

ANALYZE THAT

Screenplay by
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Based on characters created by
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**FOR EDUCATIONAL
PURPOSES ONLY**

FADE IN:

INT. DIMLY-LIT BAR - NIGHT

Two men, CAESAR and MARTY "DUCKS," stand at the end of the deserted bar, talking quietly, oblivious to the exotic dancer grinding her pelvis on a pole in the middle of the small stage. Body language and charisma tell us that Caesar is the boss, "Ducks" his lieutenant.

DUCKS

It's Peezee. Gotta be. He hates your fuckin' guts.

CAESAR

(brooding)

I don't know.

DUCKS

Who else knew about the money? And how did Peezee know they popped Tony Cisco when we didn't even hear about it 'til last night?

CAESAR

(sighs heavily)

I don't know.

DUCKS

(pressing)

What is so hard to understand here? You said yourself Peezee was a mamaluke and you couldn't trust him. Now suddenly you're soft on the guy?

CAESAR

I just don't think it was him.

DUCKS

Okay, I'll bite. If not Peezee, then who?

CAESAR

(slowly rising to
his full height)

I think it was you, Ducks.

Caesar starts to walk away as the bartender, now holding a sawed-off shotgun, moves closer to Ducks. The exotic dancer splits in a hurry through a curtain at the back of the stage.

DUCKS

(scared)

You gotta be kiddin'!

Caesar stops at the door where two of his soldiers have

2.

appeared, holding AUTOMATIC WEAPONS.

DUCKS

Caesar, you know me! What kind of fuckin' idiot would I have to be to try that shit with you?

CAESAR

A dead fuckin' idiot.

As he walks out the door, the soldiers OPEN FIRE on Marty "Ducks." Caesar doesn't look back.

PULL BACK TO:

TV SCREEN

The title credits come up on the made-for-cable series we've been watching, "Little Caesar." CLAPPING AND CHEERING from O.S.

WIDEN TO:

INT. SING SING PRISON - NIGHT

Maximum-security prisoners are gathered around watching their favorite show in the rec room. In the front row is PAUL VITTI, former New York crime boss, and a couple of other wiseguys.

VITTI

Garbage. Change the channel.

WISEGUY

Okay, Paul.

The WISEGUY gets up and starts switching channels on the TV. A couple of CONVICTS in the back start to protest.

CONVICT

Hey! What're you doin', asshole!

Vitti turns and stares at them. They fall silent immediately.

CONVICT

Sorry, Mr. Vitti. Didn't mean any disrespect.

WISEGUY

Punks.

Vitti turns the page and sees a huge headline in the Post:

MOB SHRINK TELLS ALL. He gets up, agitated.

3.

VITTI

I'm going to bed.

Vitti stands up and heads back to his cell.

CUT TO:

INT. CELL BLOCK - MOMENTS LATER

As Vitti approaches his cell, he sees a prison guard standing by. His cellmate, EARL, a giant of a man, comes out of their cell carrying his bedroll and a box containing his other meager possessions.

VITTI

(suspicious)

What's goin' on, Earl?

EARL

They're transferring me.

VITTI

Why?

EARL

(shrugs)

Don't know. Thanks for looking out for me, Mr. Vitti.

VITTI

Yeah. Take it easy.

He notices something in the box.

VITTI

Hey, Earl. Is that my after-shave?

EARL

(blanches)

I'm sorry. I just grabbed stuff -- I didn't know --

VITTI

That's okay. Keep it. Go ahead.

EARL

Thanks. See you around.

Earl exits with the guard. Vitti hesitates a moment, then warily steps into his cell.

CUT TO:

INT. VITTI'S CELL - MIDDLE OF NIGHT

The cellblock is quiet. A guard stops outside the darkened cell, looks around to make sure no one is watching, then

4.

pulls out a GUN with a SILENCER, reaches through the bars and FIRES REPEATEDLY into Vitti's shadowy form under the blanket. Then he slips away as quietly as he appeared.

ON his exit we PAN DOWN TO Vitti, unhurt, curled up under his bunk.

CUT TO:

INT. MEMORIAL CHAPEL - DAY

A deluxe casket flanked by elaborate floral displays and an easel displaying a portrait of the deceased, Dr. Isaac Sobel. Mourners fill the pews, standees at the back, an overflow crowd. BEN SOBEL sits in the front row, staring at the casket with his wife, LAURA, his son, MICHAEL, now a teenager, BEN'S MOTHER, and her friend, DR. JOYCE BROTHERS. At the podium, the RABBI is speaking.

RABBI

And now I'd like to call on Isaac's son, Dr. Ben Sobel, who would like to say a few words.

Ben rises and crosses solemnly to the podium.

BEN

(addressing audience)

It's very difficult for me to talk about my father, because in a sense I'm talking about two men.

BEN (CONT'D)

One, of course, is the public Isaac Sobel, the eminent psychotherapist and popular author known to millions of readers around the world.

Laura, Michael and Ben's Mother listen proudly to the eulogy.

BEN

The second Isaac Sobel is the private man -- my father -- Dad. And for those of you who knew him well and knew our family -- well, let's face it -- my father was a psychotic, mind-fucking prick. An arrogant, abusive, ego-inflated --

A RINGING CELL PHONE interrupts him.

JUMP CUT TO:

BEN

5.

still seated in the front row, daydreaming. The RINGING CONTINUES as all the mourners and even the Rabbi discreetly check their cell phones.

Then Ben realizes it's his, fumbles for the phone in his jacket pocket and answers it.

BEN

(whispers)

Hello?

The mourners mutter.

CUT TO:

**INT. PRISON PAY PHONE - SAME TIME
VITTI**

Guess who, you fuck!

INTERCUT WITH:

INT. CHAPEL

Ben turns away from Laura.

BEN

Paul?

(to Laura)

I have to, uh, take this.

(into phone)

This isn't a good time.

Vitti is disheveled, his hair messed, his shirt buttoned wrong.

VITTI

Not a good time? Let me explain something to you. I'm in fucking Hell right now. This is not a good time.

BEN

(sotto voce)

I can't talk right now. My father died!

VITTI

So what does that have to do with me?

BEN

Call me later --

VITTI

Don't hang up on, Sobel! They're tryin' to kill me!

6.

Ben hangs up.

CUT BACK TO:

VITTI

He stands there for a long beat just staring, the DIAL TONE BUZZING in his ear.

CUT TO:

INT. SING SING - MESS HALL - NEXT DAY

Vitti and another WISEGUY pass through the cafeteria line with their trays. Vitti now looks catatonic.

WISEGUY #2

Ooh, they got tapioca. I love tapioca.

(looks at Vitti)

You all right, Paul?

Vitti just stares, wild-eyed, actually drooling a little.

WISEGUY #2

Can I have your tapioca?

A guard, the one who tried to kill him, watches Vitti from

his post. Then he nods to someone across the room.
COYOTE, a heavily-muscled and tattooed gang member, nods in response.
Vitti walks past the table where Coyote is sitting with other tough Hispanic gang members.

COYOTE

(to Vitti)

Hey, Fredo! Or is it Guido?
His friends laugh.
Vitti stops and stares dumbly at them.

COYOTE

Just keep walkin', Don Corleone.
There is a tense moment, then Vitti bursts out laughing.

COYOTE

Shut up!
Vitti laughs harder, strangely manic.

COYOTE

I said, shut up, bitch!

7.

But Vitti can't stop. He drops his tray of slop, splattering food on the men. Coyote leaps to his feet and pulls a shiv.

COYOTE

You're a dead man, jefe!
Coyote lunges at Vitti with the knife, but Vitti suddenly whirls around, bashes Coyote in the face with his food tray and bursts into song.

VITTI

(singing, with
appropriate dance
moves)

'When you're a Jet,
You're a Jet all the way,
From your first cigarette
To your last dyin' day...'

Prisoners and guards stare at him like he's nuts.
Coyote stabs at him again, but Vitti dodges and smashes him over the head with the tray.

VITTI

'When you're a Jet,
If the shit hits the fan,
You got brothers around,
You're a family man...'

COYOTE

You're a dead man, jefe!
Coyote rushes him, but Vitti sidesteps and hits him in the face.
Guards move in from all sides. Vitti jumps up on the tabletop to escape them.

VITTI

(kicking at them,
singing)

'I like to be in America,
Okay by me in America...'

The guards drag him down and cuff his hands behind him, then carry him out stiff as a board.

VITTI

'Tonight, tonight, won't be just
any night -- '

DISSOLVE TO:

EXT. SOBEL HOUSE - LATER

A limo pulls up to an old, but well-maintained suburban house, the family gets out and starts walking to the house.

8.

CUT TO:

EXT. SOBEL HOUSE - FRONT PORCH - MOMENTS LATER

The family crosses to the front door.

BEN

(sighs deeply)

I can't believe he's gone.

LAURA

I can't believe what you said about him. Cold and withholding? You had to tell everybody?

MICHAEL

Nice. Why didn't you just take a swing at the casket?

Ben opens the front door and they go in.

CUT TO:

INT. FOYER - CONTINUOUS ACTION

The family enters the foyer.

BEN

Okay, I might have strayed from my notes a little. I'm dealing with a lot of stuff here. Grief is a process.

Laura notices FBI AGENTS CERRONE and MILLER waiting for them in the living room. Cerrone is an attractive woman in her late twenties, wearing a dangerously-short skirt. Miller is a clean-cut man in his thirties.

MILLER

Dr. Sobel, I'm Agent Miller, this is Special Agent Cerrone, Federal Bureau of Investigation. We'd just like to ask you a few questions, if we could.

LAURA

(testy)

Can I ask what this is about? We just came from the cemetery.

CERRONE

We know this is a difficult time for you, Dr. Sobel. Sorry about your father.

BEN

Thank you, I'm going to miss him

9.

terribly.

Ben gestures for them to sit.

Laura and Michael both look at him doubtfully.

BEN

I mean -- there were issues -- as, I think, there are with any father and son. He wasn't especially warm --

LAURA

Ben -- once today? Enough.

BEN

No, I'm just saying, in spite of all that --

Agent Cerrone crosses her legs, a move that does not go unnoticed by Ben and Michael.

BEN

-- he was a great, great legs.

(beat)

Man.

CERRONE

Dr. Sobel, you received a call this morning from Paul Vitti?

Laura shoots him a look.

BEN

What makes you think Paul Vitti called me?

MILLER

Because we monitor and record all his phone calls from Sing Sing.

BEN

Then yes. He did.

LAURA

That was him on the phone?

BEN

Yes.

LAURA

And you didn't tell me?

MICHAEL

Wow. Talk about withholding.

BEN

Michael?

10.

LAURA

You told her --

(nodding at
Agent Cerrone)

You told her at the drop of a hat.

Agents Cerrone and Miller eye each other.

BEN

She's with the F.B.I. She needs to
know these things.

LAURA

Oh, I see. And I don't. Why tell
Laura? She couldn't possibly handle a
phone call.

BEN

Did I say that?

MILLER

You folks need a minute?

BEN

No, we're fine.

LAURA

If you don't need me anymore, I'll be
in the kitchen.

(to Agent Cerrone)

And two words of advice -- from one
professional woman to another -- Pant.
Suit.

She exits.

BEN

She's grieving. It's a process.

MILLER

We understand.

(prompting)

Vitti?

BEN

Oh, yes. Paul Vitti and I were
involved in some organized crime
activity a couple of years ago. I
mean, I wasn't involved -- not
'involved' involved -- I was just
trying to help him therapeutically,
and some people tried to, uh, kill us.
No big deal.

MILLER

Well, shortly after you spoke, he

11.

seemed to have some kind of breakdown.

BEN

What kind of breakdown?

MILLER

I think you'd better go up there and see for yourself.

CUT TO:

INT. SING SING INFIRMARY - PSYCH WARD - DAY

Vitti huddles in the corner of a bare, white, padded cell, rocking, completely out of his head.

VITTI

(singing)

'I feel pretty, oh, so pretty, I feel pretty and witty and bright...'

INT. OBSERVATION ROOM - SAME TIME

Ben watches through a two-way mirror with the prison psychiatrist, DR. CUTLER. They can hear Vitti through a wall-mounted speaker.

DR. CUTLER

I'm treating him with Thioridazine, 300 milligrams, T.I.D. That seems to keep him pretty calm.

BEN

(watching Vitti)

That would keep a parade pretty calm. He just keeps singing West Side Story songs?

DR. CUTLER

'Tonight,' 'Maria,' the balcony scene.

BEN

The balcony scene? Both parts?

DR. CUTLER

Oh, yeah. Get him to do 'Officer Krupke.' It's really good.

INT. PADDED CELL

Ben and Dr. Cutler enter. Vitti doesn't seem to notice.

VITTI

(singing)

'Who's the pretty girl in the mirror

12.

there? What mirror? Where? Who can that attractive girl be?'

BEN

Paul, it's me. Ben Sobel. Paul?

(beat)

Maria?

VITTI

Tony?

BEN

(with a look to

Dr. Cutler)
Oh, boy.
(to Vitti)
What's going on, Maria?

VITTI

The rumble -- it's tonight! I have to
get out of here. I don't want to die.
No, Chino, no!

Vitti's jaw suddenly goes slack and he slumps in his seat,
staring forward.

BEN

Paul? Paul?
Ben waves a hand in front of Vitti's face. Nothing.

DR. CUTLER

This is how it's been. He sings for a
while, then he goes completely
catatonic.

BEN

(skeptical)
Really. Can we take him to an
examining room?

DR. CUTLER

Of course.

CUT TO:

INT. EXAMINING ROOM - MINUTES LATER

Vitti sits inert on the examination table.

BEN

You already did a neurological work-
up?

DR. CUTLER

Yep. No tumors, no aneurisms, no sign
of stroke --

13.

Ben slaps Vitti's face lightly a couple times.

BEN

Completely catatonic --
He pulls on Vitti's ears and nose. Vitti does not react.

BEN

Totally gone. Well, I don't think
he's smart enough to be faking.
Street smart, yes, but we're talking
about an I.Q. just north of a bedroom
slipper.

Ben checks Vitti out of the corner of his eye. No reaction.
Then Ben takes a sharp needle from an instrument tray.

BEN

So if I just stuck him with this
needle, he probably wouldn't even
respond.

DR. CUTLER

I don't know. Try it.
Ben hesitates for a moment to see if Vitti will crack, then

BEN

Okay --
He sticks the needle into Vitti's shoulder.

VITTI

(bursts into song)
'Boy, boy, crazy boy, keep cool, boy!
Got a rocket in your pocket, keep
cool-y cool boy -- '

CUT TO:

INT. SING SING - CONSULTATION ROOM - NEXT DAY

Vitti is sitting at a table facing Ben. Dr. Cutler observes
from a chair in the corner.

BEN

Paul, we're going to give you some
tests to assess your mental condition.
There's no pressure -- just answer as
best you can. Do I have your consent
to share the results of these tests?

VITTI

Mommy's mad at me because I made a
boom on the rug.

14.

BEN

I'll take that as a yes. Okay, I'm
going to show you ten cards, each
containing a picture of an inkblot. I
want you to look at each card and tell
me what you see.

VITTI

I see you. I see him. I see a table.

BEN

Focus, Paul. You haven't seen the
card yet.

(hands him first card)

What does this look like to you? Take
your time.

Vitti looks at the wrong side of the card. It's all white.

VITTI

It looks like snow.

BEN

No, Paul, the other side.

Vitti turns it over and makes a face.

VITTI

A bat. A big bat. Or a weasel.

BEN

(taking notes)

Bat or weasel. All right.

VITTI

And he's got a little girl -- no, it's
a little boy -- in his teeth -- and
he's shakin' him and shakin' him
'cause the kid didn't wipe himself
good -- and the kid is screaming
because the bat-weasel ripped out his
throat and the blood is shootin' out
of his neck vein.

(pointing)

That's the blood.

Doctor Cutler looks worried.

BEN

(skeptical)

See anything else?

VITTI

Just the pussy with the teeth.

15.

BEN

(making more notes)

Pussy with teeth. Next card.

