

THE GODFATHER

Part Two

Screenplay by

Mario Puzo

and

Francis Ford Coppola

SECOND DRAFT

September 24, 1973

FADE IN:

The Paramount Pictures logo is presented over a simple black background, as a single trumpet plays the familiar theme of a waltz. White lettering fades in:

Mario Puzo's THE GODFATHER

There is a pause, as the trumpet concludes, and there is the additional title: - Part Two -

INT. DON CORLEONE'S OLD OFFICE - CLOSE VIEW ON MICHAEL CORLEONE - DAY

standing impassively, like a young Prince, recently crowned King.

CLOSE VIEW ON Michael's hand. ROCCO LAMPONE kisses his hand.

Then it is taken away. We can SEE only the empty desk and chair of Michael's father, Vito Corleone. We HEAR, over this, very faintly a funeral dirge played in the distance, as THE VIEW MOVES SLOWLY CLOSER to the empty desk and chair.

DISSOLVE TO:

EXT. A SICILIAN LANDSCAPE - FULL VIEW - DAY

We can barely make out the funeral procession passing over the burnt-brown of a dry river bed. The figures move slowly, seemingly from out of hundreds of years of the past.

The MUSICIANS walking unsteadily on the rocky bed, their instruments harsh and blaring.

They are followed by six young peasant men, carrying the crude wooden coffin on their shoulders. Then the widow, a strong large woman, dressed in black, and not accepting the arms of those walking with her.

Behind her, not more than twenty relatives, few children and paisani continue alone behind the coffin.

Suddenly, we HEAR the shots of the lupara, and the musicians stop their playing. The entire procession scatters in odd directions along the rocky river bed.

The young men struggle with the burden of the heavy coffin, throwing it out of balance and nearly crashing to the ground. We hear a woman SCREAMING:

WOMAN

(Sicilian)

They've killed young Paolo! They've
killed the boy Paolo!

EXT. SICILIAN LANDSCAPE - MED. VIEW - DAY

across the slain body of a fourteen year old boy, lying on the parched ground. In the distance we see four or five of the mourning women, the wind blowing their black dresses and veils, running up to the body of the boy. They begin to wail, and cry out in anguished Sicilian, as the widow, the mother of the murdered boy, holds her child in her arms, his fresh blood wetting her strong hands.

EXT. BARONIAL ESTATE - TIGHT MOVING VIEW - DAY

A boy, eight or nine, with wide, frightened eyes, being pulled quickly by the hand. This is VITO ANDOLINI, who is to become The Godfather.

The VIEW ALTERS revealing that he is being pulled along by his Mother, the Widow, across a field leading to the ornamental gates of a Baronial Estate of some forgotten Noble.

At various positions near the gates are men with shotguns, or lupara. The gates are opened; and the Widow and her boy are shown before DON FRANCESCO, a man in his sixties. He wears his trousers with suspenders, and an open white shirt sloppily tucked in over his enormous belly. He wears a hat to protect him from the white-hot sun, and proudly displays a gold watch and chain over his vest.

He sits in a chair, near a group of his men in the garden, listening to the Widow, who stands before him with her only son.

WIDOW

(Sicilian)

Don Francesco. You murdered my husband, because he would not bend. And his oldest son Paolo, because he swore revenge. But Vitone is only nine, and dumb-witted. He never speaks.

DON FRANCESCO

(Sicilian)

I'm not afraid of his words.

WIDOW

(Sicilian)

He is weak.

DON FRANCESCO

(Sicilian)

He will grow strong.

WIDOW

(Sicilian)

The child cannot harm you.

DON FRANCESCO

(Sicilian)

He will be a man, and then he will come for revenge.

As she pleads, the Widow moves closer to the Don, until she has practically thrown herself to her knees before him.

WIDOW

(Sicilian)

I beg you, Don Francesco, spare my only son. He is all I have. In the name of the Holy Spirit, I swear he will never be a danger to you...

Suddenly, she reaches under her skirt, where she has hidden a kitchen knife.

WIDOW

(continuing)
But I will kill you myself!
(she lunges at the
Mafia chieftain)
Vitone, go!

The boy runs as fast as he can out through the gates. Then there is a lupara blast. He turns, and sees his Mother flung a distance of five feet from the short range of the terrible blast of the shotgun. Then he sees the men turn their attention to him. One fires at him; but the boy is quick, and disappears into a grove of olive trees.

EXT. STREETS OF CORLEONE - NIGHT

Two men roam the deserted streets of Corleone, carrying lupare. Every so often, they stop, and one shouts in a loud, almost singsong voice, like a fish peddler. Their names are MOSCA and STROLLO.

MOSCA

(Sicilian)
Our Friend promises misery to
anyone who harbors the boy Vito
Andolini.
(he turns and shouts
in the other direction)
Our Friend promises misery to
anyone who harbors the boy Vito
Andolini.

INT. A HOUSE - NIGHT

A family quietly eats their dinner. The father is the local policeman, as indicated by his uniform jacket and gun, hanging nearby.

STROLLO

(Sicilian, O.S.)
Our Friend will be hard with any
family who gives help to Vito
Andolini.

One of the children looks up, about to speak. But the father sternly indicates that nothing must be said. They go on with their dinner.

EXT. THE STREETS OF CORLEONE - FULL VIEW - NIGHT

The men continue walking up and throughout the streets, far in the distance.

MOSCA

(Sicilian O.S.)
...misery to any family who harbors
the boy, Vito...

INT. A BARN - NIGHT

Four little girls watch with wide eyes as their mother and father bind Vito tightly in swaddled cloth, and then lift him up to the side of a mule; counter-balancing a heavy load of firewood. The father looks at the boy's almost stoically calm little face.

FATHER

(Sicilian)

Vito...We pray for you.

He pulls the fabric over the boy's face.

MOSCA

(Sicilian O.S.)

...Andolini...

STROLLO

(Sicilian O.S.)

Our Friend promises misery to any family...

EXT. THE CHURCH PLAZA - NIGHT

The men continue on their night-walk, up to the plaza of the church.

STROLLO

(Sicilian)

...who harbors the boy Vitone Andolini.

The figure of a single man on a mule passes them.

MOSCA

(Sicilian)

Let no one give help to the boy Vito Andolini...

The man on the mule makes his way out of the village and disappears into the distance.

We begin to hear, very quietly, the Waltz repeated once again.

EXT. STEAMSHIP - CLOSE VIEW ON VITO - DAY

huddled in blankets, on the deck of the ship in Steerage. He does not say a word. The Waltz grows louder as the VIEW ALTERS, revealing the hundreds of immigrant families huddled together with all their earthly possessions on their way to America.

Then, suddenly, the Waltz stops.

THE NEW YORK HARBOR - DAY

SILENCE. We glide past the Statue of Liberty.

VIEW on the IMMIGRANTS standing on shipboard silently; looking. Vito is standing with them, his eyes wide.

CAMERA MOVES IN on the statue, then MOVING PAST, on to the beautiful buildings of Ellis Island.

EXT. ELLIS ISLAND - DAY

A tugboat pulls a barge brimming with immigrants into the Ellis Island harbor. Uniformed officials of the Immigration Service load them up toward the main building.

INT. ELLIS PROCESSING HALL - DAY

The hundreds of immigrant families sit on rows of benches in the great hall. Various painted lines lead to the steps and processing rooms above.

There is the babble of many interviews going on simultaneously, uncertainly, in different languages.

Vito is bundled in an old coat, with a large tag pinned on it: "Vitone Andolini -- Corleone, Sicilia."

He stands, moves up in the line, when several other immigrant boys, older than he, rush up and push him back in the line. Weak from the trip, he falls to the floor. The boys laugh, derisive in a language he cannot understand. He struggles to his feet, lifting his makeshift bags; staring at them in an icy hatred.

INT. PROCESSING ROOM - DAY

Three or four interviews are crowded into the small room; they are conducted in English. From the expression on Vito's face, and from the fragmented of the English, we realize that he doesn't understand a word of it.

OFFICIAL

(English)

What is your name?

The man waits, impatiently.

OFFICIAL

Your name?

Vito doesn't answer. The Official pulls the tag pinned onto his coat and copies to down on his form, using a typewriter.

OFFICIAL

(speaking as he types)

Vito...Corleone. Step up, over there.

He hands the form to another official.

CLOSE VIEW on the form. The name has been entered as Vito Corleone.

INT. MEDICAL EXAM - DAY

Vito is stripped to the waist, as other immigrants wait.

The DOCTOR is just finishing his examination. He shakes his head, and then writes on the medical form.

DOCTOR

Can you understand me?

Vito stares blankly.

DOCTOR

You understand? Smallpox. Smallpox.

He doesn't understand. The doctor turns to the Immigration Official.

DOCTOR

Quarantine...six months.

UNDERGROUND PASSAGEWAY - MOVING VIEW - DAY

Officials move a group of immigrant men, including Vito, to the quarantine section of the Island.

INT. QUARANTINE HALLWAY - DAY

The official stops at each doorway, and reads off a name.

OFFICIAL

Salvatore Ormenta.

The man moves into the room, and the group proceeds.

OFFICIAL

Vito Corleone.

No one responds. The guard moves to the boy, reads his new name tag. And then, not unkindly:

GUARD

That's you.

He opens the door, and Vito enters the room.

EXT. THE STATUE OF LIBERTY - DAY

The VIEW slowly begins to pull back, revealing this to be the view from inside the quarantine cell, where Vito stands on his bench, looking out to the statue through the barred window.

Then he turns, and sits in the corner. He is silent for a long time.

Then, in a sweet, pure voice, he sings to himself in Sicilian.

DISSOLVE TO:

INT. CATHOLIC CHURCH - MOVING CLOSE SHOT - DAY

A nine year old boy, dressed immaculately in white, with a large white silk bow tied to his shoulder, moving slowly down the aisle of the church with a group of other children dressed in white. He has dark black hair, and his face is unmistakably similar to young Vito's. He moves slowly, his hands clasped around a golden missal. We HEAR only the pure voice of Vito in Sicilian, his sad song reaching out from the past, as ANTHONY CORLEONE, his Grandson, moves on the way to his First Holy Communion more than fifty years later.

FULL VIEW

The little children move in procession down to the Altar, where the PRIEST raises the Host, and performs the Communion Mass in Latin.

PRIEST

Ecce Agnus Dei, ecce qui tollit
peccata mundi.

MOVING VIEW ON THE PRIEST

and Altar boys, as he moves along the row of kneeling children, blessing them, and administering their first Communion.

CLOSE MOVING VIEW

as the innocent faces receive the Host; finally, the Priest comes to Anthony.

PRIEST

Corpus Christi.

ANTHONY

Amen.

EXT. LAKE TAHOE ESTATE - DAY

The lawns of this great estate on the shore of Lake Tahoe are covered with guests of a wonderful party to honor the First Holy Communion of Anthony Corleone, the son of Mr. and Mrs. Michael Corleone. A full dance orchestra plays music of the times on a pavilion bandstand built especially for the occasion. Speedboats roar through the water, pulling youthful waterskiers; and the pool and private harbor are filled with laughing, swimming guests. It is Fall of 1958.

MED. VIEW

Anthony, in his Communion suit sits alone at the table, looking like a lonely young Prince.

KAY (O.S.)

Smile, Anthony. Smile.

He does, and a flash goes off.

PHOTOGRAPHER (O.S.)

Now, one with the whole family.

KAY (O.S.)

Mr. Corleone can't right now...

KAY CORLEONE enters from the side, leading her four year old daughter, MARY, and MAMA CORLEONE to pose with Anthony.

KAY (O.S.)

...but we'll get one with the ladies.

PHOTOGRAPHER

All together now, c'mon, Anthony...
CHEESE and
(flash)

KAY

Thank you.

She smiles as she leaves the photographer, and then lets out a weary sigh to Mama, as she touches the slightly protruding belly.

KAY

Do you think it'll show in the picture?

MAMA

Two months never shows. Two months look like you had a big lunch.

VOICE (O.S.)

Oh, Mrs. Corleone.

A slender, aristocratic WOMAN in her late forties is waving to KAY.

MRS. BARRETT

Hello, Mrs. Corleone. I'm Fran Barrett, our place is just down the lake. This is my husband, Marshall.

KAY

I'm so happy you could come.

MR. BARRETT

The place is transformed. We've been watching workmen come and go all summer.

MRS. BARRETT

Where is Mr. Corleone?

KAY

A business meeting ran late...but he promised he wouldn't be long.

Kay puts her arm around little Anthony's shoulder.

KAY

This is our son Anthony Vito Corleone. Today he made his First Holy Communion.

EXT. TAHOE GATE AND KENNELS - DAY

A confusion of cars; arriving and parking. The squad of parking attendants are supplemented by a whole team of the local Police, working as high-class parking valets.

A very beautiful, statuesque woman, though slightly drunk, DEANNA DUNN, slams the door of a powder blue Mercedes and hurries barefoot through the great stone gate.

DEANNA

I will not shut my mouth, and keep your Goddamn hands off of me!

She is followed by a harried, FREDDIE CORLEONE, dressed with flash in the Hollywood style, and carrying her shoes in his hands.

FREDO

Honey! Wait a minute; let's go for a drive.

DEANNA

I just had a drive; besides, I want to see my brother-in-law Michael.

FREDO

(trying to get her to
put her shoes on)
Yeah, but I don't want him to see you.

Deanna pauses reflectively a moment, allowing Fredo to get her shoes on.

DEANNA

What beats me, is how you guys could be brothers. You musta been

your Mother's rotten egg.

She kicks off the shoes, giggling, and runs toward a waiter.

DEANNA

(lifting a glass of champagne)
Young man, young man...thank you,
young man.

WAITER

(impressed)
Excuse me, but aren't you...

DEANNA

Yes, you saw me in the movies, Good
Humor man, and yes, I had more off
than my shoes!

FREDO

Goddamn bitch.

DEANNA

Relax, Freddie honey. Come dance
with me.

She extends her hand to him.

FREDO

Listen, Michael's got a lot of nice
people here. Friends of Kay's.
He'll never forgive me if you ruin
his party.

DEANNA

I hate to see you cringe in front
of him. How come you're so scared
of your own kid brother?

FREDO

He's the head of the family.

Disgusted, she turns around, and heads toward the music.

DEANNA

Don't follow me!

EXT. TAHOE LAWN AND TABLES - MED. SHOT - DAY

Rushing through the tables, waving an arm jangling with gold
jewelry, and carrying several gift-wrapped packages, is a
hardened and aging CONNIE CORLEONE. She is followed by a
blond, and wrinkled-handsome escort named MERLE.

CONNIE

Mama...Mama! Here I am!

She throws her arms around her Mother, who returns the

affection somewhat reproachfully.

MAMA

Constanzia. We expected you last week; we sent the car to pick you up at the airport last week.

CONNIE

I know, it was chaos; but anyway, here I am one week late.

(lifting a shiny
green package out of
Merle's arms)

This is for my Mama. You remember Merle?

MAMA

(not giving him a
chance to greet her)
Yes, thank you.

CONNIE

How are the kids?

MAMA

Well, thank you, they asked for you all week.

CONNIE

I got surprises for everybody!

MAMA

(glancing at the wrapping)
Bought at the airport.

CONNIE

(gazing about)
This is swell. Where's Michael?
I've got things to get straight
with him and I can't wait on line.

MAMA

You go see your children first, and then you wait to see your brother like everybody else.

EXT. THE BOATHOUSE - DAY

A porch-like foyer of the boathouse, where a group of five or six men wait, some nervously. Some sit, and some pace.

MED. CLOSE VIEW

on one of these men, FRANKIE PENTANGELI, approaching his sixties, with gray hair (the little of it left). He's a bit scruffy, this morning's shave of his white beard is not perfect, and he seems tired. He is accompanied by an

associate-bodyguard, WILLY CICCI; thin and dark, and also dressed up for the occasion. Frankie tries to get the attention of one of the waiters; a college-groomed young man in white sports jacket and black bow-tie.

PENTANGELI

Hey, kid! You got any red wine?

WAITER

(offering the tray)
Only champagne and cocktails.

PENTANGELI

Forget it...

Finally, he sees someone he recognizes, Fredo, and shouts out in a husky voice:

PENTANGELI

Fredo! Sonuvabitch. You look great.

Fredo squints in his direction; finally recognizes him.

FREDO

Who's that? Pentangeli? Frankie "Five-Angels"...thought you were never coming West.

PENTANGELI

(affectionately)
Gotta check up on my boys. Hey, what's with the food? Some kid in a white jacket brings me a ritz cracker with some chopped liver. 'Canapes,' he says. I say, 'Can a peas, my ass, that's a ritz cracker with chopped liver.' Go get me a salami sandwich and a glass of wine or I'll send you and your white jacket to the dry cleaners!

They get a good laugh at this fresh breath of New York.

FREDO

Gee, Frankie, it's good to see you. Reminds me of old times.

PENTANGELI

You remember Willy Cicci, don't you, Freddie? We was all together with the old man Clemenza in Brooklyn... before...uh...

FREDO

We were all upset about that.

PENTANGELI

That's what I'm here to talk to your brother about. What's with him, I got to get a letter of introduction to have a 'sitdown'?

FREDO

(throwing his arm
around him)
C'mon, I see what I can do.

EXT. TAHOE PAVILION - MED. VIEW - DAY

The orchestra wears white summer sportcoats and black tuxedo slacks as they play a tango behind monogrammed music stands. A professional dance team, probably imported from Vegas, dance the tango for the excited guests.

INT. TAHOE BOATHOUSE - DAY

A large and very beautiful room overlooking the lake. It is dominated by an enormous bar, behind which stands ALBERT NERI, discreetly in the background.

MICHAEL CORLEONE sits on a large sofa, his back to us. Standing to one side is a tired and somewhat uneasy TOM HAGEN. Standing before Michael is SANDRA CORLEONE, Sonny's widow; her daughter, one of the twins, FRANCESCA CORLEONE, and a handsome young man of twenty, GARDNER SHAW.

SANDRA

Michael, this is Gardner Shaw. Francesca and he have been seeing each other for six months now. Gardner, this is Francie's Uncle Michael.

GARDNER

(a little nervous)
I've heard a lot about you, Mr. Corleone.

MICHAEL (O.S.)

Sit down. Francie.

The couple sit themselves on the sofa opposite Michael.

SANDRA

They would like to set an engagement date, and...

MICHAEL

Let them speak for themselves.

VIEW ON MICHAEL, calm, thoughtful. One can tell that he has special affection for his niece.

FRANCESCA

We love each other, Uncle Michael.
And, we want to be married. I came
to ask for your blessing.

There is a loud KNOCKING on the door; then Fredo's voice.

FREDO (O.S.)

Hey, Mike...guess who's here?

Neri goes to answer it, cracks the door open.

NERI

Not now, Freddie...

FREDO

Tell Mike Frankie 'Five-Angels' is
here.

NERI

Not now...

Neri closes the door, and Michael looks at the nervous young
man.

MICHAEL

Francesca is my oldest brother's
daughter. He died many years ago,
and ever since I've felt much more
of a father than an uncle. I love
her very much. I'm pleased and
impressed that you had the thought
to come to me before going on with
your plans. It shows me that
you're a considerate man, and will
be good to her. What are you
studying in college?

GARDNER

My major is Fine Arts, sir.

MICHAEL

How will Fine Arts support your new
wife?

GARDNER

It's embarrassing to say, sir, but
I'm a major stockholder in the
family corporation.

MICHAEL

(smiling)

Never be embarrassed by your wealth.
This recent contempt for money is
still another trick of the rich to
keep the poor without it.

(warmly)

Of course I give you my blessing.

Let's set the wedding soon...it
will be my pleasure to give the
bride away.

They all smile, and rise.

MICHAEL

(continuing)
...and take a few courses in
Business Administration just to be
on the safe side!

They laugh; Michael moves toward them. Francesca throws her
arms around him, and kisses her favorite uncle. The flushed
young man shakes his hand heartily.

FRANCESCA

Thank you, Uncle Michael.

They all take their leave; Michael turns to Hagen.

MICHAEL

Make her dowry impressive. He
comes from a family who still
thinks an Italian bride goes
barefoot.

EXT. TAHOE SWIMMING POOLS AND HARBOR - DAY

Francesca and Gardner are greeted by her twin sister and
their young friends, who squeal and embrace at the good news.
Someone throws someone in the pool, and life is good.

MED. CLOSE

Francesca kisses her Aunt Kay.

FRANCESCA

Uncle Michael is the greatest man
ever!

VIEW on Kay - happy for her niece.

INT. TAHOE BOATHOUSE - DAY

Michael sits in the darkened boathouse. Tom Hagen paces.
Michael is looking at photographs. Neri stands over him.

CLOSE ON MICHAEL

studying the pictures.

NERI (O.S.)

His name is Fred Vincent. He owns
a small pizza parlor in Buffalo...

CLOSE ON THE PICTURES

Snapshots of a middle-aged man, handsome, Italian. There is something familiar about him.

NERI (O.S.)

(continuing)

...American wife and two small kids.
We traced him and found that he's
in the country illegally, from
Sicily...

Michael looks at another picture. The same man. Only younger, and dressed in Sicilian shepherd's clothing. We remember him as FABRIZZIO...Michael's traitorous bodyguard in Sicily.

NERI (O.S.)

...came over around 1956. Sponsored
by the Barzini Family.

Michael puts the pictures down.

MICHAEL

It's him. Fabrizzio.
(almost to himself)
Revenge is a dish that tastes best
when it's cold.

NERI

How do you want me to handle it?

Michael glances at Hagen, who has been waiting in the room.

MICHAEL

Later. Tom?

Hagen brings him a folder; then, as Michael glances through it:

HAGEN

I've cleared it through the
Senator's chief aide, a man named
Turnbull. Turnbull's a heavy
gambler, and into us for over a
hundred grand, so I figure his
information is reliable.

Neri moves to the bar, to prepare Michael a drink.

HAGEN

The Senator can be set up; but he
thinks of himself as a clean
politician. So it's got to be on
terms he can live with: campaign
contribution, donation to a
charitable cause that he controls,
things like that. If he gets even

the inkling that you think you're buying him, he'll freeze up. Nevada's a funny state, they like things both ways here... All right. Turnbull says the Senator will be here at two-thirty, and he's been primed. He knows you'll want to meet with him alone, and he knows it's about the Tropicana's license. At any rate, he expects to be introduced around to some of the influential people here today, and generally treated as an ordinary guest. Just go light on him, Mikey, sometimes the biggest crooks don't like to think of themselves as crooks...

Michael glances at Hagen, as though that last remark was unnecessary.

HAGEN

I'm sorry; of course, you know that.

MICHAEL

Two-thirty. That gives me time to see my boy.

HAGEN

Connie's outside.

Michael doesn't want to see her.

HAGEN

I promised; she said it was urgent.

Michael nods.

MICHAEL

All right. Apologize to Pentangeli.

Neri opens the door; Hagen exits, and Connie steps in impatiently, followed by Merle.

MICHAEL

I said I would see my sister, alone.

MERLE

I think this concerns me too.
(taking a cigarette
from the dispenser)
You don't, do you?

Connie steps forward, kisses Michael on the cheek.

CONNIE

How are you, honey? You've met

Merle, haven't you. He was with me
in Vegas.

MICHAEL

I saw him with you.

CONNIE

We're going to Europe next week. I
want to get passage booked on the
Queen.

MICHAEL

Why do you come to me? Why don't
you go to a travel agent?

MERLE

We're going to get married first.

Michael is silent. Then he rises, and moves to the window
overlooking the lake.

MICHAEL

The ink on your divorce isn't dry.
Your children see you on weekends;
your oldest boy, Michael Francis...
was in some trouble with the Reno
police over some petty theft that
you don't even know about.

CONNIE

Michael...

MICHAEL

You fly around the world with lazy
young men who don't have any love
for you, and use you like a whore.

CONNIE

You're not my father!

MICHAEL

Then why do you come to me?

CONNIE

Because I need MONEY!

MICHAEL

(softly)

Connie, I want to be reasonable
with you. You have a house here,
with us. You can live here with
your kids...and you won't be
deprived of anything. I don't know
much about Merle; I don't know what
he does for a living; what he lives
on. Why don't you tell him marriage
is really out of the question; and

that you can't see him any more.
He'll understand. But if you
disobey me, and marry this pimp...it
would disappoint me.

CONNIE

It was my father's money; and I'm
entitled to what I need. Where is
Tom Hagen?

She turns angrily, leaving Michael standing face to face
with Merle.

MICHAEL

Are you finished?

MERLE

I think so.

MICHAEL

Then out.

Merle puts out his cigarette and leaves, quickly.

EXT. TAHOE PAVILION - FULL VIEW - DAY

The orchestra has struck up a "Paul Jones," where two
concentric circles of young people march in opposite
directions, until the music stops. Then they take whomever
is opposite them as their new dance partner.

VIEW ON THE HARBOR AREA

Francesca and her twin, Gardner and their elite young
friends roar out of the private harbor, to get up on the
water skis. We notice ROCCO LAMPONE, move along a path
leading to a separate and more private boathouse. A small
covered craft approaches, ties off, and a group of three men
step on to the pathway, shake hands with Lampone - and
follow him to the large boathouse where Michael conducts his
business.

CLOSE VIEW

Pentangeli has led Mama up to the dance floor, and is having
some difficulty with the orchestra.

PENTANGELI

I can't believe that out of thirty
professional musicians, not one of
you is Italian!

(as the musicians laugh)

C'mon, give us a tarantella.

He waves his hands, conducting, and singing. The piano
starts a vamp, the drums uncertainly join in. A clarinet
starts to play "Pop Goes the Weasel," and soon the rest of

the orchestra is playing that. They look to Pentangeli for approval. Disgusted, he goes back to his table, eating a handful of canapes.

INT. THE BOATHOUSE - DAY

Rocco ushers an older Italian, bundled up against the cold and wet of his boatrike, to Michael.

The man shows respect to Michael, who quickly indicates that Neri should get him a drink.

MICHAEL

Rocco, his friends must be hungry.
See what you can do, but I'd like
to keep them away from the guests.

The older man, JOHNNY 'BLUE BOY' OLA, gestures to his bodyguards, and they follow Lampone.

MICHAEL

You know my lawyer, Tom Hagen.
Johnny Ola.

OLA

Sure, I remember Tom from the old
days.

Tom shakes hands with Ola, remembering him, and his importance.

MICHAEL

Tom isn't going to sit in with us,
Johnny. He only handles specific
areas of the family business. Tom?

HAGEN

Sure, Mikey.

He gathers up some of his papers, as the three men remain silent, waiting for him to go before they talk. It's clear Tom doesn't want to be excluded.

HAGEN

If you need anything, just...

MICHAEL

Just tell Rocco I'm waiting.

Hagen nods and leaves. As soon as the door closes:

OLA

I just left our friend in Miami.

MICHAEL

How is his health?

OLA

Not good.

MICHAEL

Is there anything I can do; anything I can send?

OLA

He appreciates your concern, Michael, and your respect.

There's a KNOCK on the door; a moment, and then Rocco quietly enters and takes his place without disturbing the conversation.

OLA

The hotel's registered owners are one Jacob Lawrence, and Sidney Barclay, both Beverly Hills attorneys. In reality it's split between the Old Lakeville Road Group from Cleveland, and our friend in Miami. He takes care of others outside the country, you know who I mean. Meyer Klingman runs the store, and does all right, but I've been instructed to tell you, that if you move him out, our friend in Miami will go along with you.

MICHAEL

He's very kind, tell him it's appreciated. I'm sure it will be profitable all the way around.

OLA

He always makes money for his partners. One by one, our old friends are gone. Death, natural or not, prison, deported. Our friend in Miami is the only one left, because he always made money for his partners.

The door opens suddenly, and standing there in his white Communion suit, is Michael's boy Anthony. A moment later, Kay appears, and takes the boy's hand.

KAY

Anthony, Daddy's busy.

