

*The day they release me I know what
I must do.*

EXT. SOUTH AFRICAN KAROO - DAY (1895)

Hot, beating sun. Whipping wind. Through the blurry horizon,
Worth makes his way towards a BAOBAB TREE.

He comes to a stop at the tree, admiring it. He reaches
into a hole in the trunk -- pulling out a tin, rectangular
box. He pulls out a key, unlocks it.

WORTH/V.O.

There's only one way to be free.

He removes a beautiful leather PICTURE TUBE -- well-padded
with gilt edges. A sad, nostalgic look crosses his face --
as if the tube holds everything he has in the world.

EXT./INT. TRAIN STATION PLATFORM - DAY

A CONDUCTOR stands by his train as people stream by.

CONDUCTOR

Chicago Limited Express now taking
passengers. All aboard!

Worth, dapper in his frock coat and cameo, makes his way
down the crowded platform, PICTURE TUBE clutched to his side.

INT. THIRD CLASS CAR - DAY (MOVING)

Less prosperous passengers sway with the ebb and flow of a poorly-lit, humbly-appointed car. They sit where they can -- on the floor, against the wall by an open cargo gate. FOUR YOUNG MEN ROLL DICE in a corner; SMOKE WAFTS.

FIND WORTH -- content if out of place in his dapper attire, seated on a wooden crate, picture tube clutched to his chest.

EXT. CHICAGO STREETS - DAY

A carriage DRIVER guides Worth in his buggy.

CHICAGO, ILLINOIS. 1895.

The carriage pulls to a stop in front of the Pinkerton Detective Agency Building. The shingle with the Eye logo hangs outside. HEAR grunts of men and punches being landed... a boxing match.

INT. A LARGE BACK ROOM - DAY

A makeshift boxing ring has been set up. In the center stands Pinkerton in street clothes, suspenders, etc. Two younger operatives in boxing outfits are stepping out of the ring, tuckered out, as a group of fifteen other recruits looks on.

PINKERTON

If we're gonna send these fight houses packing, you undercover boys are gonna have to toughen up.

Kentucky country boy KIP SAUNDER (24) mutters to the others.

SAUNDER

Like to see the old man toughen up.

Pinkerton eyeballs the young buck.

PINKERTON

What's that, son?

INT. PINKERTON AGENCY HALLWAY - DAY

Worth walks, admiring a display case of MEMENTOS and CLIPPINGS on various Pinkerton conquests -- Jesse James, the Reno Brothers, the Dunlap Gang, the Molly Maguires. There are some weapons and bloody items displayed as well. A commendation from the Federal Government:

"Bestowed Upon William Pinkerton -- for his contribution to upholding justice and fighting crime the world over."

HEAR: POW! A blow is struck.

INT. BOXING RING - AS BEFORE

Pinkerton (barefoot, in trousers, tank-top tee) gives a shellacking to young Saunder, pursuing the stunned behemoth across the ring. BAM! Pinkerton hits and spins Saunder around. Saunder feebly flails his fists at Pinkerton, misses.

Pinkerton unleashes a flurry of jabs -- PIT-PIT-PIT. Saunder summons strength to try throwing a roundhouse, but Pinkerton sidesteps it, then lands a crunching uppercut to poor Saunder's chin. -- SMASH! -- Saunder drops like a sack of lead. The operatives look on in awe as he moans and Pinkerton, panting, turns to them --

PINKERTON

All right now -- who's next?

A sole ROUND of APPLAUSE rings out from in back. Heads all turn to see Worth standing by the entrance. No one knows who he is. Pinkerton squints across, calls out --

PINKERTON (CONT'D)

Need some help there, old boy?

WORTH

I've information on a stolen item.

(off his disinterest)

It's about a lady we know from
Devonshire.

As recognition dawns, Pinkerton's look shifts.

INT. PINKERTON'S OFFICE - DAY

Wood-paneled, neat and precise; sun slats through the blinds. Volumes of Shakespeare line the shelf beside a mounted six-shooter and leather saddle. Pinkerton pours two drinks.

PINKERTON

I thought you were still in Pollsmoor.

As Pinkerton hands a drink, he sees Worth's nose is bleeding, makes a gesture. Worth dabs it with a handkerchief.

PINKERTON (CONT'D)

Are you all right?

WORTH

There were some rough types in that
prison, very uncivilized.

PINKERTON

I heard Shinburn was dead.

There's a cautious distance about Pinkerton as he surmises Worth, who is strangely casual, glib.

PINKERTON (CONT'D)

I thought I'd never see you again.
That perhaps you preferred to end
your life in jail.

WORTH

The notion crossed my mind.

PINKERTON

I'm glad you overcame it.

WORTH

There's something I want to show
you.

He puts the tube down on the desktop.

WORTH (CONT'D)

May I present Lady Georgiana nee
Spencer, the Duchess of Devonshire.

Worth rolls the CANVAS out on the desk. Pinkerton's expression turns to awe and amazement, tempered by a certain fatalism -- of course he had it. He always had it.

PINKERTON

She's a beauty. But you shouldn't
have brought her here.

WORTH

I'm placing myself in your hands,
Bill. I've never done it with anyone
before. Help me return her.

PINKERTON

Now? After all these years? Why?

WORTH

The romance is over.

PINKERTON

Bring it to Shore then.

WORTH

That chippie chaser from Scotland
Yard? You're the only man I trust.
The only man ever played straight
with me.

(then, sly)

And after all, it was you who
introduced us.

PINKERTON

So it's my fault?

WORTH

No. I was destined for this. I'm a stock figure, in a pitiful melodrama -- the man who ruins his life for a woman he can never have.