CUT TO:

SHAPES TEST

Vitti is literally trying to pound a square peg into a round
hole.

CUT TO:

VITTI AND BEN

BEN

Now try repeating the numbers
backwards. For instance, if I was 1-
2-3, you will say 3-2-1. Okay, 7-3-8.

VITTI

3-2-1.

BEN

Try again. 7-3-8.

VITTI

Blue.

CUT TO:

THEMATIC APPERCEPTION TEST

Vitti studies a vague and ambiguous photograph of a man
standing beside a bed with a sleeping woman and child on it.

BEN

Just tell me what you think is going
on in this picture.

VITTI

This is a picture of a guy -- nice,
hardworking guy -- comes home and
finds out his wife's been screwin'
this midget while he was out of town.

BEN

(appalled, makes
a note)

Screwing a midget. And how does the
story end?

VITTI

I think he works over the midget for a
while, then he blows 'em away.

16.

BEN

The wife or the midget?

VITTI

(smirks)

Trick question, right? Both of 'em.

CUT TO:

ANOTHER TEST

BEN

Okay, Paul. Last test. In this one,
I'm going to start a sentence and you
complete it any way you want to.
Ready? 'I get
angry -- '

VITTI

Yes.

BEN

No, you're supposed to complete the
sentence.

VITTI

I did. I said 'yes.'

BEN

I wasn't asking if you agreed or
disagreed; it was more like, 'I get
angry when -- '

VITTI

-- whenever.

BEN

Well, that about does it for me.

CUT TO:

INT. U.S. ATTORNEY'S OFFICE - DAY

Ben meets with RICHARD CHAPIN, the U.S. Attorney for the
Southern District of New York.

BEN

Based on his symptoms and the test

results, I'd say brief psychotic disorder -- if it persists, possibly schizophreniform disorder. And Dr. Cutler agrees with my diagnosis.

CHAPIN

So he's crazy?

17.

BEN

Dr. Cutler? No, he's annoying, but --

CHAPIN

Vitti.

BEN

Not crazy. At least not permanently. In certain people, continuous exposure to an extremely stressful situation -- soldiers in combat, for instance, disaster victims, a hostage situation, or being locked up in a maximum security prison with someone trying to kill you -- it can produce a temporary psychotic state.

CHAPIN

How temporary?

BEN

A day, a week, up to a month -- if the precipitating stressors are removed.

CHAPIN

(musing)

Which means he's not going to get any better while he's still in the can.

BEN

He could get worse. He could deteriorate to the point where he'd be permanently schizophrenic.

CHAPIN

Then I'd say he's got a real problem, because he goes before the parole board in four weeks.

BEN

You think they'll let him out?

CHAPIN

Oh, yeah, I'm sure they'll want to release a major Mafia figure who's now totally deranged on top of it.

BEN

(thinks)

Well, couldn't you release him to a halfway house or some place where he could get some decent treatment? Based on my earlier work with him, I don't think he's dangerous, and I

think he was making a real effort to reform himself.

18.

CHAPIN

You do, huh?

(thinks for a long moment)

Okay. Then I'll tell you what. I'm gonna release him into your custody.

BEN

Mine? Me? No, this is a bad time for me. My father just died -- and I've got this bulging disc in my neck -- and we're redecorating, which is a total nightmare. I can't --

CHAPIN

You want to see him killed in prison?

BEN

No, of course not.

CHAPIN

Or sent to a facility for the criminally insane.

BEN

No --

CHAPIN

Then he's all yours. I'm going to talk to the Bureau of Prisons and get you certified as a temporary federal institution.

BEN

(stricken)

What? I can't be an institution.

CHAPIN

(firm)

You've got thirty days to get him in shape for his parole hearing. That means sane, sober and gainfully employed. But let me warn you, Doctor. If he fucks up in any way -- if he flees, or if I find out that this whole thing was just a setup so he could get back on the street and return to a life of crime -- I will hold you totally responsible, and I'll see that you are stripped of your license and prosecuted to the full extent of the law. Are we clear?

BEN

(gulp)

Yes. We're clear.

CHAPIN

You still want him?

BEN

(long beat to
decide)

Yes.

CUT TO:

EXT. SING SING - FEW DAYS LATER

The gate opens and Ben coaxes Vittti outside. A guard watches them.

BEN

Okay, Paul -- this way.

Vittti comes out carrying an overnight bag, walking like a zombie. Ben leads him over to the car and opens the door for him. Vittti keeps walking, passing the car.

BEN

This way, Paul. Over here. Here we
go.

Ben helps Vittti into the car. One of Vittti's legs is still outside.

BEN

Leg, Paul. Leg up.

Ben lifts Vittti's leg into the car and closes the door.

CUT TO:

INT. CAR - MOMENTS LATER

Ben STARTS the CAR and pulls away with Vittti still slumped in his seat. Once out of sight of the prison, Vittti straightens and turns on Ben, suddenly lucid.

VITTI

(enraged)

You fucking son-of-a-bitch! Where the fuck do you get off sticking me with a needle?

BEN

I knew it! I knew you were faking!
You used me to get you out of prison!

VITTI

Took you long enough. I was singin'
West Side Story for three fuckin'
days. I'm half a fag already.

BEN

What are you talking about?

VITTI

I call you to say somebody's trying to
kill me and you hang up on me?

BEN

I was at the funeral home!

VITTI

You're my fuckin' doctor!

BEN

My father died!

VITTI

Me me me me! He's dead! Get over it.

BEN

Are you hearing yourself?

VITTI

(perfunctorily)

I'm deeply sorry for your loss.

BEN

Yeah, I can see how touched you are.

VITTI

What's the difference? You hated him anyway.

BEN

I loved my father. I'm feeling a lot of grief right now.

VITTI

I'm not sensing it, but if you say so. Ben nervously pops a pill and swallows it.

VITTI

(re: pill)

What's that?

BEN

Decongestant. I'm getting over a cold. All right, what's going on? Who's after you?

VITTI

I don't know -- take your pick. Could be my old family, or could be the Rigazzis. Ever heard of Lou Rigazzi -
- Lou 'The Wrench'?

21.

BEN

Why "The Wrench"?

VITTI

Because he twisted a guy's head off once.

BEN

Off?

VITTI

Off. Fuckin' Calabrese -- animals. And comin' from me you know that's a big compliment.

BEN

I'm sure they'd be flattered. So --

VITTI

The feds are really putting the

pressure on. The families are fighting each other again -- what's left of 'em. It's the fall of the fuckin' Roman Empire. It's World War Three out there.

BEN

So what does that have to do with you?

VITTI

They knew I was gettin' out soon and the last thing anybody wants to see is me getting into it on either side.

BEN

Maybe if you just explain to them -- that you're out of it now, that you're starting a new life --

VITTI

Yeah, they'll probably want to throw me a party and give me a gold watch. Trust me -- nobody's lookin' forward to me being out.

BEN

You are, aren't you?

VITTI

Me? Oh, yeah, my future looks real fuckin' rosy.

Ben can't believe what he's gotten himself into.

CUT TO:

EXT. SOBEL HOUSE - LATER

22.

Ben and Vitti pull into the driveway and get out of the car.

BEN

Want to grab your stuff?

VITTI

I'm not gonna be here that long. Jelly's pickin' me up in an hour.

BEN

Paul! I don't think you understand. You're in my custody. I could get in a lot of trouble if you screw up.

VITTI

Don't worry about it. I'll call you tomorrow.

BEN

Oh, no. You want to go back to Sing Sing? Thursday's meatloaf night. I can have you back there in no time. The U.S. Attorney was very clear. You stay with me; therapy every day; you can't leave the area without permission --

VITTI

What are you, my father now?

BEN

And you have to get a job as soon as you're well enough, which is now. So are you coming in with me or do I have to make a phone call?

Vitti relents and grabs his stuff from the back seat.

VITTI

I'm comin'. Some fuckin' life this is gonna be.

He follows Ben up the stairs.

CUT TO:

INT. U.S. ATTORNEY'S OFFICE - LATER

Chapin is conferring with another U.S. ATTORNEY, DAVIS, and Agents Miller and Cerrone.

CERRONE

You really think Vitti is crazy?

CHAPIN

Yeah, he's about as crazy as I am.

23.

Think about it. Locked up, he was absolutely no use to me. But back on the street, Vitti's still powerful enough to pose a threat to both families. It's like throwing gasoline on a fire.

DAVIS

If we can use Vitti to escalate this war, we might just end up putting them all away.

MILLER

That's if he goes back to his old life.

CHAPIN

If? People like Paul Vitti don't change. This guy's been a menace to society since he was twelve years old. Being a criminal is all he knows. Trust me.

DAVIS

He's gonna head straight for trouble. Then all we have to do is sit back and pick up the pieces. We could get twenty, maybe even thirty indictments next time the grand jury convenes.

CHAPIN

(smiles)

You know, Giuliani started this way.

DAVIS

You running for mayor?

CHAPIN

Could happen. Just stick with Vitti.

CUT TO:

INT. SOBEL HOUSE - LATER

Ben and Laura are in the kitchen, cleaning up the dinner dishes. Ben is wearing an apron that says "To Heck with Housework!" and a pair of Playtex rubber gloves. Laura is angrily muscling dishes around.

LAURA

How could you? How could you bring him here? That --

(shuddering)

-- mobster -- in my home -- eating off my dishes.

24.

(looking at the plate
in her hand, disgusted)

Ewww.

She scrubs the plate with manic energy.

BEN

I didn't have a lot of choice.

LAURA

Oh, there's a law that says you have to bring a gangster home?

BEN

I told you. He's in my custody. I'm
a federal institution.

LAURA

You should be in an institution. Why
couldn't he just go home?

BEN

His wife and kids aren't here.
They're in Ohio.

LAURA

Ohio! Sure. Everyone gets to be in
Ohio except me.

BEN

His life was threatened and he didn't
want to endanger his family.

LAURA

How thoughtful! What about
endangering our family?

(worried)

I think my teeth are loose. Feel my
teeth.

BEN

Honey, your teeth are fine. I know

it's an imposition, but what could I do? I didn't want him here. They -

LAURA

You didn't want him, I didn't want him, but here he is!

She looks up and jumps when she sees Vitti standing there.

LAURA

(covering, cheerful)

Here he is!

VITTI

Coffee?

25.

LAURA

What?

VITTI

Somebody said something about coffee.

LAURA

That was you. You said you wanted some.

VITTI

So what's the holdup?

LAURA

(to Ben)

Why don't you make your friend some coffee. I'm going upstairs to take a long bath and hopefully drown.

Laura smiles at the two men, then exits.

BEN

You'll have to forgive her. She's usually a great hostess.

VITTI

I understand. She's uncomfortable. The whole situation's a little awkward with me bein' here -- but let's face it, Emily fuckin' Post she's not.

BEN

Emily fuckin' Post. Well, that explains why she rarely used her middle name.

VITTI

Listen, I got a friend coming over. I didn't want you to be surprised.

BEN

What kind of friend? Because if it's 'The Wrench,' or 'The Power Drill' or any other kind of tool --

VITTI

Not that kind of friend. It's a

personal thing.

BEN

They won't stay late, will they?

VITTI

(stares at him)

Are you really that pussy-whipped?

26.

BEN

I'm not -- this has nothing to do with
Laura.

VITTI

I heard her busting your balls.

BEN

We were having a disagreement. A
certain amount of conflict is normal
in a marriage.

VITTI

Or?

BEN

Or what?

VITTI

Or you're pussy-whipped.

BEN

Paul --

VITTI

Good night, Whippy.

BEN

(calls after him)

Remember, this is only temporary.

VITTI

Oh, really? I didn't hear you the
tenth fuckin' time.

He exits.

CUT TO:

INT. UPSTAIRS HALLWAY - MOMENTS LATER

Ben knocks on Michael's door and walks in without waiting to
be asked.

CUT TO:

INT. MICHAEL'S ROOM - CONTINUOUS ACTION

Michael is sitting up in bed reading.

BEN

(oblivious)

Mike, can we talk for a second?

MICHAEL

Sure. What?

27.

BEN

I know the last few weeks have been kind of tough with Grandpa -- dying and everything -- and it might've felt to you like I didn't have time for you or I didn't care about how you feel.

MICHAEL

No, it didn't.

BEN

Good. Because I want you to know that you can talk to me about stuff and that I can really listen and understand what you're going through.

MICHAEL

I do, Dad.

BEN

And if I seemed a little hard on Grandpa, it's just that your grandfather was a hard man in a lot of ways. He wanted everything done his way and sometimes I just felt like nothing I ever did was good enough. I don't want it to be that way with us.

MICHAEL

It's not.

BEN

And you know, at times like this we all might start questioning our own mortality and you might be thinking how devastated you'd be if I died. Right?

MICHAEL

No. Not really.

BEN

That's good. Good talk. And I realize it's all a little hectic right now, but this Paul Vitti thing is only temporary, okay?

MICHAEL

Oh, really? I didn't hear you the tenth fuckin' time.

BEN

That's not funny. Good night, Michael.

28.

MICHAEL

Good night, Whippy.

Ben exits, shaking his head.

The moment he's gone, the rumpled blankets next to Michael shift, and a CUTE, PUNKY 16-YEAR-OLD GIRL emerges from hiding under the comforter.

CUTE GIRL

I gotta get home. What was that about?

MICHAEL

I have no idea. Parenting stuff.

CUT TO:

EXT. SOBEL HOUSE - NIGHT

The suburban street is dark and quiet and all the lights are off in the house.

WOMAN (V.O.)

Ohhhhh! Ohhhhh, Paul!

CUT TO:

INT. MASTER BEDROOM - SAME TIME

The room is dark. We PAN UP the foot of Ben and Laura's bed and find them both wide awake staring straight up at the ceiling, listening.

WOMAN (O.S.)

Ohhhh, God! Oh, oh, oh, oh!

BEN

This has to be some kind of record, don't you think? It's been like forty minutes.

LAURA

How long are you going to let them go on?

BEN

Let them? How much longer can he go? Another twenty minutes, I'm either breaking it up or calling the Guinness Book of Records.

The MOANING shifts into low gear, more guttural and bestial.

LAURA

Oh, give me a break. She's got to be

29.

faking. Nobody sounds like that.

BEN

(suggestively)

That's not entirely true.

LAURA

Okay, sometimes you do sound like that.

The O.S. MOANING kicks up another notch. Laura rolls over and jams her pillow over her ears. Ben growls, exasperated.

CUT TO:

INT. MICHAEL'S ROOM - SAME TIME

Michael's girlfriend is gone. He has his bedroom door open a

crack and he's standing there holding a small tape recorder and smiling broadly.

WOMAN (O.S.)

(high-pitched now)

Ah, ah, ah, ah...!

CUT TO:

EXT. STREET - SAME TIME

Agents Cerrone and Miller sit in a sedan with a small, sophisticated-looking microphone trained on the Sobel house just down the street. They hear the high-pitched MOANING. Miller gives Cerrone a look.

CERRONE

Oh, come on. Nobody sounds like that.

CUT TO:

INT. HALLWAY - MOMENTS LATER

Ben takes a deep breath and knocks sharply on the guest room door. The heavy MOANING STOPS. After a moment, Vitti appears wearing only a bathrobe. Ben can see the beautiful SHEILA sitting naked on the bed.

VITTI

What?

BEN

(indignant)

I have a 17-year-old son.

VITTI

So let him get his own fuckin' girl.

30.

BEN

Can I talk to you, please?

VITTI

Actually, I'm right in the middle of someone.

Sheila starts to light a cigarette.

BEN

Miss? Excuse me. There's no smoking in this house.

CUT TO:

INT. MICHAEL'S ROOM - SAME TIME

Michael freezes, about to light a cigarette himself.

CUT TO:

INT. LIVING ROOM - MOMENT LATER

Ben comes down the stairs with Vitti.

BEN

What do you think you're doing?

VITTI

Minding my own fuckin' business, like you should be doin'.

BEN

Well, it's a little hard with the live sex show going on in the guest room.