MICHAEL

(rising)

This is my boy, and my wife. Mr. John Ola of Miami.

KAY

I'm sorry, Michael. Senator Geary's here, and Mr. and Mrs. Barrett wanted to thank you before they left. Won't you join us, Mr. Ola?

MICHAEL

Mr. Ola's just leaving, Kay. Please tell the Senator I won't be a minute.

Pause; she stands there a moment.

MICHAEL

(continuing)

Kay.

KAY

Yes, Michael.

EXT. THE BOATHOUSE - DAY

Kay closes the door. It seems as though Michael has violated some sort of promise to her by having this man here today. She looks up toward the first boathouse.

WHAT SHE SEES:

The covered launch, and Ola's three bodyguards, eating while they wait.

MED. VIEW

Anthony runs away from her, heading toward the house.

KAY

Anthony!
(she runs after him)
Anthony, where are you going?

Moodily, the boy stops, turns, and walks back to his table of honor without answering her.

EXT. TAHOE TABLES AND PAVILION - VIEW ON THE PAVILION - DAY

The orchestra has taken its break; now two couples in formal dress are performing the Quartet from Rigoletto.

VIEW ON HAGEN

sitting by himself, a little down, having a drink. He's waiting for Michael to re-summon him. SANDRA, Sonny's widow, sits opposite him.

HAGEN

Where's my wife?

SANDRA

With Mama, putting the baby to sleep. Francesca's very happy. Michael was kind to her. She idolizes him.

(pause; she looks at a despondent Hagen)
The children are all out in the speedboat. I'm going to my house.

Sandra gets up, still an attractive woman, and walks alone to the back path that leads to her home on the estate.

VIEW ON THE PAVILION

The returned orchestra strikes a big, show-biz chord, intended to command the guests' attention.

The orchestra LEADER raises his hands for silence, and makes an announcement over the P.A. system.

MAESTRO

Ladies and gentlemen, a most distinguished guest would like to say a few words: Senator and Mrs. Pat Geary of the state of Nevada!

A big hand, as the smiling SENATOR introduces his WIFE by holding her arm up to the crowd, and then proceeds alone to the bandstand.

MED. VIEW

Michael stands with Kay and Mrs. Geary. The Senator's presence seems to be a statement of political and social status.

A little distance away, his beautiful son Anthony sits quietly, in an unmistakably morose mood.

INT. TAHOE - SANDRA'S HOUSE - DAY

We HEAR the applause and whistles echoing in the distance. Sandra stands in her bedroom, looking at the door. We SEE a photograph of SONNY, and also one of their wedding.

A moment goes by, and then Tom Hagen enters, closing the door behind him.

We begin to HEAR Senator Geary's amplified voice resounding over the lake. Hagen moves to Sandra. She takes him in her arms, comforting, holding his head against her full breast.

HAGEN

(quietly)
He doesn't want my help any more.

He doesn't need it.

SANDRA

We don't know that's true, he never said that.

HAGEN

I can feel it in the way he talks to me.

He moves to the dresser; pours himself a drink.

HAGEN

Just now when Johnny Ola showed up, he asked me to leave them alone. Ola is Hyman Roth's Sicilian contact. I was on the inside of ten, twenty meetings with him. But today Mike asked me to leave, like an outsider.

SANDRA

Talk to him. Tell him how you feel.

HAGEN

It's as though he blames me for the ground the family lost when I was Consigliere to Sonny.

Sandra pulls Hagen to her, and kisses him passionately on the mouth.

HAGEN

I love Michael, I want to help him, be close to him. I don't want to end up a third string lawyer making property settlements for the hotels.

Sandra knows he needs her. Slowly she begins to undress.

SANDRA

We have a little time now.

EXT. THE PAVILION - VIEW ON SENATOR GEARY - DAY

SENATOR GEARY

...my thanks, and the thanks of the young people of the State of Nevada, for this most impressive endowment...

(he holds a check in his hand)

...made to the University in the name of Anthony Vito Corleone. Thank you, Mr. and Mrs. Michael Corleone.

Applause. Senator Geary returns the microphone to the Maestro who adds:

MAESTRO

And now, the Nevada Boys' Choir
have prepared a special thank you
for Mr. Michael Corleone.

He turns to a small Choir Master, who leads the Boys' Choir
in a choral arrangement of "MR. WONDERFUL."

VIEW ON SENATOR GEARY

shaking hands with Michael, as Press Photographers snap
pictures, showing the check; showing a special award of
Gratitude from the State; Mrs. Corleone and Mrs. Geary; all
together; Michael and his son; Senator Geary and Michael's
son; and on and on. In the midst of this:

SENATOR GEARY

Where can we meet alone?

Michael indicates the boathouse a distance away, where Neri
seems to be waiting for them. Then Michael leans to Rocco:

MICHAEL

Find Hagen.

Rocco sets off; as more pictures are taken, and the:

BOYS' CHOIR

sings its lovely arrangement of "Mr. Wonderful."

INT. TAHOE BOATHOUSE - MED. VIEW - DAY

Michael, the Senator, Neri and Rocco make a group in the
dark, large room.

MICHAEL

It was very kind of you to come to
my home on this occasion, Senator.
My wife has been very concerned
with making a good impression on
the people who are our neighbors,
and your appearance here has made
her very happy. If I can ever
perform a service for you, you only
have to ask.

The door opens, and Hagen sheepishly makes his way in.

MICHAEL

My lawyer, Tom Hagen. He arranged
this all through your man Turnbull.

SENATOR GEARY

I thought we would meet alone.

MICHAEL

I trust these men with my life.
They are my right arms; I cannot
insult them by sending them away.

SENATOR GEARY

(taking out some medication)
Some water.

He addresses that to Neri, who resentfully goes to fetch the
Senator a glass of water.

SENATOR GEARY

Alright, Corleone. I'm going to be
very frank with you. Maybe more
frank than any man in my position
has ever spoken to you before.

Michael nods, indicating that he should do so.

SENATOR GEARY

The Corleone family controls two
major hotels in Vegas; one in Reno.
The licenses were grandfathered in,
so you had no difficulties with the
Gaming Commission. But I have the
idea from sources...

(takes the water from
Neri and swallows his pills)
...that you're planning to move in
on the Tropicana. In another week
or so you'll move Klingman out,
which leaves you with only one
technicality. The license, which
is now in Klingman's name.

MICHAEL

Turnbull is a good man.

SENATOR GEARY

Let's forget the bullshit, I don't
want to stay here any longer than I
have to. You can have the license
for two hundred and fifty thousand
in cash, plus a monthly fee equal
to five percent of the gross...

Michael is taken aback; he looks at Hagen.

SENATOR GEARY

...of all three Corleone hotels.

Hagen is frustrated; all his information was wrong.

MICHAEL

Senator Geary, I speak to you as a businessman who has made a large investment in your state. I have made that state my home; plan to raise my children here. The license fee from the Gambling Commission costs one thousand dollars; why would I ever consider paying more?

SENATOR GEARY

I'm going to squeeze you, Corleone, because I don't like you; I don't like the kind of man you are. I despise your masquerade, and the dishonest way you pose yourself and your fucking family.

VIEW ON HAGEN

glances at Michael.

VIEW ON MICHAEL

makes no outward reaction.

MICHAEL

(quietly)

We're all part of the same hypocrisy, Senator. But never think it applies to my family.

SENATOR GEARY

All right, then let me say you'll pay me because it's in your interests to pay me.

VIEW ON GEARY

rising.

SENATOR GEARY

I'll expect your answer, with payment, by tomorrow morning. Only don't contact me...from now on, deal only through Turnbull.

He is almost out the door.

MICHAEL

Senator...

(cold and calm)

...you can have my answer now if you'd like.

Geary turns back.

MICHAEL

My offer is this. Nothing...not even the thousand dollars for the Gaming Commission, which I'd appreciate if you would put up personally.

Geary returns Michael's hard look; then laughs and leaves. Slowly Michael turns to Hagen.

VIEW ON HAGEN

embarrassed at being so off the mark.

MICHAEL

It's all right, Tom, we'll talk later. Tell Frankie Pentangeli I'd like him to have dinner at my family table before we do business.

EXT. THE PAVILION - NIGHT

Now the light has faltered, and the young waiters have put up the night lights. The tables are all properly set for dinner, with candles on each one.

The orchestra is playing quiet, unobtrusive dinner music, and many of the guests have begun to help themselves to the impressive buffet, under a party tent.

MED. VIEW

Michael sits at a large table with Kay, his son Anthony, Mama, Hagen and TERESA, Connie and Merle' Fredo and Deanna, and Frankie Pentangeli.

MAMA

Cent' Anne.

This, the table of honor, all raise their glasses and repeat the toast.

DEANNA

What's 'cent' Anne?'

FREDO

A hundred years...it's a toast.

CONNIE

It means we should all live happily for one hundred years. The family. If my Father were alive, it'd be true.

MAMA

Connie.

CONNIE

Merle, have you met my sister-in-law Deanna?

DEANNA

What a pleasure, Merle.
(shaking hands)

MAMA

(Sicilian)
Those two are perfect for each other.

MERLE

What's that mean?

CONNIE

Mama!

PENTANGELI

(Sicilian)
Michael, in all respect, I didn't come three thousand miles for dinner.

MICHAEL

(Sicilian)
I know.

PENTANGELI

(Sicilian)
When do we talk?

MICHAEL

(Sicilian)
After dinner.

By now, the conversation has become exclusively Sicilian, with Merle and Deanna, looking from side to side like in a tennis match. Finally, Kay, to be polite:

KAY

Anthony, you were talking to Mr. Pentangeli?

ANTHONY

His name is "Five-Angels."

PENTANGELI

Yeah, the kid and me talked Sicilian.
A one-way conversation!

INT. TAHOE BOATHOUSE - NIGHT

Pentangeli is angry; but because it is Michael he is talking to, he keeps his voice low and represses his desire to shout.

PENTANGELI

Sure, Pete Clemenza died of a heart attack, but the Rosato Brothers gave it to him.

MICHAEL

We were all heartbroken at the news; but that wasn't cause to start a war.

PENTANGELI

Okay, now it's my family in Brooklyn; and I wanna keep up Clemenza's loyalty to you. But how can I run my family with you challenging my every move? You're too far from the street, Mike, the only way to reason with the Rosato Brothers is to whack 'em and whack 'em fast.

MICHAEL

You were unfair with them.

PENTANGELI

Says who?

MICHAEL

Clemenza promised Rosato three territories in the Bronx after he died, and then you took over and welched.

PENTANGELI

Clemenza promised them nothing, he hated the sonsuvbitches.

MICHAEL

They feel cheated.

PENTANGELI

Michael, you're sitting up here in the Sierra Mountains with champagne cocktails making judgment on the way I run my family.

MICHAEL

(suddenly in Sicilian)

Your family still carries the name Corleone, and you will run it like a Corleone!

PENTANGELI

(Sicilian)

And while I feed my family in New York, you put the knife in my back in Miami.

MICHAEL

(firm)

Frankie, you're a good old man, and you've been loyal to my Father for years...so I hope you can explain what you mean.

PENTANGELI

The Rosatos are running crazy; taking hostages, spitting in my face, because they're backed by the Jew in Miami.

MICHAEL

I know. That's why I want you to be fair with them.

PENTANGELI

How can you be fair with animals? They recruit niggers and spicks; they do violence in their own Grandmother's neighborhoods. And everything is dope and whores; the gambling is left to last. Let me run my family without you on my back. I want them taken care of.

MICHAEL

No. There are things that I have planned with Hyman Roth. I don't want them disturbed.

PENTANGELI

You give your loyalty to a Jew over your own blood.

MICHAEL

Frankie, you know my father respected Roth, did business with him.

PENTANGELI

He did business...but he never trusted him.

Pentangeli takes his hat, and leaves.

NERI

Should he go?

MICHAEL

The old man had too much vino rosso, or he'd never talk openly that way. Let him go back to New York; I've already made my plans.

(he checks his watch)

It's late; I've spent so little

time at the party.

EXT. THE LAWNS AND TABLES - FULL VIEW - NIGHT

By now the sun has fallen and the lawns of the Corleone estate are lit by moonlight. Beautifully dressed couples dance as the orchestra plays a foxtrot of the late fifties.

VIEW ON THE DANCE FLOOR

Deanna has been dancing with Fredo; she has gotten drunk and is teasing her husband by flirting with other men on the floor.

DEANNA

I wanta dance...whatsa matter with that?

FREDO

Dancing is alright; you're falling on the floor.

DEANNA

Whatsamatter, you don't want me to dance with him 'cause he's a man!

FREDO

Deanna, I'm going to belt you right in the mouth!

DEANNA

These Eye-ties are really crazy when it comes to their wives.

By now guests are starting to notice the disturbance; Michael is with Kay, and some friends; Rocco catches his eye.

DEANNA (O.S.)

Jesus, never marry a WOP, they treat their wives like shit.

VIEW on Kay, listening, embarrassed by her flashy sister-in-law.

VIEW ON FREDO AND DEANNA

Rocco passes by Fredo and whispers:

ROCCO

Freddie, Mike says take care of it, or I have to.

DEANNA

He's a friend of your brother!

Without another word, Rocco grabs firm hold of her and whisks her out of the crowd.

DEANNA

"Shuffle off to Buffa...
Shuffle off to Buffa...
Shuffle off to Buffalooooo..."

Freddie mops his forehead, and moves to Michael.

FREDO

Hey Mike, what can I say?

MICHAEL

Forget it, just go take care of her.

EXT. THE HARBOR DECK - NIGHT

A large group of Tahoe teenagers join the Corleone youngsters sitting around a large fire out by the harbor. Gardner and Francie, sitting arm in arm.

EXT. TABLE OF HONOR - MED. VIEW - NIGHT

Little Anthony, in his white suit, sitting alone.

EXT. MAIN GATE - NIGHT

A taxi pulls up, and is signaled over to the gate by a policeman carrying a torch flashlight.

Connie and Merle enter; Merle tips the cop, and the cab drives off.

EXT. DANCE FLOOR AND PAVILION - MOVING TWO SHOT - NIGHT

Kay and Michael dancing in the moonlight.

MICHAEL

How's the baby?

KAY

Sleeping inside me.

MICHAEL

Does it feel like a boy?

KAY

Yes, Michael, it does.

MICHAEL

I'm sorry about some of the people
I had to see today. It was bad
timing... but it couldn't be helped.

KAY

It made me think of what you told
me once. In five years, the
Corleone family will be completely

legitimate. That was seven years ago.

He has no answer for her; except that he loves and values her, and holds her tight, as they dance amid their guests, all dressed elegantly for the social event of the season.

The VIEW LOOSENS to show the entire, night-lit party.

DISSOLVE TO:

EXT. LAS VEGAS CHAPEL - MED. CLOSE VIEW - NIGHT

A Cadillac limousine waits for some people inside the tacky, Las Vegas marriage mill.

INT. THE CHAPEL - NIGHT

Some quiet, informally dressed couples wait in the rear of the chapel; some talking, others sitting nervously.

A single organ plays some standard wedding music.

The VIEW PANS up to the altar, where Connie and Merle, in the same clothing they wore to the Tahoe party, are being married by a Justice of the Peace.

The Justice goes through the bored, simple ceremony, and we begin to HEAR an echo of the waltz Connie danced with her father, when she was married all those years ago in Long Island.

EXT. THE TROPICANA - LAS VEGAS - MED. VIEW - DAY

A dark car pulls up to the glitter of the neon facade. Albert Neri, alone, leaves it to the parking valets, and moves quickly through the automatic doors, into the main casino. We still hear the CORLEONE WALTZ.

INT. THE TROPICANA - DAY

Albert Neri enters the room; glances around a moment, and then heads toward the crap table, where a short, middle-aged man, KLINGMAN, stands by the pit boss. Several security guards of the casino, are at their posts.

NERI

Are you Klingman?

KLINGMAN

Who's asking?

NERI

Where can we talk?

KLINGMAN

Right here.

NERI

I represent the interests of the Corleone family. We make the invitation to you to tie up your affairs and be out of the hotel by Monday morning.

KLINGMAN

Who do you think you're talking to?

NERI

You said you were Klingman.

KLINGMAN

You don't come in here, talk to an owner in Las Vegas like that.

NERI

You missed my point; you are no longer an owner.

KLINGMAN

Get out of my hotel.

Neri stands in front of him, smiling.

KLINGMAN

Boys, get him out of here.

Quickly, Neri moves toward Klingman, and slaps him hard several times in the face, knocking off his glasses... Red-faced, Klingman gets down on his knees to pick them up once, again. Glasses on, he looks to his guards.

WHAT HE SEES

They stand, motionless.

VIEW ON KLINGMAN

Humiliated, Klingman moves across the casino floor, past a few interested gamblers, and his own people. Neri slowly follows.

INT. SHOWROOM - MED. VIEW - DAY

A typical, Lido de Paris type of show is in rehearsal, as Klingman backs into the showroom.

HIS VIEW

Neri keeps coming.

VIEW ON KLINGMAN

realizes that no one will help him. He finally capitulates.

KLINGMAN

All right! All right, I'll be out.

Neri keeps moving, then heads past the terrified man, sits down at a table, and looks up at the stage.

NERI

(to the staring performers)
Keep it going.

EXT. A STREET IN BUFFALO, NEW YORK - NIGHT

The neon lights that spell out "FRED'S PIZZERIA" go out; after a moment a man in an overcoat steps out, and turns to lock the door of his restaurant. The Corleone Waltz continues over this. He turns.

MED. CLOSE VIEW

FRED VINCENT, whom we remember as the Sicilian Fabrizzio. He moves toward his parked car. Gets in.

MED. LONG VIEW

The starter turns, and the automobile blows in a great explosion.

DISSOLVE TO:

EXT. THE TAHOE ESTATE - NIGHT

The waltz continues over the VIEW of the empty, but still illuminated pavilion. There is the debris of the great party spread over the grounds, which a silent crew of workmen are at work cleaning up,

MED. VIEW

Michael walks alone, followed by two of the family dogs, Irish Setters.

He walks to the water line, and looks out across the lake. He picks up a stick, and throws it for the dogs; who go scampering after it.

We notice that a respectful distance away, there are bodyguards watching every move he makes.

CLOSE VIEW ON MICHAEL

looking across the lake. There is much on his mind. The SOUND of the waltz, begins to segue into the echoed music and laughter of an old Italian Music Hall from the past.

DISSOLVE TO:

INT. NEW YORK THEATRE - 1915 - NIGHT

VITO CORLEONE is a shy young man of 23, holding his hat in his hand, being led down the crowded aisle of this Italian Vaudeville theatre by an energetic and fulfilled GENCO ABBANDANDO, his friend in America. This entire sequence is played in Sicilian.

GENCO

Come on, you've got to see her!

VIEW ON THE STAGE

A tattered melodrama is in progress in Neapolitan. The sets are two-dimensional, and flap whenever there's an entrance or exit.

The hero, PEPPINO, is weeping as he sings about how he's left his Mother in Italy, while he is in this new country, America.

VIEW ON THE AUDIENCE

All poor, Italo-Americans. Genco finds a few seats, and leads Vito to them, stepping on a few shoes in the process. They have barely come to their seats, when an excited Genco nudges Vito, and points to the stage. People shout that they should sit down.

VIEW ON THE STAGE

There is a knock on the door, and a young girl enters, delivering a letter to Peppino in his tenement in America. The girl is pretty; and obviously the object of Genco's affection. The letter brings bad news. Peppino's Mother is dead. He weeps, and sings the final song, which most of the audience knows: SENZA MAMMA.

VIEW ON THE AUDIENCE

Genco is enthralled with the young actress. The people in the audience are singing along with Peppino.

VIEW ON THE STAGE

The actress, object of Genco's affection, makes a dramatic exit.

VIEW ON THE AUDIENCE

Genco pulls on Vito's jacket, indicating that now that his love is offstage, they should leave. Vito rises with him, and they make their way all the way down the aisle.

INT. BACKSTAGE THEATRE - MOVING VIEW - NIGHT

Genco hurrying down the backstage corridor, hoping to catch

a glimpse of the actress. He is followed by Vito. Suddenly, Genco stops short.

GENCO'S VIEW

A heavy-set, fierce looking Italian wearing an expensive light-colored suit and a cream colored fedora. This is FANUCCI. He is discussing a business matter with the theatre IMPRESARIO; a large, strong looking man, who is sweating nonetheless. He doesn't seem to be giving in to Fanucci. He holds a locked strongbox.

VIEW ON VITO

watching. The two men argue in Italian.

MED. VIEW

The young ACTRESS crosses into the area, unaware of the difficulties. The impresario sees her, and frightened, motions that she should keep away.

IMPRESARIO

Carla!

But Fanucci grabs her easily by her slender wrist, and with lightning speed, produces a knife which he holds against her cheek. The impresario wrings his hands in agony.

IMPRESARIO

(Sicilian)

No...please, not my daughter.

Whereupon he begins to unlock the box which holds the receipts for the night's box-office.

VIEW ON GENCO AND VITO

hiding, watching. At first, Genco is enraged, as though he would rush up to help his enamorata.

GENCO

(Sicilian)

The Black Hand.

Then he backs away. Vito looks at him shocked and disappointed in this cowardly behavior. Genco shakes his head, and points, as though to say that where Fanucci is concerned, there is nothing to be done.

GENCO

(Sicilian)

(whispered)

Let's get out of here.

VIEW ON FANUCCI

has released the girl. Her father pulls her away from him, and slaps her for no reason; then he pays Fanucci.

FANUCCI

(Sicilian)

Because you protested, it will cost a hundred more.

EXT. NEW YORK ALLEY - NIGHT

Genco and Vito; Genco leans against the wall, breathlessly, as though he's had a near escape.

GENCO

(Sicilian)

I know what you are thinking, Vitone, but you don't understand yet how things are. Fanucci is of the Black Hand. Everyone in the neighborhood pays him, even my father.

VITO

(Sicilian)

He's an Italian?

GENCO

(Sicilian)

A pig of a Neaponitan.
(spits)

VITO

(Sicilian)

Why? Why does he bother other Italians?

GENCO

(Sicilian)

Because he knows them; he knows they have no one to protect them. Vitone? What do you think of my angel?

VITO

(Sicilian)

Beautiful.

GENCO

(Sicilian)

Beautiful.

VITO

For you, she is beautiful. For me, there is only my wife!

GENCO

I know. That's why I brought you
with me!

Genco embraces his good friend, and they laughingly walk
down the alley.

The stage door opens, and Fanucci exits, a sinister figure
in white, moving down the alley just in front of them, into
the night.

The two friends hold their breath, until he disappears.

EXT. NEW YORK STREETS - MOVING VIEW - DAY

Vito moves through the street, carrying groceries that he is
to deliver.

It is cold, and so vendors are huddled around fires they
have lit in old cans and drums.

He turns up an alleyway, and then stops.

VIEW UP THE ALLEY

With great strength, Fanucci lifts one of them up into the
air and throws him down hard to the concrete; but another,
holding onto his back, manages to produce a switchblade
knife and awkwardly reaching around from behind the moving
man, slits Fanucci's throat from one side to the other.

Fanucci groans like some great hurt animal. Blood pours
from the deep, smile-like slit in his throat.

He throws the young man off his back.

VIEW ON VITO

stepping back in the alley.

VIEW ON FANUCCI

He takes off his white fedora, and runs down the alley
toward Vito, catching the flowing blood in his hat.

The young attackers scurry off in various directions.

INT. ABBANDANDO GROCERY STORE - DAY

A tiny shop featuring imported food: trays of cured meats,
prosciutto, copagole, mortadella lies on the counter covered
with netting to keep away the thousands of flies.

Olive oil is sold in bulk, as well as wine, cheese and bacala.

Genco works here for his father, and is busy slicing paper
thin prosciutto for a customer, by hand. Vito works in the
back as a stock clerk.

Finished with his customer, Genco moves to his friend.

GENCO

(Sicilian)

I bet you can't guess what happened?

VITO

(Sicilian)

What?

GENCO

(Sicilian)

Some guys from Ninth Avenue jumped Fanucci today; slit his throat from ear to ear.

VITO

(Sicilian)

No, I didn't know. Is he dead?

GENCO

(Sicilian)

Nah. Those guys aren't murderers. They wanted to scare him, that's all. Make him look bad.

VITO

(Sicilian)

In Sicily, when you attack a man, you had better finish him.

GENCO

(Sicilian)

I wish they had. He takes fifty dollars a week from my father's cash drawer. But you can't kill a man like Fanucci.

VITO

(Sicilian)

Why?

GENCO

(Sicilian)

Because he's what we say... "connected"... You wait, see what happens to those guys from Ninth Avenue.

A customer enters; and Genco moves away to serve him.

CLOSE VIEW ON VITO

recalling what he had seen and thought.

EXT. NEW YORK ALLEYWAY - MED. VIEW - NIGHT

A young man, one of those who had tried to kill Fanucci, runs down an alleyway, breathlessly. Then he stops, and looks behind himself. Whoever was following him is gone. He turns and walks ahead. Then the mammoth, white-suited figure of Fanucci leaps down before him from the fire-escape. He grins at the young man, and then raises his neck, showing the gruesome wound that marks his throat.

He takes out his pistol and fires point-blank at his attacker.

INT. TINY TENEMENT - FULL VIEW - NIGHT

The very small, railroad type flat where Vito lives with his new family.

It is late at night, and he is exhausted.

He returns home; where his young wife, CARMELLA, goes through the silent ritual of preparing a simple meal for him. He sits and eats quietly.

INT. TENEMENT ROOM - NIGHT

Vito and Carmella enter the darkened bedroom, and approach a metal crib. Vito reaches down and takes the small hand of the baby between his thick peasant fingers. Carmella waits a respectful distance behind him.

INT. ABBANDANDO GROCERY - DAY

The shop bell RINGS; SINGER ABBANDANDO turns to see a smiling Fanucci tipping his hat, like an old customer.

FANUCCI

Buon giorno.

Immediately, Vito turns back to his work, and Signor Abbando moves to Fanucci with a sigh.

Vito notices the two men talking quietly at one side of the store, while he goes about his work. Genco works his way closer to his friend.

GENCO

(Sicilian)

What did I tell you. The one who cut him was found in an alley. And the family of the others paid Fanucci all their savings to make him forswear his vengeance.

VITO

(Sicilian)

(surprised)

And he agreed?

GENCO

(Sicilian)

He took the money. Now he wants
double from everybody in the
neighborhood, including Papa.

Vito watches the heated, but inevitable transaction.

VITO

(Sicilian)

(almost to himself)

A real mafioso doesn't sell his
vengeance.

MED. VIEW

Signor Abbando seems to be arguing with Fanucci, and
every so often they turn and relate to where Vito is working.
Then Fanucci leaves, the little bell RINGING; and Signor
Abbando reluctantly moves to Vito.

SIG. ABBANDANDO

(Sicilian)

Vitone. How is your son?

VITO

(Sicilian)

We are all well.

It is clear that he has something difficult to tell the
young man.

SIG. ABBANDANDO

Vitone...I...Fanucci has a nephew.

Vito looks at him a while, as the old man struggles to tell
him.

VITO

(Sicilian)

And you must give him my job.

The old man nods, regretfully.

VITO

(Sicilian)

You have been kind to me since I
was a boy; taken care of me, and
been as a father. I will always be
grateful to you. Thank you.

Vito takes off his apron, and leaves, passing the youth who
loiters by the counter.

EXT. THE STREET - DAY

making his way from the store.

SIG. ABBANDANDO

(Sicilian o.s.)

Vitone!

He turns, and Abbando has followed him out of the shop, holding a basket of some groceries.

SIG. ABBANDANDO

Here...for your family.

VITO

No...please understand...I cannot accept.

INT. VITO'S TENEMENT - MED. VIEW - NIGHT

Vito and his wife sit quietly at the table; the two are quiet and sad.

Suddenly, we HEAR a noise, and Vito is astonished to see a young man, PETER CLEMENZA, leaning out of the window on the other side of the air shaft which separates their apartments.

