

"THE SILVER STREAK"

An Original Motion Picture

Written by  
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REVISED DRAFT  
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A MARTIN RANSCHOFF-FRANK YABLANS PRODUCTION  
AN ARTHUR HILLER FILM  
A MILLER-MILKIS/COLIN HIGGINS PICTURE

REVISED - 4/2/76

"THE SILVER STREAK"

FADE IN

EXT. LOS ANGELES STATION - DAY

It is a summer evening. We PAN down from Los Angeles Station and pick up a yellow cab as it arrives at the depot entrance. A RED CAP approaches the good-looking, young executive type happily exiting from the taxi. This is GEORGE CALDWELL.

1

RED CAP  
Where to, sir?

George hands him his ticket.

GEORGE  
Train to Chicago. The Silver Streak.

The Red Cap studies the ticket number and returns it.

RED CAP  
The Silver Streak...Okay, sir.  
I'll get your bags.

The Red Cap goes to the trunk while George leans down to pay the CAB DRIVER.

CAB DRIVER  
Train to Chicago? You must  
be a sucker for boredom.

GEORGE  
Look, it's two and a half days  
away from the rat race. That  
sounds like a vacation to me.

OUT 2-  
5  
6

EXT. THE RAILROAD PLATFORM - DAY

Three rowdy CONVENTIONEERS with horns and party hats step down from the baggage car. The Baggage Men laugh as they hand them a large cardboard cut-out of a bikini-clad girl modeling the latest style in spear guns. Further down the train the CONDUCTOR looks up at them and points them out to an old black porter called RALSTON.

CONDUCTOR  
What are those conventioners  
doing up at the baggage car?

Ralston looks up. The three Conventioneers run past, waving.

FIRST CONVENTIONEER  
We had to get Mary-Lou.

SECOND CONVENTIONEER  
She's our date for the party.

THIRD CONVENTIONEER  
Okay, Mr. Conductor, let's get  
this show on the tracks.

They run off down the platform, passing a group of hippies.  
Ralston shakes his head.

RALSTON  
I thought it was bad enough with  
the hippies on board. Now we got  
their fathers.

George walks along the cars looking at his ticket number.  
He approaches Ralston.

GEORGE  
Is this the right car.

Ralston looks at his ticket.

RALSTON  
First Class. Yes, sir. Right  
this way.

George thanks him and they climb on board. The Conductor  
looks at a few of the other dawdling passengers.

CONDUCTOR  
Hurry up, folks. Almost time.

INT. THE CORRIDOR - DAY

Ralston makes his way down the corridor toward George's  
room. George follows noticing a BLUE-HAIRED LADY with a  
poodle zipped up in a shopping bag. The Red Cap has  
deposited George's bags and stands at the doorway of his  
room. Ralston enters.

RED CAP  
(to George)  
This is it, sir.

GEORGE  
(tipping him)  
Thank you.

The Red Cap leaves.

INT. GEORGE'S COMPARTMENT - DAY

George enters his small room full of his luggage and looks around.

RALSTON

Are you going to need all these bags. I could store some down the end.

GEORGE

Thank you. I'll just keep these and the briefcase.

Ralston begins storing the bags and packages George wants in the overhead rack while George peruses the room.

GEORGE

Is this the bed?

RALSTON

Yes. I'll be making it up later.

GEORGE

And this partition?

RALSTON

Turns the room into a double suite...

George tries the door handle and to his surprise the door swings open revealing in the next compartment a beautiful blonde (HILLY BURNS) standing in her lingerie while she finishes unpacking. She turns around and looks at George while he stares open-mouthedly at her. Ralston with his back to all of this continues talking in the b.g.

RALSTON

We used to have a lot of call on them for honeymooners but these days people are getting divorced before the honeymoon is over. It's all changing. Everybody's in a rush. Everybody's a hippy...

George recovers and mumbles a quick explanation and apology.

GEORGE

The latch...Excuse me.

He closes the door and turns round to Ralston.

RALSTON

Ain't no time for routine...You say something?

GEORGE

Huh? Oh, no...I agree...I just want to relax.

RALSTON

Good. Then you just settle back and have a good trip. It ain't gonna be that exciting but we'll get you there on time.

Ralston picks up the extra suitcases and leaves.

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2-B

EXT. THE PLATFORM - DAY

9

The Conductor gives the signal with his flashlight and it is relayed by the brakemen for the length of the train.

CONDUCTOR

All aboard!

INT. VESTIBULE - DAY

10

George is looking out the window of the vestibule. Ralston standing behind him takes out a hip flask and shouts a toast out the window.

RALSTON

So long, L.A.!

He takes a swallow and shuffles off. George smiles after him. He is thrilled and excited as the train begins to move.

OUT 11

EXT. DEPARTURE MONTAGE - DAY

12

MUSIC UP. In the locomotive cabin the engineer sounds a short blast on the AIR HORN and opens the throttle. The Conductor hops on board, red lights change to green and signals fall. The train picks up speed, leaves the station and enters the criss-crossing tracks of the railway yard.

MAIN TITLES AND CREDITS

13

As the MUSIC swells we see QUICK SHOTS of various parts of the train, all angles and all points of view. A HELICOPTER SHOT begins on the three powerful locomotives and as they pick up speed we PULL BACK to see the rest of the train. In the b.g. the setting sun casts a golden glow over the tall buildings and freeways of Los Angeles. CREDITS END. MUSIC OUT.

INT. THE FIRST-CLASS LOUNGE - NIGHT

14

George takes a drink from the bar and strolls down the lounge looking for a seat. He passes PLAIN JANE who glances up from her book and smiles at him rather self-consciously. George nods but keeps walking, pretending the map on the rear wall has captured his sole attention. He takes a sip of his drink and studies the route of the Silver Streak.

Cont.

Suddenly a big-grinning back-slapping salesman by the name of BOB SWEET is standing beside him and pointing out the plan of travel.

SWEET

Look at that. We leave California, then up to Nevada, across the desert, into Colorado, through the Rockies, Kansas City, Kansas, Ashford, Missouri, over the Mississippi -- and right up to Chicago, Illinois! Some trip, huh?

GEORGE

Yeah.

SWEET

You from Chicago?

GEORGE

No. Los Angeles.

SWEET

I'm from Chicago. Name is Bob Sweet. A sweet man but a mean baby.

He laughs. George shakes hands.

GEORGE

George Caldwell.

SWEET

What's your racket, George?  
(gesturing)  
Sit down.

They sit.

GEORGE

Publishing.

SWEET

No kidding? I'm in vitamins myself. Here.

(takes a small box  
from his pocket)  
Here's a free sample. Vitamin E.  
Great for the old pecker.

GEORGE

Thanks.

SWEET

Yes, sir, that stuff really keeps the pencil sharpened. Had a chance yet to check out the action?

GEORGE

Actually, this is the first time  
I've ever taken the train.

SWEET

No kidding? Then you are in for the  
ride of your life. Pick yourself out  
a little honey and it's hug and munch  
all the way to Chicago.

GEORGE

Really?

SWEET

I do it all the time. I tell my boss  
I'm afraid of flying and so I get  
thirty-six hours of this action twice  
a year. It's a cat house on wheels.

(conspiratorially)

You see it's the movement of the  
train that does it. All that motion  
gets a girl horny.

GEORGE

Well, I'm not looking for a railroad  
romance. Nor am I afraid of flying.  
I'm simply taking the train to rest,  
relax and get some reading done. I've  
got three manuscripts...

SWEET

(looking up)

Hold it right there, George. I think  
I've found my chickie for the night.

Sweet stands up and begins walking toward the bar. George  
turns round and sees that the blonde from his adjoining  
compartment has just entered and has ordered a scotch on the  
rocks. Sweet approaches her and flashes his winning smile.

SWEET

Hello, there. Can I buy you a drink?

HILLY

I have one, thanks.

SWEET

Well, I'll join you. Another  
Old Fashioned, bartender.

He smiles again at Hilly. She sips her drink. He leans over.

SWEET

(slyly)

Do you go all the way?

HILLY

I beg your pardon?

I said, do you go all the way -- to Chicago?

SWEET

Oh...

HILLY

Yes. I do. (sips her drink)

Well, maybe we can do it together.

SWEET

Do what?

HILLY

Go to Chicago.

SWEET

Oh.

HILLY

I mean, after all we're going to be stuck on this thing. We can't jump the tracks. Ha ha! (leaning over) You feel that motion?

SWEET

Mister, are you hot? (staring at him; after a beat)

HILLY

Huh?

SWEET

Hilly smiles with smoldering sensuality.

Do you feel hot?

HILLY

Sweet gets the picture.

Lady, I always feel hot.

SWEET

Well, maybe I can cool you down.

HILLY

She winks at him sexily, and drains her glass. Then with a deft movement she pulls back his belt with one hand and empties the ice cubes into his crotch with the other. Sweet gulps and retreats, clutching his privates. Hilly exits without even looking back. George who has been watching the whole scene settles back in his chair and chuckles heartily to himself.

## INT. THE FIRST-CLASS DINER - NIGHT

15

George is seated by himself at one of the tables for two. He finishes filling out his menu card and looks around at the fairly crowded room among whom are an elderly COUPLE in western attire, a nattily dressed BLACK COUPLE, and a MOTHER and her two DAUGHTERS in matching tops and skirts. Across the aisle two very, very FAT MEN are eating salads and drinking diet cola. Plain Jane enters, and peers about obviously looking for a place to sit. George casually lifts up his newspaper to hide his face. Plain Jane is waved forward by the HEAD WAITER and seated next to the Blue-Haired Lady who is just about to leave. George sees all this reflected in the windowpane and breathes a sigh of relief. Suddenly, the Blonde is reflected standing beside him.

HILLY

How's the latch?

GEORGE

(turning round)

Wha...?

HILLY

May I?

GEORGE

Oh, yes. Please, sit down.

She sits. George clumsily folds up his newspaper.

HILLY

I said, how's the latch? We have connecting rooms.

GEORGE

Oh, yes. Well, it seems to be loose. Nothing serious. I thought I'd get the porter to look at it.

HILLY

There's no rush...Is there?

GEORGE

Ah...

George smiles and searches for an answer. He is saved by the timely arrival of the Head Waiter.

HEAD WAITER

Would you folks care for a cocktail?

HILLY

A martini on the rocks with a twist.

GEORGE

Make that two.

HEAD WAITER

Yes, sir.

The Head Waiter leaves. George has regained his composure. He settles back and beams at Hilly.

GEORGE  
By the way, my name's George Caldwell.

HILLY  
Hilly Burns.

GEORGE  
Hilly?

HILLY  
Short for Hildegarde. What's the pencil for?

GEORGE  
You have to fill out your menu yourself. See?

He hands her the menu he has already filled out.

HILLY  
(reading)  
'One portion macedoine of fruit,  
one beef oriental, rice, carrots,  
coffee and apple pie a la mode'...  
You print very well.

GEORGE  
Thank you.

HILLY  
I'll have the same. You do it for me.

GEORGE  
Okay.

HILLY  
I can't even read my own writing.  
I don't do shorthand and I can't type.

GEORGE  
What do you do for a living?

HILLY  
I'm a secretary.

GEORGE  
How do you keep your job?

HILLY  
I give great phone.

George looks up from his printing. Hilly smiles innocently.

HILLY  
And I have a terrific personality.  
Are you going to Chicago?

GEORGE  
Yes. For my sister's wedding.

HILLY

How come you're taking the train?  
Afraid of flying?

GEORGE

No. A change of pace. And you?

HILLY

My new boss loves the old-fashioned ways. He's written a new book on Rembrandt and is going to kick off the publicity campaign with a lecture at the Art Institute.

GEORGE

Really? I'm in publishing. What's his name?

HILLY

Professor Arthur Schreiner. Heard of him?

GEORGE

No.

HILLY

Most people haven't. He's been a recluse working on this book for the last twenty years.

GEORGE

Where is he now?

HILLY

In bed with a glass of hot milk and molasses. He's a health nut. What do you publish?

GEORGE

Non-fiction, mostly -- gardening, cooking. 'How to Do It' books.

HILLY

Like sex manuals?

GEORGE

I've edited a few.

HILLY

An authority, huh?

GEORGE

(with a smile)

I know what goes where -- and why.

HILLY  
Interesting. Are you married?

GEORGE  
Divorced.

HILLY  
How come?

GEORGE  
My friends always said Maggie was too good for me. After two years I decided they were right.

HILLY  
Sounds sad.

Hilly has hit home. George changes the subject.

GEORGE  
So you work for an art historian -- is that what you're interested in?

HILLY  
Not really. I got the job with the professor because I was available and willing to travel. His old secretary had some freaky accident last week -- drove her car off the Santa Monica pier.

GEORGE  
What happened?

HILLY  
She drowned. Would you like some wine with this meal?

The Head Waiter has arrived with the martinis. They come in miniature bottles like on the airlines and he pours them over ice.

GEORGE  
Yes.  
(to Head Waiter)  
Could we see the wine list, please.

HEAD WAITER  
Certainly, sir.

He gives the wine card to George who glances over it.

GEORGE  
How about...

GEORGE (Cont.)  
 (with an exaggeratedly  
 perfect accent)  
 Mouton Cadet -- dix-neuf cent  
 soixante et onze.

HEAD WAITER

Very good, sir.

The Head Waiter takes their two menus and exits. Hilly picks up her martini and smiles at George.

HILLY

You do that very well.

George picks up his martini and smiles back.

GEORGE

I give great French.

Hilly grins and they both sip their drinks together.

INT. THE BAGGAGE CAR - NIGHT

16

In a SERIES of QUICK SHOTS and violent SWISH PANS, we are hurled into the midst of a violent scuffle. Someone is being beaten up in the baggage car but because of the dim light, the trunks and boxes and the incessant clattering of the wheels, we cannot recognize exactly what is going on. We do sense, however, that it is three men against one and when finally the victim collapses on the floor we do manage to get a full face CLOSEUP of the chief assailant, REACE. He is a hulking, giant of a man with an ugly prizefighter's face. He leans over the lifeless body as we hear the other two men speaking in the b.g.

VOICE #1

(Whiney)

He'll never talk.

VOICE #2

(Johnson)

Dammit! We must find those papers!

VOICE #1

C'mon. We'll look in his compartment.

We hear the others exit as the pug happily rubs his knuckles and smiles -- exhibiting a full mouth of solid GOLD TEETH.

INT. THE DINER - NIGHT

17

The dining car is practically empty. A few remaining guests are paying their checks and the waiters are clearing the tables. But Hilly and George are oblivious to everything except each other. An empty half-bottle of champagne stands on the table and both of them are relaxed and pleasantly feeling its effect. Hilly is finishing a funny story and is laughing at herself.

GEORGE

(laughing)

That was your introduction to  
 high society?

HILLY

Look, he was very good to me. I learned everything from the pill to Picasso.

GEORGE

So what was missing?

HILLY

A marriage license.

GEORGE

Is that what you want?

HILLY

I did then. Right now -- I'd like some more champagne.

George picks up the bottle and sees it is empty.

GEORGE

Maybe I should get another bottle.

HILLY

Two.

GEORGE

Okay. But this place seems to be closing down. Let's take our glasses and go to our rooms.

HILLY

We might even open the connecting door.

GEORGE

Or break down the whole partition.

HILLY

I'll speak to the porter.

GEORGE

I'll get the champagne.

George takes the two glasses and they leave the dining car in opposite directions. George passes Sweet. The train lurches and George almost stumbles. George recovers with a giggle.

GEORGE

Gotta watch that motion.

Cont.

He continues on. Sweet watches George and Hilly go with a deeply troubled look on his face -- a look that is held too long for it to be simply envy.

OUT 18

INT. THE CORRIDOR - NIGHT

19

Humming to himself, George makes his way down the corridor. Suddenly one of the Fat Men steps out of his compartment at the far end and begins walking toward him. George stops and leans against a door to let him pass. It is a very tight and difficult maneuver for the Fat Man to pass and in the struggle George's hand lands on

Cont.

19 Cont.

the door handle. Immediately the door flies open and George staggers back into the room. He turns to see a large, ugly MEXICAN LADY in her nightshirt kneeling on her bed saying her prayers. She takes one look at George and in violent Spanish begins panic praying to ward off the oncoming rape.

MEXICAN LADY

Ah, rape!...Santa Maria!

George freaks, and bowing and mumbling apologies, hurriedly exits to the safety of the corridor closing the door behind him. He pauses for a moment to regain his composure, burps, and then starts off again. Immediately the second Fat Man exits from his compartment and makes his way toward George. George sighs but not wishing to go through the whole scene again, he backs up past the Mexican Lady's door and knocks on the next door down. He opens it, steps inside for a second to let the Fat Man pass, then turns to the occupant. He is a very distinguished gentleman, suavely attired who looks up from the papers he has been reading. This is ROGER DEVEREAU.

GEORGE

Excuse me.

Not waiting for a response, George smiles and quickly closes the door. He continues on down the corridor.

INT. GEORGE'S CORRIDOR

20

George arrives outside his door and knocks.

HILLY'S VOICE

(o.s.)

Come in.

George enters.

INT. GEORGE'S COMPARTMENT

21

True to her word Hilly has gotten the porter to push back the partition and make their two rooms into one. The effect is remarkably spacious -- and very romantic as the two couches have been turned into beds. George looks around and smiles.

GEORGE

This is very nice.

Hilly is lying on her bed with her shoes off. She smiles as she puts a tape into her portable cassette player, and we HEAR the lilting love song known as "Hilly's Theme." George takes off his coat and tie.

GEORGE

I love that song. And now whenever  
I hear it I'll be thinking of you.

He leans over and kisses her softly on the cheek. Hilly likes it.

HILLY

You put that very nicely.

GEORGE

Thank you. Some champagne?

HILLY

Please.

Cont.

George begins undoing one of the bottles.

GEORGE  
I can't get over the size of this  
place with the partition down.

HILLY  
They are small rooms individually...  
but perfect for juggling.

GEORGE  
For what?

HILLY  
Juggling. When you practice the balls  
would always bounce off the walls.

She demonstrates with three imaginary balls. George smiles  
and pops the cork. He fills the glasses.

GEORGE  
You juggle a lot?

HILLY  
(slyly)  
I know what goes where -- and why.

George stops, looks at her in the eye and she smiles back in-  
nocently. He grins and they begin chuckling with an easy fun-  
filled sensuality. George offers her a glass of champagne.

GEORGE  
Yours.

HILLY  
Thank you.

GEORGE  
And mine.

He leans back on the bed and they face each other.

GEORGE  
To us. And the romance of the  
railroad.

HILLY  
Trains that pass in the night.

They sip.

HILLY  
Why don't you take your shoes off?  
You're supposed to put them in that  
little locker and the porter will  
have them shined for you in the morning.

GEORGE  
Really? That's terrific.

While taking off his shoes he glances at the Rembrandt book  
on the chair.

GEORGE

This the master's work?

HILLY

Uh-huh. He gave me that copy for safekeeping. Want to read it?

George puts his shoes in the little locker near the door.

GEORGE

Later.

He turns off the overhead lights, leaving on the blue night-lights and the orange reading lamps. It is a romantic combination and Hilly smiles her approval. Taking the pillow from his bed which lies parallel with the window George crosses to Hilly's bed which lies vertical with the window.

GEORGE

Slide over.

They snuggle on the bed so that they are both lying on their backs with George's arm around Hilly's shoulder. For a moment they just stare out the window, watching the cactus and the desert hills of the Mojave zip by under the stars.

HILLY

Beautiful, isn't it?