VITTI

I've been in prison for two and a half years. What am I supposed to do?

BEN

Go to a hotel.

VITTI

That's what I wanted to do, but you told me I had no choice -- it was either here or Sing Sing.

BEN

I'm not trying to punish you. These aren't my rules, but I have a responsibility here. Besides, I thought you might like a nice home-cooked meal after being in prison that long.

31.

VITTI

Yeah, that's what I've been jerkin' off about for eight hundred consecutive nights -- a nice home-cooked meal.

(making a jerking motion)

Ohhhh, tuna casserole.

BEN

That girl is not staying here.

VITTI

I think you're jealous.

BEN

Oh, yeah, I'm really jealous.

VITTI

I didn't hear nothin' comin' out of your room.

BEN

We don't think it's necessary to wake the neighbors every time we have sex.

VITTI

Hey, if you're really quiet, you might be able to do it without even wakin' up your wife.

SHEILA (O.S.)

(moaning)

Ohhh. Ohhh.

Ben looks curiously at Vitti.

VITTI

I told her if I wasn't back in two minutes to start without me. I gotta go.

Vitti heads back upstairs.

BEN

This is not a good start, Paul.

CUT TO:

INT. DINING AREA - NEXT MORNING

Laura and Ben are hosting a brunch for the out-of-town relatives. Laura offers a basket of bagels to a seated, older woman.

32.

LAURA

Aunt Ester, I'm so sorry we had to put you up at the hotel. We wanted you here with us, but we had an unexpected house guest.

She glares at Ben.

AUNT ESTHER

(sighs)

Your father always had room for us.

BEN

I'm sorry.

(mutters to Laura)

Next time I lose a parent, I'll be sure to reserve the guest room.

A DOOR SLAMS somewhere, then Sheila storms into the room sobbing, her hair askew, tucking her blouse into her skirt.

SHEILA

(screaming)

Go to hell, Paul! You just go to hell!

VITTI (O.S.)

Go ahead! Get out of here, you crazy fuckin' whore.

Vitti charges into the room, his robe open. From the reactions of everyone in the room, it's clear he's not wearing anything under it.

VITTI

Go back to turning tricks in Jersey for all I fuckin' care.

Sheila exits and slams the front door. Vitti sees everyone staring at him. He closes his robe.

VITTI

How's it goin'?

(sees buffet)

Oh, we got food. Good.

Vitti heads for the buffet.

LAURA

(smiling)

Ben?

BEN

(quickly)

Paul?

33.

Vitti bellies up to the buffet, stepping between an older couple. He eyes the food disdainfully.

VITTI

Oh, great. Jew food. Who do you have to fuck to get some bacon around here?

The woman reacts in horror.

VITTI

Not you, I'm guessing.

BEN

(snags Vitti's arm)

Why don't we go to my office? I'll make you a plate.

CUT TO:

INT. BEN'S OFFICE - MOMENTS LATER

Ben and Vitti enter. Vitti still in his robe.

VITTI

What is it with your relatives? They tend to overreact quite a bit.

BEN

I know. All you did was flash everybody in the dining room.

VITTI

So? From the look of 'em, some of those broads haven't seen the old salcicc' in a long time. It's good for them.

BEN

Well, when the paramedics revive my Aunt Goldie, I'll be sure to ask her. Sit.

Vitti starts for Ben's chair.

BEN

Ah ah ah!

He points Vitti to the sofa and takes his own chair.

BEN

So what are you going to do, Paul?

VITTI

What do you mean?

BEN

With your life.

VITTI

First I'm gonna find out who's tryin' to kill me. I'm a target. Somebody could shoot right through that window -- blow my fuckin' head off.

Ben sees that he's in the line of fire, gets up and moves out of the way.

BEN

Okay, that's a priority. Have you thought about what you're going to do for work?

VITTI

Yeah. I'm too big for a jockey so I was thinkin' maybe a hairdresser. They'll call me Mr. Paul.

BEN

Come on. There must be something you like to do.

VITTI

I like hitting a guy on the head with a baseball bat.

BEN

Oh, sporting goods. We'll check the want ads tomorrow but don't get your hopes up. Anything else?

VITTI

Shylocking, bookmaking, unions, the usual --

BEN

Who are you?

VITTI

Who am I? I'm the guy who's paying you \$150 an hour to play these stupid fuckin' games. You know who I am.

BEN

I know that. I mean what are you?

VITTI

What do you mean, 'What am I?'

BEN

I just want to know how you see yourself.

VITTI

You're making me very fuckin' nervous.

BEN

Just answer the question. What are you?

VITTI

(shrugs)
I'm the boss.

BEN

Really? The boss of what -- Jelly?
You're not the boss of me. So what
are you the boss of?

VITTI

You, you're good. I see what you're
doing here.

BEN

What am I doing, Paul?

VITTI

You're pissing me off is what you're
doing. Look at me. It's starting
again, the anxiety.

BEN

I understand.

BEN (CONT'D)

You've spent your whole life becoming
who you are and now you can't be that
anymore -- that's gotta be scary. If
you're not Paul Vitti the mob boss,
who are you?

Vitti is at a loss.

BEN

Well, let's think. When you were a
kid, What did you want to be?

VITTI

I don't know. Who remembers that
stuff?

BEN

You must've wanted to be something
when you were little -- fireman?

VITTI

No.

BEN

Baseball player?

36.

VITTI

No.

BEN

Astronaut?

VITTI

No.

BEN

Al Capone?

VITTI

Yeah, maybe. What did you want to be?

BEN

We're not talking about me.

VITTI

I am.

BEN

Fine. I wanted to be a philatelist.

VITTI

You wanted to look up people's
assholes all day?

BEN

No, Paul, I believe you're thinking of
a proctologist. I wanted to collect
rare and unusual stamps.

VITTI

You must've been a lot of laughs when
you were a kid. Lonely, huh?

BEN

Oh yeah. Big time. So what did you
want to be?

VITTI

It's stupid.

BEN

You afraid to tell me?

VITTI

Yeah, I'm afraid.

BEN

Then tell me. I'm not here to judge
you.

37.

VITTI

(a beat)

Okay. When I was really little --
like seven or eight -- maybe I wanted
to be a cowboy.

BEN

A cowboy. Really?

VITTI

Yeah. My father gave me a cowboy
suit -- you know, the vest, the
chaps, the cap guns -- the whole
thing. And he used to take me up
to my uncle's farm in New Jersey
and lead me around on this pony.
Yippee-i-o. You happy now?

BEN

So you watched cowboy movies and TV
shows with your father.

VITTI

Everybody. The whole family. My
father loved 'Gunsmoke.'

BEN
Sheriff Dillon.

VITTI
(corrects him)
Marshal Dillon.

BEN
Marshal. So who were your favorite cowboys?

VITTI
This is so fuckin' retarded.

BEN
Paul!

VITTI
All right. Gene Autry, Roy Rogers, the Lone Ranger --

BEN
Interesting. They're all good guys.

VITTI
Yeah, I guess.

BEN
No, that's important. You didn't want to be the bad guy. You wanted to be the hero.

38.

VITTI
Yeah, so?

BEN
So what happened?

VITTI
I don't know. Nothing happened.

BEN
So why didn't you become a cowboy?

VITTI
I lived in East Harlem! I joined a street gang when I was 12 and that was it.

BEN
Something else happened when you were twelve.

VITTI
What?

BEN
(prompting)
Something that made you very sad?

VITTI
The Dodgers moved from Brooklyn to L.A. Everybody took it pretty hard.

BEN

Something else.

VITTI

We playin' a guessing game here?

BEN

Paul! Your father was murdered!
Right in front of you. Remember?

VITTI

Do I remember? I think about it every
fuckin' day of my life. What's that
got to do with it?

BEN

It's got everything to do with it. He
gave you the cowboy suit. With a
white hat. He was in the mob, but he
wanted you to be a good guy, didn't
he?

Vitti starts thinking about his father and starts to weep.

39.

VITTI

Yeah. He did.

BEN

He didn't want you in the gang life.
He only did it himself so you wouldn't
have to. He was trying to buy you a
better life than his.

VITTI

(crying harder)

He always said he wanted me to go to
college. I didn't even finish high
school.

He really starts sobbing now.

BEN

Well, Paul, this could be a great
opportunity for you. You're right
back where you were when you were
twelve. You've got some big choices
to make.

Vitti fights to regain control.

VITTI

Okay. Okay. That's enough of that
shit.

BEN

It's not shit, Paul. My point is,
when you're a child, you think
anything is possible. Wouldn't it be
great to think like that now?

VITTI

(retreating back into
his cynicism)

Yeah, just sprinkle some fuckin' fairy
dust on me.

BEN

I'm just saying you've got to keep an open mind and explore some new possibilities. Try some different things -- maybe you'll connect with one of them. There's a career counselor I work with. I can call him for you. He may be able to help you find a job.

VITTI

You mean working for somebody? I'm supposed to take orders from some guy who used to get me coffee?

(starts sweating and

40.

breathing hard)

I can't do that. It's not right. It's not me.

BEN

How do you know unless you try? Suddenly one of the WINDOWS behind Vitti SHATTERS. Ben dives for cover. Silence -- then another RAP on the window. Ben looks out and sees JELLY in the back yard, tossing stones at the window.

JELLY

(calls out)

Hiya, Doc. Sorry about the window. Ben waves him around to the side door.

CUT TO:

INT. DINING AREA - MOMENTS LATER

Jelly is loading up a plate of food from the buffet, talking to the elderly relatives. Laura stares at him.

JELLY

I love lox and bagels. I dated a Jewish woman once. Actually, she might have been the love of my life, but my mother broke it up.

JELLY (CONT'D)

She was always hockin' me a chinick about the madels. A wonderful woman, my mother, but she fuckin' hates the Hebes.

LAURA

Really.

(noting mountain of
food on his plate)

More smoked salmon? Don't be shy.

Ben enters.

BEN

Jelly -- what are you doing here?

JELLY

Makin' new friends. How's it going,
Doc? I brought some clothes for Mr.
Vitti.

LAURA

(indicating the door)

Ben?

41.

BEN

That's great, Jelly. I'd love to
catch up with you -- outside.

JELLY

(rising)

You got it.

(to Laura)

Thanks, Mrs. S.

(to others)

So long, everybody. Ess gesunterhait.

Jelly and Ben exit.

CUT TO:

EXT. SOBEL HOUSE - MOMENTS LATER

Ben and Jelly walk out to the driveway where Jelly's Buick is
parked.

JELLY

So. Long time no see. You look good,
Doc.

BEN

(trying to be pleasant)

And you, Jelly -- you look --

(can't find words for
how he looks)

Did you get a haircut? I thought you
were in prison.

JELLY

It would appear not.

BEN

How'd you get out?

JELLY

New trial. The evidence in my first
trial was, you know, tainted. Turns
out two of the witnesses against me
changed their minds -- and the third
one, he died after a short illness.

BEN

What did he have?

JELLY

Gunshot wound to the head.

BEN

That's not an illness.

42.

JELLY

Yeah, but it is short.

Vitti, now dressed, comes out of the house and crosses to the car.

BEN

(to Vitti)

Where are you going?

VITTI

I got stuff to do.

BEN

What kind of stuff?

VITTI

(as he gets into
the car)

Calm down. I'll be back.

BEN

You can't leave without my permission.

VITTI

Oh, yeah? Watch me. Drive, Jelly.

Jelly STARTS the CAR and slowly backs out of the driveway. Ben runs after the car, talking to Vitti through the open window.

BEN

That's it, Paul. I forbid you to go.

VITTI

Stop sweating, Doc. I'll be back.

Vitti puts the window up.

BEN

(shouts anxiously)

If you screw this up, Paul -- Paul!

The car pulls away.

BEN

(angrily)

Shit! Shit, shit, shit!

Ben turns and sees his Aunt Goldie on the porch.

AUNT GOLDIE

So, the fat one -- he's single?

CUT TO:

43.

INT. KNIGHTS OF PALERMO SOCIAL CLUB - DAY

Soldiers lounge at the bar, keeping a respectful distance from the capos seated at a table in the rear. All eyes turn as the door opens and Vitti enters.

SAL MASIELLO, Vitti's old consigliere rises and warmly but warily welcomes Vitti back into the fold.

MASIELLO

Paulie, great to see you! You're lookin' good, kid. Lookin' very good. Jelly, how are ya?

Vitti embraces him and they sit down with the others.

MASIELLO

So, Paul, we heard you had some trouble while you were away. Some 'mental' problems.

VITTI

No, I'm okay. It was an act. I had to pretend I was nuts. There were people watching me all the time.

MASIELLO

Little people?

VITTI

Doctors. They never woulda let me out if they thought I was normal.

MASIELLO

So you ain't crazy?

VITTI

You want to see crazy? Just tell me who's trying to kill me. I'll show you crazy.

MASIELLO

We're in a war, Paul -- nobody's safe right now. The Rigazzis are walkin' all over us. We got next to nothing coming in, and I don't have to tell you, you don't buy a lot of muscle without money these days. We need you, Paul. The family needs you.

VITTI

I can't do it, Sal. I'm out of it.

MASIELLO

Come on, Paulie. Nobody used to do the big jobs like you. Air France-- they're still talkin' about it.

44.

VITTI

Sal, even if I wanted to -- the feds

MASIELLO

After your father died, I always treated you like my own son. You know that.

VITTI

I know.

MASIELLO

He was a good man. I still miss him.

VITTI

Yeah, I do too.

MASIELLO

So you'll think about it. For me,
Paulie?

VITTI

Yeah, okay, I'll think about it.

MASIELLO

(brightening)

Hey, what is this -- a fuckin' funeral
here? You just got back from college
for Chrissakes. We should be havin' a
party for you.

(to bartender)

Hey, Nino, give everybody a round
here. We gotta drink to Paul.

VITTI

I can't, Sal. I gotta go talk to the
boss.

MASIELLO

I understand. No problem. It's good
to have you back, Paul.

(embraces him)

Don't forget what I said. We're
countin' on you.

Vitti gives his old friend a pat on the back and exits.

CUT TO:

EXT. LOPRESTI HOUSE - SAME MORNING

Jelly pulls up, Vitti gets out and strides up to the front
door of a nice home on Staten Island and RINGS the BELL.

CUT TO:

45.

INT. ENTRY HALL - CONTINUOUS ACTION

The door is opened by EDDIE DEVOL, early thirties, dark and
sullen.

EDDIE

Yeah, what?

VITTI

'Yeah, what?' That's how you answer
the door?

EDDIE

You got a problem with that?

VITTI

Yeah.

Vitti punches Eddie in the mouth, sending him sprawling back
into the living room. Several other bodyguards are watching
television, caught off guard by Vitti's sudden entrance.

VITTI

Where is she?

PATTY (O.S.)

(calls out)

In the kitchen, Paul.

CUT TO:

INT. PATTY'S KITCHEN - CONTINUOUS ACTION

Vitti enters. PATTY LOPRESTI, mid-forties, still sexy even in an apron, is mixing cake batter in a bowl with an electric mixer.

PATTY

Paul -- what a nice surprise.

VITTI

How's it goin', Patty?

PATTY

Good. It's good. Give me a kiss, you.

Patty hugs and kisses him, taking the opportunity to pat him down for a weapon or a hidden wire.

VITTI

Sorry to hear about Carmine. He was a good man.

PATTY

Yeah. You live with a person twenty-one years, then one day they're

46.

pulling his torso out of the river. It's hard.

VITTI

I'll bet -- especially with all the talk about you being the one who put him there.

PATTY

That's why I try not to gossip, Paul. It's ugly. Just a sec.

(screaming to ceiling)

Michelle! Teresa! It's ten-thirty! Stop fucking around and get ready for ballet!

(to Vitti)

It's hard being a single parent and a career woman.

VITTI

Yeah, I'm sure you're very busy.

PATTY

The pressure -- it's awful. For instance, a lot of people think, now that you're out, you're going to try and take the family back from me. But I said, no, Paul would never do that.