CLEMENZA

Hey Paisan! Hold this for me until I ask for it. Hurry up!

Automatically Vito reaches over to the empty space at the air shaft, and takes the bundle of rags. Clemenza's round face is strained and urgent, obviously in some kind of trouble. Suddenly, he closes the window and there is activity that we cannot see in the other apartment.

Vito looks to his wife, and then closes the window and window dressing and takes the bundle into a private part of his kitchen and begins to unwrap it.

WHAT HE SEES:

Five oily guns. He immediately wraps them again, and carries them to a private closet, and hides it, and returns to his wife. He sits down back at the table; and she knows not to ask him what has happened.

EXT. NEW YORK STREETS - DAY

Vito is walking through the crowded streets with a group of workmen; they all wear work clothes, and paper hats on their heads.

Vito looks to his left, and realizes that Clemenza is walking silently with him; by contrast, Clemenza dresses well.

CLEMENZA

(Sicilian)
(casually)

Do you have my goods still?

Vito nods.

CLEMENZA

(Sicilian)

Did you look inside?

Vito, his face impassive, shakes his head 'no.'

CLEMENZA

(Sicilian)

I'm not interested in things that
don't concern me.

INT. DOWNTOWN ITALIAN SOCIAL CLUB - DAY

Vito and Clemenza drinking wine; they've become friends.

CLEMENZA

(Sicilian)

I have a friend who has a fine rug.
Maybe your wife would like it.

VITO

(Sicilian)

We have no money for a rug.

CLEMENZA

(Sicilian)

No. He would give it away. I know
how to repay a consideration.

Vito thinks, then nods.

VITO

(Sicilian)

She would like it.

INT. HALLWAY WEALTHY APARTMENT BUILDING - DAY

The two men proceed up the hallway; Vito is impressed with
the opulence.

VITO

(Sicilian)

Your friend lives in a fine building.

CLEMENZA

(Sicilian)

Oh yes, the very best.

Clemenza knocks on the door as though he is well known here;
then rings. No answer.

CLEMENZA

(Sicilian)

Ah, he's not at home. Oh, well, he wouldn't mind.

Quickly and expertly he takes out a tool and pries open the door.

INT. WEALTHY APARTMENT - FULL VIEW - DAY

Vito looks in awe at the luxurious apartment, which features a fabulous rich red wool rug.

Clemenza immediately moves some of the furniture away, and drops to the floor.

CLEMENZA

A little help.

Vito joins him, and the two begin rolling the rug. We HEAR a BUZZER RING. Clemenza immediately drops his side of the roll, and moves to the window. He pulls a gun from his jacket.

VIEW ON Vito watching. He moves so he can see out the window.

THEIR VIEW

A Policeman stands at the exterior door, waiting. He rings the buzzer again.

VIEW ON CLEMENZA

cocking his gun. Vito realizes that if the Policeman should pursue it any further he is a dead man. The Policeman gives up and leaves.

Clemenza puts away his gun.

INT. VITO'S TENEMENT HALLWAY - DAY

The two men run up the steps, laughing, carrying the fine rug.

INT. VITO'S TENEMENT - DAY

They are on their knees cutting the rug to fit the small room. Carmella watches, holding the baby SANTINO.

MED. CLOSE ON CLEMENZA

Like a professional, cutting quickly, with the proper tools. He sings as he works.

DISSOLVE TO:

EXT. DOWNTOWN WAREHOUSE - NIGHT

Clemenza knocks on the steel door of this downtown building. Vito waits with him, holding some packages; and another

youth, TESSIO, tall and thin and deadly waits with them.

The door is lifted, and they are greeted by a bright, middle-aged Italian named AUGUSTINO who leads them into a machine shop.

INT. MACHINE SHOP - NIGHT

CLEMENZA

(Sicilian)

Good, you waited for us.

Clemenza looks up on a higher level.

HIS VIEW

There is a nine year old boy, operating a drill press.

MED. VIEW

TESSIO

(Sicilian)

Who is he?

AUGUSTINO

(Sicilian)

My son, Carmine...it's all right.

The men then quickly open the packages they've brought; revealing gun, including a more sophisticated machine weapon.

Augustino takes them and expertly begins to clean and prepare them.

CLEMENZA

(Sicilian)

(to Vito)

Paisan Augustino was a gunsmith in the Italian army. We do each other favors.

AUGUSTINO

(Sicilian)

(while he works)

My boy is studying the flute. He plays very well. He helps me at night so we can buy him a silver flute someday. Now he has one made of wood. Carmine...play...play for my friends.

VIEW ON THE BOY

wide-eyed... he shuts off the press; and takes out a shabby wooden flute. And begins to play a simple and pure melody.

CLOSE ON VITO

listening.

CLOSE ON AUGUSTINO

proudly smiling, as he prepares the machine gun.

CLOSE ON TESSIO

listening, smiling.

FULL VIEW

The men listening, as the boy's father prepares their guns.

EXT. WAREHOUSE AREA - NIGHT

Tessio and Clemenza quickly load racks of cheap dresses.

Vito sits behind the wheel of the truck. He seems reserved, and we get the impression that he is studying every move his two friends are making.

INT. TENEMENT STAIRS - DAY

Clemenza runs up a flight of stairs with an armful of dresses. He knocks on a door, and a pretty HOUSEWIFE answers.

CLEMENZA

(Sicilian)

Lady, I got a bargain on these dresses. Five dollars each. You gotta pay at least fifteen, maybe twenty in a store. Look at them, first class.

He holds the dresses up and the woman seems interested. She handles a couple of them and stands aside so Clemenza can enter her apartment.

WOMAN

(Sicilian)

I don't know which one I like best.

She holds the dresses against her body, Clemenza approving of each one; and then she goes to her purse and takes out five singles and gives them to him.

CLEMENZA

(Sicilian)

You'd look beautiful in all of these. You should buy at least two.

WOMAN

(Sicilian)

Are you kidding? My husband will kill me if he knows I paid five

dollars for one dress.

She holds one up, then another. She is torn. Clemenza shakes his head and straightens the dress on her body. His hand brushes her arm; she looks at him smiling.

CLEMENZA

(Sicilian)

You can have two for five.

She smiles back.

EXT. TENEMENT BUILDING - DAY

Clemenza jumps down the stairs, and out to the middle of the street, where Vito and Tessio are waiting in the car with some of the stock.

TESSIO

(Sicilian)

What took so long?

CLEMENZA

(Sicilian)

She couldn't decide.

Tessio and Clemenza each take more armsful of dresses and divide the neighborhood.

CLEMENZA

(Sicilian)

Vito, take the rest of the stock over to Dandine's warehouse; he'll move it to a wholesaler.

The three part. Vito drives the truck off.

MOVING VIEW

Vito drives the truck through the downtown streets; he turns a corner and stops for a light.

Suddenly, to his left, he sees the formidable figure of Fanucci.

He grabs young Corleone by the shoulder.

CLOSE VIEW ON FANUCCI

frightening, revealing the large circular scar, now healed.

FANUCCI

(Sicilian)

Ahhh, young fellow. People tell me you're rich, you and your two friends. Yet, you don't show enough respect to send a few

dresses to my home. You know I
have three daughters.

Vito says nothing. Fanucci thumbs through the stock.

FANUCCI

(Sicilian)

This is my neighborhood. You and
your friends have to show me a
little respect, ah? This truck you
hijacked was in my neighborhood.
You should let me wet my beak a
little.

Fanucci takes a few of the dresses.

FANUCCI

(Sicilian)

I understand each of you cleared
around six hundred dollars. I
expect two hundred dollars for my
protection and I'll forget the
insult. After all, young people
don't know the courtesies due a man
like myself.

Vito smiles at him and nods.

FANUCCI

(Sicilian)

Otherwise the police will come to
see you and your wife and children
will be dishonored and destitute.
Of course, if my information as to
your gains is incorrect, I'll dip
my beak just a little. Just a
little, but no less than one
hundred dollars, and don't try to
deceive me, eh paisan?

VITO

(Sicilian)

(quietly)

My two friends have my share of the
money. I'll have to speak to them
after we deliver these to the
wholesaler.

FANUCCI

(Sicilian)

You tell your friends I expect them
to let me wet my beak in the same
manner. Don't be afraid to tell
them. Clemenza and I know each
other well, he understands these
things. Let yourself be guided by
him. He has more experience in

these matters.

VITO

(Sicilian)

(shrugging innocently)

You must understand, this is all new to me...

FANUCCI

(Sicilian)

I understand...

VITO

(Sicilian)

But thank you for speaking to me as a Godfather.

FANUCCI

(Sicilian)

(impressed)

You're a good fellow.

He takes Vito's hands and clasps them in his own.

FANUCCI

(Sicilian)

You have respect. A fine thing in the young. Next time, speak to me first, eh? Perhaps I can help you make your plans.

Fanucci turns with the dresses draped over his arms, waving to Vito.

Vito throws the truck in gear, and drives off.

CLOSE VIEW ON VITO

We know that throughout this encounter he has seethed with an icy rage.

INT. VITO'S APARTMENT - MED. VIEW - NIGHT

His wife serves a dinner for her husband and his two friends. They discuss Fanucci as they eat.

TESSIO

(Sicilian)

Do you think he'd be satisfied with the two hundred dollars? I think he would.

CLEMENZA

(Sicilian)

That scar-faced bastard will find out what we got from the wholesaler. He won't take a dime less than

three hundred dollars.

TESSIO

(Sicilian)

What if we don't pay?

CLEMENZA

(Sicilian)

(gestures, it's hopeless)

You know his friends...real animals.
And his connections with the police.
Sure he'd like us to tell him our
plans so he can set us up for the
cops and earn their gratitude.
Then they would owe him a favor;
that's how he operates. We'll have
to pay. Three hundred, are we
agreed?

TESSIO

(Sicilian)

What can we do?

Clemenza doesn't even bother checking for Vito's opinion.

CLEMENZA

(Sicilian)

They say Fanucci has a license from
Maranzalla himself to work this
neighborhood.

VITO

(Sicilian)

If you like, why not give me fifty
dollars each to pay Fanucci. I
guarantee he will accept that
amount from me.

TESSIO

(Sicilian)

When Fanucci says two hundred he
means two hundred. You can't talk
with him.

VITO

(Sicilian)

I'll reason with him. Leave
everything in my hands. I'll
settle this problem to your
satisfaction.

Tessio and Clemenza regard him suspiciously.

VITO

(Sicilian)

I never lie to people I've accepted
as my friends. Speak to Fanucci

yourself tomorrow. Let him ask you for the money, but don't pay it, and don't in any way quarrel with him. Tell him you have to get the money and will send me as your messenger. Let him understand that you're willing to pay what he asks, don't bargain. I'll go to his house, and quarrel with him. He likes me; enjoys explaining how things are here. He uses ten sentences when he only needs one, so while he talks, I'll kill him.

Clemenza, irritated, makes a large belch, and washes his food down with wine.

CLEMENZA

(Sicilian)

Vitone!

(to Tessio)

Our driver has drunk too much wine.

TESSIO

(Sicilian)

(laughs at himself)

He's going to kill Fanucci.

CLEMENZA

(Sicilian)

(stern)

Then, after that, what? Joe 'Little Knife' Pisani; Willie Bufalino, maybe, Mr. Maranzalla himself, c'mon!

VITO

(Sicilian)

Fanucci is not connected; he is alone.

CLEMENZA

(Sicilian)

(sarcastically)

What? You read it in the papers?

VITO

(Sicilian)

This man informs to the police; this man allows his vengeance to be bought off... No, he is alone.

TESSIO

(Sicilian)

If you're wrong...

VITO

(Sicilian)
If I'm wrong, they will kill me.

Both Clemenza and Tessio are impressed with their young friend; his willingness to risk his life on his perception of the situation.

EXT. NEW YORK STREET - MED. VIEW - NIGHT

A ten piece Italian street band plays in front of the church to commemorate the first night of the Festa di San Gennaro. People swarm in crowds, delighted by the music, as out of the church four men carry the statue of San Gennaro down to the street.

MOVING VIEW

Clemenza moves along the booths that have been set up along the street: sausage cooking on an open fire; pork livers and sweetbeards. He stops for a sandwich, and makes an irritated gesture when the vendor expects to be paid. He crosses to a church-sponsored booth with a great Wheel of Fortune, and slaps a dollar on a number. Standing next to him is Vito; they embrace.

CLEMENZA

(Sicilian)
(quietly)
All three daughters are at church;
he is alone. It's important that
you let his neighbors see you leave.
Tessio has broken the latch on the
skylight of his building.

The wheel stops; they both lose.

CLEMENZA

(English)
See, Brother Carmello, even the
church makes numbers.

PRIEST

(English)
It's only the way we collect that's
different.

Vito has left while Clemenza jokes with the Priest.

EXT. FESTA STREET - NIGHT

Vito passes the booths of food, crossing toward a small and dark club.

INT. SOCIAL CLUB - NIGHT

We can still HEAR the crowds and music of the festa. Vito enters; the club is empty, except for the large white figure

sitting alone at a small table. Fanucci barely acknowledges Vito as he joins him.

Without a word, Vito counts out two hundred dollars on the table. Fanucci looks, then takes off his fedora and puts it on the table over the money.

FANUCCI

(Sicilian)

I think there's only two hundred dollars under my hat.

(he peeks)

I'm right. Only two hundred dollars.

VITO

(Sicilian)

I'm a little short. I've been out of work. Let me owe you the money for a few weeks.

FANUCCI

(Sicilian)

Ah, you're a sharp young fellow. How is it I've never noticed you before

(he takes the two hundred and pours some wine for Vito)

You're too quiet for your own interest. I could find some work for you to do that would be very profitable.

(he rises)

No hard feelings, eh? If I can ever do you a service let me know. You've done a good job for yourself tonight.

EXT. FESTA STREET - MED. VIEW - NIGHT

By now the musicians have left, but still families are walking the street, and stopping at the booths.

Fanucci stands there a moment; he is known by everyone, and considers himself highly loved.

Then Fanucci begins the walk through the festa, on his way home.

EXT. ROOFTOPS - MOVING VIEW - NIGHT

Vito silently moves along the rooftop; paralleling Fanucci's walk.

We HEAR the sounds of the festa, and every so often catch a glimpse of the patterned lights, and the crowds below.

EXT. FESTA STREETS - MOVING VIEW ON FANUCCI - NIGHT

walking through the crowded streets. The statue of San Gennaro is arranged in some midnight religious ceremony.

The VIEW LIFTS UP, to the rooftops.

EXT. THE ROOFTOPS - NIGHT

Vito makes the leap that separates two buildings; then crosses toward the large skylight in the center of the building.

EXT. THE STREETS - NIGHT

The procession in the streets is preceded by ten altar boys; and the glittering Monstrance, something of an altar carried out into the streets.

The priest begins this nocturnal service, as the crowds in the street kneel down in prayer.

INT. FANUCCI'S BUILDING - NIGHT

Fanucci unlocks the door to his building; we can HEAR the services in the background.

EXT. THE ROOFTOP - NIGHT

Vito tries the trap door on the roof; it is stuck firmly shut; despite Clemenza's instructions. He struggles with it, but no luck.

From the distance, the Choir begins to Latin. Vito moves around the skylight, to an identical trap, tries this one; it opens.

EXT. THE MONSTRANCE - MED. VIEW ON THE PRIEST - NIGHT

performing the services in Latin. The ten altar boys are in attendance.

EXT. THE ROOFTOP - NIGHT

Vito reaches down into the trap, and pulls out the newly oiled gun that has been left for him. He slides down into the building.

INT. FANUCCI'S HALLWAY - DOWN ANGLE - NIGHT

Fanucci proceeds up the staircase with loud, heavy steps. An OLD WOMAN on one of the flights sees him, and immediately moves to her apartment.

FANUCCI

(Sicilian)

What's the matter, Signora? You

don't say 'good evening'?

WOMAN

(Sicilian)

'Good evening,' Signor Fanucci.

She quickly disappears behind her door. Fanucci laughs, continues up, singing to himself. The MASS outside is always in evidence.

INT. HALLWAY - NIGHT

Vito climbs down from the attic, and finds Fanucci's rear door open. He slips in, and makes his way past the open windows, out of which pour the music and chanting of the Mass. Slowly and quietly he pulls them down, shut.

He moves quietly to a glass door, and peeks out.

WHAT HE SEES:

Three young women, Fanucci's DAUGHTERS, laughing and talking.

VIEW ON VITO

A slip up. Tessio had said they were out. He steps outside to the alley where he can look into the apartment.

ANOTHER VIEW

Fanucci opens the door of his apartment, and enters.

CLOSE VIEW ON VITO

He begins to wrap the gun.

VIEW ON THE DAUGHTERS

Their father greets them with a kiss; and a little religious gift he has bought for each.

CLOSE ON THE GUN

wrapped in this primitive method of a silencer. The VIEW TILTS to Vito, caught in the dilemma of having to kill all or none of them. Then something catches his eye.

WHAT HE SEES:

A small gray alley cat is attracted to the young man, comes up to him and rubs itself against him. Vito rubs the animal, speaking softly in Sicilian, then, gaining its confidence, lifts it up and carefully lets it into Fanucci's apartment.

He steps back, holding the gun. We HEAR some Italian shouted in the house; a loud sound from the cat, and some of

the thumping footsteps of Fanucci.

VIEW ON VITO

holding the wrapped gun, waiting.

WHAT HE SEES:

The white blob of Fanucci opening the door and cursing in Italian as he throws the cat out.

VIEW ON VITO

squeezing the trigger; the muffled, but still LOUD BLAST resounding in the building.

VIEW ON FANUCCI

He holds onto the door frame, trying to stand erect, trying to reach for his gun. The force of his struggle has torn the buttons off his jacket and made it swing loose. His gun is exposed but so is a spidery vein on the white shirtfront of his stomach. Carefully, as if plunging a needle into this vein, Vito Corleone fires a second bullet.

Fanucci falls to his knees, propping the door open, giving a terrible groan. We begin to hear the VOICES of girls inside the apartment.

Vito quickly opens his wallet, removes the two hundred, quickly fires one last bullet into Fanucci's sweaty cheek. Now the towel the gun was wrapped with catches fire, literally on Vito's hand; quickly he throws it to the ground, stamps it out...and disappears upward.

EXT. THE ROOFTOPS - MED. VIEW - NIGHT

Vito moves like a cat along the rooftops; we HEAR the conclusion of the Mass down below.

CLOSE ON VITO

Pausing; we can SEE the great spectacle of lights and candles on the streets below.

He empties the gun of bullets and smashes the barrel against the side of the roof ledge. He reverses it in his hand, and breaks the butt into two separate halves against the chimney. He smashes it again, and the pistol breaks into barrel and handle, two separate pieces.

He then moves along the rooftop, dropping the two separate fragments into various air shafts.

EXT. THE STREET PROCESSION - MOVING VIEW - NIGHT

The Priest, having completed the ceremony, follows as the

Monstrance is carried off through the streets, as the Choir sings.

EXT. THE ROOFTOPS - MOVING VIEW - NIGHT

Vito is a dark figure, moving with agility across the rooftops.

INT. FANUCCI'S VESTIBULE - MED. VIEW - NIGHT

The corpse that was Fanucci, stained with blood.

EXT. PROCESSION - CLOSE VIEW - NIGHT

The statue of San Gennaro, followed by the altar boys.

EXT. CORLEONE TENEMENT - MED. VIEW - NIGHT

Vito's wife; her baby and several friends and neighbors sit happily on the front stoop of their tenement. Some of the men drink wine poured out of a pitcher; we can still HEAR the music and night sounds of the Festa.

A neighbor is singing a Neapolitan song.

Quietly, without a word, and with only a momentary glance from his wife, Vito joins the little group; takes a glass of wine, and listens to the song.

CLOSE VIEW ON VITO

listening to the song. He reaches out and takes the small hand of his son.

VITO

(Sicilian)

Santino, your papa loves you.

DISSOLVE TO:

INT. ANTHONY'S TAHOE ROOM - NIGHT

The room is large, lit from the outside by a bright evening. We can see the outline of many toys on the shelves built along the wall. We see the dark figure of Michael Corleone enter the room and approach the bed where his son Anthony lies curled in messy blankets. Michael quietly arranges his small hands and feet and covers the little boy. Suddenly, Anthony turns, his eyes open. He is staring, perfectly awake, at his father.

MICHAEL

Can't you sleep?

No answer.

MICHAEL

Are you alright?

ANTHONY

Yes.

MICHAEL

Did you like your party?

ANTHONY

I got lots of presents.

MICHAEL

Do you like them?

ANTHONY

I didn't know the people who gave them to me.

MICHAEL

They were friends.

He kisses his boy, and then turns.

ANTHONY

Did you see my present for you?

MICHAEL

No, where is it?

ANTHONY

On your pillow.

MICHAEL

I'm leaving very early tomorrow, before you wake up.

ANTHONY

I know. How long will you be gone?

MICHAEL

Just a few days.

ANTHONY

Will you take me?

MICHAEL

I can't.

ANTHONY

Why do you have to go?

MICHAEL

To do business.

ANTHONY

I can help you.

MICHAEL

Some day you will.

Michael kisses him again.

INT. MICHAEL-KAY'S BEDROOM - NIGHT

The room is lit from a small night lamp on Michael's side of the large bed.

Kay is huddled in blankets, asleep. Michael closes the door to his room, moves to his side of the bed, and glances down to the pillow.

VIEW ON THE PILLOW

is a child's drawing of a long limousine, with a man in a hat sitting in the back seat.

An arrow pointing to him is marked "DAD." Under it, a nine year old's handwriting says: "Do you like it? Check YES ___ I liked it or NO ___ I didn't like it." Michael turns, looking for a pencil, and moves to the dresser, where he places a check next to "YES."

He starts to cross back toward his side of the bed, when Kay turns, almost in her sleep:

KAY

Michael? Why are the drapes open?

His eyes dart back to the curved, beautifully leaded windows of the room. The DRAPES are opened. Then, without a second's hesitation, he leaps to the floor, still holding his son's drawing, as a spray of machine gun bullets sweep across the windows; glass shattering all over the room.

Kay screams out; rising, still half-asleep. Michael crawls toward her, and pulls her down to the floor to him.

Then, for a moment, there is silence, soon filled by the shouts of men; as flashes of light sweep by the window, as guards with flashlights come running.

Michael holds Kay to him, knowing they have both survived, and then gently:

MICHAEL

Go with the kids.

EXT. THE TAHOE ESTATE - NIGHT

Suddenly, the great floodlights are turned on, bathing lawns in an intense blue light.

Groups of ordinarily dressed security men drawn in from all directions; a state of confusion prevails. There is no sign

of the attackers.

VIEW BY MICHAEL'S HOUSE

Michael is joined by Rocco Lampone, his gun drawn.

ROCCO

They're still on the property.
Maybe you better stay inside.

MICHAEL

Keep them alive.

Six men take up posts by Michael's house.

ROCCO

We'll try.

MICHAEL

It's important.

He returns inside.

EXT. MAIN GATE AND KENNELS - NIGHT

The character of the summer estate has changed: bright floodlights illuminate the main points of entry: the main gate; the waterway; the stone wall that encompasses the estate on all sides.

Several men with flashlights reinforce the guard at the main gate.

FULL VIEW

Off in the distance, we see another group of men with flashlights combing the waterline. We hear indistinguishable shouts.

VIEW ON THE KENNELS

The wire gates are opened, and the trained dogs go out yelping into the outer edge of the estate.

ROOFTOP

One of Rocco's men turns the large floodlight scanning darkened forest areas, where men could hide.

MOVING VIEW

Men with flashlights and dogs. Moving through the dark areas.

LOOSE VIEW

A small Corleone launch, with a bright spotlight slowly cruises the boundaries of the estate. We SEE the silhouette

of men with guns, quietly waiting and watching.

EXT. MICHAEL'S HOUSE - NIGHT

Some of the bodyguards by the shattered windows of Michael's bedroom.

The curtains are drawn from inside.

INT. MICHAEL'S HOUSE - NIGHT

Kay, the children, and some women servants have come down from the various rooms into the central living area, that can be most easily secured. The little girl is still asleep; they make you think of an immigrant family, with their blankets and frightened faces, all waiting in a central room.

Michael goes up to Kay, squeezes her hand, and whispers:

MICHAEL

It will be all right. We were lucky.

She says nothing; but her face expresses the anger she feels over the jeopardy Michael has placed his children in. She holds her young daughter in her arms.

The door opens, and Rocco enters. He quickly realizes he is holding his gun in plain view in front of the family, and puts it away. Michael moves to him, and they talk a distance away from Kay.

ROCCO

Your family all seem to be okay in the other houses; your Mother's still sleeping.

MICHAEL

And?

ROCCO

No sign of them yet; but they're still on the Estate.

We HEAR loud shouting from outside.

DEANNA (O.S.)

Goddamn you! You're all nuts here, I'm not goin' to calm down...

MICHAEL'S VIEW

Through the door, that Rocco opens.

Deanna, in her nightgown, has been frightened by the gunshots; while Fredo in his bathrobe, tries to get her back into the house.

FREDO

Deanna, will you get back into the house!

DEANNA

I'm getting out of here I said; these guys all have guns!

MICHAEL

Fredo, can't you shut that woman up!
(to Rocco's men)
Get her in here!

The bodyguards, gracefully help Fredo bring the hysterical Deanna into the safety of the house.

DEANNA

(whimpering)
I don't want to stay here...

FREDO

Mike, what can I do, she's a hysterical woman...

KAY

Leave her alone! You're talking as though she has no right to be frightened when there are machine guns going off in her backyard.

MICHAEL

(to Rocco)
Have Tom Hagen meet me in the Harbor House.

EXT. TAHOE ESTATE - HIGH ANGLE - NIGHT

Michael walks the short distance from his house, to the boathouse where he conducts his business away from his family.

A small group of bodyguards, carrying machine guns, make the walk with him from all sides, a respectful distance away. It gives the appearance of a lonely President moving in his compound, followed by teams of Secret Service men.

The boathouse is already secured by teams of men, hastily wakened from their lodge house; a barracks-like structure where reinforcements are lodged just for this kind of emergency.

FULL VIEW

In the distance, we can see the teams of men and dogs, with their lights, guns and shouts, combing every inch of the estate.

INT. THE BOATHOUSE - EMPTY VIEW - NIGHT

Michael alone in the great room. He moves to a walk-in safe, quickly runs through the combination, and opens it. He takes out an envelope, and puts it into his pocket; there's a KNOCK on the door, and Hagen enters. He had been asleep, and has quickly thrown on a robe.

MICHAEL

Sit down, Tom.

EXT. TAHOE BOATHOUSE - NIGHT

From outside the leaded windows, a disoriented Hagen sits down; Michael starts to talk to him; obviously about something very serious.

The patrol securing the boathouse, walk past the window. Michael says something to Tom, who rises, and pulls the drapes, obscuring OUR VIEW.

INT. TAHOE BOATHOUSE - NIGHT

Michael talks intimately to Tom.

MICHAEL

There's a lot I can't tell you, Tom. I know that's upset you in the past; and you've felt that it was because of some lack of trust or confidence. But it is because I do trust you that I've kept so much secret from you. It's precisely that at this moment, you are the only one that I can completely trust. In time, you'll understand everything.

HAGEN

(nods with this statement)
But your people... Neri... Rocco;
you don't think...

MICHAEL

No, I have confidence in their loyalty... but this is life and death, and Tom, you are my brother.

Hagen in very moved.

HAGEN

Mikey, I hoped...