GEORGE

Very.

He puts down his glass and kisses her hair. She rolls over and faces him.

HILLY

George?

GEORGE

Yes.

HILLY

Do you really edit sex manuals?

GEORGE

I really do. But I have a confession to make.

HILLY

Oh?

GEORGE

I'm actually much better at books on gardening.

HILLY

Really? (smiling)

GEORGE

Oh, yes. That's my special field.

HILLY  
An authority?

GEORGE  
Absolutely.

Hilly begins unbuttoning his shirt.

HILLY  
Well then, is there anything you  
might want to pass on?

GEORGE  
You mean a few tips on gardening  
techniques?

HILLY  
Yes. Some helpful hints for the  
beginner.

GEORGE  
Well, when gardening one rule to  
remember is -- be nasty to nasturtiums.

Hilly kisses his naked chest and giggles.

HILLY  
Is that so?

GEORGE  
Oh, yes.

HILLY  
They like it rough, huh?

GEORGE  
The rougher the better.

She kisses his chin.

HILLY  
Great. What else should I know?

GEORGE  
There's the secret for treating  
azaleas.

HILLY  
Tell me. I'm all ears.

She snuggles into his neck and begins biting his ear.

GEORGE  
Treat them the same as begonias.

HILLY  
No kidding?

GEORGE  
It's gospel.

HILLY  
(wanting to get it straight)  
So you're saying: 'what's good for  
azaleas is good for begonias.'

Cont.

GEORGE

I couldn't have expressed it better myself.

Hilly leans up on one elbow.

HILLY

George, this is fascinating.

GEORGE

Didn't I tell you.

HILLY

I'd like to delve deeper.

GEORGE

Be my guest.

She goes back to kissing his chest and begins working her way down toward his navel.

HILLY

Well, then, what would happen if you treated an azalea like a nasturtium?

George glances at the window -- and freezes.

NEW ANGLE - SHOCK CUT

22

Out the window the dead body of a man suddenly slams into FRAME. He dangles grotesquely, held up by his coat caught on a protruding bolt. George gasps. The train WHISTLE SCREAMS.

We see clearly the face of the dead man -- an older gentleman with a white moustache and goatee. He has been beaten and shot in the head and the blood trickles down the side of his face.

George jumps off the bed, knocking over the cassette player. The body sways for another second then falls away. The WHISTLE stops and all is still once more.

INT. GEORGE'S COMPARTMENT - ANOTHER ANGLE

23

Hilly has seen nothing but she looks up at George, staring transfixed at the empty window.

HILLY

George. What is it? Are we finished with flowers?

GEORGE

Did you see that? That man?

George flips on the light and rushes to the window, trying to look back down the tracks.

HILLY

What man?

GEORGE

There was a man out the window.  
He'd been shot in the head.

HILLY

What?

GEORGE

(very excitedly)

Hilly, I'm not joking. A dead  
man fell off the roof. His coat was  
caught. I saw it. What should I do?  
I've got to report it. Maybe they  
can stop the train.

HILLY

Hey, hey, hey! Lighten up!

She gets off the bed and takes hold of him.

HILLY

C'mon now. Sit down. You need  
a little more champagne.

GEORGE

I'm not kidding, Hilly. I saw it.

HILLY

Okay. Here.

George sits and Hilly pours him some champagne. George  
drinks it down in one gulp.

GEORGE

Wow! I can't believe it.

HILLY

Me neither.

GEORGE

But I saw it, really I did.

HILLY

Of course. I'm sure you saw  
something. An old newspaper. A  
kid's kite. Look, like that!

She points out the window. The train WHISTLE SCREAMS again  
and we see a white signal box whip by. George's conviction  
is momentarily shaken.

HILLY

It could have been anything out  
there.

GEORGE

No. It was a body -- a dead man.  
His eyes were so clear.

HILLY

More clear than your head. George,  
you imagined it.

GEORGE

No, I'm positive I didn't.

HILLY

All right then, call the conductor  
and tell him your story.

GEORGE

He'll think I've been drinking.

HILLY

Where would he get that idea?

GEORGE

But, Hilly, it was so...vivid.

HILLY

Come here.

Hilly fluffs up his pillow and urges him to put his legs up.  
George rubs his forehead.

GEORGE

Wow, I feel kind of dizzy.

HILLY

Lie down.

George falls back on the bed with a sigh. Hilly picks up the  
cassette recorder which stopped playing when George knocked  
it over and looks around for a place where it will be safe.  
She starts the music ("Hilly's Theme") and puts it on a high  
overhanging rack near the window.

GEORGE

Boy, if that's what the DT's are  
like, I'm giving up the bottle  
for life.

HILLY

The mind plays funny tricks all  
the time. You know that. Just  
relax and forget it.

Hilly turns off the lights and lies alongside George. He  
looks at her for a long moment.

GEORGE

That sure is a pretty song.

HILLY

Yes, it is.

He kisses her gently on the lips and then looks at her with  
a great deal of tenderness.

GEORGE

You are very beautiful, Hilly.

Hilly despite her sophistication is not used to this tenderness. Tears well in her eyes.

HILLY

I like you, too.

He moves forward again and they kiss long and passionately.

EXT. THE SILVER STREAK - SUNRISE

24

We DISSOLVE from the rattling night wheels of the Silver Streak to a HIGH ANGLE SHOT of the desert sunrise.

INT. GEORGE'S COMPARTMENT - DAY

25

George, looking bright-eyed and happy, exits from the bathroom where he has washed and shaved. He puts on a clean shirt and hums to himself "Hilly's Theme," as he buttons it up. Hilly is lying in bed, deep in a relaxed and contented sleep. George looks at his watch and picks up a train schedule to see when they will arrive at the next station. He puts the schedule in his back pocket, sees the empty champagne bottle and picks it up with fond remembrance of the lovemaking the night before. Then he remembers his vision of the dead man and his expression changes. He steps to the window and ignoring the desert in bloom stretches his neck to try to see the roof. Unsatisfied, he steps to the next window, folds up his bed to make the couch and tries again to see the outside roof of the train. He finally gives this up, looks at the bottle, and drops it into the wastebasket. He goes over to Hilly and smiles down at her.

Leaning forward to gently touch her hair, he knocks the Rembrandt book off the chair. He picks it up and notices an envelope stuffed with papers sticking out from under the jacket cover. He pats the envelope back in place and is about to put it down when he turns it over to look at the author's picture on the back. He gasps with surprise for the picture of the grey-haired old man with the white goatee is the same man he saw hanging dead outside the window. The train lurches and George staggers. Turning quickly to Hilly, he shakes her awake.

GEORGE

Hilly! Hilly! Wake up. Look at this.

Hilly stirs and sits up, still half-asleep.

HILLY

What, what?...

She sees George and gives him a sexy, kittenish smile.

HILLY

Oh, hello, George.

GEORGE

Hilly, the dead man I saw out  
the window last night -- this  
is him!

Hilly seems interested for a moment till George shows her the  
back picture on the book. She looks at it with some  
confusion.

HILLY

George, that's my boss. That's  
Professor Schreiner.

GEORGE

I know.

HILLY

George, what time is it?

GEORGE

It's after eight.

HILLY

Eight! Wake me again after ten.

She closes her eyes and lies down, cuddling up to a pillow.

GEORGE

Hilly, this man has been murdered.

HILLY

Yeah. Well...

(she thinks sleepily)

Why don't you go and discuss it with  
him and then come back here later  
and discuss it with me. His room  
is just past the diner. Room D.

GEORGE

(exasperatedly)

Hilly...

HILLY

Good night, George. You're a  
wonderful gardener.

George walks away from the bed and paces to his side of the  
room. He looks at the book again and throws it into his open  
briefcase with such force that the lid closes over it. He is  
not sure what to do. He looks at the window and finally makes  
up his mind. Taking his coat from his closet, he puts it on  
and exits.

INT. GEORGE'S CORRIDOR - DAY

26

George closes the door behind him and begins walking toward  
the rear of the train.

INT. DINER - DAY

27

The diner is not too crowded as George enters. The Mexican  
Mama-san is having breakfast with the Blue-Haired

Cont.

Lady. When she sees George she points him out to her companion as the mad rapist of the night before. The Blue-Haired Lady looks around and scowls at George as he passes. Sweet is seated at the end of the car and seems very eager to question George.

SWEET

Hey, George, you devil. Join me for coffee?

GEORGE

Yeah, I think I will. I just have to check on something. I'll be right back.

Sweet nods and George keeps on walking.

INT. GEORGE'S COMPARTMENT - DAY

28

Meanwhile Hilly is still sleeping. We PAN from her to the door and it opens slowly. A man steps in and closes the door behind him.

As we PAN UP we see he has a gun in a shoulder holster. He steps forward and we see his face -- an ugly, prizefighter's mug with a sneering mouthful of solid gold teeth.

INT. THE TRAIN CORRIDOR - DAY

29

George walks down the corridor looking at the letters on the doors. He finds "D" and stops. He starts to knock. Then hesitates, debating in his mind if he is not being a fool about the whole thing. Suddenly from inside the room he hears scuffling and an angry voice swearing. George listens and then knocks on the door. The scuffling stops. The door is slowly opened by a bespectacled little man who stands in the doorway sucking on a white, plastic "Quit Smoking" cigarette. This is MR. WHINEY.

WHINEY

Yeah? What do you want?

GEORGE

I'd like to see Professor Schreiner.

WHINEY

Yeah? Who are you?

GEORGE

My name's George Caldwell.

WHINEY

You a friend of the professor?

GEORGE

No, not exactly. I'm a friend of his secretary, and we were worried about him.

WHINEY

Yeah? What are you worried about?

GEORGE

Can't I talk to the professor. Where is he...?

George pushes against the door to see inside the room. He can't see anyone but notices the luggage has been thoroughly searched and much of the room is in a mess.

GEORGE

What are you doing in there?

Whiney pushes George back.

WHINEY

Hey, I think you're sticking your nose in where it don't belong. You and that broad are gonna get yourself in trouble. 'Fact, she's already in trouble.

GEORGE

Look, I don't know who you are but...

WHINEY

Hey, Reace! Get rid of this bum!

George is suddenly grabbed from behind and pitched down the corridor. Whiney slams the door shut. George turns to look at his unseen assailant. It is the ugly pug with the gold teeth.

GEORGE

Wait a minute! You can't do that to me.

Gold Teeth strides toward George, shoves him up against the side of the train and twists his arm up behind his back. George yells in pain and struggles manfully.

GEORGE

Hey, you big ox, what the hell do you think you're doing. Hold it. Let me go.

Gold Teeth doesn't say a word. He just begins walking to the end of the corridor forcing George to walk in front of him.

INT. THE CAR PLATFORM - DAY

Gold Teeth bangs the door at the end of the corridor and it opens. He throws George into the corner and turns to the side door of the train. George stands, rubbing his arm. He is really mad.

GEORGE

Hey, man, you're in trouble. I mean it. Big trouble. I'm reporting you...

Gold Teeth flings open the side door of the train and turns to face George. George looks at the door and his attitude changes.

GEORGE

All right...okay...enough is enough...Let's forget the whole thing...

Gold Teeth is unmoved. He lunges for George, grabs him by the collar and the seat of the pants and with no effort at all pitches him right off the train.

EXT. THE DESERT - DAY

George flies through the air and lands on the sandy bank of an empty riverbed. He rolls and tumbles and finally comes to a stop in a cloud of dust. The train races past. George can't believe what happened. He sits up, shakes his head and looks as the last carriage of the Silver Streak rattles by.

GEORGE

What the -- !

He stands up and feels himself. He is not hurt. He dusts himself off and notices that the sleeve on his jacket has been ripped. He fingers it lovingly. Then he begins to get the full realization of what has happened. He runs up to the railway tracks and squints at the train racing off in the distance. He looks behind him and out across the flat desert on either side. There is no sign of life or civilization anywhere.

GEORGE

Son-of-a-bitch!

He kicks the gravel on the railway ties and begins walking down the tracks after the Silver Streak.

EXT. A DESERT LONG SHOT - DAY

In the vast stretches of the lonely desert, we see George -- a solitary speck in the wilderness, following the railway line beneath the sweltering sun.

EXT. THE DESERT - DAY

George, his coat over his shoulder, is walking along the side of the railroad tracks, muttering to himself about his fate. The beauty of the green sagebrush and the yellow wildflowers in bloom is completely escaping him. A few cows are grazing in the distance but George doesn't care. He stops at the sight of a cattle skull at his feet, half buried in the sand.

GEORGE

(bitterly)

Terrific!

He shakes his head, grits his teeth and continues walking, kicking the occasional cactus.

EXT. THE DESERT - DAY

George has been walking for almost two hours. The terrain has changed -- red rock mesas and mountains on the horizon. George climbs up on one of the smaller mesas, and, shielding his eyes from the sun, peers off in all directions. Suddenly he sees something. He looks again. Off across the flat plain is a farmhouse and a windmill, a distant vision that sits incongruously on the desert floor like a children's model left in a sandbox. George squeals with delight, jumps down, and begins running toward it as fast as he can.

EXT. THE FARMHOUSE - LONG SHOT - DAY

The farmhouse is a startling sight, a clapboard oasis sticking up in the middle of nowhere. A dusty road leads to what is essentially two buildings -- the main house built in the Mexican adobe style and a large barn, somewhat red, that looks like it was transported from South Carolina. Between them is a yard encircled by a corral, a cow shed, a chicken coop, and an outhouse made from a 1930's silver camper-trailer. George runs INTO FRAME and down the road.

EXT. THE FARMYARD - DAY

George arrives at the farmyard and stops to catch his breath. He looks around at the pigsty, the turkeys in the chicken coop, and the lazy-eyed dog who glances up disinterestedly from his kennel. He walks over to a 1950 Chevy parked by the porch and is about to knock on the front door when he hears the SOUND of "spit-spit-spit" coming from the cow shed. Ducking under the clothesline, he goes to the cow shed door.

INT. THE COW SHED - DAY

RITA BABTREE, a large, self-reliant Southern lady in her late sixties is seated on a stool milking one of the cows. She hears George enter but doesn't stop or turn around.

RITA

If that's you, Pepe, you are in one heap of trouble.

GEORGE

No, it's not.

Rita looks over her shoulder.

RITA

Where's Pepe?

GEORGE

I don't know. My name's Caldwell.  
George Caldwell.

Rita turns back to milking with a vengeance.

RITA

Goddammit! I knew it! He's gone  
off again with that no-account Manuel.  
Those two get together, smoke a little  
weed, and the next thing they're out  
buzzing turkeys in the pickup. I  
should have fired him thirty years ago.

George walks around so he is facing her.

GEORGE

Excuse me, do you have a telephone?

RITA

A telephone? You ain't from  
around here, are you?

GEORGE

No. I'm lost...I, ah...Well, I  
was thrown off the Silver Streak.

RITA

Thrown off? That a fact? I ain't  
heard of folks riding hobo on the  
Streak since the Depression.

GEORGE

I wasn't riding hobo. I had a ticket.  
Some other passengers threw me off.  
It was a fight. That's why I want  
to telephone the police and have  
those guys arrested.

RITA

Thrown off, huh? Tell me, is there  
a woman in all this?

GEORGE

Well, there is a girl...

RITA

(chuckling)  
I knew it!

GEORGE

But it's not what you're thinking.  
She could be in a great deal of  
danger herself. I've got to get  
to the police as soon...

Rita finishes milking and stands up. She pours the milk from  
the bucket into the large can in the old freezer.

RITA

Sounds like you're in a hurry?

GEORGE

I am.

RITA

That's fine, 'cause I'm running late  
myself. I'll tell you what, Steve...

GEORGE

George.

RITA

Huh?

GEORGE

George Caldwell.

RITA

Rita Babtree. If you finish milking  
Harriet over there I'll go change  
and you can ride into town with me.  
The Sheriff's a friend of mine.

GEORGE

Great! What do I have to do?

RITA

Take this bucket and milk her.

GEORGE

I don't think I've ever milked a  
cow before.

RITA

Cut the gas, Steve. You're a grown  
man. I'm sure you've had some  
similar experience.

GEORGE

Well, I...

RITA

Look, sit down, take a tit in each  
hand and let nature take its course.  
These cows are so full it's like  
tapping a trip valve on Niagara Falls.

She hands George the stool and bucket and slams the freezer door.

RITA

Put the milk in here and I'll meet you outside in ten minutes.

Rita exits. George puts down the stool and sits beside Harriet. He places the bucket beneath her udder and nervously rubs his hands together. Then, gingerly, he reaches out and takes a teat in each fist. He begins to squeeze and pull. Nothing happens. He tries again. Nothing. Harriet stops her chewing and looks around. George smiles at her and tries harder. This time one squirt spits into the empty bucket. George beams. He tries again. Another short squirt. Harriet grunts disgustedly. George stops and looks up at her.

GEORGE

Okay, I'm a slow starter...But what happened to Niagara Falls?

EXT. THE FARMYARD - DAY

38

Rita exits from the house wearing jodhpurs and a leather jacket and carrying five large parcels tied up with string. She steps off the porch and is surprised to see George sitting in the front seat of the Chevy reading something while he waits for her.

RITA

What are you doing, Steve?

GEORGE

I'm looking at the schedule for the Silver Streak.

RITA

No, no. I mean what are you sitting in...? We ain't going in that.

GEORGE

We're not?

EXT. THE BARN - DAY

39

Rita flings open the barn doors and George stands staring at an old-fashioned two-seater biplane parked in the center of the hangar-like barn.

RITA

Put these packages in the backseat with you and I'll get the wheel blocks. I only hope Pepe has filled it with enough gas.

INT. THE BARN - DAY

40

Rita walks off to the end of the barn and pushes open the two large doors. George eyes the plane like it was some Smithsonian antique.

GEORGE

Are we going to fly in this?

RITA

What's the matter? -- you afraid of flying?

GEORGE

No, no. People keep asking that. I am not afraid of flying!

RITA

Great! 'Cause it ain't no fun soaring with a turkey. Like Jack used to say -- you take some greenhorn up, do a few loop-the-loops and suddenly you got yourself an outhouse in the sky.

(chuckling)

Oh, that Jack! He was something special.

Rita puts on her flying goggles and her white scarf and climbs into the cockpit. George finishes stacking the packages in the backseat, and climbs in behind her.

RITA

C'mon, Steve. Hop to it! I want to be in Stavely by two o'clock.

GEORGE

(suddenly)

Two o'clock!

(stammering)

It's now only eleven-thirty...how far?...how long?

(finally)

Where is Stavely?

RITA

Sixty miles the other side of Albuquerque.

GEORGE

Wait a minute.

He takes out the train schedule and looks at it eagerly.

GEORGE

The Silver Streak stops there at two twenty-seven! If we get there by two we can have the sheriff meet the train when it arrives.

RITA

I suppose so. Ready? Watch those parcels.

Rita starts the engine. George settles in the seat and straps himself in still smiling at the good news.

GEORGE

This is fabulous!

Rita moves out.

EXT. THE FIELD - DAY

41

The plane is racing along the bumpy runway field, picking up speed with every bounce. Rita has her goggles down and guns the engine while her white scarf flaps in the wind. George is white-faced and terrified -- a direct contrast from the shot before. He looks ahead at the approaching windmill and tugs nervously at his seat belt and shoulder strap as the plane jumps up and down like a billious bird. Finally with a mighty effort Rita pulls back on the stick and the plane surges into flight. Up, up it goes and to George's wide-eyed horror it misses by inches the top arm of the windmill. Rita is too happy to even notice. She shouts back.