(smiling)

By the way, how are Marie and the

kids? Still in Ohio? In Shaker Heights? At 1356 Locust?
Vitti explodes, reaches across the counter and grabs her by the shoulders.

VITTI

(enraged)

You even go near them, you crazy bitch

--

PATTY

(quietly)

Don't make me call my guys in. You may need the shit kicked out of you, but not in here. I just mopped.

Vitti lets her go.

PATTY

(smoothing clothes, flushed and a little excited)

Wow. Have you been working out?

VITTI

Yeah, I been workin' out who's trying

47.

to kill me. I'd love to hear your thoughts on that.

PATTY

It's a dog-eat-dog world out there. Nobody's gonna be safe unless we can end this thing with the Rigazzis.

VITTI

So then you didn't have nothin' to do with it.

PATTY

(hurt)

Oh, Paul. You actually think I would kill you? All the years we've known each other -- the Christmas parties, the fun times at the beach. It wouldn't be right. I want us to be friends.

(smiles demurely)

Who knows? Maybe we'll be more than friends. Want to lick my beaters?

She holds the beaters out to him.

VITTI

(declining)

Thanks. I gotta see a guy about a business thing.

PATTY

What kind of business? You know, if you get something going, we would expect some kind of consideration -- a

little taste.

VITTI

No, this is a legitimate business.

PATTY

(shudders)

Oh, Paul. I just got a chill.

VITTI

I just want to be left alone. Put my life back together -- straight up this time. Put the word out, will ya? Nobody's got nothin' to worry about from me.

PATTY

Sure, Paul. I understand.

He heads for the door.

48.

PATTY

(calls after him)

Don't be a stranger!

After Vitti leaves, Eddie enters from the other door.

PATTY

(turning to Eddie)

Watch him like a hawk. If he steps out of line, it would break my heart, but shoot him in the fuckin' head.

CUT TO:

EXT. PARK AVENUE AUDI DEALERSHIP - LATER

Vitti is trying to sell an \$80,000 Audi to the MacINERNYS, an upscale middle-aged couple. Vitti opens the trunk.

VITTI

Look at the size of that trunk. You could fit three people in there.

(off their shocked looks)

Not people -- suitcases. It's a joke.

The MacInernys laugh uncertainly.

VITTI

So what are you driving now?

MR. MacINERNY

We have a Lexus.

VITTI

(nods)

It's a fancy Toyota, right? The Japs make good cars, but I ain't that quick to forget Pearl Harbor.

The MacInernys look doubtful.

CUT TO:

INT. MORETTI'S STEAK HOUSE - NIGHT

A crowd of well-heeled New Yorkers surround Vitti at the captain's station. Vitti, the new host, greets a prominent sports figure who embraces him like an old friend.

VITTI

(signals the MAITRE D')

Mario, put Mr. Torre at table five.

JOEY BOOTS, an old acquaintance of Vitti's, enters with a couple of his cronies.

49.

JOEY BOOTS

Paul, I heard you were out.

VITTI

Hey, Joey.

JOEY BOOTS

All dressed up for dinner, huh?

VITTI

Yeah.

The Maitre D' crosses away and waves at Vitti.

MAITRE D'

Paul, that table for six is ready.

You can send them back.

JOEY BOOTS

You're working here?

VITTI

(dying)

Nah -- not really. It's like -- I'm on parole, so I just -- I come in, I greet people.

Joey and his friends nod condescendingly.

JOEY BOOTS

Okay. I get it. Nice seein' you,

Paul. Don't want to hold you up. You got people to seat.

Joey and his guys walk away, they turn back and glance at Vitti, then whisper something in audible to each other and laugh.

Vitti burns, humiliated.

CUT TO:

FLASH PHOTO

Vitti poses for a picture with some notables.

CUT TO:

ANOTHER PHOTO

Vitti with some Broadway actors.

CUT TO:

ANOTHER PHOTO

Vitti poses grimly with a BUSINESSMAN and his friends.

BUSINESSMAN

Thanks, Paul. Appreciate it.

Vitti moves to leave.

BUSINESSMAN

Hey, could you get us a big bottle of Pellegrino and another round of drinks?

He slips Vitti a couple of bills. Vitti stares at the money in his hand.

BUSINESSMAN

And more bread when you get a chance.

VITTI

You want more bread?

He takes a small loaf from the breadbasket on the next table, stuffs it into the Businessman's mouth and walks off.

VITTI

I'll get your drinks now.

CUT TO:

INT. IMPERIAL DIAMONDS - DAY

Two Hassidim are in the back of a 47th Street jewelry store, sorting through a huge pile of diamonds.

Behind the display counter, Vitti stares at the diamonds, breathing hard, starting to perspire. His customers, a thirty-ish YOUNG MAN and his FIANCEE, study the diamond engagement ring on her finger.

YOUNG MAN

This stone is supposed to be a 'G' color, but it looks kind of yellow, doesn't it?

VITTI

(distracted)

Fluorescent light. Makes everything look yellow.

He starts instinctively casing the store.

QUICK CUT TO:

ARMED SECURITY GUARD

BACK TO FIANCEE

FIANCEE

I thought fluorescent light makes everything look blue?

CUT TO:

FANTASY - SECURITY GUARD

bound and gagged.
END FANTASY.

BACK TO VITTI

VITTI

(sweating)

What am I -- Edison? I'm telling you,
it's a 'G.'

He glances at the surveillance cameras.

YOUNG MAN

Can I look at it with a lens?

CUT TO:

FANTASY - SPRAY-PAINTING

the camera lens and clipping the alarm wires.
END FANTASY.

BACK TO VITTI

VITTI

(completely distracted)

What?

FIANCEE

A lens. Do you have a lens?

CUT TO:

FANTASY - SAFE

in the back as it BLOWS UP.
END FANTASY.

OWNER

Ben's cousin, approaches Vitti who is now
hyperventilating.

52.

OWNER

Are you all right?

VITTI

I'm gonna do us both a big favor. I
quit.

CUT BACK TO:

INT. CAR DEALERSHIP - DAY

The MacInernys are trembling.

VITTI

You want to see the manager?

(grabs his crotch)

Here's the manager. Now take a hike,
you fuckin' deadbeats.

The MacInernys rush out of the showroom.

VITTI

(calls after them)

Get a Hyundai!

CUT TO:

DREAM SEQUENCE - INT. BEN'S OFFICE - NIGHT

Vitti is on the sofa. He's wearing a shiny, silk, short-sleeved shirt with the sleeves turned up, tight, black chino pants and short, black, pointy-toed boots. His hair is oiled and coifed like early Frankie Avalon.

VITTI

(distracted)

I can't deal with this shit. My grades suck, I'm gettin' in fights every day, and if I get suspended again my mother's gonna fuckin' kill me -- if the nuns don't kill me first.

BEN

is listening to Vitti, but dressed as Sigmund Freud.

BEN

(nodding)

Eins, zwei, drei!

VITTI

What?

VITTI'S MOTHER is sitting next to him.

53.

VITTI'S MOTHER

(elbows him)

Sit up straight! Pay attention when the doctor talks to you. This is costing money.

Ben (Freud) has a large TAXI METER TICKING away beside him.

VITTI

Ma? What are you doin' here?

BEN (FREUD)

(snorts some cocaine)

Acht gemacht gehunden nicht.

VITTI'S MOTHER

I tell him the same thing.

Suddenly, the WINDOWS are SHATTERED by GUNFIRE.

DOOR

BLASTS open, flying off the hinges. Jelly enters, pushed into the room by a gang of thugs, led by Patty LoPresti, Eddie DeVol and his guys, all at least ten-feet-tall and all holding huge guns.

VITTI

leaps to his feet and reaches for his gun, but instead pulls out a long sword. Confused but desperate, he holds up the sword to menace the intruders, but the sword suddenly goes limp. He tries to make the blade stand up, but it just keeps

dropping like a piece of soft rope.
Patty, Eddie, and the thugs laugh contemptuously at Vitti,
while Jelly looks on with an incredible stream of tears
pouring from his eyes.

END DREAM SEQUENCE.

CUT TO:

INT. GUEST ROOM - NEXT DAY

Vitti is back in bed in his robe, still asleep. The door
opens and Laura enters with an interior decorator who has
fabric samples over her arm.

LAURA

Now in here, I thought we'd get rid of
the wallpaper and maybe put in some
wainscoting --

She sees Vitti and quickly steers the decorator back outside.

54.

LAURA

(to decorator)

Don't look, don't look.

She comes back in, closes the bedroom door and confronts
Vitti who is still groggy from his troubling dream.

LAURA

Do you realize it's almost noon?

VITTI

Really? Do me a favor, honey -- make
me a sandwich.

LAURA

You want a sandwich? Make it
yourself. I'm not afraid of you, Mr.
Oh-I'm-A-Great-Big-Mobster Man. I
want you out of my house.

LAURA (CONT'D)

I've had it with the bathrobe and the
skulking around and the girlfriend
who, I'm sorry, is so obviously faking
it's not even funny. Enough!

VITTI

Coulda had that sandwich made by now.

LAURA

(tries new tack)

Okay. You don't like me and I don't
like you. We can at least agree on
that, right?

VITTI

Okay.

LAURA

I'm going to be honest with you -- I'm

a very anxious person --

VITTI

Hey! Me, too.

LAURA

We have so much in common. Anyway, this is not helping me, it's not helping my marriage, and I know Ben really needs some alone time. So I'm asking you -- as a human being -- could you please leave?

(off Vitti's look)

Yes, I'll make you a sandwich.

55.

VITTI

Ham, cheese, lettuce, tomato, mayonnaise, no onion.

CUT TO:

EXT. SOBEL FRONT PORCH - LATER

Jelly comes out the front door with Vitti's suitcases as Ben pulls into the driveway. He gets out of the car holding a small bag from the drugstore and sees Vitti coming out the front door. Ben stops him on the porch.

BEN

(concerned)

Where are you going?

VITTI

Where am I going? The orphanage found my real parents. They want me back.

(to Jelly)

Put those in the car.

(to Ben)

I'm goin' to Jelly's.

Jelly carries the luggage to his car parked in the driveway.

BEN

(to Vitti)

The hell you are. You're supposed to be in my custody. We have therapy today.

VITTI

For what? The more we talk the worse I get. I had that dream again.

BEN

The one where you're Mussolini?

VITTI

No, the other one.

BEN

The limp sword dream?

JELLY

(at car)
I probably shouldn't be listening to
this.

VITTI

So don't!

JELLY

Sorry.

56.

BEN

(to Vitti)

Do you think this dream might be
sexual?

VITTI

I know what you're thinkin'. The
sword is my cock and I can't get it
up, but that ain't it. I saw Sheila
last night and I had a hard-on you
could swing from.

BEN

(winces)

I don't want to know that.

VITTI

You coulda hung wet towels on it.

JELLY

(calls out)

He's like a racehorse in that area.

BEN

Okay! I get it.

VITTI

(to Jelly)

Wait in the car!

(to Ben)

So what does it mean?

Ben sits on the wicker divan.

BEN

Sex can represent a lot of things. In
your case I think it's about
performance anxiety. Trying to find a
job that fits.

VITTI

Doc -- nothing's gonna fit. That
nine-to-five bullshit -- I'll fuckin'
kill myself if I have to do that for
the rest of my life. You know they
take taxes out of your check? What
the fuck is that? I'm doomed. I'm
gonna end up selling hot dogs on the
street.

(starts breathing hard)

and sweating)
Look at me. I'm havin' a fuckin'
panic attack here. My heart's beatin'
like a rabbit.

BEN

You're hyperventilating.

57.

He empties the drugstore bag and hands it to Vitti.

BEN

Breathe into this.

Vitti sits on a wicker chair.

VITTI

(speaks through bag)

This is your fault.

BEN

Excuse me?

VITTI

Tellin' me I have to get a job like
I'm some fuckin' nobody. It was
humiliating! Thanks a lot.

BEN

(jumps up, in a
total rage)

Hey, I'm doing the best I can! If you
can't appreciate that, or if my best
isn't good enough for you, then maybe
you should find somebody else to talk
to, you selfish prick!

Ben breaks down and cries what amounts to one racking sob,
then quickly pulls himself together.

BEN

Sorry.

VITTI

What the hell was that?

BEN

I'm fine. I'm grieving. It's a
process.

Ben takes a pill bottle out of his pocket and pops a couple
of pills.

VITTI

Now what are you takin'?

BEN

Echinacea and goldenseal. Do you know
the TV show 'Little Caesar'?

VITTI

Yeah, I know it.

BEN

The producer of that show is a man

named Raoul Berman. A mutual friend told him I knew you and Mr. Berman called me this morning. He wants to meet you.

VITTI

For what?

BEN

Meet him and find out.

CUT TO:

EXT. NOGO RESTAURANT - NIGHT

Ben and Laura walk up to a trendy Japanese restaurant in Chelsea. Ben is really keyed up.

LAURA

We finally got him out of the house -- why are we having dinner with him? I mean, how professional is that?

BEN

This is not social. Paul's meeting a television producer who might have a job for him. He's nervous and wants me here as a buffer. I'm a buffer, that's all.

LAURA

He's a grown man. I don't see why he needs a chaperone.

BEN

He doesn't. He needs a buffer. I'm here in buffer capacity only.

LAURA

Ben, if you say 'buffer' one more time --

Ben pops a couple of pills.

LAURA

Didn't you just take two of those?

BEN

No, that was something else.

LAURA

Well, you better not drink anything. You know what happens.

BEN

Laura? I'm a doctor? I think I know what I'm doing.

Ben opens the door and motions for Laura to enter.

BEN

(quietly, behind
her back)

Buffer.

CUT TO:

INT. FBI CAR - SAME TIME

Cerrone and Miller watch the front of the restaurant.

MILLER

(into radio)

They're all inside. We're going to
get something to eat. We'll be back
before they finish dinner.

They drive off.

CUT TO:

INT. NOGO RESTAURANT - LATER

Seated at a table are Ben and Laura, Vitti and Sheila, Jelly,
and the producer RAOUL BERMAN and his uptight, downtown
GIRLFRIEND. Jelly inspects a piece of raw octopus, while
Raoul gushes over a platter of sushi and sashimi.

RAOUL

I adore this place. Best sushi in
town. Have you tried the yellowtail,
Paul?

Raoul picks up a floppy piece of raw fish with his
chopsticks.

VITTI

(makes a face)

No. We gettin' any real food? This
is like eatin' fuckin' bait.

Raoul chuckles and glances uncomfortably at his girlfriend.
Ben laughs loudly to cover the awkward moment. He's
suffering from some reaction between the pills and the booze
and he's oddly thick-lipped.

BEN

Bait! That's funny. Honey, did you
hear what Paul just said? He said
this is like eating bait.

LAURA

(not amused)

I heard him. And I think it was
'effing bait.'

60.

VITTI

Why you talkin' like that?

BEN

Like what?

VITTI

Like a fuckin' retard.

BEN

(pointing to his
lower lip)

Oh -- this? I took a couple ibuprofen before we got here -- I shouldn't have had the saki. I'll be fine. It only lasts a couple hours.

(to Raoul)

Rah-oo. Row. Rowl. I guess you need both lips for that name. You know what I love about Paul? He was born without a filter. He says exactly what he's thinking -- just lays it right out there. He doesn't edit himself.

VITTI

(quietly)

You wanna shut the fuck up?

BEN

See? He just told me to shut the fuck up. No filter. I love that.

(to Raoul)

Isn't he great?

LAURA

(aside to Ben)

Too much buffering. Way too much.

RAOUL

(eyeing Ben oddly)

Yes. Paul, I'm such a huge fan of yours -- not a fan, but you know, an admirer.

VITTI

Don't admire me too much.

RAOUL

Is there any chance you might be interested in working on 'Little Caesar' as a consultant? Give us technical advice, coach the actors, make sure the dialogue rings true --

61.

BEN

Wow. That would be incredible. Did you hear that, Paul? Raoul wants to know if you'd be interested in working on his show as a consultant. You know, give technical advice, coach the actors --

VITTI

(quietly to Ben)

In two seconds I'm gonna put a fork in your eye.