MICHAEL

No Tom, just listen. All my people are businessmen; their loyalty is based on that. One thing I learned

from my father is to try to think as the people around you think...and on that basis, anything is possible. Fredo has a good heart, but he is weak...and stupid, and stupid people are the most dangerous of all. I've kept you out of things, Tom, because I've always known that your instincts were legitimate, and I wanted you to know very little of things that would make you an accomplice, for your own protection. I never blamed you for the setbacks the family took under Sonny; I know you were in a position of limited power, and you did your best to advise and caution him. What I am saying is that now, for how long I do not know, you will be the Don. If what I think has happened is true; I will leave tonight, and absolutely no one will know how to contact me. And even you are not to try to reach me unless it is absolutely necessary. I give you complete power: over Neri... Fredo, everyone. I am trusting you with the lives of my wife and children, and the future of this family, solely resting on your judgment and talent.

VIEW ON HAGEN

A man who has steadily declined over the last five years, realizing that total power and responsibility is being placed on him.

MICHAEL

(continuing)

...But Tom, you must know that I do this only because I believe you are the only one who is capable of taking over for me.

VIEW ON MICHAEL

taking out the envelope.

MICHAEL

I've prepared this; have had it for over a month. It won't explain everything; but indicates where I will be, so in a sense, it is my life.

(he hands the envelope to Hagen)

Also, there are three tasks that must be executed immediately. Pop would have given those to Luca -- You knew Pop as well as anyone, act as though you were him. It discusses Kay as well; that will be the most difficult. The men who tried to kill me tonight, will never leave the estate.

HAGEN

Will we...be able to get who ordered it out of them?

MICHAEL

I don't think so. Unless I'm very wrong...they're already dead. Killed by someone inside...very frightened that they botched it. That's why I am going to disappear in a few minutes, and leave everything to you.

HAGEN

But if you're wrong...

MICHAEL

If I'm wrong...

There is a KNOCK on the door.

MICHAEL

...I don't think I'm wrong.
(he indicates the knock)
Yes.

The door opens; it is Rocco; Michael rises, after making a knowing glance toward Tom, and moves to talk quietly to a frightened and agitated Rocco.

EXT. STONE WALL AND STREAM - MOVING VIEW - NIGHT

A group of men with flashlights and guns lead Michael, Tom and Rocco to the stone bridge spanning the stream which runs through the estate.

LOW CLOSE VIEW

Michael's dispassionate face, looking down. THE VIEW MOVES to Hagen's, and then down to the murky water under the bridge, where we see the bodies of three strangers, lying in the moving water; machine-type guns nearby, with their throats cut. Light from the many flashlights illuminates the grotesque scene.

MICHAEL (O.S.)

Fish them out.

Several of the men wade down into the stream; Rocco helps, and even Tom steps down to get a better look at who they were. They are total strangers; Rocco examines the type of guns they used.

When they climb back onto the ground, Michael is gone. Everyone notices it, but no one says anything.

Hagen stands there, holding the envelope Michael had given him in his hand.

He realizes that now, he is the DON.

HAGEN

Get rid of the bodies. Tomorrow morning I want a report made to the local police, and paper, that some explosives we keep on the property were accidentally ignited.

The men respond; Hagen makes the lonely walk back to the lighted section of the compound, which now resembles a prison camp.

FADE OUT.

FADE IN:

INT. STATE SENATE FLOOR - DAY

The Senate is in session; Senator Geary is on the floor during a vote. An aide approaches him, with a slip of paper.

INT. GEARY'S OFFICE - DAY

The Senator steps behind his desk.

SENATOR GEARY

All right, Mr. Hagen, you've got ten minutes.

He flicks the switch of a small tape recorder.

SENATOR GEARY

...and the tape will be running.

HAGEN

Actually, I've come with good news; the Corleone family has done you a favor.

The Senator immediately shuts the tape recorder off.

SENATOR GEARY

What the hell are you talking about?

HAGEN

We know you're a busy man, with plenty of enemies -- we saw the opportunity to do you a favor, and we did. No strings.

SENATOR GEARY

No strings.

HAGEN

You know there's a Senate Investigating Committee recently set up; we thought it would be unfortunate if they were to trace anything though-provoking to your name.

SENATOR GEARY

No one can trace anything to me; I pride myself on that.

HAGEN

Do you gamble?

SENATOR GEARY

A little; what's so thought-provoking about that?

HAGEN

Do you owe markers?

SENATOR GEARY

Maybe two, three thousand dollars.

Hagen leans forward, and deposits a handful of paper on the Senator's desk.

HAGEN

The Corleone family has paid them off for you...as an expression of our esteem.

Geary quickly looks through the paid markers.

SENATOR GEARY

There's thirty grand worth of paid off markers -- I never owed that much.

HAGEN

Our mistake. But what does it matter; it was our money.

(rising)

We don't even expect thanks.

SENATOR GEARY

You paid off thirty grand I never

owed.

HAGEN

We'll keep it quiet; the people who know are trustworthy...the Committee needn't find out.

SENATOR GEARY

And what's the price of their not finding out.

HAGEN

Simple. Be friendly like us. Not hostile.

SENATOR GEARY

(he despises Hagen)
Thanks...friend.

EXT. TAHOE ESTATE - FULL VIEW - DAY

There are more men on duty than usual; not that there are guns apparent, but it's clear that the boundaries are being patrolled.

VIEW BY MICHAEL'S HOUSE

Kay exits her house, followed by her children; she helps them into her station wagon like any housewife, and drives along the path leading to the main gate.

She's about to drive through, when one of the men steps in front of her, raising his hand.

KAY

(graciously)
Yes.

MAN

I'm sorry, Mrs. Corleone. We're not to let you through.

KAY

(disbelieving)
I'm going to the market.

MAN

If you could just give us a list, we'll pick up anything you want.

KAY

Whose orders are these?

MAN

Mr. Hagen's, ma'am.

We notice Hagen walking to them in the background.

HAGEN

Kay.

VIEW THROUGH THE GATE

Hagen approaches the car; Kay gets out so they can talk away from the children.

HAGEN

I wanted to explain this myself...
I had business in Carson City.

He walks with her a little way from the others; the children run out of the station wagon, and start to play.

HAGEN

It's Michael's request...for your safety. We can send out for anything you need.

KAY

I'm supposed to stay in my house.

HAGEN

Within the compound will be fine.

KAY

I was supposed to take the children to New England next week.

HAGEN

That's off now.

KAY

I'm going to see my parents.

HAGEN

Kay, Michael didn't tell me a lot; and what he did tell me, I can't repeat. But the responsibility for you and the kids was the most important thing he left me with.

KAY

How long does this go on?

HAGEN

I don't know.
(pause)
I'm sorry, Kay...

KAY

Am I a prisoner?

HAGEN

That's not the way we look at it.

Angrily, without another word, Kay turns away from him, and walks to her children, ignoring the running station wagon.

EXT. ITALIAN LUXURY LINER - DAY

The luxury liner making its way across the Atlantic.

INT. ITALIAN LUXURY LINER - MED. VIEW - DAY

The PURSER followed by several white uniformed associates knocks on the door of something designated the "Leonardo Suite." He is holding a telegram.

The door opens, and a tanned Merle peeks out of the door.

PURSER

(holding up the telegram)
I'm terribly sorry to disturb you
but we have received two telegrams.

MERLE

(reluctantly)
Well...come in.

This entourage enters the suite, an impressive and beautifully spacious luxury suite. Connie is relaxing.

CONNIE

What is it?

PURSER

Yes. One is from our office in New York. The check that you wrote for your passage has been returned.

CONNIE

Can't be...

MERLE

Why don't you wire your bank?

PURSER

The other telegram is from your bank. Your account has been closed and the company is warned not to extend any credit.

CONNIE

I'll take care of it in Naples.

PURSER

The company hopes so. But for now, we have orders to change your accommodations.

And with that, the men in white begin to pack Connie and

Merle's luggage.

CONNIE

That son of a bitch!

INT. ITALIAN LUXURY LINER - TINY THIRD CLASS CABIN - NIGHT

Connie and Merle are attempting to sleep in the miniature cabin in bunk beds. The little space is crowded with their trunks and luggage. Merle can barely hang onto the bunk, the boat pitches so violently below.

EXT. TRAIN TRACKS - MED. VIEW - DAY

A train speeds across the countryside.

INT. THE TRAIN - DAY

Inside the corridor, a porter advances, and knocks on the door of a stateroom. A voice tells him to enter. OUR VIEW enters with him as he carries a tray of lunch. From this POV we see Michael Corleone sitting in the compartment.

PORTER

Mr. Paul?

MICHAEL

Yes.

PORTER

You ordered lunch?

MICHAEL

Put it right there.

The porter does so; as he places the tray down, he catches a glimpse of a second person in the compartment with Michael.

HIS VIEW

A very fierce, almost maniacal looking man, BUSSETTA. He nods that the porter should leave.

MICHAEL

Thank you.

The porter takes his advice and leaves quickly, closing the door behind him.

VIEW THROUGH THE WINDOW

Michael and his mysterious companion have lunch together on the moving train.

EXT. GULFSTREAM RACE TRACK IN MIAMI - HIGH FULL VIEW - DAY

The empty parking lot of the Gulfstream track, on an off-

race day.

CLOSER VIEW

Michael sits behind the wheel of a nondescript late model car. Bussetta sits in the rear.

Another car swings into the lot. Michael starts his car, and pulls out of the lot; the second car following.

NEW VIEW

This car pulls out and begins to follow them. Michael glances back by adjusting the rear view mirror, and nods to Bussetta.

Michael's car begins to slow down, allowing the other car to overtake them.

The overtaking car hesitates a moment, moving side by side with them.

Michael glances toward the driver.

MICHAEL'S VIEW

We recognize Johnny Ola, who waves a greeting to Michael, and then continues on to lead him.

EXT. SUBURBAN MIAMI NEIGHBORHOOD - DAY

Ola's car leads Michael's through a middle-class suburban area of \$30,000 to \$40,000 homes. There are small channels with sporting and fishing boats parked near the houses. Ola's car pulls up in front of a very simple, tract-type home. Michael's car parks nearby.

MICHAEL

(Sicilian)

(to Bussetta)

You'll wait in the car.

Ola has gotten out of his car and walks up the little path to the front door. Michael waits.

Ola rings the bell, and after a moment, a rather pretty, middle-aged WOMAN answers, remaining behind the screen door. Ola says a few things to her and she disappears, leaving the door open.

Ola comes down the steps, looks at Michael, nodding to him. Ola then gets into his car and drives off. Michael walks up the walkway and enters the little house, closing the door behind him.

This woman, TERRI ROTH, is in the kitchen, looking out at Michael.

TERRI

I'm just going to make lunch. How about a tuna fish sandwich?

MICHAEL

Thank you, Mrs. Roth.

She hurries halfway up the staircase.

TERRI

Hyman...HYMAN, your friend is here.
(turning to Michael)
Why don't you go right upstairs, Mr. Paul?

MICHAEL

Fine.

He continues upstairs; she goes into the kitchen.

TERRI

I'll give a yell when lunch is ready.

Michael continues up to a small den on the second floor; we can HEAR the sound of a baseball game coming over the television.

INT. HYMAN ROTH'S DEN - DAY

Michael enters the den: it's very comfortable, but somewhat like a senior citizen's retirement home in Florida.

MICHAEL'S VIEW

There, sitting before the television is a small man in his middle sixties, thin, with a wizened face, looking like a small-time retired Jewish businessman. This is HYMAN ROTH.

ROTH

Sit down, this is almost over. You follow the baseball games?

MICHAEL

Not for a few years.

ROTH

I like sporting events -- I really enjoy watching them in the afternoon. One of the things I love about this country. I loved baseball ever since Arnold Rothstein fixed the World Series of 1919...I heard you had some trouble.

MICHAEL

Yes.

ROTH

What a mistake; people behaving like that, with guns.

(he shakes his head)

It was my understanding we left all that behind. But, let me tell you, the important thing is that you're all right. Good health is the most important thing; more than success; more than power; more than money.

MICHAEL

The incident of the other night is a nuisance that I can take care of. I came to you because I want nothing to affect our agreement; I wanted to clear everything I'm going to do with you, just in case.

ROTH

You're a considerate young man.

MICHAEL

You're a great man, Mr. Roth, I have much to learn from you.

ROTH

(warmly)

However I can help you...

MICHAEL

The Rosato Brothers have performed services for you in the past; I understand that they are under your protection.

ROTH

(simply)

We do favors for each other...

MICHAEL

Technically, they are still under the Clemenza wing of the Corleone Family, now run by Frankie Pentangeli. After Clemenza died, the Rosatos wanted territory of their own. Pentangeli refused, and came to me, asking for permission to eliminate them. I, of course, knew of their relationship with you, and in gratitude for your help with the Tropicana matter, turned him down. Pentangeli was furious, and paid one hundred and fifty thousand dollars to have me killed. I was lucky and he was stupid.

I'll visit him soon.
(leaning toward the
old man, sincerely)
The important thing is that nothing
jeopardize our plans, yours and
mine. This thing of ours, that we
will build.

The old man touches Michael's hand, warmly.

ROTH

Nothing is more important.

MICHAEL

(quietly)
Pentangeli is a dead man; do you
object?

ROTH

It's always bad for business; but
you have no choice.

MICHAEL

Then it's done. I must choose his
replacement: it cannot be Rosato.

ROTH

Of course you must keep control of
your family.

He turns to Michael, turning the volume higher on the
television, and moving closer to his young partner.

ROTH

Michael, these things are
unimportant. Who should be the
manager of a dime store, Joe or
Jack? Unimportant. You do what
you think is right. You're a young
man, and I'm old and sick. What we
do together in the next few months
will be history, Michael; it has
never been done before. We will do
this historical thing together, and
even your Father could never dream
it would be possible. We are
bigger than U.S. Steel, you and
me... because in America, anything
is possible!

(pause)

But soon I will be dead, and it
will all belong to you.

There is a KNOCK on the door, and Terri Roth pushes the door
open with her hip.

TERRI

My goodness, you'll rupture your
eardrums, Hyman.

She puts the tray down, and turns down the television.

EXT. ROTH'S HOUSE - MED. VIEW - DAY

The sinister Bussetta waits patiently in the rear seat of
the car, outside Roth's modest house.

EXT. DOWNTOWN NEW YORK - MOVING VIEW - DAY

A black Cadillac moves down the street, slowed by the
Festivities of the Festa that is in progress: people milling
around, buying souvenirs at the many stands set up.

Sausage and grilled meats are prepared, just as they were
years ago. Electric lights are strung from the street
lamps, and brightly colored banners pronounce the "Festa of
the Madonna."

MOVING CLOSE VIEW

Willy Cicci drives, frustrated that he cannot go any faster.
Next to him, Frankie Pentangeli sits, catching a few seconds'
snooze.

MED. VIEW

The black car pulls up; another car that had been following
it parks nearby.

One of Pentangeli's button men gets out of the car, and
steps into a small Italian restaurant; he exits quickly, and
nods affirmatively toward Pentangeli's Cadillac.

The group of them step out quickly, men huddled around
Pentangeli, and enter the restaurant.

INT. THE RESTAURANT - DAY

The restaurant is quite empty, despite the excitement out on
the street.

Pentangeli immediately sits at a table with a tall, dark,
snappily dressed young man, CARMINE ROSATO.

Nearby, on the other side of the room is Rosato's brother,
TONY, seated with a group of their men.

At another table in the restaurant is a table of Pentangeli's
people: they are joined by bodyguards.

PENTANGELI

Rosato, where's your brother?

ROSATO

Sitting right behind you.

Pentangeli glances behind himself.

PENTANGELI

He don't want to talk?

ROSATO

We worked it all out beforehand.

PENTANGELI

Are we going to eat or what?

ROSATO

Sure, on me. I got Diner's Club.

PENTANGELI

(sarcastically)

Forget it; I'm suddenly without an appetite. You're making big trouble, Carmine.

ROSATO

You weren't straight with us, Frankie, what else could we do?

PENTANGELI

We could have talked first, saved a lot of running around.

ROSATO

You wasn't listening, you didn't want to talk.

PENTANGELI

Don't I look like I'm listening?

ROSATO

We want Brooklyn one hundred percent. No more taxes to you. We want to be only loosely connected with your family -- sort of a under-family all of our own. Then we can act on all internal matters without talking. Also we want you to inform Michael Corleone that we can deal directly with him.

PENTANGELI

I'm a little hungry, maybe I'll order something. Joe.

(one of his men)

Get me some bracciole or something. And pay cash.

(to Rosato)

And in return for these concessions, what do you do for me?

ROSATO

We will release the hostages, number one. Number two, we're here for you to count on when you need us. We're independent, but we're here if you need us. In general, we'll cooperate with you and your businesses, and you in turn will cooperate with us. *Pari persu.*

PENTANGELI

Pari Persu; what the fuck is *Pari persu...*?

ROSATO

My lawyer went over this beforehand.

PENTANGELI

What assurances do I have that there will be no more kidnapping, no more hits?

ROSATO

The same assurance we got from you.

PENTANGELI

What if I say shove it?

ROSATO

Then Carmine Fucillo and Tony Blue DeRosa will need to be fitted for slabs.

PENTANGELI

You want a war?

ROSATO

We got no choice.

PENTANGELI

You know if there's a way I'll go to the commission and the commission will side with me. That puts me and the other New York families against you.

ROSATO

We got friends in the commission.

PENTANGELI

(getting angry)
I'm talking about Italians!

ROSATO

What about Michael Corleone?

PENTANGELI

He supports me.

ROSATO

Maybe, yes... maybe no.

One of Pentangeli's men approaches with a plate of Italian food.

Pentangeli stands up, angered by this remark of Rosato's; he pushes the dish of food out of the surprised Bodyguard's hands.

PENTANGELI

You drove old Pete Clemenza to his grave, Carmine; you and your brother. Turning on him; trouble in his territories -- you and your demands. I hold you responsible, just as though you shot him in the head. And I ain't gonna let that go for long!

Pentangeli walks out of the restaurant; there's a little tension between the bodyguards of the two factions.

ROSATO (O.S.)

Hey, Five-Angels...

He gives him the arm.

Frankie's face turns red, like he wants to have it out here and now; but Willy Cicci calms his down, and they all make their move out.

EXT. THE RESTAURANT - DAY

Pentangeli gets into the car.

PENTANGELI

Nobody I hate calls me Five-Angels to my face!

He slams the door.

EXT. PENTANGELI'S LONG BEACH ESTATE - DAY

Part of the old estate of Don Corleone. By now, the wall has been torn down, and the other houses sold off.

His car is parked; Pentangeli steps out, still angry over the confrontation. As he approaches the house, he notices something strained about the bodyguards who discreetly guard his house. No one seems to want to tell him.

PENTANGELI

What's up?

Pentangeli glances over to the front door foyer.

PENTANGELI'S VIEW

The strange and silent Bussetta, the man who now always travels with Michael.

INT. PENTANGELI'S HOUSE - DAY

Pentangeli enters; he sees his WIFE, standing oddly in the hallway.

PENTANGELI

(Sicilian)

What's this?

WIFE

Michael Corleone.

PENTANGELI

One Michael Corleone...Dove?

WIFE

(Sicilian)

He's in your study.

He knows it is very very serious for Michael to be here in his home.

He automatically moves into his study.

INT. PENTANGELI'S STUDY - DAY

Michael stands quietly in the room. This was once his father's study, although it is totally redecorated. Pentangeli starts sweating, and moves toward the young Don, and kisses his hand.

PENTANGELI

Don Corleone, I wish you let me know you was coming. We could have prepared something for you.

MICHAEL

I didn't want you to know I was coming. You heard what happened in my home?

PENTANGELI

Michael, yes, we was all relieved...

MICHAEL

(furious)

In my home! In the same room where my wife was sleeping; where my children come in their pajamas, and

play with their toys.

He's terrified Pentangeli with his anger; then, just as suddenly, he talks quietly, calmly.

MICHAEL

I want you to help me take my revenge.

PENTANGELI

Michael, anything. What is it I can do for you?

MICHAEL

I want you to settle these troubles with the Rosato Brothers.

PENTANGELI

I was just going to contact you, Michael; we just had a 'sit-down' - in fact, I just come from there.

MICHAEL

I want you to settle on their terms.

PENTANGELI

Mike, I don't understand. Don't ask me to do that.

MICHAEL

Trust me; do as I ask.

PENTANGELI

It would be the beginning of the end for my family. How can I keep all my other territories in like if I let two wise-guys stand up and demand this and that, and then give it to them?

MICHAEL

Frankie...do you respect me? Do I have your loyalty?

PENTANGELI

Always... But sometimes I don't understand. I know I'll never have your kind of brains, in big deals. But Mike, this is a street thing. And Hyman Roth in Miami is behind the Rosato Brothers.

MICHAEL

I know.

PENTANGELI

Then why do you want me to lay down

to them?

MICHAEL

(coldly, but convincing)
Frankie, Roth tried to have me
killed. I'm sure it was him, but I
don't know yet why.

PENTANGELI

Jesus Christ, Michael, then let's
hit 'em now, while we still got the
muscle.

MICHAEL

This was my father's old study.
When I was a kid, we had to be
quiet when we played near here.
When I was older, I learned many
things from him here. I was happy
that this house never went to
strangers; first Clemenza took it
over, and then you. My father
taught me, in this room, never to
act until you know everything
that's behind things. Never. If
Hyman Roth sees that I interceded
with you in the Rosato Brothers'
favor, he'll think his relationship
with me is still sound. I'm going
somewhere to meet him tomorrow. We
have friends in some very important
business that we're making. Do
this for me; you make the peace
with the Rosato Brothers on their
terms. Let the word out that I
forced you; you're not happy wit
hit, but acquiesced, just because
of me. It will get back to Hyman
Roth. Do this, Frankie. You can
trust me.

PENTANGELI

Sure, Mike. I'll go along.

MICHAEL

Good.

They embrace; Michael kisses him. He looks at the young
Don, thoughtfully.

INT. TROPICANA HOTEL - CLOSE VIEW - DAY

The money trays are carefully unloaded from the gaming
tables, and put on a cart with others.

The cart, preceded and followed by security guards, is then
wheeled through the casino, into a private, counting room.

INT. COUNTING ROOM - MED. VIEW - DAY

The guards leave the room; the door is locked after them, leaving only Hagen. Neri and an ACCOUNTANT, a very fat man. The numbered boxes are opened, and cash and checks are spread out on the counting table.

The accountant begins with amazing speed and skill, to count and divide the money.

NERI

Fifteen percent skim?

HAGEN

Twenty-five this time.

The accountant stops, and looks up to Neri.

NERI

It might show.

HAGEN

Mike wants it.

Neri nods, and the accountant continues. Neri opens a door, allowing a sandy-haired man, a COURIER, into the room. The cream is placed into his pouch personally by Neri.

NERI

We've never sent this much with one courier.

HAGEN

(to the courier)

Your plans are a little different this time. You skip Miami, and go straight to Geneva. It's to be deposited to this number.

(handing him a small envelope)

And it's got to be there by Monday morning, no slip-up.

COURIER

I think I was 'picked-up' last trip. That hour layover I had at Kennedy. I went over and bought a paper...

Neri has finished putting the 'creamed' money into the pouch.

NERI

Those were our people.

COURIER

Okay, just thought you should know.

He is just about to close and lock the pouch, when Hagen

gestures that he should wait, and adds more stacks of carefully packaged bills into the pouch. Then Neri locks it, and handcuffs it to the courier's arm, looking inquiringly at Hagen.

HAGEN

Let them count.

The courier is shown out through a private door, and then the first door is opened. Two accountants come in with the guards, and the trays are opened, and the counting process is begun all over again, this time with the State Tally sheets.

INT. TROPICANA CORRIDOR - MOVING VIEW - DAY

The courier continues on his way; followed by Hagen and Neri.

NERI

What's up?

HAGEN

No questions.

NERI

I got to ask questions, Tom, there's three million dollars cash in that pouch; Mike is gone and I have no word from him.

HAGEN

Al, as far as you're concerned, I'm the Don.

NERI

How do I know you haven't gone into business for yourself?

This hurts Tom; but he is a reasonable man, and he knows he owes Neri some explanation.

HAGEN

You've been through a lot with us so I'm going to give you the truth. Mike knows it was someone within the compound that set him up for that hit. So nobody is to know where he is, not you, not Rocco, not even his brother Fredo. Sorry, Al, I know how you feel about Mike...but he still remembers Tessio.

EXT. KEY WEST - NIGHT

Michael is led to a desolate, night-lit private dock. He is followed by the ever-present Bussetta, and they are helped onto a light-weight, luxury cabin cruiser. The crew cast

off various ropes, and the boat sets out into the night.

FADE OUT.

FADE IN:

EXT. TAHOE ESTATE - DAY

A seaplane lands nicely by the private Corleone harbor; Hagen disembarks with his inevitable overloaded briefcase. He continues down the ramp, past several Buttonmen, dressed in summer casual attire, and who resemble secret service men rather than thugs.

His wife THERESA lies on a blanket on the great lawn, with her youngest children, who run to their father for a kiss.

THERESA

Hungry?

HAGEN

Just a little.

THERESA

I've invited Mama, Sandra and the kids for barbecue.

HAGEN

What about Kay?

THERESA

I couldn't find her. She's been so broody, sticks to herself.

EXT. TAHOE LAWN BARBECUE - MED. VIEW - DAY

Hagen and Sonny's boys are throwing a football around on the lawn; the littler kids running after them.

Coals are burning in the old style stone barbecue, and several tables are set for the family.

In the distance, there is always evidence of the bodyguards.

Theresa, Mama and Sandra prepare the steaks.

Hagen relaxes in a sports shirt.

HAGEN

Let me try Kay.

He crosses the lawn, to the house on the beach where Michael and his family live. Is about to knock on the door:

HAGEN'S SON

Hey, Pop, heads up!

The football is flying in his direction; he catches it and throws it back. Then he cracks the door open, and peeks in.

INT. MICHAEL'S HOUSE - DAY

HAGEN

Kay?

He steps in, the beautiful summer living room is neat, but empty.

HAGEN

Anyone hungry?

He moves through the house more quickly; into the dining and recreation room areas. A cat jumps off a pile of cushions and runs across the room.

HAGEN

Hello?

SANDRA (O.S.)

She's gone, Tom.

Sandra has followed him into Michael's house.

HAGEN

What do you mean gone?

SANDRA

The Barretts from Rubicon Bay came by in a new speedboat. Rocco tried to say she wasn't in, but Kay spotted them and asked if they would take her and the kids for a ride. That was three hours ago.

HAGEN

(furious)

Why didn't someone tell me!

SANDRA

I wanted to tell you alone; your wife doesn't know what's going on.

Hagen rushes out of the house.

EXT. TAHOE LAWN - DAY

Hagen moves quickly out of Michael's house; moving across the lawn to the boathouse.

HAGEN'S SON

Hey, Dad!

This time he ignores the thrown ball, and moves directly to Rocco, who is by some men near the boathouse.

HAGEN

Rocco!

ROCCO

I know. I went down to the Barrett house. But she's gone. They drove her and the kids to North Tahoe airport.

HAGEN

Goddamn it, where were you?

ROCCO

I was in my house. Willy tried, but it would have taken some strong-arm to stop her, and he figured you wouldn't want that.

INT. THE BOATHOUSE - DAY

They enter the boathouse.

HAGEN

(to one of the men)
Get me a Scotch and water.

The man hurries behind the bar.

ROCCO

She took a flight to San Francisco. We figure she's going to connect to New Hampshire; her parents' place.

HAGEN

(almost to himself)
I can't let him down.

He swallows the drink down in several gulps. And then looks up to his men watching him. He's embarrassed to have shown such weakness.

HAGEN

All right, let me think a minute.

Rocco clears the men out.

ROCCO

Me too, Tom?

HAGEN

Yeah, give me a minute.

Rocco gone, Hagen moves behind the enormous bar, and pours himself a giant drink. He drinks that, and calms himself.

HAGEN

Oh Christ, Pop. It was so good
when you were alive. I felt I
could handle anything...

EXT. VIEW FROM BOAT - FULL VIEW - DAY

A beautiful coastal view of a tropical Caribbean city. An extraordinary view, high buildings, palm trees, all set right on the bay.