PINKERTON

Not a woman -- the idea of a woman.

Worth takes that in -- there's the rub.

WORTH

If I can get hold of some money again, nobody will get it away from me.

He starts to cough; Pinkerton gives him some water.

PINKERTON

You promise me there's no angle?

WORTH

I've no angles left.

PINKERTON

If I help you return her, that'll be all? I'll never see you on a rap sheet again?

WORTH

I'm done with all that.

PINKERTON

All right. I'll see what I can do.

Worth nods, re-rolls and tubes the painting.

WORTH

You could have shot me in London, Bill, or nailed my coffin in Cape Town. How come you never got me?

PINKERTON

My life's been spent hunting down armed robbers and killers. Compared to them, you weren't such a bad fellow. I hope you don't take that as an insult.

WORTH

No, but I am disappointed to find that after a successful career... in the end, I wasn't bad enough.

PINKERTON

You were a supreme thief, but an utter failure as a villain.

WORTH

Next time, I'll try harder.

PINKERTON

I regret we missed the chance to be friends.

WORTH

Did we?

Worth starts out, stops at the door, turns --

WORTH (CONT'D)

When I'm feeling better, I mean to tell you about an idea I've been working on in the way of theft protection by electricity. It is, I believe, unique and unheard of -- I call it 'the burglar alarm.'

Pinkerton smiles. Worth leaves. A secretary pops her head in -- LILY (20's).

LILY

Is it true? Was that him?

Pinkerton sits at his desk. Shrugs off her nosiness.

PINKERTON

Take down a telegram, Lily.

EXT. MICHIGAN AVENUE/CARRIAGE - DAY

Pinkerton sits with Stone and an older, faded William Agnew -- he peruses an envelope filled with money.

AGNEW

I've been waiting over twelve years, Detective. I've had my hopes dashed too many times. Are you certain this is to be the authentic Duchess?

PINKERTON

I'm sure of it, Mister Agnew.

AGNEW

(grumbling)

I don't see why I should pay again for something I already own.

STONE

The recovery of the Duchess would be a great coup in the art world, sir. It would have positive effects on your status, both in terms of --

AGNEW

Stone. Detective Pinkerton -- you do finally have the thief in custody, I hope?

PINKERTON

No, sir. The thief is dead.

INT. AUDITORIUM HOTEL ROOM - DAY

The three sit nervously, quiet. Pinkerton checks his watch.

AGNEW

What time?

PINKERTON

Five minutes still.

AGNEW

I'd hate to see you made a fool of, Pinkerton.

PINKERTON

The painting will be here.

They sit in silence. Agnew looks out the window at the skyscrapers of the rising Chicago skyline.

AGNEW

Americans. Never big enough, is it?

A KNOCK on the door. All three stand. Stone opens it. A messenger in a low-slung cap enters, with a brown paper roll.

MESSENGER

Mister Agnew?

AGNEW

Yes.

The messenger hands over the roll to Agnew who moves to a table. Pinkerton looks at the messenger -- Worth, disguised.

MESSENGER/WORTH

I'm to pick up an envelope from you.

AGNEW

Not until I've verified the painting.

Stone takes a knife and cuts the strings of the package, takes out the painting and spreads it out on the table. Agnew studies the canvas now, with a glass.

AGNEW (CONT'D)

Yes... yes... this is it. I'm sure this is authentic.

Agnew, ecstatic, turns and shakes hands with Stone, then Pinkerton. Looking at the 'messenger,' he hands over an envelope of money. He then gives over some coins as a tip.

AGNEW (CONT'D)

And for you. Now go, boy, go.

With a glance to Pinkerton, Worth is gone.

Pinkerton reaches for his watch, feels in his pocket. Pulls out two ripped and faded pieces of card -- THE DUCHESS OF DEVONSHIRE QUEEN OF SPADES, torn in two.

EXT. BROOKLYN STREET - DAY

A carriage stops at a corner. It's snowing, cold, the streets all white and grey. Worth steps down from the carriage, a diminished figure with one small bag and a fox terrier puppy cradled in his arm. Worth hears --

YOUNG MAN # 1

Now there's a woman.

He spots TWO MEN gaping at a poster advertising the famed "Little Egypt" in "The Dance of the Seven Veils."

YOUNG MAN # 2

Enjoy the view -- as close as we'll ever get.

YOUNG MAN # 1

You'd have to be a millionaire to have a girl like that.

Worth continues past them as a NEWS VENDOR barks --

NEWS VENDOR

Duchess found! Thief reported dead!

Worth glances at the newspaper headline -- "PINKERTON SECURES RETURN OF 'NOBLE LADY'!" Worth moves on.

EXT. BROWNSTONE - DAY

Worth approaches Kitty's building. Out in front, two children -- TIMOTHY (11) and EMMA (9) -- frolic in the snow. Kitty plays along, chasing them. Worth stands, watching. After a moment --

TIMOTHY

Mama. There's a man.

Kitty looks up -- older, but beautiful still. It takes her a moment to recognize Worth.

EMMA

Who is it, mama?

KITTY

It... It's your father.

She starts to walk towards him. Then starts to run. Worth puts the dog down, it yips and runs towards the kids. Kitty races up, embraces him.

KITTY (CONT'D)

Adam.

He's filled with relief to be home, finally. Watches the children, playing with the puppy in the snow. Brushes a strand of hair off Kitty's face.

WORTH

Look at you. You're a beauty.

As the children chase the puppy through the snow, Worth and Kitty make their way hand in hand towards them...

FADE OUT.

THE END