RITA

They talk of the joy of sex,  
Steve, but it don't last like the  
fun of flying!

EXT. FLYING MONTAGE - DAY

42

A medley of SHOTS showing Rita and George flying over the changing Arizona landscape and into New Mexico.

EXT. THE SKY - DAY

43

George looks down and sees the Silver Streak snaking its way along the tracks below them. He points it out to Rita.

GEORGE

There's the Silver Streak.

EXT. THE SKY - DAY

44

They are well ahead of the train now and are flying over flat pastures. George glances at his watch.

GEORGE

I think we're going to make it.

RITA

Look at those sheep. Don't they  
make a lovely sight. Oh, I'm just  
itching to buzz them.

GEORGE

Buzz them? What's that?

RITA

You never buzzed sheep before?

GEORGE

No.

RITA

(chuckling to herself)

Oh, I really shouldn't.

GEORGE

Do what?

RITA

Well, maybe just one run. Hold on, Steve. We're going in.

Like a sheep dog of the skies Rita zooms down toward the sheep, soars over their backs as they scatter in bleating panic. She laughs with sinful glee.

RITA

Look at those dumb little critters run!...Oh, my God, I'm a wicked old lady -- but ain't that a hoot!

She chuckles some more and stares down at the flock. Obviously she is thinking of doing it again.

EXT. A ROAD - DAY

45

An old yellow VW convertible speeds down a dusty road from the little desert airport in the b.g. Rita is driving and George is sitting beside her looking very worried. He glances at his watch, shakes his head and shouts at Rita.

GEORGE

I don't think we're going to make it. It's after two o'clock already.

RITA

We'll make it. Don't worry...But I guess we shouldn't have stopped to buzz those sheep.

They speed on.

EXT. STAVELY - DAY

46

Stavely is a small western town situated at the foot of the Rocky Mountains and built on either side of a main street with the train station at one end. Rita and George come speeding into town and pull up in front of the Sheriff's office. An old PROSPECTOR is sitting in a chair by the door.

RITA  
The sheriff in, Burt?

BURT  
Hello, Rita. No, he's over at  
Clancey's Dairy. He'll be back  
in about...

George interrupts with a howl as he sees that the Silver  
Streak is standing at the station ready to depart.

GEORGE  
Look, there's the Silver Streak!

RITA  
You want to go get the sheriff?

GEORGE  
No, no! I've got to run. Thanks,  
Rita. Bye.

He runs off toward the end of town. Rita yells after him:

RITA  
So long, Steve.

BURT  
Crazy kid!

RITA  
And this time try to stay on.

OUT 47

EXT. THE PLATFORM - DAY

48

George catches up to the moving train and runs alongside. In  
the last car some drunken CONVENTIONEERS see him and open the  
door, yelling encouragement to him.

FIRST CONVENTIONEER  
Come on, boy. You can make it.

SECOND CONVENTIONEER  
That's it! That's it! Grab on.

George hops onto the train and the Conventioneers congratulate  
him with gusto, slapping him on the back and offering to  
join them in a drink. They hustle him away.

INT. THE COACH LOUNGE - DAY

49

The lounge is crowded with Conventioneers in the middle of  
their two-day party. George enters with his three new  
friends who eagerly show him the cardboard cut-out of  
"Mary-Lou." He sees Plain Jane, who is having a wonderful  
time boozing it up. She stops George as he passes.

PLAIN JANE  
Don't you just love train travel.

George smiles and ad-libbing his apologies leaves the party.

INT. THE COACH - DAY

50

Half-heartedly fixing up his disheveled appearance George walks through the rest of the second-class section. Most of the passengers are poor, old, kids or hippies happily blown away on pot. An AMISH COUPLE read their prayer books while two HONEYMOONING REPUBLICANS take 8mm movies from the train window. George passes them all without turning his head.

EXT. THE ROCKIES - DAY

51

The Silver Streak is beginning its climb up the spectacular scenery of the Rocky Mountains.

INT. THE FIRST-CLASS DINER - DAY

52

George is walking toward the dining car when he stops at the door and steps back so he won't be noticed. He looks again into the dining car and we see what he sees -- Hilly with her back towards us is finishing a late lunch with Roger Devereau, the suave, continental gentleman we glimpsed earlier. George is surprised to see her with Devereau and is about to approach her when he notices that Devereau, in conversation, pats her hand somewhat intimately...George stops short. He is confused and sits quietly down at the nearest table to watch her. Sweet is at the table, reading a newspaper. He puts it down and looks at George.

SWEET

I asked you to join me for breakfast.  
This is lunch.

GEORGE

Yeah, sorry. I lost track of the time.

SWEET

Oh, yeah? What were you doing back there? Getting yourself a little ass?

GEORGE

(deadpan)

Actually I was squeezing some tits.

SWEET

You sexy devil! And you look like you worked up a sweat, too, ya horny bastard.

George is not listening. He is watching Hilly. Sweet looks around and turns back to George.

SWEET

Well, what do you expect? She's a hot little number and he's heavy competition.

GEORGE

You know him?

SWEET

Doesn't everybody? Name is Roger Devereau, Chicago's own jet-setter. The Tribune is always talking about him. He's the big cheese on the board of the Art Institute. Like I say, heavy competition.

Hilly and Devereau get up from the table. George ducks his head so he won't be seen.

SWEET

You going to take him on?

Hilly and Devereau exit out the far door. George stands up to follow.

SWEET

Let me know how it turns out.

George walks down the aisle and out the dining car door.

INT. A CAR OF ROOMETTES - DAY

53

Taking great care not to be seen, George follows Devereau and Hilly down the center aisle with roomettes on either side.

INT. GEORGE'S CORRIDOR - DAY

54

At the end of his car George waits and peers around the corner. Hilly has stopped by her door. She talks for a second to Devereau and then steps inside. Devereau walks on forward to the baggage car. As soon as he disappears, George goes to his compartment and steps inside.

INT. GEORGE'S COMPARTMENT - DAY

55

The first thing we notice is the partition between his and Hilly's rooms has been put back up and the connecting door is closed. George listens for a moment at the door and then opens it slowly. Hilly is kneeling on the couch sadly looking out the window. She sees George and couldn't be more surprised.

HILLY

George!

George steps into her room.

INT. HILLY'S COMPARTMENT - DAY

A-55

GEORGE

Hilly, are you all right?

Hilly springs off the couch and into his arms. She holds him desperately. George is more confused than ever.

GEORGE

Hilly, what's the matter?

Hilly suddenly breaks away from him, totally changing her emotion from one of need to one of nonchalance.

HILLY

The matter? Who left who? The last I heard you were going to visit the professor.

GEORGE

The professor is dead. Murdered. I'm sure of it.

HILLY

Oh, George...

GEORGE

No, listen to me. I went to his room this morning and he wasn't there. Instead two thugs were going through his things. They pushed me out, twisted my arm and threw me off the train.

HILLY

Threw you off!

GEORGE

The point is they were looking for something. They've killed the professor to get it and now I'm sure they'll be after you. We've got to get off at the next stop and contact the police.

HILLY

Oh, George. You've got it all mixed up.

GEORGE

Hilly, this is serious.  
(grabs hold of  
her)

I'm worried about you...I'm...

He looks in her eyes. She looks in his. There is obviously a strong emotional bond between them. Suddenly the door opens and Devereau walks in. Hilly quickly steps away from George. She smiles at Devereau who smiles back but we see in

his cold eyes that the intimacy of the scene he just interrupted is extremely disturbing to him.

HILLY

Hello, Roger. I'd like you to meet a friend of mine, George Caldwell.

DEVEREAU

How do you do.

GEORGE

Hello.

HILLY

George was just telling me how he had been thrown off the train.

DEVEREAU

You! You're the one. Oh, I am happy to see you. Are you all right?

GEORGE

(confused)

Yes.

DEVEREAU

Well, that's good news. You know, as soon as I was told I contacted the police in Albuquerque. I told them to spare no expense in making sure you were safe. Reace, himself, got off the train to find you. He's like a child. He wanted to say he was sorry. Tell me, how did you manage to get back on?

GEORGE

Wait, wait a minute. Who's Reace?

DEVEREAU

Reace? Why, he's the man who threw you off.

GEORGE

Huh?

DEVEREAU

You must remember him. A large man with not very attractive dental work.

GEORGE

I remember, but what's he got to do with you?

DEVEREAU  
He works for me. He's my chauffeur.

GEORGE  
But...

DEVEREAU  
He's not very bright, of course, but very loyal. Naturally I take full responsibility for his actions and I am more than willing to pay for any damages. I'm just so relieved to see that you are not hurt.

GEORGE  
Wait a minute. Who was that other guy? He work for you, too?

DEVEREAU  
Yes. Oh, you haven't heard the story? You see, early this morning I was having breakfast with Professor Schreiner. He wanted to show me some important papers connected with his book but to his horror he couldn't find them. We searched his compartment -- twice. We sent Reace in here to get Hilly and finally we found them in his trunk in the baggage car. It was a terrible upset but then if you've met the professor, you know he can be very absent-minded.

HILLY  
George thinks the professor has been murdered.

DEVEREAU  
Murdered?

GEORGE  
That's right. Last night.

DEVEREAU  
How extraordinary! What makes you think that?

GEORGE  
I saw his body fall from the roof right by that window. He was shot in the head.

DEVEREAU  
You were in this room?  
Devereau glances at Hilly.

GEORGE  
I was lying right there. It was so clear -- the blood, his face. I'll never forget it.

## ANOTHER ANGLE

The door opens and PROFESSOR SCHREINER walks in. George is thunderstruck and stares open-mouthedly at the trim, healthy, elderly gentleman with the white moustache and goatee -- the very same person he had seen fall dead the night before. The Professor has just stepped in to talk to Hilly.

PROFESSOR

Hilly, you'll have to go to my compartment and straighten it out. That man, Whiney, doesn't know what he's doing. Ah, Devereau.

DEVEREAU

Professor Schreiner, I'd like you to meet Mr. Caldwell. Mr. Caldwell, Professor Schreiner.

PROFESSOR

Hello. What did you do to your jacket?

GEORGE

Well, eh...I...

DEVEREAU

Mr. Caldwell was the man Reace inadvertently threw off the train.

PROFESSOR

Oh, yes. That stupid man! I do hope you weren't hurt.

GEORGE

I'm okay.

PROFESSOR

I suppose I'm to blame for this morning's fracas. After all, none of this would have happened if I hadn't misplaced the Rembrandt letters.

GEORGE

The what?

PROFESSOR

Doesn't matter. I'm so glad that you are all right and managed to get back on the train.

The door opens and Mr. Whiney, the bespectacled little guy with the plastic cigarette enters to ask the Professor a question.

WHINEY

Professor, I've put back as much...

(sees George)

Hey! How'd you get here?

DEVEREAU

Mr. Caldwell, allow me to introduce my associate, Mr. Whiney. I'm sure if there is an apology owed he'll be happy to make it. It's too bad Reace isn't here to do the same.

WHINEY

Reace, that moron! It was all his fault. I was looking for the papers.  
(to George)  
I never touched you, did I?

GEORGE

No.

WHINEY

See.

PROFESSOR

Well, it's all been very hectic for me. I'm going to have a scotch and lie down.

DEVEREAU

Why don't you use my compartment?

PROFESSOR

Thank you, I think I will.  
(gesturing at Whiney)  
Hilly, give him a hand with that mess.  
(to George)  
Mr. Caldwell, it was nice meeting you. I hope for both of us the rest of the trip will be a little less exhilarating.

The Professor leaves. George looks at Devereau, Whiney and Hilly -- especially Hilly -- and has never felt so utterly embarrassed. He attempts to smile.

GEORGE

Well, I think I've really made a fool of myself this morning.

DEVEREAU

Not at all.

GEORGE

Oh, yes. I'm sticking my nose into a lot of stuff that's none of my business and getting a lot of crazy ideas.  
(to Hilly)  
You were right. I was seeing a lot of nonsense last night. Too much champagne.

HILLY

Oh, George.  
(sympathetically)  
Here, let me fix your jacket.

GEORGE

No, that's okay. I've got another.

He goes to the door and steps into his room. It is obvious that he is upset and jealous over Devereau's interest in Hilly but he feels that he has made such an ass out of himself in front of both of them that he just wants to get away.

GEORGE

Well, we get into Chicago tomorrow and I did have some work to do on this trip, so I'll just say good-bye.

DEVEREAU

Perhaps you can join us for dinner, Mr. Caldwell?

HILLY

Yes, do.

GEORGE

Thank you. No. I think I will probably have my meals in here.

As he closes the door he gives one parting shot for Hilly's benefit.

GEORGE

Hmmm. The latch is broken. I'll get the porter to have that fixed right away.

He shuts the door. Mr. Whiney sits down on the couch and begins to snicker. But Devereau's expression changes from serenely confident to deeply troubled. He turns to Hilly who looks at him in her insouciant way. Suddenly and viciously he SLAPS her across the face.

EXT. THE ROCKIES - DAY

57

The Silver Streak is making a steady climb up the mountain grade, passing beside the many treacherous gorges that fall off to the side.

INT. THE LOUNGE CAR - DAY

58

It is late afternoon. George is shaved and changed and seated at a lounge car table beside one of the picture windows. He has before him a bucket of ice, some soda and

six miniature bottles of scotch, plus two empty ones lined up in a row. He takes a sip of scotch from his glass, sees Sweet enter and waves him over.

GEORGE

Hey, Sweet! Come join me.  
(to bartender)  
Bring the man some ice.

Sweet comes over and sits down.

SWEET

What are you -- a miniature alcoholic?

GEORGE

We are soon approaching the Rayner Tunnel, the highest point on the line. When we reach it, I intend to be even higher.

SWEET

Be careful you don't fall off.

The bartender brings over Sweet's glass and George pours in the contents of one of the bottles.

GEORGE

Oh, no! I've left the train once this trip. And once is definitely enough.

SWEET

What do you mean?

George settles back to tell his story.

GEORGE

Last night in the blonde's compartment, I had a bizarre hallucination. I thought I saw her boss hanging dead outside the window.

SWEET

You mean Professor Schreiner?

GEORGE

The same. Shot through the head. I knew I'd been drinking but this morning when I go looking for the Professor I meet this short little weasel of a guy in his room.

Cont.

SWEET

Edgar Whiney.

GEORGE

How did you know?

SWEET

I know. Go on.

GEORGE

Well, suddenly this moving mountain with a gold mine stuck in his gums, pitches me off the train. And if that isn't...

SWEET

(interrupting)

So you never saw the Professor?

GEORGE

Nope. I met him for the first time this afternoon.

SWEET

Where?

GEORGE

In Hilly's compartment. She introduced us. You see, the whole thing was just one big misunderstanding. Apparently...

SWEET

What did he look like?

GEORGE

Like his picture. Why these questions?

SWEET

What did he say to you?

GEORGE

Nothing much. He was feeling tired and went to have a scotch.

SWEET

A scotch?

GEORGE

Yeah. He's lying down in Devereau's compartment. You want some more ice?

Cont.

Sweet, who has been earnestly mulling over this information, snaps to attention.

SWEET

Of course!

He looks at George with a new gleam in his eye -- almost as if he were another character -- and stops him from opening another of the little scotch bottles.

SWEET

That's enough of that! You sober up. We've got work to do.

GEORGE

I beg your pardon!

SWEET

Listen, that was no hallucination you had. The Professor has been murdered. The guy you saw this afternoon is a fake.

GEORGE

What?

Cont.

SWEET

I spoke with the real Professor last night. He didn't want anything to do with Devereau. Besides, he was a health nut. He didn't touch alcohol.

GEORGE

Aww, just because you're in the health food business...

Sweet reaches for his wallet and flashes a badge at George.

SWEET

My name is Stephens...I'm a Federal agent.

(puts it away)

We've been working on this case for two years.

George has sobered up fast -- but is still confused.

GEORGE

I don't understand. Why were you tailing the Professor?

SWEET

I wasn't. I'm tailing Devereau. Let's go.

He stands up. George picks up the bottles and puts them on the bar while his mind races.

GEORGE

Devereau? Well, what about Hilly?

SWEET

Don't worry about it. I don't think they'll kill her before we get to Chicago. I don't think they'll even kill you -- till then.

George gulps, smiles vaguely at the Bartender and follows Sweet, walking briskly out of the lounge.

INT. THE TRAIN CORRIDOR - DAY

59

Sweet is making his way down the corridor with an alertness and a purpose that we have not seen before. One of the Fat Men steps from his room. Sweet keeps walking.

SWEET

Beat it, fatso.

The Fat Man is shocked but scurries back to his room to let Sweet pass. George following behind is very impressed.

INT. THE BAGGAGE CAR - DAY

60

Sweet opens the baggage car door, and the two men step inside and look around. It is basically a boxcar with some shelves built on the sides and some racks from which bicycles hang upside down. Half of the storage is cardboard cartons, suitcases, and large travelling trunks. The other is the equipment for the "Sea and Sun" convention -- collapsible display booths, signs, cardboard cutouts of "Mary-Lou," and various items of sports equipment -- canoes, paddles, inflatable rafts, and underwater spear fishing outfits.

SWEET

Devereau's men must have brought the Professor here last night some time after nine o'clock.

GEORGE

How do you figure that?

SWEET

Because I left him at nine, and because this is the one place where there is easy access to the roof.

(pointing)

Somehow he escaped, made it up that ladder and down the train before they shot him.

He walks out the far door and onto the outside platform. George follows.

EXT. THE BAGGAGE CAR PLATFORM - DAY

61

There is no covering over this platform, and Sweet begins climbing up the ladder.

GEORGE

You're not going up there, are you?

SWEET

Yeah. The Rayner Tunnel is up ahead. Keep a lookout for me, will ya?

GEORGE

All right, I'll try.

SWEET

Just watch out for low hanging signal arms.

He finishes climbing and steps up onto the roof. George swallows hard and begins climbing up after him.

EXT. THE TRAIN ROOF - DAY

62

Sweet is walking down the center of the car. He looks back at George who has reached the top of the ladder, but who is not yet willing to stand up on the roof. Sweet smiles and waves okay. He begins walking down the roof of the train, nimbly jumping over between the cars. George watches him with a great deal of trepidation. He looks down to his side and sees a great Rocky Mountain gorge several hundred feet below. It's obvious that there ain't anything that would get him to go walking on the top of this train. Sweet bends down and picks up something. He looks around, then makes his way back to the ladder. George climbs down and waits for Sweet. They both go into the baggage car and close the door.

INT. THE BAGGAGE CAR - DAY

63

GEORGE

What did you find?

Sweet hands George a piece of material that he found on the train roof.

SWEET

It was hooked on a protruding bolt.

George fingers the piece of material. It is obvious that it came from the dead Professor's jacket.

GEORGE

Then I was right. I did see him.

SWEET

I'll bet Devereau has already had the body picked up and placed in cold storage somewhere. Too bad. He was a sweet old guy.

GEORGE

But why would Devereau want to kill the Professor?

Sweet takes the material and places it carefully in his wallet. As he opens his jacket, George notices he is carrying a gun. Sweet begins snooping around the baggage car, picking up various pieces of sports equipment. He

Cont.

seems to be looking for something or maybe just trying to figure out how the Professor escaped. He opens and closes the large side door.

SWEET

Devereau was going to be embarrassed by the findings in his book. Two of the Institute's Rembrandts -- both bought and authenticated by Devereau -- were going to be proved as forgeries, and the Professor had the proof in his possession. I asked him what this proof was. He smiled cagily and told me I'd have to wait for his lecture.