MED. CLOSE VIEW ON MICHAEL

on the cruiser, Bussetta a little distance away, watching, but never speaking. The dark-skinned CAPTAIN of the cruiser keeps pointing repeatedly.

CAPTAIN

Habana, Habana.

EXT. HAVANA STREET - MOVING VIEW - DAY

Michael and Bussetta are driven in a Mercury sedan, making its way through the streets of Havana.

CLOSE VIEW ON MICHAEL

looking out the window.

MICHAEL'S POV

Crowded streets, occasional roving bands playing for the tourists; there is much evidence of tourism: Americans walking through the streets with cameras. Occasionally, we see a Cuban with a row of numbers attached to his hat, carrying a big sheet of the daily lottery numbers. From all of these street impressions, the city is booming with activity, but there is also much evidence of whores and pimps and little children begging in the streets.

MED. VIEW

The big American car stops at an intersection. Bussetta is sitting in the forward passenger side; while Michael is in the back. He hears tapping on the window; he turns and sees four Cuban boys tapping on his window and extending their hands, and rubbing their stomachs as though they were hungry. The Cuban driver rolls down his window and shouts them away in Spanish.

INT. HAVANA CASINO LOBBY - MOVING VIEW - NIGHT

Michael is led through a beautiful wooden lobby of the hotel, done in Spanish style, apparently just recently completed. He is approached by a thin, mousy man, SAM ROTH, who ushers him toward the casino entrance.

SAM ROTH

Hiya, Mr. Corleone, I'm Sam Roth.
Welcome to the Capri; my brother's
upstairs. You wanta take a rest
before you see him, or can I get
you something, anything at all?

MICHAEL

No, I'm fine.

He leads Michael into the main casino.

SAM ROTH

This is it! We think it makes
Vegas look like the corner crap game.

MICHAEL

Very impressive.

SAM ROTH

Jake, Jake, come over here. Mike,
I want you to meet Jake Cohen; he
manages the casino for us.

COHEN

(appreciating
Michael's status)
Mr. Corleone.

Sam turns to Bussetta and extends his glad-hand.

SAM ROTH

Pleasure to meet you, I'm sure...

He gets no response whatsoever from Bussetta.

INT. PRESIDENTIAL PALACE - NIGHT

An extremely tall, well-built Cuban, tanned and wearing an
attractive mustache, LEON, in his middle forties, reads from
a prepared paper. His sentences are translated by a smaller
man, standing to his rear.

LEON

(Spanish)
Most respected gentlemen, allow me
to welcome you to the City of
Havana, the Republic of Cuba on
behalf of His Excellency, Fulgencio
Batista.

THE VIEW BEGINS TO MOVE along the various men gathered for
this meeting.

LEON (O.S.)

I'd like to thank this distinguished
group of American Industrialists,
for continuing to work with Cuba,

for the greatest period of prosperity in her entire history. Mr. William Proxmiro, representing the General Fruit Company... Messrs. Corngold and Dant, of the United Telephone and Telegraph Company; Mr. Petty, regional Vice-President of the Pan American Mining Corporation; and, of course, our friend Mr. Robert Allen, of South American Sugar. Mr. Nash of the American State Department. And Mr. Hyman Roth of Miami, and Michael Corleone of Nevada representing our Associates in Tourism and Leisure Activities.

VIEW ON THE ENTIRE GROUP

Leon pauses to take a drink of water. Then proudly, he lifts a shiny yellow telephone for all to see.

LEON

The President would like to take this opportunity to thank U T&T for their lovely gift: a solid gold telephone! He thought all you gentlemen would care to take a look at it.

He hands the heavy phone set to one of his aides, and it is passed in turn to each of the men in attendance.

CORNGOLD

Your Excellency, perhaps you could discuss the status of rebel activity and how this may affect our businesses.

MED. CLOSE VIEW ON MICHAEL

He receives the telephone, and glances at it before passing it on to Hyman Roth.

LEON (O.S.)

Of course. The rebel movement is basically unpopular, and since July of 1958 has been contained in the Oriente Province, in the mountains of the Sierra Muestre.

Michael passes the phone on to Roth.

LEON

(continuing)

We began a highly successful offensive against them in March,

and activities within the city
itself are at a minimum. I can
assure you we'll tolerate no
guerrillas in the casinos or
swimming pools!

General subdued laughter.

A CUBAN STREET - LATE DAY

Police are stopping traffic. Michael's Mercury is among the cars; a police officer, seeing that some important person is being driven, walks up to the driver. He leans forward, and says something in Spanish to the driver.

The driver, in turn, leans over to Michael.

DRIVER

He says it will just be a short
time and they'll let us through.

Michael looks out the window.

MICHAEL'S VIEW

The old building has been totally surrounded by police and military vehicles. Right at this moment, they are waiting lazily, but soldiers are there with automatic weapons ready. There is a momentary commotion inside the building, and the men brace up. A Captain of the Army detachment says something in Spanish over a megaphone; and his men put their weapons at the ready, as other policemen lead a group of civilians out of the building with their hands up.

They are moved over to some military truck, where they are frisked before being loaded.

All of a sudden, one of the civilian rebels breaks loose, and rushes toward the command vehicle. He hurls himself into the vehicle, as two police try to pull him out. A second later, and there is an explosion; the man obviously having hidden a grenade on his body, sacrificing his own life to take the life of the Captain.

There is a commotion, but the military quickly quell it.

CLOSE VIEW ON MICHAEL

watching. The police rush to Michael's car and guide it outside of the trouble area.

MED. VIEW

as they lead and escort the Mercury out of the area.

EXT. HAVANA COUNTRY CLUB - CLOSE VIEW - DAY

Some glasses; rum is poured into them; then Coca Cola.
Quarter limes are squeezed.

SAM ROTH (O.S.)

Rum... Coca Cola...a squeeze of
fresh lime...

Sam prepares the drinks for his brother, Hyman, and a group
of men, including Michael.

MAN

Cuba Libres.

MICHAEL

I was told the Cubans now call this
drink: "La Mentira."

ROTH

I still don't speak Spanish, Michael.

MICHAEL

It means... "The Lie."

A moment's hesitation, then a few of the men laugh. Now two
Cubans in white carry a table which has a lovely small cake
on it.

SAM ROTH

The cake is here.

They all raise their glasses to the old man.

EVERYONE

(ad lib)
Happy Birthday!

Roth glances at the cake and its inscription, is pleased.

ROTH

I hope my age is correct: I am
always accurate about my age.

Some laugh. He nods, and they begin to cut it, put a piece
on plates, and carry them to the different men.

ROTH

Everything we've learned in Vegas
is true here; but we can go further.
The bigger, the swankier, the
plusher the store, the more a sense
of legitimacy, and the bigger
business we do.

(looking at the plate
brought to him)

A smaller piece. What we've
proposed to the Cuban Government is
that it put up half the cash on a

dollar for dollar basis.

(accepting a smaller piece)
Thank you. We can find people in the United States who will put up our share for a small piece of the action, yet we will retain control.

ONE OF THE MEN

How much?

ROTH

A hundred million dollars. But only if this Government relaxes its restrictions on importing building materials; we'll need some new laws, too, but that will be no difficulty.

ANOTHER MAN

What are import duties now?

ROTH

As much as seventy percent. Also, I'm working out an arrangement with the Minister of Labor so that all our pit bosses, stick-men and Dealers, can be considered specialized technicians eligible for two year visas. As of now they're only allowed in Cuba for six months at a time. In short, we're in a full partnership with the Cuban Government.

VIEW ON MICHAEL

is handed a piece of cake. Roth moves over to a folder of documents.

ROTH

(continuing)

Here are applications from Friends all over the States. I understand Santo Virgilio in Tampa is trying to make his own deal. Well, the Cuban Government will brush him off. The Lakeville Road Boys are going to take over the Nacionale here. I'm planning a new hotel casino to be known as Riviera. The new Capri will go to the Corleone Family.

MED. VIEW

The cake is sliced and carried to each of the men.

ROTH

Then there's the Sevilla Biltmore;
the Havana Hilton, which is going
to cost twenty-four million --
Cuban banks will put up half, the
Teamsters will bankroll the rest.
Generally, there will be friends
for all our friends including the
Lieutenant Governor of Nevada;
Eddie Levine of Newport will bring
in the Pennino Brothers, Dino and
Eddie; they'll handle actual casino
operations.

And seeing that all of his friends have been served, Roth
raises his fork.

ROTH

Enjoy.

MICHAEL

I saw an interesting thing today.
A man was being arrested by the
Military Police; probably an urban
guerrilla. Rather than be taken
alive, he exploded a grenade hidden
in his jacket, taking the command
vehicle with him.

The various men look up as Michael eats his cake, wondering
what the point of it is.

MICHAEL

It occurred to me: the police are
paid to fight, and the Rebels are
not.

SAM ROTH

So?

MICHAEL

So, that occurred to me.

VIEW ON ROTH

He understands Michael's point, if the others do not.

ROTH

This country has had rebels for the
last fifty years; it's part of
their blood. Believe me, I know...
I've been coming here since the
twenties; we were running molasses
out of Havana when you were a baby.
To trucks owned by your father.

(he chuckles warmly
over the memory)

We'll talk when we're alone.

And he returns his attention to the men who are gathered with him on his birthday.

EXT. ROTH'S PRIVATE TERRACE - DAY

Michael sits alone with the old man, on a terrace that overlooks the city.

ROTH

You have to be careful what you say in front of the others... they frighten easy. It's always been that way, most men frighten easy.

MICHAEL

We're making a big investment in Cuba. That's my only concern.

ROTH

My concern is that the three million never arrived at Batista's numbered account in Switzerland. He thinks it's because you have second thoughts about his ability to stop the rebels.

MICHAEL

The money was sent.

ROTH

Then you have to trace it. Michael, people here look at me as a reliable man. I can't afford not to be looked on as a reliable man. But you know all that; there's nothing you can learn from me. You shouldn't have to put up with a sick old man as a partner.

MICHAEL

I wouldn't consider anyone else.

ROTH

Except the President of the United States.

He laughs slyly, as though this is some private joke between them. Then his laughter becomes a cough, which he painfully stifles with a handkerchief.

ROTH

If only I could live to see it, kid; to be there with you. How beautifully we've done it, step by step. Here, protected, free to make our profits without the

Justice Department, the FBI; ninety miles away in partnership with a friendly government. Ninety miles, just a small step, looking for a man who desperately wants to be President of the United States, and having the cash to make it possible.

MICHAEL

You'll be there to see it; you'll be there.

INT. MICHAEL'S SUITE - NIGHT

The telephone has just rung; Michael listens.

OPERATOR

We have your call to Tahoe, Nevada, sir.

MICHAEL

Thank you.
(click, click)
Tom? Tom, is that you?

ROCCO (O.S.)

No, Tom's out of town. This is Rocco. Who is this?

Michael is openly disturbed that Hagen is not there. He hangs up without answering.

EXT. NEW ENGLAND HOUSE - DAY

Tom Hagen steps out of a taxicab a bit tentatively, and then steps toward the door of a pleasant New England house. He rings the bell and waits, hat in hand. A moment later, the door opens, and Kay is standing there.

KAY

I'm not surprised to see you, Tom.

INT. SMALL ROOM - NEW ENGLAND HOUSE - MED. VIEW - DAY

Out to the yard, where we can see glimpses of little Anthony playing by himself.

KAY (O.S.)

I can't love a man like that; I can't live with him, I can't let him be father to my children. Look.

The little boy, moodily by himself.

VIEW ON KAY

obviously moved.

KAY

He's not like a little boy... he doesn't talk to me; he doesn't want to play; he doesn't like other children, he doesn't like toys. It's as though he's waiting for the time he can take his Father's place.

(almost in tears)

You know what he told me when he was four years old. He said he had killed his Grandfather...

VIEW ON HAGEN

listening, calmly.

KAY

... He said he had shot his Grandfather with a gun, and then he died in the garden. And he asked me... he asked me, Tom, if that meant now his father would shoot him out of... revenge.

(she cries)

How does a four year old boy learn the word... 'revenge'?

HAGEN

Kay... Kay...

VIEW ON KAY

KAY

What kind of a family is this... are we human beings? He knows his Father killed his Uncle Carlo. He heard Connie.

HAGEN

You don't know that's true. But Kay, just for the sake of an argument, let's assume it is, I'm not saying it is, remember, but... What if I gave you what might be some justification for what he did... or rather some possible justification for what he possibly did.

KAY

That's the first time I've seen the lawyer side of you, Tom. It's not your best side.

HAGEN

Okay, just hear me out. What if

Carlo had been paid to help get Sonny killed? What if his beating of Connie that time was a deliberate plot to get Sonny out into the open? Then what? And what if the Don, a great man, couldn't bring himself to do what he had to do, avenge his son's death by killing his daughter's husband? What if that, finally, was too much for him, and he made Michael his successor, knowing that Michael would take that load off his shoulders, would take that guilt?

KAY

He's not the same as when I met him.

HAGEN

If he were, he'd be dead by now. You'd be a widow. You'd have no problem.

KAY

What the hell does that mean? Come on, Tom, speak out straight once in your life. I know Michael can't, but you're not Sicilian, you can tell a woman the truth; you can treat her like an equal, a fellow human being.

There is a long silence.

Then Hagen shakes his head; he can tell her no more.

HAGEN

If you told Michael what I've told you today, I'm a dead man.

KAY

When is it finally over? I want it to be over before my baby is born.

HAGEN

I don't know. I hope soon; but it's not over yet, and that's why you and the kids have to come back to me.

He looks at her; it's clear that he has been entrusted with her safety and her children's.

He is a kind, good man, and seems very nervous and overwrought.

VIEW ON THE WINDOW

Little Anthony is pressing his face against the glass pane, as though he senses the adults are discussing something of importance to him.

INT. TROPICANA HOTEL-CASINO - MED. VIEW - NIGHT

The Baccarat table. Busy, hundred dollar bills being played.

LOUDSPEAKER

Mr. Corleone; Mr. Freddie Corleone,
telephone please.

PIT BOSS

Not here.

VIEW ON THE CRAP TABLES

The play is fast; pit boss presiding; but no sign of Fredo.

LOUDSPEAKER

Telephone for Mr. Corleone.

ANOTHER PART OF THE CASINO

We see Neri, ominous, presiding over the entire store. He picks up a pit telephone.

NERI

He's backstage.
(and hangs up disgustedly)

INT. TROPICANA BACKSTAGE AREA - MED. VIEW - NIGHT

Fredo is entertaining two showgirls done up in feathers and what-have-you.

FREDO

C'mon, you got fifteen minutes
before the finale! I want to show
you a trick with feathers.

STAGEHAND

Phone for you.

FREDO

Don't go away; wait a minute.

He takes the phone; we can catch a VIEW of the show going on from the wings.

FREDO

(on the phone)
Yeah. Okay. Who? Mikey? But...
Si... si, caposco.
(in Sicilian)
Sure... how much? I understand.

Jesus, three million... I won't let you down. Sure.

He hangs up thoughtfully.

ONE OF THE GIRLS

Freddie; we still got twelve minutes before the finale!

FREDO

Yeah... some other time.

EXT. NEW YORK BAR - DAY

There is a light rain. Pentangeli steps out of his car; points to Willy Cicci.

PENTANGELI

Wait in the car.

He walks up the street, to the bar, where he is greeted by the tall, handsome Carmine Rosato. They shake hands. Pentangeli looks in his hand.

CLOSE VIEW

Rosato has put a crisp one hundred dollar bill in his hand, folded sharply in two.

PENTANGELI

What's this?

ROSATO

That's a lucky C note for our new deal.

He puts his arm around Pentangeli, and they walk into the bar.

INT. THE BAR - DAY

The bar is fairly empty; and very dark. Pentangeli and Rosato step up to the bar; the bartender momentarily stops polishing glasses to pour a couple of drinks.

ROSATO

We were all real happy about your decision, Frankie; you're not goin' to regret it.

He holds up the glass.

PENTANGELI

I don't like the C-note. I take it like an insult.

Suddenly, a garrote is thrown around Pentangeli's throat; and he is forcefully yanked back into the shadows, all the

way into a wooden telephone booth.

CLOSE VIEW

The folded hundred dollar bill resting on the bar.

MED. CLOSE - THE PHONE BOOTH

We see only Pentangeli's feet and legs, struggling. We HEAR the terrible sounds of a man being strangled.

CLOSE ON ROSATO

Calm, and then he sees something that disturbs him.

ROSATO

Shit, your friend the cop!

Suddenly, the side door opens, and a shaft of sunlight cuts through the darkness.

COP

Everything all right in there,
Ritchie? The door was open.

CLOSE ON THE PHONE BOOTH

Pentangeli's feet stop moving.

RITCHIE

Just cleaning up.
(strained voice)
You okay?

COP

Is that something on the floor?

ROSATO

Take him!

VOICE

Okay.

RITCHIE

Not here; not a cop, not here!

Two figures race through the shadows and race through the doors.

COP

(shouting to his
partner, in uniform)
Stutz! Watch out, Stutz!

EXT. THE BAR - DAY

We see that a patrol car had stopped for its routine visit.

STUTZ, the second patrolman, is just stepping out of his car; Pentangeli's bodyguard, seeing the commotion, leaps out. Three men, including Rosato, rush out. There is gunfire; Cicci is wounded.

MED. CLOSE

The patrolman is grazed across the face; trying to stop the flow of blood with his hand.

NEW VIEW

The three assailants jump into the car and drive off.

INT. THE BAR - DAY

The stricken Pentangeli comes back to life. He can barely move his lips.

PENTANGELI

The bastard. The dirty bastard, he gave me a C-note. He gave me a C-note.

He sees the patrolman leaning over him.

EXT. PATROL CAR - DAY

The Sergeant is on the car radio.

SERGEANT

Frankie Pentangeli murder attempt. Patrolman Stutz shot. Sahara Lounge - Utica Avenue and Claredon Road. White Cadillac three or four men took off from scene. Need ambulance; Stutz is bad. Taking Pentangeli into custody...

INT. ROTH'S SUITE IN HAVANA - MED. CLOSE VIEW ON ROTH - DAY

His wizened face, pale. Right now, though, his eyes have a sparkle as he watches three million dollars in cold cash being counted on a card table in front of him.

His brother Sam is present, and the sandy-haired Courier, a little nervous; the one who had left from the Tropicana with the Corleone skim-money. Also Johnny Ola. The money is evidently all there; Roth picks up a packet; probably a hundred thousand dollars, and throws it over to the Courier.

ROTH

Make it fast; I don't want to chance him being seen.

COURIER

(frightened)

What about the arrangements? How
can I be sure about the arrangements?

OLA

Relax. You're under our protection;
the Corleone family will never find
you.

Ola leads the Courier to the adjoining room where two
smartly dressed Military (Cuban) Police are standing, and a
civilian. The Courier sees them, looks back to Ola. One of
the police steps forward, placing the Courier under arrest;
handcuffing him.

COURIER

Hey, what's this?

The other takes the packet of money, and hands it to the
civilian, who places it in the briefcase he carries. The
other officer kneels down and fastens leg manacles.

COURIER

The arrangements... YOU BASTARDS!
What...

The Captain strikes him expertly across the side of his head
with his pistol.

Ola closes the door on this scene.

EXT. THE HAVANA CAPRI - DAY

Fredo Corleone steps out of a car, squints up at the sunshine
and palm trees. He is holding on tightly to a small satchel,
which he won't let the bellman carry along with his other
things.

INT. MICHAEL'S SUITE - MED. CLOSE VIEW - DAY

Michael and Fredo in a brother's embrace; they kiss each
other. Fredo is still in his jacket, holding the satchel.

FREDO

Mikey. How are you?

He glances up at Bussetta, who doesn't say a word. Fredo
extends his hand.

FREDO

Hiya, Freddie Corleone.

MICHAEL

Mio fratello.

Then Bussetta offers his hand back to Fredo.

FREDO

(taking off his jacket)
What a trip, Jesus Christ, the
whole time I'm thinking what if
someone knew what I got in here.

He undoes the combination of the briefcase starts taking out
cash. Then he stops, remembering that there's a stranger in
the room.

FREDO

Oh, 'scuse me.

MICHAEL

It's all right. He stays with me
all the time.

FREDO

Oh. Mikey, what's up? I'm totally
in the dark.

MICHAEL

We're making an investment in Havana.

FREDO

Great, Havana's great. Lots of
activity in Havana! Anybody I know
here. Five-Angels? Anybody?

MICHAEL

Johnny Ola... Hyman Roth.

FREDO

I never met them.

MICHAEL

Pentangeli's dead. He was ambushed
by the Rosato Brothers.

(pause)

Didn't you know that?

FREDO

No. No, I didn't. Who tells me
anything? I been kept in the dark
so long, I'm getting used to it.

MICHAEL

I want you to help me, Fredo.

FREDO

That's what I'm here for.

MICHAEL

Tonight I want to relax with you.
The Senator from Nevada is here
with some people from Washington.
I want to show them a good time in
Havana.

FREDO

Count on me; that's my specialty.

MICHAEL

I'd like to come along. There's been a lot of strain, and I've been cooped up in this room for three days.

FREDO

Me and you, great! Gimme an hour to wash my face and do my research and we'll have these Washington suckers right where you want 'em.

(then a thought strikes him)

Poor Frankie Five-Angels. He always wanted to die in bed...with a broad.

INT. ROTH'S SUITE - MED. VIEW - DAY

Michael stands at Roth's door carrying the briefcase that Fredo had brought.

A hotel DOCTOR takes Hyman Roth's blood pressure, while his wife waits nervously.

DOCTOR

(Spanish)

You must not exert yourself; I will write out a prescription and come back tomorrow.

HOTEL MAN

He's going to write a prescription.

ROTH

I want my own doctor; fly him in from Miami. I don't trust a doctor who can't speak English.

The doctor is shown out. Roth gestures to the hotel man, who also leaves. Then he looks to his wife.

ROTH

Honey, go down to the casino?

TERRI

If you feel better...

ROTH

I do. Play the Bingo game.

They kiss, and she leaves. Also Bussetta and Ola remain.

ROTH

My sixth sense tells me you have a bag full of money in your hand.

Ola locks the door; Michael nods, and opens the bag, spilling its contents on the card table.

MICHAEL

This doubles my investment.

ROTH

Still no word of your courier?
We'll find him. But at least this will satisfy our friends here. You've been invited to the New Year reception at the Presidential Home. I understand your brother is here as well; I hope he'll come.

MICHAEL

Six million dollars in cash is a high price for a piece of a country in the middle of a revolution.

Roth looks patiently at Michael, as though he were a child who hadn't minded the lesson that he had been taught over and over again.

ROTH

You're a careful kid, and that's good. But look. An international dispatch on the wire service. American journalism, not propaganda. The government troops have all but eliminated the rebels. All but their radio station.

MICHAEL

I've read it; I'm pleased that the government is doing so well. As a heavy investor, I'm pleased. How did the doctor find you?

ROTH

Terrible. I'd give twice this amount to take a piss without it hurting.

MICHAEL

Who had Frankie Pantangeli killed?

ROTH

(taken a bit off-balance)
Why...the Rosato Brothers.

MICHAEL

I know that; but who gave the go

ahead.

Roth glances to Ola; he is not a fool; he realizes Michael has begun to suspect him.

MICHAEL

I know it wasn't me...so that leaves you.

ROTH

There was this kid that I grew up with; he was a couple years younger than me, and sort of looked up to me, you know. We did our first work together, worked our way out of the street. Things were good and we made the most of it. During prohibition, we ran molasses up to Canada and made a fortune; your father too. I guess as much as anyone, I loved him and trusted him. Later on he had an idea to make a city out of a desert stop-over for G.I.'s on the way to the West Coast. That kid's name was Moe Greene, and the city he invented was Las Vegas. This was a great man; a man with vision and guts; and there isn't even a plaque or a signpost or a statue of him in that town. Someone put a bullet through his eye; no one knows who gave the order. When I heard about it I wasn't angry. I knew Moe; I knew he was headstrong, and talking loud, and saying stupid things. So when he turned up dead, I let it go, and said to myself: this is the business we've chosen. I never asked, who gave the go ahead because it had nothing to do with business.

He regards Michael silently a moment.

ROTH

(continuing)

There's three million dollars on that table. I'm going to lie down, maybe take a nap. When I wake up, if it's still there, I'll know I have a partner. If it's gone, then I'll know I don't.

The old man turns, and moves in his slippers, toward his bedroom.

INT. THE CORRIDOR - DAY

Michael closes the door, and moves down the hallway. He is followed by Bussetta, who had waited in the corridor.

MICHAEL

(Sicilian)

How sick do you think the old man is?

BUSSETTA

(Sicilian)

He'll live longer than me.

INT. TROPICOR NIGHT CLUB - VIEW ON THE SHOW - NIGHT

A Havana extravaganza, with tall, beautiful showgirls done up in flamboyant, 'South-of-the-Border' Carmen Miranda costumes; the lead singer is a six foot blonde doing "Rum and Coca Cola" in that style. Her name is YOLANDA.

MED. VIEW

At a large round table, located in an obvious VIP section of the high, tropically draped room with living ferns and other tropical planting with artificial stars.

Michael rises, to be introduced by Fredo to some conservative looking Senatorial types, including Senator Pat Geary of Nevada. We notice Bussetta standing nearby.

FREDO

Does everyone know everyone, or nobody knows nobody. Here, my brother, Michael Corleone... well, you know Senator Geary.

Geary warmly shakes Michael's hand.

SENATOR GEARY

Good to see you, Mike; I'm glad we can spend this time together.

FREDO

This is Senator Payton from Florida; Judge DeMalco from New York... Senator Ream... Mr. Questadt from California, he's a lawyer with the Price-Control Administration. And Fred Corngold of U T&T.

They all make themselves comfortable. A waiter with a tray of drinks appears.

FREDO

Gentlemen... your pleasure? Cuba Libres, Pina Coladas, you name it.

SENATOR GEARY

I'll take a Yolanda.

Laughter.

FREDO

Later, later. All those girls look like they're on stilts!

The various tropical drinks are distributed.

SENATOR GEARY

To a night in Havana!

They all join in.

FREDO

(aside to Michael)

Jeeze, it's great you came along, Mike... You know, we've never spent a night out on the town together. I always thought you looked down on me for liking a good time.

MICHAEL

I never looked down on you, Fredo. You don't look down at a brother.

INT. THE CASINO - NIGHT

By now the group has made its way into the casino. Some of them are crowded around the crap table; Senator Geary is with the enormous and beautiful Yolanda, who barely speaks English. There are other girls with some of the men; not with Michael, who gambles dollars while talking to Corngold.

CORNGOLD

Our information is that Castro is dead. There are maybe a few hundred die-hards in the Sierra Muestra; but government troops are going to clean them out any day.

Johnny Ola approaches Michael.

OLA

Mike, can I talk to you.

Michael follows Ola toward the Baccarat table; a watchful Bussetta moves, a distance away, with them.

OLA

Listen, this Senator from Florida already has a hundred grand worth of markers on the table.

We can see Senator Ream at the table, making thousand dollar bets on the Bank.

OLA

They asked him to sign paper to take down the markers; but he got mad; told them to wait until he was finished.

MICHAEL

Let him gamble.

OLA

Okay. You know he doesn't have that kind of money.

FREDO

Mike said let him gamble.

Fredo puts his arm around his brother; he is high with the first attention Mike has ever given him, as though finally he is being taken seriously; as though his brother needs him.

FREDO

Mike, I got something special up my sleeve for these boys. You ever hear of "Superman?" And I don't mean the comic book.

MICHAEL

No.

FREDO

Wait'll you see!

INT. HAVANA BAR - NIGHT

Our group are in a large Havana bar; the walls totally covered with hundreds of fifths of different types of rum and other liquor.

A couple of the girls from the show are out with the men; Yolanda herself is giving them a private song and dance.