BEN

(suddenly cowed)

Got it.

RAOUL

So what do you think, Paul?

VITTI

Yeah, sure, whatever.

RAOUL

Fantastic!

SHEILA

This is so exciting. Mr. Berman, I love your show. Anthony Bella, the guy who plays Nicky Caesar -- I think he grew up in Bensonhurst next door to my cousin's friend's husband.

VITTI

That's her claim to fame.

(to Sheila)

I hate to bust your bubble, but he's not from Bensonhurst. He's a professional Italian. He grew up in Connecticut or something like that.

SHEILA

Well, wherever he's from, I think he's a wonderful actor.

JELLY

Yeah, I bet he gets a lot of pussy.

Laura chokes on her drink.

VITTI

What's the matter with you? We got women at the table.

JELLY

You said 'fuckin'.'

62.

VITTI

That's different. It's colorful.

BEN

Hey, speaking of colorful -- this peacock walks into a bar --

LAURA

Oh, my god.

(to a passing waiter,
rising her half-empty
drink)

Could I get another one, please?

BEN

And one for me.

LAURA

No. No more for the Buffer.

She glares at Ben as the table descends into silence.

VITTI

(tries a desperate save)
So. I see in the paper where
Oklahoma! might win the Tony award.

Vitti's eyes suddenly go wide.

VITTI

(shouts)

Down!!!

He grabs Sheila and pulls her down as GUNFIRE rakes the wall behind them. Everybody else at the table hits the floor. Other diners scream in terror. Jelly pulls a GUN and SHOOTS back.

A LONE GUNMAN

runs from the restaurant. After a long beat, the frightened patrons start to get up and chatter nervously.

BEN'S TABLE

Nobody's hurt. Vitti helps Sheila to her feet.

BEN

(to Vitti)

What the hell was that?

VITTI

I think somebody's got it in for
Raoul.

63.

Raoul crawls up from behind the table.

RAOUL

(wide-eyed)

Holy fucking shit.

(grinning)

That was phenomenal!

CUT TO:

EXT. MIDTOWN STREET - LATER THAT NIGHT

Jelly stands in front of an apartment building parking garage. A guy comes walking up the ramp toward him. As he comes nearer, we see that the guy is the Gunman from the restaurant.

JELLY

Hey, pal -- got a light?

The guy stops, pulls out a Zippo and lights it for Jelly.

GUNMAN

Where's your cigarette?

JELLY

I'm trying to cut down.

The Gunman recognizes Jelly and desperately reaches for the gun in his pocket, but Jelly hauls off and whacks the guy across the back of the head with a sap. As he slumps into Jelly's arms, Vitti steps out of a doorway and Jelly drags

the gunman into the garage.

CUT TO:

INT. SOBEL HOUSE - SAME TIME

Ben and Laura are getting ready for bed.

LAURA

I don't know why you feel you have to save this man.

BEN

It's my job. He needs me.

LAURA

So that automatically means you have to help him? You're always doing this -- putting other people's needs ahead of your own, like you're this martyr or saint or something. It's like living with Mother Teresa.

64.

BEN

Actually, I hear she was tough to live with. Lot of parties, loud music -- lepers.

LAURA

You don't need this in your life -- especially not now. You really need to be grieving for your father.

BEN

I am.

LAURA

Really? I haven't seen it.

BEN

Well, you know, it's a process. I mean, we had issues -- there's some anger -- but I'll work it out.

Laura goes to Ben and embraces him.

LAURA

It's okay, honey. You can let it go.

Ben almost starts to break, but he holds it back.

BEN

No, I'm -- it's okay.

Ben sits heavily on the bed.

BEN

It's just a confusing time. I became a therapist because he was a therapist, so obviously his approval was very important to me. But is that the only reason I did it? I don't know. And now that he's gone, why do

I keep doing it? Is this what I
really want?

She sits next to him and takes his hand.

LAURA

I just want you to be happy.

She kisses him.

BEN

Maybe you're right.

(kisses her)

Maybe it's time I started focusing on
me, and, you know, satisfying some of

65.

my desires.

He looks at her expectantly.

LAURA

(apologetic)

Oh, honey, I just brushed my teeth.

BEN

No, that's not what I meant. I just
need --

(at a loss)

I don't know what.

She puts her arms around him and holds him.

CUT TO:

EXT. ROOFTOP - LATER THAT NIGHT

Vitti and Jelly stand with the Gunman on the roof of the
parking garage, four stories above the ground. The guy's
arms are bound. Jelly ties a rope around his ankles.

VITTI

I'm gonna ask you once nicely. Who
you working for?

GUNMAN

Fuck you.

VITTI

Fuck me? Fine. Jelly?

Jelly shoves the guy to the parapet at the edge of the roof,
grabs him by the legs and hangs him over the side of the
building. The guy screams.

VITTI

I'll ask you again. Who you working
for?

The guy keeps screaming.

JELLY

He's screamin' too loud. Hold on a
second.

Jelly swings the guy against the building, hitting his head
and dazing him momentarily.

JELLY

Go ahead.

VITTI

Who are you working for?

66.

GUNMAN

Nobody!

VITTI

Drop him, Jelly.

GUNMAN

Okay! Okay! Rigazzi! I'm working
for Rigazzi!

VITTI

Pull him back up.

Jelly drops the guy.

The Gunman plunges three stories and lands heavily in a
dumpster full of garbage.

VITTI

What's the matter with you?

JELLY

You said drop him.

VITTI

I said pull him back up.

JELLY

That's not what I heard.

VITTI

You heard what you wanted to hear.

JELLY

Okay, you got me there.

CUT TO:

EXT. RIGAZZI PLUMBING AND HEATING - NEXT MORNING

A "family" business in Jersey.

CUT TO:

INT. BACK ROOM - NEXT MORNING

The light from outside barely penetrates the painted windows
of the shabby office.

LOU RIGAZZI, aka "Lou the Wrench," the aging boss of the
Rigazzi family, sits in the half-light as a couple of his
soldiers enter with the battered and hobbling Gunman between
them.

RIGAZZI

What the hell happened to you?

67.

GUNMAN

Vitti threw me off a roof.

RIGAZZI

Vitti? You talked to Vitti? What did
you say to him?

GUNMAN

Nothing. I didn't tell him anything.

Mr. Rigazzi, can I
go -- I think my leg's broken.

RIGAZZI

That must hurt.

Rigazzi pulls out a GUN with a silencer and SHOTS the
Gunman.

RIGAZZI

I hate to see people in pain.

(to soldiers)

Get him out of here.

SOLDIER

What about Vitti?

RIGAZZI

(musing)

He's a hard man to kill. But he's not
immortal. Our time will come.

CUT TO:

EXT. BACK-YARD SWIMMING POOL - DAY

A big, family barbecue is going on in a back yard in Queens.
Several children are splashing in an over-sized, above-ground
swimming pool. Oddly, the children appear to be shouting and
laughing but make no sound.

At the barbecue, Nicky Caesar is watching his friend MELLO
turn Italian sausage on the grill.

CAESAR

I like mine burnt.

MELLO

I don't know how you like your
sausage? Twenty fuckin' years we been
doin' this. So you got the money?

The wind shifts and blows the smoke from the barbecue in
their faces.

68.

CAESAR

(coughing, eyes
watering)

Not all of it. I'm still light about
fifteen large.

(blinded by smoke)

Can we cut? This is ridiculous.

RAOUL (O.S.)

(shouts)

Cut! Can you do something about the
fucking smoke?

We PULL BACK to reveal the set of "Little Caesar." Assistant
directors and production assistants echo the director:

"We're cut!" "Reset!" "Effects!"

Vitti observes the action sitting in a director's chair,
still brooding over the previous night's events. Raoul sits

next to him.

RAOUL

(to Vitti)

This is the problem with shooting on location. But it's worth it for the authenticity.

VITTI

Yeah, this is real authentic.

RAOUL

(calls out)

Tony! Come here a second.

(to Vitti)

Anthony Bella. He plays Nicky Caesar.

VITTI

I know who he is. They used to watch the show up at Sing Sing.

RAOUL

(delighted)

Are you shitting me?

ANTHONY BELLA joins them.

RAOUL

Tony, this is Paul Vitti.

TONY BELLA

(Australian accent)

You don't have to tell me who he is.

(shakes Paul's hand)

It's a pleasure, mate.

69.

VITTI

(reacting to accent)

Mate? I don't believe this! You're an English guy? You ain't even Italian.

TONY BELLA

Australian-Italian. We got some paisans down under.

VITTI

Down under what?

RAOUL

(to Tony Bella)

How incredible is this? Paul tells me they watch the show in Sing Sing!

TONY BELLA

Fantastic! That's so fuckin' great.

VITTI

I wouldn't wet my pants over it. They watch 'Supermarket Sweep,' too.

Raoul laughs hard.

VITTI

You laugh too much.

TONY BELLA

So, Paul, you going to join us?

Vitti looks around, his future plans now beginning to form.

VITTI

Yeah. You got a good setup here.

TONY BELLA

Great. See you later then.

He exits. Vitti turns to Raoul.

VITTI

Coupla things, though. I don't know who makes these decisions, but some of this, it don't look right.

RAOUL

(concerned)

I sensed it myself. Which elements strike you as wrong?

VITTI

The people mainly. I mean, you got a boss who speaks Australian. What the fuck is that? And I'm guessing your

70.

background is -- what?

RAOUL

The theater, mostly.

VITTI

Yeah, the theater. So how about if I bring in some guys that I know -- you know, more 'authentic.'

RAOUL

I would be eternally grateful. Anything else?

VITTI

(thinks)

Yeah. One of those trailers like the stars have.

RAOUL

(slight hesitation)

Done.

(shakes his hand)

I'll put that in the works right now.

He hurries off to talk to his assistant. Jelly comes up to Vitti.

JELLY

You really gonna do this?

VITTI

No fuckin' way. I've had it with this job bullshit. A week of this and I'd

either shoot myself or shoot Raoul.
But it's good cover while I figure out
my next move. Call the guys.

JELLY

You got it.

CUT TO:

MONTAGE

Jelly and Vitti's old crew, MO-MO, BIGS, TUNA, EDDIE COKES,
and eight or nine other wise guys walk en masse into base
camp.

Vitti's guys go to the front of the lunch line, forcing the
crew aside.

A big, pop-out trailer labeled "Mr. Vitti," guarded by three
of his guys. Tuna brings a lunch tray and knocks on the
door. Jelly opens the door and takes the tray.

Vitti conferring with Raoul and Tony Bella on the script,

71.

ripping out whole sections.

Vitti in the makeup trailer getting a haircut and manicure
while he smokes a cigar and talks on his cell phone.

Vitti with the costumer, approving and nixing various
wardrobe choices, while Jelly steals an expensive watch in
the b.g.

Vitti in a massage chair getting a backrub from a masseuse.
A PRODUCTION ASSISTANT approaches him.

P.A. (PRODUCTION ASSISTANT)

They're ready to start shooting, Mr.
Vitti.

VITTI

Yeah, ten minutes, tell 'em.

Eddie Devol, Patty LoPresti's guy, watches Vitti from a safe
distance.

CUT TO:

EXT. SHOPPING MALL - DAY

Ben comes out of the market carrying several grocery bags and
a small prescription bag. Two Mafia SOLDIERS step up beside
him and urge him toward a big stretch LIMO IDLING at the
curb.

SOLDIER

Walk this way.

BEN

There must be some mistake. I didn't
order a limo.

SOLDIER

Get in the car.

CUT TO:

INT. KNIGHTS OF PALERMO - LATER

Ben enters timorously, still carrying his groceries.
Patty LoPresti, Masiello and a couple of other heavyweights

are sitting at the table, all except Patti smoking cigars. Ben immediately recognizes their status and grasps the gravity of their mood.

BEN

(nervous, but trying
to keep it light)

Hello. I'm Ben Sobel. And you are --
?

72.

The Soldier sits Ben down. The other soldier takes his groceries. Ben looks at Patty, trying to gauge her role.

MASIELLO

You're the shrink who's taking care of Paul Vitti?

BEN

Yes, sir. That's right.

(to guy with
groceries)

Could you be careful, because I think they put the eggs on the bottom.

He drops the bags heavily onto the bar.

MASIELLO

So? Is he nuts or what?

BEN

Who?

MASIELLO

Paulie. Is he nuts?

BEN

I can't discuss a patient's case with anyone --

MASIELLO

Discuss it.

BEN

I'd say he's still suffering from chronic anxiety and --

He hesitates.

MASIELLO

And what.

BEN

We call it Antisocial Personality Disorder. Sociopathy.

MASIELLO

Meaning what?

BEN

(very carefully)

Meaning -- he -- fails to conform to societal norms with respect to -- lawful behavior.

MASIELLO

I'm getting a fuckin' headache here.

73.

What are you saying?

BEN

He's got a -- criminal temperament.

MASIELLO

(stares at him)

He's a criminal? This is news? And for that you need a doctor degree? So what are you doin' with him?

BEN

Well, I'm trying to at least show him the possibility of change --

PATTY

Wrong. You do not want him to change.

Ben looks at her, sensing her command of the group.

BEN

We haven't really been introduced --

MASIELLO

This is Mrs. LoPresti.

PATTY

Patty.

BEN

Ben Sobel.

Ben offers his hand but she ignores it.

PATTY

Ben, Paul Vitti is important to this family. We don't want to see you turn him into a stromboni.

BEN

A stromboni? That thing they clean the ice with at hockey games?

MASIELLO

That's a Zamboni, asshole. Stromboni.

PATTY

It's a bull with his balls cut off.

She reaches under the table and grabs Ben's balls. in pain.

He winces

BEN

(squeezed)

No, we don't want to do that.

74.

PATTY

Not unless you want to be one, too.

BEN

(in pain)

Me? No. I'm very attached to my balls. As you can probably tell.

PATTY

(lets go)

Then do the right thing, understand?

BEN

(greatly relieved)

Yes, I understand completely. May I go now? I have perishables --

He takes his groceries and edges away.

CUT TO:

INT. "LITTLE CAESAR" SET - DAY

Vitti is sitting at a table with Jelly and some of his main guys. From a distance it looks like they're playing cards. Up close it's a different story.

VITTI

We're gonna need a grapple or a crane with maybe a fifty-foot boom.

MO-MO

I seen one -- in Bayonne -- but I'll call around.

VITTI

See what you can come up with. And we're gonna need a city bus.

JELLY

I got a guy in the Transit Authority. He owes me. Just let me know when.

PATTY (O.S.)

Paul! Hello!

Vitti turns to see Patty, Eddie Devol and his men heading across the set.

PATTY

I guess everybody's gone Hollywood, huh?

VITTI

How you doin', Patty.

75.

PATTY

Jelly -- you're working here, too?

JELLY

I'm an extra.

PATTY

An extra what?

JELLY

A supernumerary. An 'atmosphere.' It ain't bad. You just stand around all

day waitin' for them to shoot and they pay you eighty bucks.

PATTY

Eighty bucks? For standin' around all day? You used to sneeze eighty bucks. How much you make shootin' craps?

JELLY

Today? About eight hundred maybe.

PATTY

And how about bookin' bets for the Teamsters and the crew?

JELLY

Another grand. One of the producers really likes the ponies.

PATTY

So eighteen hundred bucks.

JELLY

Plus eighty --

PATTY

I know -- extra.

They all laugh.

An ASSISTANT DIRECTOR approaches the group.

ASSISTANT DIRECTOR

This is a closed set. We're about to start shooting.

EDDIE

Yeah? So am I.

Eddie grabs the Assistant Director and walks him away.

CUT TO:

EXT. "LITTLE CAESAR" BASE CAMP - SAME TIME

76.

The trucks and trailers are arranged on a parking lot. A car pulls up and Lou Rigazzi gets out with his bodyguards.

DRIVER

Should I wait here, Mr. Rigazzi?

RIGAZZI

No, pull the car up your ass and wait there.

CUT TO:

EXT. SET - SAME TIME

Patty takes Vitti's arm and walks with him.

PATTY

I heard you had some more trouble.