GEORGE

Devereau wasn't going to wait.

SWEET

No. Look, here's Devereau's safe...

Sweet kneels down to examine it, but continues with his story.

SWEET

The idea I think was to kidnap then kill the Professor, substitute a phony look-alike who would botch the lecture and discredit the book.

Sweet stands up apparently satisfied with his inspection of the safe.

SWEET

We've got to find that proof.

GEORGE

But they have it. That's what Whiney and everyone was looking for this morning -- the Rembrandt letters! They said they found them in the Professor's trunk.

SWEET

They were lying. That was the first place they looked before they began turning his room upside down. No, the Professor hid them somewhere -- some place simple...just as a precaution when he learned that Devereau was on the train. He had no time to --

Cont.

GEORGE

My God! I know where they are!

Sweet reacts. George flings open the baggage car door and strides down the corridor. Sweet follows, but has to walk quickly to keep up.

INT. GEORGE'S CORRIDOR - DAY

64

The Second Fat Man is stepping out of the public toilet at the end of the car. George is rushing toward him.

GEORGE

Beat it, fatso.

He is completely startled and quickly steps back into the toilet. George doesn't stop. He steps around the corridor and opens his compartment door.

INT. GEORGE'S COMPARTMENT - DAY

65

George walks in followed by Sweet who closes the door. George quickly takes his briefcase from the chair, opens it, and with a sigh of relief takes out the Professor's book on Rembrandt. He throws down the briefcase and opens the jacket cover of the book. Very carefully he removes the envelope and takes out the contents -- three pieces of old, but strong, parchment paper covered in neat scribblings of black ink. George glances over them and offers them to Sweet with a smile.

GEORGE

The Rembrandt letters.

Sweet takes them and sits down.

SWEET

Holy Toledo, I think you've found them.

(looking through them)

The genuine article, penned by the old boy himself.

GEORGE

(reading the signature)

Rembrandt van Rijn.

SWEET

My guess is that there is some fact, some date in all of this that proves the charges the Professor makes in his book. And that means bye-bye, Devereau.

(folding them up)

Press the button for the porter. I want to get the conductor in here and radio a message to the next town.

George presses the signal for the porter. He sits down and puts the letters back in the envelope.

GEORGE

It's hard to believe that a man was killed over these.

SWEET

They're only the tip of the iceberg. That plane crash in Cologne was one of Devereau's specials -- a hundred people killed to cover up his involvement in the Metropolitan Gallery scandal.

GEORGE

Why wasn't he caught?

SWEET

No proof. But with those letters we've got him. His multimillion dollar operation in art is going to bust wide open, and some important people, even several governments, are going to be caught in the blast.

GEORGE

That's why she was so distant. They had her cornered, but she still tried not to get me involved.

As George muses by the window, Sweet paces back and forth.

SWEET

Remember your neck's on the line, too. You've already told them you saw the real Professor shot.

GEORGE

Yeah, I did. So what do we do now?

SWEET

You be responsible for Hilly. Just get her off the train and to safety. I'll deal with Devereau.

GEORGE

How? Here comes the tunnel.

Sweet glances out the window as the entrance to the Rayner Tunnel approaches.

SWEET

I'm going to get the conductor to send a coded message to the Bureau. That will be relayed to my chief in Illinois. My guess is we'll make our move when the train gets to Dodge City tonight...

A KNOCK at the door.

SWEET

Very appropriate. The old 'Gunsmoke  
at the Okay Corral.'

The train races into the tunnel as Sweet opens the door. Immediately the compartment is plunged into darkness, and the NOISE of the rattling wheels rises sharply in volume. We HEAR a gunshot and see a flash. Sweet groans. George yells. Another GUNSHOT, another flash, and we HEAR the door close. George turns on the overhead lights as Sweet falls to the floor shot in the chest.

GEORGE

What happened? What the...!

He kneels beside Sweet, who is bleeding profusely. Sweet coughs.

SWEET

Take my gun. Get the girl off.

George hesitates. He can see that Sweet is dying...

GEORGE

But...

SWEET

(fiercely, despite  
the pain)

Take it!

George opens his jacket and takes Sweet's gun. Sweet groans and chokes up some blood.

SWEET

Leave me.

GEORGE

No, I can't...

The train comes out of the tunnel, and the noise and darkness cease. Sweet looks at George. For a moment he seems to catch his breath. He grins ruefully, clutching his chest.

SWEET

You know something? I get the  
funny feeling this bullet was  
meant for you.

His body suddenly shakes -- and he is dead. George stares at him horrified. A KNOCK at the door and Ralston, the porter, enters. He steps into the room and looks down at George, kneeling over the bleeding body with a gun in one hand, and the Rembrandt letters in the other. Ralston freaks!

RALSTON

Shoot! That man is dead!

George stands up to explain, but Ralston looks at the gun in his hand and freaks again.

RALSTON

Holy Moley! You shot him!

GEORGE

(advancing)

No. No. I...

RALSTON

You...you...

Ralston backs up, opens the door and races outside.

EXT. GEORGE'S CORRIDOR - DAY

66

Ralston runs down toward the back of the train, alternately yelling and mumbling.

RALSTON

He's been shot! A man's been shot.  
Sweet Jesus in Bethlehem, a man's  
been shot!

The Mexican Mama-San and the Blue-Haired Lady with the poodle in the shopping bag are at the end of the corridor. Ralston rushes past them with a hurried warning.

RALSTON

Watch out. He's coming. A man's  
been shot!

George steps out of his compartment.

GEORGE

Wait! Wait! You don't understand.

Waving his gun and trying to explain, he advances on the two ladies. The poodle BARKS and the women recoil in terror.

MEXICAN MAMA-SAN

Santa Maria -- the rapist!

BLUE-HAIRED LADY

Oh my God!

Shrieking like banshees they turn and flee. George stops at the end of the corridor and lets them go. The door alongside him opens and Mr. Whiney sticks his head out to see what all the fuss is about. He looks at George and is definitely surprised.

WHINEY

Hey! You're not...  
(turning inside)  
Hey! He's not dead.

George looks over Whiney's head into the compartment. Gold Teeth is sitting in the chair cleaning his gun. He, too is surprised to see George alive but quickly decides what to do about it. Snapping the cartridge into his pistol, he stands up ready to kill. George gulps and bolts down the corridor toward his room. Gold Teeth pushes past Whiney and steps out in the corridor. He sees George and FIRES. The bullet misses and George tears around the corner toward the baggage car.

INT. THE BAGGAGE CAR - DAY

67

George runs into the baggage car, gasping for breath. He slams the door behind him, locks it, and quickly looks around for a place to hide. He runs to the other end of the car, stuffing the Rembrandt letters inside his jacket.

INT. THE BAGGAGE CAR ENTRANCE - DAY

68

Gold Teeth arrives at the baggage car door and tries to open it. It is locked. Scowling and grinding his jaws he looks around for a way to break it open.

INT. THE BAGGAGE CAR - DAY

69

George goes out onto the baggage car platform. He looks at the ladder leading up to the roof and decides that he is too afraid to try to escape that way.

INT. BAGGAGE CAR ENTRANCE - DAY

70

Gold Teeth sees the fire axe on the wall. He smashes the glass with his fist, grabs the axe and begins furiously pounding at the door.

INT. THE BAGGAGE CAR - DAY

71

George HEARS the first blow. He comes back into the baggage car and decides to make a stand there. After all, he has a gun so he begins piling up some trunks by the side door as a barricade.

INT. THE BAGGAGE CAR ENTRANCE - DAY

72

Gold Teeth is making progress. The lock on the door is beginning to give.

INT. THE BAGGAGE CAR - DAY

73

George kneels down behind the improvised barricade he built and aims his gun at the door. He is ready. He waits.

INT. THE BAGGAGE CAR ENTRANCE - DAY

74

Gold Teeth continues his furious pounding.

INT. THE BAGGAGE CAR - DAY

George looks behind him. He puts his gun on a nearby trunk and decides it would be a good idea to unlock the side door as an avenue of emergency escape. He opens the latches and tries to pull the door back. He tries again. It opens with a sudden jerk so unexpectedly that George trips backward and knocks his gun off the trunk. He gasps in horror as the gun bounces on the floor and tumbles out the open door. He sticks his head out and looks back down the tracks. All he can see is the deep rocky mountain gorge running alongside the train...certain death to anyone who would try to jump off. The POUNDING at the main door increases and George sees the lock is beginning to give. He closes the side door and faces inside. He looks at his barricade, at the trunks, at the smiling face of the cardboard "Mary-Lou." It is clear he is scared and has no idea which way to turn.

INT. THE BAGGAGE CAR ENTRANCE - DAY

Gold Teeth swings the axe furiously. He is like a crazy man, singleminded and possessed. At last the lock gives way. Gold Teeth throws down the axe and kicks the door open. Taking out his gun, he advances cautiously.

INT. BAGGAGE CAR - DAY

Gold Teeth steps into the car and drops down behind a trunk. He looks around. George is nowhere to be seen. He stands up and very carefully begins making his way to the barricade. He looks behind it. George is not there. Disgusted, he turns and quickly looks through the rest of the car even pushing over the cardboard cut-out of "Mary-Lou" to see if he is hiding behind that. Satisfied that George is not in the car, he walks out onto the baggage car platform. He sees the ladder leading to the roof. He looks up, smiles, and begins to climb.

EXT. THE TRAIN ROOF - DAY

The grade is steep and the train is going slow. Very cautiously Gold Teeth pokes his head up and looks down the length of the train. He can't see George anywhere. He stands up on the roof and looks about. Realizing there is no way for George to have gone forward toward the engine, he begins carefully walking back toward the rear. As he hops over the canvas covered space between the baggage car and the first-class sleeper, we see George's head below him, fearfully watching, clinging to the side of the train.

EXT. THE TRAIN ROOF - ANOTHER ANGLE - DAY

The train suddenly lurches and George's feet slip. He hangs in the air, his body banging against the side of the train as he desperately tries to get a footing before he falls off.

EXT. THE TRAIN ROOF - ANOTHER ANGLE - DAY

B-78

Gold Teeth continues walking forward. George regains his footing and climbs back on the roof. Gold Teeth hears him and turns. But George has stood up, slung the underwater spear gun from around his shoulder and is pointing it directly at his pursuer.

GEORGE

Hold it! Don't move or I'll shoot.

Gold Teeth looks at the ridiculous spear gun and grins. His evil eyes glint menacingly. He begins slowly to point his gun at George. George fires. In a flash the spear flies through the air and imbeds itself in Gold Teeth's shoulder. Gold Teeth staggers in shock, lurches over and falls. His body slides off the roof of the train and George watches horrified as it tumbles down the gorge, bouncing from rock to rock till it disappears from sight.

George stands on the roof stunned at what he has seen and what he has done. He looks at the spear gun in his hand and viciously hurls it away. He watches it fall and takes a deep breath. Remembering that Hilly is still in danger, he turns to walk back to the ladder. Just then, a low hanging signal arm hits him in the stomach, knocking him off balance and swinging him off the roof. He scrambles and holds on, hanging by his hands till the arm swings him all the way over to the hillside. Letting go, he slides on his back down the dirt embankment, stopping by the railroad tracks just as the last car of the train speeds past. George sits up and watches it go with open-mouthed wonder and surprise.

GEORGE

Son-of-a-bitch!

EXT. A MOUNTAIN - LONG SHOT - DAY

79

As the sun goes down in the distance we see George, a lonely solitary figure, following the railway lines through the mountains. It is as desolate as the desert.

EXT. THE MOUNTAINS - DUSK

80

George walks disgustedly along the tracks, throwing stones and muttering to himself. It is getting cold and he turns up his jacket collar. To his right he sees a meadow, a line of trees and the distant mountains. Suddenly above the line of trees he sees a semi-trailer carrying a load of cars. They disappear. George runs down the tracks and through a break in the trees sees a main road. A car passes. Another car with its headlights already on speeds by. With a yell of delight George races toward the meadow and scrambles up the bank to the road where because of the frequent traffic it is obvious he will be able to get a lift.

EXT. A SMALL MIDWESTERN TOWN - NIGHT

A-80

The main street is deserted as an old truck carrying plumbing equipment and toilet bowls pulls up in front of the old clapboard Sheriff's office. George gets out and walks across the dusty street. As he climbs the wooden steps to the Sheriff's office he HEARS A RIFLE SHOT ring out. George jumps. Another RIFLE SHOT and then the SOUND of a fierce gun battle coming from inside.

OUT 81-  
83

INT. THE SHERIFF'S OFFICE - NIGHT

84

Cautiously sticking his head around the corner, George peers through the screen door.

OLIVER CHAUNCEY, the town Sheriff is seated back in a chair with his feet up on his desk watching a cops and robbers show on television. He is really excited now that the gun battle has broken out.

CHAUNCEY

That's it, boys. Blow those babies' heads off!

George enters and goes up to the desk.

GEORGE

Excuse me.

CHAUNCEY

Huh? Oh, just a minute. Jeezes, would you look at that. Bam! Bam! Bam! Whew! That boy is something, isn't he? Woops! Commercial.

He turns down the volume by remote control and swivels around to face George.

CHAUNCEY

Well, what can I do for you?

GEORGE

I want to report a murder.

CHAUNCEY

Huh?

GEORGE

A murder. A man's been shot on the Silver Streak. And there's a girl -- she's in great danger. We've got to stop the train...

CHAUNCEY

Hey, hold on a second! You say a man's been shot?

GEORGE

That's right.

CHAUNCEY

Jumpin' Jiminie! We ain't never had a murder before. Sit down. Want a cup of coffee? Help yourself. Okay now, let's get the facts. What's your name?

GEORGE

Caldwell. George Caldwell. I'm from Los Angeles.

CHAUNCEY

(writing)

L.A. Okay. And who was shot?

GEORGE

Actually there were two.

CHAUNCEY

Two?

GEORGE

Yes. The first was Bob Sweet. He was a federal undercover agent.

CHAUNCEY

(writing)

A Fed! No shit!

GEORGE

And the second was a man named Reace. I shot him.

CHAUNCEY

You shot him?

GEORGE

Yes. He shot Sweet.

CHAUNCEY

Because Sweet was a Fed?

GEORGE

No, because he thought Sweet was me.

CHAUNCEY

So Reace shot Sweet and you shot Reace?

GEORGE

Right. With a spear gun.

CHAUNCEY

With a what?

GEORGE

See, I took Sweet's gun but I dropped it and had to use a spear gun. Eh, don't you think we could call...

CHAUNCEY

Wait. You shot Reace with a spear?

GEORGE  
Yes. He was going to shoot me.

CHAUNCEY  
With a spear?

GEORGE  
No, with a bullet. See, he shot  
the professor.

CHAUNCEY  
Who shot the professor?

GEORGE  
Reace.

CHAUNCEY  
Reace shot Sweet.

GEORGE  
And the professor.

CHAUNCEY  
And you shot Reace.

GEORGE  
Right.

CHAUNCEY  
(looks at his notes)  
That makes three.

GEORGE  
Oh, yeah. I forgot. The professor  
was shot last night. Look, can't  
we do all this later?

CHAUNCEY  
Was there anyone else?

GEORGE  
Anyone else what?

CHAUNCEY  
Shot.

GEORGE  
No, but there will be if we don't  
stop that train. Look, can't you call  
your superiors? Tell them I have  
the Rembrandt letters. That's why  
the professor was shot.

CHAUNCEY  
Is he with the Feds?

GEORGE

Who?

CHAUNCEY

This guy Rembrandt.

GEORGE

Rembrandt is dead.

CHAUNCEY

Dead?

(looks at his notes)

That makes four.

(getting angry)

Listen, feller, you sure you ain't making this up as you go along? I'm an officer of the law and I got a lot better things to do than listen to that kind of funnin'.

The phone RINGS.

CHAUNCEY

That's my hot line.

(stands up)

Now you better take the time to get your facts straight 'cause when I come back I want your answers to be clear and to the point. Got that? And you can start with who shot Rembrandt.

Chauncey steps into the glass booth alongside his office where the switchboard and dispatch equipment are set up. He closes the door and answers the phone. Outside a frustrated George takes the train schedule out of his pocket and with a deep groan begins to study it.

CHAUNCEY

Hello. Yeah, this is Chauncey...

No shit...? Jumpin' Jiminie!

(softly)

He's sitting right here in my office...That's right! He came in here spouting a lot of bull about shooting people on the train. Wanted to confess. I knew he was a looney right off...Oh, yeah. Don't you worry. I've handled looneys before. Gotcha!

Chauncey hangs up and looks out through the glass at George. He reaches for his gun but his holster is empty. He looks

out into the office and sees his gun on the sink. Disgusted with himself, he steps out of the booth. George stands up.

GEORGE

Listen, Sheriff, I guess I was a little rattled before...

CHAUNCEY

Oh, that's quite all right, Mr. Caldwell. That's what you said your name was, didn't you? George Caldwell?

GEORGE

Yeah. But I really think we ought to get on the phone to Washington. I'm sure if they hear what I've got to say they'll do something about stopping the train.

Smiling widely and acting casual, Chauncey begins to edge himself over to his gun.

CHAUNCEY

Oh, yeah! Well, they're pretty smart, those boys in Washington. You ever watch them on TV? Bam! Bam! Bam!

George ignores this. His anger, however, is rapidly rising.

GEORGE

Look. They know all about Sweet and Devereau. I figure the Silver Streak will be in Kansas in an hour. We could stop them at Scott City or maybe Dodge.

Chauncey grabs the gun off the sink and points it at George.

CHAUNCEY

Just keep those hands where they are, mister, and we'll have no trouble.

George looks at him. Then at the gun. He is really pissed.

GEORGE

What the...! Give me that.

With one quick movement George grabs the gun out of Chauncey's hand and points it at him. This is so unexpected that Chauncey doesn't believe it happened. Then he throws his hands up in the air.

CHAUNCEY

Don't shoot! Don't shoot!

George is furious. Waving the gun threateningly at Chauncey he backs him up around the office.

GEORGE

Don't shoot! You stupid, ignorant, son-of-a-bitch, what do you think I'm doing here! Jesus Christ! I've met some dumb bastards in my time but you outrun them all. Get over there! I come here to get help for a girl who may be killed any minute and you're running around playing cops and robbers like you're on goddamn television!

CHAUNCEY

You ain't never going to get away with this.

George stops. He gives up.

GEORGE

Aw, to hell with it. Pick up that phone.

CHAUNCEY

We know all about you.

GEORGE

What?

CHAUNCEY

That was the county sheriff on the hot line. They're coming to get you. You haven't got a chance.

GEORGE

To get me? What for?

CHAUNCEY

For killing a vitamin salesman on the Silver Streak.

GEORGE

He was no vitamin salesman. I told you. He was a federal agent... They should know that.

CHUANCEY

Now, look, things will go a lot easier for you if you just put down that gun and come along quietly. You're outnumbered. There ain't no way you're ever going to escape.

We HEAR a police SIREN and a car approaching.

GEORGE  
What's that?

CHAUNCEY  
That's my deputy.

George makes a decision. He picks up his train schedule and the Rembrandt letters and motions Chauncey toward the door.

GEORGE  
Get outside.

CHAUNCEY  
All right. Don't shoot! Don't shoot! You ain't never going to get away with this.

EXT. THE SHERIFF'S OFFICE - NIGHT

85

The police car drives up as George and Chauncey step out the door. MOOSE, the young deputy, calls out happily to the Sheriff.