Fredo is a little loaded, and especially attentive to Michael this night.

FREDO

Mikey, why would they ever hit poor old Frankie Five-Angels? I loved that ole sonuvabitch. I remember when he was just a 'button,' when we were kids. We used to put bedsheets on our heads, you know, like we were ghosts. An' ole Frankie come peek into our room, we'd jump up, and he'd always pretend like he was really scared. You remember?

MICHAEL

It was hard to have him killed.

FREDO

You? What do you mean you, I thought...

MICHAEL

It was hard to have him killed.

FREDO

You? What do you mean you, I thought...

MICHAEL

It was Frankie tried to have me hit.

FREDO

No. I mean, are you sure?

MICHAEL

You know otherwise, Freddie?

FREDO

Me? NO, no, I don't know anything. Fellas! You're all falling asleep. We got to see Superman.

CLOSE ON MICHAEL

A growing feeling about his brother.

EXT. GARISH HAVANA STREET - NIGHT

The street is lit with tons of neon signs; it is alive with people; some roving bands of musicians. Everywhere are little boys running around, begging for money. And in doorways and windows are silent, dark-skinned women.

SENATOR REAM

(pushing away from
the palm outstretched
little hands of the boys)
Goddamn beggars. Goddamn city of
beggars and pimps and whores. And
we bend over backwards to support
them with the goddamn sugar quota.

FREDO

(to Geary)
What's eating him?

SENATOR GEARY

He lost a quarter million dollars
at the casino.

SENATOR REAM

...goddamn city of whores...

SENATOR GEARY

He gave them a bad check.

INT. 'SUPERMAN SHOW' - MED. VIEW - NIGHT

A large room with a succession of platforms arranged step-like around a circular area which becomes a stage.

There are a hundred or so people, practically all men, tourists and business men, standing on the different levels, forming the audience.

In the center of the stage is a thick, telephone type pole, to which is tied a young Cuban girl, in a flimsy white sacrificial slip. A small band, mostly drummers, play some Latin music.

MED. VIEW

Fredo's party standing on the ramp, looking down at the spectacle. They're a little woozy from the drinks and late hour. Michael is with them, but now we sense he is using this time, with all exhausted and drunk, to come to some important conclusions.

QUESTADT

Why do we have to stand?

FREDO

Everyone stands. But it's worth it, watch!

VIEW ON THE ARENA

Now two high priestesses, scantily clad, bring in a tall and muscular Cuban, done up in chains and loin cloth, as though he were a captured slave. This is SUPERMAN

VIEW ACROSS THE MEN TO THE STAGE

FREDO

That's him; that's Superman!

Some preliminary pornographic proceedings go on, as the priestesses lead the slave to the virgin tied to the post. The music is percussive and wild.

MED. VIEW ON THE MEN

SENATOR GEARY

Ohmygod. I don't believe it.

QUESTADT

It's got to be fake.

FREDO

That's why they call him Superman.
Johnny Ola told me about this; I
didn't believe it.

CLOSE on Michael turning away. Not because of the spectacle
which he finds disgusting, but at what his brother is saying.

FREDO (O.S.)

... but seeing is believing. Ole
Johnny knows all the places. I
tol' you... can you believe it?

If Michael would ever allow himself to cry, it would be now.

FREDO

(continuing)

The old man Roth, would never come;
but Johnny knows these places like
the back of his hand...

FADE OUT.

FADE IN:

INT. MICHAEL'S SUITE - MED. VIEW - MORNING

Michael is alone in his bedroom; it seems as though he
hasn't slept very much, but sits by his window, looking out
at the city. He is troubled and tired.

His radio is on:

RADIO

(Spanish)

"This is Rebel Radio: Rebel troops
of Column Four 'Jose Marti' took
the town of Baire yesterday at 8:30
p.m. The enemy has retreated..."

EXT. CUBAN STREET - MORNING

This street in Havana is like a Caribbean tourist city with
no indication of the revolution in progress.

Michael walks along the street, alone, past the Cubans on
their way to work; past the American ladies who have gotten
up early for their shopping spree.

RADIO

(Spanish)

(continuing)

... An important military action is
developing along a 35-kilometer
stretch of the Central Highway.
Numerous enemy garrisons are left

with two alternatives, surrender or
annihilation...

One full block away, Bussetta rides in the front seat of the dark Mercury, driving slowly, giving Michael his privacy, but never letting him out of Bussetta's sight.

CLOSE ON MICHAEL

watching.

MICHAEL'S VIEW

Shopkeepers happily luring the tourists into their shops in broken English. Havana is prosperous.

RADIO

(continuing)

... Victories in war depend on a minimum on weapons and to a maximum on morale...

VIEW ON MICHAEL

glances back to the dark car following him. In a moment, it pulls up to him, and he gets into the back seat.

EXT. AMERICAN MILITARY MISSION - VIEW ON MICHAEL - DAY

standing by his car, looking through the cyclone fencing that borders this military training camp operated by the American Army near the city.

RADIO

... War is not a simple question of rifles, bullets, guns and planes...

CLOSER VIEW INTO THE CAMP

EXT. HAVANA STREET - DAY

A street singer, followed by a guitarist sings Jose Marti's words of "Guantanamera." It is solemn, as though it is a song of protest, a song of the revolution.

Nearby, in a restaurant, Michael has lunch with Fredo.

MICHAEL

How is your wife, Fredo...your marriage?

FREDO

(eating)

You know her; drives me crazy, one minute she's a popsicle, the next she's all vinegar. Sometimes I think... I think - I should a

married someone, like you did. To have kids, to have a family.

Michael turns, distracted for a moment at something the singer has sung.

MICHAEL

"Yo soy un hombre sincero..."
I am a sincere man,
From the land of the palms...

FREDO

What's that?

MICHAEL

The song. Are you sincere with me, Fredo?

FREDO

Sincere. What are you talking about, of course I'm sincere with you, Mike.

MICHAEL

Then I'm going to confide in you; trust you with something.

FREDO

(Sicilian)
Mike, are you crazy, I'm your brother.

MICHAEL

Tonight we've been invited to a reception at the Presidential Palace; to bring in the New Year. You and I will go in a special car that's being sent. They'll have cocktails... then dinner, and a reception with the President. When it's over, it will be suggested that you take Questadt and his friends from Washington to spend the night with some women. I'll go home alone in the car; and before I reach the hotel, I'll be assassinated.

FREDO

...Who?

MICHAEL

The same man who tried in Nevada... Hyman Roth, not Pentangeli.

FREDO

But, you told me yourself...

MICHAEL

It was never Pentangeli... I've always known that. It was Roth all along. He talks to me as a son; as his successor, but the old man thinks he'll live forever.

FREDO

What do you want me to do?

MICHAEL

To go tonight, with me, as though we know nothing. I've already made my move.

FREDO

What is it? Can I help?

MICHAEL

The old man will never bring in the New Year.

Fredo realizes what he means; looks immediately to Bussetta, who had been sitting near the door and the musicians. He is gone.

INT. HOTEL CORRIDOR - MOVING VIEW ON BUSSETTA - NIGHT

The first time ever away from Michael, moving toward us quickly. He stops, knocks on the door of Roth's suite. Then quickly for a man his size, he moves without noise to the adjoining door, opens it with a key, and disappears inside.

A moment elapses on the empty corridor, and then a roused Johnny Ola, opens the first door. He steps out into the corridor, to see who had knocked. Confused, he is about to return inside, when Bussetta easily breaks his neck in two from behind.

INT. THE SUITE - MED. VIEW - NIGHT

as Bussetta quietly pulls the limp body of Johnny Ola, his head bent at an impossible angle, and lays it at the foot of the couch.

EXT. PRESIDENTIAL PALACE - NIGHT

Guards who are regular troops patrol the Palace in twos, carrying machine weapons.

Now an elite officer, checks the identification of the various cars carrying dignitaries, as they are driven up to the Palace. The one being inspected at the moment contains Fredo and Michael. We can see the beautifully dressed people on their way to the reception, and sense the cheerful

mood of this New Year's Eve.

INT. THE SUITE - NIGHT

Bussetta bends over Ola's body, tying the wrists and knees with electrical extensions. He then easily carries the body to the small balcony which all the rooms have.

EXT. THE BALCONY - NIGHT

Bussetta swings the body over the side of the balcony railing; tying the extension cord to the railing, and suspending the body so that it is invisible both from the inside and out during the night.

INT. PRESIDENTIAL PALACE - VIEW ON THE MAIN FOYER - NIGHT

The PRESIDENT, his WIFE and six oldest CHILDREN greet formally the many beautifully and affluently dressed guests. He speaks to them in Spanish, as one by one they file to him.

Michael and Fredo are presented in a group with several other Americans, including several of the American businessmen with interests in Cuba.

EXT. STREETS OF HAVANA - MED. VIEW - NIGHT

The excitement of the night is beginning to build; people are out in the streets; poor people, but they are enthusiastic and lively.

NEW VIEW

Traffic stops, as an ambulance speeds its way to a hospital; SIREN going.

INT. THE SUITE - NIGHT

Bussetta delicately picks up a small satin cushion that had fallen from the couch, and replaces it as though nothing had happened. Slowly he cracks the door open which adjoins Roth's bedroom. There is a slight commotion; whispered voices.

BUSSETTA'S VIEW

Terri, Mrs. Roth, is crying. A group of men lift Hyman Roth's frail body onto a stretcher.

CLOSE ON BUSSETTA

realizes that this is the man he is to kill.

CLOSER VIEW ON ROTH

He is alive; breathing hard with his mouth dry and open. The doctor examines him, and then gives instructions to the

orderly who carries him out, presumably to the ambulance.

Bussetta closes the door on this VIEW.

INT. PRESIDENTIAL PALACE - NIGHT

An orchestra plays for the guests, as an army of waiters serve champagne and hors d'oeuvres. Michael relaxes with Senator Geary, Major Leon, and several of the Americans.

QUESTADT

The embargo on arms shipments from the U.S. to your government, was just a necessary public relations move... Only last month, your air force received a major shipment of rockets...

Michael glances at his watch; Fredo concentrates on this.

SENATOR GEARY

We believe in non-intervention... but the agreement stipulates that our forces may be withdrawn... but as you've seen, we have not withdrawn them.

CORNGOLD

And my guess is that President Eisenhower won't pull out while we have over three billion invested over here.

MICHAEL

Fredo. Where are you going?

FREDO

Nowhere, Mike. I wanted to get a refill. How about you?

EXT. HAVANA HOSPITAL - MED. VIEW - NIGHT

The ambulance makes its way up to the emergency section of the hospital. The orderlies quickly carry the old man inside. His wife and the doctor, and several of his men, follow in another car.

THE VIEW ALTERS

and we see Bussetta waiting in the shadows.

EXT. HAVANA STREETS - NIGHT

The growing crowds of Cubans begin their celebration.

NEW VIEW

A Cuban military detachment speeds along in the night, motorcyclists clear a path through the celebrants.

INT. PRESIDENTIAL PALACE - FULL VIEW - NIGHT

A full sitdown dinner is being served the guests. Michael sits at a table at dinner with several of the distinguished Cubans, and some of the American businessmen.

QUESTADT

What's kept Mr. Roth?

Fredo looks up at Michael.

In the back of the room, we notice the detachment of military moving quickly through the reception room on their way to the President's private quarters. Michael notices it as well.

INT. THE HOSPITAL CORRIDOR - FULL VIEW - NIGHT

The activity at the end of the hall has come to rest; we can tell that the doctor tells Mrs. Roth that she should go, the old man will be taken to a room where he can rest. Gradually, these people leave him in the care of the hospital staff.

Bussetta watches from the distance of the hallway; after the old man has been moved, he quietly walks down the hallway to the room.

HIS VIEW

A nurse sits in the room in attendance; Hyman Roth is asleep, his mouth wide open, breathing noisily.

VIEW ON BUSSETTA

hears footsteps, quickly steps away from the door, and into another room.

Some nurses and attendants speak to the nurse in the room in Spanish; one has brought a small bottle of wine, and obviously they are inviting the nurse to have a New Year's toast with them. They laugh; and the nurse steps away from the room for a moment.

Bussetta moves slowly back into the room, alone with the helpless Roth.

INT. PRESIDENTIAL PALACE - FULL VIEW ON THE GUESTS - NIGHT

seeing in the New Year; a great banner is hoisted up in Spanish, welcoming 1959.

Hands are shaken; kisses exchanged.

MED. CLOSE VIEW

Michael and Fredo in an embrace; they kiss one another.

MICHAEL

I've arranged for a plane; we're
going to Miami in an hour. Try not
to make a big thing of it.

He kisses his brother once again.

MICHAEL

(Sicilian)
I know it was you, Fredo. You've
broken my heart.

Slowly, understanding, Fredo backs away from his brother,
taking the kiss another way.

A little distance away, Major Leon notices an old woman, one
of the President's maids, moving across the alcove, carrying
her suitcases.

LEON

What a pity; she's crying. Must
have been fired, and she's been
with the President's family for
twenty years.

EXT. HAVANA STREETS - NIGHT

The gathered crowd joyously welcomes the New Year. We
notice the continual military movement.

MED. VIEW

A family surreptitiously leaves their home, carrying
suitcases and belongings.

INT. ROTH'S HOSPITAL ROOM - NIGHT

Bussetta raises a hospital pillow, and easily begins to
smother the thin old man, who can barely struggle.

OUT IN THE HALL

A detachment of military move quickly, accompanied by some
of Roth's men, as though they have important news that must
be dealt with.

They pass the small group of aides and nurses welcoming the
New Year.

Seeing them, the nurse assigned to him, puts down her glass
and moves quickly to the room.

She opens the door, and lays bare the sight of Bussetta
smothering Roth. Bussetta turns quickly; and one of the

military takes out his pistol and shoots several times at his head.

INT. PRESIDENTIAL PALACE - NIGHT

The entire reception has been disrupted for an announcement; all the guests in their formal dress and evening gowns, standing with frightened faces like first class passengers on a doomed ship. The President himself, his back to our VIEW, is making an announcement in Spanish. While he speaks, we notice continuous movement of his personal staff, carrying suitcases and possessions.

PRESIDENT

...Because of serious setbacks of our troops in Guantanamo and Santiago, we feel reluctantly, that we must leave the Capital at once. Myself and my family must bid you goodbye, and good fortune. We will go directly to Ciudad Trujillo.

The crowd is stunned; already whispers are moving throughout the guests.

The only one who is not completely taken off guard is Michael, who quietly steps back, and disappears from the room.

PRESIDENT

...My only regret is that there could not have been more warning... As my last official act as President, I hereby appoint a provisional government with Dr. Carlos M. Piedra, as its President.

By now, there is only one thought among the guests: how can they get out, and with what.

EXT. PRESIDENTIAL PALACE - NIGHT

We see evidence of the confusion at this late hour; already cars are beginning to move; people leaving the Palace in haste. Michael moves quickly toward his car. He sees Fredo, watching him in fear.

MICHAEL

Come with me. It's your only way of getting out!

VIEW ON FREDO

Terrified of his brother, and what he knows; Fredo backs away into the growing noise and confusion of the crowd.

VIEW ON MICHAEL

Finally, he has to step into the car and it roars off.

EXT. HAVANA STREETS - NIGHT

Rebel cars with loudspeakers have already picked up the news that Batista has conceded...this throws the crowds already gathered for the New Year into cheers of joy.

They harass a wealthy family who are trying to get away in their car.

The people pull them out of the car, opening their suitcases, out of which spill piles of cash and jewelry into street.

Michael's car makes its way as the crowd cheers: "El animale se fue!"

EXT. THE UNITED STATES EMBASSY - MED. VIEW - NIGHT

Crowds of panicked and frightened tourists, and Batistianos are trying to get to the safety of the Embassy with the families and possessions.

We see Geary, and some of the Americans we had met, working their way through the crowds, shouting that they are Americans in order to get preference on the line. Often that declaration brings 'boos' from the crowds.

Sometimes the joyous Cubans will let a family through, but again, taking away the suitcases, rich leather, filled with money and valuables. Money seems to be stuffed everywhere.

EXT. THE YACHT CLUB - NIGHT

All forms of private transportation are jammed with people trying to get out, holding cash in their hands for anyone with a yacht or small boat to get them to Florida.

A car pulls up; and we see Sam Roth, Terri Roth and some of their men, carry the sickly, but still alive Hyman Roth to a private cruiser which is protected by men with machine guns.

Within seconds, they are on their way to Miami.

EXT. THE PRIVATE AIRPORT - NIGHT

Things are no different at the airport; where anything that can fly is being jammed with refugees and their money.

A wealthy family is arguing with the pilot of a fast airplane; trying to force cash on him, and his family into the plane. The PILOT steadfastly refuses, although checking his watch, as though his passengers are late. He speaks only English.

PILOT

No, this is a private plane. No,

this plane is taken.

Finally Michael's Mercury pulls up, and Michael approaches the Pilot.

MICHAEL

He isn't here.

PILOT

We've got to leave, they'll take this thing apart.

MICHAEL

All right. Go now.

The Pilot lets Michael in, as the Cuban screams curses at them, and begins searching for another plane for his family.

INT. THE PLANE - VIEW ON THE PILOT - NIGHT

as the propeller turns over.

EXT. THE AIRPORT - FULL VIEW - NIGHT

Groups of the cheering, celebrating Cubans sing "Guantanamera," now as a song of triumph.

INT. THE PLANE - MOVING VIEW - MICHAEL - NIGHT

Closer to him, his personal and business life caught in the middle of history.

EXT. NEW YORK STREET - MED. VIEW - DAY (1920)

He stops to pick out some choice oranges and peaches from a fruit stand. Then he reaches into his pocket for change.

VENDOR

No, no. It is my pleasure to make this a gift.

CLOSE VIEW ON VITO

VITO

You are kind. If ever I can do something for you, in return, please come to me.

INT. VITO'S TENEMENT - DAY

Despite his new position of 'respect,' there is little changed about his home. Only that they have lived there a while now, and the rooms are fuller with the inevitable possessions a young family acquires.

He kisses his wife, who seems a big apprehensive. He shows her the fruit; and from her reaction knows she has something

on her mind.

VITO

(Sicilian)

What is it?

CARMELLA

(Sicilian)

Come...

They step into the tiny parlor, where we see an older woman, waiting nervously.

CARMELLA

The Signora is a friend of mine.
She has a favor to ask of you.

VITO

(Sicilian)

Why do you come to me?

SIGNORA COLOMBO

(Sicilian)

She told me to ask you.

He seems surprised; looks to his wife.

CARMELLA

She is having some trouble. Her landlord has received complaints because of her dog. He told her to get rid of it, but her boy loved it, so they tried to hide it. When the landlord found out, he was so angry, he ordered her to leave. Even if she truly will let the dog go.

SIGNORA COLOMBO

(Sicilian)

He said he would have the police put us out.

VITO

(thoughtfully)

I can give you some money to help you move, is that what you want?

SIGNORA COLOMBO

My friends are all here; how can I move to another neighborhood with strangers? I want you to speak to the landlord to let me stay.

Vito nods to the frightened old woman.

VITO

It's done then. You won't have to move; I'll speak to him tomorrow morning.

Carmella breaks into a smile; which her husband does not acknowledge.

The old woman starts to leave the room; but she is not convinced.

SIGNORA COLOMBO

You're sure he'll say yes, the landlord?

VITO

I'm sure he's a good-hearted fellow. Once I explain how things are with you, I'm sure he'll take pity on your misfortunes. Don't let it trouble you any more.

(as he shows her out)

Guard your health, for the sake of your children.

EXT. TENEMENT BLOCK - DAY

SIGNOR ROBERTO, a pompous, rather well-dressed Patrone angrily walks down the steps of one of his tenement buildings.

He carries a check list, and makes marks with a pencil concerning the condition of his various buildings; a broken window here, some missing tile there. He bends over to pick up some garbage left by a thoughtless tenant, muttering to himself, when he sees the shoes and legs of a young worker.

VITO (O.S.)

Signore Roberto...

He rises to be face to face with a polite Vito Corleone.

VITO

The friend of my wife, a poor widow with no man to protect her, tells me that for some reason she has been ordered to move from your building. She is in despair. She has no money, she has no friends except those that live here.

Signor Roberto brusquely answers, and continues on his way.

ROBERTO

I have already rented the apartment to another family.

MOVING SHOT ON THE TWO

VITO

I told her I would speak to you,
that you are a reasonable man who
acted out of some misunderstanding.
She has gotten rid of the animal
that caused all the trouble, so why
shouldn't she stay. As one Italian
to another, I ask you the favor.

ROBERTO

I've already rented it; I cannot
disappoint the new tenants. They're
paying a higher rent.

VITO

How much more a month?

ROBERTO

Eh...
(we sense he is lying)
Five dollars more.

Vito reaches into his pocket, and takes out a roll of bills.

VITO

Here is the six month's increase in
advance. You needn't speak to her
about it, she's a proud woman. See
me again in another six months.
But of course, you'll let her keep
her dog.

ROBERTO

Like hell! And who the hell are
you to give me orders. Watch your
manners or you'll be on your
Sicilian ass in the street there.

Vito raises his hands in surprise; his voice is reasonable.

VITO

I'm asking you a favor, only that.
One never knows when one might need
a friend, isn't that true? Here,
take this money as a sign of my
good-will, and make your own
decision. I won't quarrel with it.

(he puts the money in
Roberto's hand)

Do me this little favor, just take
it and think carefully. Tomorrow
morning if you want to give me the
money back, by all means do so. If
you want the woman out of your
house, how can I stop you? It's
your property, after all. If you
don't want the dog in there, I can

understand. I dislike dogs myself.
(he pats Roberto on
the shoulder)
Do me this service, eh? I won't
forget it. Ask your friends in
this neighborhood about me, they'll
tell you I'm a man who believes in
showing his gratitude.

Without a word more, Vito leaves a hypnotized Roberto
standing in front of the tenement, his hand clasping the
money.

EXT. NEIGHBORHOOD STREET - DAY

A thin young man, almost gawky, walks down the street in
this Italian neighborhood, his name is HYMAN SUCHOWSKY.

He carries his tools as he comes home from work. He is
pursued and tormented by a couple of Italian youths, about
his own age, eighteen.

ITALIAN BOY

Kid, where do you live?

ANOTHER

Where'd you get those nigger lips?

He tries not to be intimidated; finally one of the boys,
steps in front of him and stops him.

ITALIAN BOY

Say 'bread' in Italian.

ANOTHER

He dunno.

ITALIAN BOY

Go on; how do you say 'bread' in
Italian? If you're from the
neighborhood, you should know how
to say 'bread' in Italian.

An amused Peter Clemenza steps forward from a local coffee
house, to preside over the fuss. He's a 'big' man in the
neighborhood, and loves a fight.

CLEMENZA

What's up?

ITALIAN BOY

This kid lives around here, but he
can't say bread in Italian.

CLEMENZA

That's 'cause he's Jew. Look at
those pregnant lips!

He giggles at his own joke.

ITALIAN BOY

Are you a Jewboy?

The boy doesn't answer, tries to keep going.

ITALIAN BOY

Well, if you're not a Jew, say
'bread' in Italian. See, he can't.

And with that, he rounds a blow squarely to the boy's face, sending him sprawling to the cement, his tools flying with a clatter.

The other Italian immediately joins in with a few kicks to the boy's stomach. Hyman tries to fight back; grabs a hold of his tormentor's foot, and brings him down on the cement as well. For a moment, they are rolling around on the sidewalk, two against one, Hyman taking the worst of it.

CLEMENZA

Alright, alright, cut it out.

SECOND ITALIAN

What for? He killed Jesus Christ!

Clemenza pulls him off, and kicks him in the ass.

CLEMENZA

I said cut it out!
(to the beaten kid)
What's your name?

HYMAN

Hyman Suchowsky.

ITALIAN BOY

I don't believe it. In our
neighborhood, with a name like that!

CLEMENZA

What are those tools? You work on
cars?

HYMAN

Yeah.

CLEMENZA

Maybe I know how you can make a
couple of extra bucks working as a
mechanic.

The boy seems agreeable.

CLEMENZA

But you gotta know how to keep your mouth shut, and fer Chrissakes, get rid of that name. I'll call you Johnny Lips.

(he giggles at his own humor again)
Come on...

He leads the boy down the street, whispering to him, on the side:

CLEMENZA

Bread in Italian is pane. P-A-N-E, pane. Don't forget.

INT. NEW GENCO WAREHOUSE - DAY

A newly acquired warehouse, stocked with cases of the new product "GENCO PURA" olive oil. It is the beginning of a new business, in the American tradition. Now they have one rattling old truck, and a few stock boys.

Genco has become the accountant-business manager, based on the experience working with his father. But it is clear, that Vito is the leader, and undisputed 'President' of the new enterprise.

Genco moves through the darkness of the warehouse, to the small divided area that Vito uses as his office.

GENCO

(Sicilian)
The 'patrone' is here.

VITO

Chi?

GENCO

Roberto. Who owns the 'rat-holes.'

Vito nods that he will see him; and soon Roberto enters, on tiptoe, his hat in his hand, and in a apologetic voice.

ROBERTO

Excuse me, I hope I am not a disturbance, Don Corleone.

VITO

Yes.

ROBERTO

What a terrible misunderstanding. Of course, Signora Colombo can stay in the flat. Who were those miserable tenants to complain about noise from a poor animal...when they pay such low rent.

Then abruptly, he puts the roll of money on Vito's table, and steps back a respectful distance.

ROBERTO

Your good heart in helping the poor widow has shamed me, and I want to show that I, too, have some Christian charity. Her rent will remain what it was.

VITO

What was that?

ROBERTO

In fact, reduced, bu five dollars!

Vito embraces him warmly.

VITO

I accept your generosity...

ROBERTO

I won't keep you another minute...

He quickly takes his leave, bowing several times, and then makes it back to the safety of the warehouse; he sighs, deflates his lungs, and mops his brow; his bones have turned too jelly with fear at his narrow escape. He all but runs out of the warehouse.

Genco laughs as he watches.

GENCO

We won't see him for weeks! He'll stay in bed in the Bronx!

Clemenza has been waiting with his new mechanic. We notice the subtle difference in the way he treats Vito. He is no longer a junior apprentice in their petty crimes; but an imposing leader.

CLEMENZA

This kid is good with cars; he kiijed at the truck, and says he can keep it going.

Vito looks over the lanky young man.

CLEMENZA

What's your name?

HYMAN

Suchowsky. Hyman Suchowsky.

CLEMENZA

He's gonna dump that; I call him

Johnny Lips.

VITO

Who is the greatest man you can think of?

CLEMENZA

Go on, answer him when he talks to you. Tell him: Columbus, Marconi... Garibaldi.

HYMAN

Arnold Rothstein.

VITO

Then take that as your name: Hyman Rothstein.

Genco is out in the alley; he calls out with glee.

GENCO

Vitone! Look at this!

Vito moves out to the smiling Genco; Clemenza and the newly christened Hyman Rothstein follow a distance behind.

EXT. THE ALLEY - DAY

Genco stands beaming, as two workers raise up high, the freshly painted sign: "GENCO OLIVE OIL COMPANY."

GENCO

(enthusiastically)

God bless America! We're in business!

The young men watch as the sign is hoisted into place. OUR VIEW goes from one to the other: Clemenza, Genco, Vito and Hyman Rothstein.

DISSOLVE TO:

INT. SENATE CAUCUS ROOM - MED. CLOSE VIEW - DAY

Willy Cicci, Pentangeli's associate and bodyguard takes a drink of water.

SENATOR (O.S.)

Mr. Cicci. From the year 1927 to the present time, you were an employee of the "Genco Olive Oil Company."

CICCI

That's right.

SENATOR (O.S.)

But in actuality, you were a member of the Corleone Crime organization.

CICCI

The Corleone Family, Senator. We called it, "The Family."

SENATOR (O.S.)

What position did you occupy?

CICCI

At first, like everybody, I was a soldier.