VITTI

One of Rigazzi's guys took a shot at me.

She stops at the extras' makeup table and starts primping in the mirror.

PATTY

I don't have to tell you, Paul. Alone on the street you don't stand a chance. That's what the family's all about. Since the old days, when the grandfathers first came over. That's not something you just walk away from.

VITTI

Yeah, I know. When you're a Jet, you're a Jet all the way.

PATTY

So you want to tell me what's going on here? It looks like you got your whole crew back together.

VITTI

Nothing's going on. They're actors.

PATTY

Don't bullshit me, Paul. You're planning something. I'm feeling very left out.

VITTI

(quietly)

Okay. Something big is going down, but you're getting a cut. My hand to God.

77.

PATTY

You're a good friend, Paul. And I would never think of insisting on this, but I'd feel better if you brought in Eddie and some of my guys to help with the job.

VITTI

I don't think so.

PATTY

Then I'll have to insist.

VITTI

Whatever.

Raoul approaches and eyes Patty disdainfully.

RAOUL

Oh, dear God. First of all, sweetheart, we're not shooting the hooker scene until tomorrow. And the hair -- please, what is that?

PATTY

Excuse me?

VITTI

Raoul, this is a friend of mine.

Patty LoPresti.

Raoul freezes, recognizing the name.

RAOUL

Mrs. LoPresti -- I am so very, very
Raoul wheels on a production assistant who happens to be
passing by.

RAOUL

How dare you not inform me Mrs.
LoPresti was on the set. You're
fired!

(to Patty)

Enjoy your visit with us. If there's
anything I can do --

PATTY

Go fuck yourself.

RAOUL

Immediately.

Raoul moves away quickly. Patty turns back to Vitti.

PATTY

It's good to have you back, Paul.

78.

(kisses Vitti on
the cheek)

We'll be in touch.

She exits.

CUT TO:

EXT. PARKING LOT - MOMENTS LATER

As Patty and her men walk away down one aisle of trucks and
campers, Rigazzi and his men walk down the next aisle heading
for the set.

They narrowly miss seeing each other.

CUT TO:

EXT. BASE CAMP - MOMENTS LATER

Ben arrives looking for Vitti. He
freezes, then quickly ducks behind
his crotch. Patty and her men pass
pass, then comes out of hiding and

sees Patty approaching and
a nearby truck, shielding
by. Ben waits until they
hurries on.

CUT TO:

EXT. BACK-YARD SET - SAME TIME

A mildly-distraught Raoul is huddled with Vitti.

RAOUL

I mean, tell me -- was she angry? Am
I in any danger?

VITTI

No, you're fine. But you might want
to have somebody else start your car
the next couple of weeks.

RAOUL

I'll have Brian do it. He's new.

Rigazzi and his men join them.

RIGAZZI

(to Vitti)
Could I talk to you for a second?

RAOUL

(eyeing Rigazzi)
Oh, what is this now, the bus and
truck tour of Guys and Dolls?

VITTI

This is Lou Rigazzi.

79.

Raoul freezes.

RAOUL

(a horrified whisper)
'The Wrench.'

RAOUL (CONT'D)

(taking Rigazzi's
hand)
Please, forgive me. I'm on
painkillers -- half the time I don't
know what I'm saying.

Raoul kisses Rigazzi's hand. Rigazzi yanks it away.

RIGAZZI

Get lost.

RAOUL

Certainly.
(as he exits)
Brian! Get my car!

RIGAZZI

(to Vitti)
I need a couple minutes.

VITTI

(nodding)
This way.

CUT TO:

EXT. CRAFT SERVICES TABLE - MOMENTS LATER

Vitti and Rigazzi stand at the table. Rigazzi's soldiers are
nearby.

RIGAZZI

The guy who shot at you -- he was
acting on his own. I never gave an
order.

VITTI

Is that right?

RIGAZZI

And he's been taken care of. There
won't be another incident. Unless
you're thinkin' of workin' for Patty
LoPresti.

VITTI

Me? No.

RIGAZZI

Good. Then I got no beef with you.

80.

VITTI

Thanks. I'll sleep much better.

RIGAZZI

Because that would not be the way to go. You want to back a winner, which is gonna be me. It only makes sense. You come work for us. I'll treat you right.

VITTI

I don't think so.

RIGAZZI

(a beat)

Well, so much for sleeping better.

Rigazzi smiles and pats Vitti's cheek, then exits with his soldiers.

CUT TO:

INT. EXTRAS HOLDING TENT - SAME TIME

Ben walks in and sees Vitti's guys sitting around.

JELLY

Hey, Dr. Sobel?

BEN

Jelly, hi.

(recognizing some
of the others)

Hey! Yo-Yo!

JELLY

It's Mo-Mo.

BEN

Right. I was thinking of the cellist.
How's it going?

MO-MO

Goin' good. I did a 'Law and Order'
last week, I had a line on 'Sex and
the City' --

TUNA

I'm up for a recurring on 'NYPD Blue.'

BEN

That's great. Have you seen Paul?

JELLY

Yeah, I think he's in his camper.

81.

BEN

His camper.

CUT TO:

INT. VITTI'S TRAILER - MOMENTS LATER

There's a loud KNOCK on the door and Ben storms in.

VITTI

(surprised to see him)

Hey, Doc. What are you doing here?

BEN

No, what are you doing here? I came to tell you we have a preliminary meeting with your parole officer and who do I run into? Patty LoPresti.

VITTI

Patty who?

BEN

What is this -- a knock-knock joke? Patty-who-kidnapped-me-and-threatened-to-cut-off-my-balls. Stop lying to me, Paul. Your whole gang is here.

VITTI

Who says I'm lying? I finally get a straight job and start putting my life in order and you come in here and start accusing me! That's how much you trust me?

BEN

(off balance)

It's not that I don't trust you, I just don't -- trust you. Are you lying to me? Because I know you, Paul. You'll say or do anything to get your own way.

VITTI

This is what's so hard about being an ex-con. You make one little mistake in your life and people never let you forget it.

BEN

Oh, so now you're the victim? I want the truth.

VITTI

Wait a second. Say that again.

BEN

Say what?

VITTI

'I want the truth.' Say it -- like you did just now.

BEN

I want the truth?

VITTI

No, strong, like before.

BEN

(forceful)

I want the truth!

VITTI

Yeah, that's good!

BEN

Paul --

VITTI

No, I'm serious. That had power. I believed it. You could be an actor.

BEN

I'm not an actor --

VITTI

Hey, you're as good as most of the bums I see around here. They have this part. You could do it.

BEN

Actually, I did The Music Man in tenth grade.

VITTI

Of course. I'm gonna talk to Raoul.

BEN

About being on the show? I couldn't -

-

VITTI

No, this part you could do. It's perfect. Believe me.

CUT TO:

EXT. APARTMENT BUILDING - DAY (LATER)

The camera rolls.

83.

ASSISTANT DIRECTOR

We're rolling.

SOUNDMAN

Sound speed.

RAOUL

(shouts)

Action!

ON ROOFTOP

Jelly and Tony Bella drag Ben kicking and screaming to the edge of the roof and hang him over the edge. On the ground, Raoul and Vitti look up, watching the action.

RAOUL

(doubtful)

Does that screaming sound real to you?

VITTI

Oh, yeah. That sounds real.

CUT TO:

INT. BEN'S CAR - LATER

Ben drives, pissed off. Vitti chuckles to himself.

BEN

It's not funny! There was no safety harness or anything. They could have dropped me.

VITTI

Hey, if you didn't want to do it, why didn't you say something?

BEN

I know exactly what that was about. You resent the fact that you've been put in my custody, so you passive-aggressively arranged things to make me look like a fool.

VITTI

Come on -- you were great.

BEN

(turning on a dime)

Really? I was scared at first, but on the second take, I think I found some good stuff. I was able to texture the screaming --

84.

Vitti is laughing.

BEN

Oh, screw you, Paul. Just screw you.

He pops two pills.

VITTI

What, are you self-medicating again? And don't give that decongestant multi-vitamin bullshit.

BEN

Don't worry about me. Just worry about what you're going to say to this parole officer. What are you going to say? That you've moved out of my house. That you've got your old gang back together. For what, a high school drop-out reunion?

VITTI

I'm gonna say that's none of his fuckin' business.

BEN

It's my business. I want to know.

I'm a federal institution.

VITTI

(checks side-
view mirror)

You recognize that car?

BEN

Which car?

VITTI

The one that's been following us the
last mile and a half.

Ben jerks his head around to look and sees a black Mercedes
behind him.

VITTI

Lose 'em.

BEN

What do you mean, 'lose 'em'?

Vitti stomps his foot down on Ben's, flooring the
accelerator.

CUT TO:

EXT. HOBOKEN STREET - CONTINUOUS ACTION

85.

Ben's car speeds up suddenly. The black Mercedes behind him
speeds up, too, as does a third car that has joined the
chase.

CUT BACK TO:

INT. BEN'S CAR - CONTINUOUS ACTION

Ben is on the edge of panic.

BEN

Maybe I should just pull over. It
could be the F.B.I.

VITTI

No, they're two cars back. You gotta
be a little more observant, Doc. Turn
left.

Ben executes a hard, SKIDDING left. The Benz stays right
with him.

BEN

What if we just stop and get out?
They're not going to shoot us in broad
daylight.

VITTI

Broad daylight's the best time. You
can see better. Take a right. Now!

EXT. HOBOKEN STREET - CONTINUOUS ACTION

Pedestrians scatter as Ben makes a sudden turn into a bank
drive-thru. He over-steers and wipes out an ATM machine,
sending up a cloud of bills that flutter down like confetti.

INT. CAR

BEN

Sorry!

MERCEDES

follows right behind him, then the bystanders run to pick up the cash, blocking the drive-thru, forcing Miller in the FBI car to stop.

CUT BACK TO:

EXT. HOBOKEN STREET - MOMENTS LATER

Two police officers are parked at the curb. They hear a HORN HONKING, and turn just as Ben's car comes flying past them. The cops start to pull out but stop short as the Benz blows

86.

by, swerving to avoid hitting them. The cops take off in hot pursuit.

CUT TO:

INT. BEN'S CAR - CONTINUOUS ACTION

BEN

(frantic)

We can't do this, Paul! We have to stop! This is a lease!

GUNFIRE SHATTERS the rear WINDOW of the car.

BEN

(shouting back at the Mercedes)

It's a goddamn lease!

VITTI

(looks back)

Move over. I'll drive.

BEN

Move over? Where?

Vitti puts his left foot on the gas pedal and his left hand on the wheel.

VITTI

Backseat. Now!

Ben tries to launch himself into the backseat but is stopped by his seat belt.

BEN

Seat belt.

He releases the belt, then twists and crawls over the top of the driver's seat into the back, while Vitti slides into the driver's seat.

CUT TO:

EXT. PARKWAY - MOMENTS LATER

Ben's car races past an industrial area with the Mercedes right on its tail.

CUT TO:

EXT. INDUSTRIAL PARK - MOMENTS LATER

Ben's car bounces over some railroad tracks and sails into a warehouse complex on the river with the Mercedes still only a few car lengths behind.

87.

CUT TO:

INT. BEN'S CAR - CONTINUOUS ACTION

Vitti drives down the narrow lane between two big warehouses.

VITTI

(determined)

Hang on.

BEN

It's gonna get worse?

CUT TO:

EXT. PARKING LOT - CONTINUOUS ACTION

Vitti rockets out from between buildings and races through a parking lot toward the river with the Benz on his tail.

CUT BACK TO:

INT. BEN'S CAR - CONTINUOUS ACTION

BEN

They're right behind us!

(shouts at them)

Get away!

He starts whipping things out the shattered back window -- a tennis racket, sneakers, an empty Macy's box.

CUT TO:

INSERT - TENNIS RACKET

is crushed under the Mercedes' wheels.

CUT BACK TO:

INT. BEN'S CAR - CONTINUOUS ACTION

Ben picks up the only thing left -- the New York Times. He starts leafing through it.

VITTI

What the fuck are you doing?

BEN

I wanted to save the crossword.

VITTI

Throw it!

Bent throws the paper out the window.

88.

CUT TO:

BENZ DRIVER'S POV

The Times hits the windshield and one double-page sticks, totally OBSCURING the driver's VIEW.

EXT. PARKING LOT - CONTINUOUS ACTION

Vitti throws a 180, SKIDDING to a stop just inches from the river's edge. The Benz, with the newspaper covering the windshield, sails past them and right off the embankment. It seems to hang in the air for a long time, then lands with a big splash and starts to sink almost immediately.

BEN AND VITTI

They jump out of the car and watch the Mercedes disappear under the water.

BEN

(aghast)

You think they'll get out?

VITTI

Yeah, that's James Bond and the 'Sea Hunt' guy in there, so they got a pretty good shot.

They hear POLICE SIRENS APPROACHING. Vitti starts walking away quickly. Ben follows after him.

BEN

Where're you going?

VITTI

I gotta take care of something.

BEN

But your parole officer --

VITTI

Send my regrets.

BEN

I'm warning you. If you leave now --

VITTI

So long, Doc.

Vitti takes off running, ducking behind the rows of parked cars.

89.

BEN

(calling after him)

That's it! I'm finished! You're on your own now, pal! I'm --

POLICE CARS and the FBI CAR SCREECH into the parking lot and surround Ben.

BEN

(quietly)

-- screwed.

CUT TO:

EXT. RIVERBANK - LATER

Police divers search for the sunken Mercedes in the middle of the channel.

On shore, Ben leans against a government car looking tired and distraught while Chapin berates him.

CHAPIN

Where is he, Dr. Sobel?

BEN

I wish I knew.

CHAPIN

Well, considering that he's in your custody, that's not quite the answer I was looking for. He's got something big in the works. You want to tell me what you know?

BEN

I don't know anything. As far as I can tell, he's making a real effort to go straight.

CHAPIN

Yeah, that's why I've got two corpses at the bottom of the river.

He reaches through the open car window into his briefcase and pulls out a file of photographs.

CHAPIN

Here. Vitti with Sal Masiello. Vitti with Patty LoPresti. Vitti with Lou Rigazzi. Let me know -- I can order some wallet size for you. I've got more than enough to put him away again without these. Violation of parole, second-degree murder here. When I really start digging, it'll be amazing

90.

what I come up with. You have twenty-four hours to find him and deliver him to me. Otherwise you're looking at obstruction of justice, and accessory to felony manslaughter. And trust me, Dr. Sobel, if you don't like me now, you really don't want to see me in court.

BEN

I'm getting that. Can I go now?

He starts for his car.

CHAPIN

You can't take your car. We're impounding it as evidence.

BEN

(exasperated)

Then can somebody give me a ride home?

CHAPIN

Yeah, the government runs a limousine service. The number is 1-800-Fuck Off.

Chapin walks away.

CUT TO:

INT. VITTI'S TRAILER - DAY

Vitti is hurriedly collecting his stuff, talking to Jelly and a few of his old gang.

VITTI

I don't have a lot of time. They're probably gonna come lookin' for me, so we'll go over everything later, okay?

JELLY

Paul, not that I'm questioning, but what do we want with Eddie DeVol? Guy's a fuckin' scumbag.

VITTI

Look, I'm not happy about it, but if it keeps Patty off my back, so be it. They're meeting us at the club. Let's head out.

(as they all get up)

Not all at once. I gotta tell you everything?

A PRODUCTION ASSISTANT KNOCKS and sticks her head in the door.

91.

P.A.

Mr. Vitti? Mr. Bella asked if you could meet him in the makeup trailer.

VITTI

No, I gotta go.

P.A.

He said it was important.

VITTI

(annoyed)

I'll talk to him tomorrow.

He hands the P.A. some money.

VITTI

Here -- tell him you couldn't find me.

Vitti exits. The P.A. looks at the money.

CUT TO:

EXT. MAKEUP TRAILER - LATER

Vitti makes his way past the trailers, heading for his car. As he passes the makeup trailer, the door opens and Tony Bella sticks his head out.

TONY BELLA

Paul! Excellent!