MOOSE  
Hey, Uncle Oliver, guess what I got?

George waves his gun at Moose and walks down the steps with Chauncey.

GEORGE  
Get out of the car, boy.

MOOSE  
Uncle Oliver, he's got your gun.

GEORGE  
C'mon, get out. Stand over there and keep your hands up.

The kid steps out of the car and joins Chauncey standing off to the side in the light of the headlights. George hops in.

CHAUNCEY  
The whole county knows about you. They ain't going to rest till they hunt you down.

George starts up the engine.

MOOSE  
Uncle Oliver, he's taking your car.

CHAUNCEY

You ain't never going to get away with this.

MOOSE

But, Uncle Oliver, he's got...

CHAUNCEY

One more word out of you, boy, and I gonna smash you in the mouth.

The car zooms off in a cloud of dust. As soon as it spins around the corner out of sight, Chauncey drops his hands and races up the steps to his office.

INT. THE SHERIFF'S OFFICE - NIGHT

86

Chauncey runs around his desk and into the glass booth. He picks up the phone and quickly presses some buttons.

CHAUNCEY

J.J. I've got bad news. Caldwell's escaped...! Look, this ain't no time to go into that. He's headed down three-fifty. We can stop him before he crosses the state line.

EXT. THE ROAD - NIGHT

87

The Sheriff's car speeds through the night.

INT. THE SHERIFF'S CAR - NIGHT

88

George is racing along at sixty miles an hour, mumbling to himself about Chauncey.

GEORGE

Dumb, stupid bastard...

NEW ANGLE

89

Behind George's back a pair of handcuffed hands suddenly appear and grab him by the shoulder. They belong to a young black dude in the backseat by the name of GROVER MULDOONE.

GROVER

Hey, man...

GEORGE

Jesus Christ!

George swerves in fright and the black dude is thrown to the floor. He pulls himself back up after George straightens out the car.

GEORGE

Who the hell are you?

GROVER

I'm a thief. Now, if I ain't gonna freak you out again, would you mind handing me that set of keys.

He points to a set of keys on the dash.

GEORGE

Oh, sorry. Here.

George hands them over and Grover unlocks the handcuffs.

GROVER

You handled that pretty good back there with old Oliver. I was listening. What they want you for anyway?

GEORGE

Murder.

GROVER

The big one. Well, maybe you could drop me off at the next corner. I want to thank you but I don't mess with the big time.

GEORGE

I'm not stopping anywhere. You know the roads around here?

GROVER

Yeah.

GEORGE

Well, maybe we can make a deal. I'm no murderer. In fact, I'm trying to stop one. But in a minute we're going to be surrounded by cops. If you can get us out of it, you'll be doing both of us a favor. Got it?

Grover thinks for a moment and makes up his mind.

GROVER

Make a right up here, then take the first left. I'm coming over.

He gets ready to climb into the front seat when George suddenly makes the right turn. Grover tumbles forward and down under the glove compartment. He manages after a few moments of verbal abuse to pull himself together and sit up on the seat. He is wearing a flashy blue silk jacket with an Oriental dragon emblazoned in gold on the back (along with the words: "When I die I'll go to heaven because I've spent my time in hell. 82nd Airborne Division.") He straightens it out with style.

GROVER

Shit, man! Is that how you murder your victims? Put 'em in a car and shake 'em to death.

GEORGE

Sorry.

GROVER

Sorry? Sorry, my ass. You are one dangerous dude. It proves one thing though. You don't do this for a living.

GEORGE

No, I don't.

GROVER

Well, I'll take over in a minute. Just don't make any more sudden moves while I find out the game plan for tonight.

He turns on the police RADIO and tunes into Chauncey's voice.

INT. THE SHERIFF'S OFFICE - NIGHT

90

Chauncey is in the glass booth sitting at the dispatcher's desk talking into a microphone and studying a map laid out in front of him.

CHAUNCEY

He said he was going to get back on that train. That means he's crossing into Kansas on one-twenty, one-sixteen or three-fifty. I figure if we plot stakeouts on each of those roads, we can nail that boy...

INT. THE SHERIFF'S CAR - NIGHT

91

Chauncey's voice continues over the car radio.

CHAUNCEY'S VOICE

(o.s.)

Now, I figure the first should be at the junction of Taubman's Road and one-sixteen...

GROVER

Go to it, Oliver...

(to George)

Hey, killer, what are you slowing down for?

GEORGE

There's a truck ahead...

GROVER

For Chrissake, you're the Man!  
Let's turn on the sirens and get  
these weirdos off the road.

He leans over and switches on the police red lights and wailing SIRENS. George speeds up. The truck ahead pulls over and George whizzes by. Suddenly a big semi-trailer crosses at the intersection in front of them. Grover yells and springs for the wheel but George sees the danger in time and turns the car, avoiding by inches a certain crash with the back of the semi. The police car rides off the shoulder of the road, bumps across a field and spins halfway round before coming to a dusty halt. George looks over at Grover. After a pause he speaks with the calm of a Sunday School teacher addressing a favorite pupil.

GEORGE

You want to drive for awhile?

OUT A-91-  
97

INT. A PATROL CAR - NIGHT

98

Two POLICEMEN are driving along to their roadblock point. The Driver is on the radio mike to Chauncey.

POLICEMAN

Car Thirty-six, Chauncey. We're moving in for a roadblock on the intersection of Taubman's Road and one-sixteen.

INT. THE SHERIFF'S OFFICE - NIGHT

99

CHAUNCEY

That's fine, fellers. Car Forty-five is already there. We're going for the double block at all points. There ain't no way he's gonna get out.

INT. THE SHERIFF'S CAR - NIGHT

100

Grover is listening while he drives.

GROVER

The double block, huh? Okay,  
Oliver, that's all I wanted to know.  
(turns the radio down  
and looks over at George)  
Better buckle yourself in there,  
killer. What's your name, anyhow?

GEORGE

George Caldwell.

Cont.

GROVER

I'm Grover T. Muldoone so you ain't got nothing to worry about.

GEORGE

Oh?

GROVER

I got the nerve and I got the touch.

He turns off all the lights in the car including the headlights. George looks concerned as Grover doesn't reduce speed but continues driving by the light of the moon. Grover gestures at George's seat belt.

GROVER

Pull it tighter. That's it.  
(smiles)

No sweat, man. I used to do this all the time in Texas.

GEORGE

Do what?

GROVER

Demolition derby.

EXT. THE INTERSECTION - NIGHT

101

Red flares light up the roadblock and the two police cars are parked parallel across the road so that oncoming traffic has to slow down almost to a halt to pass between them. Three of the policemen are standing by. Then one of them looks up and peers into the darkness, grabs radio mike.

POLICEMAN

I hear something coming, Chauncey.  
Can't see anything yet.

OUT 102-

103

INT. THE SHERIFF'S CAR - NIGHT

104

George sees the red flares and the police cars parked down the road. They are rapidly coming closer and closer. He turns to Grover.

GEORGE

Jesus! Aren't you going to slow down?

GROVER

(incredulously)

Slow down? You just keep your eyes open, brother. I'm gonna make a criminal of you yet.

He speeds up and snaps his headlights on.

EXT. THE INTERSECTION - NIGHT

105

The Policeman with the mike suddenly sees Grover's car charging out of the darkness toward him.

## POLICEMAN

Goddamn, fellers! Watch out!

He throws away the mike and dives for the roadside. The other Policemen run for safety as Grover, grinning with delight, barrels down toward the roadblock. Spinning the wheel at the last moment, he executes a sliding broadside into the first patrol car that knocks it off the road and into a ditch. The cops hit the dirt. Then, throwing the car into reverse Grover backs up and plows into the other patrol car, crashing into it with such split-second timing that, although his rear bumper is badly bent, the right front bumper of the patrol car is buckled around the right front wheel. Both police cars have been knocked out of action and the Policemen are nowhere to be seen. Grover laughs. George is in shock. Quickly looking around for any sign of pursuit, Grover ROARS forward and with SCREECHING tires, drives off down the road toward the state line. As the car disappears into the darkness we HEAR Chauncey's voice coming over the radio:

## CHAUNCEY'S VOICE

Hello, Car Thirty-six. Come in,  
Car Thirty-six. Hey, you guys.  
What happened?

INT. THE SHERIFF'S OFFICE - NIGHT

106

Chauncey is pressing switches and shouting into the microphone.

## CHAUNCEY

Hello! Hello! What's going on  
there? What happened?

INT. THE SHERIFF'S CAR - NIGHT

107

Grover is laughing with boyish joy as he speeds down the road.

## GROVER

Wowee!

George, pale and shaken, blinks twice and checks the beating of his heart. Chauncey's voice comes over the police radio.

## CHAUNCEY'S VOICE

What happened?

Grover reaches down and picks up the radio mike.

## GROVER

Hey! Oliver. This is  
Grover T. Muldoone. You want to  
know what happened, man?...I just  
whipped your ass, you mother, I  
just whipped your ass!

INT. THE SHERIFF'S OFFICE - NIGHT

108

Chauncey reacts by springing back from the microphone and staring at it with open-mouthed surprise.

INT. THE SHERIFF'S CAR - NIGHT

109

George looks over at Grover, shakes his head and smiles. Grover is grinning from ear to ear. He flips the mike back on the dash and blasts off into the night.

EXT. THE ROAD - NIGHT

110

The battered Sheriff's car zooms down the road and passes a sign reading "KANSAS STATE LINE."

INT. CORRIDOR - NIGHT

A-110

Whiney comes out of Hilly's compartment with her suitcases and takes them down the corridor. He enters Hilly's new compartment.

INT. HILLY'S NEW COMPARTMENT - NIGHT

111

Hilly and Devereau are seated by the window with Johnson, still made up as the Professor, cleaning his rifle in the b.g.

HILLY

I don't know. I met him last night. I'd never seen him before then.

DEVEREAU

That's what you told us this morning and that is becoming increasingly difficult to believe.

HILLY

Well, it's the truth.

DEVEREAU

(after a long pause)

No matter.

(stands up to go)

We'll take care of Mr. Caldwell when the time comes.

He turns at the door with deadly charm.

DEVEREAU

Till then we'll be taking very good care of you.

EXT. USED CAR LOT OFFICE - NIGHT

112

The NIGHT WATCHMAN is sleeping in the office stretched out on a couch with a magazine across his chest. George is watching him through a large glass window. He looks at his

Cont.

watch and starts to creep away when he drops Chauncey's gun that was stuck in his belt. He groans, sticks it back and continues to move stealthily to the back of the lot. Suddenly he looks over and sees Grover quietly lifting the hood of a magnificent red Porsche parked not more than fifty feet from the office. George freaks and scurries over.

EXT. USED CAR LOT - ANOTHER ANGLE - NIGHT

113

GEORGE

(whispering nervously)

What are you doing?

GROVER

Following the plan. Only I changed my mind. Isn't she a beauty?

GEORGE

Are you crazy? I thought we were going to take the Chevy in the back.

GROVER

The Chevy? That's handjive.

(with feeling)

This Porsche is a pussy!

GEORGE

Great. I'll tell that to the judge. Maybe he'll give us time off for poetic expression.

GROVER

Aw, don't worry. With this baby we're sure to get to Kansas City on time.

GEORGE

How about jail? You see where the office is?

Cont.

GROVER

Yeah. Better go back and watch the guard. Go on. This'll only take a second.

Grover goes back to hot-wiring. George reluctantly gives in. Muttering curses to himself he scurries into the shadows of the parked cars and begins crawling back toward the office.

EXT. USED CAR LOT OFFICE - NIGHT

A-113

Making his way through the artificial shrubbery George hears Grover start the engine. It stops. George wipes the sweat from his face and crawls to the rear window he looked in before. Cautiously he raises his head and peers inside. The couch is empty.

OUT 114-  
120

EXT. USED CAR LOT - ANOTHER ANGLE - NIGHT

121

Grover starts the engine and keeps it going. He grins and slowly lowers the hood, revealing the Night Watchman standing in the doorway with a rifle pointed directly at him.

NIGHT WATCHMAN

Hold it right there, nigger.

Grover recovers and waves a greeting.

GROVER

Hey, man. What's shaking?

NIGHT WATCHMAN

Move away from that car.

The Night Watchman walks over toward Grover who is casually acting like an interested customer.

GROVER

Hey, man. That's a nice car you got here. I was just checking the engine. Tell me, does it come with white walls or is that...?

NIGHT WATCHMAN

Shut up and start moving.

GROVER

Sure, man, but I'd really feel a lot easier if you would just lower that rifle a little.

Suddenly from behind the office, George leaps off the porch and does a flying tackle that knocks the Night Watchman to the ground. George stands up, quickly kicks away the rifle, picks up his gun which has fallen from his belt and shouts angrily at Grover.

GEORGE

A pussy, huh? Get in the car!

Grover is wild-eyed with delight, as he runs around to the driver's seat.

GROVER

Wowie! And I took you for an amateur. It's embarrassin'!

He hops in the Porsche and revs up the engine. George scrambles in the other side. With tires SQUEALING they charge out of the lot, turn onto the street and race off into the night.

INT. THE PORSCHE - NIGHT

122

Grover is laughing excitedly while George is trying to pull himself together.

GROVER

Man, that was beautiful! Ain't nobody gonna mess with you.

GEORGE

Look, I just want...

GROVER

You're a bad old dude, you know that?

GEORGE

I just want to get to Kansas City by morning.

GROVER

Yes, sir! And we're gonna make it with this little honey. You just settle back and go to sleep 'cause it's Kansas City, Kansas City here we come!

George smiles in spite of himself. He settles back to rest while Grover road tests the power and speed of the Porsche.

EXT. A KANSAS ROAD - NIGHT

123

The Porsche zooms by.

EXT. DRIVING MONTAGE - NIGHT TO MORNING

124

The moon falls and the rising sun begins to burn the morning mist. On the track we HEAR "Hilly's Theme" while a SERIES OF SHOTS show the Porsche lyrically racing across the wide flat plains of Kansas.

INT. THE PORSCHE - DAY

125

Grover is sleeping and George is now driving. He is listening to the song from the radio and thinking about Hilly. Grover opens his eyes and stretches. He looks over at George and sees his deep concentration and furrowed brow.

GROVER

You thinking about her?

George snaps out of it and looks over at Grover. He attempts a smile.

GEORGE

Yeah. It's funny. I just met her last night.

GROVER

That's the way it is with love. Fast! I always feel like I swallowed the Fourth of July.

George smiles. Grover continues to try to cheer him up.

GROVER

Don't worry! Like you said, we'll just go in, get her off the train and let the police deal with the rest of it.

GEORGE

Yeah, but...

GROVER

But what?

GEORGE

I only hope she is still alive.

EXT. KANSAS CITY STATION - DAY

126

It is six o'clock and the station is beginning to stir with the first influx of early morning commuters. The Porsche approaches and drives toward the parking lot.

INT. KANSAS CITY STATION - DAY

127

George and Grover enter the main door and walk toward the ticket sellers. George looks up at the big clock.

GEORGE

Great! We've got ten minutes.  
I'll get the tickets and...

Grover stops him and pulls him back behind some overnight lockers.

GROVER

You buy a ticket and it's good-bye  
George.

GEORGE

Huh?

Grover points to a newspaper vending machine. On the front page of the morning edition is a picture of George under the headline "Train Killer At Large." George peers at the newspaper.

GEORGE

That's my driver's license picture.  
I look awful.

GROVER

Well, why don't you shuffle over  
there and complain.

He points to the "To Trains" entrance where two plainclothes DETECTIVES are checking all the male passengers as they show their tickets at the gate.

GEORGE

Are they the police?

GROVER

They ain't from the Travellers Aid.

GEORGE

How are we going to get on the  
train?

GROVER

(looking around)  
Good question.

GEORGE

I've got the gun. Maybe we could  
start a diversion.

Cont.

GROVER

C'mon.

They turn the corner and walk over to a shoeshine stand by the men's room. Grover goes up to the OLD BLACK GUY who runs it, and points at his little transistor.

GROVER

Hey, man how much do you want for that radio?

SHOESHINER

(not batting an eye)

Thirty dollars.

GROVER

We'll take it.

GEORGE

We will?

GROVER

C'mon, pay it.

George takes out his wallet, and begins counting out thirty dollars. He looks at Grover as if to say "I hope you know what you're doing." Grover doesn't notice. He points at the old man's colored woolen beanie.

Cont.

GROVER

Hey, man, I dig that hat. Where'd you get it? I'll give you five dollars for it.

SHOESHINER

You will?

(whips it off  
his head)

It's yours.

GROVER

(to George)

Give him five.

GEORGE

Huh?

GROVER

And another five for his shoe polish.

GEORGE

But what...

GROVER

Hurry up, man. We ain't got much time.

He goes into the men's room. George is very confused. He counts out the rest of the money.

GEORGE

Here. Forty dollars.

SHOESHINER

Thank you. See anything else you want, just make me an offer...

George nods and exits into the men's room. The Shoeshine Man glancing at his rags and tins quickly shouts after him.

SHOESHINER

How about a brush?

No answer. He goes back to happily counting his money.

INT. THE MEN'S ROOM - DAY

128

Grover has put the transistor radio and the beanie on the shelf beneath the mirror. He stands at the washbasins with the open tin of shoe polish and faces an outraged George.

GEORGE

That is the stupidest idea I have ever heard!

GROVER

You want to get on that train,  
don't you? You want to save that  
girl? C'mon. Take off your jacket.

He helps George off with his coat.

GEORGE

But I can't pass for black.

GROVER

I didn't say I'd make you black.  
I said I'd make you colored.

GEORGE

We're never going to get away  
with it.

GROVER

Hold still. Just think of it  
as instant suntan.

He begins to apply the shoe polish on George's face with  
a paper towel.

GEORGE

(resignedly)

You know, this is crazy. They're  
not going to buy this for a second.

GROVER

Don't believe it. When I was a kid  
I thought Al Jolson was a brother.  
Here, you do it. And blot it with  
this.

He gives him another paper towel. George smears on the shoe  
polish while Grover puts his wide, horn-rimmed sunglasses  
out on the shelf and takes off his jacket.

GROVER

Don't worry about the eyes. Just  
get the neck. Here, slip into this.

He helps George on with his jacket and zips it up the front.

GROVER

Okay, stop for a second. Put  
this beanie on...Now put on the  
shades.

Cont.

George does. He looks at himself in the mirror. The effect is not so bad. George touches up a few spots, and examines himself again. He may not look like a black man but he no longer looks like himself. Grover picks up the radio and dials into a hard rock station.

GROVER

Okay, just walk past them with this glued to your ear. Get it.  
(demonstrates)

Just step it out -- like you're king of the Shitkickers' Ball. Kinda cool and easy. Try it.

He hands George the transistor and George begins to imitate Grover's jivey walk. It is a disaster.

GROVER

No, man. Move your hips. Shake it. Get loose down there. All you whiteys have a tight ass.

GROVER (Cont.)

(shakes George's hips  
and steps back, snapping  
his fingers)

C'mon now. Stretch it out. Glide  
with the stride. That's it. And  
talk it up. Get some jive going, man.

George is easing up and getting into the feel of it. He  
snaps his fingers as he bops back and forth across the tile  
floor. Grover puts on George's coat and takes out George's  
wallet.

GROVER

Move it and groove it. I'll get  
the tickets and meet you outside.

He exits. George turns down the radio and goes back to the  
mirrors to finish putting the polish on his hands. He begins  
practicing the jive talk to himself as well as the sly  
bopping dance.