VIEW ON SENATOR KANE

A thin, angular Baptist with a Mid-Western accent.

SENATOR KANE

What is that exactly?

CICCI

A button. You know, Senator.

SENATOR KANE

No, I don't know, explain that exactly.

CICCI

When the boss says push the button on a guy, I push the button, see, Senator?

The Senators treat Cicci with a surface courtesy, as if he were a curious kind of animal, not really human. Cicci reacts to this by being even more brutally forthright than he has to be, to show his contempt for what he considers a hypocrisy.

The VIEW ALTERS from Senator Kane to the Committee's attorney, Mr. Questadt.

QUESTADT

You mean you killed people at the behest of your superiors?

CICCI

That's right, counsellor.

QUESTADT

And the head of your family was Michael Corleone.

CICCI

Yeah, counsellor, Michael Corleone.

SENATOR KANE

Did you ever get such an order
directly from Michael Corleone?

CICCI

No, Senator, I never talked to him.

SENATOR SAVOY

(very autocratic,
deep South,
gentlemanly man)

There was always a buffer, someone
in between you who gave you orders.

CICCI

Yeah, a buffer, the Family had a
lot of buffers.

EXT. THE TROPICANA IN VEGAS - MED. VIEW - DAY

A limousine pulls up at a private area near the side of the
hotel. Michael exits the limousine followed by Hagen and
Neri.

MICHAEL

Do you think they have somebody to
back up Cicci?

HAGEN

No. But if they do have somebody,
you'll do three years for perjury
if you give them so much as a wrong
middle name.

Michael smiles to him, but it's a cold, deadly smile.

HAGEN

Michael, take the Fifth all the
way, that way you can't get into
trouble.

EXT. PRIVATE BALCONY OF CORLEONE APARTMENT AT TROPICANA - DAY

A Corleone bodyguard waits outside on the balcony overlooking
the pool area. Through the translucent draperies, we see a
grouping of me.

INT. CORLEONE APARTMENT AT THE TROPICANA - DAY

Michael, Hagen, Neri and Rocco are seated in this luxury in
the hotel. Michael sits in a comfortable chair in his
apartment. Neri comes and brings him a drink without
asking, but Michael refuses it.

MICHAEL

Al, get me a wet towel. Does Kay
know I'm back?

Hagen nods.

MICHAEL

Did the boy get something from me for Christmas?

HAGEN

I took care of it.

MICHAEL

What was it, so I'll know.

HAGEN

A little care he can ride in with an electric motor.

Neri comes around with a wet face towel, which Michael uses to cool his eyes. He puts the used towel down on the table.

MICHAEL

Fellas, can you wait outside a minute?

They know what he means and leave the apartment, going out to the balcony where we can see them but they cannot hear. Only Hagen remains.

MICHAEL

Where's my brother?

HAGEN

Roth got out on a private boat. He's in a hospital in Miami. Had a stroke but he's recovered okay. Bussetta's dead.

MICHAEL

I asked about Fredo?

HAGEN

The new government arrested him, held him for a couple of days with a lot of the other casino people, including Roth's brother, Sam. The American Embassy arranged flights for citizens; I'm not sure, but I think he's somewhere in New York.

MICHAEL

I want you to reach Fredo. I know he's scared, but have one of our people reach him. Assure him that there will be no reprisals. Tell him that I know Roth misled him.

HAGEN

My information is that Fredo

thought it was a kidnapping. Roth assured him nothing would happen to you.

MICHAEL

(indicating Rocco and Neri on the balcony)
They can come in now.

HAGEN

Wait... there's something else.

MICHAEL

Alright.

Hagen pauses; doesn't know how to begin.

MICHAEL

(impatiently)
Go on, tell me.

HAGEN

Kay had a miscarriage; she lost the baby.

After a moment:

MICHAEL

Was it a boy or a girl?

HAGEN

Mike, at three and a half...

MICHAEL

What is it, can't you give me straight answers anymore!

HAGEN

It was a boy.

MICHAEL

And Kay...she's all right?

HAGEN

She took the Senate Investigation worse.

MICHAEL

Does she blame it on me? The baby?

HAGEN

I don't know.

EXT. TAHOE ESTATE - DAY

The first snow of the New Year has fallen; the trees are bare, and there is hush all over this part of the Sierras.

Michael is driven in his car, looking out at the familiar sight of the home he has been forced to be away from.

VIEW ON MICHAEL

looking out from his window. The last time he had seen the estate it was warm, and the trees were full.

MOVING VIEW

approaching the great stone gates; closed. The bodyguards are not readily visible, but they are there. The iron gates are opened, and one of the men makes a simple nod of respect, as the car pulls in.

NEW VIEW

Inside the estate, the private roads have been freshly plowed, and occasionally a worker will pause to watch the car as it passes.

The Grandchildren are in school now, and so the estate is especially quiet. Although there are signs that children live here; a bicycle, a sled, a swing and gymnastic set, wet and with a rim of snow still on it.

INT. MICHAEL'S HOUSE - VIEW FROM INSIDE THE HOUSE - DAY

to the outside, where Michael walks slowly. He stops and looks at a little Italian red sportscar made for children.

NEW VIEW

The front door opens, and Michael enters his own home. It is very quiet, no one is at home to greet him. He can see the evidence of his family; things his wife and his children have been using, and left on a sofa or a table.

He moves toward his and Kay's bedroom, where we can HEAR the SOUND of a sewing machine running.

Quietly he opens the door.

MICHAEL'S VIEW

into the bedroom. Kay is sitting by the window, lit by the cold afternoon light, at work with her sewing machine. She hasn't noticed that he's in the room yet, and goes on with her work.

VIEW ON MICHAEL

stands there a moment, watching, not making a sound. And then without a word, he steps back, and closes the door, so that she doesn't see him.

VIEW FROM INSIDE THE HOUSE

onto Michael, moving outside, walking through the snow, he moves to the house next to his own.

INT. CONNIE'S HOUSE - DAY

This is the house where Mama lives with Connie's children, Connie so rarely is there.

He steps in; his mother is asleep in a chair in the living room. He moves to her, and bends low, whispers.

MICHAEL

Mom... Mom...

She opens her eyes, which are red and small with age.

MICHAEL

(Sicilian)

It's Michael. How are you, Mom?

MAMA

(Sicilian)

I'm alright. Will you stay home for awhile?

MICHAEL

(Sicilian)

There are still things I have to do.

MAMA

(Sicilian)

Well, we can all have a nice dinner together tonight. How are your eyes?

MICHAEL

Alright. They bother me once in awhile.

(a pause as he thinks)

Tell me, when Pop had troubles... did he ever think, even to himself, that he had gone the wrong way; that maybe by trying to be strong and trying to protect his family, that he could... that he could... lose it instead?

MAMA

(Sicilian)

You talk about the baby. She can have another baby.

MICHAEL

(Sicilian)

No, I meant lose his family.

MAMA

(as best she ever
understood it)
Your family? How can you ever lose
your family?

MICHAEL

(almost to himself)
But times are different...

FULL VIEW IN ROOM - MICHAEL AND HIS MOTHER

Quietly we HEAR the music of a small band playing an Italian march. From the orchestration, we know it is from the past.

DISSOLVE TO:

EXT. TRAIN STATION AT CORLEONE - DAY

Vitone and his young family: Mama, Santino, Fredo and the baby Michael are met at the small station in Sicily by friends, and Mama's relatives. There is a small band, playing for the occasion. A small man has brought a motor car to pick the family up; and there are certain dark men, with shotguns slung over their shoulders to preside over the occasion.

The family is helped into the car; the luggage is packed on the roof, and the car drives off. The second car, with bodyguards following.

EXT. DON TOMASINO'S VILLA OUTSIDE OF CORLEONE - DAY

The villa is bloomed with flowers and DON TOMASINO at this point is a man in his late twenties. He embraces Vitone and pats the heads of his children, and leads them all into the garden.

INT. THE VILLA - SUMPTUOUS MED. VIEW - LATE DAY

A sumptuous table is set for the visiting family from America. There is a warm atmosphere as Vito, his wife and children eat. Tomasino and his family received presents from Carmella and to Tomasino's mother, and gifts are given to all of the children.

All typically American representing some of the prosperity and interests in the consumer goods that followed a great war.

EXT. CORLEONE PLAZA - DAY

The family exits the church on the plaza of the town. Vito shakes hands warmly with the priest.

INT. VILLAGE COTTAGE - NIGHT

The door is open -- the footsteps of a man enter the room. We follow these footsteps without quite knowing to whom they

belong. They lead us to a bed, where we see asleep an OLD MAN. He sleeps in his undershirt and is sweating, covered by mosquito netting.

VIEW ALTERS

and we realize that it is young Vito looking at the MAN.

We remember that the man is MOSCA, one of three men, who almost twenty years before had hunted down Vito when he was a boy. With lightning speed, Vito slashes through the mosquito netting with a knife. And with the movement precise as a butcher's he disembowels this man.

EXT. OLIVE OIL WAREHOUSE - FULL VIEW

Vito has brought his wife and children to see the Olive Oil Depot which is the link to his New York importing business. They go inside.

INT. OLIVE OIL WAREHOUSE - DAY

They are led by one of Vito's associates through rows and rows of large vats of olive oil. Vito very proudly shows his associates in Italy the olive oil can that will be used in the United States. They all stand around at the link to their new importing business and share a toast of wine.

EXT. THE BAY - DAY

A team of Sicilian fisherman are at work mending their nets. One sings accompanied by a guitar.

VIEW MOVES TO ONE OF THE OLD FISHERMAN

He is recognized as the second of the men who had hunted Vito down. STROLLO. As he walks we notice there is a figure that is moving through the drying sails and barrels, it is Vito. He moves quietly, stepping up behind the old man. In an instant, he has thrown a garrote around his throat, twisting it tight, so that there is very little sound.

Then, almost silently dragging him through the space hidden by the drying sails.

EXT. THE IMPRESSIVE ESTATE OF DON FRANCESCO - DAY

We see an old car approach. Its driver is the young Tomasino. Sitting in the car with him is Vito.

The car stops at the gates, and an old guard sees and recognizes Tomasino, opens the gates allowing them to enter.

MED. VIEW

on an almost decrepit DON FRANCESCO. He must be in his

early nineties, sitting as powerful and as impressive as ever, in his throne-like chair from which he manages the power as the Mafia Chieftan of this village. Young Don Tomasino is speaking.

We notice in a little distance in the rear, there are some younger shepherds with shotguns thrown over their shoulders.

TOMASINO

(Sicilian)

Don Francesco, if you will honor me, by allowing me to introduce my associate in America, in New York. His name is Vito Corleone.

The old man and his eyes glance up at a notion of a man who has taken the name of this town as his name.

TOMASINO

We will supply him with olive oil exclusively in the town of Corleone. His company is called the "Genco Olive Oil Company." Here we have brought you an indication of how he will sell the product.

Tomasino respectfully puts a can of olive oil where the old man can look at it. The old man nods, accepting the notion of this business.

TOMASINO

(Sicilian)

We have come to ask your blessing and permission to continue this enterprise.

DON FRANCESCO

(Sicilian)

(in a shrill, high, raspy voice)

Where is this young man?

TOMASINO

He is right here, standing next to me, Don Francesco.

DON FRANCESCO

(Sicilian)

Have him come closer, I can't see very well.

Vito takes those several steps, so that he is standing right in front of the old man.

VIEW ON DON FRANCESCO

looking up, squinting against the sun.

DON FRANCESCO'S VIEW

Strangely backlit, almost blurry image of the young man from America.

DON FRANCESCO

(Sicilian)

What is your name?

VITO

(Sicilian)

Vito Corleone.

DON FRANCESCO

(Sicilian)

You took the name of this town, eh?

What was your father's name?

VITO

(Sicilian)

Antonio Andolini.

CLOSE VIEW ON THE OLD MAN

The recognition of the name throws a shudder through him. It is as though he recognizes that this is the boy; the son of his old enemy, whom he had killed, and whose sons he had tried to wipe out. The old man raises his feeble hands signalling his guard, and in his weak voice, he shouts:

DON FRANCESCO

(Sicilian)

Kill him! Kill him!

But he is too late; Vito steps forward.

VITO

(Sicilian)

In the name of my Father, and my
Brother...

And uses the knife, ritualistically plunging it into the old man's belly, and then up to his throat, which is severed.

VIEW ON TOMASINO

has drawn his pistol and quickly shoots one of the guards, helping Vito to escape back into the motor car.

VIEW ON A GUARD

raising his shotgun.

VIEW ON THE MOTOR CAR

Just as Tomasino is about to get into the car, the shotgun

is fired, and he is hit in the legs.

Vito manages to pull him up into the car, and they make their escape.

EXT. RAILROAD STATION IN CORLEONE - DAY

Some of the townspeople have come bringing flowers and gifts for Vito and his family.

His wife is radiant with the flowers given her.

The train has arrived and the crowd shout "Ciao, come back soon."

THE VIEW ALTERS

revealing his good friend Tomasino, waving from his wheelchair.

VIEW ON VITO

and his wife. She holds up the baby Michael, and helps him wave his hand.

INT. SENATE CAUCUS ROOM - MED. CLOSE VIEW ON MICHAEL - DAY

SENATOR KANE (O.S.)

Are you the son of Vito Corleone?

MICHAEL

Yes.

SENATOR KING

Did he use at times an alias? Was this alias in certain circles **GODFATHER?**

MICHAEL

It was not an alias. **GODFATHER** was a term of affection, used by his friends, one of respect.

SENATOR WEEKLER

(Senator from New York, very smooth, partly liberal, Tammany Hall)

Let me agree with that. Many of my constituents are Italian and have been honored with that certain friendship by my close Italian friends. Up to this point before I have to leave this hearing to join my own committee, let me say, that this hearing on the Mafia is in no way a slur on the Italians by the

Senate; nor is it meant to be; nor will I allow it to be. Italian Americans are the hardest working, most law abiding patriotic Americans of our country. It is a shame and a pity that a few rotten apples give them a bad name. We are here to weed those rotten apples out of the vast healthy barrel of Italian Americans, who are one of the backbones of our country.

There is a pause for a while, while the New York Senator poses for the TV cameras and leaves the hearing so that he will not be associated with hearing the rough stuff.

SENATOR KANE

I'm sure we all agree with our esteemed colleague. Now, Mr. Corleone, you have been advised as to your legal rights. We have had testimony from a preceding witness who states you are head of the most powerful Mafia family in this country. Are you?

MICHAEL

No.

SENATOR KANE

This witness has testified that you are personally responsible for the murder of a New York Police Captain in the year 1947 and with him a man named Virgil Sollozzo. Do you deny this?

MICHAEL

I deny his every charge.

SENATOR KANE

Is it true that in the year 1950 you devised the murder of the heads of the Five Families in New York, to assume and consolidate your nefarious power?

MICHAEL

That is a complete falsehood.

SENATOR KANE

Is it true that you own a controlling interest in three of the major hotels in Las Vegas?

MICHAEL

That is not true. I own some stock

in some of the hotels, but only very small amounts. I also own some American Telephone and IBM stock.

Michael had checked this point with Hagen, before answering, and then once again after the answer.

SENATOR ROGERS

Why is it necessary for your counsel to advise you on that question?

MICHAEL

Senator, I've observed the head of General Motors before a Senate Committee, and his lawyer whispered in his ear. That was not commented upon in the way you have just done.

SENATOR KANE

Mr. Corleone, do you have any hotel interests in the state of Arizona? Or any gambling interests in that state?

MICHAEL

I do not.

SENATOR KANE

Do you have interests or control over gambling and narcotics in the state of New York.

MICHAEL

I do not.

A pause. Silence, as the Chairman whispers something to his assistant.

Tom Hagen takes a paper out of his briefcase, and addresses the Chair.

HAGEN

Senator, my client would like to read a statement for the record.

SENATOR KANE

I don't think that's necessary.

HAGEN

Sir, my client has answered every question asked by this committee with the utmost cooperation and sincerity. He has not taken that Fifth Amendment as it was his right to do, and which because of the

extreme legal complexity of this hearing, counsel advised him to do. So, I think in all fairness this committee should hear his statement and put it in the record.

SENATOR KANE

Very well.

At this point Senator Rogers contemptuously walks out of the hearing room.

MICHAEL

(reading)

In the hopes of clearing my family name, in the sincere desire to give my children their fair share of the American way of life without a blemish on their name and background I have appeared before this committee and given it all the cooperation in my power. I consider my being called before this committee an act of prejudice to all Americans of Italian extraction. I consider it a great dishonor to me personally to have to deny that I am a criminal. I wish to have the following noted for the record. That I served my country faithfully and honorably in World War II and was awarded the Distinguished Service Cross for actions in defense of my country. That I have never been arrested or indicted for any crime whatsoever... that no proof linking me to any criminal conspiracy, whether it is called Mafia or Cosa Nostra or whatever other name you wish to give, has ever been made public. Only one man has made charges against me, and that man is known to be a murderer, arsonist and rapist. And yet this committee had used this person to besmirch my name. My personal protest can only be made to the people of this country. I can only thank God that in this country we have a legal system and courts of law to protect innocent people from wild accusation. I thank God for our democratic due process of Law that shields me from the false charges made by this committee's witness. I have not taken refuge behind the Fifth

Amendment, though counsel advised me to do so. I challenge this committee to produce any witness or evidence against me, and if they do not, I hope they will have the decency to clear my name with the same publicity with which they have now besmirched it. I ask this without malice, in the interests of fair play.

The television cameras have documented this moment, as Hagen hands the document over to the committee lawyer.

SENATOR ROGERS

We are all impressed. The committee will now recess over the weekend. However, it will continue Monday morning, at eleven a.m. At that time, this committee will then produce a witness directly linking Mr. Corleone to the charges we have made. And then, Mr. Corleone may very well be liable for indictments of perjury. However, this document will be made a matter of record.

EXT. ARMY POST - DAY

An army post somewhere in the East. It is safely guarded.

INT. HOUSE ON THE POST - DAY

where Pentangeli is being held by his constant companions, the two FBI MEN.

PENTANGELI

Ten to one shot, you said. Ten to one shot in my favor, and I lose.

FBI MAN #1

Get a good night's sleep. We got a new suit, new shirt, new tie, and I'm going to shave you myself. Tomorrow we want you to look respectable for fifty million of your fellow Americans.

PENTANGELI

My life won't be worth a nickel after tomorrow.

FBI MAN #1

We have a special home for you for the rest of your life. Nobody gets near you. You're not going any place.

PENTANGELI

Yeah, some deal I made.

FBI MAN #2

You live like a king. You'll be a hero. You'll live better in here than most people on the outside.

PENTANGELI

Some deal.

(pause)

I just wish Mike had took the Fifth.

FBI MAN #1

Why'd you do it, Frankie? After all these years, why'd you turn against him?

PENTANGELI

I didn't turn against nobody; he turned against me.

EXT. THE BOATHOUSE ALCOVE - DAY

A somewhat frightened Fredo Corleone sits in the easy chair overlooking the lake in this canopied section of the boathouse. Rocco sits with him.

INT. BOATHOUSE - DAY

Michael is in the dark room with Hagen and Neri.

MICHAEL

How did they get their hands on Pentangeli?

HAGEN

Roth engineered it, Michael. He made Pentangeli think you hit him. Deliberately letting him get off alive. Then the New York detectives turned Frankie over to the FBI. My informants say he was half dead and scared stiff -- talking out loud that you had turned on him and tried to kill him. Anyway, they had him on possession, dealing in heroin, murder one and a lot more. There's no way we can get to him and you've opened yourself to five points of perjury.

NERI

They've got him airtight. He's in a military base, twenty-four hour guards. Trying to kill him is like

trying to like the President --
it's impossible.

MICHAEL

What does Fredo know?

HAGEN

He says he doesn't know anything,
and I believe him. Roth played
this one beautifully.

MICHAEL

Alright. I'm going to go outside
and talk to Fredo.

EXT. BOATHOUSE FOYER - DAY

Fredo sits on the couch. When Rocco sees Michael, he
automatically takes his leave. Michael sits in the chair
opposite Fredo.

FREDO

(after a pause)

I don't have a lot to say, Michael.

MICHAEL

We have time.

FREDO

I was kept pretty much in the dark.
I didn't know all that much.

MICHAEL

What about now, is there anything
you can help me out with?

FREDO

I know they get Pentangeli, that's
all I know.

Fredo gets up, walks to the glass panel that separates the
terrace from the lake.

FREDO

I didn't know it was a hit. I
swear to you I didn't know. Johnny
Ola contacted me in Beverly Hills --
said he wanted to talk. He said
you and Roth were in on some big
deal, and there was a place for me
in it if I could help them out.
They said you were being tough on
the negotiation, and if they had a
little bit of help, they could
close it fast and it would be good
for you.

MICHAEL

And you believed that story.

FREDO

He said there was something good in it for me...me on my own.

MICHAEL

I've always taken care of you.

FREDO

Taken care of me. Mike, you're my kid brother, and you take care of my. Did you ever think of that. Ever once? Send Fredo off to do this, send Fredo to take care of that... take care of some little unimportant night club here, and there; pick somebody up at the airport. Mike, I'm your older brother; I was stepped over!

MICHAEL

It's the way Pop wanted it.

FREDO

It wasn't the way I wanted it! I can handle things. I'm not dumb Christ, not like everyone says. I'm smart; and I want respect.

MICHAEL

There's nothing more you can tell me about this investigation?

FREDO

The lawyer; Questadt, he belongs to Roth.

MICHAEL

You're nothing to me now, Fredo; not a brother, not a friend, I don't want to know you, or what happens to you. I don't want to see you at the hotels, or near my home. When you visit our Mother, I want to know a day in advance, so I won't be there. Do you understand?

Michael turns, and starts to leave. A frightened voice behind him:

FREDO

Mikey?

Michael doesn't stop, doesn't turn back. He continues off through the veranda, and out the summer doors.

Neri stops by him.

MICHAEL

I don't want anything to happen to
him while my Mother's alive.

Michael leaves.

EXT. ARMY POST - DAY

Five cars brimming with Army guards and Agents are waiting
to move Pentangeli. There is one empty car.

INT. GUARDED HOUSE - DAY

The two FBI Agents are helping Pentangeli get dressed. He's
in brightly colored striped shorts and bare-chested. The
Agents help him with the shirt and tie. One holds out the
trousers but Pentangeli ignores it and looks at himself in
the mirror.

FBI MAN #1

Ready, Frankie.

PENTANGELI

Let's go.

The Agents open the door, and precede him, surveying the
area. They check the cars waiting, each with two Agents.
They check the gate and note the military sentries. Then
they stand aside, and let Pentangeli come out. They get
close to his side, and it is obvious they will protect his
life with their own.

EXT. ARMY POST - DAY

The Agents put him in the front seat of the empty car, and
get in with him, one at each side. Another Agent drives.
Now, the first cars start out; the Sentries opening the
gates, and letting the caravan pass.

An Army supply truck comes very close to them, and the
Agents next to Pentangeli become very tense. Pentangeli
grins. Then the truck passes on, and they relax.

INT. SENATE CAUCUS ROOM - DAY

The room is crowded with TV journalists, cameras, etc. We
pick Pentangeli up, closely guarded, being led to witness
chair.

Pentangeli is seated, and made to take his oath. FBI Agents
are all around him.

MED. VIEW

Anyone given entrance to the caucus room is being frisked.
The five Senators take their places.

VIEW ON HAGEN

waiting at his long table, very nervous. He seems startled
by the appearance of Pentangeli.

VIEW ON PENTANGELI

catching Hagen's eye. It's as though he is pleading for
some kind of understanding of the fact that he has become a
traitor.

VIEW ON HAGEN

cold; then he turns away.

VIEW ON THE ENTRANCE

The bustle is settling down; then Michael Corleone enters,
and with him is someone very peculiar and out of keeping for
this setting. A burly-chested imposing man of middle age.
Very powerful-looking with frightening magnetic eyes. His
dress is odd: boots, rough tie, and shirt. He could be the
tenor out of a Sicilian opera. He is clearly a country Don,
direct from Sicily, and he dominates the room.

VIEW ON PENTANGELI

At first his view is blocked. Then he sees Michael and is a
bit shamefaced, but still defiant.

PENTANGELI'S POV

Michael returns his glances without emotion. Then the VIEW
ALTERS, revealing the Sicilian.

VIEW ON PENTANGELI

He is terror stricken; obviously he recognizes the man.

VIEW ON HAGEN'S TABLE

Michael and the Sicilian sit by Hagen, where they can stare
directly at Pentangeli; he is frozen with fear.

VIEW ON THE SENATOR

Notices the tension in the room. The Chairman commences:

SENATOR KANE

We have here a witness who will
testify further on Michael
Corleone's rule of the criminal
empire that controls gambling in
this country and perhaps in other

countries. This witness had no buffer between himself and Michael Corleone. He can corroborate our charges on enough counts for this committee to consider a charge of perjury against Michael Corleone.
(then he turns to Pentangeli)
Your name please, for the record.

PENTANGELI

Frank Pentangeli.

SENATOR KANE

Were you a member of the Corleone Family? Were you under the Caporegime Peter Clemenza, under Vito Corleone, known as the Godfather?

There is a long silence.

VIEW ON PENTANGELI

He seems unable to speak.

VIEW ON THE SICILIAN

gazing at him.

VIEW ON PENTANGELI

PENTANGELI

I never knew no Godfather. I got my own family.

Senator Kane is stunned. The two FBI men are alert, their eyes searching the room for what has intimidated their witness at the last moment.

SENATOR KANE

Mr. Pentangeli, you are contradicting your confessions to our investigators; I ask you again, were you a member of a crime organization headed by Michael Corleone?

PENTANGELI

No. I never heard of it. I never heard of nothing like that. I was in the olive oil business with his father a long time ago. That's all.

SENATOR KANE

We have your confession that you murdered on the orders of Michael Corleone. Do you deny that

confession and do you know what
denying that confession will mean
to you?

The die is cast and like a good soldier, Pentangeli will go
all the way now. So he is brazen in his defiance of the
Senator.

PENTANGELI

The FBI guys promised me a deal.
So I made up a lot of stuff about
Michael Corleone. Because then,
that's what they wanted. But it
was all lies. Everything. They
said Michael Corleone did this,
Michael Corleone did that. So I
said, "Yeah, sure."

He makes a big grin to show how he has made fools of
everybody.

VIEW ON THE FBI AGENTS

glancing around the room; their eyes have settled on the
Sicilian. One of them scribbles a note on a piece of paper,
and passes it to the Committee lawyer. Then in turn it goes
to Senator Kane.

SENATOR KANE

Mr. Hagen, would you kindly identify
to this committee that gentleman
sitting on your right hand?

HAGEN

(coolly)
Yes, sir. His name is Vincenzo
Pentangeli.

SENATOR KANE

Is he related to the witness?

HAGEN

He is, I believe, a brother.

VIEW ON MICHAEL AND VINCENZO PENTANGELI

They wait with no expression.

SENATOR KANE

(to Vincenzo Pentangeli)
Sir, I would like you to take the
stand.

Vincenzo stares at him, uncomprehending. There may just be
a shadow of contempt. He doesn't answer.

HAGEN

Sir, the gentleman does not understand English. He would not in any case, take the stand. He came, at his own expense, to aid his brother in his trouble. He is not under any jurisdiction of our government and his reputation in his own country is impeccable.

SENATOR KANE

(furious)

The witness is excused; take him out.

The guards and FBI Agents quickly remove Pentangeli, as everybody else in the room is required to sit still.

HAGEN

Senator Kane.

SENATOR KANE

This meeting is adjourned.

HAGEN

(rising and shouting)

This committee owes an apology!

SENATOR KANE

The committee is adjourned until further notice.

For the first time, in the midst of the confusion, Hagen smiles. A bitter, contemptuous smile.

VIEW ON MICHAEL

The modest champion. He rises and they take their leave.

VIEW ON THE TWO FBI AGENTS

They watch the Corleone party as they exit.