VITTI

Can't really talk right now, mate.
Headin' out.

TONY BELLA

Two seconds. Please, Paul. It's
really important.

Vitti looks pissed.

CUT TO:

INT. MAKEUP TRAILER - MOMENTS LATER

Vitti watches impatiently while the makeup artist touches up
Tony Bella.

TONY BELLA

(script in hand)

I'm looking for something to do when
my character finds out he's being
indicted. I was thinking of punching
the wall, but I did that when they
killed Uncle Lenny, and I did it again

92.

when Franny left me. Oh, and I
punched a car, a van actually, when
Peezee screwed up the big drug deal.
So I'd like to find something
different, that doesn't involve, you
know, punching anything.

VITTI

Try kickin' something. Let me know
how it works out.

Vitti starts for the door.

TONY BELLA

Wait, Paul. That's interesting. Like
what?

VITTI

(impatient)

I don't know. You could kick a guy in
the face.

TONY BELLA

Who?

VITTI

(irritated)

Just some guy! You knock him down,
give him a couple quick kicks in the
head while he's on the ground.

TONY BELLA

Why?

VITTI

Why not? Because he's there and
you're pissed off.

TONY BELLA

You've done that?

VITTI

Maybe once or twice. Look, I got people waiting.

TONY BELLA

(thinks about it,
decides not)

My character wouldn't do that. What else?

VITTI

(at a loss, getting
angrier)

I don't know. You could yell real loud?

93.

TONY BELLA

Yell real loud? That's original.

VITTI

(pops)

Or keep your fuckin' mouth shut! Who gives a shit what you do, for cryin' out loud?

Tony Bella likes something about Vitti's inflection.

TONY BELLA

(imitates him)

Who gives a shit what you do, for cryin' out loud?

VITTI

What are you doin'?

TONY BELLA

What are you doin'?

VITTI

(irritated)

Okay, you can cut that shit out right now.

TONY BELLA

Okay, you can cut that shit out right now.

VITTI

(menacing)

Hey, I'm serious, asshole!

TONY BELLA

Hey, I'm serious, asshole!

CUT TO:

EXT. MAKEUP TRAILER - MOMENT LATER

The door flies open and Tony Bella comes flying out of the trailer backwards, hitting the pavement hard. Vitti charges out of the trailer and storms away. Tony wipes blood from under his nose.

TONY BELLA

That was good. My character could do that.

CUT TO:

EXT. SOBEL HOUSE - LATER

A cab pulls up to the house, and Ben gets out.

94.

He walks up the driveway and sees Jelly's car parked at the back door and a big man in a dark suit and tie wiping the windshield.

BEN

(irritated)

Jelly! Where's Paul?

The guy in the suit turns. It's Michael.

BEN

Michael? What are you doing?

MICHAEL

Working.

BEN

(pleasantly
surprised)

You got a job? That's great. Look how handsome you look in that suit. What's the job?

MICHAEL

(reluctantly)

I'm working for Mr. Vitti. I'm his driver.

BEN

Oh, no, you're not!

MICHAEL

You keep telling me to get a job!

BEN

I meant making sandwiches at the Subway, not driving a getaway car!

MICHAEL

He's paying me twenty dollars an hour.

BEN

I don't care if he pays you two hundred an hour, you're not doing it.

MICHAEL

Dad --

BEN

He had no right to ask you without my permission. Where is he?

MICHAEL

I can't tell you.

BEN

What do you mean you can't tell me?

95.

MICHAEL

I promised I'd never repeat anything I heard in the car. I took an oath.

BEN

You took an oath! Oh, my God! Was there blood involved?

MICHAEL

Dad, I gave my word.

Laura comes out of the house.

LAURA

Ben? Where've you been? What happened to you?

BEN

(minimizing)

I was in a car chase. There was a little shooting -- not that much really -- then they -- drove into the river. It wasn't as bad as it sounds.

LAURA

When is this going to end?

BEN

Tonight, I hope. I just have to find him and --

LAURA

Why? A few days ago you weren't even sure you still wanted to be a therapist. Now you're going to risk your life again for that lout.

BEN

Yeah, but he's an amazing lout, isn't he? I can't quit now. You know that.

LAURA

(relents)

Go. Just don't get shot -- please?

BEN

I love you.

They kiss. Then Ben turns to Michael.

BEN

All right, where is he?

MICHAEL

I can't.

96.

LAURA

(pops)

You tell your father right now or I'll give you such a smack it won't even be funny!

MICHAEL

(surprised)

Okay! I dropped him at the club.

BEN

What club?

MICHAEL

Little Darling's in Queens.

BEN

Okay, Mafiaboy, give me your car keys.

MICHAEL

I'm grounded?

BEN

No, I'm borrowing your car.

He kisses Laura again and takes off.

CUT TO:

EXT. LITTLE DARLING'S - LATER THAT NIGHT

Several limos are parked outside a family-owned nightclub in Queens.

Ben pulls up, leaning way back in the driver's seat of Michael's, half-painted, modified '82 Honda Civic with the **BUBBLING MUFFLERS**.

CUT TO:

INT. CIVIC - CONTINUOUS ACTION

Ben takes out a bottle of pills. He tries to remove the child-safety cap but his hands are shaking so badly he can't do it. Frustrated, he tries to bite the cap off, then gives up and throws the bottle away.

CUT TO:

EXT. LITTLE DARLING'S - SAME TIME

Ben enters the club.

A moment later, Cerrone and Miller cruise by in an unmarked car and park at the end of the block.

97.

CUT TO:

INT. CLUB ENTRANCE - MOMENT LATER

Ben enters the nightclub and starts moving through the crowd, looking for Vitti.

He pushes through and sees Jelly and a few of the guys watching an exotic dancer, a beautiful young blonde in a skimpy costume, standing on a platform grinding in mock ecstasy.

BEN

Jelly!

JELLY

(yelling over music)

Hey, Doc. What are you doin' here?

BEN

Where's Paul?

Jelly tucks a few bills into her G-string. She looks at Ben and winks suggestively.

JELLY

I think she likes you, Doc. Give her
a couple of bucks.

Ben reluctantly digs in his pocket and holds out a bill to the stripper.

BEN

Can you break a twenty?

The stripper sensuously fingers the top of her G-string, and Ben gingerly sticks the twenty in it.

BEN

Do I just make my own change?

He tentatively reaches for some smaller bills in her G-string but she dances away.

BEN

(calls to her)

A ten and five ones -- when you have
the chance.

He turns around to talk to Jelly, but he's already gone.

Ben finds Jelly at a table with Vitti.

BEN

Okay, Paul, what's going on?

98.

VITTI

(keyed up)

What are you doing here?

BEN

I could ask you the same thing.

VITTI

What's it look like? We're just
blowin' off a little steam. What's
the big deal?

Eddie DeVol enters, flanked by his main guys, AL PACINO and
ENORMOUS BOBBY.

EDDIE

How's it goin', Paulie? You know my
guys -- Enormous Bobby and Al Pacino?

VITTI

(looks at him)

Al Pacino? That's your real name?

AL PACINO

No. People call me that because I

look like Al Pacino.

(beat)

The actor.

VITTI

Anybody ever call you Carol Burnett?

AL PACINO

No. Why?

VITTI

'Cause you look about as much like Carol Burnett as you look like Al Pacino.

Ben laughs. Al Pacino glares at him.

BEN

I do see a little Pacino there -- around the eyes.

EDDIE

So we're all here. Let's do it.

He heads for the back of the club with his guys. Vitti and Jelly start to follow.

BEN

(stops Vitti)

Let's do what?

99.

VITTI

You better get out of here.

BEN

(lays a hand
on his arm)

I'm not going until you tell me what's going on here.

Vitti violently shakes off Ben's hand.

VITTI

(menacing)

Don't make me hurt you. Get the fuck out of here.

He walks away leaving Ben frozen.

Ben watches as they disappear through a door leading to the back of the club. He starts toward the door.

CUT TO:

INT. BASEMENT ROOM - MOMENTS LATER

Vitti is seated at a big table in the crowded, smoke-filled room. Jelly sits at his side. He's surrounded by his crew, about a half-a-dozen guys, and Patty's man, Eddie DeVol. Several street maps and diagrams are spread out on the table.

VITTI

Okay, this is big and we only get one shot at it; and there's only about a million ways this fuckin' thing can go bad, so listen up.

Vitti pulls a street map to the center of the table and taps a spot downtown.

VITTI

The Federal Gold Depository in Lower Manhattan. Three times a year a shipment of gold bars goes in a heavily-guarded armored truck from the Depository to the vault at the Federal Reserve to hold for foreign governments that trade in bullion. At three o'clock in the morning -- eight hours from now --we're gonna hijack that truck.

CUT TO:

INT. LITTLE DARLING'S - SAME TIME

Ben enters the back room of the club, looks around, and starts down the stairwell leading to the basement.

100.

CUT TO:

INT. BASEMENT STAIRWAY - MOMENTS LATER

Ben makes his way down the cramped, dimly-lit stairway and approaches the door to the basement room. He raises his hand to knock, then hesitates and stands there for a moment listening to the MUFFLED VOICES inside. Suddenly he is grabbed from behind and slammed up against the door by Enormous Bobby. Bobby slams him against the door a couple of more times, using Ben's head as a doorknocker. The door is opened by someone inside and Enormous Bobby shoves Ben into the room.

CUT TO:

INT. BASEMENT ROOM - CONTINUOUS ACTION

Ben hits the floor to a chorus of surprised reactions from the guys. Enormous Bobby pulls Ben off the floor by his lapels.

EDDIE

What the fuck is this?

ENORMOUS BOBBY

I found this guy listening at the door.

BEN

(dazed)

Hey, guys. How's it going?

EDDIE

Who is this guy?

BEN

(not looking
at Eddie)

Ben Sobel. Sorry, I can't move my head to the right. Boy, I hope that's not permanent.

EDDIE

Get rid of him.

Al Pacino puts his gun to Ben's head.

BEN

(still dazed)

Hi, Carol.

AL PACINO

You're a dead man, asshole. Let's go.

101.

He starts muscling Ben to the door.

VITTI

What are you doing?

EDDIE

What do you think? He can make every
guy in this room.

BEN

Oh, I'm not into that, fellas.

VITTI

Get your fuckin' hands off him! He's
with me.

EDDIE

What, on the job?

Vitti hesitates.

EDDIE

(impatiently)

Either he's in, or he's dead. Which
is it?

BEN

I think in is better.

VITTI

(reluctantly)

He's in. He's my responsibility.

EDDIE

(to Vitti)

Okay, no more surprises. And from
this moment on, no one leaves my
sight. Got it? Now go through it one
more time.

VITTI

Okay -- everybody listen up.

BEN

Wait!

(sits)

Okay. Go ahead.

CUT TO:

EXT. LITTLE DARLING'S - LATER THAT NIGHT

Agents Cerrone and Miller watch the front of the club from
their car parked across the street.

CERRONE

(yawns, checks watch)

I wonder what it costs to keep that many limos waiting for three-and-a-half hours.

THEIR POV

A dozen men looking like Vitti and his crew come out of the club and get into the limos.

MILLER (O.S.)

Everybody stand by. They're leaving.

The limos drive off.

At the corner, the FBI car pulls out and follows at a discreet distance.

CUT TO:

EXT. QUEENSBOROUGH BRIDGE - NIGHT

The FBI car follows the limos across the bridge into Manhattan.

CUT TO:

EXT. TIMES SQUARE - LATER

The limos pull up at the WWF Restaurant. The FBI car stops up the block.

CERRONE (V.O.)

(over radio)

312, all units. W.W.F. Restaurant.
Times Square.

The limo doors open and the passengers get out -- all nondescript nobodies.

CUT TO:

INT. FBI CAR - SAME TIME

Miller watches intently.

MILLER

Where's Vitti? I don't see Vitti.

Cerrone stares with the growing awareness that they've been had.

CERRONE

Damn it!

(grimly, into radio)

Call it off. We lost them.

CUT TO:

INT. MANHATTAN WAREHOUSE - MIDDLE OF NIGHT

Vitti's guys are dressed like construction workers as they load their gear into two trucks. Vitti supervises while others work on a New York City bus.

Eddie DeVol, Al Pacino and Enormous Bobby stand guard over the whole scene, in case anyone is thinking of defecting. Ben is wearing heavy dungarees and an oversized plaid shirt, struggling to lace his work boots. Jelly approaches him and tosses a bulletproof vest on the table.

JELLY

Here. See if this'll fit under your shirt.

BEN

(extremely nervous)

I could fit you under my shirt. Don't they have anything smaller?

JELLY

This ain't Bloomingdale's. Nobody knew you were comin'. You're lucky you're alive, Doc.

He glances at Eddie DeVol.

BEN

(hisses)

Nobody's going to be alive when this is over. What kind of plan is this? It's crazy. It's stupid!

JELLY

Watch it. It may be crazy but it ain't stupid. If you want to stay alive, just keep your mouth shut, do everything I tell you and try not to pee in your pants.

(quietly)

Can you handle an M-16?

He holds up an automatic rifle.

BEN

You mean shoot it?

JELLY

No, I mean twirl it like a fuckin' baton. How about an A.K.?

104.

He holds up another rifle.

BEN

(exasperated)

Jelly --

JELLY

(rummaging through pile)

Kalashnikov, MAC-10, Uzi -- stop me if I hit one you like.

Ben sees Eddie watching him and gingerly picks up a 9mm handgun.

BEN

Couldn't I just take this?

JELLY

Yeah, that's a good one. That gun
brings back a lot of fond memories.
Use it in good health.

Ben puts the gun into the waistband of his dungarees, but it
slips through and drops into his pants.

BEN

(winces)

Ooh, cold -- cold.

He jams his hand down the front of his pants and starts
searching around in there. Eddie and Enormous Bobby stare at
him as they walk by.

BEN

(explaining)

My gun -- fell down in my --

He shakes his leg and the gun drops out of his cuff and
clatters onto the floor. He smiles weakly and picks it up.
Vitti approaches. He looks agitated but under tight control.

VITTI

(to Jelly)

Check the bus.

Jelly exits.

VITTI

(quietly, to Ben)

If we can, I'm gonna get you out
before the real shit goes down. Just
don't flip out on me, okay?

105.

BEN

You are making a huge mistake. You
know that, don't you?

VITTI

You said it yourself. It's my nature.

BEN

It's not your nature! You have a
choice.

VITTI

What are you, fucking Jiminy Cricket?
I don't know what planet you live on,
but here on Earth it's 'might makes
right.' Read the papers. The guys
with the guns make the rules.

BEN

(holding up the
pistol)

So I guess that makes me a real man
now. What happened to the white hat,

Paul? Your father wasn't wrong. You could be one of the good guys.

VITTI

Enough. Say one more word about my father and I'll break your fuckin' head.

BEN

(quietly)

Okay.

Vitti walks off.

CUT TO:

INT. BATHROOM - SAME TIME

Vitti comes in, locks the door and has a full-blown panic attack -- gasping for breath, sweating, whimpering, trying to stifle his panic. Then he sees his tortured face in the mirror and starts pulling himself together.

CUT TO:

INT. WAREHOUSE - FEW MINUTES LATER

The guys are getting into the trucks. Ben keeps letting everybody go in front of him, then starts to back away, but Eddie and Enormous Bobby come up behind him and push him up into the truck.

EXT. MANHATTAN WAREHOUSE - NIGHT

106.

The big doors open and two trucks roll out carrying Vitti, Ben and the crew.

CUT TO:

INT. LEAD TRUCK - SAME TIME

The guys are sitting on the floor in the back of the truck, lined up along the sides like paratroopers waiting to jump. Ben is sitting next to Jelly and across from Vitti who is just staring intently.

CUT TO:

EXT. WEST SIDE HIGHWAY - NIGHT

The trucks make their way past the aircraft carrier Intrepid heading downtown.

DISSOLVE TO:

EXT. CONSTRUCTION SITE - NIGHT (LATER)

Vitti, Ben, and Eddie DeVol stand next to the treads of a giant crane.