GEORGE

C'mon, man. Get some jive going.  
Shake it and don't break it. Be  
cool! You're the king, baby. You  
are number one.

(to the mirror)

How do I look, man? You look sharp,  
mister...

A little WHITE GUY enters and stands at the urinal. George  
pays him no mind at all.

GEORGE

I feel sharp, you hear? I feel like  
the sun around midnight -- you dig?  
Out of sight!

The White Guy can't help but keep looking over at George as  
he straightens up the flashy jacket, the shades and the crazy  
beanie. Finally George is satisfied. He takes the radio and  
gives himself the once over in the mirror.

GEORGE

Looking good. Looking fine. Looking  
real fine! Okay, just loosen up,  
sugar. Move those hips. All you  
whiteys have a tight ass.

George turns and makes for the door. He sees the guy stand-  
ing at the urinal, staring after him in open amazement.  
George stops.

GEORGE

It won't come, huh?

MAN

Huh?

Cont.

GEORGE  
That's okay, brother. Just shake it  
...and try thinking of Niagara Falls!

He switches on the radio and bops out the exit.

INT. KANSAS CITY STATION - DAY

129

George steps out from the men's room and greets the old Shoeshine Guy.

GEORGE  
Hiya, brother!

The old man's jaw drops open in shock. Grover comes over from the ticket counter with the tickets. He, too, is surprised by his pupil's transformation. George slaps his palm.

GEORGE  
Hey, Grover! How's mah man? How's  
mah main man?

SHOESHINER  
(shakes his head)  
Lord, now I seen everything.

GEORGE  
(snapping his fingers)  
We're going to Chicago. Gonna have  
us a time.

GROVER  
(smiles but also  
shakes his head)  
C'mon, Mister Bojangles. Let's get  
going.

GEORGE  
Right on! Let's go, let's go.  
Let's step out like a stepchild!

They walk off toward the "TO TRAINS" entrance.

INT. THE "TO TRAINS" ENTRANCE - DAY

130

George has the radio up to his ear and is listening and jiving as he and Grover walk up to the gate. The two Detectives see them coming and one nudges the other. Grover pauses and shows the tickets to the Attendant but George just keeps on bopping and passes right by. The two Detectives and the Attendant watch him go. They look at Grover. Grover looks back at them. He holds up his hand.

GROVER

Don't tell me.  
 (pointing at George)  
 That is one crazy nigger!

They all nod in agreement.

EXT. THE RAILWAY PLATFORM - DAY

131

The Silver Streak engine looks proud and majestic. The wheels are being checked and the windows are being washed. The new engineer shift comes on -- a bald-headed veteran DRIVER carrying his toolbox and his younger FIREMAN assistant. They climb into the cabin and get ready to move out.

EXT. THE RAILWAY PLATFORM - ANOTHER ANGLE - DAY

132

George and Grover are walking swiftly along the platform to the head of the train. George has turned off the radio and is seriously looking at the compartment windows as he passes. He stops at his old car and looks in Hilly's room. She is not there and her compartment is empty. He looks worried and, gesturing for Grover to follow, he hops up the steps into the train.

EXT. THE RAILWAY PLATFORM - ANOTHER ANGLE - DAY

133

The Conductor cries "All board." The Porters close their doors and the wheels begin to move. Slowly the Silver Streak begins to pull out of the station on the last leg of its journey to Chicago.

INT. HILLY'S COMPARTMENT - DAY

134

George opens the side door from his room and steps into Hilly's compartment. He looks around. All Hilly's luggage and belongings have been moved. He turns back to Grover.

GEORGE

She's gone.

He steps back into his room.

INT. GEORGE'S COMPARTMENT - DAY

135

He takes off his beanie and Grover's jacket and suddenly realizes that his room is empty also.

Cont.

GEORGE

Wait a minute, my stuff is gone,  
too. Where are my clothes?

GROVER

You sure this is your  
compartment?

He takes off George's coat and puts on his own.

GEORGE

Of course, I'm sure. I guess  
the police took it all with  
Sweet's body.

ANOTHER ANGLE

136

George goes into the bathroom, sees himself in the mirror  
and winces. He takes a towel and begins to wipe the shoe  
polish off.

GEORGE

What we've got to do is find  
out if Hilly is still on the  
train.

GROVER

Since you can't leave this  
room how do we do that?

GEORGE

Go see if the phony Professor  
is still in the next car back.  
Room D. Ask him what happened  
to his secretary.

GROVER

Okay, give me the gun.

George gives it to him and Grover points it at George.

GROVER

And you'd better give me your  
wallet.

GEORGE

Huh?

Grover grins, spins the gun in his hand and sticks it  
in his belt. He is very professional.

Cont.

GROVER

I'm not going around asking questions without first finding me a porter's uniform. Dig?

George picks up his jacket and gives Grover his wallet.

GEORGE

These disguises are getting expensive.

GROVER

(with a smile)

I know it, man. Crime costs.

He flips George a funny salute and exits. George goes back to the bathroom, turns on the water and washes his face and hands with soap. As he is drying himself off, his eye catches something in the mirror. It is Hilly's cassette tape recorder left up on the upper rack in her room. He goes to look at it.

INT. HILLY'S COMPARTMENT - DAY

137

Standing on her couch, George takes down the tape recorder. He fondles it lovingly and presses the button. "HILLY'S THEME" begins to play. He listens to it for a moment and smiles. He starts to go back into his room when Hilly's door opens and she enters. She walks to the window then gasps as she sees George standing in the doorway.

HILLY

George!

George runs to her side.

GEORGE

Are you all right?

She is about to warn him when a hand with a blackjack (Whiney's) comes down heavily on the back of George's head. He staggers, drops the cassette player and falls to the floor. As he slips into unconsciousness the SCREEN BEGINS TO REVOLVE like a whirlpool, bringing forth a kaleidoscope of images -- Hilly's face, the Professor's body, Sweet's murder, Gold Teeth's death, and the Silver Streak itself hurtling down the tracks. "HILLY'S THEME" from the cassette player is gradually replaced by the RATTLING wheels and screaming WHISTLES of the train. All this reaches a climax, then the SCREEN SPINS MADLY, and:

FADE TO BLACK

FADE IN

INT. GEORGE'S COMPARTMENT - DAY

138

Grover enters hurriedly wearing a red porter's jacket he has managed to rent by bribing a friendly porter.

GROVER

Hey, man. Good news...

He looks around at George's empty compartment and sticks his head in the doorway of Hilly's to see if George is there. He listens at the bathroom door and knocks.

GROVER

Hey, man. Your girl's just moved down the hall. She's...

He stops and opens the bathroom door. George is not there but the water is still running. Grover turns it off and looks around.

GROVER

Where's my man?

EXT. THE COUNTRYSIDE - DAY

139

A SERIES OF SHOTS as the Silver Streak crosses the Mississippi and speeds through the rural countryside of Illinois.

INT. HILLY'S NEW COMPARTMENT - DAY

140

George is lying on the couch with a wet towel on his head. Hilly sits beside him and changes the towel for him. He stirs and opens his eyes. Recognizing Hilly, he begins to get up. He groans and holds his head.

GEORGE

Are you all right?

HILLY

That's what I was going to ask you.

George smiles ruefully.

HILLY

I'm sorry about your head.  
I never would have gone back  
for my tape recorder if I'd...

GEORGE

My God!...  
(sits up alert)  
The Rembrandt letters!

HILLY

Devereau's got them. They found them in your jacket. Where did you find them?

GEORGE

In the cover of the book the Professor gave you for safekeeping.  
(rubs his forehead)  
I guess I blew it.

HILLY

Poor George. I tried not to get you involved. They came to me yesterday and told me they had killed the Professor and unless I cooperated they'd kill me too.

GEORGE

They've already tried to get me -- twice.

HILLY

I'm sorry. I thought if I went along with them at least you would get away. I was really happy when you did...

(tears come to her eyes)

...although I thought I'd never see you again.

(chokes up)

Oh, George. Hold me.

She falls into his arms and he holds her tight. She sobs on his shoulder for a few moments then he gently takes her head in his hands and kisses her.

HILLY

I've been so frightened.

GEORGE

So have I. I was scared you wouldn't be here.

(brushes away her tears)

I missed you, Hilly.

HILLY

You did? I missed you, too.

She kisses him again and snuggles into his shoulder.

HILLY

George?

GEORGE

What?

HILLY

You've got shoe polish behind  
your ear.

GEORGE

I'll tell you about it later.  
Where are we?

The door opens and Mr. Whiney enters in good spirits.

WHINEY

That's part of the Illinois River  
canal. Beautiful, ain't it?

GEORGE

What do you want?

WHINEY

How you feeling? Hope I didn't  
slug you too hard.

Cont.

GEORGE  
Where's Devereau?

WHINEY  
Isn't that perfect. You want to see  
him and he wants to see you.  
(draws his gun and  
opens the door)  
Ladies first.

Hilly exits with George and Whiney close behind.

INT. DEVEREAU'S COMPARTMENT - DAY 141

Devereau's suite, the largest and plushest we have seen, is located on the other side of the train but the scenery outside of lakes and marshy delta is the same as that seen from Hilly's room. Devereau is seated at the window, looking over the Rembrandt letters. A black STEWARD in a white jacket is clearing away the breakfast service. Whiney opens the door and Hilly and George enter.

DEVEREAU  
Come in, come in.  
(to the Steward)  
Take this away and bring back some  
fresh coffee and some more toast for  
my guests.

STEWARD  
Yes, sir.

DEVEREAU  
Please sit down.

The Steward exits. George and Hilly sit on the couch, facing Devereau. Whiney stands by the closed door.

DEVEREAU  
Well, Mr. Caldwell, I've just been  
looking over the correspondence you  
brought me. Fascinating! The  
Professor was correct. It's a  
remarkable find. I suppose I should  
have them destroyed but I've always  
had a soft spot for beautiful things  
-- particularly if they are genuine.  
Whiney, put these in my safe. I don't  
expect they'll be a threat to me anymore.

Whiney takes the letters and exits. Devereau removes his reading glasses and puts them away. He is careful to nonchalantly display the gun inside his coat.

GEORGE  
Don't be too sure of yourself, Devereau.  
You're not going to get away with this.

DEVEREAU  
I think I will, Mr. Caldwell. Admittedly  
this was a difficult affair and I made  
some errors -- bringing Reace along, for  
example. What happened to him, by the way?

GEORGE  
I shot him.

DEVEREAU

Good. I'm sure he deserved it.

GEORGE

You had him kill the professor, didn't you?

DEVEREAU

On the contrary, I had him kill the professor's secretary -- Miss Burns' predecessor -- when at the last minute she tried to double-cross us, but I knew I couldn't kill the professor himself until I had the Rembrandt letters. That's why I set up the scenario of kidnapping him and substituting an imposter to discredit him. Of course, I would have had him killed later, but his escaping the other night upset the entire scheme...

A KNOCK at the door.

DEVEREAU

Yes.

The man who earlier impersonated the professor enters. His name is JOHNSON and he is no longer wearing the professor's white moustache and goatee, nor is he trying to imitate the professor's manner. He ignores George and Hilly and addresses Devereau.

JOHNSON

Excuse me, sir. It's all been confirmed. The car will be waiting at Joliet.

DEVEREAU

Thank you, Johnson.

(to George)

You remember Johnson, Mr. Caldwell. He played the professor and was going to do so in Chicago with the assistance of Miss Burns but I'm afraid there is no longer any need for that charade.

(to Johnson)

How long before we get to Joliet?

JOHNSON

About an hour and a half, sir.

DEVEREAU

Very good, Johnson. That will be all.

Johnson exits. Devereau smiles affably at George and Hilly.

DEVEREAU

Yes, this has been a rather messy business...but now that I have the letters all that remains is the cleaning up of a few loose ends -- meaning the two of you. And so I've prepared a new scenario in which you, Mr. Caldwell, will be blamed for the murder of the professor.

GEORGE

Why would I want to kill the professor?

DEVEREAU

To steal the Rembrandt letters. Even on the black market they are worth a considerable sum. At any rate, evidence will be found on the professor's body implicating you. I've already had that arranged. Furthermore, since the police want you for the murder of that unfortunate vitamin salesman this new evidence will give you a motive for his death as well.

GEORGE

Oh, yeah? What's that?

DEVEREAU

He found out and tried to blackmail you, so you shot him. Which brings us to the present. In approximately forty-five minutes, the professor's trusty secretary --

(gestures to Hilly)

-- who is also implicated in her boss' death; quarrels with her lover-partner...

(gestures at George)

...and shoots him. He dies but not before shooting her.

There is a KNOCK at the door.

DEVEREAU

Come in.

The black Steward in the white jacket enters with the tray of cups, plates, toast and fresh coffee.

DEVEREAU

Oh, thank you. Put it down right there. Well, that's enough talk of plots and scenarios. Join me in a cup of coffee.

The Steward lays out the cups on the table in front of George and Hilly. George looks over at him and notices for the first time that it is Grover. Grover looks up.

GROVER

Coffee, sir?

GEORGE

(surprised)

Thanks.

HILLY

(to Devereau)

But the professor's book will still be published.

DEVEREAU

Without the letters, my dear, the book, I assure you, will be viewed as the crazy jottings of a revisionist crank. An ex-crank actually. You must try the marmalade. For all its inconvenience the Silver Streak does provide an excellent cuisine.

GROVER

Thank you, sir. I'll tell the cats in the kitchen. We all aims to please.

(to Hilly)

Coffee, honey?

HILLY

(reacts)

No, thank you.

GROVER

Go ahead, sugar. He ain't bullshitting, you know.

DEVEREAU

Steward...

Grover ignores Devereau and looks over at George.

GROVER

She your girl?

(winks obscenely)

Boogidy-boogidy! She's all right, eh? Patootie-patootie!

DEVEREAU

Steward!

GROVER

Yes, sir.

DEVEREAU

That will be all.

GROVER

Let me pour you some coffee.

DEVEREAU

I said that will be all.

GROVER

Just a short cup.

Grover begins pouring the coffee into Devereau's cup but misses and some splashes into Devereau's lap.

GROVER

Whoops! Look what I done.

Devereau grabs his napkin and begins wiping himself off. He is livid.

DEVEREAU

God damn it! Get out of here!

GROVER

I'm awful sorry, sir. Let me help you. Let me wipe that up.

Grover takes another napkin and begins brushing down Devereau's suit. Devereau stands up in a rage.

DEVEREAU

You blundering fool! You stupid, ignorant nigger!

Grover stops. He throws down his napkin and shoves Devereau back in his seat.

GROVER

Hey, that ain't funny, sucker!  
What you call me? An ignorant nigger?

(whips out his gun)

You want to play with me, man? Why you want to mess with me? Are you bad or something? I'll whip your ass, you mother, I'll whip your ass!

Devereau stares with wide-eyed surprise as Grover madly waves the pistol in front of his face. George steps over.

GEORGE

Okay, Grover...

Cont.

GROVER

Ignorant nigger! Bullshit! I  
got a high school diploma!

GEORGE

Hey, give me the gun.

Grover turns to George and sheds his mock anger while handing  
over the gun.

GROVER

This is the bad ass? Unreal.

George laughs and claps Grover on the back. Hilly doesn't  
understand what is going on.

HILLY

Who are you?

GROVER

I'm a criminal.

GEORGE

It's okay, Hilly. He's a friend  
of mine.

HILLY

Oh? Hello.

Grover smiles at Hilly while George turns to Devereau, takes  
Devereau's gun from inside his coat and throws it across the  
room.

GEORGE

Well, now, Devereau.

Grover goes and sits on the arm of Devereau's chair.

GROVER

What's the matter, old dude?  
You ain't said shit.

Devereau pulls himself together and smiles at Grover's joke.  
As he speaks we see his hand move toward the button on the  
windowsill. He is so riveting and so charming that no one  
notices him press the button.

DEVEREAU

(to Grover)

I'll say this. I don't know who  
you are but I am an internationally  
respected public figure with a great  
deal of money and influence. You  
would be wise to think twice about  
aligning yourself with a killer who  
is wanted by the police in every state.

GEORGE

Oh, yeah, I forgot to tell you. That vitamin salesman that Reace shot. He was no vitamin salesman. He was a federal agent. They've been trailing you for the last two years, ever since -- what did he say? -- the plane crash in Cologne linking you with the Metropolitan Gallery scandal.

This information hits Devereau like a bullet. He makes no attempt to conceal it. George gestures for him to stand up. He does so calmly but his eyes -- cold like a snake's -- reveal his inner dismay. George opens the door.

GEORGE

So let's go get them the proof they've wanted. Let's go get the Rembrandt letters.

He waves his gun and Devereau walks out the door. George stays close with the gun poking in Devereau's back. Hilly and Grover follow them out into the corridor.

INT. THE TRAIN CORRIDOR - DAY

142

George pushes Devereau before him down the corridor. Hilly walks behind him while Grover, looking back over his shoulder, makes sure that no one is following them.

INT. THE BAGGAGE CAR ENTRANCE - DAY

143

Devereau and George arrive at the baggage car entrance where the broken door and smashed lock -- the result of Gold Teeth's assault -- are still unrepaired. George flings open the door, pushes Devereau inside and shouts to Whiney who is kneeling in front of Devereau's open safe.

INT. BAGGAGE CAR - DAY

144

GEORGE

Okay, Whiney! Just step away from that.

Whiney stands up surprised and puzzled.

GEORGE

Move!

DEVEREAU

Do what he says.

Whiney steps back.

GEORGE

Hilly, go get the letters.

Hilly goes over to the safe and begins to look for the letters. Grover joins George alongside Devereau in the middle of the baggage car.

DEVEREAU

Mr. Caldwell, I take you to be a reasonable man and like all men you must place a reasonable value on your life.

GEORGE

Are you trying to bribe me?

DEVEREAU

I'm merely pointing out that life is short and the smart man hedges his bets.

GEORGE

If there's one thing I've learned from this trip, Devereau, there's no way to protect your bets. It's play the game and take what you get.

HILLY

I found them!

She stands up with the Rembrandt letters. George smiles and for a second lowers his gun. A SHOT RINGS out and a bullet zips by his ear. Devereau yells out to Whiney and dives for cover behind some crates.

DEVEREAU

Grab the girl!

Whiney springs at Hilly, knocks her over and snatches the letters from her hand. Meanwhile, George has turned and fired at Johnson, standing in the doorway. He ducks down and fires back. George and Grover hurl themselves over the barrier of trunks and boxes that George had built up earlier and flatten themselves on the floor. Whiney, holding Hilly as hostage, takes out his gun and begins to fire. George fires back -- first at Johnson on the right then at Whiney on the left. He fires again and again. Grover panics watching him fire like he had unlimited ammunition. He grabs his shoulder and shouts madly.

GROVER

Hold it, hold it! How many bullets you got? You think this is a Saturday matinee? We got to get out of here.

Cont.

He creeps over and pulls back the side door directly behind them. He looks out toward the front of the train and shouts:

GROVER

Get ready! We're gonna cross a bridge.

GEORGE

What are you doing?

GROVER

I'm gonna save my ass!

GEORGE

Well, I'm not jumping! I've left this train twice already...

He fires but his gun is empty. Grover sits ready to leap. He shouts at George.

GROVER

Here it comes.

A bullet zaps into the door by George's head.

GEORGE

Son-of-a-bitch!

He and Grover throw themselves out the side door of the train and fall into the muddy river below.

EXT. THE RIVER - DAY

145

The Silver Streak rattles over the bridge as George and Grover surface. They tread water and watch it go. George is muttering and swearing to himself as he and Grover swim to the nearest bank.