INT. WASHINGTON HOTEL CORRIDOR - DAY

The Corleone nurse is waiting, playing with the little girl MARY. A distance away, the boy, Anthony, is standing by himself.

INT. MICHAEL'S SUITE - WASHINGTON HOTEL - DAY

The door to Michael's suite opens; Rocco leans in.

ROCCO

It's Kay.

Michael is sitting in an easy chair; he seems to have difficulty with his eyes.

MICHAEL

On the phone?

ROCCO

No, she's here.

Michael rises, surprised. Rocco steps back, and Kay enters.

MICHAEL

I had no idea...

KAY

I wanted to see you before you went back to Nevada. Also, the children - Michael, they're here.

MICHAEL

Where?

KAY

In a minute. They're outside with Esther. I'm very happy for you... I suppose I knew that you're simply too smart for anyone ever to beat you.

MICHAEL

Why don't you sit down?

KAY

I'm not going to stay long; I can't.

MICHAEL

There are a lot of things I want to talk to you about. Things I've been thinking about -- changes I want to make.

KAY

I think it's too late for changes, Michael. I promised myself I wouldn't talk about it and I've gone and spoiled it.

MICHAEL

Why too late?

KAY

Tell me, Michael. What really happened with Pentangeli?

MICHAEL

His brother came to help him.

KAY

I didn't even know he had a brother. And where is he now?

MICHAEL

On a plane back to Sicily.

KAY

And that's all he had to do. Just show his face.

MICHAEL

That's all. You see, in Sicily, in the old days... there was only one legitimate reason to kill a blood relative... only one. IF he was a traitor.

KAY

You would have killed his brother?

MICHAEL

Kay, you've got it wrong. That kind of thing's all over, I promised you. This was between the two brothers. Years ago Frankie had a young girlfriend; he called her his co-wife. That was his joke, but he meant it. He wouldn't divorce his wife... because she was a great cook. He said he girlfriend made a spaghetti sauce once and it was so terrible he knew he could never marry her. He set her up in a house in Jersey. She had to be faithful... and she had to have kids. And she did, two, a boy and a girl. He had her checked out and watched so she couldn't cheat... but the girl couldn't stand that kind of life. She begged him to let her go. He did. He gave her money and made her give up the kids. Then Frankie took them to Italy, and had them brought up by his brother Vincenzo. Where he knew they'd be safe.

Kay begins to realize.

MICHAEL

When he saw his brother in the hearing room, he knew what was at stake.

(pause)

I don't think Vincenzo would have done it. He loves the kids, too. Omerta, Kay. Honor, silence. It had nothing to do with me. It was between those brothers.

KAY

I'll bring the children up now;
they want to say goodbye.

MICHAEL

Kay, I told you...

KAY

Goodbye, Michael.

MICHAEL

I won't let you leave! Christ, do
you think I'm going to let you leave.

KAY

(meekly)
Michael.

MICHAEL

No, I don't want to hear anything.
There are things between men and
women that will not change; things
that have been the same for
thousands of years. You are my
wife, and they are my children...
and I love you and I will not let
you leave, because you are MINE!

KAY

Oh, I do feel things for you,
Michael; but now, I think it's pity.
For the first time since I've known
you, you seem so helpless. You
held me a prisoner once; will you
try again?

MICHAEL

If that's what it takes; then yes,
I will.

KAY

At this moment, I feel no love for
you at all. I never thought that
could happen, but it has.

MICHAEL

We'll go back tonight. Bring the
children.

KAY

You haven't heard me.

He moves to her; he does love her, and is tender with her.

MICHAEL

How can I let you leave; how can I
let you take my children away?

Don't you know me? You understand, it's an impossibility. I would never let it happen; no, never, not if it took all my strength, all my cunning. But in time, soon, you'll feel differently. You see, you'll be happy that I stopped you. I know you. You'll forget about this; you'll forget about the baby we lost... and we'll go on, you and I.

KAY

The baby I lost...

MICHAEL

I know what it meant... and I'm prepared to make it up to you. I will make changes; I can.
(he clenches his fist tightly)
I CAN change; that I have learned, that I have the strength to change... And we have another child, a boy... and you'll forget the miscarriage.

KAY

It wasn't a miscarriage. And you with your cunning, couldn't you figure it out! It was an abortion; an abortion, like our marriage is an abortion, something unholy and evil. I don't want your son; I wouldn't bring another of your sons into this world. An abortion, Michael... it was a son, and I had it killed, but this must all end!

VIEW ON MICHAEL

He had no hint, not in his wildest imagination could he have guessed that she would do such a thing.

KAY

And I know that now it's over; I knew it then, there would be no way you could ever forgive me, not with this Sicilian thing that goes back two thousand years.

He is silent, though raging -- then, with all his passion, and his strength, he raises his arms, and strikes her across her neck, literally knocking her down to the floor, and hurting her badly.

MICHAEL

(coldly)
You won't take my children.

FADE OUT.

FADE IN:

EXT. THE CORLEONE ESTATE AT TAHOE - FULL VIEW - DAY

A collection of dark cars and black limousines are gathered to one side. A few drivers wait quietly.

And then, to the other extreme of the estate, is a small grouping of about twenty to thirty people, gathered near Michael's house.

MED. CLOSE SHOT

Connie Corleone, dressed simply and now showing her age without the carefully applied makeup which we have been used to, kneels down before the shrine of Santa Theresa, and puts down a bouquet of flowers, along with others that have been placed there. We see that some have the simple silk ribbon with the word "Mama" hand-lettered upon it.

Her two children stand close behind her; they had been raised by their Grandmother.

Connie steps back, and moves through the small group of friends and relatives, into Michael's house.

INT. MICHAEL'S HOUSE - CONNIE'S VIEW - DAY

Fredo, kneeling by the coffin of his mother in a portion of the house that has been set aside for the wake. Fredo concludes his prayer, wipes away the tears in his eyes and steps away from the coffin.

He stops when he notices Neri, a little distance away, looking at him.

VIEW ON NERI

After a moment, he nods respectfully to Fredo, and steps forward, moving to the old woman's coffin. Fredo moves to Hagen, who is there with his wife and children.

FREDO

Tom. Where's Mike?

HAGEN

(difficult to tell him)
He's waiting for you to leave.

FREDO

Can I talk to him?

HAGEN

No chance. I'm sorry, Freddie.

CONNIE

(who has heard this)
Can I see him?

HAGEN

He's in the boathouse.

INT. THE BOATHOUSE - MED. VIEW - DAY

Michael sits quietly in the darkened room in one of the big sofas, dressed immaculately in suit and tie. His two children, also dressed for the wake sit opposite him in the other oversized sofa, their shoes not touching the floor. We regard this tableau for a long moment.

CONNIE (O.S.)

(quietly)
Michael? It's Connie.

She comes in, and sits down by his knees.

CONNIE

I want to stay close to home now,
is that alright?

Michael nods.

CONNIE

Is Kay coming?

MICHAEL

No.

CONNIE

Michael, Fredo's in the house with
Mama. He asked for you, and Tom
said he couldn't see you.

MICHAEL

Tom is right.

CONNIE

Kids, why don't you go outside for
a while?

The children don't move; Connie realizes they will only listen to Michael.

CONNIE

I want to talk to you, Michael.

MICHAEL

The children can stay.

CONNIE

I hated you for so long, Michael;

for so many years. I think I did things to myself, to hurt myself, so that you would know -- and you would be hurt too. But I understand you now; I think I do. You were being strong for all of us, like Papa was. And I forgive you, and want to be close to you now. Can't you forgive Fredo; he's so sweet, and helpless without you.

Slowly, Michael puts his hand on her hair, and touches her gently.

CONNIE

You need me, Michael. I want to be with you now.

INT. MICHAEL'S HOUSE - DAY

Friends, relatives; Francesca and her new husband, Gardner and their baby; Sandra Corleone; Teresa, her children; all the familiar faces of the family are present, quietly paying their respects to Mama.

Some of the men can be seen in the kitchen, drinking wine, and talking in low voices.

Fredo is there, broken-hearted over the loss of his Mother; like some lost child with no friends.

MED. VIEW

Michael enters the room, followed by Connie, who tends little Mary and Anthony.

He approaches his brother, and then embraces. Fredo breaks into tears.

FREDO

Christ, Mike. Jesus Christ, Mike.

VIEW ON MICHAEL

embracing his brother, he glances up.

VIEW ON NERI

quiet, and deadly.

EXT. THE TAHOE ESTATE - MED. VIEW - DAY

Tom Hagen is talking in the distance to his wife, and one of his older sons; he kisses, and moves toward the boathouse. After crossing the lawn, he stops.

VIEW ON SANDRA CORLEONE

waiting there; obviously wanting to talk to him. He continues, and she walks with him.

MOVING VIEW ON THE TWO

as they cross toward the boathouse.

SANDRA

You're going to talk to him now.

HAGEN

Yes.

SANDRA

Will you tell him?

HAGEN

I don't know.

She stops him.

SANDRA

Tom, think of yourself for once.
Don't let this opportunity slip
through your fingers; don't do it.
We're all trapped here, don't you
see?

He continues past her, without answering her. Continues up to the boathouse. He stops before he enters.

HAGEN'S VIEW

Fredo is sitting by the edge of the harbor with Michael's son Anthony; he is helping him with some fishing rig.

INT. THE BOATHOUSE - VIEW ON MICHAEL - DAY

looking through the window at his son and brother. Neri sits in the room, dressed informally.

MICHAEL

(without looking back)
Sit down, Tom. Have you heard
about our friend and partner, Mr.
Hyman Roth?

HAGEN

I know he's in Israel.

NERI

(hands Hagen the paper)
The High Court of Israel turned
down his request to live as a
'returned Jew.' His passport's been
invalidated except for return to

the U.S. He landed in Buenos Aires yesterday, offered a gift of one million dollars if they would give him citizenship. They turned him down.

HAGEN

(reading)

He's going to try Panama...

MICHAEL

They won't take him; not for a million, not for ten million.

HAGEN

His medical condition is reported as... "terminal."

MICHAEL

He's been dying of the same heart attack for twenty years.

HAGEN

That plane goes to Miami...

MICHAEL

I want it met.

HAGEN

(understanding)

Mike, it's impossible. He'll be met by the Internal Revenue; the Customs Service, and half the FBI.

MICHAEL

I don't like it when you use the word impossible; nothing is impossible...

HAGEN

Mike, it would be like trying to kill the President; there's no way we can get to him.

MICHAEL

I'm surprised at you, Tom. If there's anything certain; certain in life; if history has taught us anything, it's that you can kill...

(he stops, then coldly)

ANYBODY. But perhaps your reluctance is because you've come to tell me that you're moving your family to Vegas, that you've been offered the Vice-Presidency of the Houston Hotels there. Or weren't you going to tell me at all?

HAGEN

Are you so hungry for traitors; do you want to find them everywhere?

MICHAEL

They are everywhere!

HAGEN

I turned Houston down; I didn't see why I should tell you about an offer I turned down.

(Michael begins to confuse him)

Are you sure, Mikey? Are you sure of what we're doing; what we'll gain; what does the family gain? Forget that, Mike; I already know the answer.

MICHAEL

I know you do, Tom. Then I can count on you to help me do the things I have to do. If not, call Houston, and become a Vice-President. Take your family and your mistress and move them to Las Vegas.

HAGEN

Why do you hurt me, Michael? I've always been loyal to you.

MICHAEL

Good. Then you're staying.

HAGEN

I'm staying.

(he pauses...then, without being asked)

Don't ever enjoy the cruel part of all this; Sonny never listened to me about that.

(then he sits down, and opens his briefcase)

Now, explain everything to me.

EXT. THE HARBOR - DAY

Fredo sits with Anthony, with a silly-looking fishing hat on his head, covered with lure and flies.

FREDO

Anthony, ole buddy, your Uncle Fredo's gonna teach you how to catch the big fish. You know, when I was a kid, I did this amazing thing. I went out on a fishing

trip; me and my brothers and my Pop, and no one could catch a fish except me. And this was my secret:

(confidentially)

Every time I would put the line down I would say a "Hail Mary" and every time I said a "Hail Mary" I would catch a fish. Now, when it's sunset, we're gonna go out on the lake, and we're gonna try it.

INT. GUARDED HOUSE - DAY

The guards step aside as Tom Hagen enters the foyer of the house. He shows a court order to them and they lead him up the stairs where he knocks on the door.

INT. GUARDED HOUSE - DAY

There is a KNOCK at the door. The two guards show Hagen in and Hagen presents the court order to one of the FBI men.

HAGEN

I think I prefer to see my client privately.

PENTANGELI

The room has a bug in it.

HAGEN

(to the FBI men)

I'd like to go outside with him, in the open air.

FBI MAN #1

This room is not bugged.

HAGEN

You have guards outside and the electric fence. There's no security reason for not letting us talk in the yard.

FBI MAN #1

Okay.

They pass out of the room.

EXT. THE ARMY POST - DAY

Hagen and Pentangeli outside, by the electric fence. They cannot be overheard. Pentangeli takes out some cigars and offers Hagen one. Hagen takes it and Pentangeli lights both their cigars. They puff on them contentedly. They are comfortable together, almost.

HAGEN

Everything is going to be okay,
Frankie, don't worry.

PENTANGELI

Did my brother go back?

HAGEN

Yeah, but don't worry.

PENTANGELI

He's ten times tougher than me, my
brother. He's old-fashioned.

HAGEN

Yeah. He wouldn't even go out to
dinner. Just wanted to go home.

PENTANGELI

That's my brother. Nothing could
get him away from that two mule
town. He coulda been big over
here -- he could of had his own
Family.

HAGEN

You're right.

PENTANGELI

Tom, what do I do now?

The light is beginning to turn reddish as the sun falls.

HAGEN

Frankie, you were always interested
in politics, in history. I remember
you talking about Hitler back in
'43. We were young then.

PENTANGELI

Yeah, I still read a lot. They
bring me stuff.

HAGEN

You were around the old timers who
dreamed up how the Families should
be organized, how they based it on
the old Roman Legions, and called
them 'Regimes'... with the 'Capos'
and 'Soldiers,' and it worked.

PENTANGELI

Yeah, it worked. Those were great
old days. We was like the Roman
Empire. The Corleone family was
like the Roman Empire.

HAGEN

(sadly)
Yeah, it was once.

They both puff on their cigars. Pentangeli lets himself be carried away by thoughts of old days of glory; Hagen thinks of other days too.

HAGEN

(very gently)
The Roman Empire... when a plot against the Emperor failed, the plotters were always given a chance to let their families keep their fortunes.

PENTANGELI

Yeah, but only the rich guys. The little guys got knocked off. If they got arrested and executed, all their estate went to the Emperor. If they just went home and killed themselves, up front, nothing happened.

HAGEN

Yeah, that was a good break. A nice deal.

Pentangeli looks at Hagen; he understands.

PENTANGELI

They went home and sat in a hot bath and opened their veins, and bled to death. Sometimes they gave a little party before they did it.

Hagen throws away his cigar. Pentangeli puffs on his.

HAGEN

Don't worry about anything, Frankie Five-Angels.

PENTANGELI

Thanks, Tom. Thanks.

They shake hands. The FBI Agents come out to let Hagen out the gate. Pentangeli is led back to the house.

FBI MAN #1

Your lawyer tell you he can get that 600 years reduced to 500?

Pentangeli puffs on his cigar and reflects.

PENTANGELI

You boys sure you can't get me a broad for tonight? Give me a

little party?

FBI MAN #2

We got some nice books.

Pentangeli puffs on his cigar and gives the Agent a smile and an old man gives a child. He starts upstairs.

PENTANGELI

I guess I'll just take a hot bath.

EXT. THE ARMY POST - DAY

Hagen walks away; glances back. Then gets into his waiting car and drives off.

INT. THE BOATHOUSE - FULL VIEW - SUNSET

Michael sits alone in the empty boathouse; in the shadows.

INT. BOAT DOCK - SUNSET

Neri stands by the dock area under the boathouse. He pushes the button which lowers a boat by winch and tackle. He wears a fishing cap.

He steps into the boat, and pulls the small outboard, which glides the boat out into the harbor.

MED. VIEW

The boat pulls up alongside Fredo and Anthony.

FREDO

Here we go; and remember the secret.

He lifts Anthony into the boat.

CONNIE (O.S.)

Anthony.

THEIR VIEW

Connie, in houseclothes, is calling Anthony.

FREDO

He's here; we're goin' fishing.

CONNIE

He can't go; Michael wants to take him into Reno.

FREDO

Ah. Okay, kid, you got to go to Reno with your Pop.

He lifts the boy out of the boat, and puts him on the shore.

FREDO

I'll catch one for you, with the secret.

CONNIE

Hurry, Anthony.

Neri stands the motor; and the boat with the two fisherman glides off.

VIEW ON MICHAEL

watching, from the dark window of the boathouse.

INT. HIGH SECURITY HOUSE IN ARMY POST - NIGHT

The FBI man knocks on the bathroom door in the house where they have kept Pentangeli.

FBI MAN #1

Frankie, open up. You okay?

No answer; he hammers on the door. Using his elbow, and then a kick he breaks into the bathroom.

HIS VIEW

Pentangeli lying in a tub of water. His stomach shows above it. His wrists are cut and covered with blood. The bath water has a purplish tone.

DISSOLVE TO:

EXT. LAKE TAHOE - MED. VIEW - SUNSET

Fredo and Neri are fishing, each with lines out. The VIEW MOVES CLOSER, and we can hear Fredo as he holds the pole.

FREDO

... the Lord is with thee. Blessed art thou amongst women, and blessed is the fruit of thy womb, Jesus.

LONG SHOT

The boat on the shimmery lake.

FREDO

... Holy Mary, Mother of God, pray for us...

We hear a quiet, echoing GUNSHOT; and then silence.

DISSOLVE TO:

INT. MIAMI AIRPORT - NIGHT

An exhausted Hyman Roth, ill-shaven, and in shirt-sleeves in taken into custody by a swarm of Customs, and FBI men. They allow him to be photographed by press people; and television cameramen.

FBI MAN

Mr. Roth, we have to take you into custody.

ROTH

Yes, I know.

Some flashbulbs go off.

REPORTER

Can you give us your reaction to the High Court of Israel's ruling.

ROTH

I am a retired investor on a pension, and I wished to live there as a Jew in the twilight of my life...

LAWYER

Mr. Roth is not a well man; he's tired of running.

ROTH

I'm an old man; at my age, it's too late to start worrying.

REPORTER

Is it true you are worth over three hundred million dollars, Mr. Roth?

ROTH

I'm a retired investor, living on a pension... I came home to vote in the Presidential election, because they wouldn't give me an absentee ballot...

The newsmen and photographers all laugh, as the FBI men move him away.

CLOSE VIEW

One of the newspapermen laughing we recognize to be Rocco Lampone.

He moves closer to Roth, and shoves his revolver right against his head, and in a second, on camera, assassinates Roth. People scream, as Rocco attempts to run down the airport corridor, limping as he does.

FBI men easily pick him off.

FADE OUT.

EXT. THE DRIVEWAY BY MICHAEL'S HOUSE - DAY

A taxi cab waits by the house; its driver sleeping with a newspaper over his face.

INT. MICHAEL'S HOUSE - DAY

The cleaning woman, Esther, who had been with Kay for years, sits by the dining room table, weeping profusely. Behind her, in the recreation room, we can see the tableau of Kay sitting on the couch, her little daughter Mary, between her knees, talking quietly about things we cannot hear. Her son Anthony sits by himself, in another chair by the side of the room.

MED. VIEW

Connie comes into the house quickly, and moves toward them.

CONNIE

Kay, you have to go.

This prompts Esther to weep all the more. Kay hugs her daughter, and kisses her many times.

CONNIE

You have to hurry; he's coming.

Kay puts her coat on; then stands, and reaches out for her son.

KAY

Anthony, kiss Mama goodbye.

He doesn't move.

CONNIE

(angrily)

Anthony, you kiss your Mother
goodbye!

He rises, and walks to her. Hugs her lifelessly.

MED. CLOSE VIEW

on Kay, kissing her boy.

KAY

Anthony, say goodbye; your Mama
loves you.

ANTHONY

Goodbye.

She restrains any tears; she has become too strong for tears.
Kay starts to go; picks up Mary, kisses her, and starts to go.

NEW VIEW

She steps out the kitchen door; then she cannot help herself.
Crouches down, outside, and calls to her son.

KAY

Anthony, kiss me once.

Then she looks up, and slowly rises.

HER VIEW

Michael has stepped into the dining room. He seems older
somehow; as though some sickness has taken more years away
from him.

VIEW ON KAY

looks at him; instinctively, she takes a step back.

VIEW ON MICHAEL

slowly steps toward her.

VIEW ON KAY

Another step back; the door is still open.

VIEW ON MICHAEL

He moves closer to the door; stops, looks at her. And then
closes it obscuring any view of her.

DISSOLVE TO:

EXT. TAHOE ESTATE - DAY

It is late fall -- most of the leaves have fallen on the
grounds and there is quite a wind.

MED. VIEW

The water is whipped up by the wind, and the waves are high
as they break against the pavilion. We HEAR the MUSIC of
time passing, of Michael, of the Godfather over these images.

VIEW ON THE SWIMMING POOLS

They have not been used in several months; they are drained
and the bottoms are mossy and dark.

VIEW ON THE MAIN GATE

Leaves blowing past it; we don't see the button men; only a hint of someone in the gatehouse.

VIEW ON THE HOUSES

Some of the houses have had the summer awnings taken down, and put away. Some of the windows have been boarded up.

VIEW ON THE KENNELS

There are still the guard dogs; some sleeping, some moving impatiently.

As the MUSIC concludes its statement.

MED. VIEW

The peninsula of the private Corleone Harbor. We see the figures of two people, seated at a table.

MED. VIEW

Michael sits at a table having a sparse lunch. He is attended by his sister Connie, who seems to be the closest person now living on the estate with him. We see from the way she pampers him with his lunch, that she has fallen into the role of a surrogate Mother-Wife. He seems older than his years, as though his illness, diabetes, has taken its toll.

CONNIE

Don't worry; I'm sure he got here on time. The roads from the airport are so windy, it takes forever; I've driven them myself.

She picks up some of the serving plates that he has left untouched.

CONNIE

I'll bring him out to you as soon as he comes.

She moves back to the main house.

MED. CLOSE VIEW ON MICHAEL

He turns and looks at the rough water of the lake for a moment. He slowly takes a sip of wine.

EXT. A PLACE IN THE GARDEN - DAY

There are a few chairs.

MED. VIEW ON ANTHONY CORLEONE

He is eighteen years old.

ANTHONY

Hello, Dad.

VIEW ON MICHAEL

squinting up at his son.

MICHAEL

Anthony.

He rises, and reaches up to his son, who is now taller than he; he embraces him.

MICHAEL

You've grown so tall... so tall in the last year. You're much taller than me.

ANTHONY

I was taller than you when I was fourteen.

MICHAEL

Sit down. Your Aunt Connie and I waited for you to have some lunch, but now it's all dried out.

ANTHONY

I'm not hungry.

MICHAEL

Well, that's alright... alright. Good. You'll graduate in another year, isn't that right? You know... I never finished college. I was a good student, but I never finished. Of course, there was a war then.

Connie approaches them.

CONNIE

Don't let me interrupt anything, this will just take a second. Here.
(she takes out a small needle, and begins to prepare it)
Your father has to have his insulin shot. Why don't you go to your room and put your things away, Anthony.

She begins to give Michael the shot.

MICHAEL

Hurry back; we'll talk. We'll talk.

Anthony goes on his way to the house with his things.
Connie gives Michael the shot.

CONNIE

Whenever I see that lake so cold, I think of poor Fredo, drowned. Lake Tahoe is very cold. They say if a person drowns in it, that the body will remain mid-suspended -- perfectly preserved. Some say it will remain forever.

She finishes the shot, puts her things away.

CONNIE

Your boy will be right back.

She leaves.

VIEW ON MICHAEL

Alone in the garden.

OUR VIEW begins to MOVE CLOSER to him. We begin to HEAR MUSIC of the forties; happy music, swing music, as we move CLOSER to Michael.

DISSOLVE TO:

INT. OLD CORLEONE HOUSE - MED. VIEW - NIGHT

SONNY CORLEONE, his arm wrapped around a smiling red-faced Carlo Rizzi, pulls him into the Corleone dining room.

SONNY

Hey, who knows my buddy Carlo Rizzi. Here... my brother Fredo, here's my Mom. Mom, whatcha got cooking? And Carlo, this is my kid sister Connie. Here, pull up a chair, Carol is sitting next to Connie. Oh, the droopy kid over there is Mike. The college boy.

An older, lanky man enters the room, his arms laden with presents. This is TESSIO.

TESSIO

Buon Natale, everybody. Buon Natale...

(he smiles at Tom Hagen)

Hi, Tom, how's every little thing?

HAGEN

(helping him with the presents)
Wonderful, Sal.

Now the study door opens, and DON CORLEONE enters.

DON CORLEONE

Is dinner ready?

MOM

Two minutes.

The Don happily regards his family; his sons and daughters and even some Grandchildren. He raises a glass.

DON CORLEONE

A good life, a long life to all my children, and friends. To my grandchildren, and those that will be. To our family.

They all drink.

They refill glasses; then Tessio proposes a toast.

TESSIO

To our Godfather.

They all drink.

INT. THE DINING ROOM - MED. VIEW - NIGHT

The family is happily at Christmas dinner. Don Corleone seated at the head of the table.

SONNY

What'd you think of those Japs, eh?
The nerve of those Japs, coming right here in our own backyard dropping bombs!

HAGEN

Well, we could have expected it after the embargo.

SONNY

Hey! Expect it or not, those Japs don't have a right to drop bombs in our backyard. Whose side you on?

MAMA

Please, do we have to talk about the war at the table? On Christmas, much less.

VIEW ON MICHAEL

He has been listening to this discussion.

MICHAEL

Pop, I've decided I'm going to

enlist.

A quiet hush descends over the table, as though everyone knows the effect this will have on the old man. Sonny tries to make light of it.

SONNY

Kid, stay in college. The girls are cuter, if you know what I mean.

HAGEN

Pop had to pull a lot of strings to get you your deferment.

MICHAEL

I never asked for it; I don't want it.

VIEW ON DON CORLEONE

Disturbed; but wise and prudent.

DON CORLEONE

My son wants to talk about this, and so we'll talk, but not at the dinner table.

He rises, and starts across the room toward his study. Then he looks back.

DON CORLEONE

Michael.

He disappears into his study. Michael rises, glances around. People are generally tense over the situation. Michael follows his father into the study.

INT. DON CORLEONE'S OLD STUDY - NIGHT

The Don closes the door behind his son, and then moves across the room. He stops at the little bar there, and pours himself a brandy.

DON CORLEONE

Would you like some?

MICHAEL

No, Dad.

DON CORLEONE

Now what is this talk about joining the army? Eh?

MICHAEL

It's not talk; I'm doing it.

DON CORLEONE

You would risk your life for
strangers?

MICHAEL

Not for strangers; for my country.

DON CORLEONE

Anyone not in your family, is a
stranger. Believe me, when trouble
comes, your country won't take care
of you.

MICHAEL

That's how it was in the old world,
Pop, but this is not Sicily.

DON CORLEONE

I know. I know, Michael. It's
Christmas, your brothers and sister
are all here -- we are happy.
Let's not spoil this. Go your own
way, but when you are ready, come
to me the way a son should. I have
hopes for you...

CLOSE VIEW ON MICHAEL

looking at his father with a mixture of great love, and also
fear, and confusion.

MICHAEL

I won't be a man like you.

DISSOLVE TO:

EXT. THE TAHOE ESTATE - HIGH FULL VIEW - DAY

The leaves are blowing. MUSIC comes up.

Michael and his young son, Anthony, walk through the grounds
of the estate, talking about things we cannot hear.