VITTI

(checks his watch)

I have five to three. They should start movin' any minute.

BEN

(looking at his watch)

I have three-o-six.

VITTI

Let's see your watch.

Ben slips it off and hands it to him. Vitti smashes it on a rock with the butt of his gun, then tosses it back to Ben. Vitti's RADIO SQUAWKS and the spotter's voice is heard.

SPOTTER (V.O.)

(filtered)

They're moving!

Vitti keys his radio twice as a signal and holds up his clenched fist to alert the guys on site with him.

CUT TO:

EXT. FEDERAL BUILDING - NIGHT

A CONVOY of vehicles emerges from the bowels of the building and turns onto the street. In front and back are specially-equipped SUVs, full of heavily-armed federal marshals; an armored truck in the middle carries the gold.

107.

CUT TO:

EXT. ANOTHER STREET - SAME TIME

The convoy RUMBLES past a block-long, high-rise construction site, totally enclosed by a plywood wall around the perimeter.

VITTI

He can hear the convoy passing outside the wall.

SPOTTER

He looks down on the convoy from a vantage point on a scaffold high above the street. When the trucks are in the right position, he waves to Vitti on the ground.

VITTI

sees the signal.

VITTI

(on walkie)

Go!

CUT TO:

EXT. STREET - CONTINUOUS ACTION

A forty-foot, flat-bed trailer truck loaded with cement conduit backs across the street and stops, blocking the path of the convoy.

The lead SUV HONKS. The truck doesn't move. The CAPTAIN of the marshals gets out and walks up to the truck. The driver has slipped out the other side and disappeared.

Suddenly, a huge steel claw drops down from above and closes around the top of the armored truck, its sharp points crunching into the metal sides. Then the truck starts rising off the pavement. A couple of determined marshals jump out of their vehicles, race over and grab onto the bumpers as the

armored truck is lifted off the ground.

CUT TO:

EXT. CONSTRUCTION SITE - CONTINUOUS ACTION

A hundred-foot tower crane lifts the truck straight up. The marshals hang on as long as they can, then prudently let go and drop heavily to the street. Two marshals are still clinging to the truck as it rises to a height of thirty feet, then swings silently over the perimeter fencing.

108.

INT. CONSTRUCTION SITE

A bank of arc lights is switched on illuminating the site as the truck is lowered to the ground. Heavily-armed gangsters in ski masks surround the truck and herd the driver, the shotgun guard and the frightened marshals into a construction shack, while men with acetylene torches attack the back doors.

Vitti pulls down his ski mask and taps Ben.

BEN

Paul, it's not too late. Don't do this.

VITTI

Let's go.

He strides off to take charge. Ben pulls down his mask and hurries after him, but runs right into a pole.

BEN

Shit! Ow!

He raises his mask and scampers after Vitti rubbing the painful bump on his forehead.

CUT TO:

EXT. STREET - SAME TIME

The marshals run around, frantically searching for a way into the construction site.

CUT TO:

VITTI

Totally in charge, he strides up to the armored truck just as his men finish cutting through the steel plate doors. Vitti yanks the doors open..

Vitti and Ben stare in awe at the exposed contents of the truck -- a fortune in gold bars.

VITTI

(shouts)

Get the ramp!

Eddie and his guys run up with a long, narrow track with metal rollers and set it up at the rear of the gold truck.

EDDIE

(very excited)

You know, this might just fuckin' work.

BEN

You're gonna get in so much trouble.

CUT TO:

EXT. STREET - SAME TIME

The marshals are trying to climb over the construction site wall, but they're stopped by rolls of razor wire and SUPPRESSING FIRE from inside the site.

LIEUTENANT

They can't get over the wire.

CAPTAIN

Then knock down the gates!

CUT TO:

EXT. CONSTRUCTION SITE

The guys take the heavy bars out of the armored truck and run them quickly along the rolling track into the bus.

CUT TO:

INT. BUS - SAME TIME

Jelly is pulling on the hat and jacket of a transit authority bus driver. The floor boards of the bus have been lifted out and the guys are laying the gold bars in the hollow under the floor.

VITTI

(pops his head in)

Forty bars. That's all we need.

BEN

How much is that?

VITTI

\$350 an ounce, 16 ounces in a pound, 90 pounds in each bar -- do the math.

JELLY

(a beat)

Actually, gold is measured in troy ounces. 14.6 ounces to the pound. That would be... \$18,396,000.

BEN

Really?

JELLY

Give or take.

He hears a LOUD CRASH and all eyes turn to the gates.

BEN

Well, so much for not peeing in my pants.

Eddie goes off to help transfer the gold.

CUT TO:

EXT. STREET - SAME TIME

The marshals back up one of the SUVs and run it into the gates again.

CUT TO:

INT. CONSTRUCTION SITE

The big, wooden GATES SHUDDER but Vitti's men roll two enormous earthmovers up to reinforce the gates.

BEN

You know what you said about not flipping out?

VITTI

Yeah?

BEN

Sorry.

(flipping out)

What did I do? What did I do? I had a perfect life, I threw it away.

VITTI

Don't do this.

Vitti drags him off toward the building structure.

BEN

I can't help it! My life is over!
I'm going to jail. Some people can handle prison -- I'm not one of them. I have delicate features. I'm small. I'll be way too popular!

VITTI

Calm down.

BEN

I can't calm down! I'm gonna die!

Inside the structure, Vitti spins him around and shakes him.

VITTI

You're not gonna die!

111.

BEN

I can't breathe! I'm suffocating!

VITTI

(shaking him)

For Chrissake, get hold of yourself!

BEN

I can't! I'm dying! We're all going to die!

Suddenly, he slaps Vitti hard across the face. They both freeze.

BEN

Did I just hit you?

VITTI

Yeah. Feel better now?

BEN

(breaking down)

I'm sorry, Paul. I blame myself for this. I wanted to help you. I wanted to be there for you. But I just wasn't good enough.

VITTI

You were good. It isn't your fault.

BEN

No, it is. Since my father died --

(starts crying)

I've lost my way. I don't know anything anymore. I mean, what's the point? I didn't think it would hit me so hard --

VITTI

Would you just shut up about your father!

BEN

I'm grieving, goddammit! Have a little respect!

VITTI

He was an asshole -- you said it yourself. What are you grieving for?

BEN

I'm grieving for myself, you fucking idiot!

Ben lets it all go, sobbing for all the years of pain.

112.

VITTI

(surprised, shrugs)

Jeez, I'm sorry.

BEN

Now I know how you must have felt when your father was killed.

Vitti looks at him.

BEN

(crying more)

I mean, it had to be ten times worse for you -- being murdered right in front of you. And you were so young -

-

VITTI

We don't have time for this.

BEN

(really sobbing)

It must've been so painful!

VITTI

(eyes filling with tears)

I'm warning you -- don't do
this --

BEN

I mean, it's like all his hopes for
you died with him. And that's so sad.

VITTI

(starting to cry)

There I go. You happy now? You see
what you're doing here?

Both men are crying now.

BEN

Your father really loved you.

VITTI

I loved him, too. I did.

BEN

(hugs him)

I know. I know.

Jelly comes around the corner and sees the two men in a weepy
embrace.

JELLY

Oh, boy. This is bad.

113.

Another huge CRASH as the marshals ram the gates again, this
time tearing loose one of the big hinges.

JELLY

Maybe we oughta should go.

Vitti, Ben and Jelly run to the bus, but Eddie pulls a gun
and stops them. Al and Bobby cover Jelly and the rest of the
crew. Vitti backs away slowly.

EDDIE

Did you really think you were gonna
live through this?

VITTI

I had my hopes.

EDDIE

Yeah, well, nice work. Mr. Rigazzi
will be very grateful.

BEN

(to Vitti)

Rigazzi? I thought he worked for
Patti LoPresti.

VITTI

That's what Patty thought, too. This
scumbag's been playin' both sides
against the middle.

EDDIE

There's only one side as far as I'm
concerned. Mine. What did you think?
I was just gonna stand by and let some
fuckin' has-been move back in? So
long, Mr. Vitti.

He cocks the gun and is about to pull the trigger when Ben suddenly roars and slams him in the head with his gun. Vitti and Jelly quickly cover Al Pacino and Enormous Bobby.

BEN

(beating the shit
out of Eddie)

I can't take it anymore! That's what
I hate about you fucking sociopaths!
You just keep changing the rules to
suit yourselves. Well, not this time,
you anti-social asshole. You fucked
with the wrong shrink!

Sitting on Eddie's chest, he presses the gun against Eddie's nose.

BEN

Don't you read the papers? The guy

114.

with the gun makes the rules.

VITTI

Yeah, what?

They shove Eddie, Enormous Bobby and Al Pacino into the back of the armored truck, Vitti gives a signal and the crane lifts it off the ground.

CUT TO:

EXT. STREET - CONTINUOUS ACTION

The armored truck comes down fast and drops heavily to the street. Federal MARSHALS swarm the truck and find Eddie, Al, and Bobby sprawled in the back.

CAPTAIN

(screaming)

On the floor! Face-down! Now!

AL PACINO

(to Eddie)

Nice goin'. Good plan.

ENORMOUS BOBBY

What's a sociopath?

The marshals handcuff them.

Suddenly, the marshals hear AUTOMATIC WEAPONS FIRE coming from the next block.

Uniformed SWAT COPS come running from that direction and shout to the marshals.

SWAT LEADER

They're escaping out the back! Get
over there! Move it!

The marshals rush toward the sound of the GUNFIRE and disappear around the corner.

CUT TO:

NEXT BLOCK

As the marshals round the corner, they see a police shoot-out in progress.

Wiseguys are FIRING AUTOMATIC WEAPONS at cops who are pinned down behind police cruisers.

The Captain of the marshals FIRES a warning SHOT in the air.

CAPTAIN

(on a bullhorn)

Freeze! Drop your weapons!

115.

The head wiseguy, Anthony Bella, turns in surprise.

TONY BELLA

What the hell is this?

RAOUL (O.S.)

(on his own bullhorn)

Cut, cut, cut! What the hell's going on?

Raoul strides out into the street, furious, still talking through his bullhorn.

RAOUL

(to the Captain)

Who are you? What are you doing in my shot?

The Captain and the marshals look around and see that they're on the set of "Little Caesar."

CAPTAIN

What are you doing on my street?

The Captain walks toward Raoul until they are almost face to face, shouting at each other through their BULLHORNS.

RAOUL

I have a permit!

CAPTAIN

I don't give a shit about your permit!

The ASSISTANT DIRECTOR addresses the TV crew.

ASSISTANT DIRECTOR

All right, people. Back to one and let's try it again!

(into his walkie-talkie)

Release the traffic and reset for another take.

On the perimeters of the set, the PA's signal the off-duty cops who work the set to release the real traffic they've been holding on the cross streets.

A city bus passes behind Raoul and Tony Bella who are still screaming at the Federal Marshal.

CUT TO:

EXT. 11TH AVENUE - MINUTES LATER

In mid-block, SWAT cops step into the street and wave the bus to a halt.

CUT TO:

INT. BUS - SAME TIME

Ben is sitting in the back with Vitti as the helmeted SWAT cops board the bus.

BEN

(sees them coming)

That's it. We're screwed.

The cops walk toward the back and confront Ben.

LEAD SWAT

You!

BEN

Yes, Officer?

LEAD SWAT

You're one tough shrink.

The cops unmask. It's Mo-Mo, Cokes, and Tuna. They laugh and slap hands with Vitti and Ben.

CUT TO:

EXT. STREET - CONTINUOUS ACTION

The bus pulls out and joins the flow of traffic heading downtown.

CUT TO:

INT. BUS - MINUTES LATER

All the guys are looking pretty happy with their score. Ben turns to Vitti.

BEN

Feeling pretty good, huh?

VITTI

I felt worse.

BEN

So what now? You go on the run for the rest of your life? Back to Sing Sing? Or you turn up dead in an alley?

VITTI

Those are my choices? What happened to lying on a beach in Costa Rica for the next twenty years? You can't let me enjoy this for five fuckin' minutes?

BEN

Five minutes? And then what?

VITTI

And then what? I'll show you.

CUT TO:

EXT. RIGAZZI PLUMBING AND HEATING - NEXT MORNING

A Rigazzi company van is forced open by a team of FBI agents led by Agent Miller. Stacked inside are forty gold bars. Agent Cerrone comes out of the building with Lou Rigazzi and several associates in handcuffs.

U.S. Attorney Chapin makes a statement to the media.

CHAPIN

Acting on intelligence we developed in the last few days, the Justice Department and the F.B.I. took very aggressive action to recover the stolen gold and bring the perpetrators to justice. I'm happy to tell the people of New York that the streets are safe again.

CUT TO:

EXT. PATTY'S HOUSE - SAME TIME

Vitti knocks on the front door. Patty answers it in her robe.

PATTY

Hi, Paul. How'd it go?

VITTI

Not so good.

PATTY

Yeah, I heard. It's all over the television. I never should've trusted Eddie. But, you know, a woman alone in the world is very vulnerable.

VITTI

Yeah, I know.

PATTY

At least I don't have to worry about the Rigazzis no more. Thanks to you.

VITTI

I told you -- I just want to be left

118.

alone.

PATTY

I know. I'll make sure. How about some breakfast? I could make you some waffles and -- whatever else you want.

She adjusts her robe, providing Vitti a quick peek.

VITTI

Can't do that.

Patty smiles and shrugs.

PATTY

Well, if you ever change your mind --
(kisses him)

Good luck, Paul.

CUT TO:

EXT. EAST RIVER BOARDWALK - LATER MORNING

Ben is leaning against the railing gazing at the water when Vitti walks up.

BEN

Did you see Patti?

VITTI

Yeah.

BEN

(ruefully)

Did she grab your balls?

VITTI

What kind of question is that? She's cool. She's just happy to have 'the Wrench' out of the way.

BEN

Well, I talked to the U.S. Attorney.

VITTI

Did he grab your balls?

BEN

No, Paul, he did not grab my balls. He thanked me for tipping him off about the gold. And he said he won't be coming after you if you stay out of trouble. So what do you think?

VITTI

I'm gonna go to Ohio -- get Marie and the kids -- then we'll probably disappear for awhile -- figure out all

119.

this future stuff
-- away from all the pressure.

BEN

Good idea. Change is hard, Paul. But you did the right thing.

VITTI

Yeah, you, too. You hung in there. That took a lot of guts.

BEN

Well, I just --

VITTI

No, you were like an animal back there.

BEN

I just vented my displaced aggression

VITTI

No. I'm telling you. You're a monster. I saw the beast in you.

BEN

I'm not a beast. I can handle myself if I have to --

VITTI

Handle yourself? You were fuckin'
John Wayne.

BEN

Well, I wrestled a bit in high school
-- 122 pounds.

VITTI

Yeah, I could tell. You're good, you.

BEN

I'm not --

VITTI

Paul, I just --

VITTI

No. You are good. You got a gift, my
friend.

Ben gives up.

BEN

Fine. I have a gift.

VITTI

So -- happy ending, huh?

120.

BEN

Well, I think so. Don't you feel
better now?

VITTI

Are you kidding? I feel like shit.
All that work for nothing. 20 million
bucks.

BEN

You're grieving -- it's a process.

VITTI

Take it easy, Doc.

BEN

You, too, Paul.

They embrace. Then Vitti starts to walk away toward Jelly
who has been waiting at a respectful distance.
Vitti stops and turns.

VITTI

Hey, Doc!

(sings)

'There's a place for us -- '

BEN

(sings)

'A time and place for us -- '

JELLY

(joins in)

'Hold my hand we're halfway there -- '

ALL TOGETHER

'Hold my hand and I'll take you there.

(belting)

Somehow, someday, somewhere.'

The ORCHESTRA SWELLS as we CRANE UP TO the Brooklyn Bridge
and Lower Manhattan beyond.

DISSOLVE TO:

FADED 8MM COLOR HOME MOVIE FOOTAGE

A little boy in a cowboy suit sitting on a pony as his father
leads him around the ring.

FADE OUT.

THE END