EXT. THE RIVERBANK - DAY

146

The two fugitives pull themselves up on dry land and fall down exhausted. George takes a few deep breaths and begins to shake off the water. He glances at the empty gun still in his hand. Grover looks at George for a long moment and finally speaks.

GROVER

What do we do now?

Suddenly a calm voice comes down from the ridge.

VOICE

Hold it right there.

Cont.

146 Cont.

George and Grover look up beyond the trees and see a highway patrol car parked by the side of the road. One of the OFFICERS is standing by his radio mike. The other -- the one who spoke -- stands looking down at the two, muddy, wet and dishevelled men with a double-barreled shotgun in his hands.

EXT. STREATOR STATION - DAY

147

The Silver Streak is about ready to pull out of the picturesque red-brick station. Johnson, in a public phone booth, finishes up his conversation and hops back on the train.

INT. DEVEREAU'S COMPARTMENT - DAY

148

Devereau is seated by the window calmly burning the Rembrandt letters page by page into the silver breakfast tray. The train is picking up speed but he doesn't take his eyes off his methodical task. Hilly watches him seated on the couch opposite. Mr. Whiney stands at the door. Devereau says nothing. A KNOCK at the door. Whiney opens it and Johnson steps inside.

JOHNSON

I talked to Chaney. He'll have the helicopter ready at Rockdale. It's about five minutes from the station.

Devereau nods but doesn't bother to look up from the burning letters. Whiney looks at his watch.

WHINEY

We'll be there in forty-six minutes.

Devereau nods again. He pokes at the ashes with a fork to make sure that there are no scraps left unburned.

DEVEREAU

Is there any way of stopping this train between here and there?

WHINEY

Apart from the engine there's an emergency brake in each car.

DEVEREAU

Disconnect them.

WHINEY

Okay. All of them?

Devereau looks up from the ashes for the first time. Whiney gets the message.

DEVEREAU

And take her with you.

Johnson takes Hilly by the arm and pushes her out the door. Devereau watches him close the door then turns slowly to look out the window. He sits and thinks. He is all alone in that large compartment and we see he is beginning to sweat.

EXT. ILLINOIS COUNTRYSIDE - DAY

149

The highway patrol car speeds down a dusty road, with sirens wailing and red lights flashing.

INT. THE PATROL CAR - DAY

150

George and Grover are seated in the backseat with towels over their heads and blankets wrapped around their wet clothes. The two determined-looking cops in the front are solely intent on getting their passengers to their destination as quickly as possible. George leans forward.

GEORGE

Couldn't you at least tell us where we're going?

DRIVER POLICEMAN

Shut up.

George sighs. The car turns suddenly off to the left and he is thrown back on the seat alongside Grover.

EXT. AN ABANDONED RAILWAY STATION - DAY

151

The police car careens up to the building and skids to a dusty halt. The police get out and open the back doors. They usher George and Grover up the wooden steps and inside.

INT. THE ABANDONED STATION - DAY

152

The station has been recently commandeered by the FBI and temporarily converted into a small operations room with telephones, a police radio receiver and a large map of the area on the wall. Several men with guns strapped in holsters under their arms are busily making calls and taking notes. The two Policemen bring in George and Grover, and hand over George's empty gun to a tough, cigar-chewing plainclothesman known as the CHIEF. The Chief looks at the gun, ignoring George's angry sputterings.

GEORGE

I demand to know what is happening.  
Where are we?

CHIEF

You George Caldwell?

GEORGE

Yes.

CHIEF

I want some information from you  
and I want it fast.

GEORGE

I didn't kill Sweet.

CHIEF

We know that and if you weren't so dumb you would have realized we planted that news story for your own protection. I've had men posted in every station since Dodge City trying to pick you up while you're gallivanting around the countryside wasting valuable time.

GEORGE

I didn't know they were federal agents.

CHIEF

Let's see what you do know. Here.  
(hands over the gun  
to a surprised George)  
How many men has Devereau got on the train?

GEORGE

Two.

CHIEF

What's his plan after they get to Chicago?

GEORGE

They're not going into Chicago. They're getting off at the stop before. At Rockdale.

CHIEF

(grimaces)  
I was afraid of that. Okay, Matthews, get onto it. We're going to stop the train before Rockdale...

He goes to the map and points out the plan for some of the men.

CHIEF

Closest is the Harris Mill Junction. Contact the railroad. Tell them make out like it's a routine emergency inspection. Have Bronsky bring his men up in choppers from the south and get the passengers off the train. I don't want any shooting. We'll be there as soon as we can.

The men go about carrying out his orders. He turns to George and Grover who have both shed their towels and blankets.

CHIEF

Caldwell, you come with us.  
(to Grover)  
Steward, what do you want to do?

GROVER

(very Amos and Andy)

Well, boss, I think I'll just go on home. This all been a nerve shatterin' experience for me.

CHIEF

(to the two Policemen)

Take him anywhere he wants, boys.  
C'mon, Caldwell.

He throws George a box of shells, takes some for himself and exits out the wire screen door followed by the Policemen. George lingers to say good-bye to Grover, who as soon as the Chief is gone steals a cigar off his desk. They look in each other's eyes both realizing they have grown very fond of each other in their short adventurous relationship and that they will more than likely never see each other again. George looks at the gun in his hand and shrugs.

GEORGE

What's he want me to do with this?

GROVER

Oh, he knows a criminal when he sees one.

George laughs. He shakes Grover's hand.

GEORGE

Well, thanks. Thanks for everything.

GROVER

My pleasure.

George doesn't know what more to say. He grins, walks to the door and turns.

GEORGE

If there's anything I can do...

Through the wire screen door we see the Chief waiting by his car. He shouts:

CHIEF

Caldwell, goddamn it!

GROVER

You better shake it, partner.

George nods, opens the door and leaps down the wooden steps.

EXT. THE ABANDONED STATION - DAY

153

He runs to the car and hops inside. Grover comes out of the station and waves.

GROVER

So long, killer! Keep it loose.

George smiles and waves back as the car speeds off down the road. The other cars with wailing sirens follow in a long cloud of dust leaving only the two Policemen standing by their patrol car. Grover takes off the wrapper of the Chief's cigar and walks over to them. One Policeman opens the back door for him.

POLICEMAN

Where do you want to go to, feller?

GROVER

Well, officer...

(strikes a match on  
the side of the car)

I left my Porsche in Kansas City.

He lights the cigar, flips away the match, takes a final look at the cars way off down the dusty road, and hops inside.

EXT. THE HIGHWAY - DAY

A-153

The entourage of police cars turns off the dusty road and races down the main highway.

INT. THE CHIEF'S CAR - DAY

B-153

George is sitting next to the Chief. He turns to him but the Chief is far too locked up in his own private thoughts to notice. George looks out the window.

OUT 154

EXT. THE TRACKS - DAY

155

The Silver Streak speeds through the countryside.

INT. THE LOCOMOTIVE - DAY

156

The bald-headed Engineer is driving the train and speaking over the radio intercom to the Conductor in the rear. He has just received the message from the railroad to stop the train at the junction.

ENGINEER

I don't know, Frank. But that's what they said. The Harris Mill Junction.

INT. THE TRAIN CORRIDOR - DAY

157

The Conductor is talking into his walkie-talkie.

CONDUCTOR

Okay. I'll tell my crew.

THE HARRIS MILL JUNCTION - DAY

A-157

The two police helicopters land by the old siding. Bronsky and his men get out and speak to the railroad officials and the local police who are already there.

INT. THE BLUE-HAIRED LADY'S COMPARTMENT - DAY

158

The Blue-Haired Lady and the Mexican Mama-San are playing cards by the window. They look up as Ralston enters.

Cont.

RALSTON

Excuse me, ladies. We just got instructions for everyone to evacuate the train up here.

BLUE-HAIRED LADY

But why?

INT. A TOURIST HIGH LEVEL COACH - DAY

159

A PORTER is telling a group of coach passengers including several hippies that they will have to get off.

PORTER

I don't know, sir. Some kind of security search.

INT. THE COACH LOUNGE - DAY

160

A few hardy Conventioneers are listening to a porter tell them they will have to get off the train.

FIRST CONVENTIONEER

That's the damndest thing I've ever heard!

SECOND CONVENTIONEER

(looking out  
the window)

We're going to stop all right.

THIRD CONVENTIONEER

There's the police.

EXT. THE HARRIS MILL JUNCTION - DAY

161

Several police cars are parked by the old siding and some plainclothesmen are waiting to board the train. The Silver Streak slows down and comes to a halt. The porters open the doors and the passengers reluctantly begin to get off.

INT. THE COACH LOUNGE - DAY

162

The Conventioneers, grabbing a few beers to take with them, are leaving the car. The porter is helping a very hungover Plain Jane to maneuver down the aisle.

PORTER

Come on, lady. It won't be for long.

Plain Jane stops suddenly and staggers back for "Mary-Lou." Putting the cardboard cut-out under her arm, she explains to the porter:

PLAIN JANE

Us girls got to stick together.

INT. DEVEREAU'S COMPARTMENT - DAY

163

Since Devereau's window is on the other side of the train he does not see the police or the helicopters. He is sitting as we left him, deep in his own thoughts, and not seeming to have noticed that the train has stopped. Whiney bursts in. He is very nervous.

WHINEY

The police are outside!

DEVEREAU

What?

WHINEY

The porters are asking everyone to get off the train.

Devereau leaps up and goes out to the corridor.

INT. THE TRAIN CORRIDOR - DAY

164

He looks out the window and sees the passengers streaming off the train and being guided to stand off to the side by the police.

One of the Fat Men passes him carrying a large brown paper bag full of groceries. The Conductor walks by.

DEVEREAU

(pleasantly)

What's going on?

CONDUCTOR

I'm not sure, Mr. Devereau. We got a call from the police wanting everyone evacuated. Maybe it's a bomb scare or something.

DEVEREAU

Well then, we'd better get off.

CONDUCTOR

I certainly am.

The Conductor continues on toward the rear. Devereau drops his cool manner and walks quickly toward the front. Whiney follows.

EXT. THE HARRIS MILL JUNCTION - DAY

165

The police entourage drives across the tracks at the rear of the train and parks by the abandoned mill. The Chief is the first out and walks over to Bronsky. George follows.

INT. HILLY'S NEW COMPARTMENT - DAY

166

Hilly and Johnson are looking out the window when Devereau and Whiney burst in. Johnson has several rifles laid out on the couch. Devereau picks up one along with several boxes of ammunition. Whiney does the same. Devereau loads his rifle with ease, ignoring Hilly while talking to Johnson.

DEVEREAU

Stay here with her and cover us from the window. We're going to start up the engine and take it into Rockdale.

He finishes loading the rifle when the door opens and Ralston steps in. He is surprised to see they haven't left the train.

RALSTON

Hey, you're the last. Everyone's already...

(sees the rifles)

What are you doing with those rifles?

Devereau answers by viciously hitting him across the head with his rifle butt. Ralston falls to the floor, unconscious. Hilly springs up and goes to his aid, shouting at Devereau.

HILLY

You bastard!

Devereau opens the door and exits. Whiney follows.

OUT 167

EXT. THE JUNCTION - DAY

168

The Chief is questioning Bronsky on the evacuation of the passengers.

BRONSKY

Everyone's off, Chief, except our boy.

The Chief looks up and down the train.

EXT. THE TRAIN - DAY

169

Devereau steps down off the train followed by Whiney. They begin running toward the engine. The Chief sees them, pulls his gun and calls out:

CHIEF

Hold it right there, Devereau!

Devereau stops and sees the Chief. He recognizes him, aims his rifle and fires. Whiney fires, too. The Chief is not hit but he and the others immediately take cover and return the fire. George falls to the ground and crawls quickly to safety behind some railway ties. Meanwhile passengers are screaming and running for cover. The Fat Men drop their groceries and hot waddle it to the protection of the mill. The Blue-Haired Lady shrieks, her poodle barks and Plain Jane falls flat on "Mary-Lou."

EXT. THE TRAIN - ANOTHER ANGLE - DAY

A-169

Devereau and Whiney break away and run for the engine where they take cover behind a signal box and return the policemen's fire. The police are about to follow when Johnson smashes the train window with his rifle and starts firing at them from Hilly's compartment. Caught in the cross fire one of the policemen is hit. The others scramble for new protection.

EXT. THE TRAIN - ANOTHER ANGLE - DAY

B-169

George looks up at the train and catches a glimpse of Hilly huddled behind Johnson. Quickly he takes out his gun and begins fumbling to load it with bullets. The noise of the battle crackles around him when suddenly a black pair of hands ENTER THE FRAME and take the gun away from him. George turns and is surprised to see Grover crouching behind him.

GROVER

Hi, killer. What's happenin'?

Grover grins and with easy professionalism loads the gun.

GEORGE

Wha...What are you doing here?

A bullet ricochets off the wooden tier and the two men hit the dirt. Grover gets up and peers over the top.

GROVER

What the hell's going on? Who's in charge here?

GEORGE

(grabbing him)

Get down!

Grover gets down and finishes loading the gun.

GEORGE

What did you come back for?

GROVER

Huh? Oh, yeah...You forgot  
your wallet.

He hands over the wallet which George accepts with a wry nod.

GEORGE

Thanks. Some thief you are.

GROVER

(looks up)  
Hey, isn't that Hilly?

George nods. Grover motions for him to follow.

GROVER

C'mon.

With Grover in the lead the two drop back and begin to circle  
around toward the rear of the train.

EXT. THE ENGINE - DAY

170

Meanwhile toward the front of the train the police are being  
pinned down by Johnson firing from the window and Whiney  
firing from behind a signal box. Devereau scampers to the  
locomotive and shouts up at the two drivers.

DEVEREAU

Start up the engine!

FIREMAN

We can't do that.

Devereau shoots and the Fireman falls from the cabin onto the  
tracks. Devereau climbs up into the cabin.

INT. THE LOCOMOTIVE - DAY

171

He points his rifle at the Engineer.

DEVEREAU

Okay, you. Let's get going.

The Engineer starts up the engine and the train begins to  
move.

EXT. THE ENGINE - DAY

172

Whiney is crouched behind the signal box, firing at the  
police. He sees the train beginning to leave and he dashes  
for the locomotive. A policeman stands up and fires, hitting  
Whiney in the leg. Whiney grabs for the ladder and is  
dragged along by the side of the train.

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EXT. THE REAR OF THE TRAIN - DAY

100

George and Grover have circled around and come running up the bank toward the departing train. They race to the rear door and hop on board.

173

EXT. THE LOCOMOTIVE - DAY

174

The train is beginning to go faster and Whiney can't hold on to the ladder much longer. He cries out for help:

WHINEY

Mr. Devereau! Mr. Devereau!

Devereau looks over the side at his wounded comrade. He calculates his worth, then steps on his hands. Whiney lets go with a shuddering scream and his body rolls off to the side of the tracks.

EXT. THE JUNCTION - DAY

175

The Chief stands up and sees the train getting away. He calls out to two of his riflemen to follow him and runs back toward the helicopters. He shouts out to Bronsky to get into one of the choppers while he and his riflemen get into the other.

INT. THE LOCOMOTIVE - DAY

A-175

Devereau has his rifle on the Engineer driving the train while keeping his eyes peeled for the station of Joliet up ahead.

OUT 176

INT. THE COACH LOUNGE - DAY

177

George follows Grover as they run through the empty lounge where the conventioners held their two-day party.

EXT. THE JUNCTION - DAY

A-177

The two police helicopters take off and follow the train.

EXT. THE TRACKS - DAY

B-177

The Silver Streak is racing along the rails at full speed.

OUT 178

INT. HILLY'S NEW COMPARTMENT - DAY

179

Hilly has put a bandage around Ralston's head, but he is still very groggy. Johnson takes his rifle and the rest of the ammunition and pulls Hilly up off the floor.

HILLY  
Where are we going?

JOHNSON  
We're getting off at the next stop.

He pushes her out the door and they walk back down the corridor toward the diner.

INT. FIRST-CLASS SLEEPER - DAY 180

George and Grover run down the corridor past the Professor's old room toward the diner.

INT. THE LOCOMOTIVE - DAY A-180

Devereau looks back and sees the police helicopters flying alongside the train. He ducks for cover and takes aim.

INT. THE FIRST-CLASS DINER - DAY 181

Johnson enters with Hilly and looks out the windows. He sees the helicopters and roughly throws Hilly down at one of the tables. Taking his rifle butt, he smashes the train window.

EXT. THE TRACKS - DAY A-181

The helicopters are flying alongside the engine.

INT. THE LOCOMOTIVE - DAY B-181

Devereau pops up and fires several rounds at them. The helicopters fly away.

INT. THE CHIEF'S HELICOPTER - DAY C-181

The Chief gives directions to one of his sharpshooters.

CHIEF  
Take another pass. Watch out  
for the engineer but get me  
Devereau!

EXT. THE TRACKS - DAY D-181

The two helicopters fly by the locomotive. They open fire. Devereau ducks then fires back.

OUT 182

INT. THE LOCOMOTIVE - DAY 183

The Engineer watches Devereau concentrating on beating off the chopper attack and so very slowly he takes his foot off the pedal. Devereau turns round and sees the Engineer's foot move. He snarls.

DEVEREAU

Keep your foot on that pedal!

The Engineer quickly puts his foot back and wipes his brow with his handkerchief.

INT. THE FIRST-CLASS DINER - DAY

184

Johnson has finished clearing the glass from the window. He kneels down and takes aim on the second helicopter. Just then Grover runs through the door. Before he sees Johnson, Johnson sees him and, swinging around quickly, fires. Grover crashes into some tables and tumbles to the floor while his gun slides out into the aisle. Hilly screams. George enters and dives for the gun. Johnson sees him and stands to fire. Hilly picks up a chair and smashes Johnson in the chest with it. He turns to knock her with his rifle when George picks up the gun and fires. Johnson staggers back with a bullet hole in his chest. He falls, grabs at a tablecloth and rolls under the table, dead. George runs to Hilly and she holds him tightly. After a moment he looks at her.

GEORGE

You all right?

HILLY

I'm fine. How about Grover?

They walk back to the pile of broken dishes, silverware and debris where Grover fell. George lifts up the tablecloth and a stunned Grover staggers to his feet while tenderly feeling his lips.

GROVER

Holy shit! I chipped my tooth!

EXT. THE TRACKS - DAY

A-184

The Silver Streak as it approaches Joliet is leaving behind the tree-studded countryside and is speeding past small factories and town dumps. Above the locomotive the riflemen in the helicopters trade gunfire with Devereau who suddenly makes a good shot and wounds Bronsky in the second chopper.

INT. BRONSKY'S HELICOPTER - DAY

B-184

Bronsky slams against the Pilot forcing the helicopter into a sudden spin.

EXT. THE TRACKS - DAY

C-184

We see the helicopter tailspinning. Various CUTS as it gets closer to a certain crash with the train.

INT. THE FIRST-CLASS DINER - DAY

D-184

George, Hilly and Grover look out the window and see the helicopter flying straight at them. They all quickly take cover and drop to the floor.

EXT. THE TRACKS - DAY

185

The helicopter pulls out of the spin and flies over the train.

INT. THE LOCOMOTIVE - DAY

A-185

The Engineer sees Devereau following the helicopter and surreptitiously takes his foot off the pedal. Devereau doesn't notice.

INT. THE CHIEF'S HELICOPTER - DAY

186

The Chief looks over and sees the other chopper.

CHIEF

Bronsky's been hit. Maybe...

RIFLEMAN

Just give me one more pass.

The Chief nods okay and the Pilot swings around again.

INT. THE FIRST-CLASS DINER - DAY

187

At the SOUND of gunfire George races to the broken window and looks out toward the engine. Hilly and Grover crowd behind him. George sees Devereau leaning out of the engine ready to fire at the helicopter. He turns back inside.

GEORGE

Gimme that rifle. I've got an idea.

He picks up Johnson's rifle and leans out the window.

OUT 188-  
190

INT. THE LOCOMOTIVE - DAY

191

The Chief's helicopter readies for the attack. Devereau is firing madly. Suddenly a buzzer sounds and the train begins to lurch. Devereau looks around at the Engineer and sees that the Engineer's foot is off the pedal. The train is about to stop. The Engineer panics and backs away. Devereau fires, killing him dead. His body falls from the train.

Cont.

Devereau dives for the pedal, pressing it down with his fist. The warning buzzer goes off. The danger is over. Devereau crawls to a heavy toolbox, drags it back and places it on the pedal so that it will always be pressed down.

INT. THE HELICOPTER - DAY

192

The Pilot flies toward the engine. The Rifleman aims his rifle.

RIFLEMAN

Just give me one clear shot.

INT. THE LOCOMOTIVE - DAY

193

Devereau, finished with his work, grabs his rifle and leans out of the cab to shoot. From the first-class diner window George fires. The bullet misses but Devereau turns around exposing himself to the helicopter flying overhead. A bullet hits him in the shoulder. He spins around by the cabin door and begins mad and reckless firing at the helicopter. Another bullet hits him in the knee. He trips and tumbles out of the engine, dropping his rifle and desperately hanging on to the ladder with one hand. His other hand swings for the steps and he grabs them. He looks ahead and we ZOOM in on his terrified face as he sees what is approaching.

EXT. THE TRACKS - DAY

194

A freight train, travelling on the tracks alongside the Silver Streak is careening toward him.

EXT. THE LOCOMOTIVE - DAY

195

Devereau's face fills with fear. He frantically tries to crawl back into the cabin but the speeding freight train rushes past, knocking him off the ladder and hurling him up into the air. His body bounces between the two trains, then falls beneath the Silver Streak's rattling wheels. A train whistle SCREAMS.

INT. THE HELICOPTER - DAY

196

The Chief and the Rifleman wince at Devereau's death.

INT. FIRST-CLASS DINER - DAY

197

George too has seen Devereau's death. He pulls his head inside the window and the freight train rattles by. Hilly leans forward to see what happened but George stops her.

GEORGE

Don't look...They got Devereau.

The freight train passes and George turns back to the window. He sticks his head out and waves at the Chief's chopper.

INT. THE HELICOPTER - DAY

198

The chopper is flying alongside the Silver Streak. The Rifleman gestures to the Chief.

RIFLEMAN

Hey, Chief! There are still people on that train.

CHIEF

It's Caldwell.

In a flash the Chief recognizes the danger. He turns to the Pilot.

CHIEF

Get back to the junction. Call ahead and tell them they've got a runaway train.

INT. THE FIRST-CLASS DINER - DAY

A-198

Grover has his head at another window.

Cont.

GROVER

There goes the choppers. And here comes the station.

HILLY

Thank God it's over!

George looks out the window as they approach Joliet. His face shows a mounting concern.

EXT. THE TRACKS - DAY

199

The Silver Streak speeds past the flashing telephone poles and right through the station of Rockdale.

INT. THE FIRST-CLASS DINER - DAY

200

George and Hilly are seated together by the window watching the station whiz by. She turns to him very troubled.

HILLY

Why didn't we stop?

George stands up. He is pale and beginning to sweat.

HILLY

George, what's the matter?

GEORGE

I'm not sure yet, but it looks like there is no one up front in the engine.

GROVER

No driver?

GEORGE

That's right.

HILLY

My God! What are we going to do?

George looks over at the emergency brake in the corner of the dining car. He races over and pulls it. The cord comes out in his hand.

GEORGE

What the...!

HILLY

(a gasp of horror)

Devereau ordered Whiney to disconnect them. He cut every one of them throughout the whole train.

GEORGE

Terrific!...Then I've got to get to the engine.

HILLY

How?

George looks up.

GROVER

The roof?

George mutters an agreeing oath.

EXT. THE TRACKS - DAY

201

The Silver Streak speeds out of the city limits and into the countryside, zipping past lush meadows, lakes and marshes.

INT. THE CHICAGO CONTROL TOWER - DAY

202

JERRY JARVIS, a young man with a supercilious manner, is speaking on the phone to the radio OPERATOR at the junction. He is the assistant controller and is explaining the absolute impossibility of the Silver Streak being a runaway.

JARVIS

Nonsense! The engineer is probably anxious to bring the train in on schedule.

OPERATOR

The engineer is dead.

JARVIS

Look, if the engineer takes his foot off the pedal for twenty seconds the entire train goes into emergency stop.

EXT. THE JUNCTION - DAY

203

The Chief's helicopter lands and the Chief runs over to the police van where the Operator is talking on the radio phone.

CHIEF

How's it going?

OPERATOR

They don't believe us.

The Chief grabs the phone.

CHIEF

This is Chief Donaldson.  
Who's this?

INT. CONTROL TOWER - DAY

205

INTERCUT the conversation.

JARVIS

This is Jerry Jarvis. I'm the assistant controller.

CHIEF

Assistant? Get me your boss.

JARVIS

He's out to lunch but I'm sure I can handle any problem you might have.

CHIEF

It's not my problem. You've got a dead engineer and a runaway train that's going to hit Chicago in twenty-five minutes. Now what are you going to do about it?

JARVIS

All right, I'll check with the signal towers. But, you see it's impossible. If the engineer is dead, who's driving the train?

INT. THE LOCOMOTIVE - DAY

206

The toolbox is still pressed down on the pedal. From the cabin we see the countryside is giving way to industry.

EXT. BY THE TRACKS - DAY

207

The Silver Streak speeds by and a man in a signal tower is surprised to see no one at the controls.

INT. GEORGE'S CORRIDOR - DAY

208

George, Hilly and Grover are moving down the corridor when the door opens and Ralston steps out. He has the bandage around his head and is feeling a little woozy.

RALSTON

What's happening?

HILLY

Are you all right?

Ralston looks up, sees George and staggers back.

RALSTON

Holy Moly! It's the killer!

Cont.

HILLY

No, no. He's all right. Listen, is there any way to get to the engine without going over the roof?

RALSTON

There's no way to get to the engine period. Why do you want to...  
(looking out the window)  
What's the matter? Why are we going so fast?

GEORGE

There's no one driving the train.

RALSTON

That's impossible. It would stop.

GEORGE

Does this look like we're stopping?

Ralston gets the message. He goes over to the emergency cord in the corner and pulls. It comes out in his hand.

RALSTON

Those damn hippies!

EXT. THE TRACKS - DAY

209

The Silver Streak zooms past a large gravel quarry and a network of power lines.

INT. CONTROL TOWER - DAY

210

A now very nervous Jarvis is back on the phone talking to the Chief.

JARVIS

I received a report from the signal towers. They see no engineer in the cabin.

EXT. THE JUNCTION - DAY

211

INTERCUT the conversation.

CHIEF

Great! Now you've got the facts why don't you just throw one of those switches and have the train run off on a siding.

JARVIS

That's the problem. All the tracks are computer programmed. Switching the Silver Streak would only cause a collision with another train.

CHIEF

Then what the hell are you going to do? There are people riding on that train!

JARVIS

Oh, no!  
(sweating profusely)  
You see, the standard procedure in such an emergency would be to derail the train.

CHIEF

Derail it! In the middle of the yard?

JARVIS

Actually, I can't take that responsibility myself. I'd better get my boss.

CHIEF

You better do something, you idiot. Because in ten minutes you're going to have two hundred tons of locomotive smashing through Central Station on its way to Marshall Fields!

The Chief angrily hangs up the phone. He turns to the radio Operator.

CHIEF

They can't stop it.

EXT. THE TRACKS - DAY

212

The Silver Streak is speeding along the rails, changing at the switches and scooting past an automobile graveyard full of a long line of smashed and broken cars.

INT. GEORGE'S CORRIDOR - DAY

213

Hilly looks out the window and turns to George.

HILLY

What do we do?

GEORGE

The only thing we can -- insulate ourselves against one mighty crash.

RALSTON

Come on.

(insistently)

Come on! Everybody follow me.

Somewhat bewildered they follow him down the corridor.

EXT. THE TRACKS - DAY

214

The Silver Streak has reached the outskirts of Chicago, and already it is racing alongside the cars on the freeways that lead into the city.

INT. CENTRAL STATION - DAY

215

In the vast space of the grand concourse we see Jarvis run down the marble steps and cross the open floor. He races under the arch that says "To All Trains," passing the steel lockers, the wooden benches and the new Dodge Dart draped with red, white and blue bunting that is on display. He sees a RAILROAD OFFICIAL and rushes up to him.

JARVIS

Hey, Jack, where's Benny?

JACK

He was in the coffee shop...

Jarvis races away much to Jack's bewilderment.

OUT 216

EXT. THE TRACKS - DAY

217

With wheels spinning and its red lights flashing, the Silver Streak enters the vastness of the Chicago railway yard.

OUT 218

INT. THE CONNECTING PLATFORM - DAY

219

Ralston steps out on the platform and points out to the others the steel floor that connects the two cars.

RALSTON

Lift it up.

George and Grover lift up the floor and we can see the connecting bolts and hoses that keep the cars together. We can also see the railway bed zipping by underneath. Ralston points out his plan.

RALSTON

What we're gonna do is uncouple the cars 'cause when they pull apart they will bust open the air pressure lines and the brakes will clamp on throughout the train.

HILLY

That's brilliant!

HILLY (Cont.)  
(looks at the speeding  
wheels beneath them)  
But -- that's dangerous.

GEORGE  
What do we have to do?

RALSTON  
You see that pin down there?  
You've got to pull it up and  
turn it to the left.

George and Grover bend down and look.

GROVER  
That's impossible!

GEORGE  
(to Grover)  
C'mon. You hold the back of my belt.

George eases himself toward the pin.

EXT. THE TRACKS - DAY

220

The Silver Streak tears along the tracks over bridges and  
freeways. In the distance we can see the skyline of Chicago.

INT. CENTRAL STATION COFFEE SHOP - DAY

221

Jarvis, anxious and sweating, races into the coffee shop. He  
looks around frantically for Benny, then races up to the  
cashier.

JARVIS  
Hi, Mabel. Have you seen Benny?

MABEL  
(good-naturedly)  
Well, if it isn't the little Caesar  
of the railroads. What's...

Jarvis leans over the counter and grabs her lapels.

JARVIS  
Have you seen Benny?!!

MABEL  
No. No. Try next door.

Jarvis lets her go and runs out.

INT. THE CONNECTING PLATFORM - DAY

222

Lying flat on his belly George slides himself down toward the  
bolt. Grover and Hilly are holding him while he looks at the  
Cont.

speeding railway tracks below. He finds a place for his hand and inches his way toward the pin. He gets his hand on it and tries to move it. It won't budge. George wipes the sweat from his face and mutters an oath.

EXT. THE TRACKS - DAY 223

The Silver Streak is flying by signal towers and along the mazes of crisscrossing tracks.

INT. THE CONNECTING PLATFORM - DAY 224

George tries again without success. He has to move closer for more leverage. Grover leans over holding him by the belt, while Hilly holds his leg. George gets his hand on the pin again and gives it a mighty pull. It moves.

GEORGE

I moved it!

Suddenly the train lurches and Grover loses his grip. George tumbles down, scrambling madly for balance. Hilly screams. He stops himself in time, his face not more than two feet from the gravel railway bed. Hilly grabs at his clothes and Grover takes hold of his legs. Together they manage to pull him back to his original position. George takes a few deep breaths and tries again to move the pin.

INT. THE BRASS RAIL - DAY 225

Jarvis runs into the crowded bar and races over to BENNY who is having a beer with some friends. He grabs his boss and pulls him aside.

JARVIS

The Silver Streak is a runaway.  
What do we do?

Benny, a professional railroad man for many years, sees immediately from Jarvis' manner that the problem is serious. He looks up at the clock above the bar. It reads one thirty-one.

BENNY

It's gonna be here in four minutes.

He slams down his beer and races out of the bar. Jarvis follows.

INT. CENTRAL STATION - DAY 226

Benny and Jarvis run from the bar, past the center newsstand, the Kodak camera booth, and the record stall. They race up the ramp where the Dodge Dart is on display and over to a security phone set in the wall. Benny takes it out and dials one number.

## BENNY

Harris? Benny. Get a call into station security. The Silver Streak is going to jump track five and crash in here in four minutes. Full alert. Clear the station. Right.

## EXT. THE TRACKS - DAY

227

The Silver Streak is hurtling toward the downtown area. We can see the tall buildings, including the Sears building, the tallest in the world, and for the first time we glimpse Central Station waiting at the end of the line.

## INT. THE CONNECTING PLATFORM - DAY

228

George makes another attempt at the pin. He moves it and pulls it up but he hasn't got the strength or the leverage to turn it to the left. He sweats and grunts. Hilly looks at him with an anguished face. Grover, holding onto George's belt, watches the tracks zipping by. He too is sweating profusely.

## INT. CENTRAL STATION - DAY

229

The public address system echoes across the vast marble concourse. People stop -- passengers, waiting relatives, waitresses, newspaper sellers -- and listen.

## PUBLIC ADDRESS

Attention. You attention please. Everyone is requested to walk to the nearest exit as quickly as possible. This is an emergency. People waiting for the arrival of the Silver Streak on track five are requested to vacate that area immediately. Repeat. This is an emergency...

People mill around and talk amongst themselves. Some are going to the exits. Others are asking the security police for more information.

## EXT. THE TRACKS - DAY

230

The Silver Streak is shooting past the other trains in the yard and headed directly for Central Station, built under a large post office in the middle of the city.

## INT. CENTRAL STATION - DAY

231

People are moving a little more quickly toward the exits as the security police hurry them along and shout out instructions. Coffee waitresses are refusing to leave the shop and the man at the newspaper stand does not want to leave his stall. Old people scurry along as fast as they can while young kids giggle and yell and take their time.

## EXT. THE TRACKS - DAY

232

The Silver Streak never looking more powerful is barreling down the tracks -- sleek and smooth and beautiful.

## INT. THE CONNECTING PLATFORM - DAY

233

George maneuvers himself closer to the pin. He looks down at the speeding tracks and gathers his strength for one last effort. The muscles of his face are pulsating. The veins of his neck stand out. All his body shivers with the strain when suddenly the pin turns free. The train lurches and the cars pull apart. The hoses break, and, like a banshee wailing, the air pressure escapes and the brakes come on. Sparks fly from the wheels, and piercing SCREECHES fill the air, as the wheels lock and slide along the track. George scrambles back up with the aid of Hilly and Grover. Grabbing onto the end of the car, they watch the forward section of the train draw away and speed on without them.

## EXT. THE TRACKS - DAY

234

The powerful locomotives of the Silver Streak are not deterred by the brakes. The forward section of the train races ahead into Central Station and disappears from sight.

## INT. CENTRAL STATION - DAY

235

In the windowless darkness, past the black asphalt sidings piled high with baggage and mail sacks, the Silver Streak roars down the tracks toward the heavy wooden stop at the end of the line.

## INT. CENTRAL STATION - ANOTHER ANGLE - DAY

236

A few last stragglers are being ushered away from the concrete block wall at the back of track five. A security officer is arguing with a woman and her children when suddenly her littlest boy playfully runs out into the empty waiting area.

## INT. CENTRAL STATION - ANOTHER ANGLE - DAY

237

The Silver Streak with the power of a rocket careens down the tracks and smashes into the wooden stop, shattering it like kindling. The locomotive continues on, grinding up and over the embankment toward the concrete brick wall.

## INT. CENTRAL STATION - ANOTHER ANGLE - DAY

238

On the other side of the wall, the security officer dives and grabs the little boy, rolling to safety as the Silver Streak smashes through. The concrete bricks fall and tumble like children's blocks and still the train keeps going. People scream. The newspaperman leaps out of the way as the mighty engine plows through his stall, crashes through the record boutique and completely demolishes the glass Kodak booth.

And still it keeps going. Up the ramp, past the Greek marble pillars, through the display and smack into the new Dodge Dart sending it flying through the air like an angry bull tossing a matador. The car smashes into the wooden benches and the Silver Streak finally slows to a SCREECHING halt beneath the arch that says "To All Trains."

INT. TRACK FIVE - DAY

239

The rear of the train slides to a halt at the platform not more than thirty yards from the end of the line.

INT. THE CAR WITH THE CONNECTING PLATFORM - DAY A-239

As the train stops, Grover, who has been looking out the corridor window, leans back against the wall with incredulous relief.

GROVER

We made it. I don't believe it.  
We made it.

Ralston, who is sitting in the far corner, takes out his hip flask and toasts the opening at the end of the car.

RALSTON

Hello, Chicago, hello!

He takes a long swallow.

INT. TRACK FIVE - DAY

B-239

George steps off the carriage and plants his feet firmly on the ground. He draws a long breath and then turns to help Hilly down. She falls into his arms and they hold each other for a moment of great relief and happiness. Grover steps down and glances up toward the end of the track.

GROVER

Wow! Would you look at that!

George and Hilly look up and the three of them walk off to the end of the platform.

INT. TRACK FIVE - ANOTHER ANGLE - DAY

C-239

They pause at the end of the line to look with wide-eyed amazement at the hole in the concrete wall that the Silver Streak left when it crashed through. They step through the hole and walk through the destroyed boutique.

OUT 240

INT. CENTRAL STATION - ANOTHER ANGLE - DAY

241

People and security officers are milling around, recovering from the shock. George, Hilly and Grover make their way across the floor scattered with candies and magazines from the wrecked newspaper stall. They pass what is left of the record shop and the Kodak booth and see the last carriage of the Silver Streak up ahead.

HILLY

It's like a battlefield.

They walk on.

GROVER

(pointing)

Look what it did to that car.

INT. CENTRAL STATION - ANOTHER ANGLE - DAY

242

The Silver Streak locomotive has taken a beating, although the whole front of the engine is incongruously draped with the festive red, white and blue bunting from the Dodge Dart display. George and Hilly stand off and look at it.

HILLY

I don't know about you but next time I take the bus.

GEORGE

You know I look at the face of that engine and I swear I can see a grin.

HILLY

Looks to me like one of those Bicentennial displays.

GEORGE

Where's Grover?

They look around and see Grover over by the Dodge Dart with his hands in the engine.

HILLY

What's he doing?

GEORGE

I think he's just bagged himself another pussey.

Grover slams down the Dodge Dart hood and, officiously ordering people to get out of the way, sits at the wheel and begins to slowly drive off through the crowd. He passes George and Hilly and winks before he disappears down a ramp. George shakes his head and smiles.

GEORGE

He's crazy!

HILLY

Crazy? He's got the right idea. Let's get out of here. Let's go to a park.

GEORGE

A park?

HILLY

Yeah. I want to take my shoes off, lie back on the grass and have you teach me some more about gardening.

George laughs and takes her in his arms. They kiss. The MUSIC comes in and we begin PULLING BACK. High above the crowd we take our last fond look at the Silver Streak. Parked in the middle of Central Station the focus of attention, it still seems to be flashing a wickedly satisfied grin.

OUT 243

FADE OUT

THE END